[Scan page 24 (typed page 1, no label)]

# NATIONAL DEVELOPMENT FOUNDATION

## THE CONSTITUTION

**Draft for review**
This is a retyped copy of the typewritten English constitution of the National Development Foundation and the amendments adopted on 7 September 1987 (pages 24 to 41 of the scanned bundle). The wording follows the original. Obvious typing slips are corrected and listed in the Review notes at the end. Grey markers such as [Scan page 25 (typed -2-)] show where each original page starts. Words marked [?] were hard to read. Typed page -11- (Article 19) is missing from the scan. Please mark any changes and return this copy.

### 1. NAME

The Foundation (herein after referred to as the Foundation) shall be known as the National Development Foundation.

### 2. REGISTERED OFFICE

The registered office of the Foundation is housed at No.5, S.de S. Jayasingha Road, Kohuwala, Nugegoda or at a place decided by the Management Council.

### 3. EMBLEM

The emblem of the Foundation shall be the emblem depicting a sketch of Sri Lanka on a yellow background, with pod of rice and a section of a cog wheel on sides and a "Punkalasa" at the centre and words "ජාතික සංවර්ධන පදනම" inscribed on the right hand side of the emblem.

### 4. FLAG

The flag of the Foundation shall depict a lion with a sword in its right hand, surrounded by a rectangular yellow frame with a Bo leaf at each corner, on a red background.

### 5. AIMS

The aims of the Foundation shall be as stated below.

(i) Conservation, development and educating the people to make equitable use of National resources.

(ii) Organisation of agrarian life, attainment of the country's self sufficiency through rural development and conducting dedicated work to cultivate a spirit of self reliance among the peasants.

[Scan page 25 (typed -2-)]

(iii) Instillation of an awareness of their rights in the minds of Sri Lankan citizens, leading the people in the spirit of Unity and Fraternity toward the fulfilment of varied functions that become necessary in the process of conservation and development of National resources.

(iv) Creation of a definite pattern of education with the religious centres at its head, for the purpose of promoting spiritual and material development.

(v) Establishment of a sense of discipline and a state of self-governing among the people through the improvement of their religious, cultural, social and economic standards.

(vi) Getting the people acquainted with the rational utilisation of the public funds allocated by the State for their benefit.

(vii) Adopting necessary measures to protect the national environment.

(viii) Accomplishment of the tasks that help to move toward an improvement of the masses.

(ix) Organisation and execution of all activities that deem necessary for the protection of the consumer.

[Scan page 26 (typed -3-)]

(x) Adoption of all measures conducive to the preservation of natural creative, economic and moral wealth and extension of support for such measures by voluntary and state bodies.

(xi) Maintaining relations with national and International organisations in the intent of securing the afore mentioned aims.

**6. POWERS**

(i) The Foundation shall have the powers to:- Purchase, obtain on short-term or long-term lease or on rent, or receive and retain as donations, all such movable and immovable property that by their nature deem necessary for the attainment of all proclaimed aims of the Foundation.

(ii) Receive and retain all such aid financial or material granted by the Republic of Sri Lanka or any other local or foreign institution for the purpose of attaining proclaimed aims of the Foundation.

(iii) Seek and obtain short-term and long-term credit facilities from the Republic of Sri Lanka or any other local or foreign institution and enter into and operate under contracts, agreements and bonds etc, with the Republic of Sri Lanka or any other local or foreign institution on all occasions when such measures deem necessary for the purpose of attaining proclaimed aims of the Foundation.

[Scan page 27 (typed -4-)]

(iv) Collect membership dues from the members of the Foundation and levy a service charge against aforesaid contracts, agreements and bonds etc, in terms of a percentage determined by the Management Council, to supplement its funds in accordance with proclaimed aims of the Foundation, and

(v) Execute any other function, regarded as necessary by the Management Council for the purpose of attaining proclaimed aims of the Foundation.

**7. MEMBERSHIP**

Any individual with expressed willingness to channel his dedicated efforts toward realization of the aims mentioned in the article (5) of this constitution may forward his or her application, to be admitted as a member of the Foundation subjected to the provisions laid down in the article (9) of the same constitution.

