

Registered under the Societies Registration Act, 1860

MEMORANDUM & RULES OF THE ASSOCIATION

MEMORANDUM OF THE ASSOCIATION

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MEMORANDUM OF ASSOCIATION CONSULTING ENGINEERS ASSOCIATION OF INDIA

1.0 PREAMBLE

The Association of Consulting Engineers (India), incorporated in India in 1959 under Article 25 of the Companies Act 1956 as a company, not for profit and limited by guarantee, and the National Association of Consulting Engineers, formed in 1976 under the Societies Registration Act of 1860 with similar aims and objective have decided to merge and form a new association of Consulting Engineers to represent the Consulting Engineering profession of India.

2.0 NAME

The name of the association is “CONSULTING ENGINEERS ASSOCIATION OF INDIA”, hereinafter-called ‘Association’.

3.0 REGISTERED OFFICE

The Registered Office of the Association shall be situated in the Union Territory of Delhi, presently at OCF (Other Community Facilities), Plot No 2, Pocket 9, Sector B, Vasant Kunj, New Delhi 110070.

4.0 AIMS & OBJECTIVES

The aims and objectives of the Association are

- 4.01** To promote the interests and enhance the status of the Consulting Engineering profession of India.
- 4.02** To represent the Consulting Engineering profession within India and abroad.
- 4.03** To promote professional interests, rights, and privileges of Consulting Engineers.
- 4.04** To disseminate among its members' information on all matters affecting engineering and to spread knowledge and information connected with Consulting Engineering profession by arranging lectures, discussions, or correspondence, by holding of conferences, by the publication of papers, periodicals or journals, books, circulars, and maps, etc., by encouraging research work, by the formation of a library of libraries, and collection of models, designs, drawings and other articles of interest in Consulting Engineering.
- 4.05** To give the Parliament, the State Legislatures, the Government of India, the State Governments, the Municipal Corporations, public/private bodies, and other authorities/entities/facilities conferring with and ascertaining the views of Consulting Engineers as regards matters directly or indirectly affecting engineering profession.
- 4.06** To carry out and sponsor research on problems relevant to the Consulting Engineering profession.
- 4.07** To promote the adoption of equitable forms of contracts and other documents used in the practice of Consulting Engineering profession.
- 4.08** To encourage the settlement of disputes by mediation, conciliation, dispute boards or arbitration, and recommend or nominate mediators, conciliators, dispute board members, and arbitrators.

- 4.09** To frame and maintain a Code of Professional Ethics and to ensure its observance through self-regulatory measures with a view to emphasize duties and obligations and promote fair, just, and equitable dealings in Consulting Engineering practice.
- 4.10** To borrow or raise or secure the money required for the purpose of the Association in such manner and on such terms as the Association may deem fit, and to secure the same or the repayment and performance of all other things which are incidental or which the Association may think conducive to the attainment of the aims and objectives of the Association.
- 4.11** To confer and cooperate with associations and organisations and others engaged in activities having aims and objectives similar to those of the Association.
- 4.12** To purchase, take on lease or in exchange, hire or otherwise acquire any property and any rights or privileges which the Association may think necessary or convenient, and in particular any lands, buildings or works, and build, maintain and alter any building or works of the Association.
- 4.13** To sell, let, mortgage, dispose of or turn to account all or any of the property, rights, or privileges of the Association.
- 4.14** To set up any trust which may lawfully be undertaken by the Association and may be conducive to the attainment of its aims & objectives.
- 4.15** To invest and deal with the moneys of the Association not immediately required for its purposes, in or upon such investments, securities, or property as may be thought fit for the benefit of the Association.
- 4.16** To establish and support or aid in the establishment and support of any charitable or benevolent association or institution and to subscribe or guarantee money for charitable or benevolent purposes in any way connected with the purposes of the Association or calculated to further its aims & objectives.
- 4.17** To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, and other negotiable or transferable instruments.
- 4.18** To exercise the Association's rights and privileges by holding meetings of its Members and the Governing Council to frame rules of business from time to time for the conduct of the business of the Association and to maintain books, hire people and establish one or more offices, branches, sub-divisions and agencies in furtherance of the aims and objectives of the Association.
- 4.19** To do all such other lawful acts and things as are incidental or conducive to the attainment of the above objectives or any of them.
- 4.20** To acquire such assets as may be necessary to further the aims and objectives of the Association and to dispose them off in any manner deemed fit.
- 4.21** To mobilise resources for the Association by way of subscriptions, donations, grants, and the like.

