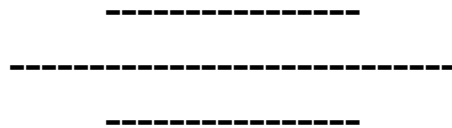


**ALL INDIA**  
**CARPET MANUFACTURERS' ASSOCIATION**  
**BHADOHI, DISTT. VARANASI (U.P.)**



**MEMORANDUM OF ASSOCIATION**  
**&**  
**RULES**

**AS AMENDED UPTO 21.06.1986**

UNDER C.P.

No. 1361/I-9771,

Dated: Lucknow, 3-9-1960

Seal of U.P.Govt.

CERTIFICATE OF REGISTRATION OF SOCIETIES  
ACT XXI OF 1860

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No. 271 of 1960-1961

I hereby certify that ALL INDIA CARPET MANUFACTURERS' ASSOCIATION (Varanasi) has this day been registered under the Societies Act XXI of 1860.

Given under my hand at Lucknow this 3<sup>rd</sup> Day of September one thousand nine hundred and sixty.

Registration fee Rs. 50/- only.

Sd./- Illegible  
REGISTRAR OF SOCIETIES  
UTTAR PRADESH  
LUCKNOW

**ALL INDIA CARPET MANUFACTURERS' ASSOCIATION**  
**BHADOHI-221401, DISTT. VARANASI**  
**MEMORANDUM OF ASSOCIATION**

1. The name of the Association shall be ALL INDIA CARPET MANUFACTURERS' ASSOCIATION.
2. The Registered office of the Association shall be at Kaleen Bhawan, Maryadpatti, Main Road, Bhadohi-221401, Distt.Varanasi (U.P.).
3. The objects for which the Association is established are:-
  - (a) to work for the protection of and to generally further the interests of the Indian Handmade woollen carpets and Dhurries Industry and to improve its art to attract customers;
  - (b) to promote co-operation and harmonious relationship between members of the Association. Also between members of the Association and others in the industry, in all matters affecting the industry in general;
  - (c) to represent to the Union and State Government and local authorities the view of the Association in respect of any measures proposed or enacted in any way affecting the working of or the interests of the industry so that its efficiency may improve.
  - (d) to unceasingly endeavour to achieve and maintain the highest standards of workmanship at all stages of manufacturer;
  - (e) to collect and circulate statistics and other information relating to the trade, commerce and manufacture;
  - (f) to cooperate with and/or become a member of any other Association or Associations or body or bodies whose objects are similar, wholly or in part, to those of this Association; to do all such lawful actions incidental or conducive to the attainment of all or any of the foregoing objects;
  - (g) to borrow or raise monies, required for the purpose of this Association upon such terms and in such manner as may be determined and in particularly by the issue of debentures charged upon all or any of the property of the Association, including the amount guaranteed by the members of the Association for the time being mentioned in clauses (6) hereof;
  - (h) to enter into trading activities and to borrow money for execution of such business. It can also pledge, mortgage and hypothecate any security/ securities/ documents/ goods and also immovable properties.
  - (i) to acquire, purchase, build or take on lease or hire, any moveable or immovable property or rights; and to sell-mortgage or otherwise dispose of all or any part of such property and rights;
  - (j) To invest the monies of the Association not immediately required in such approved securities as may from time to time be determined;
  - (k) to established or support or aid in the establishment and support of such activities which would benefit the carpet industry in general;
  - (l) to draw, make, accept, discount, execute and issue bills of exchange promissory notes, bills of lading, warrants debentures and other negotiable and transferable instruments and securities;
  - (m) and generally to do all other acts deeds and things necessary of incidental to or for the attainment of the above objects;
4. The income and the property of the Association whensoever derived shall be applied solely towards the promotion of the objects of the Association as set forth in this Memorandum of Association, and no portion by way of divided or bonus or otherwise shall be paid to the persons who at any time, are or have been members of the Association or to any of them or to any person claiming through any of them; provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officer or servant of the Association, to any of member thereof or to any other person in return for any services, actually rendered to, for or on behalf of the Association or of interest on money borrowed by or for the purposes of the Association from any person, whether a member of the Association or otherwise.
5. The liability of the members is limited.
6. If upon the winding-up or dissolution of the Association there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to, or distributed among the members of the Company but shall be given or transferred to such one or more institutions, company or other association of persons having objects, altogether or in part similar to the objects of the Company, as may be determined, by the members of the Association at or before the time of dissolution and in default thereof by such judges of the High Court of Judicature as may have, or acquire, jurisdiction over the Bhadohi area.

