

THRISSUR MANAGEMENT ASSOCIATION

(Regd. Office: 7/344/19, Suriagramam, Kizhakkumpattukara Road,
East Fort. Thrissur. Kerala 680005.)

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NOTICE FOR EXTRA ORDINARY GENERAL BODY MEETING

Notice is hereby given that an Extra Ordinary General meeting of Thrissur Management Association will be held on Tuesday 20th October 2020 at 6 pm at Registered office of the Association and through Video Conferencing (VC) to transact the following business.

“RESOLVED THAT the amendments to the Byelaws of the Association as per details given in the annexure be and is hereby approved with or without changes”.

Your participation is requested.

CA. SONY C L

Mr. Seejo Ponnore

(President)

(Hon. Secretary)

Date-26th September 2020

Notes:

1. Please submit details of queries of members to reach registered of the Association at least before 24 hrs of the date and time of the meeting.
2. Members may kindly intimate their email address and mobile numbers to tma.tcr@gmail.com to send the Link for joining the meeting online.

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ANNEXURE

PROPOSED BYELAW AMENDMENT

Clauses to be amended

Item – 1

Memorandum of Association

After Clause 4.20 following clause No. 4.21 inserted

The Association shall not function in the nature of conducting any business activity and not for the purpose of profits.

Item – 2

Memorandum of Association

Clause 4.20 Para 2 the word “Society Registration Act 1955” is replaced with
“*The Travancore-Cochin Literary Scientific and Charitable Societies Act 1955*”

RULES AND REGULATIONS

Item – 3

Clause 5 Definitions

“Act”: the words after shall mean the “Societies Registration Act 1955” replaced with words “*The Travancore-Cochin Literary Scientific and Charitable Societies Act 1955*”

Item – 4

Clause 12 a. Annual General Meetings

The following para in Clause 12 a. replaced with proposed amendment.

Existing	Proposed Amendment
The Annual General Meeting may be held at such time, date and place as the Managing Committee may decide; and the date and venue once fixed shall not be changed without the concurrence of the Managing Committee in a meeting called for that purpose.	The Annual General Meeting may be held at such time, date and place <i>or through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) or such other means and conditions</i> as the Managing Committee may decide; and the date and venue once fixed shall not be changed without the concurrence of the Managing Committee in a meeting called for that purpose.”

Item – 5

Clause 12 e Para heading Voting Inserted for the Clause 12 e

Clause 12 e-after clause 12e. Following paragraphs shall be inserted

Each Individual Members, Life Members shall have one vote on General Meeting of the Association.

Honorary members, Patrons and Temporary Members may participate in all the activities of the Association and may also attend and speak, but shall not have any voting rights in any General Meeting.

Student Members shall have no voting right.

Item – 6

Clause 12.f

Existing clause replaced with proposed amendment.

Existing	Proposed Amendment
<p>12 f. Casting Vote</p> <p>At all General Meetings, voting shall be by a show of hands unless a poll is so demanded. A declaration by the Chairman that a resolution has on a show of hands been carried or carried unanimously or by a particular majority, or lost, and any entry to that effect in the book of the proceedings of the Association shall be conclusive evidence of the fact. Only members present in person at the Meeting shall be entitled to vote on a show of hands in the event of equality of votes, the Chairman of the Meeting shall have a second or casting vote.</p>	<p>12 f. Casting Vote</p> <p>At all General Meetings, voting shall be by a show of hands unless a poll is so demanded. A declaration by the Chairman that a resolution has on a show of hands been carried or carried unanimously or by a particular majority, or lost, and any entry to that effect in the book of the proceedings of the Association shall be conclusive evidence of the fact. <i>Every member present in person, or online in case of meeting on online platform, shall have one vote.</i> In the event of equality of votes, the Chairman of the Meeting shall have a second or casting vote.</p>

Item – 7

After clause 12.g. **Minutes of General Meeting** following clause shall be inserted.

