



ಕರ್ನಾಟಕ ಸರ್ಕಾರ

ನೋಂದಣಿ ಸಂಖ್ಯೆ : 858/91-92  
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ಸಂಘಗಳ ನೋಂದಣಾಧಿಕಾರಿಗಳ ಕಛೇರಿ  
ಬೆಂಗಳೂರು ನಗರ ಜಿಲ್ಲೆ, ಬೆಂಗಳೂರು  
ನಂ.50/1, 2 ಮತ್ತು 3ನೇ ಮಹಡಿ  
ಚರ್ಚ್ ಸ್ಟೀಟ್, ಬೆಂಗಳೂರು - 560 001.  
ದಿನಾಂಕ : 24/2/05

1960ನೇ ಇಸವಿಯ ಕರ್ನಾಟಕ ರಾಜ್ಯದ ಸಂಘಗಳ ಅಧಿನಿಯಮದ 9\* / 10\* ಪ್ರಕರಣಗಳ ಮೇರೆಗೆ

ಅಪೇಕ್ಷಿತವಾದಂತೆ ಈ ಕೆಳಗೆ ನಮೂದಿಸಿದ ದಸ್ತಾವೇಜುಗಳ Electronic city  
Industries Association ಸಂಘದ

ಕಾರ್ಯದರ್ಶಿ / ಅಧ್ಯಕ್ಷರವರಿಂದ ಸಂಘದ ಜ್ಞಾಪನಾ ಪತ್ರ / ನಿಯಮ ನಿಬಂಧನೆಗಳ ತಿದ್ದುಪಡಿಯನ್ನು  
ನೋಂದಾಯಿಸಲಾಗಿದೆ. ದಿನಾಂಕ 23. 9. 05 ಕ್ರಮಾಂಕದ ಪತ್ರದೊಡನೆ ಬಂದಿದೆ ಮತ್ತು

ಮೇಲೆ ಹೇಳಿರುವ ದಸ್ತಾವೇಜುಗಳು ನೋಂದಾಯಿಸಲಾಗಿದೆ. ಸಂದಾಯವಾದ ಶುಲ್ಕ  
ರೂಪಾಯಿ 350/- (ಅಕ್ಷರಗಳಲ್ಲಿ Three hundred  
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ಸಂಘಗಳ ನೋಂದಣಾಧಿಕಾರಿಗಳ ಪರವಾಗಿ  
(ಸಹಿ ಮತ್ತು ಮುದ್ರೆ)  
ಬೆಂಗಳೂರು ನಗರ ಜಿಲ್ಲೆ, ಬೆಂಗಳೂರು  
ಬೆಂಗಳೂರು ನಗರ ಜಿಲ್ಲೆ, ಬೆಂಗಳೂರು

# **Amended Memorandum and Bye-Laws adopted at SGM on 29 July 2005**

## **MEMORANDUM & BYE-LAWS OF THE ASSOCIATION**

### **1. NAME:**

The name of the Association is "ELECTRONICS CITY INDUSTRIES' ASSOCIATION" (hereinafter referred to as the "Association").

### **2. ADDRESS:**

The office of the Association shall presently be situated at No.7, Electronics City II Phase, Hosur Road, Bangalore 560 100. It may be shifted to such other place within Bangalore City as may be decided by the Executive Committee.

### **3. JURISDICTION:**

The jurisdiction of the Association shall be confined to the Electronics City both Phase I and Phase II in the City of Bangalore including any likely expansions and inclusions in future.

### **4. a) AIMS & OBJECTS:**

To serve as a common forum to provide needed services to the member industries situated within the jurisdiction.

- b) To undertake maintenance, upkeep, development, beautification, improvement, addition of amenities and infrastructure facilities to the entire industrial area designated as Electronics City, including its adjoining areas and approach roads.
- c) To undertake General Administration of the Industrial Area so specified under any such Acts which may be proclaimed by the Government / Other bodies or through any Resolution.
- d) To arrange to hold conferences, seminars, exhibitions or any other suitable activity from time to time to create awakening and to focus popular attention to promote matters affecting trade, commerce and industry.
- e) To elevate and improve the technical knowledge of persons engaged in industry by adopting suitable measures and to institute and establish suitable scholarships, grants and awards to aid such measures.
- f) To undertake Social / Welfare / environmental oriented activities with a view to involve in the social upliftment of villages / schools or spread the awareness among the public.
- g) To purchase from the income derived from the subscriptions received from its members, or monies received as grants from the government, statutory bodies, recognized agencies or donations received from its members or well wishers or by any other legal means, any property or properties in the name

of the association, to put up construction of office and commercial buildings thereon. To Rent, Lease, sell or transfer such property and apply the income derived from such transaction solely for the purposes set forth herein.

