

**MEMORANDAM
AND
ARTICLES OF ASSOCIATION**

OF

Pakistan Steel Melters Associatoin

**UPDATED
2019**

MEMORANDUM OF ASSOCIATION

OF

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THE NAME OF THE ASSOCIATION & REGISTERED OFFICE

1. The name of tshe Association is “**THE PAKISTAN STEEL MELTERS ASSOCIATION**”.
2. The registered Office of the Association shall be situated in Lahore. The Association may have separate Regional Offices may have Branch Offices at other places in the Country as on required basis with the approved of General Body.
3. The area of operation of the Association will be whole of Pakistan.

OBJECTS

4. The objects for which the Association is incorporated are:
 - (a) to protect, promote, aid, encourage and develop Steel melting and Industry excluding iron & Steel re-rolling industries throughout Pakistan ;
 - (b) to encourage, promote, inculcate and foster spirit of friendliness, unity and co-operation and cordial business and trade relations, and dealings among persons engaged in the manufacture, trade and business of Steel Melting except iron & re-rolling as well as their raw material ;
 - (c) to encourage manufacture of Steel to specific standards and to educate the public in the selection and use of standard quality of different types of Steels in the interest of national economy;
 - (d) to adopt a common Trade Mark of the Association to be affixed on the products of its members;
 - (e) to ensure for member grant of adequate Import Licences, Permits, quotas etc. for basic raw materials, spare parts, equipment’s, capital goods etc. required by them;
 - (f) to encourage the discovery of suitable indigenous raw material as far as possible, and to promote, encourage and undertake experimental and research works for the benefit of steel melters and to assist and co-operate with the Government in that behalf;

- (g) to arrange for the proper display and marketing of the articles manufactured by the members of the Association ;
- (h) to become member and co-operate with the institution or institution having objects similar to those of this Association, and to seek affiliations with the Federation of Pakistan Chamber of Commerce and Industry ;
- (i) to establish branches and Sub-Committees in Karachi/ Lahore and other important towns of Pakistan, and to define functions of such branches and Sub-Committees and make rules and regulations therefor, and to delegate or with draw powers to and from them as may be deemed fit from time to time ;
- (j) to regulate prices, arrange pools, establish trusts and to frame rules and regulations in respect of the business of the member ;
- (k) to arrange for encourage and training of Technical personnel in the interest of the Steel Melting Industry except iron and re-rolling industry as and when practicable.
- (l) to arrange for adequate financing of the member on suitable terms and conditions if possible ;
- (m) to borrow or raise money for the purpose of Association upon such terms and conditions and on such securities as may be determined reasonable, and in particular by mortgage, charge or lien or any of the properties of the Association ;
- (n) to secure and accept subscriptions, donations, subsidies, gifts, endowments and properties, and generally to obtain money and property for the objects of the Association ; and to invest, apply or deal with the same in such manner as may be deemed expedient ;
- (o) to assist member in all possible ways ordinarily, and particularly when their business interest or trade is affected, prejudiced or jeopardized ;
- (p) to settle the trade disputes and/or arbitrate between the members and to enforce the awards and decisions of the arbitration upon the disputants ;
- (q) to manage to provide convenient premises and facilities to the members for carrying on trade and business ;
- (r) to suggest, promote or oppose legislative and other measures bearing upon Steel Melting Industry except iron and steel re-rolling industry and to obtain charges and improvements in the law and Bye-Laws that are detrimental to the Steel Melting Industry except iron and steel re-rolling industry
- (s) to collect useful information and statistics and to supply the same to the members of the Association or to the Government or to others who are concerned ;

- (t) to obtain sanctions, privileges, advantages, relief co-operation etc., from any authority in the interest of the Steel Melting Industry except iron and steel re-rolling industry ;
 - (u) to accept, draw, endorse and execute cheques, bills of exchange promissory notes and other negotiable instruments ;
 - (v) to acquire, buy, sell take or lease, construct or dispose of lands ; buildings and other articles and properties in the best interest of the Association ;
 - (w) to incur necessary expenses (including preliminary expenditure) and to invest the money of the Association on any enterprise for the benefit of the members as a whole provided that the money so invested is not immediately required by the Association ;
 - (x) to publish a journal and other literature on Steel Melting, allied industries ;
 - (y) to establish and maintain a library for the members, when possible ;
 - (z) to do all such lawful things as are incidental or conducive to the attainment of all or any of the above objects.
5. The income and property of the Association when so ever derived, shall be applied solely towards the promotion of the objects of the Association as set forth in the Memorandum of the Association and no portion thereof shall be paid, transferred directly or indirectly by way of dividend or bonus or otherwise howsoever by way of profit persons who at any time have been members of the Association or to any them or to any person claiming through them.
- PROVIDED THAT nothing herein contained shall prevent the payment in good faith of remuneration of allowances to any officer or servant of the association or to any member thereof or other persons in return for any services actually rendered to the Association or other payment of interest on money borrowed from any person or any member or members.
6. Paragraphs 5 and 10 of this Memorandum are conditions on which a licence is granted by the Government of Pakistan to the Association in pursuance of Section 3 of the Organizations Ordinance, 1961 (XVL of 1961).
7. No member of Association shall pay or receive any dividend, bonus, or other profits.
8. The liability of the members is limited, but if any member in contravention of clause 5 hereof has acquired any profit of bonus, his liability shall be unlimited.
9. Every member of the Association undertakes to contribute to the assets of the Association in the event of its being wound up while he is a member, or within one year afterwards, for payment of debts and liabilities of the Association

contracted before he ceases to be a member and the costs, charges and expenses of winding up the same and for adjustment of the rights of contributories among themselves, such amount as may be required not exceeding Rs. 500.00 or, in case of this liability becoming unlimited such other amount as may be required in pursuance of clause 8 above.

10. If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but be given or transferred to some other institution or institutions having objects similar to the objects of the Association, to be determined by the members of the Association at or before the time of dissolution, and in default thereof by/such judge of the highest Law Court as may have or acquire jurisdiction in the matter.
11. No addition, alteration and amendment shall be made in the Memorandum of Association or in the Regulations contained in the Articles of the Association for the time being in force unless the same shall have been previously submitted to and approved by the Government.

The Association comply with such rules, regulations and instructions concerning thereto as may be issued and approved by the Government from time to time in public interest PROVIDED that Amendments to the Memorandum and Articles of Association shall also be made when required by the Government in public interest.

12. The territories to which the objects of the Association shall extend shall be the whole of Pakistan.

ARTICLES OF ASSOCIATION
OF
PAKISTAN STEEL MELTERS ASSOCIATION

1. (a) The Regulations contained in Form B of the third schedule to the Companies Act, 1913, (VII of 1913) shall not apply to the Association.
- (b) The Rules and Regulations for the management of the Association and for the observance by members thereof and their representative shall, subject to any amendments that may be made hereafter, be those contained in these Articles.
2. In these Articles, unless there be something in the subject or context inconsistent therewith :
 - (a) "The Association" means the Organization called "The Pakistan Steel Melters Association";
 - (b) "Executive Committee" means the Central Executive Committee of the Association constituted under Articles 21;
 - (c) "MEMBER" means an original and or ordinary member only of the Association.
 - (d) "ASSOCIATE MEMBER" means a member of a trade organization which is not body corporate or a multinational or a sales tax registered manufacturing concern or a sales-tax-registered business concern having annual turn over of Rs. 50 million or above;
 - (e) "CORPORATE MEMBER" means a member of a trade organization which is either a body corporate or a multinational corporation with its head office or branch office in Pakistan or a sales-tax registered manufacturing concern or a sales-tax-registered business concern having annual turn-over of Rs. 50 million or above;
 - (f) "HEAD OFFICE" means the registered Office of the Association;
 - (g) "NORTHERN ZONE" means the province of Punjab, Khyber Pakhtunkhwa Province and Islamabad Capital Territory;
 - (h) "SOUTHERN ZONE" means the province of Sind and Baluchistan.
 - (i) "REGIONAL COMMITTEE" means a committee of the Association constituted under Articles 18 (b) ;