**8. MEMBERSHIP CATEGORIES**

The membership shall consist of the following categories.

(a) Honorary membership. (Only the members of the clergy are eligible to become honorary members).

(b) Ordinary membership.

[Scan page 28 (typed -5-)]

(c) Institutional Membership. Institutional membership is conferred only upon those institutions or organisations (which are not political parties) which have registered themselves under the state or completed three years of successful existence.

**9. APPLICATION FOR MEMBERSHIP**

Any individual willing to apply for a membership of the Foundation, under article (8) of the Constitution, shall do so by filling in the specified application form obtainable from the Executive Secretary of the Management Council of the Foundation and forwarding the same to the aforesaid Executive Secretary along with the relevant membership fee. Thereupon the Management Council shall consider such application and determine its acceptance or rejection.

**10. ACCEPTANCE OR REJECTION OF AN APPLICATION**

The Management Council shall enjoy full authority in accepting or rejecting any application for membership without showing causes.

**11. MEMBERSHIP FEE**

Ordinary members and institutional members, shall pay an annual membership fee of Rs.25/= and Rs.50/= respectively while the honorary members shall remain exempted from paying any fee. The membership charges can be revised from time to time in compliance with the wish of the Management Council.

[Scan page 29 (typed -6-)]

**12. REGISTER OF MEMBERS**

The Executive Secretary of the Management Council shall maintain a Register of members consisting of such information as name, membership category, permanent address, date of enrolment, date of withholdment and termination of membership and other relevant date [?] of each member.

**13. VOTE**

(i) Each member of a category is entitled to cast one vote. However on occasions when any member holding ordinary or honorary membership, does at the same time belong to and represent any institution that holds institutional membership at the Foundation shall have the right to cast only one vote.

(ii) All members who are entitled to vote shall enjoy equal rights.

**14. REGISTRATION OF MEMBERS**

Any member may resign his membership of the Foundation, after tendering his resignation in written form to the Executive Secretary of the Management Council. However the Management Council shall have the power to accept or reject such plea for resignation.

**15. WITHHOLDMENT OR TERMINATION OF MEMBERSHIP**

The Management Council shall have the power to terminate or withhold for a period determined by the Council as justifiable, the membership of any member of the Foundation on one or more of the reasons given below.

[Scan page 30 (typed -7-)]

(a) Involvement in action that run counter to the proclaimed aims of the Foundation.

(b) Abstinence from paying membership dues for three consecutive periods without reasonable cause.

(c) Involvement in actions, considered by the Foundation as detrimental to its good-name.

(d) Violation of the Constitution of the Foundation, and

(e) Involvement in actions considered by the Management Council as harmful to the well-being of the Foundation.

**16. GENERAL CONGRESS**

(i) There shall be a General Congress open to all members of the Foundation.

(ii) The General Congress shall meet in sessions at least once in every year. The date of commencement of such annual sessions shall be made known to all members of the Foundation in the form of a written notice by the Executive Secretary of the Management Council at least fourteen days prior to such date, whereas all proposals of the members shall be sent to the aforesaid Executive Secretary in written form, to reach him before seven days from the date of commencement of such sessions.

(iii) The quorum of a session of the General Congress shall be a number not less than one fourth of the entire membership of the Foundation.

[Scan page 31 (typed -8-)]

(iv) The Executive Secretary of the Management Council shall convene a special session of the General Congress on all occasions when a decision to that effect had been taken by aforesaid Council or a written request had been made by the members of the Foundation whose number shall not be less than one fourth of the entire membership. Such a written request shall show the reason or reasons on which the particular request is made. Further the date of commencement of such special sessions shall be made known to all members of the Foundation in the form of a written notice by the Executive Secretary of the Management Council at least ten days prior to the commencement.

(v) The quorum of a special session of the General Congress shall be a number not less than one fourth of the entire membership of the Foundation.

(vi) On occasions when unanimous decision is not arrived at, the decision of the majority of the participants shall become valid at all annual sessions or special sessions of the General Congress.

