

**RULES AND REGULATIONS
OF
NATIONAL COMPANY LAW TRIBUNAL BAR ASSOCIATION**

1. NAME:

The name of the Society shall be “**NATIONAL COMPANY LAW TRIBUNAL BAR ASSOCIATION**” (hereinafter referred to as “the Society”).

2. REGISTERED OFFICE:

The Registered Office of the Society shall remain in the Union Territory of Delhi and may be changed from time to time by the Governing Council or Central Council, within the Union Territory of Delhi.

3. MEMBERSHIP:

The membership of the Society shall be of the following categories:

A) PROMOTERS:

The founder members, who have signed the Memorandum of Association of the Society, are the promoter members of the Society. They are the primary and permanent members for life, not liable to pay the subscription and they cannot be expelled from the Society.

B) ORDINARY:

Ordinary members are those persons, who are admitted as members of the Society as Ordinary Members on request, payment of admission fee of Rs. 350/- (Rupees Three hundred Fifty only), annual subscription of Rs. 750/- (Rupees Seven hundred Fifty only), has attained the age of 21 years and is a practicing advocate, registered with any State Bar Council in India, or a member of the Institute of Company Secretaries of India, Institute of Chartered Accounts of India or any other professional body/ Institute, entitled to appear and present the case before the National Company Law Tribunal, as professional in practice, subject to the approval of the Secretary General/ President of the Society. The Governing Council may revise the rates of admission fee and subscription from time to time and also lay down the rules for admission as Ordinary Members.

C) LIFE:

The persons, who are eligible to become ordinary members, may on request and on making the payment of admission fee and the subscription equivalent to the subscription amount of 10 years subscription may become life member, provided his request is accepted by the Secretary General/ President/ Governing Council.

D) HONORARY:

The Society may confer honorary membership to any person of eminence in the field of Law, Company Secretary, Accountancy, Economics, Finance, cost and works Accountants or otherwise useful for the members, Society or public in general, subject to the approval by the Governing Council.

E) CESSATION:

The membership of the Society shall be ceased in the following cases:

1. Resignation
2. Death

3. Expulsion by the Governing Council/ Central Council.
4. Non-payment of subscription for more than 3 months, after the due date.
5. Any other reason as may be decided by the Governing Council.

F) EXPULSION:

A member may be expelled from the membership of the Society, if it is found in the opinion of the Governing Council that any member is involved in the anti-social, anti-Society, anti-national activity, he may be expelled from the membership of the Society, by the Governing Council. However, he may go in appeal to the Central Council by serving notice to the Members of the Governing Council and all members of the Central Council at his risk and cost. The meeting of the member will be convened by the Secretary General, at the request of such an expelled member.

PROVIDED that the promoter members are not liable to be expelled and the members of the Governing Council may be expelled only by the Central Council.

G) RIGHTS & BENEFITS:

The Governing Council and Central Council from time to time determine the rights, duties and benefits of the various kinds of membership. The ordinary members and the promoter members shall be entitled to attend and vote at the meetings of the Central Council.

4. CENTRAL COUNCIL:

The Central Council shall comprise of the promoters, life-members and ordinary members, who shall have the right to attend and vote at the meetings of the Central Council.

A) POWERS AND DUTIES OF THE CENTRAL COUNCIL:

The duties of the Central Council is to ensure that the work of the Society is carried on within the framework of the Memorandum of Association and Rules & Regulations of the Society. Save and except as provided herein the Central Council shall have all and full powers to run and manage the affairs of the Society and can do anything, which can lawfully be done by the Society.

B) MEETINGS:

The meetings of the Central Council must be held at least once in a calendar year as Annual General Meeting of the Members and in addition to that the meeting of the Central Council may be called as and when felt necessary by the Executive Council or Central Council or Governing Council, as the case may be.

C) NOTICE OF THE MEETING:

The meeting of the Central Council may be called at a notice of not less than 21 clear days in the case of Annual General Meetings normally and the other meetings of the Central Council will also be called at 21 days (clear days) notice, but in case of emergency or for matters to be considered on urgent basis, shorter notice may also be given, as may be decided by the Governing Council or the Executive Council or the Central Council may also agree to the shorter notice.

D) QUORUM OF THE MEETINGS:

The quorum of the meetings of the Central Council shall not be less than 5 members or 1/3rd of the total membership, whichever is less, as on the date of issue of notices for that meeting.

5. GOVERNING COUNCIL:

The Governing Council of the Society shall comprise of the followings:

- | | | |
|----------------------|---|-------------------|
| 1. President | - | One |
| 2. Vice-President | - | Not more than two |
| 3. Secretary General | - | Two |
| 4. Treasurer | - | Two |
| 5. Members | - | Not more than ten |

The minimum strength of the Governing Council will be five and the maximum not more than fifteen, which may be changed by the Central Council from time to time.

