



RULES & REGULATIONS (ARTICLES OF ASSOCIATION) OF BUYING AGENTS ASSOCIATION

(WITH AMENDMENTS TO THE RULES AND REGULATIONS AS PER RESOLUTION PASSED IN THE 2ND EXTRAORDINARY GENERAL BODY MEETING
HELD ON 14 SEPTEMBER 2019)

1. NAME OF SOCIETY

The name of the Society shall be **BUYING AGENTS ASSOCIATION**, at Export Promotion Council for Handicrafts (EPCH), EPCH House, Pocket 6 & 7, L.S.C. Vasant Kunj, New Delhi – 110 070

2. DEFINITIONS AND INTERPRETATION

Unless it is inconsistent with the subject or context in which it is used:

“**ACT**” shall mean the Societies Registration Act, 1860 and Rules made there under both amended from time to time.

“**APPROPRIATE GOVERNMENTAL AUTHORITY**” shall mean the relevant ministry and /or department of the government of India or any state government/union territory, statutory bodies, autonomous organizations corporation, associated with the Sector.

“**AUDITOR**” shall mean the auditor for the time being of the Society appointed at the Governing Body meeting.

CERTIFIED COPY

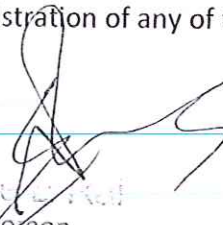
“**GENERAL BODY**” shall mean the General Body comprising of all the Members of the Society.

“**GOVERNING BODY**” shall mean the body as constituted under the Rules and which shall be the body to look after the overall administration and management of the affairs of the Society.


“**GOVERNING BODY MEMBER**” shall mean a Member who is Member of the Governing Body.

“**INTELLECTUAL PROPERTY RIGHT**” shall mean any and all rights in patents, trademarks, copyrights and designs pertaining to symbols, names, images, logos, course content, product, material, software, design, digital or non-digital material or other work created as a consequence of implementation of the objects of the Society and all other intellectual property rights and equivalent and similar forms of protection, whether registered or unregistered, as well as the applications for registration and the right to apply for registration of any of these rights, in all cases which are used or owned by the Society.

Chairperson



Chairperson
Buying Agents Association

General Secretary


Anchal Kansal

General Secretary
Buying Agents Association

Treasurer


Vishal Narain Sinha

Treasurer
Buying Agents Association



"MEMBER" shall mean any person who becomes a Member in accordance with the Rules and shall include all classes of Members.

"MEMORANDUM OF ASSOCIATION" shall mean the Memorandum of association of the Society.

"MONTH" shall mean calendar month of the Western calendar.

"NOMINATED MEMBERS" Nominated members are the members who get nominated by the Governing Body to fill a Casual vacancy in the Governing Body and shall be a part of the Governing Body until the next election

"CHAIRMAN" shall mean the Chairman/Chairperson of the Society.

"REGISTER OF MEMBERS" Register of members means the Register, in physical form or electronic form, maintained by the Society containing the following information: (a) The names, addresses and other relevant information of all the Members of the Society from the date on which such persons have been appointed as Members. (b) Any changes taking place in the membership such be intimating to governing body from time to time. (c) No person shall be considered as a Member or entitled to exercise any rights and privileges of a Member unless he has given written consent to the governing body.

"RESERVED MATTERS" Reserved matters are matters pertaining to the working of the Association that hold critical importance, changes to which require special permission as described in the Article of Association.

"RULES" shall mean the Rules of the Society and as amended from time to time in accordance with the procedure contained herein.

"SEAL" shall mean the common seal, if any, from time to time of the Society.

"GENERAL SECRETARY" shall mean the General Secretary of the Society.

CERTIFIED COPY



"SOCIETY" shall mean the **"BUYING AGENTS ASSOCIATION"** which is an autonomous body incorporated as a Society under the Societies Registration Act, 1860.

"TREASURER" shall mean the Treasurer of the Society, the details of which are set out in Rule 30D.

Chairperson

Christine E Rai

Chairperson

Buying Agents Association

General Secretary

Anchal Kansal

General Secretary

Buying Agents Association

Treasurer

Vishal Narain Sinha

Treasurer

Buying Agents Association

Amended as on Sep. 2019



"VICE-CHAIRMAN" shall mean the Vice-Chairman of the Society, the details of which are set out in Rule 30 B.

"YEAR" shall mean the period commencing from the 1st April and ending with the 31st March of the calendar year.

"ASSOCIATE" shall mean any person who becomes an Associate of the BAA in accordance with the Rules.

"FOUNDER MEMBER" shall mean the member who joined at the time of setting up of the Association under Founder Member Category and paid substantial funds as corpus or is replaced as per article.

"SPECIAL INVITEE" means a person or a non-member, from the industry, who is invited by 2/3rd of the Governing Body to be a part of the Governing Body in advisory capacity.

"TERM" Terms means duration between one Annual General Meeting to the next Annual General Meeting.

CERTIFIED COPY

2ND GOVERNING BODY

| S.No | Name and Address | Occupation & Designation | Designation in BAA |
|------|---------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------|-------------------------------|
| 1. | MS. CHRISTINE ELIZABETH RAI G-63, G-BLOCK, NIZAMUDDIN WEST, NEW DELHI | BUYING AGENT - CEO M/S INDIAN INC. / IMTIARA CONSULTANTS PVT LTD | CHAIRPERSON |
| 2. | MR. VISHAL DHINGRA A - 22, SECTOR - 2, NOIDA | BUYING AGENT - DIRECTOR SPECIALITY MERCHANDISING SERVICES PVT LTD | VICE CHAIRMAN |
| 3. | MR. SUMIT CHHABRA B-122, TOI CITY, RAMGANGA VIHAR, MORADABAD | BUYING AGENT - DIRECTOR CREATIVE CONCEPTS INDIA | VICE CHAIRMAN |
| 4. | MS. ANCHAL KANSAL 213-214, 2 ND FLOOR, GLOBAL FOYER, SECTOR 43, GOLF COURSE ROAD, GURGAON | BUYING AGENT- DIRECTOR INDSOURCE INTERNATIONAL | GENERAL SECRETARY |
| 5. | MR. VISHAL NARAIIN SINHA D- 3/3642 VASANT KUNJ, NEW DELHI- 110070 | BUYING AGENT - DIRECTOR HERMES INDIA INFRACONSULT PVT LTD | TREASURER |
| 6. | MR. DEEPAK JOSHI 3 CH 10, SECOND PULIYA, CHOPASANI HOUSING BOARD, JODHPUR | BUYING AGENT - DIRECTOR MATHRUA (MLINE) CONTAINER LOGISTICS PVT. LTD. | MEMBER - GOVERNING BODY |

