

MEMORANDUM (MOA) & CONSTITUTION
CHANDIGARH MANAGEMENT ASSOCIATION

Affiliated to
ALL INDIA MANAGEMENT ASSOCIATION

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CHANDIGARH MANAGEMENT ASSOCIATION

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MEMORANDUM

1. **NAME:** The name of the Association shall be the Chandigarh Management Association, hereinafter called, The Association.
2. **OFFICE:** The office of the Association shall be situated at such place as the Executive Committee of the Association may decide within Union Territory of Chandigarh.
3. **DEFINITION:** In these Clauses and in all Rules, Regulations and Bye-laws of the Association, unless repugnant to the subject or context;

‘Member’ shall mean any class of Member of the Association other than Patron and Advisor.

‘General Meeting’ shall mean Annual General Meeting (AGM) of the Association.

‘The President’ shall mean the President of the Association.

‘The Committee’ means the Executive Committee(EC) of the association.

‘The Secretary’ means General Secretary of the Association.

‘Financial Year’ means the year commencing on the 1stApril and ending on 31st March the following year.

‘Entrance/ membership fee means fee to be paid to join the Association and it is non-refundable.

‘Act’ shall mean The Societies Registration Act 1860.

‘AIMA’ shall mean The All-India Management Association.

‘LMA’ shall mean Local Management Association affiliated with AIMA.

‘Electoral Votes’ shall mean the number of votes available to different classes of members.

‘PPs’ shall mean Past Presidents of CMA.

4. **OBJECTS:**

- (a) To promote the development of sound management by cultivating an understanding and appreciation of sound management philosophy and principles;
- (b) To provide facilities for exchange of opinions and views on management techniques, practices and trends and for stimulating thought and effort in developing right solution to management problems through talks, lectures, conferences, seminars, films, displays, exhibitions, plant visits and training courses;
- (c) To co-operate with industrial, business, educational and research institutions and other organisations in the collection and exchange of information pertaining to management practices;

- (d) To collaborate and co-operate with other management associations or similar institutions in India and abroad in the task of advancing the aims and objects of the Association and to grant affiliations to groups and bodies having similar aims and objects and also getting itself affiliated to any similar national and international body, if considered necessary.
 - (e) To establish a library and build up a collection of management books, periodicals and papers, files and other audio-visual aids and also arrange for their distribution;
 - (f) To undertake, surveys and research projects;
 - (g) To publish literature on management techniques, trends and its overall development;
 - (h) To issue appeals and applications for money and funds in furtherance of the said objects and to accept gifts, donations and subscriptions of cash and securities and of any property either moveable or immovable;
 - (i) To invest and deal with funds and moneys of the Association; and
 - (j) To establish trust/s, scholarships etc., and generally to do all other things incidental or conducive to the attainment of the preceding aims and objects.
5. Without prejudice to the generality of the above objects and for effectively carrying out the same, the Association will have the power to acquire, receive and hold property of any kind including the securities and Negotiable Instruments, to purchase, construct and maintain building, including right to alter and/or to transfer or dispose of and establish a provident fund on behalf of the Association for the benefit of its employees, if considered necessary.

It is further added that:

- (a) The income and the property of the Association shall be applied solely towards the promotion of the objects of the Association as set forth in the MOA and no portion thereof shall be paid or transferred directly or indirectly to the members of the Association.
- (b) No member of the Committee of the Association shall be appointed to any salaried office or any officer of the Association paid any fees, that no remuneration shall be given by the Association to any members of such Committee except repayment of out of pocket expenses and interest on money lent or rent for premises demised to the Association.

- (c) The Association will apply its profits if any or other income, in promoting its objects.
- (d) If upon winding up or dissolution of the Association, there remains after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among its members but shall be given or transferred to some other institution having objects similar to the objects of the Association to be determined by its members at or before the time of dissolution.