(vii) On occasions when the decisions of votes is equal on a particular issue taken up before a session of the General Congress, The Chairman presiding at the time shall have the right to a deciding vote.

[Scan page 32 (typed -9-)]

(viii) The terms - "all members and entire membership" included in this article 16, shall be interpreted so as to exclude all members whose memberships are withholden at the time.

**Handwritten:** An asterisk is hand-marked beside articles 17 and 18 (both were amended in 1987, see the amendments page).

**17. POWERS OF THE GENERAL CONGRESS**

The powers vested in the responsibility of the General Congress shall be as mentioned below.

(i) Election of fifteen members to the Management Council.

(ii) Appointment of auditors.

(iii) Adoption of the audited financial report and the work-report of the Foundation.

**18. MANAGEMENT COUNCIL**

(i) The General Congress at its annual sessions shall elect the Management Council.

(ii) The Management Council elected under section (i) of the article 17 of the constitution shall consist of :-

(a) Nine individuals on whose merits and special talents considered as qualified by the General Congress.

(b) Three members from the full time co-ordinating committee of the Foundation, and

(c) Three members from the full time services of the Foundation.

(iii) The Management Council at its first meeting shall elect from its members, a Chairman, two Vice Chairmen, a Treasurer, and an Executive Secretary.

[Scan page 33 (typed -10-)]

The Chairman of the Management Council by virtue of his office shall also hold the offices of the Chairman of the Foundation and the General Congress.

(iv) The Chairman of the Management Council shall preside over General Congress sessions as well as Management Council meetings. However one of the Vice-Chairmen may take the chair in his absence.

(v) On occasions when the Chairman of the Management Council is temporarily barred from executing his duties and functions owing to illness, having gone out of the island or any other reason, the Management Council shall elect by the majority of its votes, one of the two Vice Chairmen to take charge of the said duties and functions until such time that the Chairman could resume back his normal duties and functions.

(vi) The membership of any member of the Management Council shall cease to exist if he or she had failed to attend three meetings of the said Council consecutively without informing in advance or reasonable cause.

(vii) The Management Council shall have the power to withhold for a definite period the membership or, expel from the membership, any member of the Management Council after the adoption of a resolution by the majority of votes at a meeting of the said Council, when in the opinion of the said Council, the member in question had violated the provisions of the Constitution of the National Development Foundation or Committed an act detrimental to the good name of the Foundation.

**Note:** Typed page -11- is missing from the scan (the hand-numbered folios jump from 101 to 99). It held article 19 (heading not known) and its clauses (i) to (vi). Clause (vii) of that article continues at the top of page -12-. The Sinhala version may show the missing text.

[Scan page 34 (typed -12-)]

(vii) Interpretation of the Constitution of the Foundation as well as laws, by-laws and directives of working committees.

**20. DUTY OF THE CHAIRMAN OF THE MANAGEMENT COUNCIL**

The Chairman of the Management Council shall

(i) Carry out properly the decisions of the General Congress and Management Council,

(ii) Execute properly all functions contributing to the attainment of proclaimed aims of the Foundation.

(iii) Make urgent decisions, necessary for the well being of the Foundation,

(iv) Preside over the General Congress and the Advisory Board.

**21. EXECUTIVE SECRETARY OF THE MANAGEMENT COUNCIL**

(i) The Management Council in its first meeting shall elect and appoint its Executive Secretary.

(ii) The term of office of the Executive Secretary shall be one year. In case of the resignation or removal before expiry of his term of office, the Management Council shall appoint a new Executive Secretary to take his place for the rest of the term.

(iii) The Executive Secretary shall remain subordinate to the Management Council.

**22. DUTY AND AUTHORITY OF THE ADMINISTRATIVE SECRETARY**

The duty and authority of the Executive Secretary shall be as stated below:-

(i) Maintenance of all records of proceedings of Management Council Meetings, General Congress sessions and advisory Council Meetings.

[Scan page 35 (typed -13-)]

(ii) Carry out all administrative functions under the guidance and direction of the Management Council and putting into practice the provisions of the constitution and laws and by laws.

(iii) Execution of special directives of the Management Council.