5.0 REVENUE

All the income, earnings, movable, immovable properties of the Association shall be solely utilised and applied towards the promotion of its aims and objectives only as set forth in the Memorandum of Association. No

profit thereof shall be paid or transferred directly or indirectly by way of dividends, bonus, profits or in any manner whatsoever to the present or past Members of the Association who shall have no personal claim on any moveable or immoveable properties of the Association or make any profits whatsoever by virtue of his membership.

6.0 GOVERNING

The names, addresses, occupations, and designations of the members of the Governing Body to whom the management of the society is entrusted as required under Section 2 of the Societies Registration Act of 1860 as applicable to the Union Territory of Delhi as follows: -

S. No.	FULL NAME	ADDRESS	OCCUPATION	DESIGNATION
1.	NAGINBHAI FAKIRBHAI PATEL	344 Kailash Tower 1 Mount Kailash, East of Kailash, New Delhi 110065	Consulting Engineer	PRESIDENT
2.	MOSUR NAGARAJAN VENKATRAMAN	Plot 5, Kanishka Complex, K-Block, Kalkaji, New Delhi-19	Consulting Engineer	HONORARY SECRETARY
3.	MAHENDRA RAJ	Q-24 Jangpura Extn New Delhi 110024	Consulting Engineer	
4.	SUDHIR KUMAR DHAWAN	C-178 Vikaspuri New Delhi 110018	Consulting Engineer	

7.0 ACCOUNT & AUDIT

- 7.1** The Governing Council shall cause proper accounting and other records to be kept of all receipts and expenditures, credits and liabilities of the Association.
- 7.2** The annual accounts of the Association together with the Auditor's Report shall be laid before the General Body at the Annual General Meeting immediately following the close of the financial year.
- 7.3** The accounts of the Association shall be audited by qualified auditors appointed by the General Body at the Annual General Meeting.
- 7.4** Fees of such audits shall be determined by the General Body at the Annual General Meeting.
- 7.5** The financial year of the Association shall be from the first day of April to the last day of March of the following year
- 7.6** The Association shall open Accounts with Nationalised or Scheduled Banks in India.

8.0 PROVISIONS

All provisions of Societies Registration Act 1860 shall apply for this Association

9.0 DESIROUS PERSONS

We, the undersigned, are desirous of forming a Society namely the Consulting Engineers Association of India, under the Societies Registration Act 1860 as applicable to the Union Territory of Delhi in pursuance of this Memorandum of Association of the Society.

Sl No	Name	Address	Occupation	Signature
1.	MAHENDRA RAJ	Q-24 Jangpura Extn New Delhi 110024	Consulting Engineer	
2.	SUDHIR KUMAR DHAWAN	C-178 Vikaspuri New Delhi 110018	Consulting Engineer	
3.	NAGINBHAI FAKIRBHAI PATEL	344 Kailash Tower 1 Mount Kailash, East of Kailash, New Delhi 110065	Consulting Engineer	
4.	MOSUR NAGARAJAN VENKATRAMAN	Plot-5, Kanishka Complex K-Block, Kalkaji New Delhi 110019	Consulting Engineer	
5.	J P GUPTA	S-56 Panchshila Park New Delhi 110017	Consulting Engineer	
6.	UMESH SHRIVASTAVA	A-46 New Friends Colony New Delhi 110065	Consulting Engineer	
7.	M W GOKLANY	155 Kailash Hills East of Kailash New Delhi 110065	Consulting Engineer	
8.	SRIKUMAR GHOSH	D-75, Saket New Delhi 110017	Consulting Engineer	
9.	NARENDRA SADASHIV SAVARKAR	D-38, Jangpura Extn New Delhi 110014	Consulting Engineer	
10.	TRICHUR SUBBARAMA RATNAM	Flat 1418, Sector A Pocket B, Vasnat Kunj New Delhi 110070	Consulting Engineer	

RULES OF ASSOCIATION CONSULTING ENGINEERS ASSOCIATION OF INDIA

1.0 DEFINITIONS

1.1 In these Rules except as hereinafter defined and unless the context otherwise requires, following words shall bear the meanings set opposite to them respectively, if not inconsistent with the subject or context:

“Association” means the Consulting Engineers Association of India registered under the Societies Registration Act 1860.