6. MANAGEMENT

The Management of the Association shall vest in:

- (i) President
- (ii) Vice President
- (iii) General Secretary
- (iv) Treasurer
- (v) Joint Secretary
- (vi) Members of the Committee

CONSTITUTION

CHANDIGARH MANAGEMENT ASSOCIATION

1. **NAME:** The name of the Society shall be Chandigarh Management Association.
2. **MEMBERSHIP:** The Association shall have following classes of members:
 - a) **INSTITUTIONAL/ORGANISATIONAL MEMBERS:**

All firms, companies, organisations and corporations which subscribe to object of the Association shall be eligible for enrolment as Institutional/ Organisational members (see Note i. and ii. below). Such members may be

 - (i) Local Institutional/ Organisational members, or
 - (ii) Combined institutional/ organisational members i.e. Institutions/ Organisations who wish to become members of CMA & AIMA based on criteria laid down by AIMA
 - b) **PROFESIONAL MEMBERS:** Generally, a person holding a responsible position in an industrial or commercial firm, Government enterprise, Government Department, consulting firm, local body or other establishment, and performing work which involves study and application of management principles or effective utilisation of human or material resources or a teacher of management subjects in a recognised university or educational institution shall be eligible for enrolment as a professional member.(See Note ii. And iii. below)
 - c) **STUDENT MEMBERS:** The students of any postgraduate and above management courses of an approved institution by AICTE/ UGC/ NAAC/ AIMA shall be eligible for enrolment as Student Members for a period of two years on payment of membership fee to be decided by the Executive Committee from time to time. (See Note ii below)
 - d) **LIFE OR ANNUAL MEMBERSHIP:** An Institution/ Organisation/ Individual Professional members may become a Life or Annual member on payment of non-refundable membership fee to be decided by the Executive Committee from time to time. (See Note ii below)
 - e) **PATRON AND ADVISOR:** Any individuals making substantial contribution to the Association may be taken as Patron or Advisor of the Association to be decided by the Executive Committee for its term. Similarly, an individual who has made outstanding contribution to the development of management and/or has also been actively involved in the activities of the Association may be honoured as Patron or Advisor by

the Executive Committee. There will be 'No' fee for this category of membership. (See Note iv. below)

- Note i. It will be the sole responsibility of an Institutional/ Organisational Life member to furnish a Declaration Certificate (duly signed by Proprietor/ Partner/ Authorised signatory) confirming Institute/ Organisation "in good standing" along with names of two representatives latest by 15th July each year. Membership shall remain suspended till the receipt of Declaration Certificate to the satisfaction of the Executive Committee.
- ii. All classes of members shall comply with Code of conduct guidelines hosted on AIMA portal (www.aima.in). In the event of established breach of this code, in any manner, membership shall stand terminated.
- iii. Members of AIMA, in good standing, seconded to CMA shall be deemed to be equal professional member for all purposes during the period of secondment.
- iv. This membership is to be considered in highly exceptional cases by a consensus of EC, generally for one seat in each category.

3. PROCEDURE FOR ADMISSION TO MEMBERSHIP

- (a) Any person, company or firm eligible for membership under Clause 2(a) to (d) above and desiring to become a member shall send an application to the Association on prescribed form. The application shall be placed before the Committee which shall be guided by such considerations, if any, which may be prescribed by rules, framed in this behalf by the Committee.
- (b) The Committee may refuse any application for membership without assigning any reason or may admit the applicant to membership of the Association as it thinks fit.
- (c) On an applicant being admitted to membership he/she/it will be deemed to have agreed to abide by and be subject to the Constitution, Rules, Regulations and Bye-laws and Standing Orders of the Association in force for the time being and from time to time.

Note: For approval of various types of memberships, the Committee will also be guided by Eligibility Criteria given at the end of the Constitution. Any subsequent changes in those guidelines will require approval of the majority of the members of the Committee.

4. MEMBERSHIP FEES AND SUBSCRIPTION:

The entrance/ membership fee and annual subscription for membership shall be as fixed by rules made in this behalf by the Committee from time to time for each category of membership.

