

**THE BYE- LAWS**

**OF**

**IMAN – TRUST**

**INTEREST– FREE COOPERATIVE SOCIETY**  
**UNIVERSITY OF ILORIN TEACHING HOSPITAL**  
**ILORIN**

**AS ADOPTED AT THE 2017**  
**ANNUAL GENERAL MEETING**

**HELD AT**

**UNIVERSITY OF ILORIN TEACHING HOSPITAL**  
**SCHOOL COMPLEX**

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**The Bye Law of Iman Trust**

**SECTION 1**

1. This Law may be cited as the Bye Law

**SECTION 2**

**Establishment of IMAN TRUST**

1. There is hereby an established body to be known as IMAN TRUST which shall perform such functions as may be assigned to it under this Bye Law
  - a) IMAN TRUST shall be Shariah compliant
  - b) The address of IMAN TRUST shall be IMAN TRUST Secretariat complex, Near Central Mosque, Islamic Centre, University of Ilorin Teaching Hospital, Ilorin. Nigeria.

**SECTION 3**

**Aim and Objectives of IMAN TRUST**

1. The aim of IMAN TRUST is the economic empowerment of its members.

**Objectives**

- a) Encourage voluntary regular thrift savings by members preferably deductions being made from source (salary account).
- b) To issue share and receive savings from member of the Trust and pay dividends on such shares to the members of the Trust
- c) To create fund that shall be lent out to members without interest for halal and productive purposes

- d) There shall be IMAN Trust Ventures through which members and customers can benefit from "Halal" goods and services
- e) To share after Zakat profit from ventures activities as dividends, proportionate to each member's share or items invested.
- f) To provide economic and financial advice to members

#### **SECTION 4**

##### **Membership**

1. Members shall be opened to staff of the Hospital and affiliated institutions/centres
  - a) Shall be an employee of University of Ilorin Teaching and a devote muslim
  - b) Honorary members shall include former members who are willing to continue their cooperative activities with the Trust
  - c) Intending members shall fill a prescribed application form, providing all necessary information required in good faith
  - d) Admission of new members shall be subject to ratification and approval of registration and Identification committee

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#### **SECTION 5**

##### **Establishment of IMAN TRUST Board**

1. There shall be IMAN TRUST Board, hereinafter referred to as Board
  - a) The Board shall consist of the following
    - I. President
    - II. Vice President
    - III. Secretary
    - IV. Assistant Secretary
    - V. Financial Secretary
    - VI. Venture Committee Chairman
    - VII. Loan Committee Chairman
    - VIII. Debit Recovery and Trade Audit Committee Chairman
    - IX. IMAN UITH Representative
    - X. Ex- Officio I (Immediate Past President)
    - XI. Ex –Officio II (Immediate Past Secretary)
    - XII. Representative of Shariah panel
    - XIII. Representative of UITH annexes

#### **SECTION 6**

##### **Eligibility and Functions of IMAN TRUST Board**

1. The Board members shall be appointed by Shura Committee
  - a) The Board and other members shall hold office for a period of 3 years and may be re-appointed in the same position for not more than two consecutive tenures

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- b) Any Member of the Board may at any time be removed by the Islamic Affair Board for inability to discharge the function of his office ( whether arising from infirmity of mind or body or any other causes) or for misconduct or if the Islamic Affair Board is satisfied that it is not in the interest of the public that the member should continue in the office
- c) A member of the Board may resign his membership notice in writing addressed to the Islamic Affair Board
- d) Where vacancy occurs in membership of the Board, it shall be the discretion of the Islamic Affairs Board to fill it by appointment of a successor to hold for the remainder of the term of office of his predecessor, or appoint another member to fill the vacancy
- e) The Board shall be autonomous, but subordinate to IMAN, UITH
- f) The work of the Board and other committee members shall primarily "Fisebellillah". However, appropriate incentives shall be given to Board and committee members as may be decided by the Board and such must have been approved at the Annual General Meeting.
- g) All Board members shall not hold dual membership of any interest based cooperative society

**SECTION 7**  
**FUNCTIONS OF OFFICERS**  
**President**

1. Shall be the Chief Executive Officer and Chief Accounting Officer of the Trust
  - a) Shall preside over all meetings of the Trust or otherwise delegate other person
  - b) Shall be the Principal signatory to all Bank Account of the Trust
  - c) Shall be responsible for day to day administration of the Trust
  - d) Shall control all other employee of the Trust in dictate of Islamic Tenets
  - e) Shall attends to all external correspondence and handle same
  - f) Shall be the chief spokesman for the Trust
  - g) Shall append final approval on all internal processes and memorandum except otherwise delegated
  - h) Shall take executive decisions in between meetings in emergency situation and report to board for ratification
  - I) Shall interpret the bye-law of the trust and decide any doubtful point
  - j) Subject to ( I ) above, any disagreement arising from such interpretation shall be referred to the committee of past Presidents or the shariah panel as the case may be
  - k) Shall present a budget for approval to the first board meeting each year
  - l) Shall see to the presentation of an audited account at the end of every business year
  - m) Shall lead the board in executing innovative ideas and projects including training programme for staff and executives as indicated