- (j) “REGIONAL OFFICE” means the office controlled and run by a Regional Committee ;
- (k) “ARTICLES” means those Articles of Association as originally framed of as altered from time to time by Special Resolution;
- (l) “OFFICE-BEARERS” mean and include the Chairman, Senior Vice Chairman, Vice Chairman and Members of the Executive Committee or the Regional Chairman and members of the Regional Committee, as the case may be;
- (m) “REGISTER” means the Register of members of the Association kept in pursuance of section 31 of the Companies Act, 1913 (VII of 1913) ;
- (n) “GENERAL MEETING” means General Meeting of the Association.
- (o) “ORDINARY MEETING” and “EXTRAORDINARY MEETING” means respectively and ordinary general meeting and extraordinary general meeting of the Association.
- (p) “THE CHAIRMAN” means the Chairman of the Association.
- (q) “THE SECRETARY GENERAL” means the Secretary General of the Association who shall be whole-time paid employee of the Association ;
- (r) “SPECIAL RESOLUTION” has the meaning assigned thereto respectively by the Companies Ordinance 1984 (Section 2(36).
- (s) “SEAL” means the common Seal for the time being of the Association ;
- (t) “YEAR” means the financial year beginning on the first day of July; “MONTH” means a month of financial year.
- (u) “IN WRITING” and “WRITTEN” include printing lithography and other modes of representing or reproducing words in a visible form.
- (v) Words importing singular number shall include plural number and vice-versa, and words importing masculine gender shall include feminine gender and vice versa ;
- (w) “PERSONS” shall include any firm, company, corporation or Association or any other body of individual, whether incorporated or not;
- (x) “THE ORDINANCE” means the Companies Ordinance 1984.
- (y) Manufacturing unit – The unit which manufactures exclusively for sale to the consumers.

3. For the purpose of registration the membership of this Association is declared to consist of unlimited number of members and is open to all manufacturing units of steel.

QUALIFICATION FOR MEMBERSHIP

4. All persons who have subscribed and signed the Memorandum of Association of this Association shall be deemed to be members of this Association. In addition to such persons, all other persons who are eligible and subscribe to the Memorandum of Association hereafter and are enrolled as members in the manner shown below, shall become members of this Association.
5. Any firm, joint stock company or other corporation of individual owner or proprietor of a concern engaged in the manufacture of Steel ingots etc. excluding re-rolled iron and steel, desirous of promoting the objects of this Association and accepting the Memorandum and Articles of Association shall be eligible for the membership of the Association in the conventional or corporate name on conditions hereinafter mentioned.

A sole proprietorship firm or any other company are concern shall be eligible for the membership of an All Pakistan Association provided that a firm or company deals in the relevant trade of that Association.

APPLICATION FOR MEMBERSHIP

6. (a) Any person qualified to be or desirous of becoming a member of the Association shall submit to the Secretary General, an application in the form prescribed by the Executive Committee, duly proposed by a member of the Association seconded by another together with the admission fee. Following papers need to be submitted:-
- (1). Membership Performa duly filled.
 - (2). NTN certificate copy.
 - (3). STRN
 - (4). NIC photocopy
 - (5). Electricity bills of last three months.
 - (6). Formal Request for membership on its letter head pad.

PROVIDED that until the first elections are held under these Articles, applications for membership may be submitted on plane paper without being proposed or seconded by a member of the Association.

- (b) At the meeting held next after the receipt of the application, the Secretary General shall place the application before the Executive Committee and the decision of the Executive Committee shall be final.
7. (a) Candidates for membership shall declare in their application such particulars of the Mill or Mills and of the person or firm, or companies directly or indirectly connected therewith as the Committee may require. Every application for framed by the Committee and signed by the candidate, his/its proposer and seconder (who

must be members) and addressed to the Association. The name of the applicant and of his/its proposer and seconder shall be notified by circular to all members. The Committee shall be competent to accept or reject the applications as it may think fit and shall, notwithstanding the forgoing provisions, in case of urgency, be competent to accept an application and elect a candidate as member without any previous notice to members.

- (b) A member shall be eligible to vote in election of the Association after completion of one year of membership provided the member fulfills the conditions stipulated for the renewal of membership and the changes of class of membership, if any, has been notified by the Secretary General with the approval of managing or executive committee as the case may be, at least three months prior to the announcement of election schedule.
 - (c) Every member eligible to vote shall deposit with the Secretary General, the specimen signature card along with his/her photograph indicating his/her status in the firm, company or concern. The right to vote shall be allowed only to the proprietor, partner or the director of the member firm or company, or a person not below the rank of General Manager authorized by the Board of Directors of a public limited company or a Multi-National company, as the case may be.
 - (e) The proprietor, partner or director of the member firm or company, concern or a person not below the rank of General Manager authorized by the Board of Directors of public limited company or a Multi-National company shall be entitled to cast his/her vote at the time of election only if his or her name has already been registered with the Secretary General and his name appears on the list of voters. However, in the case of Associated Bodies, Associations of persons, a society or a trust etc. the member may be represented by an authorized person who is a member of its Governing Body.
8. All members shall be entitled to all benefits and be bound by all the obligations of the Association's Articles and Rules, framed thereunder:
 9. A member of a trade organization which is either a body corporate or a multinational corporation with its head or branch office in Pakistan or a sales tax registered manufacturing concern or a sales tax registered business concern having annual turnover of Rs. 50 million or above shall be called "Corporate Member"; and
 10. A member of a trade organization which is not a body corporate or a multinational or a sales tax registered manufacturing concern or a sales tax registered business concern having annual turnover of Rs. 50 million or above shall be called "Corporate Member";
 11. **REPRESENTATIVE OF A MEMBER:** Not more than one representative of a member shall be entitled to take part in and vote at the meeting of the Association. The representative shall be a duly authorized responsible officer of his organization in case the member is a company or corporation. The names of all such representatives of the members shall be entered in the Register kept for the purpose by the Association, A member may change in writing to the Secretary General of the Association.

12. **MEMBERSHIP FEES:** The following scale of annual subscription and Admission fees will be applicable to the members' payable along with the Membership application:
- (a) Each candidate for membership shall pay an Entrance Fee of Rs. 2.5 lacs to be sent along with the application form. In the event of the candidate not being elected, the Entrance Fee shall be refunded. The final decision regarding the amount of Entrance Fee will be of the Executive Committee keeping view the capacity of the furnace.
 - (b) Each member shall pay the Annual Subscription of Rs. 30,000/=.
 - (c) The rates of Annual Subscription to be paid by the members from time to time may be revised at the Annual General Meeting with the prior approval of government and such revised rates of subscription shall be payable by the members.
 - (d) The decision of the Committee as to Annual subscription payable by a member from time to time subject to the provisions herein above shall be final and conclusive.
 - (e) The annual subscription shall become due on the 1st day of the month of January the subscription becomes due, and shall be payable by members of the Association as determined by the Committee up to 31st Mar.
13. **CHANGE IN THE NAME OF FIRM:** Any firm being a member of the Association shall have, on changing the firm's name, to put in a fresh application for membership in which case no admission fee shall be charged provided the applicant has accepted the assets and liabilities of the original firm, also the Executive Committee will be competent to decide such case in merits.
14. Every member of the Association shall pay annual subscription in advance by 1st January each year.
15. **DUTIES AND OBLIGATIONS OF MEMBERS:** Every member of the Association shall have the following duties and obligations:
- (a) To make every effort to carry out the aims and objects of the Association as set forth in the Memorandum of Association.
 - (b) To carry out and abode by the rules and regulations of the Association and articles or in by-laws framed thereunder from time to time.
 - (c) To submit as far as possible all complaints, appeals etc., in writing to the Secretary General.
 - (d) To pay the annual subscription of the Association regularly.
 - (e) To bring to the notice of the Committee any matter likely to cause any loss or harm to the interest of the Association in whatever manner.