- h) To set up Regional centers in any other states & region to carry out or provide the services already being carried out by the Association. To provide technical know how, knowledge consulting and recovering payment in cash or kind thereof. To use such money for carrying out objects of the Association.

## **5. INCOME AND PROPERTY:**

The income and property of the Association shall be applied solely towards the promotion and objects of the Association as set forth in the Memorandum and no portion thereof shall be paid or transferred directly or indirectly by way of dividends, bonus or otherwise to the members of the Association.

## **6. AUTHORISATION:**

The Secretary is hereby authorised to correspond with the Registrar of Societies and in the absence of the Secretary, any other person authorised by the Office Bearers.

## **7. RULES & BYE-LAWS OF THE ASSOCIATION:**

### **1. NAME OF THE ASSOCIATION:**

Electronics City Industries' Association.



## 2. DEFINITIONS:

In these Rules, unless there be anything in the subject or context inconsistent therewith:

- a) 'ASSOCIATION' means the 'ELECTRONICS CITY INDUSTRIES' ASSOCIATION'
- b) 'JURISDICTION' means the JURISDICTION of the Association confined to the Electronics City both Phase I and Phase II in the city of Bangalore including any likely expansions and inclusions in future.
- c) The 'EXECUTIVE COMMITTEE' means the Executive Committee for the time being of the Association.
- d) 'OFFICE BEARERS' means the following elected by the Executive Committee.
  - i) 'PRESIDENT'
  - ii) 'VICE-PRESIDENT'
  - iii) 'SECRETARY'
  - iv) 'TREASURER'
  - v) 'JT.SECRETARY'
- e) "ELECTRONICS / INFORMATION TECHNOLOGY" means and include both Hardware and software.
- f) "Hardware industries" means and includes companies engaged in the manufacture of **Electrical & Electronics**

**Hardware &** shall also include contract manufacture, system integration including manufacture of raw materials, components, devices, equipments and systems for use in the electronics & hardware industries.

- g) Software industry means industry engaged in development, coding, porting of software, writing source code and providing training /education for the electronics / IT industry/ ITES including but not limited to BPOs, Call centres and companies engaged in such related activity.

### **3. ADDRESS:**

#7, Electronics City II Phase, Hosur Road, Bangalore 560 100.

The address may be changed to such other place as may be decided by the Executive Committee from time to time.

### **4. MEMBERSHIP:**

There shall be two categories of membership viz. "Ordinary Membership" and "Associate Membership".

- a) "**Ordinary Membership**" of the Association is open to an organisation involved in the industrial Activities related to **Software and Hardware Industry** as defined aforesaid who respectively have their place of business in Electronics City, Hosur Road, Bangalore. Only an Ordinary Member has the right to vote in the AGM / EGM and is eligible for

standing in the election to the Executive Committee. However as a general exception. All individuals/ organisations having their office/units in Electronics City will be deemed to be ordinary members and they are liable to pay the monthly and yearly subscriptions.

b) **“Associate Membership”** of the Association is open to any individual or Organisation interested in the Objects of the Association and are not qualified as per Para 4 (a) above. In terms of **Clause 6 E, and 9b** hereof, Associate Members are not entitled to vote at General Body Meetings or stand for election to the Executive Committee / Office Bearers of the Association. They however, can be inducted as members of various sub- committees that may be formed for the efficient functioning of the Association. However as a general exception all members registered as 'Ordinary Members' before 24 September 2004 will continue to be so irrespective of the nature of industrial activity.

c) Application for Membership:

- i) Every application for membership shall be made in writing to the Secretary in the prescribed form; along with the subscription & entrance fee to the category under which membership is sought.
- ii) Upon receipt of application for membership, the Secretary shall place such application for membership

before the Committee, and a decision to accept or reject such application shall be taken by the Committee at its next meeting in the following manner.

iii) The Committee may at its sole discretion, and without otherwise being obliged to state reasons, by not less than three fourths majority of its members present and voting at a Meeting, reject an application and such rejection shall be final and in no circumstance be called in question.

iv) If the candidate be admitted, the Secretary shall notify him accordingly.

v) If the application is rejected, the subscription paid if any, shall be refunded forthwith.