5. TERMINATION OF MEMBERSHIP:

A member of the Association shall cease to be a member and the name shall be removed by the Committee from the list of members in any one of the following cases:

- a) On the member's submitting his resignation from membership in writing and his resignation being accepted by the Committee.
- b) On the member's failure to pay subscription which has been for two years in arrears and such arrears having not been paid within two weeks from the service of the written notice sent by the Treasurer/ General Secretary. The termination on non-payment will be put before the Committee for decision before communication to the member concerned.
- c) On the recommendation of the Committee, the Association in General Meeting deciding by majority of not less than three fourths of the members present and voting that the membership of the concerned member is prejudicial to the interests of the Association.

Note i. A member whose membership has been terminated for non-payment may seek readmission provided he pays all the arrears of subscription and such other sum as may be due from him to the Association and subject to other rules of the Association, if any, framed for this purpose.

- ii. If an individual who is a member of another LMA, affiliated to AIMA, seeks membership of the Association, shall be considered a new member.
- d) A member of the Executive Committee remaining absent for three (3) consecutive EC meetings, without intimation in advance to the President, maybe dropped for the balance term of the Committee, after majority decision of EC.

6. GENERAL MEETINGS:

- (A) There shall be an Annual General Meeting (AGM) of the Association held every year and not more than 15 months shall elapse from the holding of the last AGM, at such place, date, time and mode i.e. Physical or Virtual or Hybrid as may be fixed by the Committee of which not less than 15 days notice shall be given, for transacting the following business:
- (i) To receive the Report of the Committee and the Statement of Accounts of the Association duly audited for the financial year ending 31st March of that year and to adopt the same.
 - (ii) To appoint the Auditors of the Association for the ensuing year and to fix their remuneration;
 - (iii) To elect the office bearers and members of the Committee, and
 - (iv) To transact any other business that may be placed before it by the Committee.
 - (v) For the purpose of this consideration:
 - (a) The financial year will be from 1st April of each year to 31st March of the following year.
 - (b) The life of each Committee will be for a period of one year only commencing 1st July and upto 30th June of the following year.
 - (c) AGM notification will be issued on or before the 5th June of each year followed by AGM preferably by end of June that year, subject to the availability of Returning Officer. The whole schedule/ procedure/venue of election/ mode i.e. Physical or Virtual or Hybrid and appointment of Returning Officer etc. as approved by EC will be sent to the members through any mode i.e. By Post and/or Email and/or WhatsApp and/or any other Digital Media developing from time to time.
 - (d) To ensure proper communication, updation of Personal particulars, Postal address, Mobile number, e-mail ID etc. shall be the sole responsibility of the member.
 - (e) All persons admitted to the Association as members upto 31st March of the year and whose subscription and dues are up to date at election time or as notified would be eligible to contest/ vote.
 - (f) Any deviation from guidelines given above will require approval of the Executive Committee by consensus and no delay for more than 3 months will be allowed without approval of AGM.
- (B) Extraordinary General Meetings (EGM) of the Association may be convened by the Committee of its own accord or on a requisition made in writing by not less than 1/3rd members. On receipt of such requisition, the President shall cause a meeting to be convened within two months of

the receipt of the requisition at such place as he may fix. At least 15 days' notice shall be given for such meeting and no other business shall be transacted at such meeting than that stated in the notice. Minimum attendance required for such requisitioned meetings will be 1/3rd of total membership at the time.

7. QUORUM AT ANNUAL GENERAL MEETINGS:

The quorum for Annual General Meeting shall be 1/10 members or 25 members whichever is less.

8. ADJOURNMENT FOR QUORUM:

(a) If within half an hour from the time appointed for Annual General Meeting or Extraordinary General Meeting (other than one convened on a requisition) the quorum be not present, the meeting shall stand adjourned to such day, time and place as the President may fix and notice of such adjournment shall be given. At the adjourned meeting, the members present shall constitute the quorum, and

(b) If within half-an-hour from the time fixed for extraordinary General Meeting convened on a requisition quorum be not present, the meeting shall stand dissolved.

