

Constitution

of



A not-for-profit Association dedicated to ADR

About us

The not-for-profit association namely, 'Upaay' (*उपाय in Hindi, and its literal meaning in English language being remedy/cure/recourse/solution*) is a young society which works to harness the efforts of the legal fraternity towards the common goal of the development of ADR processes (methods like negotiation, mediation, conciliation and arbitration, in the domestic and international arena) through joint initiatives, projects, programs and generating platforms for intellectual discourse. The idea of establishing this society was formed by the founding members who were part of an Indian delegation of lawyers visiting the United Kingdom on an academic visit from 17-21 April 2023. The vision of the society is to spread awareness about ADR within the legal realm; organize ADR training based on set modules; organize conferences, public lectures and other events on ADR; promulgation of innovative approach in ADR; understand and envision the use of technology and responsible AI in ADR and promote ADR-related research among members of the legal community. Upaay is passionate about promoting a harmonious and aware society and helping people and organisations avoid, manage and resolve conflict through ADR methods.

Upaay works closely with professional organisations within the legal community throughout the world and involves its members heavily in its projects and activities. As a dedicated-to-ADR society, Upaay seeks to advance and promote research, academic thought and new professional policies and practices concerning dispute resolution as a Learned Society. It works closely with academic institutions and other professional bodies across the world. Upaay provides a wealth of professional information and guidance to support the professional and academic work of its members and also helps users of dispute resolution methods. Through its academic initiatives, it includes articles, relevant case laws, regulations, professional guidelines and model clauses within the easy reach of its members.

Upaay's network of branches and chapters across India and the world offers members a valuable global network of other like-minded professionals to share views and experiences with. Upaay and its branches organise regular conferences, seminars, lectures and social meetings which address topical issues in dispute resolution and allow members - and often non-members - to come together. It offers a range of membership services and benefits. Upaay is open to all those interested in ADR irrespective of nationality and level of experience. Since its creation in 2023, the society strives to bring together the global community in the field of ADR and aid in its promotion. Upaay does not administer arbitration or mediation proceedings. Its function is to improve the quality of ADR and promote ADR in general. We are trying to envision a better future for dispute resolution and we invite you to join us.

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Upaay

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CONSTITUTION OF UPAAY

Article 1

Name and Objects

The name of the society is Upaay (hereinafter, the 'Association'). Its objects are:

- 1.1 Promoting ADR in commerce, industry and commercial establishments.
- 1.2 The establishment of panels of experienced ADR professionals who are members.
- 1.3 Providing a means of assessment including examinations and testing the qualifications of professionals when considering applications for membership and conferment of status.
- 1.4 Supervision and monitoring of performance and ethical conduct of members and to arrange for provision of facilities to carry out objectives above and below.
- 1.5 Promoting education in the field of ADR (including but not limited to providing professional and academic education-cum-training to persons with an interest in ADR and conferring legally approved professional and/or vocational certificates through assessments and examinations in the area of ADR and related subjects, as specified from time to time); supporting research in the field of ADR (including but not limited to acting as a think-tank for improving the state of the law relating to ADR and maintenance of resource/knowledge centres for the benefit of all its members); and engaging in social activities in the field of ADR (including but not limited to promotion and dissemination of knowledge through conference, seminars, training series, lectures, meetings, publications, other activities etc).
- 1.6 to assist such Associations and Societies and Members of the Legal Profession in India and throughout the world to develop and improve the legal profession's organisation and status.
- 1.7 to assist Members of the Legal Profession in India and throughout the world, whether in the field of legal education or otherwise, to develop and improve their legal services in the speciality of ADR to the public.
- 1.8 to advance the science of jurisprudence of ADR in all its phases.
- 1.9 by common study of practical problems to promote uniformity and definition in the field of ADR.

- 1.10 to promote the administration of justice under the rule of law among the peoples of the world.
- 1.11 to promote in the execution of these objects the principles and aims of the United Nations in their legal aspects and to cooperate with, and promote coordination among, international juridical organisations having similar purposes.

The Association may take all action that it deems appropriate in the pursuit of its objects. In pursuit of such objects, the Association has the capacity to represent and stand and intervene in judicial, administrative, arbitral and other proceedings. The Constituents do not have the aforesaid capacity; however, in a given proceeding the Association may authorize a Constituent to act on the Association's behalf.