(2)

Names, address and occupations of the first members of the Executive Committee to whom, by rules of the Association, the management of its affairs is entrusted:

Sl. No.	Names	Designation	Address	Occupation
1.	Sri O.L.Tellery	President	C/o M/s.A.Tellery & Sons (P) Ltd., Bhadohi, Distt.Varanasi	Business
2.	Sri M.A.Samad	Vice President	C/o M/s. samad Carpets (P) Ltd., Bhadohi, Distt.Varanasi	,,
3.	Sri R.K.Sehgal	Hony.Secretary	C/o M/s.R.K.Sehgal & Co., Bhadohi, Distt. Varanasi	,,
4.	Sri A.R.Ansari	Hon.Treasurer	C/o M/s. Abbas Wazir (P) Ltd., New Bazar, Bhadohi, Distt.Varanasi	,,
5.	Sri U.N.Pathak	Member	C/o M/s. E.Hill & Co. (P) Ltd., Mirzapur	,,
6.	Sri P.C.Sachdeva	,,	,,	,,
7.	Sri R.C.Khanna	,,	C/o M/s. Union Commercial Corporation, Mirzapur	,,
8.	Sri G.D.Misra	,,	C/o M/s.Beharilal Rattanchand, Bhadohi, Distt.Varanasi	,,
9.	Sri Damodar Das	,,	C/o M/s.Kashi Prasad & Sons, Gopiganj, Distt.Varanasi	,,
10.	Sri A.Majeed Khan	,,	C/o M/s.Shambhulal Damodar- das, Khamaria, Distt. Varanasi	,,
11.	Sri K.L.Gupta	,,	C/o M/s.A.Ahad Khan & Sons, Bhadohi, Distt.Varanasi	,,
			C/o M/s.Hindustan Carpet Company, Distt.Varanasi	,,

We the undersigned wish to form ourselves into a society to be registered under the Societies Registration Act XXI of 1860 in pursuance of the above Memorandum of the Association.

Sl.No.	Names	Signature
1.	Sri O.L.Tellery	Sd./-O.L.Tellery
2.	Sri M.A.Samad	Sd./-M.A.Samad
3.	Sri R.K.Sehgal	Sd./-R.K.Sehgal
4.	Sri A.R.Ansari	Sd./-A.R.Ansari
5.	Sri U.N.Pathak	Sd./-U.N.Pathak
6.	Sri P.C.Sachdeva	Sd./-P.C.Sachdeva
7.	Sri R.C.Khanna	Sd./-R.C.Khanna
8.	Sri G.D.Misra	Sd./-G.D.Misra
9.	Sri Damodar Das	Sd./-Damodar Das
10.	Sri A.Majeed Khan	Sd./-Abdul Majeed Khan
11.	Sri K.L.Gupta	Sd./-Kanhaiyalal Gupta

Dated: 01.09.1960

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**RULES  
OF  
ALL INDIA CARPET MANUFACTURERS' ASSOCIATION,  
BHADOHI-221401, DISTT.VARANASI**

**CONSTITUTION OF THE ASSOCIATION**

1. The person who have signed the memorandum of Association and these rules shall be the first members of the Registered Association.

**PERSONS ELIGIBLE FOR MEMBERSHIP**

2. All individuals, partnership firms, companies, and corporations registered with the Registrar of Firms/ Companies/ Societies who are carpet manufacture and/ or exporters shall be eligible for membership and shall be classified as REGULAR MEMBER.

Individuals, Partnership firms, companies, corporations and Associations of allied industries shall be eligible as Associate Members. But will not have voting rights or eligible for election as office bearers or as a member of the Executive Body.

**APPLICATION FOR MEMBERSHIP**

3. Application for membership shall apply to the Hony.Secretary in the prescribed form, such applications being supported by two members of the Association. The form shall be as Appendix-'A'.

