

Rules And Regulations

OF

ASSOCIATION OF INDIAN MANUFACTURERS.

1. **Name** : The name of the Association is **Association of Indian Manufacturers**
2. **Full Regd. Address:** 68/3-4, Mill Road Aishbagh, Lucknow-226004
3. **Territorial Limits** : **The territorial limits of the Association shall be anywhere in India.**
4. **Objective:** The aims and objects for which the society is established are as follows: -
 1. To foster, to promote and to co-ordinate co-operation and movement for promotion of **micro**, small and medium sized enterprises, by pooling the creative genius of **micro**, small and medium sized enterprises at Dist., State and national levels, and capabilities of governmental and non-governmental agencies engaged in development of **micro**, small and medium sized enterprises.
 2. To examine handicaps of **micro**, small and medium enterprises and to suggest remedial measures for their removal.
 3. To collect, to collate and to disseminate information on expertise, innovations and technology in sectors specifically relevant to **micro**, small and medium enterprises.
 4. To identify, to assess and to assist in attending to the social, economic, educational, technical, legal and other incidental needs of the **micro**, small and medium enterprises.
 5. To encourage and to facilitate greater technical, industrial, social and economic co-operation and understanding between **micro**, small and medium enterprises of developed and developing countries in the context of the emerging new world economic order through transfer of technology and dissemination of industrial and technical information.
 6. To prepare and to publish papers, periodicals and reports in furtherance of co-operation and understanding on technical and other needs of **micro**, small and medium enterprises with a view to benefiting them.
 7. To organize Seminars, Conferences, Expert Group Meetings, Technology and Product Development Programmes etc, with a view to assisting the production/ quality/import/ marketing/technical capabilities of **micro**, small and medium enterprises and to make representations to 'regional and national' bodies and agencies.
 8. To enlist the services of experts, on suitable basis, for the benefit of members on matters relating to industry, commerce, trade and other incidental needs.
 9. To mobilize public opinion on all problems pertaining to **micro**, small and medium enterprises and to undertake surveys and studies for the same.
 10. To promote regional and national chapters/committees, organizations at appropriate levels to promote the objectives and programmes of the society.

11. To work with institutions imparting technical training so that their training programmes remain in tune with the need and demand of industry to get quality work-force.
12. To promote advancement of commercial and technical education, advertising and study of different branches of micro small and medium enterprises and to set up a foundation of endowment for encouraging research work.
13. To collect, to formulate and to express views of members on **connected** matter at various regional and national forums with a view to securing their fullest support to the various suggestions contained therein.
14. To create a comprehensive Data-Base by establishing a well equipped library and computerized information center with regard to **micro**, small and medium level enterprises.
15. To study cases that strain labour management relationship and to suggest ways and means for securing industrial peace and uninterrupted production.
16. To form charitable trust(s) for the safe and proper custody, use and maintenance of the immovable property of the society.
17. To accept, to receive, to purchase, to take on lease or hire, or to otherwise acquire any movable or immovable property or any rights or privileges necessary or convenient for the purpose, though fit or expedient.
18. To acquire by gift, purchase, exchange, lease, hire or otherwise, any land building, equipment or other properties for the furtherance of the objectives of the society and to construct or alter any building for the purpose.
19. To invest surplus funds and to help investment of any funds from time to time in the modes of investments which are permissible in terms of Section 11(5) of the Income Tax Act., 1961 and subsequent amendments thereof.
20. To sell, to lease, to transfer, to exchange, to mortgage, to dispose off or to otherwise deal with any property belonging to the society provided that the said activities are not motivated by generation of commercial profit or gain but are only in the interest of the members and will further the objectives of the society. All funds, money or other securities thus to the objectives of the society and shall be applied or accumulated for the promotion of charitable purposes as stated in the Income Tax Act and shall not be used to declare dividends directly or indirectly.
21. To accept grants and other financial assistance from government and non-governmental sources or private voluntary organizations-national, regional or international or to enter into any agreement with them with a view to promoting the objectives of the Society, provided that in respect of contribution from foreign sources, complete records shall be kept by the Society in accordance with prevailing laws, rules and regulations.
22. To take loan/advances on such terms and conditions as may be necessary from time to time for purposes of running the Society.
23. The Society may receive contributions for advancement of the objectives of the Society. All such contributions shall be solely utilized and applied towards the promotion of its aims and objectives only as set forth in this memorandum of Association and no portion