Chairperson

Christine E Rai

Chairperson

Buying Agents Association

General Secretary

Anchal Kansal

General Secretary

Buying Agents Association

Treasurer

Vishal Narain Sinha

Treasurer

Buying Agents Association

| | | | |
|-----|------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------|
| 7. | MS. MANDIRA MALIK PALLAVI FARM, 10 CHINAR DRIVE, DLF FARMS, CHATTARPUR, NEW DELHI | BUYING AGENT - DIRECTOR SOMETHING ELSE | MEMBER - GOVERNING BODY |
| 8. | MR. MANOJ RANA B-13, SECTOR- 60, NOIDA- 201301 | BUYING AGENT - DIRECTOR RMS ASSOCIATES | MEMBER - GOVERNING BODY |
| 9. | MR. MICHAEL VINOD G-1, BUILDING NO. 312, SECTOR-3A, VAISHALI, GHAZIABAD | BUYING AGENT - DIRECTOR MADE IN INDIA SOURCING | MEMBER - GOVERNING BODY |
| 10. | MR. NITIN MOHAN 50/8, 1ST FLOOR, TOLSTOY LANE, JANPATH, NEW DELHI | BUYING AGENT - DIRECTOR TRIBURG CONSULTANTS PVT. LTD. | MEMBER - GOVERNING BODY |
| 11. | MR. PUSHKAR CHITRAVANSHI BCV -2, SKYLOFT BUSINESS SUITE, ADVANT NAVIT BUSINESS PARK, PLOT- 7, SEC- 142, NOIDA | BUYING AGENT - DIRECTOR THE SUN CORPORATION | MEMBER - GOVERNING BODY |
| 12. | MR. SANJEEV JAIN E 79, SECTOR 52, NOIDA | BUYING AGENT DIRECTOR TQM GLOBAL BUYING | MEMBER - GOVERNING BODY |
| 13. | MR. RAKESH KUMAR C-200 SF, BLOCK-C, GREATER KAILASH- I NEW DELHI - 110065 | SERVICE - DIRECTOR GENERAL EPCH | MEMBER - GOVERNING BODY |
| 14. | MR. O P PRAHLADKA | SERVICE - CHAIRMAN HANDICRAFTS AND CARPET SECTOR SKILL COUNCIL | MEMBER - GOVERNING BODY |
| | | | |

CERTIFIED COPY

3. MEMBERSHIP

I. The number of Member with which the Society proposes to register is **TEN**. These members shall be called Founder Members. Thereafter, the Membership may be increased or decreased in consonance with the decision of the Governing Body. Subject to the approval of the Governing Body of the Society. The membership of the Society is open to any person who has the following minimum qualifications declarations :

- Has attained the age of majority.
- The prime interest of business is representing or running the interest of the overseas buyers through a valid contract or office (includes buyers own office).
- Should fully declare their interest for assisting direct physical export, if any, for the careful consideration of the committee before membership (subject to acceptance by the Committee)
- Rules of membership:

Chairperson

Christine E Rai
Chairperson
Buying Agents Association

General Secretary

Anchal Kansal
General Secretary
Buying Agents Association

Vishal Narain Sinha
Treasurer

Buying Agents Association



- A. Applicant shall submit a duly filled application form as determined by the Governing Body of BAA.
- B. Applicant shall submit self-attested KYC documents to establish the validity of the applicant.
- C. Applicant shall submit self-attested PAN, GSTIN or IEC to establish the validity of his/her organization. In case of lack of these documents, the Secretariat can provide Provisional Membership to the applicant and the applicant must submit these documents with 3 months of the Provisional Membership failing which the membership shall be terminated & fees deposited will be forfeited.
- D. Applicant shall submit CA certificate certifying the range of turnover to ascertain the category of membership for the said applicant.
- E. Applicant shall make the payment of the membership fee including the admission fee and the annual subscription fees in advance to be able to become a member to the Association.
- F. Applicant shall submit signed copy of Code of Conduct
- G. Applicant must submit references of at least 2 other BAA Members.
- H. Applicant may be required to submit any further documents as required by the Governing Body from time to time.

II. If the Membership is not approved by the Governing Body of the Society, the reason of refusal shall be communicated to the person/applicant concerned.

III. The General Body of the Society shall be composed of the following classes of Members.

- (a) Founder Members
- (b) Members Category I
- (c) Members Category II
- (d) Institutional Members
- (e) Non Indian Category I
- (f) Non Indian Category II
- (g) Liaison Office
- (h) Nominated Member

CERTIFIED COPY



4. ELIGIBILITY FOR MEMBERSHIP FOR EACH CLASS

- I. **Founder Member:** The maximum number of 10 founder members are to be associated with the Society. A Founder Member is one who has either signed the Article of Association at the time of its inception along with payment of requisite fee or later on inducted by the Governing Body with a unanimous decision along with requisite fee. Incase such member is in default for paying renewal fee, he will be served a notice of default with a specific period to pay, otherwise such situation will

Chairperson

Christine E Rai

Chairperson

Buying Agents Association

General Secretary

Anchal Kansal

General Secretary

Buying Agents Association

Treasurer

Vishal Narain Sinha

Treasurer

Buying Agents Association



be vacant. Entry fee paid at the time of entrance will be non-refundable. The Governing Body will thereafter fill the vacancy as per procedure laid down.

- II. **Category I** – A Buying Agent managing a turnover of over USD 1 million of business in any one financial year of the last three preceding financial years can be appointed for Category I membership. Any person/company having fulfilled the criteria of being a member as a buying agent and further intending to work with the Society for the achievement of the Society's object can be granted such membership.
- III. **Category II** – A Buying Agent managing a turnover of less than USD 1 Million but greater than USD 50,000 in any one financial year in the three preceding financial years can be appointed for Category II membership. Any person/company having fulfilled the criteria of being a member a buying agent and further intending to work with the Society for the achievement of the Society's object.
- IV. **Institutional Member:** Any Governmental or Non-Governmental body directly or indirectly associated with the industry of exports and interested in working towards improving the affairs of the Association can join the Association as Institutional Members.
- V. **Non- Indian Category I** – Any person/company working as a buying agent outside India and having a turnover of about USD 1 million and above of business in any one of the financial years in the last three preceding financial years, can qualify for this membership.
- VI. **Non – Indian Category 2** - Any person/company working as a buying agent outside India and having a turnover of less than USD 1 Million but greater than USD 50,000 in any one financial year in the last three preceding financial years, can qualify for this membership.
- VII. **Liaison Offices** – Offices of foreign customers in India that are working with the objective of exporting the products from India.
- VIII. **Nominated Member** - The member who is nominated by the Governing Body to fill a Casual vacancy in the Governing Body and shall be a part of the Governing Body until the next election.

CERTIFIED COPY



5. REPRESENTATION OF SOCIETY, TRUST, INSTITUTION, FIRM AND OTHER BODY

A corporate, society, trust, institution, firm and other body or bodies registered or unregistered who become Members of the Society, would, for the purpose of representation on the Society, nominate, in writing, an individual as its representative under its duly signed resolution to represent them in the General Body meetings and also on the Governing Body meeting and may, from time to time, revoke such nomination and substitute another. The representation of such nominees in relation to the Society for all

Chairperson

Christine E Rai

Chairperson

Buying Agents Association

General Secretary

Anchal Kansal

General Secretary

Buying Agents Association

Treasurer

Vishal Narain Sinha

Treasurer

Buying Agents Association



intents and purposes shall be deemed to be the representation of the corporation, Society, trust, institution, firm or the body, whose nominee the person happens to be.

6. ADMISSION FEE & SUBSCRIPTION

- I. The admission fee and the subscription shall be as under unless otherwise revised by the Governing Body of the Society. Type of membership and Entry Fees to be decided by Society

| Category | Entry Fee at the time of Admission* | Annual Subscription* |
|------------------------|-------------------------------------|----------------------|
| Founder Member | INR 1,00,000 | INR 11,000 |
| Members Category I | INR 12,000 | INR 6,000 |
| Member Category II | INR 6,000 | INR 3,000 |
| Institutional Members | INR 3,000 | INR 1,500 |
| Liaison Office | INR 12,000 | INR 6,000 |
| Non Indian Category I | USD 250 | USD 150 |
| Non Indian Category II | USD 150 | USD 100 |

* At the time of becoming a member, both Entry Fee and Annual Subscription shall have to be paid for the first year by the new member. In the following years of membership, only the Annual Subscription needs to be paid, unless in cases where membership is discontinued due to any reason.

