

**MEMORANDUM OF ASSOCIATION
&
RULES AND REGULATIONS**

MEMORANDUM OF ASSOCIATION
OF
THE FMS FORUM

ARTICLE 1 – NAME

The name of the Society shall be “The FMS Forum”.

ARTICLE II – REGISTERED OFFICE

The office of the FMS Forum shall be situated in the Union Territory of Delhi and at present is at the following address:

B-6/25/1, Safdarjung Development Area, Delhi – 110 029

ARTICLE III – OBJECTIVES

The Objectives of this Society shall be:

1. To leverage the FMS Alumni Network to reinforce Brand FMS.
2. To foster intellectual contact between FMS and Alumni. To facilitate and assist through the same in adding value to the present FMS Academic Agenda, through activities including Expert Lectures, Case Development, Skill Development, support to the faculty etc., by drawing on the past experience and contacts of the Alumni fraternity.
3. To bring together the Alumni of FMS for intellectual activities and exchanges and thereby promote the diffusion of knowledge in Management Thought and Practice.
4. To mobilize funds for the Corpus through Membership and Sponsorships to support the Forum's activities.

All the income, earnings, movable, immovable properties of the Society shall be solely utilized and applied towards the promotion of its aims and objectives only as set forth in the Memorandum of Association and no profit on thereof shall be paid or transferred directly or indirectly by way of dividends, bonus profits, or in any manner whatsoever to the present or past Members of the society or to any person claiming through any one or more of the present or past members. No member of the Society shall have any personal claim on any movable

or immovable properties of the society or make any profit, whatsoever, by virtue of the membership.

ARTICLE IV – EXECUTIVE COMMITTEE

The names, addresses, occupations and designations of the present members of the Executive Committee to whom the management of the Society is entrusted as required under section 2 of the Society Registration Act, 1860 as applicable to the Union Territory of Delhi are as follows:

S.No.	Full Name	Address	Designation in the Society
1	Mr. Sunder Hemrajani	D-288, 2 nd Floor, Defence Colony, New Delhi	President
2.	Mr. Rajesh Sud	E-801, Central Park 1, Golf Course Road, Sector – 42, Gurgaon, Haryana 122009	Vice-President
3	Mr. Aseem Gulati	Flat 670, DDA Flats, Sector -22, Dwarka, New Delhi	Secretary

ARTICLE V

We, the undersigned are desirous of forming a Society namely, THE FMS FORUM under Societies Registration Act, 1860 as applicable to the Union territory of Delhi in pursuance of this Memorandum of Association of the Society.

S.No.	Name & Address	Occupation	Designation in the Association	Signatures
1	Mr. Ashwani Windlass N-53, Panchshila Park New Delhi 110 017	Business	Member	
2	Mr. Rajesh Sud E-801, Central Park 1, Golf Course Road, Sector 42, Gurgaon Haryana 122009	Service	Vice-President	

3	Mr. Kamal Oberoi J-13, First Floor, Saket New Delhi – 110017	Service	Treasurer	
4	Mr. Sudhir Nayar D-7/2, Vasant Vihar New Delhi – 110057	Retired Corporate Executive	Member	
5	Ms. Vibha Paul Rishi 812, The Aralias DLF Golf Links DLF City, Phase – V Gurgaon 122002 Haryana	Service	Member	
6	Mr. Sunder Hemrajani D-288, 2 nd Floor, Defence Colony, New Delhi 110024	Service	President	
7	Mr. Aseem Gulati Flat 670, DDA Flats Sector – 22, Dwarka New Delhi	Service	Secretary	

**RULES AND REGULATIONS
OF
THE FMS FORUM**

ARTICLE 1 – NAME

The name of the Society shall be the The FMS Forum.

ARTICLE II – MEMBERSHIP

Section 1 – Eligibility:

Any individual who has been connected with any department of FMS as a student, instructor or visiting scholar or who has been associated with or participated in any educational programme at FMS is eligible for membership.

