

# MEMORANDUM OF ASSOCIATION

OF



## GUJRANWALA GYMKHANA

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**MEMORANDUM OF ASSOCIATION**  
**OF**  
**GUJRANWALA GYMKHANA**

**1. NAME:**

The name of the Association shall be "Gujranwala Gymkhana" hereinafter referred to in the Memorandum and the Articles of Association as 'the Gymkhana'.

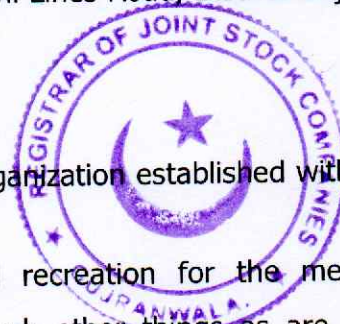
**2. REGISTERED OFFICE:**

The registered office of the Gujranwala Gymkhana is located in the premises of transformed The Gujranwala Club at Civil Lines Road, District Gujranwala in the Province of Punjab, Pakistan.

**3. THE OBJECTIVE:**

The Gymkhana shall be a non-profit organization established with the following objectives:

- i. To provide social and intellectual recreation for the members of the Gymkhana and the doing of all such other things as are incidental and conducive to the attainment of objectives as set forth in this Memorandum.
- ii. To promote and foster study in arts, sciences, culture and literature.
- iii. To undertake, finance, aid, support, assist, promote, manage, research and encourage projects or concerned or dealing with the restoration, conservation, revitalization, preservation and reuse of architectural structures buildings, forts, places, mausoleums, monuments, mosques, places of historical or culture significance, archaeological sites, town squares, markets, gardens, parks in Pakistan or abroad.
- iv. To establish, maintain, run, manage and administer aid providing relief and help to the needy, the poor and the destitute and to grant relief donation for and during calamities undertake such charitable and philanthropic activities which in the opinion of the Gymkhana would assist and benefit mankind and to work for alleviation of human sufferings and catastrophes.



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- v. To promote and develop centers for sports, recreational activities, leisure and pleasure and encourage talent thereto and through them endeavor to bring about national integration and provide fields, grounds and other facilities and amenities including coaching and training facilities in developed and developing areas of the country.
- vi. To promote and organize activities such as bird watching, trekking, mountaineering, hunting, archery, camping, fishing, rock climbing, skeet shooting, horse riding and all other outdoor sports including but not limited to the Sports.

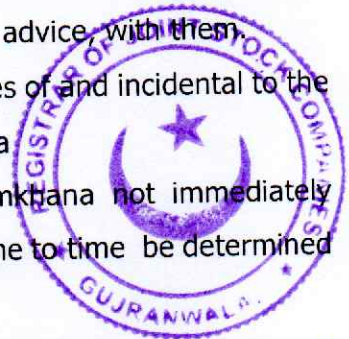
In furtherance of the above-mentioned objects but not otherwise, the Gymkhana shall exercise the following powers:

- a) To appeal, solicit or accept membership fee, contributions, donations, grants and gifts, in cash or in kind, from lawful sources and to apply the same or income thereof for the objectives of the Gymkhana.
- b) The Gymkhana shall not undertake any substantial permanent trading activities and shall conform to any relevant statutory regulations and laws while undertaking any such activities.
- c) To open and operate bank accounts in the name of the Gymkhana and to draw, make, accept, endorse, execute and issue promissory notes, bills, cheques and other instruments for promotion of defined objectives of the Gymkhana.
- d) To acquire, alter improve, charge, take on lease, exchange, hire, sell, let or otherwise dispose of any moveable or immovable property and any specified herein above provided that the Gymkhana shall not undertake the business of real estate or housing schemes.
- e) To borrow or raise any money, with or without security, required for the purposes of the Gymkhana upon such terms and in such manner as may be determined by the Club for promotion of its objectives.

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- f) To pledge, lien or mortgage the assets of the Gymkhana and / or render guarantee for the performance of any contract made, discharge of any obligation incurred, or repayment of any money borrowed by the Gymkhana.
- g) To purchase, sell, exchange, take on lease, hire or otherwise acquire lands, construct, maintain or alter any building and any other moveable or immovable properties or any right of privileges necessary or convenient for the use and purpose of the Gymkhana.
- h) To nominate delegates and advisors to represent the Gymkhana at conferences, government bodies and other gatherings.
- i) To co-operate with other charitable trusts, societies, associations, institutions or companies etc. formed for all or any of these objectives and statutory authorities operating or similar purposes and to exchange information and advice with them.
- j) To pay the costs, charges and expenses of and incidental to the formation and registration of the Gymkhana.
- k) To invest the surplus money of the Gymkhana not immediately required, in such a manner as may from time to time be determined by the Gymkhana.



The Gymkhana shall achieve the above said objects subject to the following conditions: -

- i. Payment of remuneration for services or otherwise to its members whether holding an office in the Gymkhana or not, shall be prohibited.
- ii. The Gymkhana shall not itself set up or otherwise engage in industrial and commercial activities or in any manner function as a trade organization.
- iii. The Gymkhana shall not exploit or offend the religious susceptibilities of the people.
- iv. The income and profit of the Gymkhana, if any, shall be applied solely towards the promotion of objectives of the Club and no portion thereof shall be distributed, paid, or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to the members of the Gymkhana.
- v. No member of the Gymkhana shall be appointed to any salaried office, or any office paid by fees, and no remuneration shall be given to any member of a Committee except re-payment of expenses out of its pocket and interest on money lent. None of the member/office

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holder of the Gymkhana shall enter into agreement to transact any business with Gymkhana.

- vi. Notwithstanding anything stated in any clause, the Gymkhana shall obtain such other licenses, permissions, or approvals of the relevant public authorities as may be required under any relevant statutory regulations and laws for the time being in force, to carry out any particular objective.