II. FEE RULES

CERTIFIED COPY

- a) The Governing Body shall have the power to increase, decrease or vary the amount of admission and annual subscription from time to time. Additional subscription, in addition to the annual subscription referred to hereinabove, may be collected by the Governing Body from Members for a general or specific purpose or project.
- b) All dues, including annual subscription, additional subscription as provided in these Rules and any other dues or contributions, are payable to the Society within three months from the date of demand. The first annual subscription would, however, be payable within one month of the applicant's admission as Member of the Society.
- c) Once paid, the fee cannot be refunded, unless there is a bonafide reason that should be validated by majority vote of the Governing Body in the Governing Body meeting.
- d) In case of Provisional Membership, if the new Associate / new member is unable to submit the required documentation in time, then the membership fee paid at the time of taking membership shall be forfeited.

Chairperson

Christine E Rai

Chairperson

Buying Agents Association

General Secretary

Anchal Kansal

General Secretary

Buying Agents Association

Treasurer

Vishal Narain Sinha

Treasurer

Buying Agents Association



- e) Additional subscription, in addition to the annual subscription referred to hereinabove, may be collected by the Governing Body from Members for a general or specific purpose or project.
- f) Non-payment of membership fees can lead to discontinuation of membership of the member as decided by the Governing Body in Governing Body Meetings.
- g) Any Member who shall cease for any reason to be a Member shall nevertheless remain liable for and shall pay to the Society, all money, which at the time such Member ceases to be a Member may be due from such Member. The Governing Body may, in their absolute discretion, waive or remit the claim of the Society to all or any part of subscription and/or any other dues in respect of any Member, group of Member or all Members.

7. REGISTER OF MEMBERS

- I. The Society shall maintain a Register of Members containing the following information:
 - a) The names, addresses and other relevant particulars of all the Member of the Society (names, addresses, contact details etc.) from the date on which such persons have been accepted as Members.
 - b) All changes taking place in the Membership from time to time.
 - c) Such other information as is relevant and for which decision is taken by the Governing Body from time to time.
- II. No person shall be considered a Member or entitled to exercise any rights and privileges of a Member unless his name and details are entered in the Register of Members.
- III. The Society may keep such a Register in soft copy or in hard copy as deemed fit.

8. TERMINATION OR CESSATION OF MEMBERSHIP

- I. A Member shall cease to be a Member of the Society in any of the following events:
 - a) On his death
 - b) On his written resignation.
 - c) If adjudged insolvent
 - d) If found to be involved in anti-social and unethical Activities.
 - e) If adjudicated by any court of law to be a criminal offender/proclaimed offender or of unsound mind.
 - f) If found guilty of anti-propaganda in relation to the aims and objects of the Society.
 - g) If he fails to pay the subscription or contribution for three (3) months from the due date.
 - h) If he disregards the Rules or disobeys the decisions of Governing Body.

CERTIFIED COPY



Chairperson

Christine E Rai

Chairperson

Buying Agents Association

General Secretary

Anchal Kansal

General Secretary

Buying Agents Association

Treasurer

Vishal

Treasurer

Buying Agents Association



- i) In the case of a partnership firm, if it is dissolved or adjudged insolvent.
- j) In the case of a partnership firm, if the partners are convicted of an offence involving moral turpitude.
- k) In the case of a company, Society or association, if it goes into liquidation or is dissolved.
- l) In case a member who brings disrepute to the Association or creates any conflict of interest with the Association, can be removed from membership as decided by governing body in meeting.
- m) In case a member does not pay renewal fee within stipulated time period then they shall be liable to pay three months additional fees. The governing body may decide to give another three months additional period to the member to pay outstanding dues. If any member's membership is lapsed/terminated due to non-payment, then they shall have to pay the admission fee and do all the documentation formalities to become a member again.
- n) In case a member is unable to provide the necessary documents as required by the Society for confirming a membership, after getting Provisional Membership, within the stipulated time given. However, the Governing Body may decide to give some additional period for the submission of documents, if so requested by the new member and if deemed fit by the Governing Body.
- o) In the case of any criminal proceedings, it shall be competent for the Governing Body to request such Member to resign within one month. After such request, if the Member fails or refuses to do so, the Governing Body shall thereupon convene a meeting and if at such a meeting, majority of the Members are present and by voting approve the expulsion of the Member, such Member shall thereupon cease to be a Member.

CERTIFIED COPY

II. Process of Termination / Expulsion / Cessation of Members

If it appears to the Governing Body that any Member has been guilty of any conduct likely to reflect detrimentally on the Society or has acted in a manner inconsistent with these Rules, it shall be competent for the Governing Body to request such Member to resign within one month. After such request, if the Member fails or refuses to do so, the Governing Body shall follow the below process:

- a) In case a membership needs to be terminated, then the Secretariat may issue a written show cause notice either on email or by registered post, to the member with reasons for the expected termination and request for an explanation from the member.
- b) The member must respond to the show cause notice within 2 weeks of receiving such a notice, failing which Governing Body may confirm the termination.
- c) A meeting may be called for on the members request, to hear the members explanation, where quorum of the Governing Body needs to be fulfilled.
- d) ~~On satisfactory explanation and discussion, the Governing Body may take a decision whether to terminate the membership or to continue the same.~~
- e) In case, it is decided that the Membership must be terminated, then a written request must be sent to the Member to resign within 1 month.
- f) If the member fails to comply, then the Governing Body can serve a 2-week notice to the member in written, through email or through registered post and communicate such a termination, which shall automatically take effect 2 weeks post such a notice issued.

Chairperson
Christine E Rai
Chairperson
Buying Agents Association

General Secretary
Anchal Kansal
General Secretary
Buying Agents Association

Visitor
N. R. Sinha
Treasurer
Buying Agents Association



- III. Any Member who shall cease for any reason to be a Member shall nevertheless remain liable for and shall pay to the Society, all money, which at the time such Member ceases to be a Member may be due from such Member.
- IV. The Governing Body may, in their absolute discretion, waive or remit the claim of the Society to all or any part of subscription and/or any other dues in respect of any Member, group of Member or all Members.
- V. In case of expulsion/resignation/ removal of any member of the Governing Body, 2/3rd of the Governing Body can nominate another members to fill such a Casual vacancy. A member so Nominated to the GB shall hold the seat until the next general elections. . Such member shall enjoy all rights as per the member whose seat fell vacant except in case where the Casual Vacancy arises in an Office bearing position. In such a case, the GB shall nominate a new Office Bearer for the vacant seat from amongst the existing GB members, if so needed, and the new Nominated member shall just be a GB member of the Association.