“Consulting Engineer” means a professional person or a firm possessing the necessary qualifications to practice in one or more of the branches of Engineering, advising on engineering matters, designing and supervising the construction and management of engineering works and associated activities and receives remuneration for services from clients.

“Financial Year” means the 12 months commencing the 1st day of April and ending the 31st day of March of the following year.

“Governing Council” means the Governing Council of Association constituted under these Rules.

“Month” means calendar month.

“Office” means the Registered Office of the Association.

“President” means the President of the Association.

“Regional Centre” means Centre of the Association opened to look after the interests of the Association in a given geographical region.

“Regulations” means Regulations of the Association formed in pursuance of these Rules.

“Seal” means the common Seal of the Association

“Secretariat” means the Secretariat office of the Association

“Secretary” means the Secretary of the Association.

2.0 MEMBERSHIP

2.1 Membership Category

Membership of the Association shall be for both individuals and organizations and shall comprise the following categories.

- Honorary Fellow
- Life Member (Individual)
- Member (Individual)
- Affiliate Member (Individual)
- Young Professional Member (Individual)
- Member (Organisation)
- Member (EPC Organisation)
- Affiliate Member (Organisation)
- Institutional Member
- Student Member

2.2 Honorary Fellow

2.2.1 Prominent individuals of high standing and repute, preferably from the engineering profession, may be conferred Honorary Fellowship of the Association by the Governing Council.

2.3 Life Member (Individual)

Member (Individual) who has been on the roll of the Association for **1 year** and his/her subscription is not in arrears and is of the age of 35 years, or above, may opt to become a Life Member (Individual) after paying one-time subscription as under: -

	<u>Age of member</u>	<u>Subscription</u>
a)	Up to 44 years	15 times annual subscription
b)	45 to 59 years	10 times annual subscription
c)	60 to 69 years	5 times annual subscription
d)	70 years and above	2 times annual subscription

2.4 Member (Individual)

2.4.1 Every applicant for Member (Individual) of the Association shall satisfy the Governing Council that

a) he/she is a graduate in engineering from a recognized university or institution, or, equivalent.

AND

b(1) he/she is in the profession of Consulting Engineering, as proprietor, or as a partner, or, as a director of an engineering firm, for not less than three years.

OR

b(2) has been an employee in service in a responsible capacity in a reputed firm /firms of Consulting Engineers, for a period not less than five years.

OR

b(3) he/she has either retired or taken VRS from engineering department and is practicing as a Consulting Engineer.

OR

b(4) he/she has been a Young Professional Member (Individual) continuously for ten years, in a firm of Consulting Engineers.

2.4.2 The Governing Council, in its discretion and in exceptional cases, can waive/ modify any of the requirements under Clause 2.4.1 above and approve an application for Member (Individual) of the Association, if, in the opinion of the Governing Council, he/she has adequate skill and maturity as a Consulting Engineer.

2.5 Affiliate Member (Individual)

Every applicant for Affiliate Member (Individual) of the Association shall satisfy the Governing Council that:

a) He/she is a graduate in engineering from a recognized university or institution and has been actively involved in the profession of Consulting Engineering for a minimum period of two years.

OR

b) being a qualified engineer, he/she has retired from service from a position of high responsibility and has started practicing as Consulting Engineer.

OR

c) he/she is a diploma holder in engineering with seven years of service and has been actively involved in the Consulting Engineering profession for a minimum period of five years.

OR

d) he/she is a graduate from a recognized university or institution in the field of economics, management, sociology, geography, environment, law and any other field and he/she should be involved in engineering consultancy or a consulting profession for a minimum period of 3 years.

2.6 Young Professional Member (Individual)

Every applicant for Young Professional Member (Individual) of the Association shall satisfy the Governing Council that he/she is a graduate in engineering from a recognized university or institution, and has been employed in a reputed firm of Consulting Engineers for not less than 3 years and is of age not more than 40 years.

2.7 Member (Organisation)

Every applicant for Member (Organisation) shall satisfy the Governing Council that the organization is either

(a) incorporated in India

OR

(b) is an Indian owned proprietary or partnership firm which is in the practice of Consulting Engineering for not less than two years, and has annual turnover of not less than Rs 25,00,000/- (2.5 million) from consultancy practice with at least two owners/full time employees having recognised engineering degree.