12. g. Minutes of General Meeting

Minutes of proceedings of every General Meeting shall be recorded in the Minutes Book maintained for the purpose and signed by the Chairman of the said Meeting within thirty days or in the event of his/her inability to sign for reasons of his/her death or physical incapacity, by a Committee Member appointed for this purpose. The pages of the Minutes Book shall be consecutively numbered and each page of Minutes of proceedings of each General Meeting shall be initialled and the last page shall be signed and dated by the Chairman.

Item – 8

12. h Inserting new clause number 12 h to para Notice of Meeting

Before Heading **Notice of Meeting** in para 12.g, a new para number 12 h. shall be inserted.

Item – 9

(Existing clause 12.g is replaced with 12.h proposed amendment)

Existing	Proposed Amendment
12 g Notice of Meetings The notice for the Annual General Meeting or any Extra Ordinary General Meeting shall be pasted on the notice board of the association at least 14 days before the date of the meeting and the copy thereof shall be sent to every member 14 days before the Annual General Meeting and 21 days before the Extra Ordinary General Meeting”.	12h Notice of Meetings The notice for the Annual General Meeting or any Extra Ordinary General Meeting shall be pasted on the notice board of the association at least 14 days before the date of the meeting and the copy thereof shall be sent to every member <i>by post, or by e-mail to their registered e-mail address as provided to the Association</i> 14 days before the Annual General Meeting and 21 days before the Extra Ordinary General Meeting. <i>Any accidental omission to give notice to, or the non-receipt of such notice by, any member or other person who is entitled to such notice for any meeting shall not invalidate the proceedings of the meeting.</i>

Item – 10

Clause 12.i

In clause 12g new clause number 12.i inserted before heading **Chairman** and following para shall be inserted.

Clause 12.i - Chairman

For all meetings of the association, President of association shall be the Chairman and, in his absence, Senior Vice President and in his absence Vice President shall be the Chairman. In case President, Senior Vice President and Vice President is absent, then the Chairman of the meeting shall be the senior most Past President in terms of occupying the post of the Presidentship of the Association present at the meeting will act as Pro tem Chairman. In case no Past President is present, members may elect another person to Chair the meeting till the election of new President.

Item – 11

Clause 13e

After clause 13d following clause shall be inserted.

Clause 13 e. All Past Presidents will be the Ex officio members of the Managing Committee.

Item – 12

Clause 13.2.1

Existing	Proposed Amendment
The Managing Committee shall, when fixing the date for the annual meeting appoint two members of the Association other than members of the committee as election officers to conduct the election of the Managing Committee for the succeeding year.	The Managing Committee shall, when fixing the date for the annual meeting shall appoint <i>a member</i> of the Association other than member of the Managing Committee as the <i>Returning officer</i> to conduct the election of the Managing committee for the succeeding year.

Item – 13

Clause 13.2.3

In para 13.2.3 the word “Election officers” replace with the word “*Returning officer*”

Item – 14

Clause 13.2.4

In para 13.2.4 the word “Election officers” replace with the word “*Returning officer*”

Item – 15

Clause 13.2.7

Existing	Proposed Amendment
In the event of a contest an election shall be conducted by secret ballot. No member shall be entitled to vote by PROXY.	In the event of a contest, an election shall be conducted by secret <i>voting</i> . No member shall be entitled to vote by proxy.

Item – 16

Clause 13.2.8

Existing	Proposed Amendment
“The Secretary shall provide suitable ballot boxed for deposit of vote for the members. The balloting shall be conducted by the Election Officers at the venue of the Annual General Meeting immediately after the Annual General Meeting is closed by the Chairman of the meeting. The result of the election shall be announced by the Election Officers at the venue of the meeting”	The Returning Officer shall conduct the election in strict secrecy. Electronic Voting Machine (EVM) or online voting platforms or any other suitable methods shall be used as decided by the Managing Committee. The voting shall be conducted during the time as fixed by the Returning officer on the date of the Annual General Body meeting with due notice to members. The result of the election shall be published by the Returning officer as soon as the counting is completed and shall be announced at the Annual General Meeting.