**d) Fees:**

i) The Admission Fee for Ordinary Membership shall be a one time payment of Membership fee of Rs.5000/- and an Admission fee of Rs.500/- . The Admission fee for Associate Membership shall be a one time payment of Membership fee of Rs.2500/- and Admission fee of Rs.500/-. The Fee is non refundable.

ii) The Annual Subscription fee shall be Rs.1000/- for all members for the time being. However, the Executive Committee reserves the right to increase the Annual Subscription of ordinary members from time to time. All



subscriptions are payable in advance during the year. New members joining in the second half of the accounting year shall pay only half of the Annual subscription with the Admission fee.

- e) Any member who does not make payment of the Annual subscription beyond a period of three months from due date stated on the invoice shall cease to be a member of the Association. However, he may be considered as a fresh member upon his giving fresh application for membership if the Association is of the opinion that he / she may be considered as a fresh member.
- f) Any member may resign from the Association by giving not less than ONE calendar month's notice in writing to the Secretary of the intention of such member to resign. The Secretary shall communicate to the member the Association's acceptance of the members' resignation. The rights and privileges granted to such member under the membership shall deem to cease forthwith. A member shall cease to be a member if he ceases to carry out the activity set for members as criteria for admission to the Association.
- g) Any member, either a company or an individual who is adjudicated to be insolvent, or a company which is wound up voluntarily or by order of Court shall cease to be a Member of the Association from the date of

adjudication, or date of order of winding up.

- h) The Admission fee and subscription fee once paid shall not be transferable or refundable on resignation, cessation or suspension of membership. Membership fees in full are payable for the official year irrespective of the date of admission of the member to the Association. The proceeds of the admission fee shall be credited to the Reserve Funds of the Association which may be utilised for the expenditure of capital nature only unless otherwise approved by the Executive Committee.

## **5. INFORMATION REQUIRED BY MEMBERS:**

Any member of the Association may apply to the Secretary for any information as may be required on matter pertaining to the Association subject or rules and regulations of the Association. The Association shall keep a register, containing

- a) The name and address of each member.
- b) The nature and type of industrial activity if any carried on by such members.
- c) Class of membership in which each member is enrolled.
- d) The date on which each member was admitted to the membership of the Association.
- e) The date on which any member ceased to be a member and reason for the same.

## 6. GENERAL MEETINGS:

A. There shall be held an **Annual General Meeting** of the Members of the Association within six months of the close of the Accounting Year of the Association to transact the following business:

- a) To receive and approve the Minutes of the previous Annual General Meeting.
- b) To receive and adopt the Annual Report of the Executive Committee for the previous year and the audited statement of Accounts of the Association.
- c) To elect fifteen members of the Executive Committee with a term until the next election of the Executive Committee, once in two years.
- d) To appoint the auditors for the next year and to fix their remuneration.
- e) To consider any other business or subject which may be approved and placed by the Executive Committee.

B. The President may, whenever he deems fit, or, shall, on the decision of the Executive Committee, or, upon the requisition in writing, made by not less than 10% of the members, arrange to convene a **Special General Body Meeting** of the Association to consider such subjects that need consideration and decision by the General Body and are so notified. Any such requisition shall

state the objects of the meeting proposed to be called duly signed by the required numbers with all necessary documents addressed to the President and left at the Office of the Association & acknowledged.

- C. **Chairman:** The President, or in his absence, one of the Vice-Presidents shall preside at all Meetings. If the President and the Vice-Presidents are absent, the Members present shall elect one amongst themselves to be the Chairman for that Meeting.
- D. **Quorum:** The quorum for a Meeting of the General Body shall be fifteen. If within 30 minutes of the time specified for the General Body Meeting, the quorum is not present, the meeting shall, in case the meeting so convened is at the requisition of Members, the Meeting shall stand dissolved and in any other case, stand adjourned to such a date, time and place as the Members present at the Meeting may, by majority vote fix, or in its absence, the Chairman may fix.
- E. **Voting:** All decisions shall be taken in the first instance by show of hands where all Ordinary members shall have equality of votes. Associate Members are not entitled to vote on any matter. In case of a tie, the Chairman shall have a casting vote.
- F. **Notice:** 21 days clear notice in writing, shall be given of any General Body Meeting specifying the place, date and time of the meeting and the business to be transacted.