9. RIGHTS & PRIVILEGES OF MEMBERS

CERTIFIED COPY

9.1 General Rights of Members:

- I. Shall have the right to give their considered views/opinion to the General Body, which may help in the furtherance of the objects of the Society and its smooth functioning.
- II. Shall have the right to receive information and exchange of information of mutual interest.
- III. Shall have a right to obtain any information concerning the affairs of the Society after giving seven day notice.
- IV. Shall have the right to attend the General Body meeting, provided there are no outstanding dues against them.
- V. May introduce or second any resolution in the General Body with the permission of the Chairman.
- VI. May introduce or second any Member's name for election of the Governing Body.
- VII. May vote in favour or against any resolution in the General Body meeting.
- VIII. Shall be entitled to inspect the records of the Society with the prior approval of the General Body.
- IX. Shall be entitled to contest election of the Governing Body as per election rules, if a Member introduces his name and another Member seconds him for the said purpose.
- X. Shall have the voting right at the General Body meeting and authority to participate in the elections of the Governing Body.
- XI. Have the right to collect the identity card and Membership certificate after depositing the required / prescribed fee (whether admission or not to be mentioned on a case to case basis) fixed by the Governing Body from time to time.



Chairperson
Christine E Rai
Chairperson
Buying Agents Association

General Secretary
Anchal Kansal
General Secretary
Buying Agents Association

Treasurer
Vishal Narain Sinha
Treasurer
Buying Agents Association



- XII. Shall enjoy all facilities, provided by the Society:
- XIII. Every expelled Member shall have a right to refer and appeal to the General Body for re-admission against the reason of expulsion and the decision of the General Body shall be final provided that a Member who is in arrears of subscription at the time of voting and/or against whom any disciplinary Action is pending shall have no right to vote unless he pays all the arrears and/or unless disciplinary Action is decided finally in his favour under these Rules.
- XIV. Shall be entitled to challenge for any irregularity in the accounts and other records of the Society and can refer it to the Chairman.
- XV. Shall be eligible for all membership benefits as applicable to the membership category

9.2 Specific Rights of Members as per category of membership

- a) **Founder Member** - shall be eligible for one vote per organization/ membership. Founder members shall have the right to attend all meetings of the Governing Body including the right to propose an agenda/issue for discussion at meetings, participate in deliberations and discussions etc. but not including in the right to vote in any of the said meetings, unless the Founder Member is also a member of Governing Body.
- b) **Category I / Category II** - Every Member of above category shall be eligible for one vote per organization/ membership and shall get a Membership Kit on confirmation of Membership along with a Membership certificate, BAA Lapel Pin and any other document or accessory as applicable from time to time.
- c) **Institutions / Liaison Office** – A representative of the organization shall be eligible for one vote per organization/ membership and shall be eligible to get a Membership Kit on confirmation of Membership along with a Membership certificate, BAA Lapel Pin and any other document or accessory as applicable from time to time.
- d) **Non- Indian Category I & II** - Shall be eligible to get a Membership Kit on confirmation of Membership along with a Membership certificate, BAA Lapel Pin and any other document or accessory as applicable from time to time.

10. DUTIES OF THE MEMBERS

CERTIFIED COPY

Every Member of the Society shall.

- I. Attend the Annual General Body meetings regularly.
- II. Give necessary information to the Society pertaining to any matter which is necessary to be known by the Society.
- III. Not indulge in Activities which are prejudicial to the aims and objects and/or the Rules.

Chairperson
Christine E Rai
Chairperson
Buying Agents Association

General Secretary
Anchal Kansal
General Secretary
Buying Agents Association

Treasurer
Vishal Narain Sinha
Treasurer
Buying Agents Association



- IV. In the event of any changes in his address, telephone number and other details, promptly notify the new address, telephone number or other details to the General Secretary, who shall thereupon enter the same in the Register of Members.

11. GENERAL BODY & ANNUAL GENERAL MEETING

- I. The General Body shall consist of all the Members of the Society mentioned in the Register of Members who are not disqualified by any prior resolution of the Governing Body and who are not in arrears at the time of meeting of the General Body.
- II. Annual General Body Meeting shall be held once in every year (or as and when the General Body may decide from time to time). The meeting so held other than the annual General Body Meeting shall be called Extraordinary General Body Meeting.
- III. The first meeting of the Society shall be held at the same station where the registered office is located. The Chairman of the society shall be the Chairman of the meeting. In absence of the Chairman, the Chairman to conduct the proceedings/meeting shall be elected from among the Members present, prior to commencement of such meeting
- IV. Minimum fifteen (15) day notice shall be given to the Members, before the date of Annual General Body Meeting, enclosing an agenda specifying date, time, place and issues to be discussed. The circulation of the notice in the manner provided in the Rules shall be considered as notice served. The notice shall also be displayed on the notice board of the Society or posted on the website of the Society (notice of meeting)
- V. The quorum of Annual General Body Meeting shall be 10% of the total strength of the General Body present in person or proxy including the Nominated Member(s).
- VI. If within half an hour from the time appointed for holding the meeting, the quorum is not present, the meeting shall stand adjourned to such time and date as may be determined by the Chairman of the meeting.
- VII. The Annual General Body Meeting shall be presided over by the Chairman of the Society. In his absence, the Vice-Chairman shall preside.
- VIII. In case the Chairman or the Vice-Chairman is not present, the Members shall elect a chairman to conduct that particular meeting and transact the business as per the agenda of that meeting.
- IX. An urgent meeting of the General Body can be requisitioned when 1/10 (One Tenth) of the existing Members of the Society having voting rights), give a notice to the General Secretary in writing specifying the agenda for the meeting. (EGM)
- X. VOTING - Voting will be by secret ballot, or show of hands, as decided by the Members. For avoidance of doubt, votes may be given either personally or by proxy or by duly authorized representative only on poll/secret ballot. The authority to a proxy must be in writing. The proxy must be deposited with the

Chairperson

Christine E Rai

Chairperson

Buying Agents Association

General Secretary

Anchal Kansal

General Secretary

Buying Agents Association

Treasurer

Vishal Narain Sinha

Treasurer

Buying Agents Association



General Secretary/Chairman of the Society not less than forty eight 48 hours before the time for holding the meeting. The proxy need not be a Member, but no person may be a proxy for more than four 4 (Four) Members. The role of proxy is only restricted to the extent of casting of votes as authorized by the Members.

XI. Agenda of the General Body Meeting

The General Body shall have the following powers, duties and functions to perform.

- a) To receive, consider and adopt the annual report and audited statement of accounts for the previous year.
- b) To consider and sanction (with or without modifications) the budget estimated for the ensuing year.
- c) Appointment of auditors for the ensuing year and fixing their remuneration.
- d) To ratify the retirement of the retiring members and the result of elections of the new members. Such elections shall be held every 2nd term.
- e) To consider proposed amendments to the Memorandum of Association and Rules approved by the Governing Body.
- f) Such other business that is required to be done by the General Body.

12. GOVERNING BODY

12.1 A Governing Body of the Members of the Society shall govern the affairs of the Society. There shall be 15 members in the Governing Body of **BUYING AGENTS ASSOCIATION** and their constitution shall be as under:

- (a) Founder Members - 03
- (b) Members Category I - 06
- (c) Members Category II - 04
- (d) Institutional Members - 02

12.2 Besides above, 2 special invitees shall also be invited by the Governing Body having no voting rights in the Governing Body

Special Invitees to the Governing Body

12.2.1 **Special Invitees:** Special invitees may be invited by the Governing Body but such Special Invitees shall have no voting rights in the Governing Body.

12.2.2 **Eligibility of Special Invitee** – A Special invitee must be from the industry and may or may not be a member of the Association.