The Association is a non-political organisation and as such shall not entertain any matter which is political or even semi-political in character. This is part of the basic structure of the Constitution and cannot be amended/repealed.

All the incomes, earnings, movable, immovable properties of the Association shall be solely utilized and applied towards the promotion of aims and objects only, set forth in the Constitution and no revenue/profit/income thereof shall be paid or transferred directly or indirectly by way of dividends, bonus, profits in any manner whatsoever to the present or past members of the association or to any person claiming through any one or more of the present or the past members. No member of the association shall have any personal claim on any movable or immovable properties of the association or make any profits, whatsoever, by virtue of this membership. This is part of the basic structure of the Constitution and cannot be amended/repealed.

Article 2

Definitions

These articles will be collectively known as the 'Constitution of Upaay'. Unless the context otherwise requires, the following words in these articles mean: -

- 2.1 'Association' or 'Society' means Upaay.
- 2.2 'Associate Member' means an Association of Advocates in India or anywhere in the world and enrolled as such a Member.
- 2.3 'Committee' means the Executive Committee of Upaay.
- 2.4 'Court' means any Court in India
- 2.5 'Corporate Member' means a corporate entity recognised by relevant laws/statutes/authorities admitted as member of the Association.

- 2.6 'Founding Member' means one of the persons who were part of the Indian delegation of lawyers who visited the United Kingdom from 17-21 April 2023.
- 2.7 'Government Member' means a government agency, entity or individual employed by such agencies or entities admitted as member of the Association.
- 2.8 'Honorary Member' or 'Honorary Fellow' means a person unanimously conferred membership by the Association.
- 2.9 'Law Student Member' means a studying law student, having yet not been enrolled with any Bar, admitted as a member of the Association.
- 2.10 'Member' means any/all members of the Association.
- 2.11 'Temporary Member' means a member other than a member within the meaning of 2.10.
- 2.12 'Non-Active Member' means a Member whose name is kept on the list of Members notwithstanding all just exceptions.

Article 3

Membership

- 3.1 The number of members to which Upaay proposes to be registered is not less than two and not more than five thousand but the Association may from time to time register an increase or reduction in the number of members.
- 3.2 The members of Upaay shall be ipso facto the subscribers to the Constitution and such other persons or corporate bodies who shall be elected/admitted to membership per the Constitution and shall be entered in the Register of Members accordingly and she/he shall be a member thereof.

Any person of good moral character in good standing at the Bar of the legal profession of another country who is admitted to practice law but is not admitted to the Bar of an Indian state. An International Lawyer member shall have the same rights and privileges as a Member.

- 3.3 The Association shall maintain a Register of Members and all entries, once approved, shall be made in the register. The membership of the Association shall comprise of the following types: -

3.3.1 Member

- 3.3.2 Associate Member
- 3.3.3 Temporary Member
- 3.3.4 Non-Active Member
- 3.3.5 Government Member
- 3.3.6 Corporate Member
- 3.3.7 Law Student Member
- 3.3.8 Honorary Member
- 3.3.9 Founding Member

3.4 The admission fee and subscription for membership of Upaay shall be fixed with an overall intent of a not-for-profit profile, but the Association may from time to time alter the same depending upon the prevailing circumstances considering genuine expenses being incurred. The Admission fee and annual subscription for Members, charged and to be renewed annually, shall be as under: -

a)	Designated Senior Advocate	7500/- INR
b)	Advocate (<i>Having practice of more than 10 years</i>)	5,000/- INR
c)	Advocate (<i>Having practice of 10 years or less</i>)	2,500/- INR
d)	Non-Active Member	1000/- INR
e)	Associate Member	5,000/- INR
f)	Corporate Member	15,000/- INR
g)	Law Student Member	500/- INR
h)	Honorary Member	NIL

3.5 The Admission fee, one year's annual subscription or half year's subscription (*in case the membership is sought in the second half of the year*) shall be payable along with the application for membership by the applicant seeking membership to the Association. In case the applicant is not admitted as a member, the amount paid by him at the time of tendering his application shall be refunded in full. In case the applicant is admitted as a member then the subscription shall be payable by the member in advance annually by UPI/RTGS (with remarks) or cheque/demand draft payable at Chandigarh. Payment of subscription in cash will not be accepted.