2.8 Member (EPC Organisation)

Engineering, Procurement & Construction Firms incorporated in India having a minimum experience of two years a minimum annual turnover of Rs 500 million, with at least two owners/full time employees having recognised engineering degree, can be admitted as Member (EPC Organisation) at the discretion of the Governing Council.

2.9 Affiliate Member (Organisation)

Every applicant for Affiliate Member (Organisation) shall satisfy the Governing Council that the firm/organisation/institution

a) subscribes to the aims and objectives of the Association

AND

b) is engaged in activities relevant to the Consulting profession.

2.10 Member (Institutional)

An Engineering, Business or Industry associations/ Educational and/or Research Institutions/ Promotional organisations whose involvement would aid, support and benefit the Association's aims and objectives.

2.11 Student Member

Student in the Final Year of Graduation or doing Post Graduation in Engineering in a recognized university or institution and are desirous of joining the consulting engineering profession. Student Member shall have no voting rights. Student Members can continue in their category of membership for up to three years after completing their respective graduate/ post graduate courses of study.

2.12 Rights & Privileges of Members

2.12.1 Rights and privileges of Members shall cover:

- a) Managing the affairs of the association by electing a Governing Council, as provided in this Memorandum and Rules of the Association.
- b) Amending/ modifying the Rules of the Association through a process, as provided in these Rules.
- c) Having access to relevant information, as to the affairs of Association.
- d) Enjoying facilities, as may be provided from time to time for the members, by the Association.
- e) Eligibility to seek election to the Governing Council, representing the particular Category of membership that the Member belongs to. To be eligible, the Member i.e., (Individual/ Organisation) shall have completed at least one year as a member of the Association and the members' subscription shall not be in arrears and the member shall have no outstanding dues to as on the last date for submission of nomination papers. The eligible members can only vote.
- f) Eligibility to be an Office Bearer, if elected to the Governing Council.
- g) Members of different Categories/Grades shall have the following voting rights in respect of (i) electing the members of the Governing Council; (ii) voting during the Annual General Meeting, Extra-ordinary General Meeting and Referendum:

- Life Member (Individual) 1 vote
- Member (Individual) 1 vote
- Member (Organisation)

<u>Grade</u>	<u>Turnover (Rs. Million)</u>	<u>Votes</u>
Grade 1	Up to 100	2 Votes
Grade 2	More than 100 and less than 200	4 Votes
Grade 3	More than 200 and less than 500	6 Votes
Grade 4	500 & above	8 Votes

- Member (EPC Organisation) ----- 8 votes

2.12.2 Rights and Privileges of Members shall not be transferable.

2.12.3 Affiliate Members

a) Eligibility to represent as affiliate members in the Governing Council: To be eligible, the Affiliate Member, (Individual / Organisation), shall have completed at least one year as an Affiliate Member of the Association. and the affiliate member's subscription shall not be in arrears and the affiliate member shall have no outstanding dues to the Association as on the last date for submission of nomination papers. The eligible Affiliate Members can only vote for the election of Affiliate Members to the Governing Council.

- Affiliate Member (Individual/ Organisation) 1 vote
- Affiliate Member (Organisation)

<u>Grade</u>	<u>Turnover (Rs. Million)</u>	<u>Votes</u>
Grade 1	Up to 100	2 Votes
Grade 2	More than 100 and less than 200	4 Votes
Grade 3	More than 200 and less than 500	6 Votes
Grade 4	500 & above	8 Votes

- c)** shall be eligible to attend AGM and EGM as observers.
- d)** shall be eligible to support application for any Affiliate membership
- e)** shall have access to relevant information, as to the affairs of the Association.
- f)** Shall enjoy facilities, as may be provided from time to time for the members, by the Association

2.12.4 Young Professional Member (Individual)

- a)** Young Professional Member, whose membership subscription is not in arrears, as on the date of closing of nomination for election to Governing Council shall be eligible to seek election and also to vote, within their category of membership.
- b)** shall be eligible to attend AGM and EGM as observers.
- c)** shall have access to relevant information, as to the affairs of the Association.
- d)** Shall enjoy facilities, as may be provided from time to time for the members, by the Association

2.12.5 Honorary Fellow /Institutional Member/ Student Member

- a)** shall have no voting right
- b)** shall not be eligible to be members of the Governing Council
- c)** shall have access to relevant information, as to the affairs of the Association.
- d)** Enjoying facilities, as may be provided from time to time for the members, by the Association.