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# ARTICLES OF ASSOCIATION

OF

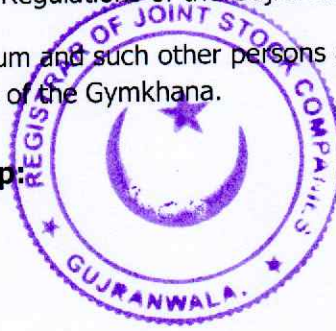
## GUJRANWALA GYMKHANA

1. In these Articles, unless the context or the subject matter otherwise requires:
- i. **"THE GYMKHANA"** means **GUJRANWALA GYMKHANA**.
  - ii. **"THE OFFICE"** means the Registered Office of the Gymkhana.
  - iii. **"THE PRESIDENT"** means "The Deputy Commissioner" for the time being posted at District Gujranwala who will be the President of the Gymkhana.
  - iv. **"THE SECRETARY"** means the Secretary of the Gymkhana.
  - v. **"THE FINANCE SECRETARY"** means the Finance Secretary of the Gymkhana.
  - vi. **"MEMBER OF THE BOARD OF GOVERNORS"** means the members of the Board of Governors of the Gymkhana as notified from time to time by the President.
  - vii. **"THE SEAL"** means the Common Seal of the Gymkhana.
  - viii. **"MEMORANDUM"** means the Memorandum of Association of the Gymkhana.
  - ix. **"RULES"** mean the Rules and Regulation as framed from time to time by the BOG of the Gymkhana to manage the daily affairs and incidental matters through its special committees.
  - x. **"THE BOARD OF GOVERNORS"** means the Board of Governors including Secretary and Finance Secretary of the Gymkhana as notified by the President.
  - xi. **"YEAR"** used in the context of financial matters shall mean financial year of the Gymkhana.
  - xii. **"THE CHAIRMAN"** means the Chairman of the Board of Governors. Deputy Commissioner Gujranwala will be the Chairman of the Board of Governors.
  - xiii. **"MEMBER"** means the member of Gymkhana.
  - xiv. **"MEMBERSHIP REGULATION"** means the membership byelaws of the Gymkhana as approved by the BOG.

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## MEMBERSHIP

2. The admission and number of members, their rights, privileges and liabilities are governed by these Articles and Rules, Sub-Rules or By-laws made there-under, and every member shall be bound thereby.
3. The number of members with which the Board of Governor Gymkhana proposes to be registered is five hundred ten which were already members of Gujranwala Club, under applicable laws/rules and subject to clearance of dues as members of transformed The Gujranwala Club. However, the Board of Governors may, from time to time, increase the number of members whenever it is required.
4. The Board of Governors may from time to time lay down the qualifications and conditions subject to which any person or class of persons shall be admitted to membership of the Gymkhana under the Membership Regulations of the Gujranwala Gymkhana.
5. The subscribers to the memorandum and such other persons as the members of Board of Governor shall be the members of the Gymkhana.
6. **Classification of Membership:**
  - (a) Permanent Membership
  - (b) Transitory Membership
  - (c) Corporate Membership
  - (d) Honorary Membership
  - (e) Ex-officio Membership
  - (f) Family Membership
  - (g) Govt. officers Membership
  - (h) National Heroes Membership
  - (i) Hereditary Membership



### PERMANENT MEMBERSHIP:

All persons who are members of Gymkhana at the time of registration shall be Permanent Members of the Gymkhana and the person whose membership has been confirmed by the Board of Governors shall become a Permanent Member. A Permanent Member shall have the right to endorse application of any fresh member for Membership.

Permanent Members shall be those Members of the Gymkhana who have the right to vote in a General Meeting. Their names shall be entered in the Register of Permanent Members maintained for this purpose and they shall be entitled to all the facilities and amenities provided by the Gymkhana.

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**b. TRANSITORY MEMBERSHIP:**

District Administration/Government, Judiciary, Police and Army who are not domiciled in Gujranwala district can be given transitory membership, however they are entitled to all facilities except the right to vote at the Gymkhana Annual General Meeting. They will remain Provisional members till they are posted out of Gujranwala. Membership can be revived on re-posting in Gujranwala. Heads of State Bank, GEPCO, Sui Gas, Income Tax, Sale Tax, Health, and Education Department etc. may be given Transitory Membership by the Board of Governors.

**c. CORPORATE MEMBERSHIP:**

Public Limited Companies, Foreign Owned Companies, Multinational Companies or Banks shall be eligible to become as Corporate Member of the Gymkhana upon payment of Registration fee for membership, miscellaneous fee/ charges and donation as determined by the Board of Governors. The monthly maintenance fee of a corporate membership shall also be determined by the Board of Governors.

**d. EX-OFFICIO MEMBERSHIP:**

The following shall be ex-officio members of the Gujranwala Gymkhana for the duration while posted in the Divisional/District Headquarter vide serial No. i to vii and being the office bearers of their respective institutions vide serial No. viii & ix for the tenure of office without payment of Registration fee provided these individuals fill up and sign the prescribed Membership Form free of cost.

- i. Commissioner, Gujranwala Division, Gujranwala.
- ii. Regional Police Officer, Division Gujranwala.
- iii. Deputy Commissioner, District Gujranwala
- iv. District and Sessions Judge, District Gujranwala.
- v. City Police Officer, District Gujranwala.
- vi. All Additional Deputy Commissioners, District Gujranwala.
- vii. All Assistant Commissioners, District Gujranwala.
- viii. President District Bar Association, District Gujranwala.
- ix. President, Gujranwala Chamber of Commerce & Industry Gujranwala.

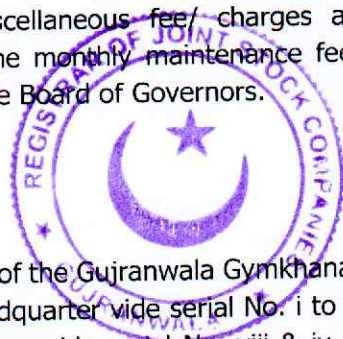
He / She may participate in any sports on payment of the usual charges for that sport and shall be liable to pay monthly maintenance fee of the Gymkhana.

**e. HONORARY MEMBERSHIP:**

The President of Gymkhana in its own discretion or after approval from the Board of Governors may invite any distinguished citizen of Pakistan whose services in the fields of Education, Art, Culture, Science, or Sports etc. are nationally recognized, to be an Honorary Member of the Gymkhana. Such a member shall be exempt from payment of all fees and his name shall be displayed on the Roll of Honorary Members. However, he shall pay for the supplies through coupon.

