




Memorandum of Association of

PAKISTAN ASSOCIATION OF AUTOMOTIVE PARTS & ACCESSORIES MANUFACTURERS

1. The name of Association shall be "PAKISTAN ASSOCIATION OF AUTOMOTIVE PARTS AND ACCESSORIES MANUFACTURERS".
2. The Registered Head Office shall be located in the Province of Punjab.
3. The Association has the following aims and objects :-
 - (i) To encourage, promote, stimulate and protect the business interest of Pakistan Association of Automotive Parts & Accessories Manufacturers and matters concerned with the advancement and benefit of the said industry.
 - (ii) To create spirit of co-operation, goodwill and unanimity amongst the members of the Pakistan Association of Automotive Parts & Accessories Manufacturers.
 - (iii) To represent the Association's point of view to the Local, Provincial, Central or other Government authorities and to make concerted efforts for securing representation in all matters, affecting the business of Pakistan Association of Automotive Parts & Accessories Manufacturers.
 - (iv) To endeavor to eradicate all sorts of malpractice's wherever they are found and to make every effort for honest and fair dealings amongst the Members of the Pakistan Association of Automotive Parts and accessories Manufacturers.
 - (v) To collect, compile and disseminate statistics and other information with a view to promote indigenization and to make efforts for the spread of commercial and technical knowledge to the advantage of members and their trade.

- (vi) To co-operate with Government Organizations, other Associations and Chambers of Commerce & Industry of Pakistan in general and to maintain cordial relation with foreign organizations for the development and advancement of the members of the Association.
- (vii) To assist the members to amicably resolve their difference or disputes and to arbitrate for settlement of disputes amongst parties or relating to any member willing to be bound by such decisions.
- (viii) To maintain and protect the property of the Association, to purchase or otherwise acquire moveable or immovable property to construct or demolish the same, to sell mortgage, develop, lease or under lease, sublet or dispose of or otherwise deal with all or any part of the property of the Association which may be determined from time to time to spend proceeds thereof and to have the property registered and to invest any amount not immediately required for any of its objects in such a manner as may from time to time be determined for promotion of the objectives of the Association.
- (ix) To publish directories, periodicals trade bulletins and / or any other literature conducive to the aims and objectives of the Association.
- (x) To represent the members and all for promotion of the automotive parts and accessories manufacturers in Pakistan, to the government, semi-government, local and public bodies or any other institutions in matters relating to this trade or industry.
- (xi) To collect, realize and accept subscription, donations, properties or gifts and other items for the purposes of the Association as may be deemed fit.
- (xii) To draw, accept and endorse cheques, bills, notices, or other negotiable documents for any one or more of the aims and objectives of the Association.
- (xiii) To subscribe to any local or other charities and to grant donations for any public purposes and to provide provident or superannuating funds or funds for the employees, their widows and / or children.
- (xiv) To remunerate any person for services rendered or to be rendered to the Association the costs, charges, expenses, preliminary or incidental for the formation, establishment, expansion and registration etc., of the Association.



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- (xv) To frame bylaws, rules and regulations for the conduct of the business of the Association and to define the duties of its office bearers.
- (xvi) To subscribe to, or to become member of, the Federation of the Chamber of Commerce and Industry and to associate and communicate with other trade organizations, associations or groups for promoting the objectives of the Association.
- (xvii) To comply with all the requirements of the Trade Organizations Ordinance, 1961 as amended from time to time and rules and regulations framed on the instructions and directives issued, thereunder.
- (xviii) And to do all such other lawful things as are incidental or conducive to the realization of the above aims and objectives or any one of them.
- (xix) To defend suit and / or actions either civil, criminal, revenue in a court of law, tribunal against or in the name of Association.
4. To income of the Associations shall be applied entirely toward the promotion of the objects of the Association as set forth, no portion there of shall be paid as bonus and or dividend to member all payments made in good faith in respect of remuneration of officers and servants of the Association and all the legitimate expenses incurred by the Association will be allowed.
5. The liability of the members of Association is limited.
6. Every members undertake to contribute to the assets of the Association in the event of the same being wound up during the time he is a member or within one year afterwards for payments of the debts and liabilities of the Association contracted before the time he ceased to be a member and the cost, charges and expenses or winding up the name and for the adjustment of the right of contributions amongst themselves, such amount as may be required not exceeding One Hundred Rupees.
7. If upon winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities and property whatever, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some charitable institution, having objects similar to the objects of the Association on or before the time dissolution or winding up.

8. No addition, alternation and amendment shall be made in the Memorandum of Association and articles of Association for the time being in force unless the same shall have been previously submitted to and approved by the Government. Amendments shall also be made in the Memorandum and Articles of Association when required by Government in public interest.
9. Provisions of paras 3 and 6 of this Memorandum of Association are conditions on which the Ministry of Commerce, Government of Pakistan grants a license, to the Association in pursuance of Section 42 of the Companies Ordinance, 1984 as applicable in Pakistan.
- (i) The Association shall be a Public Company.
 - (ii) Payment of remuneration for services or otherwise to its members, whether holding an office in the Company or not, shall be prohibited.
 - (iii) No change in the Memorandum & Articles shall be made except with the prior approval of the commission.
 - (iv) The limit of liability of its members shall not be less than a reasonable amount having regard to all the circumstances of the case, and
 - (v) Patronage of the government or commission express or implied shall not be claimed unless such government or commission has signified its consent thereto in writing.



We, the several persons whose names and addresses are subscribed below, are desirous of being formed into the Association, named Pakistan Association of Automotive Parts and Accessories Manufacturers, in pursuance of this Memorandum of Association.