- e) shall not be eligible to requisition EGM or to be invited for AGM/EGM
- f) shall not be eligible to support any applicant for membership

2.13 Procedure for Admission

- 2.13.1 Application for admission to membership shall be made in such form as may from time to time be prescribed by the Governing Council.
- 2.13.2 The Governing Council may call upon the applicant to furnish additional information, if considered necessary.
- 2.13.3 Every application for membership shall be supported by two members of CEAI having voting rights, or Fellows of Institution of Engineers (India).
- 2.13.4 The Governing Council shall have the discretion to either admit a member or to reject any application for admission.
- 2.13.5 Every applicant for membership shall pay a non-refundable Processing Fee as specified by the Governing Council from time to time.
- 2.13.6 The approval or rejection of any application for membership shall be promptly notified to the applicant.
- 2.13.7 Upon payment of the prescribed Admission Fee and the Annual Subscription as determined by the Governing Council from time to time, the name of the approved applicant shall be entered in the Register of members.

2.14 Annual Subscription

- 2.14.1 The annual subscription shall be determined and specified by the Governing Council from time to time, for the different categories of membership.
- 2.14.2 Annual Subscription shall fall due on first day of April each year for the full financial year, starting that day upto 31st March of the following year. Members joining after 31st December shall be allowed to pay 50% of the due subscription for that financial year.
- 2.14.3 Name of a member who is in arrears for more than three years in payment of annual subscription, shall be removed from the Register of Membership. In exceptional cases, GC may allow some further extension of this period.

2.15 Professional Conduct

- 2.15.1 All categories of members of the Association shall conduct themselves in their day-to-day practice with dignity and in conformity with the prescribed Code of Ethics.
- 2.15.2 If, in the opinion of the Governing Council, any member has by reason of breach of professional conduct or non-compliance with the Rules of Association rendered himself/herself ineligible to continue as member of the Association, the member shall be asked to show cause within thirty days from the date of notice as to why his/her name should not be removed from the Register of Members. If the member fails to show cause to the satisfaction of the Governing Council, or if the Governing Council is of the opinion that continuation of the membership will not be in the interest of the Association and the profession, the name of such member shall

be removed from the Register of Members. The member shall thereupon cease to have any rights or privileges accruing from the membership. Any subscription paid, shall be deemed to be forfeited and the membership certificate shall have to be returned to the Association.

2.16 Resignation

Any member may terminate his membership of the Association at any time by giving thirty days notice in writing to the Honorary Secretary provided his subscription is not in arrears. The termination shall take effect upon the expiry of the notice, but without prejudice to any liability or obligation incurred by the member. He/she shall return the membership certificate to the Association.

2.17 Expulsion

The Governing Council shall have the power by resolution with two-thirds majority of the members present, to expel from membership of the Association any member who, in the opinion of the Governing Council is guilty of professional misconduct or has committed a breach of the provisions of the Code of Ethics and the Rules of the Association, provided that such expulsion can be ordered only after providing reasonable opportunity to such member to show cause within thirty days against such expulsion and after considering the reply, if any, received from the member.

2.18 Communication Address

2.18.1 Every Member shall register with the Association, his/her address, mobile number and email ID on which all notices and communications can be sent. Any change in the address should be promptly notified to the Association.

2.18.2 All notices addressed to members and sent either by registered post, by electronic mail or by courier shall be deemed to have been effectively served.

2.18.3 Non-receipt of a notice by a member shall not invalidate any activity or the proceedings of the Association.

3.0 GENERAL BODY MEETINGS

3.1 Types of General Body Meetings

The General Body of the Association shall constitute all members of the Association. However, only the members whose subscriptions are not in arrears shall be eligible to vote, when invited by the chair. The General Body Meetings of the Association shall be of two types:

- a) Annual General Meeting (AGM)
- b) Extraordinary General Meeting (EGM)

3.2 Annual General Meeting

The Annual General Meeting of the Association shall be held once every calendar year to conduct the following business:

- a) To adopt Annual Report of the Association
- b) To pass audited accounts of the Association
- c) To appoint Auditors for the next financial year
- d) To conduct any other business, for which at least 15 days' notice has been served and considered by the President to be appropriate.
- e) Any other matter with the permission of the chair.

3.3 Extraordinary General Meeting

Extraordinary General Meeting of the Association shall be convened for:

- a) Considering any amendment in the Memorandum of Association and Rules of Association.
- b) Considering the specific matters to be moved pursuant to Requisition under Rule 3.4.