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**f. FAMILY MEMBERSHIP:**

The offspring in blood line of a permanent member can become member on payment of half of the total membership dues prevailing at that time, subject to the condition that such son or daughter will otherwise be eligible to become member of Gujranwala Gymkhana

**g. GOVERNMENT OFFICERS MEMBERSHIP:**

All the Grade-17 and above officers of Armed Forces, Judiciary, all Cadres of Civil Services of Pakistan and Provincial Management Services, all heads of Divisional / District Offices of Provincial Government and Public autonomous bodies / Local Governments domiciled in Gujranwala or being permanent resident or posted in Gujranwala are entitled for this membership.

**h. NATIONAL HEROES' MEMBERSHIP:**

The Board of Governors may grant membership of Gujranwala Gymkhana to the National Heroes belonging to District Gujranwala without any charges of registration fee for membership and the photographs of the National Heroes who are the members of the Gymkhana may be displayed at a prominent place in the Gymkhana.

**i. HEREDITARY MEMBERSHIP:**

Whenever a permanent member dies, his elder son or daughter or any legal heir duly authorized by other legal heirs is entitled for such membership, who is otherwise qualified to become the member of Gujranwala Gymkhana, subject to approval of the Board of Governors. A member over 70 years of age having his tenure of membership for complete thirty years may transfer his membership to any of his legal heirs after making a formal request to the office of the secretary Gymkhana to this effect, however the prospective member would be liable to pay ten percent (10%) of the prevailing enrolment fee at that time.

**MEMBERS OVER SEVENTY (70) YEARS OF AGE**

A member over seventy (70) years of age who has been a member for complete thirty (30) years would be exempted from his monthly subscription. Further he would be allowed to transfer his membership to any of his legal heirs, subject to approval by the Board of Governors.

**7. ELIGIBILITY FOR MEMBERSHIP**

- i. The following are eligible to apply for membership of the Gymkhana.
- (a) Having an age of 18 years and above.
  - (b) Public Servants in BS-17 and above.

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- (c) Having no criminal record and afresh valid character certificate duly issued by the Police Department.
- (d) Carrying a good reputation in society and noble family background.
- (e) Doctors registered with Pakistan Medical and Dental Council
- (f) Engineers registered with Pakistan Engineering Council and PCATP.
- (g) Advocates registered with Punjab Bar Council/ Pakistan Bar Council.
- (h) Educationists, businessmen, agriculturists, distinguished citizens and other professionals who are sufficiently educated and carries a good reputation in society in the opinion of the Board of Governors to be member of the Gymkhana.
- (i) Applicants should have a minimum qualification of Matriculation Certificate or equivalent.
- ii. A minor, a person of unsound mind, a declared pauper, and a person convicted of any offence involving moral turpitude shall not be eligible to become a member of the Gymkhana.
- iii. A member who incurs one or more of the disqualifications mentioned in clause (ii) supra shall cease to be a member of the Gymkhana on such determination/inquiry by the Board of Governors.
- Decision of the Board of Governors in determination/inquiry under Clause (i), (ii) and (iii) supra of this Article shall be final.
- (iv) New membership shall only be granted by the Board of Governors and the membership committee through simple majority and such consent to admit a new member shall be in writing.

## 8. ELIGIBILITY FOR ELECTION

Any permanent member holding the office of the Chamber of Commerce and industry, the Bar Association, CPLC, PMA, YDA, any Trade Association, member of a national or provincial assembly or of any Local Government or a representative of any public body shall not be eligible to contest election of the Gymkhana.

## 9. ENROLLMENT OF MEMBERS

- i. A person desirous of becoming a member of the Gymkhana shall apply on a prescribed form accompanied with documentary evidence of his/her eligibility. The application shall be considered by the membership committee for scrutiny and verification and after scrutinizing it shall be placed before the Board of Governors in a meeting held for this purpose. The membership committee and the Board of Governors, through simple majority, may grant, reject, or defer such an application in writing. In the case of equality of votes the person presiding over such meeting shall have a casting/final vote to decide the matter.
- ii. The Proposer and Secunder of the applicant, both being the Permanent members, will introduce him personally to at least two members of the Board of Governors before his application for membership is considered.

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- iii. The Proposer and seconder shall be responsible, jointly and severally, for payment of Gymkhana dues if the application for membership is allowed and the newly enrolled member fails to pay such dues. Provided that such responsibility of Proposer and the Seconder shall cease on grant of Permanent membership.
- iv. The decision of the Board of Governors and the membership committee on an application for membership shall be final and such decision shall be communicated to the applicant through the Secretary.
- V. An applicant whose application for membership is rejected shall not be eligible to apply afresh before the expiry of 6 months from the date of such rejection. Membership shall not be claimed as a matter of right by any individual under all circumstances whatsoever, but it is subject to the pleasure, harmony, comfortability, and privilege of the exiting members.

**10. ELIGIBILITY FOR PERMANENT MEMBERSHIP**

- i. A Provisional Member shall be eligible to apply for Permanent Membership of the Gymkhana after a period of one year from the date of issuance of Certificate of Membership to him or up to the next meeting of BOG. Such application shall be considered by the Board of Governors keeping in view the conduct of the applicant, availability of facilities and the total number of Permanent Members fixed by it.

11. The Board of Governors may accept, reject or defer an application for permanent membership and the decision of the Board of Governors on an application for Permanent Membership shall be final. An applicant whose application for permanent membership is rejected shall not be eligible to apply afresh before the expiry of 6 months from the date of such rejection.

The Permanent Membership when allowed by the Board of Governors shall be certified by the President under his signature on the prescribed Certificate of Permanent membership bearing common seal of the Gymkhana and it will be communicated to the Permanent member.

**12. PAYMENT OF FEES COMPULSORY**

Certificate of Provisional membership and Certificate of Permanent membership shall be issued only after the member pays the prescribed fees.

**13. REGISTRATION AND MAINTENANCE FEE**

- i. The following registration fee, monthly subscription and sports fees shall be charged by the members.