Sr. #	Name and Surname (Present & Former) in full (in Block Letter)	Father's / Husband's Name in Full	Nationality with any former Nationality	Occupation	Residential Address (in Full)	Signature
1.	MR. M. SHARIQ SUHAIL C.N.I.C. # 42301-3592023-7	Kh. Salah Ud Din	Pakistani	Business	8 - K, 9 - Ghaznavi Street, Karachi.	
2.	MR. MALIK MUHAMMAD ASLAM N.I.C. # 270-50-38504-7	Malik Sultan Ahmad	Pakistani	Business	48 - K, Model Town, Lahore.	
3.	MR. MUHAMMAD SALEEM C.N.I.C. # 35201-1232310-7	Haji Mohammad Sulaiman	Pakistani	Business	H. 205, St. 5, Cavellary Grounds, Lahore - Cantt.	
4.	MR. AZHAR ALI C.N.I.C. # 35202-8139054-7	Mian Muhammad Ali	Pakistani	Business	26 - B, Tech Society, Lahore.	
5.	MR. RAEES A. SHEIKH N.I.C. # 270-53-00713-9	Nazir Ahmad Shaikh	Pakistani	Business	C - 53, Officer Colony, Zarar Shaheed Road, Saddar, Karachi.	
6.	MR. M. USMAN A. MALIK N.I.C. # 271-92-35643-2	M. Aslam Khan Malik	Pakistani	Business	25 / 38, St. 2, CMA Colony, Lahore - Cantt.	
7.	MR. SHAHID AFZAL C.N.I.C. # 35200-1548339-7	Haji Muhammad Afzal	Pakistani	Business	SD, 67, Falcon Complex, Gulberg - III, Lahore.	
8.	MR. RANA MANSOOR QADIR C.N.I.C. # 35200-1474392-3	Rana Abdul Qadir	Pakistani	Business	18 / 4, White House Lane, Sundar Das Road, Lahore.	
9.	MR. TAUFIQ A. SHERWANI C.N.I.C. # 35202-0188299-5	Shafique Ahmad Sherwani	Pakistani	Business	35 - A, New Muslim Town, Lahore.	
10.	ENGR. WASI UD DIN C.N.I.C. # 42201-2825238-1	Shahab Ud Din	Pakistani	Business	B - 6, Al-Ahsan Apartment, Block - II, Gulshan Iqbal, Karachi.	





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Sr. #	Name and Surname (Present & Former) in full (in Block Letter)	Father's / Husband's Name in Full	Nationality with any former Nationality	Occupation	Residential Address (in Full)	Signature
11.	MR. AMIR ALLAHWALA C.N.I.C. # 42201-4765358-9	Iqbal Ahmad Allahwala	Pakistani	Business	6, Tipu Sultan Road, Karachi.	
12.	MR. M. ASLAM RIAZ C.N.I.C. # 42401-1843203-3	Fayyaz Khan	Pakistani	Business	E - 77, Ghazali Road, PECHS., Block - II, Karachi.	
13.	MUSHTAQ A. AFTAB C.N.I.C. # 42101-8030528-3	Haji Abdul Razzak	Pakistani	Business	46 - B, Block, Federal B - Area, Karachi.	
14.	ARSHAD AMIN AWAN C.N.I.C. # 42301-9409109-3	Muhammad Yousaf Awan	Pakistani	Business	64 - B, Khayabane Bahria, Phase - 7, Karachi.	
15.	SYED HADI ALI RIZVI C.N.I.C. # 42201-6153104-1	Syed Ali Akbar Rizvi	Pakistani	Business	81 - B, Ibrahim Rehmat Ullah Road, Karachi.	
16.	QAMAR UD DIN KHAN C.N.I.C. # 42201-0534660-3	M. Shamas Ud Khan	Pakistani	Business	E - 41 / I, Gulshan-e-Iqbal, Block - 7, Karachi.	

Dated this day of

Witness to the above signatures :

Syed Nabeel Hashmi
S/o Syed Quwat Ali Shah

Nationality : Pakistani

Full Address : House No. 598, Block - 3,
Sector C - I, Township,
LAHORE.

Signature

ARTICLES OF ASSOCIATION

PAKISTAN ASSOCIATION OF AUTOMOTIVE PARTS & ACCESSORIES MANUFACTURERS (Under Trade Organizations Rules, 2013)

DEFINITIONS:

In these Articles of Association, unless repugnant to the context or meaning thereof:

- (i) "ACT" means the Trade Organizations Act, 2013.
- (ii) "ARTICLES" means the Articles of Association of "PAKISTAN ASSOCIATION OF AUTOMOTIVE PARTS & ACCESSORIES MANUFACTURERS".
- (iii) "MEMORANDUM" means the Memorandum of "PAKISTAN ASSOCIATION OF AUTOMOTIVE PARTS & ACCESSORIES MANUFACTURERS".
- (iv) "ASSOCIATION" means "PAKISTAN ASSOCIATION OF AUTOMOTIVE PARTS & ACCESSORIES MANUFACTURERS".
- (v) "MEMBER" means a member of the Association.
- (vi) "ASSOCIATE MEMBER" means a member of Association which is not a body corporate or a multinational or a sales-tax registered manufacturing concern or a sales-tax registered business concern having annual turnover of not less than Rs 50 million;
- (vii) "CORPORATE MEMBER" means a member of Association which is either a body corporate or a multinational corporation with its head office or branch office in Pakistan or a sales-tax registered manufacturing concern or a sales-tax registered business concern having annual turn-over of not less than Rs 50 million;
- (viii) "PERSON" shall include a sole proprietor, firm, company, corporation or an association of persons or any other body of individuals, whether incorporated or not.
- (ix) "REGISTER" means the Register of Members of the Association, required to be kept in pursuance of provisions contained in the Companies Act, 2017.
- (x) "GENERAL BODY" means the members of the Association entitled to attend and vote at the General Meeting of the Association.
- (xi) "GENERAL MEETING" means a meeting of the General Body, whether Ordinary or Extra-Ordinary.
- (xii) "SPECIAL RESOLUTION" shall have the same meaning as defined in the Companies Act, 2017.
- (xiii) "OFFICE BEARERS" mean and includes the Chairman, Senior Vice Chairman and Vice Chairman.
- (xiv) "COMMITTEE" means the Executive Committee of the Association constituted under the Articles of Association.
- (xv) "HEAD OFFICE" means the Registered Office of the Association situated at Lahore.
- (xvi) "NORTHERN ZONE" means the province of Punjab, Khyber PakhtoonKhwa, Islamabad, Gilgit Baltistan and Federally Administered Tribal Areas;
- (xvii) "SOUTHERN ZONE" means the province of Sindh and Baluchistan.
- (xviii) "YEAR" means the year beginning from the first day of July and ending on 30th June.
- (xix) "SECRETARY GENERAL" means an individual who is a full time employee of the Association and in charge of the secretariat of the Association and responsible for day-to-day operations and administration of the Association.
- (xx) "PLAN OF ACTIVITIES" means a list of proposed activities, expected financial expenditures and outcome and intended goals for the trade organization as provided in Article 29;
- (xxi) Words importing singular number shall include plural number and vice versa, and words importing masculine gender shall include feminine gender and vice versa.
- (xxii) "Regulator" means the Regulator of Trade Organizations appointed by the Federal Government under Trade Organizations Act, 2013.
- (xxiii) "OEM" means an 'Original Equipment Manufacturer'.
- (xxiv) All other expressions defined in the Act shall have the meaning assigned to them in the Act

2. The Association is established for the purposes expressed in the Memorandum of Association.
3. The membership of the Association shall be for a period of one year, renewable on furnishing proof of filing of a return of income or statement Companies Act, 2017 for the latest preceding assessment year by the member, whether individual, firm or company.