3.4 Convening Annual General Meeting and Extraordinary General Meeting

3.4.1 The Annual General Meeting shall be convened by the Secretary on behalf of the Governing Council by giving not less than 21 days' notice.

3.4.2 An Extraordinary General Meeting (EGM) shall be convened by the Secretary as per decision of the Governing Council or on requisition by one-fifth of the Members eligible to vote and on the Register of Members of the Association. All such requisitions shall specify the nature of the business to be transacted at the meeting. On receipt of the requisition, the Secretary shall convene EGM within 4 weeks, giving at least 21 days' notice specifying the place, date and time of the meeting. In case of any default by the Secretary in following the procedure the requisitionists may hold the meeting by giving at least 21 days' notice specifying the place, date and time of the meeting provided that no business other than that specified in the notice can be transacted.

3.4.3 The non-receipt of such notice by any person entitled to receive notice thereof shall not invalidate any resolution passed or proceedings taking place at such meetings.

3.5 Quorum at General Body Meetings

3.5.1 No business shall be transacted at any General Body Meeting unless there is a quorum when the meeting proceeds to business and the meeting shall be adjourned. Save as herein otherwise provided, one-fifth of Members eligible to vote and on the Register of Members present shall be the quorum.

3.5.2 The thus adjourned meeting shall be reconvened after a lapse of at least 30 minutes, at the same place, or, on such other day, time and place, as the majority of the Members present shall determine. For such a reconvened General Body Meeting the Members present shall form the quorum.

3.6 Conduct of General Body Meetings

3.6.1 The President or in his absence one of the Vice Presidents shall act as Chairman at every General Body Meeting of the Association. If the President and the Vice Presidents are not present at the meeting, the Members present shall choose one Member from among themselves as Chairman of the meeting.

3.6.2 All decisions at the General Body Meetings will be taken by majority weighted vote, [as per Table in Para 2.12.1(g)] except for amendments in the Memorandum and Rules of Association which will be decided by at least 3/5th of the weighted votes of the members present and including valid votes received by proxy.

4.0 GOVERNING COUNCIL

4.1 Composition

4.1.1 The affairs of the Association shall be managed by the Governing Council which shall consist of the following Members.

- 24 Duly elected by Members,
- 1 Immediate Past-President
- One representative from Each region
- 5 Co-opted Members

In case of any vacancy in the any category, the number of co-opted members can be increased correspondingly by the President with the consent of the Governing Council.

If a Governing Council Member, be it an Individual or Organisation, fails to attend five consecutive meetings, save for extra-ordinary reasons, it will be deemed that the said Member has resigned from the Governing Council. The President may co-opt a member to fill the vacancy, with the approval of the Governing Council.

4.1.2 The elected Governing Council Members shall comprise:

- Members (Individual)/ Life Member (Individual) :Not more than 6
- Members (Organisation) :Not more than 14
- Member (EPC Organisation) :Not more than 1
- Young professional member (Individual) :Not more than 2
- Affiliate Member (Individual/ Organisation) :Not more than 1

4.1.3 The following shall be the Honorary Office Bearers of the Association:

- President
- Two Vice-Presidents

- Secretary
- Treasurer

The respective functional responsibility will be fixed by the Governing Council.

4.1.4 Presidents' Council

- To provide CEAI with continuing benefit from the experience of past Presidents, CEAI shall create a Presidents' Council.
- The Presidents Council shall comprise all past Presidents of CEAI/ ACE/ NACE
- The Chairperson of the Presidents' Council shall be the immediate Past President.
- The function of the Presidents' Council shall be to provide advice to the Governing Council on matters referred to it by the Governing Council/President or to make suggestions to the Governing Council on important matters.

4.2 Election of Governing Council

- 4.2.1** Election of Governing Council shall be held once every two calendar years before the end of the second year and the newly elected Governing Council shall be installed at the beginning of the following year.
- 4.2.2** Governing Council shall be elected for a term of two calendar years.
- 4.2.3** Elections to Governing council shall be held by secret ballot.
- 4.2.4** The retiring members shall be eligible for re-election.
- 4.2.5** Casual vacancies in the Governing Council by death, resignation or otherwise, shall be filled by co-option and such co-opted members shall retire at the end of the term of the Governing Council.
- 4.2.6** Canvassing in any form whatsoever shall disqualify a member contesting election to Governing Council.
- 4.2.7** Every Member (Individual), Member (Organisation) and Member (EPC Organisation) shall have voting right as per Para 2.12.1 (g) of these Rules, in respect of election to the Governing Council.
- 4.2.8** Every Affiliate Member, whether Affiliate Member (Individual) or Affiliate Member (Organisation) shall have voting rights as per 2.12.3 (b) of the rules in respect of election of Affiliate Member to the Governing Council.