12.2.3 **Max No of Invitees** – Max 2 special invitees shall be invited by the Governing Body

12.2.4 **Process of Approving and Inviting a Special Invitee** – GB members can nominate a person as a Special Invitee on the GB. For such a nomination, 2/3rd Governing Body shall be agreed. A formal invite shall be sent to the Special Invitee and acceptance taken thereon.

CERTIFIED COPY



Chairperson

Christine E Rai

Chairperson

Buying Agents Association

General Secretary

Anchal Kansal

General Secretary

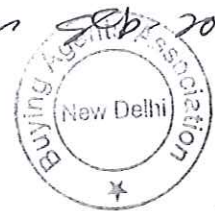
Buying Agents Association

Treasurer

Vishal Narain Sinha

Treasurer

Buying Agents Association



13. The tenure of the office bearers so elected for the first time shall be for a period of 18 months (Maximum) and thereafter the Governing Body at its full strength will elect all office bearers whose term will be for a period of two years in line with the ensuing Annual General Meeting. Any Office Bearer can hold office for maximum 2 consecutive terms of two years.
14. Minimum Seven (7) day's notice or any such period as decided by the Governing Body shall be required for calling the Governing Body meeting, enclosing the agenda and specifying date, time and place of the meeting.
15. The persons elected as the Governing Body Members shall not be entitled to any remuneration.
16. The Governing Body shall have all the powers and duties necessary for the administration of the affairs of the Society and may do all such Acts and things in the manner as prescribed under these Rules.
17. The Term of office of the Governing Body elected by the General Body shall be for 02 (two) years. However, 1/3 members shall retire every alternate term, the longest serving member in office in each Category of membership will retire first. In case more than one member is elected on the same date, then retirement will be by a draw of chits.
18. A Governing Body meeting shall be held at least once in 3 (Three) months.
19. An urgent Governing Body Meeting may be called at a 2 (two) day notice and the quorum of such a meeting shall be 50% of the GB. The Chairman may decide to call for an urgent meeting of the Governing Body and may approve of waiver of notice for such a meeting.
20. The Chairman of the Society would also be the Chairman of the Governing Body Meeting.

21. QUORUM & PROCEEDINGS AT GOVERNING BODY MEETINGS

- I. No business shall be transacted at any meeting of the Governing Body unless a quorum of Members is present at the time when the meeting proceeds to business.
- II. If any meeting has to be adjourned for want of quorum, then at the adjourned meeting, the Members present, whatever their number but not less than 1/3rd of the Governing Body, shall form a quorum and shall have power to decide upon all matters which could have been disposed of at the meeting of the Governing Body from which the adjournment took place.
- III. No Reserved Matters shall be deemed to have been passed without the consent of 2/3rd majority of the GB.

Chairperson

Christine E Rai

Chairperson

Buying Agents Association

General Secretary

Anchal Kansal

General Secretary

Buying Agents Association

Treasurer

Vishal Narain Sinha

Treasurer

Buying Agents Association



CERTIFIED COPY



- IV. If the Chairman of the Society is not present at the time appointed for holding the meeting, or is unable to attend and Act as the Chairman of the meeting, the Vice Chairman shall Act as the Chairman. In the absence of both the Chairman and the Vice Chairman, the Governing Body Members present shall elect one of their Members to be the Chairman of the meeting.
- V. The person presiding at the meeting shall decide on the admissibility of any question or proposition, and shall disallow the same, if in his opinion, it contravenes these Rules or, is otherwise, inadmissible and his decision thereon shall be final.
- VI. No business shall be transacted at any adjourned meeting, other than the business left unfinished at the meeting from which the adjournment took place.
- VII. Except as provided under Rule 22 herein below (Reserved Matters), all decisions shall be taken by simple majority of votes of the Members. Except for the Reserved Matters, in the event of equality of votes, the Chairman of the meeting shall have a second or casting vote.

22. RESERVED MATTERS

The Reserved Matters shall comprise the following:

- I. Alteration of Memorandum of Association or the Rules of the Society.
- II. Appointment or change of the Auditor.
- III. Fund raising, if the amount exceeds Rs 25 Lakh (Rupees twenty five lakhs).
- IV. Receipt of grants/borrow money /loan/ assistance.
- V. Fixing the key commercial terms of contracts, if the value of such contracts exceeds Rs 2 lakh (Rupees two lakhs).
- VI. The Society entering into any contract where the monetary value of payment by the Society exceeds INR 2 lacs(Rupees Two Lakhs).
- VII. Any increase or decrease in the number of the Governing Body Members.
- VIII. Amalgamation and Division of the Society.
- IX. Change in name of the Society.
- X. Expulsion of a Member.
- XI. Change of objects of the Society.
- XII. Any issue relating to Intellectual Property Rights involving the Society.
- XIII. Any issue relating to the funds of the Society, as set out in Rule 34 and 35.
- XIV. Any issue relating to the annual report, as set out in Rule 37.

CERTIFIED COPY



Chairperson

Christine E Rai
Chairperson
Buying Agents Association

General Secretary

Anchal Kansal
General Secretary
Buying Agents Association

Treasurer

Vishal Narain Sinha
Treasurer
Buying Agents Association



- XV. Dissolution of the Society.
- XVI. IPR related issues pertaining to licensing, sub licensing, joint usage amongst others

23. NOMINATION FOR ELECTION OF MEMBERS OF GOVERNING BODY.

- I. Nomination for election to the Governing Body, except Associates may be filed by any Member of the Society, to the category for which he/she is representing as a member.
- II. The association may adopt online voting mechanism which can be managed by the Returning Officer or if done manually, the voting papers for election to the Governing Body shall be distributed in advance and all Members shall be provided with an opportunity to send the ballot papers recording the votes to the Society's office by post. The completed ballot, received by the election officer, as appointed by the Governing Body, in sealed envelopes up to one week before the date and time of the concerned General Body meeting may be adopted as valid. The envelopes containing the ballot papers shall be opened, at the annual General Body meeting. If done electronically, then the RO shall declare the results of the elections in the Annual General Meeting.
- III. Members nominating themselves for elections must comply with the Elections rules and qualify under the parameters as set out by the Governing Body prior to Elections
- IV. Any member who has defaulted in paying the dues to the Society in time shall not be eligible to stand for elections
- V. Any member whose membership has been terminated at any time and for any reason from the society cannot participate in the election unless approved by 2/3rd majority of the Governing Body.

CERTIFIED COPY

24. ELECTION

- I. The first Governing Body shall consist of Members whose names find place at Para 8 of the Memorandum of Association.
- II. Save and except the Associates and Special Invitees, the General Body in its annual meeting will elect and fill the vacancy of the retiring members of the Governing Body after at every alternate AGM.
- III. For Election, the election committee of the Society will make its own Election Rules which will be adopted by governing body in its meeting.




 Chairperson
 Christine E Rai
 Chairperson
 Buying Agents Association


 General Secretary
 Anchal Kansal
 General Secretary
 Buying Agents Association


 Treasurer
 Vishal Narain Sinha
 Treasurer
 Buying Agents Association



- IV. The Governing Body shall appoint a Returning Officer from one of the reputed institutions or organizations to conduct free, fair and transparent elections. The Returning Officer shall be empowered to conduct the elections and announce the results, his decision shall be final and binding.
- V. The Governing Body shall appoint an election committee of 3 members who will confirm in writing that they will not contest elections but will act as observers. The Election Committee may submit its report to the Governing Body while announcing its results by the R.O.
- VI. The Chairman, Vice-Chairman, General Secretary and Treasurer of the society shall be nominated by the newly comprised Governing Body.
- VII. **Eligibility of the Office Bearers** – All Office Bearers must be members of the Society for at least 3 years. Exceptions shall be made to this rule till July 2020, post which any newly constituted Governing Body must have Office Bearers who have been members to the Society for at least 3 years.