G. Every Member entitled to attend the Annual / Special /



Extraordinary General Body Meetings of the Association and vote shall be entitled to send a representative who shall be the Authorised Representative on behalf of the Member Industry. Such an Authorised Representative shall be identified and evidenced by a letter in writing signed by the CEO / Authorised Signatory of the Company nominating the person wherein the name and designation shall be clearly mentioned and the signature of the Authorised Representative shall be duly attested in the letter of Authorisation. Only such an Authorised Representative shall be empowered to participate in the General Body Meetings and Vote as a Member.

## **7. MANAGEMENT OF THE AFFAIRS OF THE ASSOCIATION:**

The affairs of the Association shall be managed by the Executive Committee which may exercise all such powers of the Association as are not expressly stated and are not required by the rules to be exercised by the Association in General Meetings. The Executive Committee may delegate any of their powers to sub-committee consisting of such members of the Association as they may deem fit. The Executive Committee may frame their own rules for the purpose of conducting or regulating their proceedings and may amend or revise the same as and when deemed fit.

## **8. EXECUTIVE COMMITTEE:**

The Executive Committee shall consist of:

- a) President
- b) Vice-President
- c) Secretary
- d) Joint Secretary
- e) Treasurer
- f) Ten other members elected by the General Body, and
- g) The immediate Past President & Past Secretary will be ipso facto and ex-officio members of the Executive Committee.
- h) To hold office as PRESIDENT or as SECRETARY, the candidate should have been the Member of any previous EXECUTIVE COMMITTEE for a minimum period of two years.
- i) The President, may in consultation with the Executive Committee co-opt up to and a maximum of 4 members on the Executive Committee from among the Members, whose services will, in his opinion, be useful to the Association.
- j) The Office Bearers can hold the same Office consecutively for a maximum of two terms (04 years). To resume the same office bearer's position, the minimum break in office should be one year.

## 9. ELECTIONS:

The elections to the Executive Committee shall be held every two years at the Annual General Body Meeting of the Association. Every member shall have only ONE VOTE.

In case of contest to the elective posts, the voting shall be by secret ballot.

In the event of a tie in respect of contestants to the members of the Executive Committee the Returning Officer shall be entrusted with powers to carry out a second preferential election for such members only.

### **Procedure for Election:**

- a) The election for the EC Member will be held during the AGM every two years through a system of Ballot paper ;and secret voting.
- b) The notice for Election will be sent to all the Ordinary Members / Associate members Twenty-one days prior to the AGM / EGM. However only Ordinary member shall be entitled for vote.
- c) The Director, ELCIA will act as the Returning Officer and in his Absence an independent Ordinary Member, not part of the existing committee, will be nominated by the Executive Committee. The Returning Officer with any THREE Office Bearers will finalise the Ballot Paper duly vetting the

Candidature in accordance with the guide lines discrepancies still prevail, the same will be res voting by the Executive Committee.

- d) The Immediate Past President and Secretary will automatically stand elected as members of the EC and will act as caretaker President and Secretary till the new incumbents are elected. as per the terms of Article 9 (e).
- e) The Executive Committee members thereafter, will elect in the meeting to be convened as soon as practicable but not later than FIFTEEN days after the Executive Committee Members' Elections at the Annual General Body Meeting, the President, the Vice President, the Secretary, the Treasurer and the Joint Secretary to hold office for the new term till the next elections to the executive committee.
- f) At each Annual General Body Meeting, any Office Bearers having completed TWO consecutive terms in any post shall retire from office. An Office Bearer retiring shall retain office until the close or adjournment of the meeting. A retiring Office Bearer shall be eligible for re-election after one YEAR.
- g) Nomination of any Office Bearers shall be in writing duly proposed and seconded by any two members of the Executive Committee, with the nominee confirming also in writing his or her willingness to act as an Office Bearer if



Candidature in accordance with the guide lines given. If any discrepancies still prevail, the same will be resolved through voting by the Executive Committee.