9. VOTING:

Members of the following categories shall have the right to vote as given below:

(a) For the purpose of election of the Executive Committee, each Institutional/Organisational member will be entitled to exercise two votes. They will be represented by specifically named persons nominated by 15th July each year (read with Clause 2(a) Note i). Representative is changeable or transferable only in case of exigencies and as approved by the Executive Committee. Professional Life members will be entitled to exercise only one vote. Patron and Advisor (if non-CMA member) and Student Members shall have no voting rights.

(b) The Executive Committee may give the voting right to any category of members after due approval. Such a resolution must be passed by at least 2/3rd of the members of the Committee. Otherwise, the voting rights shall remain confined to the categories above.

10. At all Meetings, whether of the General Body or of the Committee, voting shall be by show of hands of those present and entitled to vote. In case of equality of votes, the President will be entitled to cast an additional vote. In the matters of confidentiality, secret ballot system may be followed.

11. EXECUTIVE COMMITTEE:

- (a) The Executive Committee shall be the Governing Body of the Association and shall be composed of not more than 12 elected members besides the Immediate Past President (IPP) who will be an Ex-Officio member. The Committee shall be so constituted as to have minimum 4 members from organisational/ institutional membership.
- (b) The President, upon approval by the Committee can co-opt upto 4 members to the Committee to meet special requirements. Such co-opted members, however, will not have voting rights for the purpose of decision taken by Committee.

12. The Executive Committee members shall elect from among the elected members the following Office bearers of the Association:

1. President
2. Vice President
3. General Secretary
4. Joint Secretary
5. Treasurer

- (a) The candidate for the role of President, Vice President and General Secretary should be a leader of stature, such as the person's own professional standing, track record of leadership and string connections in the management community, help in fund raising and should be able to devote time/ resources to effectively discharge the role of CMA President, Vice President and General Secretary.
- (b) CMA shall follow succession planning to ensure a leadership pipeline for three years, unless there are exceptional circumstances/ unwillingness, thus the EC will nominate elevation of Vice President and General Secretary to immediate next level of President and Vice President respectively well before issuance of notice for elections. In the event of exceptional circumstances/ unwillingness, the vacancy so created shall become open for elections, as for the elections of remaining Executive Committee members and be filled as per the **election procedure** outline in the Constitution.
- (c) The term of the office of the President, Vice President, General Secretary, Joint Secretary and Treasurer (Office bearers) shall be the same as of the Executive Committee which elected them. They shall, however, be eligible for re-election.
- (d) The term of the Executive Committee is for one year i.e. 1st July to 30th June of the following year. However, no office bearer can continue in the same office for more than 2 consecutive terms.
- (e) To conduct its business effectively, Powers vested in the Committee shall be as per Clause 14.

- (f) The President shall exercise overall control over the affairs of the Association. He/ She may, however, delegate his/ her powers in accordance with these Regulations or other Rules and Bye-laws framed from time to time in that behalf by the committee. He/ She shall preside over all General and Committee meetings of the Association. In the event of his/ her absence, the Vice-President shall preside over all such meetings and in the event of his/ her absence the members present shall choose one of their members to be the Chairman of the meeting.
- (g) The Vice-President/ General Secretary/ Joint Secretary and Treasurer shall perform such functions as the President may determine from time to time.

13. ELECTION:

The Elections of the Executive Committee shall be held once a year for which purpose the date shall be fixed by the Committee. However, under no circumstances, committee shall remain in office for more than 15 months. The Committee shall be guided by details given at Clause 6(A)(v).

(a) Election Procedure:

- (i) For conducting the elections, the current Committee will appoint a Returning Officer preferably amongst the Past Presidents else esteemed members of CMA/AIMA, subject to his/ her willingness and availability.
- (ii) The election venue, date, time and schedule will be decided by the Committee and provide detailed schedule along with list of eligible electoral members of all classes to the Returning Officer.
- (iii) The list of eligible members, who can vote and contest elections will be shared with members through any one mode i.e. By Post and/or E-mail and/or WhatsApp and/or any other digital media developing from time to time. {read with clause 6(A)(v) (d)}
- (iv) The Schedule for elections, decided by committee, shall take care of availability of the Returning Officer.
- (v) Returning Officer shall share brief profile of Candidates on the final list (after withdrawal of nominations) with members through any mode i.e. By Post and/or E-mail and/or WhatsApp and/or any other digital media developing from time to time.
- (vi) Secret ballot voting, if necessary, will be held through Paper/ Digital App/ QR Code/ EVM based system to ensure confidentiality of the voting process.