* MEMBERSHIP

4. Any person, firm, company, corporation or any other body of individuals whether incorporated or not, having a place of business in Pakistan and in possession of a valid industrial license for manufacture of automotive parts and accessories; having first manufactured automotive parts or accessories and holding valid documents/purchase order from at least two OEMs and desirous of joining the Association, may be eligible for the membership of the Association.
5. A member shall be eligible to vote in the election of the Association after completion of two years of membership, to be reckoned from the date of approval of the membership.
6. Every member of the Association shall be bound by the Articles of the Association for the time being in force as well as the bylaws that may be framed from time to time in pursuance of the powers mentioned as under :-
7. A member of Association which is either a body corporate or a multinational corporation with its head office or branch office in Pakistan or a sales-tax registered manufacturing concern or a sales-tax registered business concern having annual turnover of 50 Million rupees or above shall be called "Corporate Member" and
8. A member of Association which is not a body corporate or a multinational or a sales-tax registered manufacturing concern or a sales-tax registered business concern having annual turn-over of not less than 50 Million rupees shall be called "Associate Member".
9. The admission fee and annual subscription fee for, both Corporate and Associate members of the Association shall be as determined by the Executive Committee from time to time. The current one-time admission fee and annual subscription charges are:
Admission fee one time Rs. 50,000/-
Annual Subscription for both classes Rs. 15,000/-
10. DUES OF THE ASSOCIATION SHALL BE PAID AS UNDER :-
 - (i) All dues are payable by the 31st of March every year for the current year.
 - (ii) If a membership is approved by/or on December 31, its renewal fee shall be due in the next calendar year.
 - (iii) If dues are paid after 31st March, the member will not be eligible for voting right, contesting elections or seconding or proposing any candidate contesting election in that year.
 - (iv) Rates for sales of publications, trade shows, exhibitions and any other legal means shall be decided by the Executive Committee from time to time.

APPLICATION FOR MEMBERSHIP

11. Any person desirous of becoming a member of the Association and willing to abide by the Memorandum and Articles of the Association and bye-laws, rules and regulations framed thereunder shall submit to the Secretary General an application in the form prescribed for this purpose by the Executive Committee, duly proposed by one member and seconded by another, together with the prescribed admission fee and annual subscription. The Executive Committee may accept or reject the same without assigning any reason.
12. In case of rejection of any application for enrolment as a member, no further application from the same applicant shall be entertained for a period of one year from the date of such rejection and the admission fee and subscription paid by the applicant shall be refunded. However, if any element of misrepresentation is found, the amount shall be not be refunded.
13. (a) Any member may resign from the Association by giving 30 days notice in writing to the Secretary General of the Association who will submit the same in the meeting of Executive Committee for approval and upon expiry of the period of notice shall cease to be member. The member who has resigned or whose name has been removed from the register due to non-payment of subscription or other dues of the Association or expelled from the Association shall remain liable to pay all dues to the Association up to the date of resignation, removal or expulsion from the Association.
(b) Any member who has resigned or whose name has been removed from the register or who has been expelled from the Association shall not be entitled to a refund of money paid to the Association.



14. A member shall be liable to be expelled from the membership or his membership of the Association suspended for any of the following reasons by a resolution of the Executive Committee passed in a meeting, specially convened for the purpose, by a two-third majority of the members present in person :-

- (a) Neglecting or refusing to abide by or carry out any decision of the Executive Committee.
 - (b) Indulging in any unethical business practice in the field of trade, commerce, and industry.
 - (c) Violation of the rules and regulations and bylaws of the Association.
 - (d) Non-payment of the dues of the Association.
- Provided that a member shall not be so expelled unless he has been given an opportunity of explaining his position in writing or in person.
- Provided further that the member so expelled shall have the right to appeal within one month from the date of expulsion, to the General Body and the decision of the General Body on such appeal shall be final.

15. A member shall cease to be a member of the Association for any of the following reasons:-

- a. If he resigns from the Association; or
- b. If he is expelled from the Association; or
- c. If he fails to pay annual subscription by the 31st March of each calendar year; or
- d. If he is found to be of unsound mind by any competent court; or
- e. If he is adjudged insolvent or bankrupt; or
- f. If he is convicted of an offence involving moral turpitude; or
- g. If there is change of status or alteration or change of business undertaken by the person/member with change of name or without change of name; or
- h. If he has been declared by the DGTO/ Federal Government to be disqualified to be a member of any trade organization.
- i. If he violates any provisions of the Trade Organizations Act and Trade Organizations Rules, 2013.

16. The name of the member who has resigned or has been expelled or has otherwise ceased to be a member shall be struck off the register.

RE-ENROLMENT OF MEMBERSHIP

17. A member whose name **has been** removed from the Register due to expulsion, resignation or non-payment of dues of the Association, shall be eligible for re-enrollment on payment of admission fee afresh and all arrears outstanding against him. Provided that a member expelled from the Association shall not be re-admitted before the expiry of one year from the date of expulsion. However, the Executive Committee has the right to announce any conditions regarding re-enrolment of defaulting members or can waive off the arrears.

RIGHTS AND PRIVILEGES OF MEMBERS

18. Every member of the association shall have the following rights and privileges subject to the restrictions contained in these articles generally, or by any bye-laws, rules and regulations, framed thereunder:-

- (a) To obtain a copy of the annual report and accounts.
- (b) To obtain all other publications of the Association either free of cost or at such reduced rates as the Executive Committee may decide from time to time.
- (c) To have the free use of library of the Association, if any.
- (d) To be present and discuss and vote at any General Meeting or to give opinion on any question referred to the General Body of members by circular or otherwise.
- (e) To nominate other qualified members for election or to contest election for the Executive Committee, office bearer or other Committee or sub Committee or to seek election to any office of the Association.