4.3 Election of Office Bearers

- 4.3.1** The President shall convene a meeting of the newly elected Governing Council Members prior to the Annual General Meeting for election of the new President by the incoming Governing Council Members.
- 4.3.2** After transacting the business of the Annual General Meeting, the outgoing President will introduce the newly elected members of the Governing Council and hand over charge to the newly elected President.
- 4.3.3** The new President shall convene a meeting of the Governing Council within fifteen days thereafter wherein other new Office Bearers shall be elected.
- 4.3.4** Any Individual, after completing one full term as President, shall not be eligible for nomination and re-election

as President.

4.3.5 Any Individual, after completing two full terms as Vice President, shall not be eligible for nomination/ re-election as Vice President.

4.3.6 All past Presidents, shall be permanent invitee to the Governing Council.

4.4 Powers and Duties of the Governing Council

4.4.1 The Governing Council shall manage the property, proceedings, and affairs of the Association in accordance with the Memorandum of Association, these Rules, and Regulations framed in pursuance of these Rules. The Governing Council may exercise all such powers of the Association as are not prohibited by the Societies Registration Act, or any statutory modification for the time being in force, or by these Rules required to be exercised in General Meeting.

4.4.2 No Resolution by the Association in a General Meeting shall invalidate any prior act of the Governing Council which would have been valid if that Resolution had not been made.

4.4.3 All the residuary powers of the Association, not expressly mentioned in these Rules to be exercised by a General Body Meeting, shall vest in the Governing Council.

4.4.4 The Governing Council may regulate its own procedure and may determine its own quorum. Unless otherwise prescribed, seven persons shall form a quorum at the Governing Council meetings.

4.4.5 The Governing Council may delegate any of its powers to any committee it may specially appoint, consisting of such persons, whether Members of the Association or not, as they think fit. Any committee so formed shall in the exercise of the powers so delegated conform to any Regulations that may from time to time be imposed upon it by the Governing Council, provided that the election of new members shall be one of the duties of the Governing Council which shall not be delegated to the committee.

4.4.6 The Governing Council shall meet at such a place and at such time as it may determine. The Secretary may at any time, and on the requisition of six members of the Governing Council, call an emergent meeting of the Governing Council by giving seven clear days' notice to the members of the Governing Council.

4.4.7 The Governing Council shall cause to be kept proper and sufficient accounts of the capital funds, receipts, and expenditure of the Association, so that the true financial state and condition of the Association may at all times be exhibited by such accounts.

4.4.8 The accounts of Association shall be made up each financial year, and after having been approved by the Governing Council and examined and the correctness thereof ascertained and certified by an authority or auditors, shall be laid before the next Annual General Meeting.

4.4.9 The Governing Council shall establish a Secretariat of the Association.

4.4.10 The Governing Council shall have the power to appoint officers and staff as may be considered appropriate from time to time and to fix their remuneration.

4.4.11 The Governing Council shall arrange for publication, in any manner which it deems advisable, such papers,

documents, and publications as may be considered by the Governing Council to be likely to advance knowledge of engineering science and the aims & objectives of the Association. All such papers, documents and publications, unless declined, shall be property of the Association. Each member shall get a copy of such publication on such terms as the Governing Council may decide.

4.4.12 The property, movable and immovable, belonging to the Association shall vest in the Governing Council.

4.4.13 In the absence of the President, one of the Vice-Presidents shall preside over the Governing Council meetings. In the absence of the President and the Vice Presidents, the members present shall nominate a Chairperson for the Governing Council meeting.

4.4.14 The Chairman of the Governing Council meeting shall, in addition to his right of voting, have a casting vote in case of a tie.

4.4.15 The Governing Council shall cause to draw an Annual Report of the Association and shall present it at the Annual General Meeting.

4.4.16 The Governing Council shall have the power to identify and select people of extraordinary eminence as Patron of the Association.