**ENROLMENT**

4. The Hony.Secretary shall place the completed application Form before the Committee and after it has been considered shall informed the applicant of the decision. Upon enrolment the name of the member together with other details of the application shall be entered in the register of members and thereafter the applicant shall be a member of the Association. They will not however, be eligible for election as office bearer or as a member of the Executive Committee till after one year of such enrolment.
5. Officers of the Central and Provincial Government and individuals distinguished for public service or who are eminent in trade, commerce or industry may be nominated by the Executive Committee as Hony.Members of the Association. Hony. Members shall be exempt from paying subscription and admission fees and shall not have the right of vote, for any purpose whatsoever.

**RIGHTS AND PRIVILEGES.**

6. Subject to any restrictions as might be contained herein after and to the provisions of these rules generally or by-laws framed thereunder, each member shall have, among others, the following rights and privileges:
  - (a) to be present and vote at any General Meeting and give an opinion on any question referred to the General Body of members by circulars or otherwise;
  - (b) to apply to the Association for information including matters of account or seek the help of the Association in obtaining information for the protection and advancement of the interest of the members and for securing reasonable and desirable and beneficial facilities for carrying on the industry and for the redress of all legitimate grievances.
  - (c) To join any deputation on behalf of the Association if requested by the General Body or Committee and to be selected to any office of the Association.

**MEMBERS TO OBSERVE BY-LAWS.**

7. Membership of the Association ipso facto carries the obligation to observe the provisions of these rules, by-laws and regulations of the Association for the time being in force.

**ENTRANCE FEE AND ANNUAL SUBSCRIPTION.**

- (a) Every member shall on admission, pay Rupees two hundred as entrance fee and Rupees three hundred as Annual Subscription. The Annual Subscription thereafter becoming due yearly in advance.
- (b) The member shall also subscribe such payments, in the shape of Cess or otherwise as may be decided to be levied by the General Body from time to time.

**REPRESENTATION TO THE ASSOCIATION**

9. Unless otherwise determined by the committee only one authorized representative of any individual firm, company, corporation or Association shall be entitled to attend a meeting of the Association and take part in this proceedings.

**CEASATION OF MEMBERS**

10. Membership of the Association shall cease:-
  - (a) by three months notice in writing to the Association of the intention to resigns;
  - (b) when annual subscription, cess and other levies and define in para 8 (a) and (b) above are in arrears for more than 6 months from the date of issue of bill after giving 15 days notice in writing by registered Ack. Due Post reminding clearance of dues after obtaining Executive Committee approval. However members who have not cleared their dues within six months from the date of issue of bill will not have voting right subject to 15 days notice by registered A/D for clearance of dues.

(2)

- (c) if a member is declared bankrupt or is adjudicated insolvent, a company, corporation or other Association enters voluntary or compulsory liquidation;
  - (d) if a member is requested to resign by the General Body by its 2/3 majority for any breach of the provisions of these rules or by-laws or regulations of the Association or for disregarding any decision of the General Body by its 2/3<sup>rd</sup> majority or of a select committee appointed for the purpose by the General Meeting;
  - (e) if a member ceases to be qualified for membership under rule 2 and or the Committee resolves that by bodily or mental infirmity he has become incapable of being a member.
11. Any person who ceases to be member by any means shall remain liable for and shall pay to the Association all money which at the time of his ceasing to be a member may be due from him to the Association provided that the Committee may remit all or any part of the said dues if, after full consideration of a case, they feel, it is necessary or advisable to do so.

**REGISTER OF MEMBERS**

12. The Association shall maintain a register of members and record the names and addresses of all members for the time being and all changes in membership which take place from time to time.

**MEMBERS TO NOTIFY CHANGES IN THEIR CONSTITUTION.**

13. Any change in the constitution of member or members shall be notified in writing to the Hon.Secretary within one month there from and the Hon.Secretary shall make necessary amendments in the register and records of the Association.