## **SECTION 8**

### **Vice President**

1. Shall deputise for the Board President in his absence
- a. Shall carry out such other duties and responsibilities as may be assigned to him, from time to time by the President
- b. Shall chair the Annual General Meeting organizing committee

## **SECTION 9**

### **Secretary**

1. Shall be responsible to the President / Board
  - a) Shall convene on the authority of the President meetings of the Board
  - b) Shall take and keep Minutes of all meetings of the Board and such other meetings as the Board may direct
  - c) Shall arrange with the president the order of the proceedings of meetings
  - d) Shall present quarterly secretariat report to the Trade Council
  - e) Shall present Annual Secretariat report at the Annual General Meeting
  - f) Maintaining and keeping minutes, books and registers of the Trust
  - g) Keeping in safe custody the common seal of the Trust
  - h) Keeping in safe custody all assets and documents relating to the Trust

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- I) Keeping in safe custody all agreements entered into by the Trust with any Third party
- j) Shall be one of the other signatories to IMAN Trust Main account
- k) Shall ensure smooth day to day running of IMAN Trust Secretariat
- l) Shall be an automatic member of all IMAN Trust Ad-hoc committee
- m) Shall have power to delegate responsibilities to the Assistant Secretary as may be necessary for the smooth running of the Trust
- n) All internal correspondence shall be directed to and handled by the secretary
- o) Shall manage information within and outside the Trust for the good image of the Trust
- p) Shall be responsible for publicizing all activities of the Trust
- q) Maintain and update the Trust website where necessary

## **SECTION 10**

### **Assistant Secretary**

1. Deputises or act for the general secretary in his/her absence
  - a) Carrying out such other duties and responsibilities as may be assigned to him from time to time by the general secretary
  - b) Shall assist the secretary to take minutes at the Board meeting, AGM and other events as may be delegated
  - c) Shall assist the Secretary in the effective day to day running of the secretariat
  - d) Shall act as secretary to the AGM planning committee as well as standing committee except otherwise stated herein in the bye-law

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## **SECTION 11**

### **Financial Secretary**

1. Shall be the Financial Accountant of the IMAN Trust
  - a) Shall be the other signatories to IMAN Bank Accounts
  - b) Shall prepare and present quarterly financial report to the Trade council
  - c) Shall present Annual financial report at the Annual General Meeting
  - d) Shall be an automatic member of the Trade Audit committee
  - e) Shall ensure payment of all dues and or monies meant for the Trust
  - f) Shall ensure accuracy and completeness of all financial documents of the Trust
  - g) Shall give all financial details as may be needed by the Board or committee (s) in discharge of their responsibility
  - h) Shall keep record of all income and expenditure, fiscal or banking documents related to IMAN Trust and present same for account and auditing
  - I) Shall be IMAN Trust liaison officer with other financial institution (such as Banks, cooperatives et
  - j) Shall be the Think- Tank for the IMAN Trust in ensuring financial management devoid of liquidation crisis

## **SECTION 12**

### **VENTURE COMMITTEE CHAIRMAN**

1. Shall head the venture committee to carry out all functions as state in section 17 of this bye law

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- a) Shall lead all business venture decisions on behalf of the Trust
- b) Shall conduct business appraisal meetings to improve on new and on –going investment
- c) Shall preside over venture committee meetings
- d) Shall be accountable to the President/Board
- e) Shall be a signatory to venture account
- f) Shall conduct proposal defence meeting for new business(es)
- g) Shall advice the board base on accurate risk and profit / benefit of business / proposal analysis
- h) Shall take responsibility for financial prudence, probity and compliance with Shariah regulations in the day-to day running of the Trust venture
- i) Shall take responsibility for the performance, integrity and transparency of all staff working at the venture wing at any point in time
- j) The venture chairman shall reserve the right to recommend any staff under him/her for hiring and dismissal upon the approval of the board
- k) Shall liaise with debt recovery and trade audit committee to track any default debtor
- l) Shall prepare and present venture committee report at the Annual General meeting.
- m) Shall present monthly report of the committee to the board and quarterly to the trade council
- n) Shall perform any other duties so delegated to him/her by the President/Board