Section 2 – Classification:

1. Founding Members are those who were present at the meeting on May 25th, 2013, June 29th, 2013 in which this Constitution was discussed and other whose names appear in Article V.
2. Life Members: Alumni who have already paid Rs.50,000/- to 'The FMS Forum' or such eligible individuals who pay the life membership fee determined from time to time by the General Body of the Forum.
3. Executive Committee reserves the right to revise the fee structure and membership tenure in all categories of membership.

4. Associate Members: Alumni who have paid Rs.15,000 will be eligible for membership for a period of 5 years.
5. Member: Membership shall be held by those alumni who pay membership subscription as stated in Article III of these Rules and Regulations.
6. Honorary Members: The Executive Committee shall confer the title of Honorary Member to an alumnus or person worthy of this distinction, as they deem fit, in recognition of their outstanding service to the FMS/FMS Forum.
7. Student Members: Full time management students will be eligible to be members at a fee of Rs.500/- per annum during the period of study at the Institute. PhD/Executive Education MBA students would pay a one-time fee of Rs.2000/- for 2 year membership.
8. Patrons: The Dean in office would assume the position of Patron of the Society. The Executive Committee, however shall have the power to confer the title of patron to any person of exceptional and high distinction, provided there is unanimous agreement by the Executive Committee. A Patron shall be a non-voting member of the Forum for life.
9. Special Invitees: The Executive Council reserves the right to extend its invitation to any individual or group of individuals to attend the entire Executive Committee meeting or part of it. Such Special Invitees will not enjoy any voting rights.

Section 3 – Application:

An applicant for membership shall:

1. Fill in the relevant application form;
2. Deliver the application from to the Secretary at the notified address.

Role of the Executive Committee on Applications:

The Executive Committee will be the sole body with the right to either select or reject any application without assigning any reason for either choices.

Section 4 – Termination of Membership:

The Executive Committee has the authority to terminate membership of any member, who

- i. Is deemed in the opinion of the Executive Committee to have acted against the objectives and interests of the Forum.
- ii. Indulges or participates in the name of The FMS Forum in any activity, or uses The FMS Forum, its activities, meetings, memberships lists etc., in furtherance of any activity which may be construed as/or under the following situations: -
 - a) Unlawful,
 - b) Political in nature,
 - c) For personal gain,
 - d) Has not paid his or her dues as per Article III
 - e) Becomes personally liable or subject to any criminal act under the court of law
- iii. The decision to terminate the membership can be taken by 3/4th majority amongst the members present.

Section 5 – Notices:

Any notice posted Under Certificate of Posting to be recorded address of members shall be considered duly delivered. Similarly, any notice hand delivered for which a signature has been obtained will be considered duly delivered. Members must inform the secretary in writing of any change of address. Notices sent on email will be also considered as valid.

Section 6 – Voting Rights:

1. All members, other than Patron(s), shall have voting power and shall, therefore be eligible to stand for membership of the Executive Committee.
2. Patron(s) shall have no voting power, and shall not be eligible for membership of the Executive Committee, but may be co-opted as Special Invitees to the Committee or Sub-Committee.

ARTICLE III – SUBSCRIPTION

1. All members shall pay the membership subscription proposed by the Executive Committee and approved by a simple majority of the minimum quorum of the EC and members present for the meeting.
2. Life Members shall pay their life membership subscription once.

3. The quantum of Life/Associate membership subscription shall be recommended from time to time by the Executive Committee to the members at the Annual General Meeting, whose decision shall be final.
4. The subscription for life membership shall be Rs.50,000.
5. The subscription fee for Associate membership will be Rs.15,000 entitling them to a membership tenure of 5 years or such longer period as approved by the Executive Council. In case they wish to convert their membership to Life membership, they may do so by paying a balance of Rs.40,000/- within the validity period of their 5 year membership.
6. Subscription fee for Full time MBA students will be Rs.500 per year. For PhD/Executive Education students Rs.2000 for a 2 year membership.