thereof shall be paid or transferred directly or indirectly by way of dividends, bonus, profits or in any other manner whatsoever, to the present or past members of the Society

- or to any other person, though reimbursement of expenses incurred on activities pertaining to the Society duly authorized and evidenced by supporting vouchers would be permissible. Payment of a reasonable remuneration, taking into account the nature of services and the person's experience etc. would also be permissible to governing body member as the need may arise.
24. The income and property of the Society, whensoever derived, shall be applied solely towards the promotion of the objects of the Society as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred directly, or indirectly, by way of dividend, bonus, or otherwise by way of profit of the members of the Society, provided that nothing herein shall prevent the payment in good faith of remuneration to any officer or servant of the Society, or to any member of the Society, in return for any services actually rendered to the Society, or the payment of adequate compensation and proper rent for premises demised or let by any member to the Society, but no member of the Committee or Management of the Society or any office bearer of the Society shall be paid by way of fees, and that no remuneration or other benefit in money or money's worth shall be given by the Society, to any member of the Committee or management, except repayment of out of pocket expenses duly authorized and supported by proper vouchers.
 25. To carry on such activities of general public utility which do not involve any activity for profit by the Society. Any such activity undertaken by the Society shall be conducted on a 'no profit and no loss' basis and the incidental surplus, if any, shall be applied only for charitable purposes or to further the objects of the Society and shall not be distributed as dividend, profit, bonus or otherwise to the members.
 26. To do all such other lawful acts and deeds as are incidental or conducive to the attainment of any or all of the objectives of the society.
 27. To foster and to promote CO-operatives, Corporation, Consortium Bodies for financial assistance, Counseling services, Consultancies and any other institution for the requirements and benefit of **micro**, small and medium enterprises.
 28. To do anything this may be needed for any purpose for the general benefit of the micro, small and medium enterprises.
 29. All the income, earnings, moveable, immovable properties of the Society shall be solely utilized and applied towards the promotion of its aims and objects only as set for in the memorandum of Association and no profit thereof shall be paid or transferred directly or indirectly by way of dividends, bonus, profits or in any manner whatsoever to the present or past members of the Society or to any person claiming though any/one or more of the present and past members. No member of the society shall have any personal claim on any movable or immovable properties of the Society or shall make any profits, whatsoever, by virtue of his membership.

5. **MEMBERSHIP:**

The Association shall admit ordinary/honorary/Associate/**Affiliated/Institutional/Corporate** members from all or any of the following categories. However, the membership of the Association shall be subject to final approval by GOVERNING BODY.

- (a) Any company/firm engaged in manufacturing and processing and assembling activities and other industrial activities and commodities, or any such products used by the common man/industries in India or in any other country. may be **ordinary members.**
- (b) Any company/firm/individual engaged in imparting services in IT Sector only shall be **ordinary members.**
- (c) Any company/firm engaged in activities other than mentioned in para (a) above may be **associate members.**
- (d) The governing body can also enroll as members such individuals who in opinion of governing body have contributed or are competent to contribute their services for the benefit and performance of the objective of the society. Such membership shall automatically terminate on the 31th day of March next after the date of nomination. However the Governing body in its discretion may by resolution, from year to year continue such membership for the ensuring year.
- (e) The Governing body can also enroll life members (for Ten years only) as well as patrons of the society.