3.6 Any member, who is an Advocate, shall on being enrolled as Senior Advocate, pay for the relevant half year and thereafter subscription that may be payable by Senior Advocate. Credit shall be given to her/him for the amount already paid by him. When a Non-Active Member becomes an Active Member he shall pay the increased subscription for the relevant half year and thereafter.

3.7 Subject to the provisions of these Rules, except other specified categories, every Advocate entitled to practice law, shall be eligible for Membership to the Association.

3.7.1 An Advocate applying for Membership of the Association shall do so in the '*prescribed form*' duly proposed by one existing Member of the Association and seconded by 3 existing Members of the Association. The full name, residential address and normal place of practice of the Advocate applying for Membership together with the full name and addresses of the proposer and seconders shall be entered in the register maintained by the Association for this purpose. On the application being checked, verified and found correct, the name of the applicant shall be put on the website of the Association and for a period of at least 10 days, after which the Application shall be placed before this Association for consideration and shall be taken up at the meeting. The Association shall amongst other matters consider objections, if any that may be received objecting to the enrolment of the applicant as a Member of this Association. The decision of the Association, electing or refusing to admit the applicant as a Member, shall be communicated to the Member. An applicant whose application for Membership has been rejected shall not be eligible to apply afresh for such Membership for a period of one year from the date of rejection of her/his application for Membership.

3.7.2 In terms of this Rule, an applicant found to be '*suitable as per general standards*' to be made a member of the association, will be made a member, initially on a temporary basis for a period of 6 months (six months). A person so made a Member on a temporary basis, will be identified as a 'Temporary Member'. Upon expiry of the specified period, the temporary member may be considered as a regular member, if in the opinion of the Association, the member is fit to be considered on the regular roll. The fulfilment of the objectives of the Association, commitment to continuing professional development and contribution in this regard shall determine such fitness.

3.7.3 An Association of Advocates shall be eligible for membership, provided that a Member of an Associate Member shall not ipso facto become a Member of the Association. The President or another Member of an Associate Member duly nominated by the governing body of an Associate Member shall be entitled to represent it and participate in the activities of the Association. The Application by an association of advocates desiring to be elected as an Associate Member shall be made only upon a resolution to that effect having been passed by its governing body. Such application shall not be required to be proposed and seconded and neither shall an application on its behalf be required to be displayed as in the other case. Such an Application shall, however, be accompanied by a resolution of a governing body of the applying association.

- 3.7.4 All membership to the Association shall be conditional. The Association may delegate, within the existing members, the function of considering applications for membership.
- 3.7.5 The Association may admit to Honorary membership of Upaay, persons distinguished in ADR, judiciary, commerce or finance who have rendered public service, and who shall not be required to sign, pay subscription etc for this. Such members shall not be under any liability whatsoever.
- 3.7.6 The Association may admit Non-Active Members who are from the legal profession, yet not into active practice.
- 3.7.7 The Association may admit Government Members who are persons that are government agencies or entities, or individuals employed by such agencies or entities.
- 3.7.8 The Association may admit Corporate Members who are companies/persons/entities owning a trademark or other mark related to the field of ADR, working actively in ADR or opting for ADR mechanisms within their realm, MSMEs, non-profit organisations working in the field of ADR, Universities and academic Institutions imparting legal knowledge. The Association may reduce subscription fees for MSMEs, some academic institutions and non-profits to half.
- 3.7.9 The Association may admit Law Student Members who are studying law, at any stage and have yet not enrolled with any Bar. The Association may reduce their subscription fees, but not below 100/-.
- 3.7.10 The Association shall have Founding Members, who shall have to go through the same process of membership as others, but shall be first amongst equals in terms of 4.1.
- 3.8 All Members of Upaay, shall work to attain the objectives of the Association and those who are advocates shall abide by the standards of Professional Conduct and Etiquette as laid down in Chapter II of Part VI of the BCI Rules, as amended from time to time.
- 3.9 If an advocate Member, who is appointed to or accepts any office of profits disentitling him to practice or otherwise suspends his practice, desires to continue his Membership of the Association during that period, he may apply to that effect and the Association may permit his name to be kept in the list of Non-Active Members, subject to the payment of dues prescribed in that behalf.
- 3.10 When any Member who remains in arrears of subscription for three months after it falls due and after he has been required in writing by the Secretary, fails to pay the same, within 30 days of receipt of such notice, his case will be reported by the Secretary to the Executive

Committee who may take such action, including removal from Membership, as the Membership of the Association by the Committee on such terms as it may think proper.