- (f) The member may be given access to all other information unless it is categorized as classified by the Executive Committee. For obtaining such classified information the member shall submit request in writing to the Executive Committee, with clear justification. The Executive Committee shall consider the request on merits and its decision shall be final.

REGISTER OF MEMBERS

19. (a) A register of members shall be maintained at the Registered Office of the Association in which shall be set forth the names and addresses of all the members, for the time being and in which shall be recorded all the changes in membership taking place from time to time. There shall also be an entry in the register indicating the nature of business being carried on by each member, and the name of the representative of the member authorized to participate in the meeting(s) of the Association.
- (b) Every member shall have the right to have the name of his / its representative changed from time to time, provided that no such change shall be effected from the date on which the final list of members and their representatives has been circulated for the purpose of elections of the Association till the date of holding of elections.

MANAGEMENT

20. The management of the Association will be composed as under :-

Chairman	01
Senior Vice Chairman	01
Vice Chairman	01
Members	13
Women Entrepreneurs	02
Total	18

- a. The Executive Committee of PAAPAM shall be elected by the General Body from among its members, subject to the following namely:-
- There shall be a minimum of ten and maximum of thirty seats of Executive Committee. The present Executive Committee of the PAAPAM shall comprise of 18 members, inclusive of two women entrepreneurs.
 - The members of Executive Committee shall be from the Corporate and Associate classes of membership; provided that the present membership of the association does not contain any member falling within the category of 'Associate Member'. In case of existence of both classes, their representative capacity for Executive Committee and frequency of rotation as office bearers shall be based on pro-rata basis. Non-Classification of memberships, owing to nonexistence of a particular class, will not be a ground of challenge to the elections or functioning of the Executive Committee.
 - Subject to clause 21 a.(ii) above, the electorate college for each class of members of Executive Committee shall be the members of General Body from the respective class. No class-cross voting shall be allowed.



- b) There shall be two seats on Executive Committee reserved for women entrepreneurs for which the Electoral College shall be the Executive Committee.

If any seat reserved for any of the stipulated categories remains vacant, it shall not be filled with members from other category.

Any seats remaining vacant in any category shall not be counted towards determination of quorum.

- d) In case, the General Body comprises of at least fifty percent members from the Associate Class, there shall be rotation of office of Chairman, SVP and VP and, as the case may be, between the Associate and Corporate Members.

Provided that In case of non-equality of number of members of corporate and associate classes of membership, the rotation shall be proportionate.

- e) The Chairman, Senior Chairman and Vice Chairman shall not be from the same zone/province, and class of members.

Provided that where there is more than one Vice-Chairman, at least one shall be from the class of members other than that of the Chairman.

- f) The tenure of all elected office bearers shall be one year.

- g) The tenure of members of Executive Committee shall be two years subject to the condition that fifty percent members of Executive Committee shall retire every year;

- h) On completion of the term, office bearers and members of the executive committee shall not be eligible to contest election or co-option in any representative capacity in the trade organization for the next year.

Provided that this Sub-Clause (i), shall not apply to the office bearers and members of the Executive Committee elected under the repealed Ordinance.

- i) The business of the Association shall be managed by an Executive Committee, comprising of Chairman, Senior Vice Chairman, one Vice Chairman and (15) other members, including two women entrepreneurs to be elected every year between the 1st July and 30th September of the respective year by the General Body as prescribed herein.

The Members will be elected from the following Zones:

-Northern Zone will include Punjab, Islamabad, GBT, Federal territories and KPK

- Southern Zone will include Sindh and Baluchistan.

For the purpose of the elections of the Executive Committee of the Association, the following procedures shall be followed:-

- (i) The elections shall be held every year subject to the provisions contained in Rule 18 of the Trade Organizations Rules, 2013 and as prescribed herein.
- (ii) For the purpose of the first elections nominations shall be called for all the sixteen seats of the Executive Committee, excluding two reserved seats for women entrepreneurs.
- (iii) After the completion of the election process and the announcement of provisional results the Executive Committee shall proceed to elect the Chairman, Senior Vice Chairman and Vice Chairman from it.



- (iv) The next elections for the (8) seats falling vacant after expiry of one year shall be held as per schedule for the tenure prescribed herein and no draw shall take place.
- (v) The remaining eight Executive Committee members shall complete the prescribed tenure.
- (vi) If any seat(s) gets vacant, due to the death, resignation, or expulsion of any Executive Committee's member, after the elections, the Executive Committee shall have the right to coopt any person for the remaining period, instead of holding mid-term election(s), by passing a resolution with a simple majority of the members present in the meeting.

Provided that the Executive Committee shall not exercise its powers incorporated in Article 21 if the Association has already announced the annual elections.

ELECTIONS

I. ELECTION OF EXECUTIVE COMMITTEE

21. Subject to the provisions of section 11 of the Act and Rule 18 of the Rules, the elections shall be held on annual basis as per procedure laid down in the respective Articles of Association subject to the following:-
- The election shall be conducted according to the procedure laid down herein between the first day of July and the 30th day of September of each year subject to the following, wherever applicable.
 - The procedure and timelines for elections as contained in Rule 18 shall apply mutatis mutandis to the provisions herein.
 - Within two days of its approval by the Executive Committee, the election schedule shall be :
 - Displayed at the notice board of the head office and regional offices of the trade organization ;
 - Displayed at the website of the trade organization ;
 - and submitted to the Regulator of Trade Organizations.
 - The elections for the Executive Committee shall be held by secret ballot; whereas the elections of the office bearers shall be held by showing of hands; and their final results shall be officially announced at the General Meeting of the Association called for this purpose within fifteen days of the date of polling but before or on 30th day of September.
 - Postal ballot and proxy votes shall not be allowed.

II. ELECTION OF CHAIRMAN, SENIOR VICE CHAIRMAN & VICE CHAIRMAN

The Executive Committee shall elect the Chairman, Senior Vice Chairman and Vice Chairman from the elected members of the committee.

III. ELIGIBILITY TO VOTE

- (a) A member shall be eligible to vote in election of the Association after completion of two years of membership provided the member fulfills the conditions stipulated for the renewal of membership and the change of class of membership, if any, and has been notified by the Secretary General with the approval of Executive Committee as the case may be, at least three months prior to the announcement of election schedule.