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**SECTION 13****LOAN COMMITTEE CHAIRMAN**

1. Shall head the loan committee to carry out all functions as stated in section 18 of this Bye-law
  - a) Shall present monthly report of the committee activities to the board and quarterly report to the trade council
  - b) Shall prepare and present audited report of loan committee at the Annual General Meeting
  - c) Shall liaise with debt recovery and trade audit committee to track any defaulters
  - d) Shall be accountable to the president/ Board
  - e) Shall take up any other duties so delegated to it by the Board

**SECTION 14****DEBT RECOVERY AND TRADE AUDIT COMMITTEE CHAIRMAN**

1. Shall head the debt recovery and trade audit committee
  - a) Shall lead the committee in performance of all functions stated in section 19 of this bye-law
  - b) Shall be accountable to the president/Board
  - c) Shall communicate with debtors in order to facilitate debt recovery
  - d) Shall put in place necessary strategies to recover debt including collaboration with any organ of the trust or external law enforcement bodies.
  - e) Shall present monthly report of activities to the board, quarterly report to trade council and annual report of the Annual General Meeting.

**SECTION 15****Establishment of Committee**

1. There is hereby established for the IMAN Trust the following committees which shall be subjected to this Bye Law operate for the smooth running of the Trust
  - a) The composition of members of each standing and Ad-hoc Committee shall not exceed five (5) members, and every member of the standing and Ad-hoc Committee shall be appointed by the Shura committee
  - b) The standing and Ad-hoc committee members shall comprise of persons of high integrity who are not member of the Board
  - c) Every member of standing committee shall hold office for three (3) years from the date of his appointment, but shall be eligible for reappointment for further term of three years in the same Committee or redeployed to function in other Committee
  - d) If the President is satisfied that a member of the Board, standing committee and Ad-hoc Committee has been absent for four consecutive meeting of either the Board or committee meetings without permission, the Board may revoke such appointment and report such at the Annual general meetings / Islamic Affair Board
  - e) The standing and Ad-hoc Committee shall hold meetings as frequent as may be necessary for the fulfilment of its functions

## **SECTION 16**

### **Shariah Panel**

1. Shall regulate the functions of the Board and Venture according to stipulated tenets of Islam
  - a) Shall ensure all business proposal received by venture committee are Shariah Compliant
  - b) Shall receive and investigate all petitions
  - c) Shall rule and determine all matters of dispute, compliant and allegations
  - d) Shall Forward its recommendations to the Board for approval
  - e) Shall assist the president on consultation in interpreting doubtful points in the bye-law in accordance with the Islamic laws

## **SECTION 17**

### **Venture Committee**

1. Shall manage and control the business ventures of the Trust:
  - a) Shall decide the terms of purchase and sale of any goods which the Trust may require for its members and to arrange for the safe custody of such assets
  - b) Shall carry out business ventures transaction on behalf of and in the interest of the Trust
  - c) Shall enter into contractual relationship on behalf of and in the interest of the Trust. Provided that the proposals, recommendations of terms and contractual activities shall be subject to prior approval of the Board and shariah panel
  - d) Shall determine a close range percentage to be used in

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calculating the profit of each and every transaction based on independent negotiation

- e) To embark on halal business transaction according to Islamic rules of trade with element of compassion and unparalleled customers/members satisfaction
- f) Shall present monthly report of the committee activities to the Board and quarterly to the trade council
- g) Shall present audited annual business report at the Annual general meeting

## **SECTION 18**

### **Loan Committee**

1. Shall receive and consider application for loans and examine them against the background of the financial conditions, previous record of borrowing, purpose of loan, ability to repay fully and promptly and the character and financial standing of the sureties.
  - a) Shall assess feasibility and terms of repayment in granting loan
  - b) Shall call for, at regular intervals, comparative statement of loan, analyse defaults and reasons for them
  - c) Shall seat to approve or disapprove loan application at least twice in a week as the business demands and hold other statutory meetings as indicated
  - d) Shall ensure that all loans are issued without discrimination of gender, creed and or profession.
  - e) Shall present monthly report of their activities to the Board and quarterly report to trade council
  - f) Shall present audited annual report at the annual general meeting.
  - g) Shall advise the board on appropriate reviews of loan policies from time to time.