- 3.11 Save as provided in Rule 8, no Member shall be removed from the Association except by a resolution passed by 2/3 rd of all the Members voting at an Extra-Ordinary General Meeting. A Member so removed, may, however, be re-admitted by the Committee not earlier than one year from the date of such removal and on such terms, including payment of admission fee, as the Committee may think proper.

Article 4

The Committee

- 4.1 The affairs of the Association shall, subject to these rules and the general control of the Members in the General Meeting lawfully assembled, be managed by the Executive Committee consisting of the President, the Vice-President, the Secretary, the Asstt. Secretary, the Treasurer, the Asstt. Treasurer and nine Executive Members, of whom at least five shall be from among the Founding Members. The Association or the Executive Committee may appoint other standing or ad-hoc committees, Section or Divisions or Forums to carry out the objectives of Upaay. All committees shall work under the control of the Executive Committee and report through it to the General Body.
- 4.2 If any vacancy occurs in the committee, the Committee shall as early as possible, fill up the same in the manner provided by these Rules and the election so made shall continue to be in force until the next general election of the office bearers and Members of the Committee. No act of the Committee shall be invalid by reason of any such vacancy not being filled up. If any, Member of the Committee fails to attend three consecutive meetings of the Committee without intimation as to reasons for absence, the Committee may pass a resolution that such person shall cease to be a Member of the Committee.
- 4.3 The Committee shall ordinarily meet at least once every two months for dispatch of business. The Committee shall subject to the control of the Members in the General Meeting lawfully assembled, have the following powers: -
- a) To maintain such establishments for the Association as may be required from time to time.
 - b) To spend within the budgeted provisions such monies for the purposes of the Association as may be required from time to time.
 - c) To make such bye-laws and regulations as it may consider necessary or expedient to carry out the aims and objects of the Association. Such bye-laws and regulations shall, however be submitted for the approval of the members of the Association in the next General Body Meeting.
 - d) To report to the General Body Meeting about its activities and the activities and work done by other committees at least once every year.

- e) Re-constitute all committees at least once every year other than those that may have been elected by the members assembled in General Body Meeting.
- f) The Committee shall normally transact its business by resolutions passed by the majority of the members present and voting. In case of equality of votes the President shall have a casting vote. It shall be open to the Committee to transact its business and to pass resolutions by means of circulars provided that if any three members of the Committee desire a particular matter to be brought in a meeting of the Committee such a matter shall be transacted in a meeting of the Committee.

4.4 The quorum at any meeting of the Committee shall be five provided that if the quorum is not present at any meeting the same shall stand adjourned to such date and time as the President may appoint and at such adjourned meeting no quorum shall be necessary. The registered office is a rented premises and neither the society, nor its members shall have any ownership/tenancy or other right on the same, at any time.

Article 5

Office-Bearers

5.1 PRESIDENT

The President of the Association and in his absence the Vice-President shall preside at all meetings of the Association and of the Executive Committee or other committees. In the absence of the President or the Vice-President the members present shall elect one of them to preside over a meeting.

If any question arises with respect to any matter not provided for in the rules or in the by-laws made by the Executive Committee, such question shall, subject to the provisions of these rules, be decided by the President whose decision shall be binding unless the General Body of the members in a subsequent or urgent meeting otherwise decides.

5.2 SECRETARY

Subject to such directions as the Committee may, from time to time issue, the Secretary shall be the Chief Executive Officer of the Association and shall have the power, among others, of making such disbursements as may be necessary or expedient for the Association. In his absence, the Assistant Secretary shall discharge the functions of the Secretary.