**EXECUTIVE COMMITTEE**

14. The affairs and funds of the Association shall be managed by an Executive Committee elected in the manner outlined herein after and the Executive Committee shall exercise all powers which may be necessary for such management except those which are by these articles or by statute expressly directed to be done by the Association in General Meeting.
15. Without prejudice to the general power conferred by the last proceedings paragraph, the Executive Committee shall have power;
- (a) to appoint and dismiss any paid officers including the Secretary, Assistants, Staff and Servant of the Association and to fix their salary and remuneration and allowances;
  - (b) to take all necessary steps to realize any arrears of money due to the Association and to write off as irrecoverable any sums which in the opinion of the Committee can not be realized;
  - (c) to appointment permanent, temporary or adhoc Sub-Committee for such purposes and periods, and with such powers as the Committee may consider necessary or desirable and to Associate with them any persons whether members of the Association or not;
  - (d) to enter into arrangements for working in cooperation with any company or Association organized for the protection or the development of any branch of the trade, commerce, or manufacture or with like objects; provided the objects for which such Association is or shall be formed are not inconsistent with those of the Association as defined in its memorandum of Association.
  - (e) to establish branches of sub-offices of the Association at one or more places in India or to close any such branch or sub-office, as may be necessary, from time to time.
  - (f) to keep the members of the Association informed regarding all important matters.
16. The Managing Committee shall consist of members elected in the manner as described below:
- (a) The members of the Committee and office bearers shall be elected by direct election by the General Body through a Panel of five members elected by secret ballot from amongst the members present;
  - (b) Notice of the meeting at which the election is held shall be given at least 15 days previously;
  - (c) Proxies shall not be allowed at the meeting at which the election is held except from such members who are established beyond 100 miles radius from Bhadohi;
  - (d) The elected seats on the Executive Committee shall be 25 in number including Ex-officio members with one additional seat for every 15 subscribing members in the Association's membership over and above 275 with a maximum of 30;
  - (e) The Executive Committee in its discretion may co-opt up to 5 members from different regions to serve on the Executive Committee over and above the maximum of 30;
  - (f) The ex-officio members will be:

PRESIDENT	..	1
VICE-PRESIDENT	..	1
HONY.SECRETARY	..	1
HONY.JOINT SECRETARY	..	1
HONY.TREASURER	..	1

17. No two representatives of the same firm or company or of affiliated firms or joint stock companies under the same Managing Agents, shall be members of the Managing Committee at the same time.
18. Except for the restriction mentioned in Rule – 17 above, every member, every partner in a firm, every director of a joint stock company which is registered as a member in its corporate name, and any other officer of such firm or corporation shall be eligible for election as a member of the Executive Committee.
19. In the even of a casual vacancy in the Executive Committee, the remaining members of the Executive Committee may fill that vacancy by nomination. A vacancy shall be considered to occur ipso facto if a member absents himself from three consecutive meetings of the Executive Committee or from all meetings of the Executive Committee for a continuous period of three months whichever is longer without leave of absence from the Executive Committee.
20. The Executive Committee shall take office on the day succeeding that on which the Annual General Meeting of the Association is held and shall hold office for TWO years. However the office bearers can be elected for maximum 2 consecutive terms, but this condition will not apply for election of members of the Executive Committee.
21. The Executive Committee shall meet as often as it may think fit, and shall make such regulations as it considers proper as to the summoning and holding of its meetings, but the record of its proceeding shall be open to inspection of the members of the Association subject to such regulations as the Executive Committee may from time to time prescribe.
22. 1/3<sup>rd</sup> members of the Executive Committee present in person shall form a quorum for the transaction of the business; but if any meeting has to be adjourned for want of quorum, then at the adjourned meeting the members present whatever their number shall form a quorum and shall have power to decide upon only such matters which could have been disposed off at the meeting from which the adjournment took place. At the meeting of the Executive Committee voting shall be by members personally present.
23. Every member of the Executive Committee personally present at the meeting shall have one vote and in the event of an equality of votes the Chairman shall have second or a casting vote; but in exercise of his casting vote, the Chairman may, ordinarily vote for the Status-que.
24. The first members of the Committee shall be the under mentioned and they will hold office until next Annual General Meeting in the year, 1961.