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**SECTION 19****Debt Recovery And Trade Audit Committee**

1. Shall play an internal audit role on all financial activities of the Trust such as loan and venture
  - a) Shall monitor compliance with internal regulation for trade and loan activities
  - b) Shall present monthly report of their activities to the Board, quarterly report to trade council at its meeting
  - c) Shall monitor repayment of loan by all debtors of cash and commodities
  - d) Shall carry out investigation into any record of account suspected with irregularities at any time
  - e) Shall ensure that all duties of loan and ventures committees are in conformity with the law, regulations of this bye law
  - f). Shall track all debts and communicate/hold meetings with the debtor(s) to facilitate prompt settlement of debts
  - g) Shall guide the board on preventive strategies for bad debt including legal means
  - h) Liaise with venture and loan committee to generate annual account and present same for external audit
  - I) Shall alert the board on any potential risk spotted on loan or trade transaction at any point in time

**SECTION 20****Annual General Meet Sub - Committee**

1. This sub – committee shall be set –up by the board
  - a) Shall organise the Annual general meeting
  - b) Shall propose a budget for the organisation of a smooth annual general meeting for approval by the board

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- c) Shall confirm the minutes of the previous annual general meeting and of any special general meeting
- d) Shall consider the report of the committees and the annual account and balance sheet, together with the report of the audit of account

**SECTION 21****Registration Sub - Committee**

1. Shall ensure that membership complete necessary form(s) for application
  - a) Shall approve or disapprove application for membership after due scrutiny
  - b) Shall ensure registration fee and annual dues are paid
  - c) Shall ensure issuance of membership I.D card to all duly registered members

**SECTION 22****Constitution Review Ad-hoc Committee**

1. The Board shall nominate 5 members for the amendment of this bye- law, one of such member shall be a legal practitioner who shall automatically serve as the secretary
  - a) It shall call for memorandum from members on the review and amendment of the constitution
  - b) Any amendment of this bye law shall be subject to approval of two-third majority of the members at the annual general meeting of the Trust.  
Shall automatically be dissolved after the completion of its assignment

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### **SECTION 23**

#### **Hajj Ad-hoc Committee**

1. To organise smooth and hitch- free Hajj operation
    - a) Receive applications for Hajj and recommend same for admission for Hajj special savings
    - b) To ensure that member have required means to sustain them adequately in the holy land
    - c) Enlighten members on all requirements of Hajj as contained in Islamic Injunction
    - d) Ensure necessary arrangement for the well being of the Hajj Pilgrims
    - e) At least One member of this committee shall be learned and versed in Islamic law
- Shall automatically be dissolved after the completion of its assignment

### **SECTION 24**

#### **Shura Ad-hoc Committee**

1. Shall call for nomination among IMAN Trust members to fill vacant positions for Board, committees and sub-committees
  - a) Shall conduct interview for the nominated members
  - b) Shall select the most appropriate nominees to fill each of the vacant positions of the board, committees and sub-committees
  - c) Shall automatically be dissolved after the completion of its assignment

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- d) Carry out such other functions as are necessary or assigned to it by the board
- f) Shall duly inform the board of the names of approved new board members and committee and present same at the Annual General Meeting for final ratification

### **SECTION 25**

#### **Financial Policy**

1. The Board shall establish and maintain a fund which shall be use to defray all expenditure reasonably incurred by the Trust in the execution of its functions under this bye law

### **SECTION 26**

#### **Account and Audit**

1. The Board shall keep proper account in good form, which shall conform with acceptable commercial standard of its receipt, payment, assets and liabilities and shall submit the account annually for auditing by a qualified auditor appointed from the list of auditors.

### **SECTION 27**

#### **General Savings**

1. Savings shall be by deduction from source
  - a) Savings shall not be reduced below 50% of individual's monthly contribution when paying back a loan facility
  - b) Other decisions shall be referred to the board which shall be ratified at the Annual general meeting
  - c) Minimal saving shall be determined at Annual General meeting which may be subject to review

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## **SECTION 28**

### **Loan**

1. Loan shall be restricted to members only and shall be granted with equity, justice and good conscience, given productive and provident purpose not in contravention to Islamic Injunction, upon such security and terms as the loan committee shall approve
- a) Application for loan shall be in prescribed form prepared and furnished to the Trust secretariat

## **SECTION 29**

### **Types of Loan**

1. There shall exist three types of loan viz:
  - a) **Fresh Loan:** Which shall be payable within the period of 18 calendar months. Provided the take home of the member(s) is not less than 33.3%
  - b) **Emergency Loan:** Which shall be payable within the period of 4 calendar months
  - c) **Educational Loan:** This shall be granted. Provided the member produce evidence of the intended institutional pursuit