- (b) Every member eligible to vote shall deposit with the Secretary General, the specimen signature card alongwith his/her photograph indicating his/her status in the firm, company or concern. The right to vote shall be allowed only to the Proprietor, Partner or Director of the member firm or company, or a person not below the rank of General Manager authorized by the Board of Directors of a public limited company or a multi-national company, as the case may be.



The Proprietor, Partner or Director of the member firm or company, concern or a person not below the rank of General Manager authorized by the Board of Directors or public limited company or a multi-national company shall be entitled to cast his/her vote at the time of election only if his or her name has already been registered with the Secretary General and his name appears on the list of voters. However, in the case of associated bodies, associations of persons, a society or a trust etc. the member may be represented by an authorized person who is a member of its governing body.

IV. APPOINTMENT OF ELECTION COMMISSION

Simultaneously with the approval of the election schedule as provided in Rule 16, the Executive Committee of the trade organization shall appoint an Election Commission subject to the following conditions, namely ;

- a: The Commission comprises of three members ;
- b: The members so appointed have submitted their consent in writing to their appointment as such ;
- c: The members of the Commission, so appointed, have not held any office in the Association for the preceding two years;
- d: The member of the Commission shall not be entitled to become a candidate in the election, which he is conducting ;
- e: The members of the Commission shall be independent, impartial and non-partisan ; and
- f: The members of Election Commission shall not canvass for any of the candidates or panels contesting the elections, they are conducting.
- g: The Election Commission may ask the Secretary General for resources, to ensure the smooth working of election process without interfering in day to day affairs of the Association. The role of the Election Commission shall only be to the extent of ensuring free, fair and transparent elections as per TORs framed by the Executive Committee.

V. FUNCTIONS OF ELECTION COMMISSION

The Election Commission shall be in charge of all the arrangements connected with the conduct of elections including but not limited to the following:-

- a. Appointment of polling staff;
- b. Ensuring display of the tentative voters' list by the Secretary General for the purpose of inviting objections as provided in Sub-Rule (4) of Rule 18 of Trade Organizations Rules, 2013;
- c. Examination and decision on the objections received on the voters' list as provided in Sub-Rule (5) of Rule 18 of Trade Organizations Rules, 2013;
- d. Supervision of polling process and ensuring that the polling has been conducted in an orderly, peaceful, transparent and fair manner in accordance with the provisions of the Memorandum and Articles of Association and instructions of the Federal Government or the Regulator of Trade Organizations in this regard ; and
- e. Counting of votes and announcement of results.



VI. ELECTION PROCEDURE:

a. The elections shall be held in the following manner:-

- i. Tentative voters' list to be displayed by the Secretary General within 7 days of the announcement of Election Schedule for the purpose of inviting objections as provided in Sub-Rules (3) and (4) of Rule 18 of Trade Organizations Rules, 2013;
 - ii. Examination and decisions on the objections received on the voter's list as provided in Sub-Rule (5) of Rule 18 of the Trade Organizations Rules, 2013;
 - iii. Any person aggrieved by the decision of the Secretary General may, within three days of receipt of the decision, make representation to the Election Commission which shall decide the representation within three days.
 - iv. Any person, aggrieved by the decision of the Election Commission or in case the Election Commission fails to decide the representation within the period provided in sub-rule (6), may, within three days of decision by the Election Commission or, as the case may be, on expiry of limitation of the Election Commission under sub-rule (6), make an appeal to the Regulator, who shall decide the appeal within ten days and his decision in this regard shall be final.
 - v. Within two days of the decision by the Regulator the final voters list shall be displayed in accordance with sub rule 8.
 - vi. Within four days of display of the final voters list, any person who is eligible to contest elections for the vacant post, shall send his nomination, duly proposed and seconded by a duly registered voter and signed by a candidate, to the secretary general.
 - vii. Within twenty four hours of receipt of nomination papers the final list of voters shall be provided to each contesting candidate.
 - viii. The nominations papers shall be scrutinized by the Election Commission and list of candidates shall be displayed within twenty four hours of issuance of list of candidates, which shall be decided by the Election Commission within two days.
 - ix. Any candidate aggrieved from the decision of the Election Commission or in case Election Commission fails to decide within the stipulated time may file an appeal to the Regulator in accordance with sub rule 13.
 - x. The final list of candidates shall be displayed as per sub rule 14.
 - xi. Within five days of display of final list of candidates, the polling for election of members of executive committee shall be held.
 - xii. Within two days of the polling as provided in sub rule 15 any person elected as member of executive committee, shall send, to the election commission for election as an office bearer, his nomination duly proposed and seconded by an elected executive committee's member and signed by the candidate.
 - xiii. The nomination papers shall be scrutinized by the Election Commission and list of candidates shall be displayed within 24 hours of the last date of receipt of nomination papers.
 - xiv. Within 2 days of display of final list of candidates, the polling for election of office bearers shall be held.
 - xv. The final results of the election of members of Executive Committee and office bearers shall be officially announced at the Annual General Meeting of the trade organization called for this purpose within fifteen days of the date of polling under the, preceding clause but not later than the 30th of September of the year.
- b. The election of the members of Executive Committee and office bearers shall be held by secret ballot, and neither postal ballot or proxy shall be allowed; and
- c. The polling shall be held simultaneously at the head office, regional offices, or where the number of voters exceeds fifty, at the branch offices of the trade organization:
- Provided that where space is insufficient and it is not possible to establish polling booths, the polling shall be held in a public place such as a community hall or hotel, as decided by EC and notified by the Secretary General.
- e. The final election results announced in the Annual General Meeting shall be :



- a) Displayed at the notice board of the head office and regional offices of the trade organization within two days;
- b) Displayed at the website of the Association within two days; and
- c) Submitted to the Regulator of Trade Organizations within 7 days.