- (f) To accept and abide by the decisions of the committee provided the decision are not inconsistent with the provisions of the memorandum or the Articles of Association or the Trade Organization Ordinance 1961 or any rules, regulations, instructions or directions issued thereunder.
- (g) To convey the Committee all the information that may be considered necessary for promoting the aims and objects of the Association.
- (h) To take part in the deliberations of the meetings of the Association which he is entitled to attend and to abide by the rules framed for the conduct of the business of the meeting from time to time.
- (j) To assist and co-operate with the Committee in the eradication of unethical business practices from field of trade, commerce and industry.

RESIGNATION CESSATION AND DISQUALIFICATION
FROM MEMBERSHIP

16. (a) Any member may resign from the Association by giving thirty day's notice in writing to the Secretary General, through the Regional Committee concerned, if any, and upon the expiry of the period of notice he shall cease to be a member, unless the notice is in the meantime with-drawn by him.
- (b) A member shall cease to be a member of the Association if:
- (i) his firm or factory cease to be a manufacturing unit ;
 - (ii) he becomes or is found to be of unsound mind by a court of competent jurisdiction ; or
 - (iii) he applied for relief as an insolvent debtor or is declared insolvent ; or
 - (iv) He closes his business.
- (c) If a member fails to pay his subscription within two months after 31st Mar after the expiry of the due date, the period laid down in Article No. 12 he shall be suspended from the active participation at any meeting of the Association. If he fails to pay his subscription within two months after the expiry of the due date, he shall cease to be a member of the Association.
- (d) The Association reserves to itself the right of expelling any member at the recommendation of Executive Committee in case he does any act or pursues any conduct that is either in contravention of the rules and regulations or the Bye-Law of the Association or is in any way injurious to its welfare and interest or for any other good and legitimate reason, it is considered desirable to remove him from the Association. But action in this behalf shall only be taken on a Resolution of the General Body.

- (e) The member whose name is to be removed shall be informed of the proposal, at least 7 days before the date of the general meeting of the General Body by a notice in writing, delivered at his last known place of business to enable him to be present at the meeting and to defend himself personally.
- (f) A member who has resigned or been expelled or has otherwise ceased to be a member, shall remain liable to pay all dues to the Association until his resignation becomes effective, or he is expelled or has otherwise ceased to be member, and shall not be entitled to refund of any moneys paid to the Association by way of subscription or admission fees.
- (g) The name of the member who has resigned or been expelled, or has otherwise ceased to be a member, shall be struck off the Register.
- (h) The resignation of a office bearer or of a executive body member is subject to the approval of the executive committee. sand his/her term will be considered as complete.

REGISTRATION OF MEMBERSHIP

- 17. (a) A member whose name has been struck off the Register due to resignation or non-payment of fees shall be entitled for re-enrolment on payment of admission fee afresh and all arrears outstanding against him, provided that a member expelled from the Association under clause 14 (d) hereof shall not be readmitted before the expiry of one year, from the date of expulsion.
- (b) Without prejudice to any order issued under the provisions of the Trade Organizations Ordinance 1961, a member who has been expelled from the Association under Act. 12 (c) shall not be eligible for re-admission before the expiry of the period, if any, specified in the order of expulsion or, if no such period has been specified, before the expiry of ONE YEAR from the date of expulsion.

RIGHTS AND PRIVILEGES

- 18. (a) Every Member of the Association shall be entitled :
 - (i) To vote at all General Meetings of the Association;
 - (ii) To all the privileges which may be conferred on the members by the Association from time to time.
- 19. The election of the Association shall be conducted between the first day of **July** and the **30th day of September** of a due year subject to the following:-

- (a) The election of the managing or executive committees shall be held by secret ballot and their final result shall be officially announced at the General Meeting of the Association called for this purpose within fifteen days of the date of polling but before or on 30th September.
- (b) On completion of the term the retiring members of the managing or executive committee shall not be eligible to stand for election or co-option for the committee in any representative capacity for the next one year. However this provision will not be applicable to those Association having less than 20 members.
- (c) Neither postal ballot nor proxy will be allowed.
- (d) The polling can be held simultaneously at the Head Office, Regional Office or Branch Office of FPCCI and also in the Offices of Association for the convenience of the voters.
- (e) The Executive/ Managing Committees shall approve the election schedule and appoint a **returning officer, scrutinizers** and **polling officers** who shall be other than those contesting the election.
- (f) The returning officer as appointed shall be In charge of all arrangements connected with such elections, including counting of votes and announcement of results.
- (g) The Secretary General of the Association along with the issuance of the election schedule shall display a list of all members eligible to vote along with their national tax number and name of their representative.
- (h) The changes if any regarding name of representative appearing in the list of voters shall be sent to the Secretary General of the Association along with necessary proof number of eligibility within seven day of the announcement of election schedule.
- (i) The members who have any objection to the entries/ changes in the list of voters shall send their objections in writing to the Secretary General within seven days of the issuance of the said list.
- (j) The Secretary General will intimate action on the objections or changes sent by members within seven days from the last day under preceding clause.
- (k) In case of any dispute pertaining to the eligibility of a member the matter may be referred to the Scrutiny Committee of the Association by any person aggrieved by the decision of the Secretary General of the Association within three days which will decide the case within seven days.
- (l) Within seven days of the issuance of the final list of voter, any person whose is eligible to contest the election for the vacant post shall send his nomination duly

proposed, seconded, and signed by the candidates to the Secretary General on the prescribed form in accordance with the Articles of Association or rules of the Association.

Within twenty-four hours of receipt of nomination papers, a copy of the final list of voters shall be provided to each contesting candidate.

The nomination papers shall be scrutinized by the commission and list of candidates shall be displayed within twenty-four hours of the last date of receipt of nomination papers.

The objections, if any, to the nomination of the candidates can be filed to the election commission within twenty-four hours of issuance of the list of candidates, which shall be decided by the election commission within two days.

Within two days of decision of the commission or in case the commission fails to decide within the stipulated time provided in sub-rule (12), any candidate aggrieved by the decision of the commission may file an appeal to the Director-General, who shall decide within 7 days and his decision in this regard shall be final.

Within two days of the decision of the Director-General the commission shall issue the final list of candidates.

Provided that is no appeal has been filed to the Director-General, the final list of candidates shall be issued within eleven days of the decision of the election commission under sub-rule (12).

Within five days of display of final list of candidates, the polling for election of members of Executive Committee shall be held.

Within 2 days of the polling as provided in sub-rule (15), any person elected as member of Executive Committee, shall send his nomination for election as an office bearer duly proposed and seconded by an elected Executive Committee member and signed by the candidate to the election commission.