5.0 REGIONAL CENTRES

5.1 The Governing Council may establish Regional Centres of the Association with prescribed geographical boundaries.

5.2 The following additional Rules & Regulations shall apply for Regional Centres

5.2.1 Following Regional Centres have been envisaged now with respective geographical areas as defined hereunder. The Governing Council may decide to open other Regional Centres by redefining the geographical spread of each of them.

Northern Region

Jammu & Kashmir, Himachal Pradesh, Uttarakhand, National Capital Region (Delhi), Haryana, Punjab, Rajasthan, Uttar Pradesh and Chandigarh.

Eastern and North Eastern Region

Bihar, Jharkhand, Orissa, West Bengal, Assam, Nagaland, Meghalaya, Manipur, Tripura, Mizoram, Arunachal Pradesh and Sikkim.

Southern Region

Andhra Pradesh, Telangana, Karnataka, Tamil Nadu, Kerala, Puducherry, Andaman Nicobar Islands and Lakshadweep.

Western Region

Maharashtra, Gujarat, Madhya Pradesh, Chhattisgarh, Goa, Daman and Diu

Regional Centres can set up Chapters in different major cities of the region with the consent of the Governing Council.

- 5.2.2** Members belonging to all categories located in the geographical area belonging to a region will be deemed attached to their respective Regional Centres.
- 5.2.3** The primary objective of the Regional Centre would be to address the aims and objectives of CEAI by getting the members of the Regional Centre involved as also create interest amongst young engineers and engineering students in the consulting profession.
- 5.2.4** Chairman, alternatively the Co-Chairman, will represent the Regional Centre in the Governing Council.
- 5.2.5** The Regional Committee will motivate and counsel its members to follow the Code of Ethics as formulated by CEAI.
- 5.2.6** The Regional Centre will make continuous effort to enhance the activities of CEAI by enrolling new members for all categories.
- 5.2.7** Regional Committee will be formed from amongst the members of the Regional Centre every two years by holding elections, failing which by nomination by GC, co-terminous with election of the Governing Council of CEAI.
- 5.2.8** The Regional Committee will consist of Chairman, Co-Chairman, Secretary, Treasurer and up to three Committee members. President and Secretary of CEAI will be ex-officio members of all Regional Committees.
- 5.2.9** The Regional Committee will be responsible for conducting programmes in the form of Seminars, Symposia, Workshops, Continuing Education courses and other technical events, involving members of the Region.
- 5.2.10** The Governing Council will transfer 50% of first year subscription of new members to respective Regional Centres to help the Regional Centre function effectively.
- 5.2.11** The Regional Centre will maintain their own Books of Accounts and submit the monthly statement of accounts to the CEAI Headquarters to form the consolidated Accounts of CEAI. Budget of the activities of the Regional Centres for the following year/s should be sent to CEAI Secretariat by 01 March of the preceding year.
- 5.2.12** The Regional Centre will maintain and operate Bank Account/s to be opened in Nationalised /Scheduled Bank for their own functioning and the same will be operated by Chairman, Co-Chairman, Secretary and Treasurer of the Centre. All Bank transactions will be conducted under the joint signatures of any two of the above.
- 5.2.13** The Regional Centre will hold an annual meeting of all the members of the region every year before 31st August.

6.0 SEAL

The Governing Council may provide a common Seal of the Association and may make provision for safe custody of the same and for its use thereof. The Seal shall not be affixed to any instrument except by the authority previously given by a Resolution of the Governing Council and in the presence of at least one member of the Governing Council who shall sign every instrument to which the Seal is affixed, and every such instrument shall be countersigned by the Secretary or some other person appointed by the Governing Council.

7.0 ACCOUNTS

7.1 The Treasurer shall cause proper books of account to be kept with respect to:

- a)** all sums of money received and expended by the Association and the matters in respect of which such receipts and expenditure take place;
- b)** all sales and purchases by the Association, and
- c)** all assets and liabilities of the Association

7.2 The Association, at General Body Meeting, may from time to time make reasonable conditions and regulations as to the time and manner of inspection by the members of the accounts and books of Association, or any of them, and subject to such conditions and regulations the accounts and books of the Association shall be open to the inspection of members at all reasonable times.

7.3 Once at least in every year the accounts of the Association shall be examined and the correctness of the income and expenditure account and Balance Sheet ascertained by one or more properly qualified auditor or auditors.

7.4 Auditors shall be appointed at the Annual General Meeting on such terms and conditions as the Annual General Meeting may deem fit.

7.5 The Association shall open Accounts with Nationalised/ Scheduled Banks of India.