- d) The Immediate Past President and Secretary will automatically stand elected as members of the EC and will act as caretaker President and Secretary till the new incumbents are elected. as per the terms of Article 9 (e).
- e) The Executive Committee members thereafter, will elect in the meeting to be convened as soon as practicable but not later than FIFTEEN days after the Executive Committee Members' Elections at the Annual General Body Meeting, the President, the Vice President, the Secretary, the Treasurer and the Joint Secretary to hold office for the new term till the next elections to the executive committee.
- f) At each Annual General Body Meeting, any Office Bearers having completed TWO consecutive terms in any post shall retire from office. An Office Bearer retiring shall retain office until the close or adjournment of the meeting. A retiring Office Bearer shall be eligible for re-election after one YEAR.
- g) Nomination of any Office Bearers shall be in writing duly proposed and seconded by any two members of the Executive Committee, with the nominee confirming also in writing his or her willingness to act as an Office Bearer if

elected. Nominations to be valid must be delivered to the Office not less than TWO days prior to the date of the first Executive Committee Meeting to be held after the current Annual General Body Meeting.

- h) Election of any Office Bearers shall be by vote of the Executive Committee who may be present in person or by proxy at the EC Meeting. Each Executive Committee Member shall have ONE vote for each vacancy of the Office Bearer.

#### 10. CASUAL VACANCY

The Executive Committee may from time to time fill any casual vacancy arising as a result of the resignation, vacation or termination of office for any reason of any Office Bearers elected in terms of Article 9 hereof, from or after the date of such resignation, vacation or termination until the next Annual General Body Meeting. Any vacancy during the year in the office of the President created by resignation or otherwise, shall be filled by a Vice-President duly approved by the Executive Committee. Further, any vacancy in the Office of the Vice-President, Secretary, Treasurer, Joint Secretary or any other member of the Executive Committee during the year caused by resignation or otherwise, shall be filled by nomination of a member of the Executive Committee.

## **11. CO-OPTION OF OFFICE BEARERS**

The Executive Committee may from time to time co-opt individuals to serve on the Executive Committee as Co-opted Office Bearer until the next Annual General Body Meeting, provided that the maximum number referred to in Article 8 hereof be not exceeded thereby. A Co-opted Office Bearer can be removed from office at any time by a simple majority of the Executive Committee. A Co-opted Office Bearer may participate fully in and vote at all Executive Committee meetings which he or she attends.

## **12. VACATION / TERMINATION OF OFFICE OF OFFICE - BEARERS & EXECUTIVE COMMITTEE MEMBERS**

The office of Office Bearer / Executive Committee Members shall ipso facto be vacated / terminated:

- a) If he or she is employed by or holds any office of profit under the Association; or
- b) If he or she becomes a bankrupt person, or insolvent or apparently insolvent; or makes any arrangement or compromise with his or her creditors generally; or
- c) If he or she becomes prohibited from being an office Bearer / Executive Committee Member by reason of any order made under the Association Registration Act 1986 and every statutory modification and re-enactment thereof for the time being in force; or

- d) If he or she becomes of unsound mind as certified by two medical practitioners; or
- e) If he or she becomes incapable, for medical reasons, of fulfilling the duties of his or her office and such incapacity as certified by two medical practitioners; or
- f) If he or she absents himself / herself for THREE consecutive meetings without valid reasons; or
- g) If he or she conducts himself / herself in such a manner that is considered unbecoming and detrimental to the standing and functioning of the Association; or
- h) If by notice in writing to the Association he or she resigns his or her office; or
- i) If he or she dies.

### **13. POWERS & DUTIES OF THE EXECUTIVE COMMITTEE:**

The powers and duties of the Executive Committee are:

- a) To ensure and promote the primary aim and objectives of the Society.
- b) To operate funds and manage the property of the society and to present the duly audited accounts to the Annual General Meeting.
- c) To publish annual report Accounts.



- d) To form regional centres wherever deemed fit / feasible as per Object H hereof of the memorandum of the Association.
- e) To exercise General Supervision of Regional centres, if any.
- f) To ensure that all monetary transactions are through scheduled bank.
- g) To ensure utilisation of Income towards promoting the objectives of the society.
- h) To expel a member of Managing Committee or a member of the Association who is convicted for any criminal offence, or is of proven insanity or found to be acting in contravention to the bye- laws.
- i) To issue appeals to raise funds and fulfill all formalities incumbent upon it.
- j) To accept from Government organisation, and individuals, grants, donations, subscription and raise fund against securities of any property moveable / immoveable for furtherance of the objective of the society.
- k) To appoint a Committee /sub-committee with such powers as deemed fit by this body for the purpose of investigating any objections. The Committee, sub- committee may co-opt persons who are members of the Association.
- l) To invite to their meeting not more than two specialists /

Experts who may be non-members of the Association whose contribution to the deliberation of the subject matter being considered at the meeting is considered useful.