6. **ADMISSION FEE AND SUBSCRIPTION:**

The Annual subscription and admission fees for membership of the Association shall be fixed by the Governing body and the Governing body may revise it from time to time. The term of Association will start on 1st of April and will end on 31th March every year.

7. **TERMINATION OF MEMBERSHIP:**

The membership may be terminated by the Governing body in the following manner and on the happening of the following contingencies:

- (a) Death of the member.
- (b) Insanity of the member.
- (c) If the member has been declared insolvent.
- (d) If the member has been convicted in a criminal case by a court of law.
- (e) Resignation by the member: The resignation shall be in writing and will be submitted after paying all outstanding dues including subscription as on date of resignation.
- (f) The subscription of the member is due for 2 years or more, then the membership may also be terminated by Governing body.
- (g) If the member is found working derogatory to the interest of the Association.

8. **Ordinary Members: - For Manufacturing Industry**

He Should have any of 4 valid Registrations mentioned below.

- (a) He should have Udyam registration.
- (b) GST Registration as manufacturing Industries
- (c) Either LMV-6 or HV2 Power Connection
- (d) Registered with Director of Factories

(e) Having Consent /NOC From Pollution control board.

9. GOVERNING BODY:

The Governing body will be the governing body of the Association and shall **comprise** of:-

- (a) All the office bearers of the society i.e. The President, Sr Vice President, Vice President(s) and General Secretary, Secretary(ies), Treasurer, Chairman of Sub-Committee(s) and Chairman of area/District Chapters.**

TERMS OF PRESIDENT: - President shall be Elected for the term of 2 (two) Yearonly.

10. ELECTION OF PRESIDENT:

Prior to election of President, an election officer shall be nominated by the Governing body who will be responsible to conduct the election of the President through ballots as per procedure and programme chalked out by the Governing body in its regular meeting. All the eligible **ordinary members** will be allowed to participate in the election programme. Any ordinary members of the association whose

name appears on voting list shall qualify to elect President of the Association, but for not more than two consecutive terms.

11. ELIGIBILITY, DUTIES & FUNCTIONS OF THE OFFICE BEARERS:

A) ELIGIBILITY:

All office bearers of the society including the **President, District Chairman** etc. should be ordinary members.

B) PRESIDENT

The President shall be the head of the organization. *The President shall preside over all the meetings of General Body. GOVERNING BODY and such Committee of which he would be the Chairman.* The President so elected shall nominate the office bearers, Chairman of sub-Committees, Local/ District Chapters as deemed necessary for the proper functioning of Association.

The President shall have power to call meeting of the Governing body, to give Directions to the Secretariat and to interpret the policy of the organization and be its Chief Spokesman.

The President shall exercise the power of the Governing body during the intervening period of two meetings. Such action by him shall be placed before the next Governing body meeting and ratified.

The President shall have power to call for record from Secretariat and to do all such acts as may be necessary and in furtherance of the objectives of the society.

The ordinary Members will have power to impeach the President with a resolution passed by three fourth majority vote and to elect a new President in his place for the remaining tenure in a special Governing body Meeting called by 1/3 Ordinary Members.

C) SENIOR VICE-PRESIDENT

One Senior Vice-President may be nominated by the President whose duties and functions shall be assigned to him by the President from time to time.

D) VICE-PRESIDENT

As per requirement, Vice-President(s) shall be nominated by the President, whose duties and function shall be assigned by the President from time to time.

E) DIVISIONAL CHAIRMAN

Divisional Chairman Shall be **nominated by the President** for **two or more District chapters**, whose **duties** and **functions** shall be assigned by the **President** from time to time.

F) SECRETARY GENERAL

The Secretary General shall perform such functions as may be assigned to him by the President from time to time.

G) SECRETARY

As per **requirement**, **Secretaries** shall be nominated by the President who shall perform such functions as may be assigned by the President from time to time.