A) EXECUTIVE COUNCIL:

The Executive Council of the Society shall comprise of the office bearers of the Governing Council.

B) ELECTION OF THE GOVERNING COUNCIL:

The election of the office bearers namely, President; Vice-President; Secretary General; and Treasurer will be held at an interval of two years. The election will be conducted by secret ballot. Provided however, the present Council will remain in place for a period of four years and the first election will take place after four years from the date of incorporation of the society.

C) NOMINATION OF MEMBERS ON GOVERNING COUNCIL:

The President, on the advice of the Governing Council, shall fill up the vacancies of the members of the Governing Council by nomination, from time to time.

D) FILLING UP OF CASUAL VACANCIES:

The President on the advice of the Governing Council shall fill up the casual vacancies of office bearers and the members of the Governing Council, from time to time.

E) TERM OF THE ELECTED OFFICE BEARERS & GOVERNING BODY MEMBER:

The term of the elected/nominated members of the Governing Council shall be two years or till the election of the new Governing Council for the next term is held, whichever is earlier.

F) CESSATION OF MEMBERSHIP OF GOVERNING COUNCIL:

If any of the member of the Governing Council does not take interest in the affairs of the Society, expresses his unwillingness and does not attend three consecutive meetings of the Governing Body, without obtaining the leave of absence, shall cease to be the member of the Governing Council, provided that such member is in India during that period.

G) POWERS & DUTIES OF THE GOVERNING COUNCIL:

- i. To execute the objects of the Society in a best possible manner.
- ii. To attend the business of the Society as placed at the meetings and take decisions in the manner that such decisions are in the interest of the Society and its members.
- iii. To exercise general supervision and control over the affairs of the management of the Society, its various activities and functions undertaken.
- iv. To make efforts to raise funds of the Society and sanction/approve the expenditure of the funds, or investment thereof, in the best possible manner.

- v. To make efforts to raise the image of the Society and its members in the eyes of one and all.
- vi. To do any other work or take action as it may feel expedient or may be entrusted by the Central Council.
- vii. To make delegation of powers to the office bearers and the members of the Governing Council.

H) POWERS AND FUNCTIONS OF OFFICE BEARERS:

The powers and functions of the office bearers shall be as under:

- i) **PRESIDENT**: The President shall preside over all the meetings of the Central Council, Governing Council and Executive Council. He shall take steps to ensure to raise the image of the Society and its members in the eyes of one and all and conduct the affairs of the meetings and the Society in a proper, reasonable and lawful manner.
- ii) **VICE-PRESIDENT**: The Vice-President shall preside over the meetings of the Central Council, Governing Council, and Executive Council, if the President does not take the Chair, within 15 minutes of the time fixed for the meeting. If the President comes to the meeting thereafter, the Vice-President, who is conducting the meeting, shall conclude the meeting as Chairman. The Governing Council/President may entrust any other work to him from time to time.
- iii) **SECRETARY-GENERAL**: He will be the administrative head of the Society and he shall ensure that the affairs of the Society and the management are conducted in a proper, legal, reasonable and efficient manner. He shall issue the notices of the meetings of the Central Council, Governing Council and Executive Council in consultation with the President. He shall keep apprised about the various developments of the Society's affairs, to the President and Governing Council. He shall maintain the records of the meetings, including recording of the minutes, after the draft minutes are approved by the President or Chairman of the meeting, if the meeting is not presided over by the President, maintenance of minute books, maintenance of the Membership Register and any other work as may be assigned to him by the President from time to time.
- iv) **TREASURER**: He shall maintain the records of cash, receipts and payments and also the maintenance of relevant books and papers. He shall get the accounts audited from the auditor appointed by the Society. He may be assigned any other work by the President from time to time.
- v) **AUDITOR**: He shall not be a member of the Governing Council, but may be a member of the Society. The first auditor shall be appointed by the Governing Council and thereafter, the auditor shall be appointed at the Annual General Meetings annually. The auditor is required to be a qualified Chartered Accountant/Company Secretary/Cost & Works Accountant. He may or may not be paid fee or honorarium, which will be decided by the President or Governing Council or Central Council.

I) MEETINGS OF GOVERNING COUNCIL AND EXECUTIVE COUNCIL:

The meetings of the Executive Council shall be held at least once in 3 months, meeting of the Governing Council at least once in a quarter ending March, June, September & December of the calendar year.