Item – 17

Clause 13.2.9

Existing clause 13.2.9. shall be replaced with new clause

Existing	Proposed Amendment
If any difference of opinion raised on any question between the election officers, they shall sit with the President of the Association and the question shall be decided according to their majority. Election Officers are not eligible to seek election.	The decision of the Returning officer relating to the election procedures will be final. Returning officer is not eligible to seek election to the Managing Committee.

Item – 18

Clause 13.6. Meetings

Existing	Proposed Amendment
The President of the Association may convene a Meeting of the Managing Committee at such time, date and place as he/she shall deem fit and proper and he/she shall call a Meeting of the Committee if proposed to do so by at least four members of the Committee. A minimum of four Managing Committee Meetings shall be held in a year.	The President of the Association may convene a Meeting of the Managing Committee at such time, date and place <i>or through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) or such other means</i> as he/she shall deem fit and proper and he/she shall call a Meeting of the Committee if proposed to do so by at least four members of the Committee. A minimum of four Managing Committee Meetings shall be held in a year.

Item – 19

Clause 15.4 - Books of Accounts

After Clause 15.4.a) the following sentence shall be inserted “*The accounts of the Association shall be regularly maintained and every year, the accounts shall be closed on 31st March*”

Item – 20

Clause 15.4. a.

Existing	Proposed Amendment
The Committee shall cause proper books of accounts to be kept of the transactions of the Association and of the assets and liabilities thereof.	The Committee shall cause proper books of accounts to be kept of the transactions of the Association and of the assets and liabilities thereof. <i>The accounts of the Association shall be regularly maintained and every year, the accounts shall be closed on 31st March</i>

Item – 21

Clause 20 - IDEMNITY

Insert “ , Hon. Jt. Secretary” after Hon. Secretary.

Item – 22

Clause 23

Following sentence to be inserted after clause 23

Which is registered u/s 12AA/12AB of the Income Tax act at the time of transfer or shall be vested with the Government.

Existing	Proposed
At any time if it is found that the affairs of the Association cannot be carried on either because it has outlived its usefulness or because sufficient funds or support are not forthcoming or for any other unforeseen cause or reason, the Managing Committee may, by a majority of three fourths of its total members, recommend the winding up of the Association at an extra ordinary General Meeting specifically called for that purpose. The Association shall not be wound up except by a clear majority of three fourths of its general members present and voting at the Extra-ordinary General Meeting.	At any time if it is found that the affairs of the Association cannot be carried on either because it has outlived its usefulness or because sufficient funds or support are not forthcoming or for any other unforeseen cause or reason, the Managing Committee may, by a majority of three fourths of its total members, recommend the winding up of the Association at an extra ordinary General Meeting specifically called for that purpose. The Association shall not be wound up except by a clear majority of three fourths of its general members present and

<p>In the event of such winding up any net assets whatsoever remaining, belonging to the Association shall not be distributed among its members but shall be donated to some other organisation having similar objects to be determined by votes of not less than three fourths of the Members of the Association present at a special Meeting called for that purpose, or to the Govt, upon such terms and conditions as may be mutually agreed upon.</p>	<p>voting at the Extra-ordinary General Meeting.</p> <p>In the event of such winding up any net assets whatsoever remaining, belonging to the Association shall not be distributed among its members but shall be donated to some other organisation having similar objects <i>which is registered u/s 12AA/12AB of the Income Tax act at the time of transfer</i> to be determined by votes of not less than three fourths of the Members of the Association present at a special Meeting called for that purpose, <i>or shall be vested with the Government</i>, upon such terms and conditions as may be mutually agreed upon .</p>
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Item – 23

Clause 26

Words in Para 26 “(12th Charitable Societies Act 1956” replaced with “*The Travancore-Cochin Literary Scientific and Charitable Societies Act 1955*”

Replace the word “Annual General Body” with “*General Body of the Association*”

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