H) TREASURER

The Treasurer shall issue appropriate instructions to the Secretariat for the maintenance of accounts of Association in such a manner as may be desired by the Governing body from time to time. The Treasurer shall also present the Annual Statement of Accounts of the Association with Auditors Report at the Annual General Meeting of the Association. **The Treasurer would present a budget and have the same approved by Governing body within three months prior to close of the year to cover the normal recurring expenses, capital expenditure and special activities for the following year.**

Apart from above President can nominate any officer or convener of the state or district as per requirements

12. MEETINGS:

- (a) Seven days clear notice shall be required for holding an ordinary meeting of the general body. In the meeting of the general body, the quorum shall be 100 members, or 1/10th of the total membership, whichever is less.
- (b) Annual General Meeting of the Association shall be held every year on a notice of 14 days on such date as may be decided by the Governing body. Normally, the annual general meeting shall be held in the month of July, in the event the annual meeting is not held for a period of 18 months from the holding of the last annual general meeting, the members of the association shall have the right to call for an annual general meeting. Such requisition for an annual general meeting shall be made by at least 25 members of the Association.
- (c) All members appearing on the rolls of the Association and whose membership has not been terminated shall be entitled to attend the annual general meeting. However, the ordinary members, whose dues are in arrears, shall not have the right to

- (d) The Governing body will meet at least once in a quarter. Minimums 7 days clear notice shall be given to call such meeting. The quorum of the meeting shall be 7 members.

13. LOCAL/DISTRICT CHAPTER:

The Local Chapters may be set up by Governing body area wise where a minimum membership of 20 is assured, with the following conditions:-

- (1) Each chapter shall contribute an amount in lump sum every year to Governing body as decided by Governing body from time to time.
- (2) The local chapter will have to perform some minimum activity every month as decided by the Governing body of the Association and will send the report of the same to Governing body.
- (3) The Governing body will issue membership card and certificate to the District Chapter and membership card to the members.

OFFICERS AND EXECUTIVE COMMITTEE OF DISTRICT/LOCAL CHAPTERS CHAIRMAN (DISTRICT):

Chairman of the local chapter will nominate the members of executive committee of the chapter as per procedure to be framed by the Governing body. However, the Chairman of the chapters shall be nominated by the President.

The Chairman of the District shall nominate one Secretary, one or more Vice-Chairman, one Treasurer and any other officer as required from time to time. They shall perform such duties and function as assigned to them by the Chairman of the District.

ACCOUNTS OF DISTRICT CHAPTER

- (a) Treasurer of the chapter shall be directly responsible for proper accounts for receipts and expenses and the proper records thereof.
- (b) All the accounts shall be audited by the Auditor appointed by the Executive Committee.
- (c) The accounts in banks shall be operated by the treasurer and either of the **Chairman** or Secretary.
- (d) A list of members whose subscription in full is received by 31st Dec. should be sent to Governing body every year in the month of January.

14. AMENDMENTS TO MEMORANDUM:

Whenever, it shall appear to the Governing body advisable to alter, extend or abridge such purpose or purposes for which the Association has been established or to amalgamate the Association either wholly or partially with any other Association, the Governing body may submit a proposition to the members in a written or printed report and convene a special meeting for consideration thereof. But no such proposition shall be carried into effect unless such report shall have been delivered or sent by post to the members of the Association before the special meeting by the Governing body for the consideration thereof and unless such proposition shall have been approved and passed by the voting of 2/3 members present at a special meeting convened by the Governing body at an interval of one month after the

former meeting.

15. ACCOUNTS:

The Treasurer of the Association would arrange for maintenance of accounts, getting the same audited and presenting them before General Body duly adopted by Governing body in time. The Financial year shall be from April to March.