5.3 TREASURER

The Treasurer shall have the custody of all the monies and securities of the Association and sums due to the Association shall be payable to and recoverable by the Treasurer. Any sums realized or received by the Association shall forthwith be handed over to the Treasurer. The Treasurer shall keep the monies of the Association in such Bank and in such manner as the Committee may direct and shall bring all the monies received into account immediately on receipt thereof. All receipts of whatever description shall be

forthwith paid into the bank and only drawn by means of cheque and all payment except for those of petty expenditure shall be made by cheque. The Treasurer may assign such of his work to the Assistant Treasurer as he may think fit.

- 5.4 Committees, Sections, Standing Committees and Divisions may be constituted with its own set of office-bearers, after having been unanimously approved by the General Body of the members. All other clauses, as applicable to the Committee shall apply to them.
- 5.5 Assistant Secretary and Assistant Treasurer may be nominated by the Executive Committee from amongst the Executive Members on a half-yearly basis, and who shall assist the Secretary and Treasurer in their roles respectively.

Article 6

Elections

- 6.1 The Office-Bearers of the Association shall be elected by secret ballot and the other members of the Committees, Sections, Standing Committees and Divisions shall be elected by secret ballot by single distributive votes at the Annual Election that shall be held online. No office bearer or Member of the Committee shall be eligible to hold any office for more than one term i.e. one year (on the same post). The prohibition of one term i.e. one year shall not apply to the Five Founding Members post reserved. Canvassing in any form on the date of polling is prohibited.
- 6.2 Election to the Association shall be conducted by an Election Committee of three members to be nominated by the Executive Committee of the Association, which would require the ratification of the General Body. The members of the Election Committee shall not participate in the election, except by casting their votes. The Election Committee shall exercise full and absolute control over the election and its decision shall be final and binding.
- 6.3 The eligibility of the members to contest and vote at the elections shall be as under: -
- 6.3.1 He/she must have a considerable association (in terms of years) with Upaay as its active member for contesting for the post of the Office Bearers. Seniority will be from the date of membership.
- 6.3.2 No members shall be eligible to contest or cast his/her vote at the election unless:-
- a) He/she has paid his/her subscription by or before the LAST DAY of February of the Calendar Year in which the elections are being held and is NOT IN ARREARS ON ANY ACCOUNT.

- b) A member who is in arrears of his/her subscription or any dues to the Association will not be eligible, to propose or second the candidature of any members to any of the post. Such member shall not be entitled to contest the election.
 - c) Non-Active Members, Law Student, Corporate, Honorary and Associate Members shall not have right to contest or vote.
 - d) No member shall be able to contest or vote, in case has been specifically debarred or suspended by the General Body.
- 6.4 The Association shall prepare a list of Voters based on the declaration made by the members. Only such members whose names are included in the final voters list shall be entitled to vote, contest, propose and second any candidate in Elections.
- 6.5 The contesting members shall be liable to pay fees along with her/his nomination papers as decided by the General Body in its meeting, from time to time.
- 6.6 Any eligible member may be nominated as a candidate for the post of an Office Bearer / Member of Executive Committee of the Association by filing the nomination in the prescribed form for such candidature duly proposed by one member and seconded by any other member. The nomination form shall be filed in the office of the Association within the period specified by the Election Committee. A candidate so nominated shall be entitled to withdraw his candidature for election on or before the date specified for this purpose. The names of the candidates seeking election to the various posts of Office Bearers/ Members of Executive Committee of the Association shall be displayed on the website one day before the election and shall be allowed to contest for any one post only.
- 6.7 The endeavour shall be to conduct the elections through online mode only, using the latest technology in this regard, to ensure maximum participation of members.
- 6.8 If the number of candidates seeking election to the post of Office Bearer / Member of Executive Committee do not exceed the number of posts available and such contest are unopposed then such candidate shall be declared elected unopposed to that post. In case of a contest, election shall be held for the said post under the control of the Election Committee constituted under these rules. After counting of the ballots, the result shall be announced under the signature of the said Committee.

Article 7

Meetings & Audit

- 7.1 The Annual General Meeting of the Association shall ordinarily be held online not later than 15th day of May every year. Not less than 15 days' notice shall be given to the

members of the Annual General Meeting. The following shall along with other business that may be required to be transacted, be included in the agenda of the Annual General Meeting.

- a) Auditor's Report on the Account and Balance Sheet of Budget estimate;
- b) Report of the Secretary on the activities of the terms which will include report of the work of the Committees etc other than the Executive Committee.
- c) The election of the officers of the Association and Members of Executive Committee or other Committees and appointment of Auditors;
- d) The approval of the revenue account and the balance sheet of the affairs of the Association as on 31st March of the previous year duly passed.