The Nomination papers shall be scrutinized by the commission and list of candidates shall be displayed within 24 hours of the last date of receipt of nomination papers.

Within 2 days of display of final list of candidates, the polling for election of office bearers shall be held.

The final result of the election of members of Executive Committee and office bearers shall be officially announced at the annual general meeting of the trade organization called for this purpose within fifteen days of the date of polling under the, preceding clause but not later than:

Any member wanting to take back his nomination may do so at least before 10 days of the date of election.

- a) In case of Federation, the 31st of December of the year; and
- b) In case of all other trade organizations, the 30th of September of the year;

The announcement of election results in the annual general meeting in pursuance of the preceding sub-rule shall be the material date for the purposes of paragraph (iii) of clause (f) of sub-section (2) of section 14 of the ordinance. 1

The final election results announced in the annual general meeting shall be:

- a) Displayed at the notice board of the head office and regional offices of the trade organization within two days;
 - b) Displayed at the website of the trade organization within two days; and
 - c) Submitted to the Director-General within 7 days.
- (m) The ballot papers shall have duly numbered counterfoils and the voters shall sign or affix thumb impression thereon on the presence of polling agents of the candidates and the returning officer before the issuance of ballot papers to him/her.
 - (n) It shall be the duty of the polling officer to see the original identity card issued by the Association or national identity card or passport or any other mode of identification of the voter and write the number thereof on the counterfoil.
 - (o) After comparing the signatures and photographs with the specimen signatures cards the polling officers shall hand over the ballot paper to the voter.
 - (p) The ballot paper shall be signed by the Secretary General or an officer of the Association duly authorized by the Secretary General in this behalf and shall also be signed by the polling officer at the time when it is issued.
 - (q) The voter shall not be allowed to leave the booth after the ballot paper has been handed over to him until and unless he or she has inserted his/ her ballot paper in the box placed before the presiding officer/polling officer and polling agents of the candidates.
 - (r) Adequate arrangements shall be made to maintain the secrecy of the polls.
 - (s) Proper account shall be maintained by a designated officer in respect of ballot papers including used, unused, tendered, challenged or stray ballot papers.
 - (t) The challenged vote shall be kept in a separate sealed envelope duly signed and sealed by the polling officer.

- (u) The returning officer shall decide about the challenged votes after verifications of necessary information from the member firm, company or concern before the official announcements of the results.
 - (v) Counting of votes shall take place immediately after the polling hours under the supervision of polling officer in the presence of polling agents of the candidates, if any, at the designated sites.
 - (w) Provisional results may be declared by the returning officer immediately after the counting of votes is completed.
 - (x) In the event of equality of votes between two or more candidates a lot shall be drawn by the returning officer in the presence of candidates or their authorized representatives/polling agents of such candidates and a record of the result thereof shall be made.
 - (aa) The announcement of election results within the meaning of Section 9(2)(e) of the trade Organization Ordinance shall be that made in the general meeting of the organization concerned called for this purpose within fifteen days of the announcement of the provisional results but in no case later than 30th day of September.
 - (bb) The record of election shall be opened for inspection upon an application made in this behalf by the candidate within seven days of the date of polling and approved by the Director Trade Organizations.
 - (cc) The term of office of the Managing Committee/Executive Committee and office bearers of the Association shall continue as per their Articles of Association.
- 20.
- (a) Every member shall be entitled to one vote and shall have equal rights and privileges except as provided in these Articles.
 - (b) If any member is a firm, company or corporation only one particular Director or authorized representative of said firm, company or corporation shall be entitled to act and vote at any meeting of the Association.
 - (c) No member shall be entitled to vote at any meeting of the Association unless all moneys due from him on account of subscription or otherwise have been paid to the Association by the due date.
 - (d) No member who has resigned or ceased to be a member or has been expelled from the Association shall be entitled to attend or vote at any meeting of the Association.
 - (e) The Chairman or whosoever be presiding over a meeting shall, in the case of equality of votes, have second or casting vote except in the matter of any election of the Association.

- (f) No member shall be entitled to vote at any meeting of the Association unless all money due from him on account of subscription have been paid to the Association by the due date.
- (g) No member who has resigned or been expelled, or otherwise ceased to be a member shall be entitled to attend or vote any meeting.

REGISTRATION OF MEMBERS

- 21. (a) A register of members shall be maintained at the registered office of the Association in which be set froth the names and addresses of all the members, for the time being, and in which shall be recorded all changes in membership taking place form time to time. There shall also be an entry in the register indicating the nature of business carried on by each member, together with the name of the representative of the member authorized to participate in the business of Association.
- (b) Every member shall have the right to have the name of his/its representative changed from time to time provided that no such change shall be effected during the period from the date of which the final list of members and their representative has been circulated for the purpose of the election of Association until after holding of the elections.
- (c) A register containing the name and address of the members of the Association and their authorized representative, if any shall be kept at the Head Office. A similar Register shall be kept by each Regional Office in respect of the Association in the Region concerned.
- (d) All changes in the address or other particulars of the members will be intimated by them in writing to the Secretary General, as also to the Regional Office concerned, and members shall have the right to inspect the Registers maintained under paragraph 17 (a) above and request corrections, if any.

CENTRAL EXECUTIVE COMMITTEE

22. (1) The affairs of the Association shall be managed and administered by a central Executive Committee of 15 Members composed as under :

(i)	Chairman	1
(ii)	Senior Vice Chairman	1
(iii)	Vice Chairman	2
(iv)	Members	10 (9 members with the voting right while one of the member of the MC will be the Chairman from the previous Financial Year due to his past position in the office, without the voting right).
	Total	15

- (2) The office-bearers of the Central Executive Committee shall be elected with equal representation from both Regions in the manner indicated below:
- (a) The seven members of the Regional Committee elected under Article 18 (b) shall represent the respective region on the Central Executive Committee provided that in case a region cannot be represented on the said Committee due to its inability to hold or participate in the elections for any reason, the member of the other Regional Committee, if duly elected, shall compose the Central Executive Committee and may conduct its business, manage the Association and exercise all the powers and functions of the Central Executive Committee notwithstanding the fact that seats on the Central Executive Committee belong to the other region, remain vacant.
- (b) The members returned under clause (a) above shall elect from amongst themselves a Chairman, Senior Vice Chairman and Vice-Chairman. Provided that if the Chairman for any year shall be from one region, the Vice-Chairman in that year shall be from the other region and vice-versa. Provided further that if the Chairman for one year is from one region, the Chairman for the next year shall be from the other region and vice-versa.
- (c) If any Regional Office does not remit the dues to the Head Office as laid down in Article No. 7 and 19 (3), or its elections are not held by the specified date, or the names of the members elected from the region concerned to serve on the Executive Committee are for any reason not communicated to the Head Office, the election of the Executive Committee shall not be with-held and the members from the particular Region shall not be included in the Executive Committee until such time as the dues are fully paid and the names of the persons elected are fully communicated to the Head Office.
- (d) Notwithstanding anything contained in above, the Executive Committee shall be composed of members belonging to such Regional Office as had

paid the dues and duly held the elections and communicated, by the specified date, to the Head Office, the name of the persons elected.

- (e) Casual vacancies of the members shall be filled by co-option by the Central Executive from amongst members of the Region to which the outgoing member belonged. Those of the Chairman or Vice-Chairman shall be filled by the Central Executive Committee by election from its members and the resultant vacancy of the member shall be filled by co-option. Provided that no such vacancy shall be filled by under this clause during the first 90 days as well as 270 days after the holding of the annual election. The term "Casual Vacancy" shall include all vacancies occurring after announcement of result of the annual election.