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**(a) REGISTRATION FEE FOR MEMBERSHIP**

#	CATEGORY	FEE
a	Permanent Membership	Rs. 300,000/-
b	Outstation Membership	Rs. 300,000/-
c	Transitory Membership (For 06 months)	Rs. 50,000/-
d	Corporate Membership (Maximum up to 03 members)	Rs. 600,000/-
e	Honorary Membership	--
f	Ex-officio Membership	--
g	Family Membership for private members	Rs. 150,000/-
h	Govt. Officers Membership	Rs. 50,000/-
i	National Heroes Membership (Subject to approval of BOG)	--
j	Hereditary Membership	--
k	Advocate Membership	Rs. 150,000/-

**(b) MAINTENANCE FEE AND MISC. CHARGES**

#	DESCRIPTION	FEE
a	Monthly Maintenance Fee for all categories	Rs. 2000/- + Rs. 1000/-
b	Membership Form fee	Rs. 5000/-
c	Sports / all other events etc.	As decided by BOG

- ii. The Board of Governors may enhance or reduce the fees mentioned in clause 14 (1) (a & b) supra from time to time.
- iii. All members are required to pay their subscriptions and fees within the first ten calendar days of the month for which those are due.
- iv. All Ex-Officio members shall also pay maintenance and sports charges.

**14. TERMINATION OF MEMBERSHIP**

- i. The membership of a member who fails to pay his dues for three consecutive months shall automatically stand suspended on the expiry of the said period of three months and the period of suspension will last for a period of three months from the said above time period of default and the office of the Secretary of Gymkhana shall post the name of such member as suspended from the roll of membership due to default on the Notice Board. The membership shall automatically be considered as terminated after the period of suspension, lapses and all such terminated memberships shall be notified by the office of the Secretary Gymkhana.
- ii. The suspended member shall be debarred during the period of his suspension from using any facility of the Gymkhana and shall not be allowed to participate in any sports or functions of the Gymkhana.

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- iii. The suspension of membership shall cease to have effect and the membership is to be restored, automatically, if the defaulting member pays out all outstanding dues of the Gymkhana including monthly subscription, within three months reckoned from the date of his suspension.
- iv. Non-payment of Gymkhana dues by a member within three months of his suspension as provided above shall cease to be a member of the Gymkhana, automatically. However, the terminated memberships will be notified by the office of the Secretary Gymkhana.
- v. The Board of Governors may remove/oust a member from membership of the Gymkhana on charges of misconduct provided that the affected member shall be afforded an opportunity of being heard and to defend himself before the disciplinary committee who shall suggest for an adverse action against such member. Acts of misconduct may include but not limited to; assault, theft, negligence, fraud, drunkenness, failure to obey reasonable instructions, damage to property, and hostile behavior to the pleasure and privileges of other members, collectively. Any member who is gruesome, inhospitable, vexatious litigant against the Gymkhana and who is complained against frequently shall be liable to termination of his membership as per recommendations of the disciplinary committee.
- vi. Any misleading statement made, or wrong information supplied by a member about his eligibility or qualifications while procuring membership of the Gymkhana or an elected office, provided in the application for membership or nomination paper as the case may be, shall render his membership to be terminated by the Board of Governors after issuance of a show cause notice and an opportunity of being heard to him. He shall not be re-admitted as a member before the expiry of three years of such termination.
- vii. A member may also request in writing addressed to President for cessation of his membership and such a request may be allowed by the President on his discretion subject to payment of all Gymkhana dues if outstanding against such a member.
- viii. A member whose membership is terminated on account of default in payment of Gymkhana dues may apply for re-admission to the Board of Governors after payment of all Gymkhana dues outstanding against him and any penalty as determined by the Board of Governors. The Board of Governors may reject, defer, or approve such an application and its decision shall be final. Provided that all members readmitted to the Gymkhana shall be Provisional members.
- ix. A member who is removed from membership of the Gymkhana on account of misconduct shall not be eligible to apply for membership before a period of three years.

## 15. OFFICE BEARERS

There shall be the following Office Bearers of the Gymkhana:

- i. The President (The Deputy Commissioner Gujranwala).
- ii. The Chairman of the Board of Governors (The President of the Gymkhana will also act as the Chairman of the Board of Governors)
- iii. The members of the Board of Governors.
- iv. The Secretary of the Gymkhana.
- v. The Finance Secretary.

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## 16. BOARD OF GOVERNORS:

The Board of Governors of the Gymkhana shall comprise of twelve members with the following composition:

i.	President.	1
ii.	Secretary. (Elected)	1
iii.	Finance Secretary (Executive Officer notified by the President)	1
iv.	Nominated by the President from amongst members who are Executive Officers and shall be notified by the President.	4
v.	Private Members (Elected by Permanent member biannually)	5
<b>TOTAL</b>		<b>= 12</b>

## 17. TERM OF OFFICE:

- i. The term of office of the private members of the Board of Governors and Secretary shall be one year or less commencing from the 1<sup>st</sup> day of January each year and they shall be notified by the President.
- ii. The Secretary and members of the Board of Governors shall not be eligible for re-election to any seat of the office bearers after the expiry of their elected term, provided that they may be re-elected for the same seat or another after a gap of two years from the expiry of elected term.
- iii. Government members of BOG and Finance Secretary shall be appointed by the President of the Gujranwala Gymkhana / Deputy Commissioner among the Govt. members of Gujranwala Gymkhana.
- iv. The President or his nominee to be notified by the 30<sup>th</sup> day of November shall be the Returning Officer for the election of Private members of the Board of Governors and the Secretary.
- v. The Returning Officer may appoint one or more members to assist him in the conduct of elections and those members shall perform all such duties and functions as are allied to and akin to the election process.
- vi. The Secretary in consultation with the Finance Secretary shall prepare a list of valid voters, in triplicate, of the Gymkhana who have paid their dues by the 30<sup>th</sup> day of November and each page shall be signed and verified by him as correct.
- vii. The Secretary shall display on the 5<sup>th</sup> day of November a duly verified voters' list on the Notice Board and shall forthwith deliver the second verified list of voters to the Returning Officer and shall keep the third verified list of the voters in his custody for a reference and record.
- viii. Only permanent members shall be eligible to vote in the election of Gymkhana and every candidate shall be a valid voter whose name appears on the list of voters as prescribed in clause (vi) supra.