25. TERM OF OFFICE

- I. The term of Office Bearers including the Chairman, Vice Chairman, General Secretary and Treasurer can be extended to a maximum of 2 consecutive terms of two years each, thereafter the Office Bearer must step down from the position.
- II. At every alternate Annual General Meeting, 1/3rd of the elected members of the Governing Body must retire. This retirement must be from all categories of members and must be in proportion to their representation on the Governing Body or Minimum 1 person per category, whichever is higher. The Governing Body Members to retire every year shall be those who have been longest in office since their last election but as between persons who became Governing Body Members on the same day, the retirement of those shall (unless they otherwise agree themselves) be determined by lot. All elected Members so retiring shall be eligible for re-election.

26. VACANCY

- I. Any casual vacancy caused in the Governing Body due to resignation or termination or any other reason, may be filled by the members of the Governing Body by nominating an ordinary member to fill the vacancy. The term of such a Nominated Member shall be until the next elections and he/she shall be eligible for re-elections. Such a member so nominated, shall enjoy all rights as per the member whose seat fell vacant except in case where the Casual Vacancy arises in an Office bearing position. In such a case, the GB shall nominate a new Office Bearer for the vacant seat from amongst the existing GB members, if so needed, and the new Nominated member shall just be a GB member of the Association.
- II. No Act or proceeding of the Governing Body shall be invalidated merely by reason of any vacancy or of any defects in the appointment of its Members.

Chairperson

Christine E Rai

Chairperson

Buying Agents Association

General Secretary

Anchal Kansal

General Secretary

Buying Agents Association

Treasurer

Vishal Narain Sinha

Treasurer

Buying Agents Association



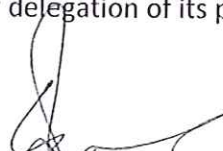
27. FUNCTIONS & POWERS OF GOVERNING BODY

Subject to the provisions of the Memorandum of Association and Articles of Association, the Governing Body shall have the following powers and can take such decisions by simple majority of the GB.

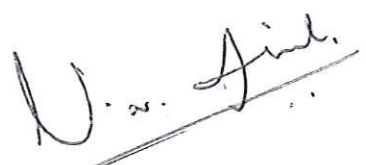
- I. To prepare and execute detailed plans and programmes for the establishment of the Society and carry on its administration and management after such establishment.
- II. To receive grants and contributions and to have custody of the funds of the Society.
- III. To prepare the budget estimates of the Society for each year, and to sanction the expenditure within the limits of the budget.
- IV. To prepare and maintain accounts and other relevant records and annual statement of accounts including the balance sheet of the Society.
- V. To open and operate bank accounts.
- VI. To approve the work programme and list of Activities submitted by the Society and periodically monitor the same.
- VII. To appoint or employ, temporarily or permanently, any person or persons that may be required for the purposes of the Society and to pay them, wages and salaries and other remunerations and allow them suitable perquisites, and benefits of provident fund, pension, gratuity and other facilities.
- VIII. To enter into agreement /arrangements for and on behalf of the Society.
- IX. To sue and defend all legal proceedings on behalf of the Society.
- X. To appoint committee(s) or sub-committee(s), group, task force comprising of its Members and /or staff of the Society for the disposal of any business of the Society or to take up any special Activity on behalf of the Governing Body and delegate to it such powers as considered necessary. Any such committee or sub-committee, group, task force shall report to the Governing Body.
- XI. To delegate to such extent as it may deem necessary, any of its powers to any officer or committee of the Governing Body.
- XII. To consider and pass such resolutions on the annual report, the annual accounts and the financial estimates of the Society as it thinks fit.
- XIII. To make, enforce, adopt, amend, vary or rescind from time to time Rules and bye-laws for the regulation of and for any purposes connected with the management and administration of the affairs of the Society and for the furtherance of its objects.
- XIV. For delegation of its powers.

CERTIFIED COPY




Chairperson
Christine E Rai
Chairperson
Buying Agents Association


General Secretary
Anchal Kansal
General Secretary
Buying Agents Association


Treasurer
Vishal Narain Sinha
Treasurer
Buying Agents Association



- XV. To borrow or to obtain loan for any amount as it may deem fit and necessary from any bank, financial institutions or corporation and to secure such loan by any movable or immovable properties of the Society and to authorize the Chairman to apply for such loan and execute and deliver such loan documents to such bank or financial institution or corporation on such terms and conditions as he may deem fit and proper.
- XVI. To enter into agreement/arrangement upon such terms and subject to such conditions as the Governing Body may deem desirable for undertaking Activities, programmes or projects jointly with any association Society, institution or company having objects similar to those of the Society.
- XVII. To elect candidates from amongst Members of the Society to represent the Society in any body either central, local or legislative, or in any other body in which the Society may secure seats in future.
- XVIII. To create, form, promote or to associate with any other association, Society, company or body in the creation, formation, or promotion of any other body, whether incorporated or not, and whether any committee or sub-committee of the Society or not, and to affiliate with such body, or to merge any other body with the Society, and also to delegate to any such body any of its powers.
- XIX. To perform such additional functions and to carry out such duties as may from time to time be assigned to it by the Society.
- XX. To decide on protocol, process and fee from Members or any other contribution to be received from members as required from time to time

CERTIFIED COPY

28. PROCESS OF TERMINATION OF A GOVERNING BODY MEMBER

- I. In case a member needs to be terminated from the Governing Body for a reason as mentioned in Clause 8, then the Secretariat must issue a written show cause notice either by email or by registered post, to the member with reasons for the expected termination and request for an explanation from the member.
- II. The member must respond to the show cause notice within 2 weeks of receiving such a notice, failing which Governing Body may confirm the termination by simple majority of the Governing Body giving their consent either in a Governing Body meeting or in writing by email.
- III. A meeting may be called on the member's request, to hear the member's explanation, where quorum of the Governing Body needs to be fulfilled.
- IV. On satisfactory explanation and discussion, the Governing Body may take a decision whether to terminate the membership or to continue the same, and issue a formal letter for the same.
- V. In the case of any criminal proceedings, it shall be competent for the Governing Body to request such Member to resign within one month. After such request, if the Member fails or refuses to do so, the

Chairperson
Christine E Rai
Chairperson
Buying Agents Association

General Secretary
Anchal Kansal
General Secretary
Buying Agents Association

Treasurer
Vishal Narain Sinha
Treasurer
Buying Agents Association





Governing Body shall thereupon convene a meeting and if at such a meeting, majority of the Members are present and by voting approve the expulsion of the Member, such Member shall thereupon cease to be a Member

- VI. A written information shall be sent to such a member.

29. LIABILITY POST TERMINATION

Any Member who shall ceases for any reason to be a Member shall nevertheless remain liable for and shall pay to the Society, all money, which at the time such Member ceases to be a Member may be due from such Member. The Governing Body may, in their absolute discretion, waive or remit the claim of the Society to all or any part of subscription and/or any other dues in respect of any Member, group of Member or all Members.