POWERS AND FUNCTIONS OF EXECUTIVE COMMITTEE

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

- (a) to carry out the aims and objects of the Association :
- (b) to make such arrangements as are considered necessary for the election of the new Executive Committee, its Chairman and Vice-Chairman:
- (c) to continue and manage the affairs of the Association until the next properly constituted Executive Committee takes over in accordance with the provisions of these Articles:
- (d) to look after and manage all property, moveable and immoveable held by the Association;
- (e) to appoint Standing Committee for any purpose and frame such rules and regulations or bye-laws in this regard as may be deemed fit
- (f) to delegate any of its powers to any Standing Committees or Sub-Committee ;
- (g) to appoint the Secretary and other staff necessary for the efficient functioning of the Association and to frame rules and regulations or bye-laws regarding their terms and conditions of service ;
- (h) to keep or cause to be kept by any one or more persons appointed by it, proper books of accounts in which shall be entered true and complete accounts of the monetary affairs and transactions of the Associations ;
- (i) to frame and put into effect rules, regulations and bye-laws for the office administration, elections, trade practices, arbitrations and all such purpose as are conducive to the promotion of the objects of the Association, and to rescind, add or to alter such rules, regulations of Bye-Law ;

- (j) to secure for the Association membership of the Federation of Pakistan Chamber of Commerce and Industry ;
- (k) to present the view of the Association on any matter relating to the objects of the Association.
- (l) to convene ordinary or extra ordinary general meetings of the Association ;
- (m) to nominate members to represent the Association on non-political bodies ;
- (n) to raise funds by collecting ad-hoc subscriptions and donations from the members from time to time for meeting any emergent needs of the Association ;
- (o) to defray expenses, subject to availability of funds of delegates selected and deputed by the Association to represent it at conferences in Pakistan or abroad with prior approval of the Federal Government in case of conferences abroad ;
- (p) to expel any member from the Association or-admit such expelled members subject to conditions laid down in these articles, either on its own initiative or on the recommendation of the Regional Committee concerned ;
- (q) to commence, institute, prosecute and defend all such actions and/or suits on behalf of the Association as may be deemed necessary or expedient and to compromise or submit to arbitration any action suit or dispute or differences ;
- (r) to hear appeals from decisions of Regional Committees in such cases and in such manner as may be provide for by rules or regulations made under clause (i) above;
- (s) to enquire and look into the affairs of any Regional Office or Regional Committee, if it is reported by not less than two-third members of the Region concerned that the Regional Office or the Regional Committee has not been functioning properly, and to take such actions as may be decided upon by the Association at a General Meeting which shall be convened specially for the purpose in that region and general ;
- (t) to adopt and take such measures, not inconsistent with the Memorandum of Association or these Articles, as may from time to time be considered necessary for the achievement of the aims and objects of the Association ;

MEETINGS OF EXECUTIVE COMMITTEE

24. The Executive Committee shall meet from time to time at such place or places as may be considered necessary and may make such rules and regulations and bye-laws not inconsistent with the provision of these Articles, as it may think proper as to the summoning and holding of meeting and for transaction of business at such meetings.

25. Four office-bearers shall form the quorum. If within thirty minutes of the scheduled time of the meeting, the requisite quorum is not formed, the meeting shall stand adjourned and no quorum shall be necessary for the transaction of business at an adjourned meeting.
26. All proposals placed before the Executive Committee shall be decided by a simple majority vote, except as otherwise provided in these Articles.
27. The Executive Committee shall cause the proceedings of every meeting duly recorded in the Minute Book for the purpose.
28. The Chairman and in his absence the Vice-Chairman shall preside at the meeting, provided that in the absence of both of them, the office-bearers present may elect any person from amongst themselves to preside.
29. In the event of equality of votes, the Chairman or whosoever be presiding over the meeting of the Executive Committee, shall have a second or casting vote.
30. no resolution duly passed at the meeting of the Executive Committee shall be rescinded, altered or otherwise amended at a subsequent meeting of the Executive Committee held within twelve months of the date on which such Resolution was passed, unless two-third of the total number of office-bearers of the Committee vote for a change and the agenda containing the proposal has been duly circulated.

GENERAL MEETING

31. A general meeting shall be held within 3 months from the date of its incorporation and thereafter once at least in every year (not being more than 15 months after the holding of the last preceding General Meeting). Such General Meetings shall be called "Ordinary General Meetings", and all other General Meetings shall be called "Extra Ordinary General Meeting".
32. The executive Committee may, whenever they think fit, or on a requisition made in writing by any 1/3 of the total members, call an Extra Ordinary General Meeting.
33. Any requisition made by the members shall state the object of the meeting proposed to be called and shall be signed by the re-quisionists and deposited with the Secretary General of the Association.
34. One receipt of any such requisition the Executive Committee shall forth-with proceed to call an Extra Ordinary General Meeting, if they do not proceed to call a meeting within fifteen days from the date of the requisition, the requisitionists may themselves call a meeting.
35. 21 days notice at least of every General Meeting, specifying the place, the day and hour of the meeting shall be given to the members but the non- receipt of such notice by any member shall not invalidate the proceedings of any General Meeting. A notice of the meeting will either be delivered by peon or will be sent under certificate of posting. Or by E-Mail / Fax & or SMS.

36. No business shall be transacted at any General Meeting unless a quorum of members is present at the commencement of the business. In order to constitute a quorum there shall be 25% members present.
37. If within 30 minutes from the time appointed for the meeting a quorum of members is not present, the meeting if called on the requisition of the members, shall be dissolved ; in any other case, it shall stand adjourned and at such adjourned meeting no quorum shall be necessary.
38. Every question submitted to a meeting shall unless unanimously decided, be decided in the first instance, by a show of hands. In case of any equality of votes, the Chairman shall have a casting vote.
39. At an annual General Meeting the following business shall be transacted:
 - (a) To receive and adopt the Annual report of the Executive Committee and other Committees and sub-committees.
 - (b) To receive and pass the duly audited statement of accounts.
 - (c) To elect members of the Executive Committee.
 - (d) To appoint an auditor for the year.
 - (e) To transact such other business of which notice may have been received 4 clear days before the date fixed for the Annual General Meeting, and/or such other business as may be, with the permission of the Chair, placed before the meeting,
40. Whereas in any election 2 or more candidates secure an equal number of votes, the success candidates shall be determined by lots to be drawn by Chairman.
41. **NOTICE:** A notice may be served upon any member either personally or by sending through post in a prepaid letter addressed to such members registered address under postal Certificate.

POWERS AND RESPONSIBILITIES OF OFFICE BEARERS

42. The following shall be the powers and responsibilities of Chairman and Vice Chairman:
 - (a) CHAIRMAN
 - (1) He shall be Chief Executive of the Association, and whenever possible, shall preside over the General Meeting of the Association and meetings of the Executive Committee, and lead deputation and delegations on matters with the Committee is concerned.
 - (2) The Chairman, or in his absence the Vice Chairman or any member so empowered by the Committee shall inter alia have power to represent the

Association before any person, Government, Federal; or Provincial, Local, Municipal, firms, Companies or the federation of Pakistan chamber of Commerce and industry in all matters in which the Association may be interested.