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- ix Nomination papers for election of members of Board of Governors shall be proposed by one voter member and seconded by another voter member, signed by the candidate, and shall be on the prescribed form, provided that no voter member shall propose or second more than one nomination papers, failing to abide by the direction, shall lead to ineligibility of a candidate to contest the election.
- x The Election schedule (Form-I), duly approved by the Board of Governors, shall be issued by the Returning Officer on or before the 31<sup>st</sup> October of the election year and elections are to be held, annually as per approved Election schedule, providing specific place, dates, timings on notice board of Gujranwala Gymkhana for conduct of elections.

Sr. #	Activity	Date	Form No.	Issuance / Submission
(a)	Issuance of nomination papers		Form-II	Returning Officer
(b)	Last date for the filing of nomination papers		Form-II	Returning Officer
(c)	Last date of filing of objections against nomination papers		In writing by the objector along with copy of membership card.	Returning Officer
(d)	Decision on the objections against nomination papers		Through an office order	Returning Officer
(e)	Publication of list of contesting candidates		Form-IV & V	Returning Officer
(f)	Last date for withdrawal of candidature.		In writing by candidate along with copy of membership card etc.	Returning Officer
(g)	Publication of final list of contesting candidates		Form-IV & V	Returning Officer
(h)	Polling day		Form-XII	Returning Officer
(i)	Statement of count & Ballot paper account, respectively		Form-VI & VII and Form-VIII & IX	Presiding Officer
(j)	Declaration of result		Form-X & XI	Returning Officer

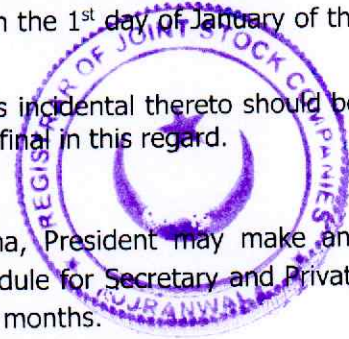
- xi The election shall be held by secret and separate ballot papers for two categories (Secretary & Members Board of Governors) on same day. The procedure for casting a vote shall be prescribed by Election Rules to be formulated and approved by the Board of Governors.
- xii Members of the Board of Governors shall be elected by preferential voting.

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- xiii On the close of polling the Returning Officer will count the votes in the presence of the contesting candidates or their representatives and prepare a statement of the count of votes describing the rejected and valid votes cast in favor of each candidate.
- xiv On the basis of the statement of count of votes so prepared, the candidate for the office of the Secretary who secures the highest number of valid votes shall be provisionally announced as the successful candidate by the Returning Officer, the top five candidates on the seats of members of the Board of Governors, who secure highest number of the valid votes, shall be provisionally announced as successful candidates by the Returning Officer.
- xv Election shall conclude in last week of December upon the formal notification by the President notifying the elected Secretary and elected members of the Board of Governors and those members nominated by the President. The office bearers thus notified shall assume charge of their respective offices on the 1<sup>st</sup> day of January of the following year.
- xvi All disputes or complaints regarding election and matters incidental thereto should be referred to the Returning Officer whose decision shall be final in this regard.

#### **EXCEPTIONS / TRANSITIONARY ARRANGEMENTS**

- (a) Consequent upon registration of Gujranwala Gymkhana, President may make and announce first Election Schedule / revised Election Schedule for Secretary and Private Members of Board of Governors within timeframe of two months.
- (b) This election schedule shall be exempted from the prescribed timeframe as mentioned in clause 19 and 22 of Memorandum of Association of Gujranwala Gymkhana.
- (c) List of eligible voters shall be issued within 15 days from issuing of election schedule by the authorized public servant/member notified by President.
- (d) President may take all necessary measures or may authorize Returning Officer to clear any obstruction / hindrance for smooth conduct of elections as he deems fit / appropriate.
- (e) President may notify Finance Secretary and members / public servants for Board of Governors with immediate effect after registration of Gujranwala Gymkhana and BOGs may perform its functions as prescribed in Memorandum of Association of Gujranwala Gymkhana.
- (f) President, Finance Secretary and Secretary Gujranwala Gymkhana shall exercise financial powers to run day-to-day business of Gujranwala Gymkhana till taken over charge by Secretary / BOG as prescribed in Memorandum of Association of Gujranwala Gymkhana.
- (g) President Gujranwala Gymkhana may take all necessary measures or may nominate any public servant / member BOG to pursue the matters before competent authority which are required lawfully to make Gujranwala Gymkhana functional on any legal forum etc.
- (h) The powers and responsibilities prescribed for Secretary, Gujranwala Gymkhana vide clause 28(2) shall be exercised by Officer of District Administration as notified by President, Gujranwala Gymkhana till taken over charge by elected Secretary, Gujranwala Gymkhana to run the day-to-day business.



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## 18. MEETINGS OF THE BOARD OF GOVERNORS (BOG)

- i. The Board of Governors should meet at least once in a calendar month.
- ii. At least three days' prior notice with agenda shall be issued by the Secretary to the members of the Board of Governors for an ordinary meeting.
- iii. The notice period may be shortened for an extraordinary meeting of the Board of Governors to consider any urgent matter.
- iv. The quorum for any meeting of the Board of Governors shall be 7 members who may assemble within half an hour of the commencement of meeting.
- v. Meeting of the Board of Governors shall be convened by the Secretary Gymkhana with the Permission of the President and will be presided by the President. In case of absence of the President, he may nominate Secretary or Finance Secretary or any of the member of BOG to preside the meeting.
- vi. All decisions of the Board of Governors shall be in the form of a resolution carried out by a simple majority.
- vii. The President or the Secretary as the case may shall conduct the meeting of Board of Governors but shall not exercise his right of vote except when there is equality of votes in which case, he shall exercise his casting vote.
- viii. The President may also convene a meeting of the Board of Governors on a requisition inwriting signed by at least 25 of its Permanent Members made in this behalf to consider a particular urgent matter in the interest of the Gymkhana.
- ix. A meeting of the Board of Governors, being a requisitioned meeting under clause (viii) supra, may be adjourned due to lack of quorum and it shall be re-convened at the same time, date, and place in the following week to consider the same agenda. No quorum shall be required for such an adjourned meeting.
- x. The Secretary and Finance Secretary Gymkhana shall attend every meeting of the Board of Governors and shall provide necessary records to the members. They shall also attend meetings of other Committees or sub-committees, as the case may be, if so required. In case the Secretary is not available for any reason, a member of the Board of Governors may be appointed by the Board of Governors to perform the duties and functions of the Secretary for that particular meeting.
- xi. The Secretary shall truly, faithfully, and correctly record the proceedings of the meeting in writing or caused to be written, in the shape of minutes on a register of minutes maintained for this purpose. The minutes shall be read and approved if found correct in the following meeting of the Board of Governors. The minutes shall be approved by the president through signature and seal.