ARTICLE IV – MANAGEMENT OF THE FORUM

Section 1 – Composition:

The management of the Forum shall be vested in an Executive Committee consisting of a maximum of 12 members, who shall be elected every two years at an Annual General Meeting in the manner hereafter provided in Article V of the Rules and Regulations, and shall hold elected office for two years from the date of election or till the next election, whichever is later.

Section 2 – Title:

The office bearers of the Forum and its Executive Committee shall be a President, a Vice-President, a Secretary and a Treasurer. In addition to the office bearers, the Executive Committee shall have a maximum of 8 other members.

Section 3 – Term:

The tenure of the office bearers and members of the Executive Committee shall be till the second AGM after the date of the election. A retiring office bearer of the Executive Committee shall not be eligible to hold the same office again unless there has been a minimum gap of two years.

Section 4 – Vacancy:

In case of a vacancy in the office of the President, the Vice President shall officiate and accede to the office and shall serve until the next Annual General Meeting, when there shall be an election for the post.

In case of a vacancy in any office (i.e. other than that of President), the Executive Committee shall choose, at a meeting called for that purpose, a person to serve until the next Annual General Meeting, when there shall be election for that specific post.

In all such cases, regardless of the special election, the tenure of the ‘replacement member’ shall remain the same and will be co-terminus with the tenure of the original committee elected.

Section 5 – Duties:

The Executive Committee shall:

1. Have full powers to manage the affairs of the Forum, transact its business, and administer its funds.
2. Propose an auditor whose name shall be circulated to the members of the Forum six weeks before the Annual General Meeting.
3. Circulate to the members relevant documentation i.e. any proposed amendments to the Forum Rules and Regulations, a statement of accounts and the minutes of the previous Annual General Meeting at least two weeks before the Annual General Meeting of Special Meeting.
4. Appoint Sub-Committees consisting of at least 3 members each to plan and organise activities of the Forum.
5. Appoint the Treasurer for a 2 year term.

Section 6 – Meetings of the Executive Committee:

The Executive Committee shall meet at such times and places as may be convenient but there shall ordinarily be at least one committee meeting in 2 months. The date for the meeting

shall be set by the President. The Secretary will coordinate and send out notices of the meeting. Other meetings may be held at the call of the President or upon the written request of any three members of the Executive Committee.

Section 7 – Quorum:

The quorum for a meeting of the Executive Meeting shall be declared to be valid subject to the presence of a quorum of at least five (5) EC members, including compulsorily two office bearers, one among The President, Vice President and one among The Secretary/Treasurer.

Section 7A – Funds:

1. The funds of the FMS Forum shall be deposited by the Treasurer in a bank approved by the Executive Committee
2. The account of the Forum shall be operated by cheques drawn by the Treasurer and counter-signed by the President, or in his absence by the Vice-President, or in his absence by the Secretary.
3. Request for expenditure of funds on behalf of the Forum must be approved by the Executive Committee
4. The Accounts of the Forum, before being presented to the Annual General Meeting shall be duly passed by the Executive Committee and audited by the Forum's auditors.
5. The audited balance sheet shall be circulated to all members of the Forum two weeks before its presentation at the Annual General Meeting.

Section 8 – Duties of the Office Bearers of the Forum:

1. **President:** The President shall be the official representative of The FMS Forum. He or she shall be an ex-officio member of any committee that is formed.

The President duties shall be:

- a) To preside at all meetings of the FMS Forum and at all meetings of the Executive Committee. The President shall not take part in any voting during the Executive Committee meetings except in case of a tie.