14. The business of the Association shall be managed by the Committee. The Committee shall have power:

- (a) To manage the day-to-day affairs and engage such employees, consultants as may be considered necessary.

- (b) To lay down policies for the working of the Association.
 - (c) To incur and defray necessary expenses.
 - (d) To appoint sub-committees and convene its own meetings and to regulate proceedings at such meetings subject to these Rules and Regulations.
 - (e) To make bye-laws and standing orders and to do all such acts, deeds and things as may be necessary for achieving the objectives of the Association.
 - (f) To admit and suspend a member.
 - (g) To invest funds of the Association.
 - (h) To prepare and present Annual Report and arrange for audit of accounts.
 - (i) To hold properties of the Association in such manner as it may from time to time decide.
 - (j) To fill up a casual vacancy in the committee in such a manner as it may think fit having due regard to the representative character of the members whose exit caused the vacancy.
 - (k) To frame rules, from time to time, in regard to the election of the Committee.
 - (l) To continue in office until the conclusion of the next Annual General Meeting, which shall be succeeded by a new committee constituted in the manner as provided for by these Regulations.
 - (m) To seek all possible assistance from LMAs in the Region in organizing its activities and to work in collaboration with other Local Management Associations in the Region.
15. Funds not required for the current expenditure of the Association may be invested and all properties of the Association may be held and dealt with in such manner as the Committee may from time to time decide. However, Funds and Properties of the Association should not be invested in any speculative transaction or where funds and return on funds are not guaranteed.
16. The absence of any member of the Committee shall not invalidate the proceedings of any meeting of the Committee.
17. As and when a casual vacancy occurs in the Committee, it may be filled up by the Committee upon recommendations of the President in such manner as it thinks fit having due regard to the respective character of the person who caused the vacancy.
18. The Committee shall hold office for 12 months from 1st July to 30th June of the following year after which it will be succeeded by a new Committee constituted in the manner provided to the Clause 6, 13 and 14.

19. The Executive Committee may frame rules for nomination of Patron, Advisor or any other Special Invitee (s) and role of Past Presidents during its term in office.
20. **MEETINGS OF THE COMMITTEE:**
The Committee shall meet as often and at such places and at such date, time and mode (physical and/or virtual and/or hybrid) as the President may deem fit. The President shall also convene a meeting of the Committee if requested to do so by at least four Members of the Committee.
21. The General Secretary in consultation with the President shall send a notice of every meeting to each member of the Executive Committee and shall mention in such notice the principal items of business expected to come before the meeting. Additional items of business may, however, be dealt in the meeting with the consent of the President.
22. Any five members not necessarily physically, but also virtually i.e. over phone/ video conferencing/ Zoom etc shall constitute a quorum at the meeting of the Executive Committee.
23. Two days' notice shall be given to the members for a meeting of the Executive Committee. However, in an emergency, a meeting may, at the discretion of the President, be called at short notice.
24. The questions before the Executive Committee shall be decided by a majority of the votes of the members present.
25. **CIRCULATION OF RESOLUTIONS:**
The President may when he thinks fit ascertain the opinion of the members of the Executive Committee by the issue of a circular and act in accordance with the views of the majority of the members of the Committee so ascertained.
26. **PROCEEDINGS OF THE MEETING:**
The General Secretary in consultation with the President shall arrange the business of the meetings of the Executive Committee.
27. The minutes of the meetings shall be circulated amongst the committee members and signed by the President and the General Secretary as confirmed at a subsequent meeting of the Committee. The Secretariat shall record minutes of the proceedings of the Committee Meetings in the Minutes Book kept for this purpose after getting the same approved by the Chairman of the said meeting.
28. **FUNDS:**
All subscriptions, grants and other funds of the Association shall be deposited in bank/financial institutions to be approved by the Committee.