7.2 The Committee may call a General Meeting on 7 days' notice to the Members provided that a Special General Meeting may be called on a shorter notice. Provided that the Secretary may call an emergent General Meeting on any day by affixing a notice to that effect on the website of the Association and circulating the same to the Members as can be conveniently informed.

- a) The Committee shall call a General Meeting or a Special General Meeting upon the requisition given in writing by at least 50 Members of the Association in respect of any matter. The requisition specified the matter or question to be laid before the meeting and shall be addressed to the Secretary. The meeting shall be called not later than 2 weeks after the receipt of such requisition.
- b) The quorum at the Annual General Meeting or a General Meeting or a Special General Meeting shall be 1/3rd Members. In absence of such quorum the meeting shall stand adjourned to such a date and time as the Chairman may appoint and for such adjourn meeting no quorum will be necessary.

7.3 The notice of the Annual General Meeting of any of the Special Meetings shall be given by:-

- a) Circulating the notice, to such members as can conveniently be informed in that way;
- b) Sending out such notices by post addressed to every outstation member via use of technology, who may have required the Secretary to send the notice in this way and has registered his address in the office of the Association; The notice of the meeting other than the Annual General Meeting shall be given by;
 - i. Affixing the notice on the website of the Association;
 - ii. Circulating the notice to such members as may be conveniently informed in that way.

7.4 The minutes of the proceedings of any General Meeting shall be recorded by the Secretary or any other member authorized in that behalf and signed by the Chairman of the meeting

and the Secretary and placed on record. As far as possible, the meeting must be recorded online.

- 7.5 The Chairman of every General Meeting shall have full authority to regulate the proceeding and maintain order thereat, in such a manner, as to him, may deem fit.
- 7.6 Once a year in the month of April / May, the Treasurer and the Secretary shall submit to the Committee a revenue account and balance sheet of the affairs of the Association as of 31st March year duly passed by the Auditor. The Audited Revenue Account and the Balance Sheet shall be laid before the Annual General Meeting of the Members for approval.
- 7.7 The financial year of the Association shall commence on 1st April and will end on 31st March each year, or as fixed by the government from time to time. The accounts of the Association shall be audited at least once a year by the Auditor. At every Annual General Meeting the Accounts of previous year shall be approved by the meeting.
- 7.8 The Auditor shall ordinarily be elected or appointed at the Annual General Meeting. Any casual vacancy in the office of the Auditor may be filled by the Committee.
- 7.9 The Auditor shall examine the entire accounts of the Association and shall have access to accounts and vouchers at all reasonable time throughout the year.
- 7.10 The Auditor shall check the revenue account and the balance sheet and shall, after making any corrections therein as he may deem proper, counter-sign the same. The Auditor shall submit, annually in the month of January, to the Committee, a brief report on such account. The Auditor's Report shall be laid before the Annual General Meeting with the revenue accounts and the balance sheet.
- 7.11 All representations or communications to the Government, third parties or other authorities shall be by the President or the Secretary. No Member of the Committee or any of the Office Bearer shall issue any press statement or make any publicity of his views/objections or any matter of which Committee is seized, as a Member, except in the manner authorized by the Committee or the General Body.
- 7.12 In the meeting regarding Members: -
- a) On the receipt of a written complaint from any person as to unprofessional or improper conduct on the part of any Member/Office-Bearers, the Secretary shall place it before the President, and if the President is of opinion that it merits consideration, the Secretary shall call a meeting of the Committee as expeditiously as possible. In case of office-bearers the Founding Members shall perform this role.

- b) The Committee or the Sub-Committee constituted by it generally for the purpose of this rule or especially for any particular case will hold an inquiry into the complaint. If on consideration of its own findings or of the Report of Sub-Committee, the Committee is satisfied that there is a prima facie case against the Member complained against it shall direct that the Complaint together with the report of the Committee or Sub-Committee be placed before a General Meeting of the Association. Provided always that where a prima facie case is made out against the Member complained the Committee or Sub-Committee shall give such Member reasonable opportunity of being heard in person.
- c) The Association may by a resolution passed at such meeting expel or suspend for a specific period the Member complained against if in its opinion he is guilty of dishonourable conduct. Such Resolution shall be voted up by ballot and shall be considered to be passed if supported by not less than 2/3rd of the Members present and voting at such meeting. Provided always that before such resolution is passed the member concerned shall be given reasonable opportunity of being heard in person before the ballot by the General Meeting.
- d) All such actions, shall be subject to ratification by the General Body.