(iv) Co-ordination of decisions of the General Congress, Management Council and Co-ordinating Committee.

(v) Convening annual sessions and special sessions of the General Congress as well as meetings of the Management Council and the Advisory Council under instructions and orders from the Management Council.

(vi) Maintaining the Membership Register properly.

(vii) Holding responsibility for proper administration of involved functions of the Foundation.

(viii) Participating in meetings other than those of the Advisory Council and the Co-ordinating team.

**23 [?]. TREASURER OF THE MANAGEMENT COUNCIL**

(i) The Management Council shall at its first meeting elect a treasurer.

(ii) The term of office of the Treasurer shall be one year. In case of his resignation or removal before the expiring of his term of office the Management Council shall appoint another to take his place.

[Scan page 36 (typed -14-)]

**24. DUTY AND RESPONSIBILITY OF THE TREASURER**

The treasurer shall:-

(i) be responsible to the Foundation for getting collected all the monies due to the Foundation, keeping in safe custody the money thus collected and spending such money in keeping with the needs, subjected to the directives of the management council.

(ii) be responsible to the Foundation for the proper maintenance of all movable and immovable property.

(iii) Maintain upto date records of all financial accounts and inventories of all movable and immovable property of the Foundation.

(iv) put before the Management Council an audited balance sheet of the annual budget, and submit the same to the General Congress after obtaining the approval of the said Council,

(v) Forward forthwith all accounts books and other documents placed in his custody to the Chairman or the Management Council on demand,

**Handwritten:** A small cross is hand-marked beside article 25 (amended in 1987).

**25. MEETINGS OF THE MANAGEMENT COUNCIL**

(i) The Management Council shall meet at least once a month.

(ii) The Executive Secretary of the Management Council shall have the members of the Council informed about such meeting at least seven days ahead.

(iii) The quorum of a meeting of the Council shall be five members.

[Scan page 37 (typed -15-)]

(iv) The Chairman of the Management Council shall have the right to a deciding vote on occasions when the division of votes is equal on a particular issue.

**26. COORDINATING COMMITTEE**

(i) The Management Council shall appoint Co-ordinators so as to enable to accomplish the proclaimed aims of the Foundation.

(ii) The Co-ordinating Committee shall appoint a Chairman and a Secretary for the purpose of continuing their functions.

(iii) The Co-ordinating Committee shall meet at least once a month.

(iv) The quorum of a meeting of the said Co-ordinating Committee shall be three members.

**27. ADVISORY COUNCIL**

(i) There shall be an advisory Council to the Foundation, and the said Council shall be elected by the Management Council.

(ii) The members of the Advisory Council shall be professionals in special fields or competent individuals capable of offering necessary advice and views to keep the Foundation active.

(iii) The Management Council shall have the authority to replace the members of the Advisory Council from time to time.

(iv) The term of office of the Advisory Council members shall be one year.

[Scan page 38 (typed -16-)]

(v) In case of resignation or removal of a member of the Advisory council before the expiry of his term of office the Management Council may fill in the vacancy by appointing another person to take his place.

**28. MEETING OF THE ADVISORY COUNCIL**

(i) The advisory Council shall meet at least once in every three months. The Executive Secretary of the Management Council shall convene such meetings as required and place before them a brief report of the Foundations activities during the preceding period.

(ii) The Executive Secretary of the Management Council shall forward to the Management Council the decisions of the Advisory Council.

**29. DUTY OF THE ADVISORY COUNCIL**

The Advisory Council shall render its advice to the Management Council on all occasions when such advice become necessary.

**30. EXAMINATION OF ACCOUNT BOOKS AND OTHER DOCUMENTS**

When any person with interest wants to examine any of the accounts books or any other document of the Foundation, he shall make a written request to that effect to the Executive Secretary of the Management Council. Thereupon the aforesaid Executive Secretary shall make all necessary arrangements to have such book or documents examined by that person, subjected to the approval of the Management Council.

[Scan page 39 (typed -17-)]

## 31. SETTLEMENT OF DISPUTES

On occasions, when a dispute or a difference of opinion prevails among the membership or between a member and the collective with regard to the matters connected with the Foundation, the decision of the Management Council shall be final and binding.