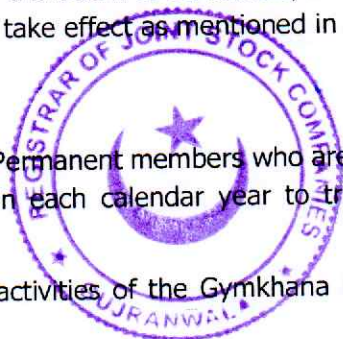
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**19. PRESIDENT'S POWER TO SUSPEND RESOLUTION ETC.**

- i. The Secretary shall deliver every decision taken or resolution passed by the Board of Governors to the President within three days.
- ii. On receiving the decision or resolution in terms of clause (i) supra the President may within seven days of its receipt and for reasons to be recorded in writing may suspend the operation or effect of such a decision or resolution for a period not exceeding thirty days and send such decision or resolution to the Board of Governors for re-consideration.
- iii. The decision or resolution, the operation or effect whereof has been suspended by the President, if passed with two third majority of the Board of Governors on re-consideration shall become effective immediately and the President shall have not power to suspend the same.
- iv. All decisions and resolutions passed by the Board of Governors, if not suspended by the President under clause (ii) supra, shall take effect as mentioned in the resolution.

**20. ANNUAL GENERAL MEETING**

- i. The Annual General Meeting of all the Permanent members who are eligible to vote shall be held in the month of December in each calendar year to transact the following business only.
- ii. Approval of annual report regarding activities of the Gymkhana be presented by the Secretary:
  - a) Approval of auditor's report and balance sheet for the current year to be presented by the auditor.
- iii. The Annual General Meeting shall be convened by the President.
- iv. The President if satisfied that a matter of fundamental importance relating to the affairs of the Gymkhana needs to be considered and resolved in the General Meeting, may convene such meeting for the said purpose at any time.
- v. One fourth of the total number of Permanent members may request the President in writing and duly signed for holding an extraordinary General Meeting to consider any special question, issue or matter related to the affairs of the Gymkhana. If satisfied about the importance and urgency of the matter involved, the President may convene such a meeting within seven days of receiving such a request.
- vi. At least 15 days prior notice in writing shall be necessary for an Annual General Meeting indicating time, place, date and agenda to be considered. Provided that the notice period shall be 7 days for an extraordinary General Meeting.
- vii. The quorum for the Annual General Meeting shall be one third of the total number of permanent members and for the Extraordinary General Meeting it shall be fifty percent of permanent members who may assemble within half an hour of such meeting. Provided that Annual General Meeting shall not be dissolved for want of quorum, whereas an Extraordinary General Meeting shall stand dissolved if the required quorum is not present by the time mentioned above.



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- viii. The resolution presented in the Annual General Meeting shall be adopted with simple majority vote of the present members, while that of Extraordinary General Meeting by two-third majority of present members.

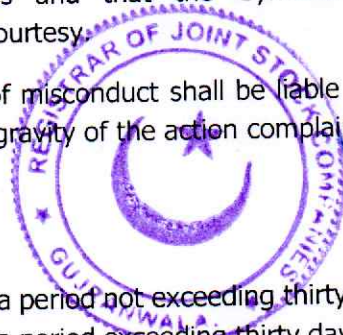
## 21. CESSATION OF MEMBERSHIP

Members shall cease to be members of the Gymkhana on: -

- (a) Tendering resignation in writing to the Secretary of the Gymkhana.
- (b) The passing of a resolution by majority members of the BOG terminating his membership as per recommendations of disciplinary committee.

## 22. DISCIPLINARY COMMITTEE

- i. The President shall on the commencement of the term appoint a Disciplinary Committee recommended by BOG, comprising of five members out of which two members, shall be public servants and remaining three will be Permanent members. The members of the Disciplinary Committee shall hold office at the discretion of the President.
- ii. The Disciplinary Committee shall ensure strict observance and compliance of the Articles, Rules, Sub Rules, and bylaws made there under, and more particularly the Rules of Conduct of members, Gymkhana, and dress restrictions. The Disciplinary Committee shall also ensure that non-members except duly registered guests do not enter and use the Gymkhana premises and its facilities and that the Gymkhana perform their duties diligently, efficiently and with due courtesy.
- iii. A member or the employee found guilty of misconduct shall be liable to the following penalties, keeping in view the nature and gravity of the action complained of:
  - (a) Censure
  - (b) Warning
  - (c) Fine not exceeding Rs. 25,000/-
  - (d) Suspension from membership for a period not exceeding thirty days.
  - (e) Suspension from membership for a period exceeding thirty days.
  - (f) Removal from membership.
- iv. Any two members of the Disciplinary Committee acting Suo moto or receiving a complaint in writing on this behalf shall enquire into the allegations of misconduct in a manner deemed fit by them. If they are of the opinion that the member complained of is guilty of misconduct then they shall refer the case to the full Disciplinary Committee who by majority vote may impose one of the penalties mentioned in sub-clause (a), (b), (c) or (d) of Clause (3) of this Article. Provided that before imposition of penalty to the member complained against shall be afforded a reasonable opportunity to defend himself.
- v. If the Disciplinary Committee while proceeding against a member is of the view that a penalty mentioned in sub-clause (e) or (f) of clause 3 supra should be imposed, it will refer the case with their recommendation to the President Board of Governors whose decision thereon shall be final.



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- vi. Any aggrieved member can appeal to the President against the decision of the disciplinary committee within 30 days after the announcement of decision and the decision of President will be final.