J) QUORUM:

The quorum of the meetings shall be not less than 1/3rd of the total membership of the Governing/Executive Council, as the case may be.

K) NOTICE:

- (i) The meetings of the Governing Council and Executive Council shall normally be called at seven days notice, but may be called at a shorter notice also, if the business to be considered at the meetings, is of urgent nature.
- (ii) All notices of the Association shall be displayed on the premises of the Association and shall be deemed to have been given on the day on which first so displayed.

6. COMMITTEES & SUB-COMMITTEES:

The Governing Council, President and Secretary General may from time to time constitute the Committees or Sub-Committees for the purposes of Society and also determine their terms of reference, duties and powers.

7. SOURCES OF INCOME AND UTILISATION OF FUNDS:

The Society shall raise its funds through:

- (a) Membership admission fee
- (b) Subscriptions
- (c) Receipts of grants, donations, subsidies, assistance, help from the Government, Local Bodies, Firms, Bodies Corporate, Individuals or others.
- (d) Loans from the Government, Financial Institutions, Banks, Government Corporations and others, as may be decided by the President in consultation with the Governing Council/ Central Council.
- (e) Receipts of revenue or income from the organising of tours, picnics, film shows, variety programmes, film programme/ premiers, dramas or any other programme or activity organised by the Society.
- (f) The funds of the Society shall be utilised for the purposes of the Society for which it has been established including the running of the activities of the Society and meeting the administrative and other day to day and other expenditure.
- (g) The Treasurer shall not keep the funds of the Society with him in cash exceeding Rs.500/- at a time and rest of the money shall be deposited in the Scheduled Bank, as approved by the Governing Council. However, he can keep more money in cash with him, with written permission of the Secretary General.
- (h) The payments of the expenditure shall be made by the Treasurer, only after the approval of the Competent Authority, but can make the payment for meeting expenditure with the verbal orders of the President/Secretary General not exceeding Rs.1,000/- for the meetings of Executive/ Governing Council and Rs.5,000/- for Central Council Meeting.

8. DELEGATION OF POWERS:

The Governing Council, in addition to the above, may delegate any other or further powers, financial or otherwise, to the office bearers and members of the Governing Council.

9. PROPERTY:

The Society may hold the property in its own name and the documents in respect of the properties shall be executed by the Secretary General, as may be decided by the Governing Council.

10. FINANCIAL YEAR:

The financial year of the Society shall be considered from 1st April to 31st March of the following calendar year.

11. AUDIT OF ACCOUNTS:

The accounts of the Society shall be audited by the auditors appointed by the Governing Council/ Central Council and he shall submit his report to the Secretary General, who shall place the same before the Annual General Meeting alongwith Annual Accounts.

12. OPERATION OF BANK ACCOUNT:

The Society shall open its accounts in any Scheduled Bank, as may be decided by the Governing Council. The Bank account shall be operated jointly by any two of following members of the Governing Council, i.e. one from each of Group-A & Group-B as under:

Group-A:	President	Group-B:	Member
	Secretary General		Treasurer

13. DISCIPLINARY PROCEEDINGS AGAINST THE MEMBERS:

Any member of the Association who misconducts himself on the premises of the Association or who has conducted himself in a manner unbecoming of an advocate or who has brought or is likely to bring the profession or the Association into disrepute shall be liable to be warned, reprimanded, suspended or expelled from the membership of the Association either on *suo moto* or by receiving a complaint in written manner from other members.

14. ANNUAL LIST OF MEMBERS OF GOVERNING COUNCIL:

Once in every year, a list of the office bearers and the members of the Society shall be filed with the Registrar of Societies, as required under section 4 of the Societies Registration Act, 1860, as extended to the National Capital Territory of Delhi.

15. LEGAL PROCEEDINGS:

The Society may sue or be sued in name of the President, as per provisions laid down under section 6 of the Societies Registration Act, 1860, as extended to the National Capital Territory of Delhi.

16. AMENDMENTS:

Any amendments in Memorandum of Association or Rules & Regulations will be carried out in accordance with procedure laid down under section 12 & 12A of the Societies Registration Act, 1860, as extended to the National Capital Territory of Delhi.

17. DISSOLUTION:

If the Society needs to be dissolved, it shall be dissolved as per the provisions laid down under Sections 13 & 14 of the Societies Registration Act, 1860, as extended to the National Capital Territory of Delhi.

18. APPLICATION OF THE ACT:

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

“Certified that this is the correct copy of the Rules and Regulations of the Society.”

Sd/-
(PRESIDENT)

Sd/-
(SECRETARY-GENERAL)

Sd/-
(TREASURER)

Place: New Delhi
Dated: 14th July 2000