## 32. CONTROL OF FINANCES

(i) All finances of the Foundation received in the form of membership fees, donations from local and foreign personnel or institutions, aid and donations from the Government of Sri Lanka as well as incomes received from any other means shall be credited to the Fund of the Foundation.

(ii) All funds of the Foundation shall be deposited in a Bank or Banks approved by the Management Council.

(iii) Funds of the Foundation shall be used only for the purpose of realization of the proclaimed aims of the Foundation and matters contributing to that end.

**Handwritten:** A small cross is hand-marked beside 32 (iv) (amended in 1987).

(iv) All cheques and withdrawal forms to withdraw money from the Foundation's Fund shall have them signed by the treasurer and Chairman or one of the Vice Chairmen or the Executive Secretary of the Management Council.

(v) The Management Council shall determine the maximum amount of money that can be kept in personal custody of the Treasurer for the purpose of making day to day expenses.

(vi) The financial year of the Foundation shall be from the 1st of January to the 31st of December.

[Scan page 40 (typed -18-)]

(vii) The annual statement of accounts of the Foundation, shall be audited and certified by the auditors appointed by the General Congress and consequently submitted to the Management Council and the General Congress.

**Handwritten:** "(viii)" is pencilled in the margin below 32 (vii), with no text. It looks like a placeholder for a further clause.

## 33. AMENDMENTS TO THE CONSTITUTION

(i) The Constitution of the Foundation shall not be amended, revised or annulled unless so done at an annual session or a special session of the General Congress, convened for the said purpose, with a majority of two thirds of the votes of the members present.

(ii) The Executive Secretary of the Management Council shall be informed in the form of a written notice about such amendment, revision or annulment.

## 34. ANNUAL REPORT

The Executive Secretary of the Management Council shall forward to the Registrar of Companies an annual report on income, expenditure and movable and immovable property of the Foundation, audited by an auditor recognized under the societies ordinance.

[Scan page 41 (separate page, no typed label; hand folio 111)]

## Amendments made to the constitution and adopted unanimously at the Annual General Meeting of the National Development Foundation held at No. 91, Pagoda Road, Nugegoda, on 7th September 1987.

1. Article (17), section (1) was amended to read as: 17 (1) Election of seven members to the Management Council.

2. Article (18), section (iii) and (v) were amended to read as:

   18 (iii) The Management Council at its first meeting shall elect from its members, a Chairman, One Vice Chairman, a Treasurer and an Executive Secretary.

   18 (v) On occasions when the Chairman of the Management Council is temporarily barred from executing his duties and functions owing to illness, having gone out of the Island or any other reasons, the Vice Chairman shall take charge of the said duties and functions until such time that the Chairman could resume back his normal duties and functions.

3. Article 25 sections (1) and (iii) were amended to read as:

   25 (1) The Management Council shall meet at least once in three months.

   25 (iii) The quorum of a meeting of the Management Council shall be five members.

4. Article 32 section (iv) was amended to read as,

   32 (iv) All cheques and withdrawal forms to withdraw money from the Foundations Fund shall have them signed by the Treasurer, Chairman, Executive Secretary or the Vice Chairman.

# Review notes

Prepared with the retyped copy, 17 October 2026. Not part of the original document.

### A. Missing text

Typed page -11- is not in the scan. It held Article 19 (heading not known) and its clauses (i) to (vi). Only clause (vii) survives at the top of page -12-. Please send a copy of page -11- if you have one. The Sinhala constitution in the same bundle may hold the same article.