(1)	Sri O.L.Tellery	....	President
(2)	Sri M.A.Samad	....	Vice-President
(3)	Sri R.K.Sehgal	....	Hon.Secretary
(4)	Sri A.R.Ansari	....	Hon.Treasurer
(5)	Sri U.N.Pathak	....	Member
(6)	Sri P.C.Sachdeva	....	Member
(7)	Sri R.C.Khanna	....	”
(8)	Sri G.D.Mishra	....	”
(9)	Sri A.Majeed Khan	....	”
(10)	Sri Damodar Das	....	”
(11)	Sri K.L.Gupta	....	”

#### GENERAL MEETING

25. The Annual General Meeting of the Association shall be held generally in the month of April every year, but not later than June every year for the purpose of:
  - a) Election of the members of the Executive Committee and its office bearers every alternate year;
  - b) Reviewing the work of the Association for the past year;
  - c) Passing the annual audited accounts of the Association for the previous year as presented by the Hon.Treasurer and duly approved by the Executive Committee;
  - d) Considering any resolution received by the Hony.Secretary a week before the General Meeting.
26. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting commences business. The quorum at the General Meeting shall be 1/3<sup>rd</sup> members present in person. In case the quorum is not completed, the meeting shall be adjourned and will thereafter be held after 7 days at the same place and time with the same agenda.
27. A meeting of the Association shall be called by the President or by the Hony.Secretary or on the requisition of at least 1/3<sup>rd</sup> of the members.
28. The duties of the office bearers will be as follows:

- PRESIDENT:** 1) To preside over the meetings.  
2) To have general supervision of the Association.

#### VICE PRESIDENT

To assist the President and in his absence perform his duties.

(4)

**HONY.SECRETARY**

1. To call the meetings
2. To receive and deal with all sorts of correspondence and applications addressed to the Association.
3. To represent the Association in its dealing with Government Department, Courts, Municipal and District Board Offices, Public Bodies, Firms, Associations and individuals etc.
4. To sign for the Association.
5. To manage and control the office.
6. To spend and make payment upto Rs.50/-
7. In consultation with the Executive Committee to;
  - (a) appoint servants and staff;
  - (b) open accounts with the Bank in the name of the Association;
  - (c) spend and make payment above Rs. 50/-.
  - (d) to write the minutes of the meetings and submit a report of the activities in the Annual General Meeting.
  - (e) To perform all such duties as are necessary for efficient functioning of the Association.

**HONORARY JOINT SECRETARY.**

To assist the Hony.Secretary and in his absence perform his duties.

**HONORARY TREASURER**

1. To receive payments made to the Association, issue receipts, and
2. To make payment under the signature of the president or in his absence by the Vice President.
3. To submit accounts to the Association.
4. True accounts shall be kept of all sums expended by the Association and the matters in respect of which such receipts and expenditure take place and of the Assets and Liabilities of the Association and subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed for the time being by the regulation of the Association.
5. To get the accounts audited once a year and present the same for approval in the Executive Committee to enable them to present the same in Annual General Body Meeting for approval.
6. To prepare the budget for the coming year and get it approved by the first meeting of the new Executive Committee.

**BANKING ACCOUNTS**

29. All monies of the Association, as and when received shall be deposited with Association's Bankers to be credited to banking accounts of the Association and shall be drawn by cheques signed by the Hony. Treasurer and countersigned by the President or in his absence by the Vice President.
30. All suits and actions on behalf of or against the Association shall be instituted in the name of the Hony.Secretary, who with the advise of the Executive Committee shall act and appear on behalf of the Association, appoint legal practitioner, institute or defend suits and generally will sign and verify plaints, petitions and all .
31. other papers that are or may be by law to be so signed and verified and will perform such other acts in prosecution or defence thereof, as may be necessary.
32. Proxies shall not be allowed for purposes of any election except in cases where proxies are permitted by these articles or become necessary under rules prescribed by the Central or the Provincial Government or local bodies.
33. Any alterations, additions or amendments to these rules will have to be passed by the General Body of the Association by majority of votes.

1. Sd./- O.L.Tellery
2. Sd./- M.A.Samad
3. Sd./- R.K.Sehgal
4. Sd./- A.R.Ansari
5. Sd./- U.N.Pathak
6. Sd./- Kanhaiya Lal Gupta
7. Sd./- R.C.Khanna
8. Sd./- Abdul Majeed Khan

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