- (1) The Chairman shall preside at all meetings of the Committee and at all General Meetings and he shall receive all deputations to the Committee.
- (2) He shall have the power to sanction in connection with the affairs of the Association any amount not exceeding one lac rupees at a time, prior to consultation with, or assent of Executive Committee, and the amount so sanctioned shall be paid from the funds of the Association. The assent of the Executive Committee will be obtained at its next meeting after the expenditure has been sanctioned or incurred.
- (3) The Chairman shall also at any time when he shall deem proper communicate to the Association or the Committee such matters, and shall make such suggestion as may in his opinion tend to promote the prosperity and welfare and increase the usefulness of the Association and shall perform such other duties as may be incidental to the office of the Chairman.

(b) SENIOR VICE CHAIRMAN:

- (1) The Vice Chairman in the absence of Senior Vice Chairman shall have the power to perform the duties of the Chairman.
- (2) During the tenure of office as Chairman, Senior Vice Chairman, Vice Chairman, or as member of the Committee, any partner or person holding a power of Attorney or letter or procuracy from a firm registered as a member of the Committee any person being a responsible officer of a joint stock company or other corporation registered as a member in its corporate name. No other partner or person representing the same firm, Company or Corporation, as the case may be, shall be eligible for election as a member of the Committee.
- (3) Subject to the provisions of Articles 15 (a) any vacancy in the Committee other than in the office of the Chairman, Senior Vice Chairman or Vice Chairman occurring between two Annual General Meetings shall be filled up by the Committee from the members but the person so appointed shall hold office only until next following Annual General Meeting and shall be eligible for re-election.
- (4) The Association shall keep as its office a Register containing the names and addresses and occupations and nationality of its Chairman, Senior Vice Chairman, Vice Chairman and Members of the Committee and shall send Register to the Joint Stock Companies a copy of such register and shall from time to time notify to the registrar of any change that may take

place in the names, addresses, occupation or nationality of such Chairman of members of the Committee as required by section 205 of the Companies Ordinance 1984.

- (c) Vice Chairman :
- Subject to the overall jurisdiction and authority of the Senior Vice Chairman and the Executive Committee whose instructions it shall be his duty to carry out, in accordance with the provisions of these Articles, the Vice Chairman shall enjoy the same powers and perform the same functions in his respect of his Region as those enjoyed by the Senior Vice Chairman in respect of the Association as a whole.

SECRETARY GENERAL

43. Subject to the supervision, control and order of the Chair-man, the Secretary General shall perform the following duties :
- (a) to carry on and hold charge of all correspondence of the Association.
 - (b) to hold charge of all papers and documents, furniture and all the other properties, moveable and immovable, belong-ing to the Association ;
 - (c) to issue and give notice of all general meetings and meetings of the Executive Committee and standing committees and sub-committees, if any ;
 - (d) to keep and maintain accurate minutes of all meetings of the Association, the Executive Committee and standing Committee and sub-committee and to get them signed by the person who presided over such meetings ;
 - (e) to prepare the annual report of the Association in consultation with the Executive Committee and the report of the standing committee and sub-committee ;
 - (f) to circulate amongst the office-bearers, the minutes of the meetings and proceeding of the standing committees and sub-committees, and circulate amongst the members of the Association annual report, notice and other information intended for circulation ;
 - (g) to notify all members of the Association the resignation, expulsion or cessation otherwise of any person, firm or company from the membership of the Association ;
 - (h) to collect all dues of the Association and grant receipt thereof ;
 - (i) to keep and maintain or cause to be kept and maintained accurate accounts of the Association and of all funds connected with or in any way controlled by it ;

- (j) to ensure all payments on behalf of the Association in conformity with the decisions of the Executive Committee ;
- (k) to countersign all cheques issued on behalf of the Association which shall be signed by the Chairman or two office-bearers duly authorised by the Executive Committee ;
- (l) to incur incidental expenses on any item not exceeding three thousand rupees subject to such rules and regulations bye-law as may be framed by the Executive Committee ;
- (m) to represent the Association for all purpose whenever action arises before any court of law any suit or proceedings instituted by or against the Association, but he shall not be competent to compromise any suit or proceedings of the Executive Committee ;
- (n) to delegate all or any of his functions to any member of the staff of the Association, provided that the Secretary shall remain responsible to the Executive Committee for acts done on his behalf by such members ;
- (o) to maintain administrative and disciplinary control over the entire staff of the Association in accordance with the rules and regulations and bye-laws framed in this behalf by the Executive Committee, and
- (p) to do and perform all acts and deeds he may expressly be required to do by the Chairman of the Executive Committee and generally all such other acts and deeds as are incidental to his office.

ACCOUNTS

- 44. The funds of the Association shall be deposit in an approved Bank and such part thereof as shall not be required for current expenses may at the direction of the Executive Committee be invested in securities. The account of the Bank shall be operated by the Cheques as laid down in Article 44 below.
- 45. All money on account of daily collection and other subscriptions realised by the Association shall be deposit in a Bank approved by the Executive Committee. Withdrawals shall be made by means of cheques under the joint signatures of the Chairman, or two office-bearers duly authorized by the Executive Committee in this behalf, and the Secretary General.
- i. True accounts shall be kept of the sums of money received and expended by the Association and the manner in respect of which such receipt and expenditure takes place and of the property, credits and liabilities of the Association, and subject to any reasonable restrictions as the time and manner of inspecting the same that may be imposed in accordance with the regulations for the time being of the Association, shall be open to the inspection of the members. Once at least in every year, the account of the Association shall be examined and the corrections of the balance sheet ascertained by one or more properly qualified auditor or auditors.

AUDIT

- ii. The Accounts of the Head Office and the Regional Offices of the Association shall be closed on the thirty-first day of December every year, and shall be audited at least once in every year by duly registered auditor or auditors appointed for the purpose. Two statements of Accounts of the Regional Offices duly adopted by the Regional Committees shall be appended to the Accounts of the Head.

COMMON SEAL

- iii. The Executive Committee shall provide a Common Seal for the Association. The seal shall be deposited with the Secretary General and shall never be fixed to any document, except with the prior authority of the Committee and in the presence of the Chairman, or two other office-bearers, who shall sign every instrument to which the Seal is affixed, and all such instruments shall be counter-signed by the Secretary General.

PROVIDED that any instrument bearing the Seal of the Association and issued for a valuable consideration shall nevertheless be binding on the Association notwithstanding any irregularity touching the authority of the Committee to issue the same.

INDEMNITY

- iv. (a) Every office-bearer, Secretary General and other officer or servant of the Association shall be indemnified by the Association against, and it shall be the duty of the Executive Committee, out of the funds of the Association, to pay all costs, losses, penalties and expenses which any such office-bearer, Secretary General, officer or servant may incur or become liable to by reasons of any contract entered into, be done by him as such Office-bearers, Secretary General, Officer or servant acting in good faith, and the amount for which such indemnity is provided shall immediately attach as lien on the property of the Association and have priority as between the members of the Association over all other claims.
- (b) No office-bearers, Secretary General or other officer or servant of the Association shall be liable for the acts, receipts, neglects or default of any other office-bearer or officer or servant or for joining in any receipt of other act or for conformity or for any loss or expenses happening to the Association through the insufficiency or deficiency of title to any property acquired by order of the Executive Committee for or on behalf of the Association or for the insufficiency or depreciation or any security in or upon which any of the moneys of the Association shall be invested or for any loss or damage arising from the bankruptcy, insolvency or tortuous acts of any person with whom any money, securities or effects shall be deposited or for loss sanctioned by any error or judgement, omission, default or over-sight on this part, or any other loss, damage or misfortune that may happen in the execution of the duties of this office or in relation thereto unless the same happened through his own dishonesty.