### 23. DISCIPLINARY ACTION:

- i. The Chairman of the Committee on written request of any member or at his own may call upon any member who prima facie fails to comply with any of the Articles of Association, Rules, Bye-laws or directions of the Committee, or who may be guilty of misconduct regarded as prejudicial to the interest of the Gymkhana, to show cause within a specified time why such conduct should not be dealt with suitably by the disciplinary Committee. In anticipation of the decision of the Committee the President may suspend the privileges of such member pending the decision of his case either in the form of prohibiting his entry or restricting his entry to specified parts of the Gymkhana, those are, Tennis Ground, Squash Court, Swimming Pool etc. provided that such suspension shall not continue for a period of more than one month or the next meeting of the Committee, whichever is earlier. In the absence of the President of the Gymkhana and subject to his immediate approval, as soon as possible, Board of Governors may jointly take similar action of suspension of privileges by majority decision.
- ii. On receipt of explanation which such member may offer or failing the receipt of such explanation within the specified period, the Committee may proceed to deal with the matter in such manner as it may consider fit.
- iii. A member may be dealt with by the Committee under this Article for improper conduct on the part of, or for nonpayment of accounts contracted by, any person introduced into the Gymkhana by such member or admitted as a member of his household, in the samemanner as if such member had been guilty personally of such misconduct or had contracted such account.
- iv. The scope & definition of objectionable conduct prejudicial to the interest of the Gymkhana shall be left exclusively to the Committee and no member shall have a right to prove before any outside agency or Court that his conduct as held by the Committee was not prejudicial to the interest of the Gymkhana.

### 24. RESIGNATION FROM MEMBERSHIP:

- i. Any member wishing to resign must give notice thereof in writing to the Secretary and must pay all subscriptions and bills due from him to the Gymkhana at the time of his withdrawal.
- ii. Any person ceasing to be a member of the Gymkhana, in accordance with these Articles, shall forfeit all rights to, or claims upon the Gymkhana, its property or funds.

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## 25. FUNCTIONS OF THE BOARD OF GOVERNORS

- i. Subject to the control and supervision of the Permanent members assembled in a General Meeting and in addition to the functions assigned to it under the Articles, the Management authority to manage the affairs of the Gymkhana shall vest exclusively in the Board of Governors which shall be exercised in the manner provided in the Articles through the President or the Secretary as the case may be.
- ii. The Board of Governors shall:
  - (a) Conduct, control and regulate the affairs and activities of the Gymkhana.
  - (b) Frame Rules, Sub-Rules, By-laws not inconsistent with the Articles to regulate sports activities, conduct of members, dress restrictions, conduct of elections, Gymkhana timings, and service conditions of the Gymkhana Staff, membership, Finance, Mess, canteen and other activities of the Gymkhana.
  - (c) Take suitable measures for attainment and promotion of objectives of the Gymkhana as set forth in the Memorandum of Association.
  - (d) Enforce and implement the Articles, the Rules made thereunder, and the resolution adopted by it.
  - (e) Endeavour to raise and generate funds for improvement and extension of Gymkhana facilities and activities and for these purposes donations from suitable sources shall be solicited.
  - (f) Appoint a qualified Auditor for the audit of Gymkhana accounts and preparation of annual balance sheet.
  - (g) Appoint Provisional or Permanent staff members, regulate the terms and conditions of their service and assign them such duties as deemed fit by it.
  - (h) Cause mid-year internal audit of the Gymkhana accounts through two members of the Gymkhana appointed on this behalf by the Board of Governors.
  - (i) Gymkhana cannot pay any of its members for any procurement or provision of service by the latter in any manner to the Gymkhana provided that the BOG authorizes in any specific case.
  - (j) Constitute Committees or sub-Committees to supervise different activities of the Gymkhana and make recommendations in this behalf;

## 26. FUNCTIONS OF OFFICE BEARERS:

### i. President

In addition to the functions assigned under the Articles the President shall:

- (a) Convene or cause the convening of meetings of the Board of Governors and General Meeting.

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- (b) Preside over the meeting convened by him or on his behalf.
- (c) Subject to the approval of the Board of Governors, appoint staff members and determine terms and conditions of their service.
- (d) Constitute, supervise and facilitate the functions of office bearers, Committee and Sub-Committees and the Gymkhana in general.
- (e) Take measures to achieve the objectives of the Gymkhana.

**ii. Secretary**

In addition to the functions assigned to the Secretary under the Articles, he shall:

- (a) Keep, maintain, and preserve true and accurate records of the proceedings of the Board of Governors and General Meetings in the prescribed Minutes Book.
- (b) Be custodian of all properties, assets and goods belonging to the Gymkhana and keep them in good condition.
- (c) Maintain an inventory of all moveable Articles belonging to the Gymkhana in the prescribed stock Register.
- (d) Maintain an up-to-date Register of Permanent members and Provisional Members and Roll of Honorary and Life Members.
- (e) Faithfully act upon and implement the decisions and resolutions of the Board of Governors and the General Meeting.
- (f) Act upon and implement the directives and orders of the President.
- (g) Co-ordinate and facilitate various meetings, functions and activities of the Gymkhana as directed by the President or decided by the Board of Governors.
- (h) Receive and enter in the prescribed Register all correspondence, letters, memoranda, and other communications addressed to the President or the Board of Governors.
- (i) Perform other functions and duties as assigned to him from time to time by the President or the Board of Governors.
- (j) Secretary of the Gujranwala Gymkhana shall be co-signatory along with the Finance Secretary.

**iii. Finance Secretary**

- (a) Maintain true and accurate account of income and expenditure duly supported by vouchers.
- (b) Maintain accurate accounts of daily expenses duly supported by vouchers.
- (c) Operate bank accounts of the Gymkhana as Co-signatory along with the Secretary.
- (d) Act upon and implement the directions of the President.
- (e) Faithfully act upon and implement the decisions and resolutions of the Board of Governors and the General Meeting.

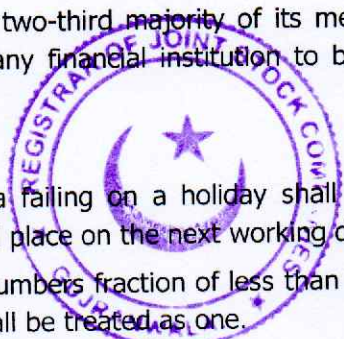
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## 27. FINANCES

- i. An account in the name of the Gujranwala Gymkhana shall be opened and maintained in a scheduled bank as approved by the Board of Governors which shall be operated jointly by the Secretary and the Finance Secretary of the Gymkhana.
- ii. The Finance Secretary may incur and allow expenses up to Rs.100000 per calendar month to meet any contingency and such expenses shall be placed before the Board of Governors in its monthly meeting for approval.
- iii. All income and expenses shall be accurately entered in the Books of Account.
- iv. The Board of Governors shall have the power to incur, allow and approve expenditure to any extent to achieve the objectives of the Gymkhana.
- v. The Board of Governors, with two-third majority of its members present, shall have authority to raise loans from any financial institution to be utilized for attaining the objectives of the Gymkhana.