### B. Typing slips corrected (30)

| Scan page | Original | Retyped as |
|---|---|---|
| 24 | Jayasingha Road Kohuwala | Jayasingha Road, Kohuwala (comma added) |
| 25 | Accomplishement | Accomplishment |
| 26 | short)term | short-term |
| 26 | proclaime (letter overtyped) | proclaimed |
| 26 | Sri-Lanka | Sri Lanka |
| 26 | atainning | attaining |
| 26 | areements | agreements |
| 29 | Sedretary | Secretary |
| 30 | There whall be | There shall be |
| 31 | occassions | occasions |
| 32 | Gemeral (overtyped) | General |
| 32 | MANAGEMENT COUNCIO | MANAGEMENT COUNCIL |
| 33 | Vice - Chairmen | Vice-Chairmen |
| 33 | any number of the Management Council | any member of the Management Council |
| 34 | lawa, by-laws | laws, by-laws |
| 35 | Conveneing | Convening |
| 35 | article number printed "2:" (second digit not legible) | 23 [?] (follows 22, precedes 24) |
| 38 | at leasb | at least |
| 38 | preceeding | preceding |
| 39 | CONTOL OF FINANCES | CONTROL OF FINANCES |
| 39 | Fudds | Funds |
| 39 | shall them signed | shall have them signed (wording as in the 1987 amendment) |
| 40 | Registrar of Copanies | Registrar of Companies |
| 40 | recogized | recognized |
| 41 | adapted unanimously | adopted unanimously |
| 41 | at its, first meeting | at its first meeting |
| 41 | One Vice Chairman a Treasurer | One Vice Chairman, a Treasurer |
| 41 | occassions | occasions |
| 41 | temporary barred | temporarily barred |
| 41 | withdrawal froms | withdrawal forms |

### C. Kept as typed, please check

1. Article 12: "other relevant date of each member" probably means "data".
2. Article 14: the side heading reads "REGISTRATION OF MEMBERS" but the text is about resignation. Should it read "RESIGNATION OF MEMBERS"?

3. Article 22: the side heading says "Administrative Secretary" but the text says "Executive Secretary".
4. Article 20 (iv): "Advisory Board". Everywhere else the text says "Advisory Council".
5. Article 22 (viii): "Participating in meetings other than those of the Advisory Council and the Co-ordinating team". The meaning is unclear.
6. Article 23: the second digit of the article number is not clear on the scan. It is retyped as 23 because it falls between 22 and 24.
7. 1987 amendment to 25 (iii): the word "five" is typed over another word on the original. Please confirm the intended number.
8. Old usage kept: "herein after", "withholdment", "withholden".

**D. Points for the NDF team to decide**

1. Registered office (Article 2): No. 5, S. de S. Jayasingha Road, Kohuwala, Nugegoda. The 1987 meeting was at No. 91, Pagoda Road, Nugegoda. The 1994 certificate gives Maharagama. Which address should the constitution now give?
2. Council size: the 1987 amendment set Article 17 (i) at seven members. Article 18 (ii) still says 9 + 3 + 3 = 15 members. The Sinhala amendment of 24 October 1988 changes the number to nine. Article 18 (ii) needs to match the chosen number.
3. Vice Chairman: since 1987 there is one Vice Chairman, but Article 18 (iv) still says "one of the Vice-Chairmen".
4. Meetings and quorum (Article 25): the English 1987 page says the council meets at least once in three months with a quorum of five. The Sinhala 1987 amendment says at least twice in three months with a quorum of four, and the Sinhala 1988 amendment sets the quorum back to five. Which wording is correct?
5. Cheque signing (Article 32 iv): the 1987 wording lists the Treasurer, Chairman, Executive Secretary or Vice Chairman but does not say how many must sign. A later Sinhala amendment (Amendment 03, undated) adds an Accountant and a new clause 32 (8) on regional project bank accounts. These later changes have no English version.
6. Annual report (Article 34): the report goes to the "Registrar of Companies". NDF was registered under the Societies Ordinance, so this probably should be the Registrar of Societies. Today the National Secretariat for NGOs may also need reports.
7. Membership fees (Article 11): Rs. 25 and Rs. 50 a year are 1980s amounts. The Management Council may revise them under the same article.
8. Honorary membership (Article 8 a) is open only to members of the clergy. Is this still wanted?
9. Flag (Article 4): a lion with a sword on a red background with Bo leaves at the corners is close to the national flag. Please consider whether this is still suitable.
10. Gender: the text uses "his" throughout. A revision could use neutral wording.
11. A pencilled "(viii)" appears under Article 32 (vii) with no text. Was a further clause intended?