- v. **Elections within trade organization:** The elections of trade organisations shall be held on annual basis subject to following timeframe:

Between 1st of July to 30th of September of the year.

- vi. **Announcement of elections schedule.**

- (1) The election schedule of the trade organisation shall be approved by the Executive Committee of the trade organisation and issued by the Secretary General:
 - (a) In the first half of July.
- (2) Within two days of its approval by the Executive Committee, the election schedule shall be:
 - (a) displayed at the notice board of the head office and regional office of the trade organization;
 - (b) display at the website of the trade organization; and
 - (c) Submitted to the Director-General.

- vii. **Eligibility to vote.**

- (1) Subject to provision of section 10 of the Ordinance, the eligibility of a member of trade organization to vote at the election of the trade organisation shall be subject to following conditions:
 - (a) the member has completed two year of valid membership of the trade organization as on the date of announcement of election schedule by the Executive Committee of the trade organization; and
 - (b) the member has fulfilled the conditions of membership and renewal thereof the respective trade organization under rule 11.
- (2) Every member eligible to vote shall deposit with the Secretary General, the specimen signature card along with photograph indicating the status in the firm, company or concern. The right to vote shall be allowed only to the proprietor, partner or the director of the member firm or company, of a person not below the rank of General Manager authorized by the Board of Director of a public limited company or a multi-national corporation, as the case may be.
- (3) The proprietor, partner or director of the member firm or company, concern or a person not below the rank of General Manager authorized by the Board of Director of public limited company or a multinational company shall be entitled to cast vote at the time of election only if name of such person has already been registered with the Secretary General and his name appears on the list of voters.

- viii. **Appointment of election commission.** – Simultaneously with the approval of the election schedule the Executive Committee shall appoint an election commission subject to the following conditions, namely:-
- (a) the commission comprises three members;
 - (b) the members so appointed have submitted their consent in writing to their appointment as such;
 - (c) the members of the commission, so appointed, have not held any office of the respective trade organization for the preceding two years;
 - (d) the members of the commission shall not be entitled to cast vote or become a candidate in the election, they are conducting
 - (e) the members of the commission shall be independent, impartial and non-partisan; and
 - (f) the members of commission shall not canvass for any of the candidates or panels contesting the elections, they are conducting.
- ix. **Functions of election commission.** – The election commission shall be in charge of all arrangements connected with the conduct of elections including but not limited to:
- (a) appointment of polling staff;
 - (b) ensuring display of the tentative voters' list by the Secretary General for the purpose of inviting objection.
 - (c) examination of and decision on the objection as received on the voters' list.
 - (d) supervision of polling process and ensuring that the polling has been conducted in an orderly, peaceful, transparent and fair manner in accordance with the provisions of the memorandum and Articles of association and instructions of the Federal Government or the Director General in this regard; and
 - (e) counting of votes and announcement of results.
- x. **Election procedure.** – (1) The election shall be conducted according to the procedure laid down in the articles of association subject to the following:-
- (a) The election of the office bearers shall be held by secret ballot,
 - (b) neither postal ballot nor proxy shall be allowed; and

(c) the polling shall be held simultaneously at the head office, regional office or where the number of votes exceeds fifty at the branch offices of the trade organization:

(2) within three days of the announcement of the election schedule member firms desiring to change their representative shall intimate changes regarding name of representative to the Secretary General along with necessary proof of eligibility.

(3) The Secretary General of trade organization shall display within seven days of the announcement of election schedule the list of all members eligible to vote along with their national identity card number of their representative. The list shall be displayed at:

(a) the notice board of the head office and regional office of the trade organization; and

(b) the website of the trade organization;

(4) The members who have any objection to the entries in the list of voters shall send their objection in writing to the Secretary General within seven days of the issuance of the voters' list.

(5) The Secretary General will intimate action on the objection or changes sent by members within five days from the last day under preceding clause.

(6) Any person aggrieved by the decision of the Secretary-General may make a representation, within three days to the election commission which shall decide the case within three days.

(7) Within three days of decision by the commission, any person aggrieved by the decision of the commission may appeal to the Director-General whose decision in this regard shall be final.

(8) Within two days of the decision of the Director-General the final voters' list shall be:

(a) displayed at the notice board of the head office and regional offices of the trade organization;

(b) displayed at the website of the trade organization; and

(c) submitted to the Director-General:

Provided that if no appeal has been filed to the Director-General, the final list of voters shall be displayed within fifteen days of the decision of the election commission under sub-rule (6).

(9) Within four days of the display of the final list of voters, any person who is eligible to contest the election for the vacant post, shall send his nomination duly

proposed and seconded by a duly registered voters and signed by the candidate to the Secretary General on the prescribed form in accordance with the Articles of Association or rules of the trade organization.

(10) Within twenty-four hours of receipt of nomination papers, a copy of the final list of voters shall be provided to each contesting candidate.

(11) The nomination papers shall be scrutinized by the commission and list of candidates shall be displayed within twenty-four hours of the last date of receipt of nomination papers.

(12) The objections, if any, to the nomination of the candidates can be filed to the election commission within twenty-four hours of issuance of the list of candidates, which shall be decided by the election commission within two days.

(13) Any candidate aggrieved by the decision of the election commission may file an appeal to the Director-General within two days, whose decision in this regard shall be final.

(14) Within two days of the decision of the Director-General the commission shall issue the final list of candidates:

Provided that if no appeal has been filed to the Director-General, the final list of candidates shall be issued within eleven days of the decision of the election commission under sub-rule (12).

(15) Within five days of display of final list of candidates, the polling shall be held.

(16) The final result shall be officially announced at the annual general meeting of the trade organisation called for this purpose within fifteen days of the date of polling under the preceding clause but not later than:

(a) the 30th of September of the year;

(17) The final election results announced in the annual general meeting shall be:

(a) displayed at the notice board of the head office and regional offices of the trade organization within two days;

(b) displayed at the website of the trade organization within two days; and

(c) submitted to the Director-General within 7 days.

46. Conduct of Elections.

- (1) The ballot papers shall have duly numbered counterfoils and the voter shall sign or affix thumb impression in the presence of polling agents of the candidates and the polling officer before the issuance of ballot papers to the voter.
- (2) It shall be the duty of the polling officer to verify the identity of the voter. The only acceptable forms of identification shall be the computerised national identity card, the original identity card issued by the trade organization, the passport and the driving licence. The polling officer shall enter number of identification document on the counterfoil.
- (3) After comparing the signature and photograph with the specimen signature card the polling officer shall hand over the ballot paper to the voter.
- (4) The ballot paper shall be signed by the Secretary General or an officer of the trade organization duly authorized by the commission in this behalf and shall also be signed by the polling officer at the time when it is issued.
- (5) Once the ballot paper has been issued to a voter, he shall not be allowed to leave the polling booth, without casting in the ballot box.
- (6) Adequate arrangements shall be made to maintain the secrecy of the polls.
- (7) Proper account shall be maintained by an officer designed by the commission in respect of ballot papers including used, unused, tendered, challenged or spoiled ballot papers.
- (8) The challenged votes shall be kept in a separate envelope duly signed and sealed by the polling officer.
- (9) The commission or an officer designed by the commission shall decide about the challenged votes after verification of necessary information before the official announcement of the results.
- (10) No ballot paper shall be invalid for failure to have cast all votes on all seats contested for in the said election.
- (11) Counting of votes shall take place immediately after the polling hours under the supervision of polling officer in the presence of candidates or their polling agents, if any, at the designated sites.
- (12) Provisional results may be declared by the commission immediately after the counting of votes is completed.
- (13) In the event of equality of votes between two or more candidates the result shall be decided on the basis of a draw conducted by the polling officer in the presence of candidates or their polling agents and a record of the result thereof shall be made.