- b) To supervise plans for extending, unifying, and rendering more efficient the activities of The FMS Forum
- c) To approve all programmes and activities
- d) To approve all bills before payment
- e) To approve all correspondence written in the name of The FMS Forum
- f) To appoint any committees deemed necessary
- g) To be the custodian of The FMS Brand

2. Vice President: The Vice President, in the absence of the President shall perform the duties of the President. The Vice President's duties shall be:

- a) To coordinate all the programmes and the activities
- b) To be responsible for the arrangements for Annual General Meetings and Special Meetings
- c) To maintain registers of attendance at all programmes.

3. Secretary: The duties of the Secretary shall be:

- a) To received and acknowledge in writing all Membership application forms
- b) To file all Membership application forms and to maintain an up-to-date record of all members and applications
- c) To keep record of the proceedings of all meetings of the Executive Committee
- d) To circulate the minutes of the Executive Committee meetings within two weeks of the meeting to members of the Executive Committee.
- e) To notify all Executive Committee members of such meetings of the Committee, and to send them an agenda of the meeting.
- f) To prepare answers to all letters directed to the Forum and submit them to the President for approval.
- g) To maintain a file of all correspondence
- h) To keep a record of the proceedings of the Annual General Meetings.
- i) To report to members the minutes of the previous Annual General Meeting
- j) To maintain the permanent records of the Forum

- k) To issue a notice to all members, not less than thirty days before the date of the Annual General Meeting, calling for nominations for election to the Executive Committee
- l) To be the custodian of statutory compliances set out under the Memorandum of Articles and Rules and Regulations and as per the law of the State.

4. Treasurer: The duties of the Treasurer shall be:

- a) To hold and disburse, upon approval of the President, and/or the Executive Committee all funds of the FMS Forum.
- b) To prepare a monthly report of income and expenses and present it at the Executive Committee meeting.
- c) To maintain an up-to-date account of dues paid/payable by members and to coordinate with the Vice President on this.
- d) To ensure than an auditor be proposed by the Executive Committee and the name of the auditor be circulated to members of the Forum six weeks before the Annual General Meeting.
- e) To render an audited report at the Annual General Meeting, a copy of which report shall be circulated to members at least two weeks prior to the meeting.
- f) To deliver to her/his successor, within one month after the expiration of her/his term of office, all money, vouchers, books, signed authority cards, letter for the bank, other papers of the Forum in her/his custody.

Section 9 – Duties of the Office Bearers of the Executive Committee at the end of their term:

Each office bearer of the Executive Committee shall submit to his/her successor within one month after his/her term of office expires, a record of all committee meeting minutes and all other papers of the Forum in his/her custody.

ARTICLE V – ELECTION

Section 1:

The Election of the Executive Committee (Excl President and Treasurer) shall take place at an Annual General Meeting of the Forum. The Vice President will take over as President to maintain continuity and the Treasurer will be nominated by the Executive Committee.

Section 2:

The Executive Committee shall be elected for a term of two years.

Section 3:

After the expiry of the two-year term, a retiring office bearer can only be elected to the same office if a minimum of 2 years gap has taken place since she or he held that office.

Section 4:

Candidates must be proposed and seconded by the voting members of the Forum i.e. everyone except the Patrons. The proposals must be accompanied by the candidate's acceptance.

Section 5:

The Secretary shall issue a notice not less than thirty days before the date of an Annual General Meeting calling for nominations for election to the Executive Committee and such notice shall state the closing date for such nominations.

Section 6:

The names of all candidates so proposed and seconded shall be circulated to all members at the Annual General Meeting.

Section 7:

At the Annual General Meeting at which elections are to be held, if the number of candidates proposed and seconded for each post of office-bearer be not more than one, such a candidate shall be declared duly elected.

If the number of such candidates for each post of office bearer be less than one, the meeting shall proceed to elect a member to fill the post in such manner as the outgoing President may direct.

If, however, the number of candidates so proposed and seconded be more than one for each post of office bearer, the meeting shall proceed to elect from among them the number necessary to constitute the Executive Committee.

Section 8:

In case more than one person is nominated for a post, a secret ballot will take place.