V. BALLOT PAPERS

- (a) The ballot papers shall have duly numbered counterfoils and the voters shall sign or affix thumb impression thereon in the presence of polling officer and polling agent of the candidates before the issuance of ballot papers to him/her.
- (b) It shall be the duty of the polling officer to see the original identity card issued by the Association or national identity card or passport or any other mode of identification of the voter and write the number thereof on the counterfoil.
- (c) After comparing the signatures and photographs with the specimen signature cards, the polling officer shall hand over the ballot paper to the voter.
- (d) The ballot paper shall be signed by the Secretary General or an officer of the Association duly authorized by the Secretary General on his behalf and shall also be signed by the polling officer at the time when it is issued.
- (e) The voter shall affix a stamp on ballot paper and any other sign or thumb impression shall lead to the rejection of vote.
- (f) Duplication or overlapping stamps shall also lead to rejection of vote.
- (g) The voter shall not be allowed to leave the booth after the ballot paper has been handed over to him / her until and unless he / she has inserted his / her ballot paper in the box placed before the presiding officer / polling officer and polling agents of the candidates.
- (h) Adequate arrangements shall be made to maintain the secrecy of the polls.
- (i) Proper account shall be maintained by a designated officer by the election commission in respect of ballot papers including used, unused, tendered, challenged or stray ballot papers.
- (j) The challenged votes shall be kept in a separate sealed envelope duly signed and sealed by the polling officer.
- (k) The returning officer shall decide about the challenged votes after verifications of necessary information from the member firm, company or concern before the official announcement of the results.

VI. CONDUCT OF POLLING

- (a) The polling can be held simultaneously at the Head Office of the Association, its Zonal Office or at the Branch Offices or as convenient for the members.
Provided further that the Executive Committee may decide on a place at its discretion.
- (b) The Election Commission appointed by the Executive Committee shall be incharge of all arrangements connected with such election, including counting of votes and announcement of results.

IX. COUNTING OF VOTES

Counting of votes shall take place immediately after the polling hours under the supervision of Election Commission in the presence of polling agents of the candidates, if any, at the designated sites.

X. PROVISIONAL RESULTS

Provisional results may be declared by the Election Commission, immediately after the counting of votes is completed at both zones or any other place designated for polling.

XI. INSPECTION OF RECORD OF ELECTION

The record of election shall be open to inspection upon an application made in this behalf within seven days of the date of polling and approved by the Regulator of Trade Organizations.



XII. EQUALITY OF VOTES

In the event of equality of votes between two or more candidates the result shall be decided on the basis of draw conducted by the Election Commission or by its duly constituted/nominated designated person in the presence of candidates or their authorized representatives / polling agents of such candidates and a record of the result thereof shall be made.

XIII. ANNOUNCEMENT OF ELECTION RESULTS

The final result of the election of members of Executive Committee and Office Bearers shall be officially announced at Annual General Meeting of the Association called for this purpose within fifteen days of the date of polling but in no case later than 30th day of September.

XIV. FILING OF RETURNS

Accounting year of the Association will be closed on 30th June each year and its financial statements duly audited by a Chartered Accountant alongwith a list of members as on the 30th September shall be furnished by the Association to the Regulator of Trade Organizations on or before the 31st day of December every year.

22. The office-bearers in terms of these Articles shall be elected within a period of two months from the date of incorporation of the Association. Meanwhile the work of Association shall be carried on by Adhoc Committee, which shall be composed of subscribers to the Memorandum and Articles of Association, whose number shall not exceed sixteen. The Adhoc Committee so constituted shall be regarded as the Executive Committee of the Association for all matters and purposes.

POWERS AND FUNCTIONS OF THE EXECUTIVE COMMITTEE

23. The Executive Committee shall have the following powers and functions:-

- (i) To carry out the aims and objects of the Association and conduct the affairs of the Association in accordance with the Trade Organizations Act and Rules.
- (ii) To make such arrangements as are considered necessary for the election of new Executive Committee, its Chairman, Senior Vice Chairman and Vice-Chairman.
- (iii) To continue and manage the affairs of the Association until the next properly constituted Executive Committee takes over in accordance with the provisions of these Articles.
- (iv) To look after and manage all property, moveable and immovable, held by the Association.
- (v) To appoint Standing Committees or sub-committees for any purpose and frame such rules and regulations or bylaws in this regard as may be deemed fit.
- (vi) To delegate any of its powers to any standing committee or sub-committee.
- (vii) To appoint, suspend, terminate and/or give show cause notice to the Secretary General and other staff considered necessary for the efficient functioning of the Association and frame regulations or bye-laws regarding their terms and conditions of service.
- (viii) To keep or cause to be kept by any one or more persons appointed by it, proper books of accounts in which shall be entered true and complete accounts of the monetary affairs and transactions of the Association.
- (ix) To meet working expenses for the establishment, management, and salaries of staff of the Association.



- (x) To frame and put into effect rules, regulations and bylaws for the office administration, elections, trade practices, arbitration and to rescind and or to alter such rules, regulations or bylaws.
- (xi) To secure for the Association membership of the Federation of Pakistan Chamber of Commerce and Industry.
- To present the opinion of the Association on any matters relating to the objects of the Association and interests of its members.
- (xiii) To convene Ordinary or Extra-Ordinary General Meetings of the Association.
- (xiv) To nominate members to represent the Association on non-political public bodies.
- (xv) To raise funds by collecting subscriptions and donations from the members or other sources from time to time for meeting any emergent needs of the Association.
- (xvi) To defray expenses, subject to availability of funds, for delegates selected and deputed by the Association to represent it at Conferences in Pakistan or abroad with the prior approval of the Federal Government in case of Conference abroad.
- (xvii) To expel or suspend any member from the Association or re-admit such expelled member subject to conditions laid down in these Articles, either on its own initiative or on the written request of any member of the Executive Committee.
- (xviii) To commence, institute, prosecute and defend all such actions and / or suit on behalf of the Association as may be deemed necessary or expedient and to compromise or submit to arbitration any section, suit, dispute or difference.
- (xix) To inquire and look into the affairs of any Zonal Office, and frame bye-laws for their functioning. If it is reported by not less than one-third members of the Executive Committee that the Zonal Office has not been functioning properly, to take such actions as may be decided upon by the Association at a General Meeting, which shall be convened specially for the purpose or as decided in a special meeting of the Executive Committee called for this purpose.
- (xx) To adopt and take such measures not inconsistent with the Memorandum of Association or these Articles, as may from time to time be considered necessary for the achievement of the aims and objects of the Association.

MEETINGS OF THE EXECUTIVE COMMITTEE

24. The Executive Committee shall meet from time to time at such place or places as may be considered necessary and may make such rules and regulations and bye-laws not inconsistent with the provisions of these articles, as it may think proper as to the summoning and holding of meetings for transaction of business at such meetings.
25. One third of the members shall form the quorum. If within thirty minutes of the scheduled time of the meeting, the requisite quorum is not formed, the meeting shall stand adjourned and no quorum shall be necessary for the transaction of business/agenda at any adjourned meeting however no other business shall be transacted at an adjourned meeting from which the adjournment took place.
26. All proposals placed before the Executive Committee shall be decided by a simple majority vote, except as otherwise provided in these Articles.
27. The Executive Committee shall cause the proceedings of every meeting duly recorded in the minutes book kept for the purpose.