The Account of the Association with the Bank shall be operated upon jointly by Treasurer and President or General Secretary.

29. The surplus, if any, of the Association, whether of a revenue or capital nature shall not be distributed to members but shall be applied wholly towards the furtherance of the objects of the Association.
30. In the event of the winding up of the Association in accordance with Section 13 of the Societies Registration Act, 1860, the assets, if any remaining after the satisfaction of all debts and liabilities shall be made over to some other society having like objects to be determined by the votes of not less than three-fifth of the members present personally or by proxy as required by Section 14 of the Act.
31. **INDEMNITY:**
The Committee officers and members of the Committee shall be indemnified in respect of all acts done by them for the Association in good faith and no officer or member of the Committee shall be liable for any act done by any other officer or member/s of the Committee.
32. **LEGAL PROCEEDINGS:**
Suits or legal or arbitration proceedings by or against the Committee may be instituted or taken in the name of the President or General Secretary of the Association at that time within the jurisdiction of Chandigarh (U.T).
33. Recognising their vision and affinity with CMA, suitable guidance and support may be taken from Past Presidents (PPs) through formal and informal channels. At least one Physical or Virtual or Hybrid meeting may be held by Committee in its term of one year, preferably within first three months of its taking over. Matters of immediate importance, help in membership growth, dispute redressal, fruitfully utilising their links in Administration and Industry for pursuing CMA issues, obtaining sponsorships/ donations and other means of raising funds etc may be discussed to get guidance and support. (read with Clause 19)
34. **ALTERATION OF CLAUSES OF THE CONSTITUTION:** No alteration or additions or amendments or modifications therein or thereto or of or to any Clause hereof shall be made unless recommended by the Committee and passed by 2/3rd votes of members present at a General Meeting of the Association.

All provisions of the Societies Registration Act, 1860 and Punjab Amendment Act (XXXXI) 1957 as extended to Union Territory of Chandigarh shall apply to the Association.

APPENDIX

The Eligibility Criteria is proposed below for each kind of individual Membership:

1. PROFESSIONAL MEMBERS

This grade is open to middle and senior management professionals or equivalent policy making level and having wide managerial responsibilities, Applicant should fulfil following eligibility criteria;

- i) Should have attained the age of 25years;
- ii) Should be one of the following:
 - a) Senior executive with 5 years of managerial experience;
 - b) Senior public administrator with 5 years of experience;
 - c) Official of Defence Services of rank of Major or equivalent and above.
 - d) Academician in management or related areas of Lecturers grade with 5 years' experience;
 - e) Technical or legal professional/Chartered Accountant/Cost and Works Accountant/Company Secretary qualified from Indian/equivalent foreign institution, with 10 years of experience.
- iii) Degree/Diploma in management from AIMA or a recognised university or institute; or general management training or extended functional management course from a recognised body.

2. STUDENT MEMBERS

This grade is applicable to students undergoing professional full-time/part-time course in Management Studies from recognised/reputed institutions. This membership may subsequently be upgraded to higher grades after completing management programme or as and when eligible. Applicant should fulfil following criteria:

- i) Should be graduate in any discipline from a recognised University.
- ii) Should be undergoing MBA Programme or any full time/ part time functional management programme from recognised Universities or institutions.

NOTES:

- a) Management consultants, officials of trade associations, chambers of commerce and industry, etc., may be selected on the basis of quality of past experience, nature of present assignments, achievements and contribution to the cause of the furtherance of professional management.

- b) These eligibility guidelines are only illustrative, indicating the broad requirements for admission of members to various grades. The actual evaluation is, however, left to the Membership Committee and the CMA Committee whose objective is to fully satisfy themselves about the suitability of the applicant vis-à-vis the professional standards of CMA.

APPROVED