## **SECTION 30**

### **Maximum credit Limit of Loan**

1. The maximum credit of each applicant for a loan shall be 200% of his or her total ordinary saving in case of fresh loan. Subject to 20% for the running of the Trust venture
- a) The maximum credit limit of each applicant for an emergency loan shall be N40,000 for junior staff and N100,000 for senior staff payable over 4 months

## **SECTION 31**

### **Meetings of the Board**

1. Meetings of the Board, standing committee and or Ad-hoc Committee shall take place as often as may be required, but not less than six times in every year
- a) The President shall preside at every meeting of the board and in his absence, Vice President shall preside such meeting
- b) The Chairman of each standing committee and or Ad-hoc Committee shall preside at every meeting of their respective committee and in his absence, Secretary of the committee and shall preside
- c) The president shall preside and oversee any other business meeting in which he is in attendance

## **SECTION 32**

### **Quorum**

1. Simply majority of members of the Board shall form a quorum at any meeting and this shall also apply to standing and or Ad-hoc committee meetings.

## **SECTION 33**

### **Annual General Meeting**

1. The annual general meeting shall be held within three months of the business year end not later than September 30<sup>th</sup> of every year, after the annual statement of Account has been prepared and approved
- a) To confirm the minutes of the previous annual general meeting and of any intervening special meeting

- b) To provide report and transact other general business of the Trust
- c) To discuss any other matter as may be required for the progress of the Trust
- d) To consider and communicate any correspondence received from IMAN TRUST Headquarter (If any)
- e) To make public declaration of annual profit or loss and any other business agenda
- f) To approve appointment of Trust external auditor
- g) To seek approval for dividend payable to members

#### **SECTION 34**

##### **Special General Meeting**

1. A special general meeting of members may be convened at any time by the Board, Provided that the President or a person authorised by him may at any time summon the special general meeting in such a manner and at such time and place as he may direct. He may also direct what matter shall be discussed at the meeting. Such meeting shall have all power of a meeting called according to this Bye law

#### **SECTION 35**

##### **Legal Action**

1. No suit shall be commenced against the Trust on or before the expiration of a period of one month after written notice of intention to commence has been served upon the Trust by the intending plaintiff or his agent, and the notice shall clearly and explicitly state
  - a) Cause of action
  - b) Particular of claim

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- c) Name and place of abode of intending plaintiff
- d) Relief which he claims

#### **SECTION 36**

##### **Dispute**

1. Any dispute arising in or concerning the Trust, its members (past and present) or person claiming through them, shall be referred to the Islamic Affairs Board for settlement as the last resort

#### **SECTION 37**

##### **Withdrawal**

1. Any member who wishes to determinate his/her membership shall apply to Registration sub- committee having fulfilled all his obligations
  - a) In case of a member being indisposed, incapacitated or dead, the next of kin of that member shall inherit his asset/liability. In absence of a next of kin, the asset shall be disposed of based on Islamic injunctions

#### **SECTION 38**

##### **Dissolution**

1. In case of dissolution /winding up of the IMAN Trust, assets shall be shared by members proportionate to their saving or given as sadaqa to IMAN or similar Islamic organisations after settling liabilities

#### **SECTION 39**

##### **Clarification**

1. If there shall arise any doubt or controversy regarding the meaning or intention of this Bye law, the matter shall be referred to the Islamic Affairs Board of IMAN Trust or higher Islamic body(ies)

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## SECTION 40

### Interpretation

1. The following words or expression shall have the meaning respectively assigned to them below
  - a) **"Board"** means the governing body of the Trust to whom the general management of IMAN Trust affairs are entrusted
  - b) **"President"** means the overall director of the Trust
  - c) **"Chairman"** means officer empowered to give directive with regard to affairs of committee
  - d) **"Committee"** means body upon whom specific duties are assigned or delegated by the Trust
  - e) **"Ad-hoc Committee"** means periodic set of body upon whom specified duties are assigned by the Trust and shall stand dissolved after completing the assignment
  - f) **"Standing Committee"** means body upon which specific duty is assigned by the Trust and shall remain functional till the expiration of the tenure of the board that constituted it
  - g) **"Sub - Committee"** means a smaller body constituted out of the board to look closely into a matter or designated to perform a specified function.
  - h) **"Financial Year"** means the period of twelve months beginning from 1<sup>st</sup> July an ending on 30<sup>th</sup> June of every year
  - i) **"Trust"** means IMAN TRUST COOPERATIVE SOCIETY

- j) **"Shariah Panel"** means a body of Islamic scholars under the Islamic Medical Association Of Nigeria, University of Ilorin Teaching Hospital designated to regulate business activities of IMAN trust and IMAN ventures according to Shariah