28. The Chairman and in his absence Senior Vice Chairman or Vice-Chairman shall preside at the meetings, provided that in the absence of both of them, the office-bearers present, may elect any person from amongst themselves to preside.

29. In the event of equality of votes, the Chairman or whosoever may be presiding over the Meeting of the Executive Committee shall have a casting vote.

30. No resolution duly passed at the Meeting of the Executive Committee shall be rescinded, altered or otherwise amended at a subsequent meeting of the Executive Committee held within two months of the date on which such resolution was passed, unless two-third of the total number of the office-bearers of the Committee vote for a change and the agenda containing the proposal has been duly circulated.

GENERAL MEETINGS

31. A General Meeting shall be held within 18 months from the date of the incorporation of the Association and thereafter once at least in every year (not being more than 15 months after the holding of the last preceding General Meeting). Such General Meetings shall be called 'Annual General Meetings' and other General Meetings shall be called 'Extra-Ordinary General Meetings'.

32. The Executive Committee may, whenever it thinks fit, or on a requisition made in writing by one third of the total members of General Body, can call an Extra-Ordinary General Meeting.

33. Any requisition made by the members shall state the objective of the meeting proposed to be called and shall be signed by the requisitionists and deposited with the Secretary General of the Association.

34. On receipt of any such requisition the Executive Committee shall forthwith proceed to call an Extra Ordinary General Meeting. If it does not proceed to call a meeting within 15 days from the date of requisition, the requisitionists may themselves call a meeting. Provided further that no requisition of Extra-Ordinary General Meeting may be made three months prior to the holding of elections, during the election period or prior to a proposed Annual General Meeting.

35. At least 21-days notice before the General Meeting, specifying the place, the day, time and agenda of the meeting shall be disseminated to the members and put on the notice board of the Association. Non-receipt of such notice by any member shall not invalidate the proceedings of any General Meeting. A notice of the meeting will either be delivered by person or may be sent under certificate of posting through mail or courier. The notices may also be sent through electronic mails on the addresses given by the members.

36. No business shall be transacted at any General Meeting unless a quorum of members is present at the commencement of the business. In order to constitute a quorum there should be at least 20% members present.

37. If within 30 minutes from the time appointed for the meeting, the quorum of members is not present, the meeting if called on the requisition of the members shall be dissolved and in any other case, it shall stand adjourned and at such adjourned meeting, no quorum shall be necessary but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

38. Every question submitted to a meeting shall unless unanimously decided, be decided in the first instance by a show of hands. In case of any equality of votes, the Chairman shall have a casting vote.

39. At the Annual General Meeting, the following business shall be transacted:-



(a) To receive and adopt the Annual Report of the Association's Executive Committee, standing committee (s) and sub-Committee (s).

(b) To receive and pass the duly audited accounts of the Association.

(c) To appoint auditors for the year and fixation of their remuneration.

To appoint legal advisor of the association.

(e) To transact such other business of which notice may have been received 4 clear days before the date fixed for the Annual General Meeting and / or such other business as may be placed before the meeting, with the permission of the Chair.

POWERS AND RESPONSIBILITIES OF OFFICE BEARERS

40. The following shall be powers and responsibilities of the Chairman, Senior Vice Chairman and Vice Chairman:-

(a) **CHAIRMAN:**

(i) He shall be the Chief Executive of the Association and whenever possible shall preside over the Meetings of the General Body of the Association and meetings of the Executive Committee, and lead deputations and delegations on matters with which the Association is concerned.

(ii) He shall have the power to sanction in connection with the affairs of the Association any amount not exceeding Three Hundred Thousand rupees (Rs.300,000) at a time, prior to consultation with or assent of the Executive Committee, and the amount so sanctioned shall be paid from the funds of the Association. The consent of the Executive Committee can be obtained at its next meeting after the expenditure has been sanctioned or incurred.

(b) **SENIOR VICE CHAIRMAN**

In the absence of the Chairman, the Senior Vice Chairman shall perform all the functions of the Chairman.

(c) **VICE CHAIRMAN:**

In the absence of the Chairman and Senior Vice Chairman, the Vice Chairman shall perform all the functions of the Chairman.

SECRETARY GENERAL

41. The Secretary General will be responsible for the overall administration of the Association; however, he shall be subject to the supervision, control and orders of the Executive Committee through the Chairman.

The Secretary General shall be the in-charge of the secretariat and custodian of the Association and perform the following duties:

(i) To carry on and hold charge of all correspondence on behalf of the Association.

(ii) To hold charge of all papers and documents, furniture and all properties, moveable and immovable, belonging to Association.

(iii) To issue and give notices of all General Meetings and other meetings of the Executive Committee and sub-Committees, if any.

(iv) To keep and maintain accurate minutes of all meetings of the Association, the Executive Committee, Standing Committees and sub-Committees and to get them signed by the person who presided over such meetings.



(v) To circulate amongst the office-bearers the minutes of the meeting and proceedings of the Executive Committee, Standing Committees and sub-Committees and circulate amongst the members of the Association the Annual Reports notices and other information intended for circulation.

(vi) To notify all members of the Association regarding the resignation, expulsion or cessation of membership of any person, firm or company.

(vii) To collect the dues of the Association and grant receipts thereof.

(viii) To keep and maintain or cause to be kept and maintain accurate accounts of the Association and all funds connected with or in any way controlled by it.

(ix) To ensure all payments on behalf of the Association in conformity with the decisions of the Executive Committee.

(x) To countersign all cheques issued on behalf of the association, which shall be signed by the Chairman, Senior Vice Chairman or Vice-Chairman duly authorized by the Executive Committee.

(xi) To incur incidental expenses of any item not exceeding twenty five thousand rupees subject to such rules, regulations and bylaws as may be framed by the Executive Committee from time to time.

(xii) To represent the Association for all purpose whenever action arises before any forum, department, and Courts of Law in respect of any suit or proceedings instituted by or against the Association, but he shall not be competent to compromise any suit or proceeding without sanction of the Executive Committee.

(xiii) To delegate with the approval of the Executive Committee all or any of his functions to any members of the staff of the Association.