## 28. GENERAL

- i. Any meeting of the Gymkhana falling on a holiday shall be deemed to have been convened at the same time and place on the next working day.
- ii. While calculating figures and numbers fraction of less than one half shall be deleted a fraction of one half or more shall be treated as one.
- iii. The Gymkhana shall have a common seal as approved by the Board of Governors.
- iv. The Gymkhana shall have perpetual succession and may sue or be sued in its name through the President.
- v. All members of the Gymkhana shall be issued a membership card for the purpose of identification, which shall be produced on demand whenever so required.
- vi. No person other than members and employees of the Gymkhana shall be admitted or allowed in the Gymkhana premises and its facilities. A member may bring in the Gymkhana premises a bonafide guest for a maximum period of three days after registration of the said guest with the Secretary and such member shall be responsible for the good conduct of his guest. Not more than two guests shall be allowed at any time.
- vii. Family members of a member may be allowed to participate in one or more sports on payment of usual charges for the sport. The Board of Governors shall grant such permission and the grantee thereof shall be issued a special permit for this purpose. A member whose family member is granted this permission shall be personally responsible for his good conduct. Provided that children of members below 18 years of age shall be allowed in the Gymkhana premises only if the member concerned accompanies them. Provided further that children of members below 18 years of age shall not be liable to pay any charges.
- viii. A casual vacancy occurring amongst the elected Members of the Board of Governors shall be filled by the permanent member, who had secured the next highest number of valid votes in the last election. Casual vacancy shall be deemed to occur due to death, resignation, termination of membership, Permanent disability or long absence from



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Gujranwala for a period exceeding three months of an elected member of the Board of Governors.

- ix. The Gymkhana may hold and acquire property in its name and such property shall be utilized or put to any lawful use for attaining the objects of the Gymkhana provided that any immovable property held in the name of Gymkhana or vesting in it by operation of law shall not be disposed of by way of sale, gift, exchange or mortgage or any other mode without prior approval by majority of the Permanent members assembled in General Meeting.
- x. Restaurant and canteen facilities for food, meals snacks, cold and hot drinks on a no profit no loss basis may be provided to members in a specified area on the Gymkhana premise, which shall be regulated by the Board of Governors.
- xi. Alcoholic drinks in any form or shape, and gambling and betting are strictly prohibited on the Gymkhana premises. No member or guest under the influence of alcohol or any other intoxicant shall be allowed entry into the Gymkhana premises.
- xii. No candidate in an election shall resort to propaganda of any kind based on religion, caste, color, creed, ethnicity or politics and no posters or handbills shall be allowed. Violation of this clause shall amount to misconduct liable to be published with disqualification from contesting the election and decision of the Returning Officer in this behalf be final.
- xiii. The Board of Governors of Gujranwala Gymkhana will be fully competent to amend, alter, Memorandum of Association and Articles of Association during the Transition Phase of first year, after inauguration.

**29.** Whenever any interpretation of these rules is required, the Board of Governors shall be fully competent to interpret any of these rules after consultation with the legal committee and such interpretation will be final.

**30. AMENDMENT IN THE MEMORANDUM AND ARTICLES OF ASSOCIATION**

- i. Any amendment or alternation in the Memorandum or Articles of Association shall be initiated by a Special Resolution signed by one third of the total number of permanent members stating precisely the proposed amendment or alteration.
- ii. The Special Resolution shall be considered by the Board of Governors within thirty days of its receipt and if carried by two third majority of members present, it shall be placed before on Extraordinary General Meeting for further consideration to be specially convened for this purpose.
- iii. The Special Resolution referred to above shall be deemed to be carried and passed if three or the total number of Permanent members vote for it in the Extraordinary General Meeting through secret ballot or show of hands as determined by the President.
- iv. The Special Resolution if carried in the manner indicated above shall take effect only on confirmation as provided in the Companies Act, 2017.

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### 31. CONFLICT OF INTEREST

- i. When any matter is to be, or is likely to be considered or discussed at a meeting of a Board of Governors, or any of its committee or sub-committee, the member of Board of Governors, who has a conflict of interest in respect of such matter, shall:
  - (a) if he/she is present at the meeting, forthwith disclose the nature of his/her conflict of interest and leave the meeting after notifying the Chairman or the person presiding the meeting or the chairman of the Board of Governors, committee or sub-committee, as the case may;
  - (b) if he/she has a prior knowledge of the consideration or discussion as aforesaid, disclose the nature of his/her conflict of interest to the Chairman Board of Governors, committee or sub-committee as the case may be and abstain from the meeting.
- ii. A member who has a conflict of interest shall neither preside over meeting of committee and sub-committee nor take part in the proceedings or vote on any question with decision of Board of Governors, committee and sub-committee wherein any matter in respect of which his/her conflict of interest exists.

### 32. SUCCESSION OF DISSOLVED / DEFUNCT GUJRANWALA CLUB

Gujranwala Gymkhana shall succeed

- (a) All Properties.
- (b) All paid management and employees for provision of services.
- (c) All rights, funds, claims or liabilities.
- (d) All litigation matters.
- (e) All executed agreements MOUs etc.
- (f) All bank accounts of defunct Gujranwala Club.



#### Explanation:

- i. For the purpose of this clause, the terms property shall include any land, building, office, work, facility, amenity, vehicle, equipment, plant, store or apparatus.
- ii. The nomenclatures of the posts of defunct Gujranwala Club shall be re-designated with the approval of BOG of Gujranwala Gymkhana.

### 33. ELECTION RULES OF GUJRANWALA GYMKHANA

Regular elections shall be held in accordance with the prescribed procedures given in **Annex-A** (Election Rules).

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