Article 8

Amendments to the Constitution

The articles of the Association, which do not form part of the basic structure, shall be subject to such additions and/or modifications as may be made from time to time by resolution passed by at least 2/3rd of the members present and voting at a General Meeting.

Proviso: The Voting on any amendment /modification to the Constitution/ Rules of the Association shall be only by way of 'Secret Ballot'.

Article 9

Sources and Income/Utilization of Funds

- 9.1 The association shall receive funds through contributions and grants from institution (s), organization (s) and the general public, whether Indian or foreign, subject to and in full compliance of the prevalent Indian Laws and Regulations.
- 9.2 The funds of the association shall be invested in or upon one or more securities or investments as may be approved by the General Body or the Executive Committee from time to time being subject to the provisions of the Income Tax Act, as amended from time to time.

No member of the Association shall be appointed to any salaried office of the society or any office of the society paid by fees, and no remuneration shall be given by the Society to any member of such governing/executive/post holding body except repayment of out of pocket expenses and interest on money lent or spent for premises/ demises to the society supported by duly accepted bills/receipts.

- 9.3 The Executive Committee may (without being obliged to do so) at any time appoint or provide for the appointment of one or more persons as separate or holding trustees (including a banking company or other corporation which is authorized by its Memorandum and Articles of Association to act a such) to hold any land, funds and other properties, investments, securities belonging to the association subject to the Rules and Regulations as the Executive Committee may from time to time think. A holding trustee need not be a member of the Executive Committee.
- 9.4 Such securities shall not be sold or dealt with except with the permission of the General Body and the Executive Committee.
- 9.5 The surplus from any activity of the Association shall be exclusively used for the furtherance of the aims and objects of the Association.

Article 10

Annual List of Governing Body

Every year after the Annual General Meeting, list of the office bearers and members of the Executive Committee of the Society shall be filed with the Registrar of the Societies, Chandigarh as required under Section 4 of the Societies Registration Act, 1860.

Article 11

Legal Proceedings

- 11.1 The Society may be sued in the name of its President / Secretary as per the provisions laid down under Section 6 of the Societies Registration Act, 1860 as applicable.
- 11.2 To amend, alter, extend or abridge of the objects and aims of the Society or to amalgamate with such society either wholly or partially with any other society. The Executive Committee shall submit a written report of the proposition to the Members of the Society and shall convene a special meeting for consideration thereof. No proposition shall be carried out into effect unless each Member of the Society has been informed by post ten days previous to the special meeting to be convened by the Executive Committee. The

proposition shall have to be agreed and confirmed by not less than three-fifths of the Members at the special meeting so convened.

- 11.3 Further, Sections 12 and 12A of the Act shall be applicable with regard to alteration, extension or abridgement of the objects and aims of the Society.

Article 12

Dissolution

- 12.1 If the association needs to be dissolved, the Executive Committee shall submit a written report to the Members of the Association and shall convene a special meeting of the Members and upon the proposal being approved by not less than three-fifths of the Members of the Association at the special meeting so convened. In case the Members approve the Association shall stand dissolved, the dissolution shall be as per Sections 13 and 14 of the Act.
- 12.2 If upon a winding up or dissolution of the Association, there remains any property whatsoever, after the satisfaction of the debts and liabilities, the same shall not be distributed amongst the members of the Association but shall be disposed by way of grant or donate to any other Society, Unit, Association, Federation, Organization or Company having objects similar to the objects of this Society. The Court at Chandigarh shall have jurisdiction in such matters.

Article 13

Application of the Act

All the provisions under all the sections of the Societies Registration Act, 1860 as applicable shall apply to this Society.

Article 14

Essential Certificate

Certified that this is the correct copy of the Rules and Regulations/Constitution of the Society as submitted before the Ld. Registrar of Societies, Chandigarh.

Sd/-