(xiv) To maintain administrative and disciplinary control over the entire staff of the Association, including a show cause notice to any of his employees in accordance with the rules and regulations and bylaws framed in this behalf by the Executive Committee.

(xv) To do and perform all acts and deeds he may expressly be required to do by the Chairman or the Executive Committee and generally all such acts and deeds as are incidental to his office.

FUNDS

42. The funds of the Association shall be kept in an approved Bank. Such part thereof as shall be required for current expenses may be kept in the Bank and surplus funds may be invested in securities or any investment account at a scheduled bank, subject to the direction of the Executive Committee. The transactions shall be carried out by cheques.

43. All monies on account of daily collection and other subscriptions realized by the Association shall be deposited in a bank account of the Association. Withdrawal shall be made by means of cheques under the joint signatures of the Secretary General and Chairman, Senior Vice Chairman or Vice Chairman, duly authorized, or any member of executive committee, duly authorized by the Executive Committee in this behalf.

ACCOUNTS

44. The accounts shall be kept of the sums of monies received and expended by the Association and the manner in respect of which such receipts and expenditure take place and the property, credits and liabilities of the Association. Subject to any reasonable restrictions as the time and manner of inspecting the same that may be imposed in accordance with the decision of the Executive Committee for the time being in force, the accounts shall be open to the inspection of the members.



45. Once at least in every year, the accounts of the association shall be examined and correctness of the balance sheet ascertained and audited by one or more properly qualified external auditor or auditors.

REPORTING REQUIREMENTS

46. A trade organizations shall annually submit by 31st December under Rule 22 of Trade Organizations Rules 2013 to the Regulator of Trade Organizations;

Annual financial statements as approved by the Executive Committee and audited by the auditors;

- b) Plan of activities for the next year as provided in Rule 25; and
c) A soft and hard copy of list of members as on November 30, in the format at Annex-I of Schedule B of Trade Organizations Rules 2013.

PLAN OF ACTIVITIES AND PERFORMANCE REVIEW

47. Every trade organization shall prepare a three-year plan of activities which shall be approved by the Executive Committee following distribution amongst its members and cover amongst other matters, the proposed future activities, finances and outcomes of such activities intended by the trade organization during the said three-year period. The Association shall internally conduct an annual performance review and have such performance review audited by external auditors and submitted before the Executive Committee based upon an inspection of all records of the trade organization to include but not be limited to minutes of meetings and the trade organization's plan of activities.

AUDIT

48. The accounts of the Association shall be closed on the thirtieth day of June every year and shall be audited at least once in every year by duly registered auditor or auditors appointed for the purpose.

COMMON SEAL

49. Executive Committee shall provide a Common Seal for the Association. The seal shall be deposited with the Secretary and shall never be affixed to any documents, except with the prior written authority of the Executive Committee, such documents which are signed by the Chairman, Senior Vice Chairman or Vice Chairman shall be countersigned by the Secretary General. Provided that any instrument bearing the seal of the Association and issued for valuable consideration shall nevertheless be binding on the Association notwithstanding any irregularity touching the authority of the Executive Committee to issue the same.

INDEMNITY

50. (a) Every office-bearer, Secretary General and other officer or servant of the Association shall be indemnified by the Association against any action or claim arising from any act or omission in furtherance of the acts, duties or omissions carried out in the course of acts done in good faith for and on behalf of the association and it shall be the duty of the Executive Committee, out of the funds of the Association to pay all costs, losses, penalties and expenses which any such office-bearers, secretary, officer or servant may incur or become liable to by reasons of any contract entered into or act or deed done or omitted to be done by him as officer-bearers, Secretary, Officer or servants acting in good faith and the amount of which such indemnity is provided shall immediately attach as lien on the property of the Association and have priority as between the members of the association over all other claims.

(b) No office bearer, Secretary, other officer or servant of the Association shall be liable for the acts, receipts, neglects or default of any other office-bearer, officer or office servant or for joining in any receipt of other act or for any loss or expenses occurring to the Association through the insufficiency or deficiency of title to any property acquired by order of the Executive Committee for or on behalf of the Association or for the insufficiency or depreciation or any security in or upon which any of the moneys of the Association shall be invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person with whom any money, securities or effects shall be deposited or for loss sanctioned by an error of judgment, omission, default or oversight on his part or any other loss, damage or misfortune which occurred through his own dishonesty.



51. COPIES OF MEMORANDUM AND ARTICLES

The Memorandum of Association and these Articles shall be kept with the records of the Association, printed copies of the same shall be supplied to all members on application free of charge. No alteration or addition or deletion shall be made therein or thereto, save and except by a majority of fourteenth of the members of the General Body present at the Annual General Meeting convened by notice issued at least twenty-one days before the holding of said meeting and in which all the terms of the proposed alterations shall have be clearly set-forth.

52. AMENDMENTS

- a) Amendments to these Articles of Association shall be subject to the prior approval of the SECP and DGTO, and shall also be made whenever required by the Government in public interest.
- b) The Association shall be wound up voluntarily whenever a special resolution is passed requiring the Association to be wound up and should there remain, after satisfaction of all its debts and liabilities any surplus property whatsoever, the same shall not be paid or distributed amongst the members of the Association, but shall be given or transferred to some other institution or institutions having objects which are similar to the objects of the Association, to be decided at an Extra Ordinary General Meeting of the Association convened for this purpose.
- c) Notwithstanding anything laid down in clause (a) above, the provisions of the Companies Act, 2017 and Trade Organizations Rules, 2013 as amended from time to time, regarding the winding up or dissolution of the Association/Trade Organization registered under the Act, shall apply to the winding up or dissolution of the Association.

53. DISPUTES OR INTERPRETATION OF ARTICLES

Any disputes or differences of opinion in regard to interpretation or scope of application of these Articles of Association, which cannot be resolved by the Association itself, shall be referred to the Regulator of Trade Organizations appointed under the Trade Organizations Act, 2013 and the ruling given by the Regulator shall be binding on the Association, its office-bearers and members.

54. GENERAL

- a) It will be obligatory upon the members of the Executive Committee to attend every meeting of the Executive Committee. In the case a member fails to attend three consecutive meetings of the committee he shall cease to be a member of the Committee. The same formula shall apply to other standing committees. The Committee will and shall have the power to sanction leave to any member on reasonable grounds.
- b) Executive Committee shall have the power, to fill in a vacant seat in the Executive Committee by simple majority.