- m) To arrange for the publication of journals, documents etc, as may be considered fit for the furtherance of its objectives. The executive committee shall have powers to fix the price as also the rates of advertisement from time to time.
- n) To make the Rules and bye-laws and get them approved.
- o) To define the duties of the office and the members of the staff from time to time and to grant leave, to fine, suspend or dismiss any employees or staff of the Association.
- p) To conduct the ordinary business of the Association and in all things to act for and in the name of the Association.
- q) To fill up the casual vacancies occurring in the Executive Committee between Annual General Meetings.
- r) To fill up the casual vacancies occurring among office bearers in the Executive Committee to hold office for the remainder of the tenure of the vacating office bearer.
- s) To employ suitable persons to conduct the work of the Association.
- t) To meet at least once a month or more often as may be necessary for conducting business at a time and place to be fixed.

- u) To check and pass monthly accounts of the Association.
- v) To lay before the General Body at the Annual General Meeting, the report of the transactions of the party, the Auditors' Report and the Certified Balance Sheet.
- w) To appoint sub-committees for the transaction of any Special Business.
- x) To appoint members of the Association as delegates, to represent, delegate and vote on behalf of the Association at meeting of Institutions to which the Association is affiliated and conferences and to send up subjects for discussion at such meetings and conferences and committees followed by Government of India & State Government and local bodies.
- y) To meet as soon as practicable but not later than 15 days after the Executive Committee Members elections at the Annual General Body Meeting and to appoint the President and other Office Bearers of the Association.
- z) To delegate powers to the Office Bearers to enable the efficient functioning of the Association.
- aa) To appoint a Director by resolution of the Executive Committee for such time at such remuneration and upon such conditions as it may think fit, and any Director so appointed may be removed by the Executive Committee. The Director so appointed will report to the Executive Committee and will be entrusted with suitable powers to run the day to day

activities of the Association by the Committee.

- ab) And generally, to exercise all such powers not specifically provided, not inconsistent with these rules as may be necessary in emergent cases in the name of the Association subject to satisfaction of the General Body.
- ac) To invite ordinary member to participate in a committee meeting, if the participation of such member is necessary. If any member interested to participate/ observe a meeting, he shall notify the Secretary of his intention to do so, and upon acceptance by the Secretary and special invitation, he shall be entitled to attend the meeting.

#### **14. EXECUTIVE POWERS OF THE COMMITTEE:**

The Administration and Management of the Association shall vest in the Executive Committee consisting of its members and Office Bearers.

##### **a) PRESIDENT:**

The President shall be in over all charge of the Association and preside over the general body and Executive Committee meetings. All the policies and programmes shall be formulated and implemented through him / her.

##### **b) VICE PRESIDENT:**

The Vice President shall act for the President in his / her absence and perform the routine functions, besides presiding



over the meeting. He / She will generally assist the President.

**c) SECRETARY:**

The Secretary shall be the Chief Executive of the Association and shall discharge the duties as shown below:

- i) He shall call for all the meetings of the Governing Council as and when deemed necessary and the General and the Special Body as per the rules with the previous approval of the President and maintain a minutes book and record all the proceedings of the meetings.
- ii) He shall be the correspondent of the Association and shall be in-charge of the Office with all the records of the Association.
- iii) He shall be the custodian of all the Articles and belongings, both moveable and immoveable of the Association
- iv) He may operate bank account jointly with the Treasurer.
- v) The Secretary shall keep or cause to be kept Minutes of the proceedings of the Executive Committee Meetings as also of the Meetings of the General Body. Such Minutes shall be open for inspection during office hours by any member of the Association who shall give at least twenty four hours notice to the Secretary and such member shall

be entitled to take such extracts there from as he may require.

**d) JOINT SECRETARY:**

The Joint Secretary will carry out the responsibilities of the Secretary in the absence of the Secretary.