30. POWERS AND DUTIES OF CONSTITUENTS OF THE GOVERNING BODY

A. CHAIRMAN/CHAIRPERSON

- I. The Chairman/Chairperson shall be subject to the control and supervision of Governing Body and have the power to make general directions and management of the affairs relating to Society. The Chairperson can be from Founder Member or from Category 1. The Chairman/Chairperson of the Society shall also enjoy the following powers and duties.
- II. He/she shall be the Chairperson of the Governing Body at General Body meetings and shall summon and preside over all the Governing Body and General Body meetings of the Society.
- III. At the time of voting on any matter/subject (except election) if the total votes of the groups of Members happen to be equal in number, the Chairman has the power to cast an extra vote to decide the matter/subject, save and except the Reserved Matters.
- IV. In the course of any proceedings or meetings of the Governing Body or the General Body, the decision of the Chairman shall be considered as final, except for the matters that are decided by ballot or voting.
- V. He shall have the power to allow inclusion of any subject/matter in the agenda for the discussion in the course of Governing Body/General Body meeting.
- VI. In case it is necessary to decide any point./matter/issue urgently and there is no time to call the Governing Body meeting, the Chairman shall have the powers to decide the point/issue/matter but he/she shall bring the matter to the notice of the Governing Body as early as it is possible, for having the same ratified.
- VII. To appoint/terminate such staff as may be required for effective and efficient management of the affairs of the Society.

CERTIFIED COPY



Chairperson
Christine E Rai
Chairperson
Buying Agents Association

General Secretary
Anchal Kansal
General Secretary
Buying Agents Association

Treasurer
Vishal Narain Sinha
Treasurer
Buying Agents Association



- VIII. In the event of any executive Member(s) seat falling vacant the powers and functions of that executive Member would vest in the Chairman/Chairperson of the Society.
- IX. He/she shall get the accounts of the Society audited by the qualified auditor appointed by the Governing Body of the Society.
- X. Ensure compliance of all statutory formalities and Rules and Regulations.

B. VICE CHAIRMAN

- I. The Vice Chairman of the Society shall enjoy all powers of the Chairman in absence of the Chairman and be responsible for all such actions and decisions as taken by him / her, to the Governing Body and General Body.
- II. The Vice Chairman can be elected from any Category of Members.

C. GENERAL SECRETARY

The General Secretary shall be responsible to the Governing Body for all day to day Activities relating to the proper management, maintenance and upkeep of the Society and;

- I. Will convene meetings of the Governing Body and General Body whenever necessary or called upon to do so.
- II. Will prepare the Register of Members as well as the proceedings register to record the minutes of the proceedings of the Governing Body meetings and the General Body meetings and/or urgent meetings of the General Body and have them duly signed by the Members who attend the meetings.
- III. Look after the administration and other affairs and attend to all correspondence.
- IV. Summon and attend the meetings of the General Body and the Governing Body.
- V. Give effect to the directions and decisions taken at such meetings.
- VI. Collect all dues to the Society and ensure through the Treasurer, where appointed, that proper accounts are maintained of all financial transactions relating to the Society.
- VII. Manage, and control the staff and take disciplinary Action where necessary.
- VIII. Institute, prosecute and defend suits and other proceedings in which the Society may be involved.
- IX. To ensure through the Treasurer, that the annual report, and financial statement of accounts are prepared and submitted in time.
- X. Generally perform all such duties as are incidental to the office of General Secretary.

Chairperson

Christine E Rai
Chairperson
Buying Agents Association

General Secretary

General Secretary
Buying Agents Association

Treasurer

Vishal Narain Sinha
Treasurer
Buying Agents Association





- XI. The General Secretary shall maintain an imprest cash amount of Rs 20,000/- (Rupees Twenty Thousand only) for incidental expenses.
- XIII The GS will be elected only from the Founder Member or a member of Category 1

D. TREASURER

- I. All the assets and funds of Society shall remain under the care and management of Treasurer of the Society.
- II. The Treasurer shall maintain the accounts and vouchers of all the money, which is received and /or paid by him on behalf of the Society.
- III. The Treasurer shall make disbursement in accordance with the direction of Secretariat /Governing Body.
- IV. The Treasurer will ordinarily hold a cash balance the amount which may be fixed by the Governing Body of the Society from time to time to meet the emergent needs relating to the Society.
- V. All the cash excess of the above amount (or the amount fixed by the Governing Body) shall be deposited in any bank(s) selected by the Governing Body of the Society.
- VI. The Treasurer can be elected from any Category of Members.
- VII. Treasurer shall facilitate the preparation of the annual report, and financial statement of accounts under the guidance of the Governing Body.
- VIII. Treasurer shall ensure that all financial compliances are done by the Society on time and submitted to relevant Government authorities.

E. JOINT SECRETARY

- I. The Joint Secretary of the Society shall enjoy all the powers of the Secretary in his absence.
- II. The Joint Secretary can be elected from any Category of Members

CERTIFIED COPY

31. RE- ADMISSION

- I. In case a member of the Society is expelled by the Governing Body on the reasons of non-payment or otherwise, then the Governing Body shall reserve the right to allow or reject the re-admission by a simple majority.
- II. All the appeals against expulsion of Members shall be referred to the Governing Body of the Society. The decision of the Governing Body shall be final. The decision of the Governing Body shall be communicated to the Member concerned.



Chairperson
Christine E Rai
Chairperson
Buying Agents Association

General Secretary
Anshul Kansal
General Secretary
Buying Agents Association

Treasurer
Vishal Narain Sinha
Treasurer
Buying Agents Association



32. BRANCHES OR THE SUB-COMMITTEES

The Governing Body may form branches and/or sub-committees all over India to attain the aims and objects of the Society. Any new committees can be formed by the Governing Body as per the requirements from time to time.

I. Eligibility

A. Committee Heads

- a) Committee Head must ideally be a GB members.
- b) Any other person can be appointed by the GB as Head of Committee only by majority agreement of the GB.
- c) Committee Head must be a member of the Association for a minimum period of 2 years.

B. Committee Members

- a) Must be a member to BAA.

II. Responsibility

- a) The Committee Heads to take approval of work being done or proposed work from the Governing Body prior to execution of any work by the Committees
- b) To ensure regular updation of work to the GS office along with reporting of events.
- c) To ensure all expenses are pre-approved by the GS or the GB prior to making any expense of behalf of the Association.

III. Committees of the Association

A. Policy Committee

- a) To work on policy matters of the Association.
- b) Policy committee members to propose on policy matters and such matters to be approved by 2/3rd GB in order to execute the same.
- c) To liaise with the various third parties for execution of the matters.
- d) To report back to the GB on work and closures thereof.

CERTIFIED COPY

B. Trade Fairs Committee

- a) To take care of matters relating to BAA participation in trade shows, nationally and internationally or participating in any other trade related events.
- b) To propose policy regarding BAA participation in trade shows / events to GB for approval.
- c) To take care of event management and work related to all such participations after approval of the GB

C. PR Committee

- a) To establish relations with various trade bodies.
- b) To promote the Association at national and international levels
- c) To take care of public relation matters of behalf of the Association.