Section 9:

Elections shall be held in accordance with the procedures laid down by the outgoing Executive Committee and shall be by Secret Ballot.

Section 10:

All elections shall be decided by a simple majority.

ARTICLE VI – MEETINGS

Section 1:

The Annual General Meeting shall be held in the month of July every year or at such time as decided by the Executive Committee.

Section 2:

Special Meetings to conduct the business of the Forum may be called by the President or upon the request of 20% of the membership.

Section 3:

At the Annual General Meeting, 20% of the membership shall constitute the quorum and no such meeting shall be constituted or any business transacted unless there be at least 10 members present.

If after the expiry of 15 minutes, 20% of the membership is not present, the voting members present shall be deemed to have formed the quorum and shall have the power to proceed with the business of the Annual General Meeting.

Section 4:

At a Special General Meeting, 20% of the membership shall constitute the quorum and no such meeting shall be constituted or any business transacted unless there be at least that number of members present.

If after the expiry of 15 minutes, 20% of the voting membership is not present, the meeting shall stand adjourned for 14 days.

If the quorum is not present at the reconvened meeting, the voting members present shall be deemed to form the quorum.

Section 5:

Not less than thirty days' notice of such meetings shall be sent to all members by the Secretary.

Section 6:

The Chair at the Annual General Meeting or at the Special Meeting shall be taken by the President, or in her/his absence by the Vice President.

Section 7:

The Annual General Meeting shall conduct the following business:

1. Consideration and adoption of the accounts of the Forum for the previous years
2. Consideration of the Annual Report of the Forum by the Executive Committee

3. Every two years, the election of the Executive Committee
4. Any other business as decided by the Executive Committee

ARTICLE VII – THE FORUM YEAR

The Forum Year shall be from April 1 to March 31 and it shall therefore, be the Financial Year, the Membership Year and one year of the Executive Committee’s term concurrently.

ARTICLE VIII – AMENDMENTS TO THE RULES & REGULATIONS

Section 1:

The Rules and Regulations of The FMS Forum shall be only added to, altered or amended at the Annual General Meeting or at a Special General Meeting called for that purpose.

Section 2:

At least two weeks’ notice of the proposed addition/s, alteration/s and or amendment/s must be sent to every member of the Forum

Section 3:

Keeping all the above-mentioned sections and keeping Article VI and specially Article VI, sections 3 and 4 in mind, a two-third majority of those present and voting may amend, alter or add to the Rules and Regulations.

ARTICLE IX – PROCEEDINGS OF THE FORUM

A correct record of the proceedings of all Meeting including the Annual General Meeting, any Special General Meetings, Executive Committee meetings, any Sub-Committee meetings shall be kept and the minutes of such meetings shall be signed by the President of the Forum or by the Chairperson presiding at the meeting. Such minutes, when duly signed, shall for all purposes whatsoever, be prima facie evidence of the resolutions passed as such meetings,

records of such meeting will be kept by the Secretary of the Forum, as well as the President of the Forum.

ARTICLE X – LEGAL REQUISITES

1. Once in every year a list of the office bearers and members of the Executive Committee of the Society shall be filed with the Registrar of Societies, Delhi as required under section 4 of the Societies Registration Act, 1860.
2. The Society may sue or be sued in the name of the President, Secretary as per provisions laid down under section 6 of the Societies Registration Act, 1860 as applicable to the National Capital Territory of Delhi.
3. Any amendment in the Memorandum of Association or rules will be carried out in accordance with procedure laid down under sections 12 and 12A of the Societies Registration Act, 1860.
4. All the provisions under all the sections of the Societies Registration Act, 1860, as applicable to the National Capital territory of Delhi, shall apply to the society.

ARTICLE XI – DISSOLUTION

If the Society need to be dissolved, it shall be dissolved as per the provisions laid down under sections 13 and 14 of the Societies Registration Act, 1860, as applicable to the National Capital Territory of Delhi.

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

President

Treasurer

Secretary