**e) TREASURER:**

The Treasurer shall be in charge of all funds of the Association, disbursement and maintenance of funds, preparation of Income and Expenditure Account and Balance Sheet, to get the Books of Accounts audited and certified by the Association's appointed Auditors and he shall operate the Bank Accounts jointly with the President or the Vice President or the Secretary.

**15. OTHER DUTIES AND RESPONSIBILITIES OF THE EXECUTIVE COMMITTEE**

The other duties and responsibilities of the Executive Committee are:

- a) To bring within its fold industries, companies and persons and acknowledge any industrial activity within the city of Bangalore with a view to co-ordinate their efforts to improve business interests, to foster mutual co-operation amongst themselves, acknowledge any industry, trade and commerce and to establish close contact amongst themselves for the

common public good within the frame work of the bye laws.

- b) To watch over and safeguard and protect the interest of industry in general. To take necessary measures to promote the well being of the industrial community of Bangalore and to devise ways and means of promoting their interests.
- c) To study the legislative, executive and other actions of the Union and State Government as well as the Municipalities and other local authorities affecting industries in general. To study their effects on industrial development of the members in its jurisdiction and to take such action as may be deemed necessary and advisable.
- d) To communicate with other associations / authorities, organisations and individual parties within and outside Bangalore to concert and promote measures for the furthering of industry and general interest of the members
- e) To purchase, take on lease, hire or otherwise acquire any moveable or immoveable property or any rights or privilege necessary or convenient for the purpose of fulfilling the objects of the Association.
- f) From time to time borrow or raise monies which may be required for the purpose of the Association or receive money on deposit with or without interest and at such time or times in such amounts as may be thought fit, as such borrow, raise or receive money to mortgage, pledge, to change the whole

or any

- g) i) To improve, manage, develop, lease or let under lease or sub-let the moveable /immovable property of the Association
- ii) To sell or otherwise dispose off immovable property duly approved by the General Body.
- iii) To sell off movable property of the Association.
- h) To facilitate development of new industries and the extension and expansion of the existing ones as well as to promote and sponsor industrial estates and to take up other and all such action as may be necessary or incidental to the attainment of the above objects
- i) To help the settlement of controversies or disputes arising among or between members and or non-members wherever the parties are willing to or agree to abide by the decision of the Association by referring such matters to conciliation or arbitration and for that purpose to assist in the formulation, development and maintenance of appropriate machinery for conciliation & arbitration
- j) To afford members of parliament, the State Legislature and other public bodies suitable facilities for conferring with and ascertaining the views of members as regards matters directly or indirectly affecting the interest of the members.



- k) To marshal public opinion, originate and urge improvements in the law of the land pertaining to the business interests of the members and support alterations there in and to work in improving administration as might beneficially affect the interests of the members and to initiate / participate in public interest litigations wherever necessary.
- l) To elevate and improve the technical knowledge of persons engaged in industries by adopting suitable measures and to institute and establish suitable scholarships, grants and awards to aid such measures.
- m) To charge fee for memberships and to collect or raise funds as they may be required for the purpose of the Association
- n) To invest the monies of the Association not immediately required upon in such Government / Scheduled Bank in such a manner as may from time to time be determined.

## **16. EXECUTIVE COMMITTEE MEETINGS:**

- a) The Executive Committee is to meet every month or earlier if there is any business to consider and the Secretary shall convene such meetings in consultation with 50% of members.
- b) The Executive Committee in its meeting shall consider all questions affecting business that may be of interest and circulate any information which may be of use and beneficial

to the meeting.

- c) The President shall be the Chairman of the Executive Committee meetings and shall have a Casting Vote in the event of a tie in any vote taken on any matter at the meetings.

## **17. FUNDS OF THE ASSOCIATION**

All monies and funds of the Association shall be received by the Secretary or Treasurer, who shall deposit the same into the account in the name of the Association with a scheduled bank to be approved by the Executive Committee. All the Cheques shall be signed by the Treasurer jointly with the President or the Vice-President or the Secretary

## **18. INVESTMENT**

The funds of the Association, surplus or otherwise, which are not required immediately for achieving the objects of the Association, shall be invested in the modes specified under the provisions of section 13(1)(d) read with section 11(5) of the Income Tax Act 1961 subject to the approval of the Executive Committee.