- (14) Having completed the counting and compilation of results the record pertaining to the elections shall be sealed and signed by the commission or any officer designated by the commission and the Secretary General and shall be handed over to the Secretary General for safe custody.
- (15) The record of elections shall be opened for inspection upon an application made in this behalf by the candidates within seven days of the date of polling and with the approval of the Director-General.

47. **Organizational Structure of Associations.** -

- (1) An Association shall comprise a Chairmen, a senior vice chairmen, two Vice-Chairmen, an Executive Committee and a General Body:
- (2) Members of a trade organization eligible to vote shall constitute its General Body.
- (3) The general Body in addition to the functions and responsibilities assigned to it in the memorandum and articles of association of the trade organization shall serve as the Electoral College for election of the office bearers, except for seats reserved for women for which the Electoral College shall be the Executive Committee.
- (4) The Executive Committee of an Association shall comprise person elected by the General Body from amongst its members subject to the following:
 - (a) there shall be a minimum of six and a maximum of thirty seats in the Executive committee:
 - (b) in Addition to the number of seats provided in clause (a), there shall be two seats reserved for women entrepreneurs in the Executive Committee.
 - (6) The tenure of all elected office bearers shall be one year.
 - (7) No member of Executive Committee of a trade organization shall hold office for more than two consecutive terms.
 - (8) Notwithstanding sub-rule (6) on completion of the term the Chairman and Vice-Chairman shall not be eligible to contest election or co-option in any representative capacity in the trade organization for the next one year.

48. **Reporting Requirements.** - Notwithstanding the requirements under the companies Ordinance, 1984 (XLVII of 1984), the trade organization shall annually submit to the Director-General:

- (a) annual financial statement as approved by the Executive Committee and prepared by auditors; and
- (b) plan of activities for the next year.

49. **Plan of activities and performance review.**

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

50. **Management.**

- (1) The association shall appoint a Secretary General through a Human Resource Committee formed under and consisting of three member of the Executive Committee.
- (2) The Secretary General shall be in charge of the secretariat of the trade organization. The trade organization shall frame the rules and regulation for hiring and service rules for Secretary General and other staff.
- (3) The signature of the Secretary General shall be mandatory for operation of all the single or jointly operated bank accounts of the trade organization.
- (4) The termination of services of the Secretary General shall be through a resolution of the Executive Committee.
- (5) Any management employees who shall report directly to the Secretary General alone shall be appointed jointly by the Secretary General and the Human Resources Committee.
- (6) Any other staff or professional management shall be appointed through a process to be defined in the trade organization's human resource policy.

51. **Website.** - The association shall within one year from the date of grant of licence create and maintain a website at all times which shall include all relevant information such as:

- (a) Up-to-date list of office bearers with contact details, Executive Committee members, management and members of the General Body;
- (b) Memorandum and articles of association as well as bye-laws, if any;
- (c) Plan of activities and statement of vision;
- (d) Schedule of Executive Committee meetings and minutes of such meetings; and
- (e) Schedule of elections, voters list and election results during the election period.

COPIES OF MEMORANDUM AND ARTICLES

52. The Memorandum of Association and these Articles shall be kept with the records of the Association. Printed copies of the same shall be supplied to all members on application, free of charge.

WINDING UP

53. (a) The Association shall be wound up voluntarily whenever a special resolution is passed requiring the Association to be wound up and should there remain after satisfaction of all its debts and liabilities any surplus property whatsoever, the same shall not be paid, distributed amongst the members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association at an extraordinary or Special General Meeting convened for the purpose.
- (b) Notwithstanding anything laid down in clause (a), the provisions of the Companies Act, 1913 (VII of 1913) as amended from time to time, registered the winding up or dissolution of Association registered under Section 26 of the Act, shall apply to the winding up or dissolution of the Association.

DISPUTES

54. Any disputes or difference of opinion in regard to the interpretation on scope of application of these Articles of Association, which cannot be resolved by the Association itself, shall be referred to the Director Trade Organization appointed under the Trade Organization Ordinance, 1961(XIV of 1961) and the ruling given by the Director shall be binding on the Association, its office bearers and members.

AMENDMENTS

55. Amendments to these Articles of Association shall be subject to the prior approval of the Government, and shall also be made whenever required by the Government in public interest.

No alteration or addition or deletion shall be made therein or thereto save and except by a majority of three-fourth of the Members of the General Body present at the Annual General Meeting or on Extraordinary General Meeting convened by a notice issued at least twenty one days before the holding of the said meeting and in which all the terms of the proposed alterations shall have been clearly set forth.

We, the several persons whose names and addresses as subscribed hereto are desirous of being formed into an Association in pursuance of this Memorandum/Articles of Association: -

S/ NO	NAME	DESIGNATION	ADDRESS	MOBILE/Ph NUMBER
1	Ch Liaqat Ali	Chairman	Liaqat Steel Industries, 15-KM Link Shamke Road Kala Shah Kako Muridke	0300-8437191 042-7980775
2	Mr. Ilyas Aziz Malik	Senior Vice Chairman	Karim Aziz Industries Pvt Ltd, Opposite Railway Station, Hassanabdal	0345-8555225
3	Mr. Liaqat Ali	Vice Chairman	Islamabad Steel Furnace, S. I. E. No. II. Gujranwala	0300-8741274
4	Mr. Asim Ashfaq	Vice Chairman	AK Steel Re Rolling Mills, 15 KM Lahore Side More Eminabad Gujranwala	0300-8642830 0321-8642830
5	Mr. Umair Siddique	Vice Chairman	Irfan Brothers (Pvt) Ltd, Khokhar Road, Badami Bagh, Lahore	0300-8476100 042-37280711
6	Mian Aziz Ur Rehman Chan	Executive Member	Siddique Iron Industries (Pvt) Ltd, Chowk Bhogiwal, Near Karol Ghata Bund Road Lahore	0333-4217573
7	Mian Muhammad Saeed	Executive Member	Nazir Steel Mills, Taj Garh Gunja Sindhu Road Munawan, Lahore	0300-8460005
8	Mr. Farooq Hassan	Executive Member	Batala Steel 35-A Empress Road, Lahore	0344-2333333 042-6373925
9	Mian Muhammad Usman	Executive Member	Madina Steel Industry, C/O Dawood Steel Casting, Moman Pura Road, Daroga Wala, Lahore	0300-9457281 042-36684043
10	Mr. Khuram Iqbal	Executive Member	Khuram Steel Mills, Sialkot Road Gujranwala	0300-8641339
11	Mr. Tariq Butt	Executive Member	Ikran Steel Industries Dewan Road Eminabad Gujranwala	0302-8644389 055-3402114
12	Muhammad Suba Chaudhry	Executive Member	<i>Al Madina Steel Furnace</i> , Eminabad Sialkot Road Near Kot Karim Chand, Gujranwala	0321-7787700 0307-6611700
13	Mr. Hussain Agha	Executive Member	Agha Steel Industries Limited, Plot No 48, Sector – 28 Korangi Industrial Area Karachi	0321-9223774
14	Mr. Sohail Latif Siddiqui	Executive Member	<i>Siddiqui Steel Furnace</i> , Plot No 14, I-9, Industrial Area Islamabad	0333-5330410 051-4434204-5

Witnesses to the above Signatures

Maj ® Mansoor Mahmood