All bank accounts whether Saving/Current/Overdraft or otherwise, would be operated, as per resolution passed by the Governing body, from time to time and with such stipulation as may be prescribed normally jointly by at least 3 office bearers. There will be a separate account maintained by the District Chapter which will be operated by at least any two of the three office bearers of the chapter jointly. However, the bank account of the district chapter can only be opened on written authority by the President of the Association. If at any stage, the President of the Association comes to the conclusion that the manner of operation of the bank account is prejudicial to the interest of the Association; the President will be entitled to get the bank account of the district chapter freeze. In such an event, the amount deposited in such bank account, shall be transferred to the central fund. True accounts shall be kept of all sums of money received and expended by the society and by local/district chapter of the society separately. The matters in respect of which such receipt and expenditure takes place, and of the property, credits and liabilities of the society and subject to any reasonable restriction as to the time and manner of inspecting the same that may be imposed in accordance with the regulation of the society for the time being in force, the accounts shall be open for the inspection of the members. Once at least every year, the accounts of the society and of local/district chapters separately shall be examined and the correctness of the Balance sheet and the Income and Expenditure account ascertained by one or more properly qualified auditor or auditors.

16. AUDIT:

The auditor(s) appointed by Governing body shall audit the accounts of the Association and furnish audit report to the treasurer and President. Chairman of District Chapter shall also appoint auditors separately, and get their accounts duly audited.

17. (a) The Association can sue through its President, who will be responsible for looking after or carrying on all legal cases, appoint advocates etc

(b) Arbitration

Should any dispute arise between any member or members or a former member and the Association, which cannot be satisfactorily settled under the procedures already provided for such purpose, the matters in difference shall be settled by arbitration. Each party shall appoint an arbitrator and the arbitrators shall appoint an umpire. Only members of the Association (IIA) may be appointed as umpire or as arbitrators. The Decision arrived at by the arbitrators, or in the event of their disagreement, by the umpire, shall be final and binding on all parties.

18. RECORDS:

The Secretary General and Treasurer of the Association shall be responsible for the maintenance of all registers like register of membership, minute's book and book of account.

19. DISSOLUTION OF ASSOCIATION:

Not less than two third of the members of the Association may determine that it shall be dissolved and thereupon dissolve forthwith or at time then agreed upon and all necessary steps shall be taken for the disposal and settlement of the Property of the Association, its claims and liabilities, as may be decided by the Governing body provided in the event of any dispute arising amongst the Governing body or the members of the Association. The adjudgement of its affairs shall be referred to the principal court of original civil jurisdiction of Lucknow (U.P.) and the final decision shall be taken as per directions of the court. If on winding up or dissolution of the society, there shall remain, after settlement of all debts and liabilities, any property whatsoever, the same shall not be paid to or distributed amongst the members of the society but shall be given away to any charitable society or constitution promoting similar charitable objects.

20. MOVEABLE AND IMMOVABLE PROPERTIES:

In furtherance to its objects and activities defined hereinabove, the power to acquire, take on lease, rent or otherwise land and building and any other property movable and immovable which is required or conducive for the purpose of the Association shall vest in the Association.

All immovable properties of the Association shall vest in the Trust promoted by the Association and shall be held by them under the declaration of the trust subject to the power and provisions declared therein or contained in and concerning the same.

All movable properties shall vest with the Association to be administered as per directions of the Governing body from time to time. The Association shall also be entitled to improve, manage and maintain all or any part of the property of the Association or such immovable properties as may be entrusted to the Association by the members. No member of the society shall have any personal claim on any movable assets or immovable assets or immovable properties by virtue of his membership. Such assets stated above, belonging to society can be let out with adequate compensation to society as stated in the Income Tax Act.

21. AMENDMENT OF RULES AND REGULATIONS:

These rules and regulations may be amended by a majority of two-third of the members of the Association present at a specially called General Body Meeting for the purpose.

22. The Association is authorized to initiate and to subject legal action on its own behalf or on behalf of its members, jointly or severally, in all courts established by law, whether on authorization by member or by an individual or by a group of individual.