19. The Association shall sue and be sued in the name of the Secretary or President of the Association. The documents required to be executed by the Association shall be signed by the President or Honorary Secretary and the documents required to be executed in favour of the Association, shall be executed in the name of the President or Secretary of the

Association.

## 20. ACCOUNTS & AUDIT

- a) The Executive Committee shall keep proper books of account with respect to all sums of money received and expended by the Association and the matters in respect of which the receipts and expenditure takes place, and of all the Assets and Liabilities of the Association.
- b) **Accounting year:** The Accounting year of the Association shall be from 1<sup>st</sup> April of the year to the end of 31<sup>st</sup> March of the following year.
- c) The Association shall comply with the provisions of Section 13 and 21 of the Karnataka Societies Registration Act, 1960 and the rules framed there-under in respect of preparation of Balance Sheet etc and filing of Annual List of governing body with the Registrar and the procedure for amalgamation of the Association with any other Association.
- d) **Audit:** The accounts of the Association shall be audited at least once in a year by one or more auditors, who are Chartered Accountants qualified to act as auditors of Companies under the Companies Act, 1956 and duly appointed by the General Body. They shall have access to all documents, books and accounts of the Association and all vouchers related thereto and shall upon verification sign the same as found to be correct, duly vouched and in accordance

with law or shall specifically report to the Association in what respects they find them incorrect, un-vouched and not in accordance with law.

- e) **Internal audit:** An Internal Auditor shall be appointed for auditing the accounts and presenting the monthly accounts to the Executive Committee.
- f) The statement of Assets & Liabilities & the Balance Sheet of the Association drawn up by the Executive Committee, shall be duly audited and placed before Annual General Body meetings for confirmation

## **21. WORKING HOURS:**

The working hours of the Association shall be from 9.00 A.M. to 5.00 P.M with a lunch break of half an hour on all working days.

## **22. COMMITTEE OF ARBITRATORS:**

A **Committee of Arbitrators** shall be constituted by the Executive Committee consisting of the top five contributing companies, represented by their CEO / CFO / COO for a term of two years. If any member has any grievance regarding the functioning of the Executive Committee, he can approach the Committee of Arbitrators and the Arbitrators can deal with the said complaint and take a decision including recommending convening a special meeting or extraordinary general meeting to consider the re-appointment / re-consideration/ including removal of certain committee members, in the event that the



Executive Committee cannot carry on its activities and discharge its responsibilities entrusted to it and when it has strong evidence to justify such action. In such an eventuality, the Committee of Arbitrators shall make necessary arrangements to run the affairs of the Association and hold early election to elect the next Executive Committee.

### **23. AMENDMENT OF MEMORANDUM OF ASSOCIATION, RULES AND REGULATIONS**

- a) The Name or Objects or other clauses of the Memorandum of Association or any of the Rules and Regulations of the Association may be altered or amended at an Annual General Meeting or a Special General Body Meeting, by a 2/3<sup>rd</sup> vote of the members attending. Such alteration or amendment shall be governed by Sections 9 & 10 of the Karnataka Societies Registration Act, 1960 and shall not be contrary to any of the provision set forth in the said Act.
- b) Provided that no amendment to the Memorandum of Association / Rules and Regulations shall be made which may prove to be repugnant to the provisions of Sections 2 (15) 11, 12, and 13 of the Income Tax as amended from time to time. Further any amendment carried out shall be with the prior approval of the Chief Commissioner of Income Tax or such other authority prescribed under the Income Tax Act for purposes of approval of such amendments in case of

Societies and charitable bodies.

## **24. AMALGAMATION**

Regarding Amalgamation of the Association, Section 21 of the Karnataka Societies Registration Act, 1960, shall be followed.

## **25. DISSOLUTION**

In case of Dissolution of the Association, the provisions of Section 22 and 23 of the Karnataka Societies Registration Act, 1960, shall be followed. If upon the winding up or dissolution of the association there remains after the satisfaction of all its debts, any property whatsoever, the same shall not be paid to or distributed amongst the members of the Association, but shall be given or transferred to some other Association, Institution or Institutions having objects similar to the objects of the Association and which shall prohibit the distribution of its or their income and properties amongst its members.

## **26. OTHER MATTERS**

For the things and matters and which have not been specifically provided for herein above, the provisions of the KARNATAKA SOCIETIES REGISTRATION ACT, 1960 and the rules made there-under shall apply.