Chairperson

Christine E Rai

Chairperson

Buying Agents Association

General Secretary

Anchal Kansal

General Secretary

Buying Agents Association

Treasurer

Vishal Narain Sinha

Treasurer

Buying Agents Association



- d) To organize events for brand promotion of BAA
- D. Website Committee**
 - a) To take care of creation, maintenance and smooth functioning of the Association's website.
 - b) To update the Associations website regularly uploading new events and matters
 - c) To take care of Social media of the Association.
- E. Finance Committee**
 - a) To deliberate and propose any financial practices / matters/ policies that are pertinent for the working of the Association, to the GB.
 - b) To execute any such financial matters once approved by the GB.
- F. Membership Committee**
 - a) To work on increasing the memberships for the association.
 - b) To make policies regarding memberships and propose to GB
 - c) To execute such policies after the same are approved by the GB.
 - d) To validate the memberships through discussions or otherwise.
- G. Ethics Committee**
 - a) To propose policies and matters pertaining to ethics to the GB
 - b) To execute all such policies and matters after approval of GB
- H. Knowledge Committee**
 - a) To propose policies to the GB pertaining to knowledge dissemination to members and other related parties
 - b) To execute the policies approved by the GB

33. SEAL OF THE SOCIETY

The Society shall have a common seal which shall be in the custody of the General Secretary and shall be used only under the authority of the resolution of the Governing Body and every deed or instrument to which the seal is affixed shall be attested, for and on behalf of the Society, by two (2) Governing Body Members and General Secretary or any other person authorized by the Society in that behalf and chronological record of use of the Seal shall be maintained in a register kept for the purpose.

34. FUNDS OF THE SOCIETY

I. The Society shall raise funds as follows.

- a) Admission fee and subscription from the Members of the Society
- b) Revenue generated by the Society out of its own assets, its Activities and Investments.

Chairperson

Christine E Rai

Chairperson

Buying Agents Association

General Secretary

Ancal Kansal

General Secretary

Buying Agents Association

Treasurer

V. S. Sinha

Treasurer

Buying Agents Association

CERTIFIED COPY





- c) Member Contribution – Society can take funds from the Governing Body members or from other members from time to time. These funds can be in the form of loans on a returnable basis or otherwise as decided by the Governing Body.
 - d) Workshops – Society can organize workshops and charge a fee for such workshops.
 - e) Events & Sponsorship – Society can organize events and raise funds from sponsorships and participation fees for such events.
 - f) Sale of Merchandising – Society can raise funds from sale of branded merchandise of the Society.
 - g) Sale of Publications – Society can print and distribute publications and raise funds therefrom.
 - h) Contributions - Association can take donations from members, or outside bodies as decided by the GB
 - i) Special Funds – The GB can decide to raise special funds from members from time-to-time.
 - j) Society can raise funds through 3rd Party advertisement banners on BAA website or publications.
- II. All the income and funds of the Society received from all sources shall be utilized only for the promotion and upliftment of the aims and objects of the Society.

35. MANAGEMENT OF FUNDS & ACCOUNTS OPERATION

- I. The Society shall prepare detailed account of expenditure and receipts, in consonance with the financial management and procurement manual decided by competent authority as the case may be.
- II. All the amounts shall be kept in any bank(s) and the bank accounts shall be operated by the joint signatures of any two (2) out of Chairman, Vice Chairman(s), General Secretary and Treasurer, CEO of Society.
- III. All the amounts received by the Association in the form of membership fee or donations, shall be kept in the authorized Bank Account of the Association only

CERTIFIED COPY

36. AUDIT

The accounts of the Society shall be audited by a qualified auditor (chartered accountant) every year.

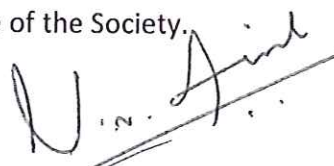


37. ANNUAL REPORT

- I. The financial year of the Society shall be from April 1 to March 31. A copy of the last financial statement and the report of the Auditor, if any, shall be kept in a conspicuous place in the office of the Society.


Chairperson
Unishme E Rai
Chairperson
Buying Agents Association


General Secretary
General Secretary
Buying Agents Association


Treasurer
Vishal Jain Sinha
Treasurer
Buying Agents Association



- II. The Governing Body shall submit a report on the working of the Society annually. Such report shall contain particulars regarding the work of the Society during the previous year and shall be accompanied by a balance sheet duly audited showing the income and expenditure of the Society during the said year.

38. BOOKS AND ACCOUNTS

- I. The Society shall keep at its registered office / working office proper books of accounts with respect to:
- All sums of money received and the source thereof and all sums of money expended by the Society and the matters in respect of which the receipt and expenditure take place.
 - All sales and purchase of goods by the Society.
 - The assets and liabilities of the Society.
- II. The income and expenditure account shall be annexed to the balance sheet and the Auditor's report (including the auditor's special or supplementary report) if any shall be attached thereto.

39. ANNUAL LIST OF GOVERNING BODY

Once in every year a list of the office bearers and the executive Members of the Governing Body shall be filed in the office of the Registrar of Societies Delhi within 14 (fourteen) days after the date on which the annual general meeting of the Society is held.

40. LEGAL PROCEEDINGS

- I. Any suit or other legal proceeding by or against the Society may be filled/contested/ defended and conducted on its behalf either by the Chairman or the General Secretary or by any other person so authorized by the Governing Body of the Society. Any pleading or other documents in connection there with may be signed and verified by any of such persons on behalf of the Association.
- II. This power will also include the appointment of advocate/s, attorney/s etc, for the purpose.

41. ALTERATION OF RULES

- I. Subject to the provisions of the Act and the Rules herein, the Society may alter or extend the purposes for which it is established with the previous concurrence.
- II. The Rules may be altered at any time with the sanction of the competent authority by a resolution passed by majority of the Members of the Governing Body, duly convened and held for the purpose. For Reserved matters the procedure laid down in Article 21 (III) shall be followed.



Chairperson

Christine E Rai

Chairperson

Buying Agents Association

General Secretary

Anchal Kansal

General Secretary

Buying Agents Association

Treasurer

Vishal Kaurain Sinha

Treasurer

Buying Agents Association



- III. The Rules (so altered, added to and modified) shall operate with effect from the date of registration with registrar of societies.
- IV. Change of name: The name of the Society may be changed by the Governing Body as and when necessary, and in accordance with the present Rules and the change in name, so altered and modified shall operate from such date as shall be notified. The change in the name of the Society shall not affect any rights or obligations of the Society or render defective any legal proceedings by or against the Society and any legal proceedings, which might have been continued or commenced by or against it by its new name.
- V. Change in aims and objects of the Society. The Governing Body, with the approval and in accordance with the present Rules, may change the aims and objects of the Society subject to clearance from competent authorities under the Act.

42. DISSOLUTION OF THE SOCIETY

- I. The Society may be dissolved in accordance with the provisions of section 13 and 14 of the Act, after obtaining the previous consent of the Appropriate Authority in that behalf.
- II. If, upon the dissolution of the Society, there shall remain, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the Member of the Society, but it shall be lawful for the Members to determine by the majority at the time of dissolution of the Society, that such property shall be given to the Appropriate Authority to be utilized for any other purposes referred to in section 1 of the Act.

43. INTELLECTUAL PROPERTY RIGHTS

The Intellectual Property Rights shall, at all times vest and be retained solely by the Society.

44. APPLICATION OF THE ACT

All the provisions of the Act as applicable to the state of Delhi shall apply to the Society.

45. ESSENTIAL CERTIFICATE

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

CHAIRPERSON -

GENERAL SECRETARY -

TREASURER -

Chairperson

Christine E Rai

Chairperson

Buying Agents Association

General Secretary

Anchal Kansal

General Secretary

Buying Agents Association

CERTIFIED COPY



Vishal Arain Sinha
Treasurer
Buying Agents Association