



Registered under the Societies Registration Act XXI of 1860

Articles
Of
Dhanmondi Society

Article 1: Membership

The members of the Society shall be the signatories to the Memorandum and Articles of Association of the **Dhanmondi Society** and the persons who may hereafter be accepted as members in accordance with the provisions of these Articles.

A. Categories of Members

There shall be five categories of members as follows:

- i) Life Member
- ii) General Member
- iii) Corporate Member
- iv) Donor Member
- v) Honorary Member

B. Qualification of Membership

1. Life Members:

The Life member of the Society shall be considered life member. Any person who will be interested in the activities of the Society and not hindered by law or the constitution of the Society may be enrolled as life Member on payments subject to the approval of the Executive Committee.

2. General Members:

Members has to be resident of Dhanmondi, He/She must have the ownership of the properties in Dhanmondi.

3. Corporate Member:

For admission as a Corporate Member, all private and public limited Companies including financial institutions, local and foreign banks and multinational and foreign companies with a paid up capital of at least Tk 25 million who have their local offices within the territorial limits of Dhanmondi , are eligible. These entities shall have to make a one-time contribution of an amount as fixed under these Articles subject to the condition that such a nominee fulfills the qualification as applicable in his case.

4. Donor Members:



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অবিকল সর্বস্ব বহুমুখী
প্রত্যয়ন করিছি।

(মোঃ রশিদ আলম রনী)

সহকারী সেক্রেটারী
রেজিস্ট্রারের পক্ষে।



Donor member can be anybody, who wants to contribute for the betterment of Dhanmondi Society.

5. Honorary Members:

Enthusiastic individuals committed to fulfillment the objectives of the Society may be included by the Executive Committee to become honorary member without voting right, No admission fee will be required.

C. Membership Fees:

Membership fees for different categories shall be as follows:

- i) Life Membership: One-time payment of Taka 50,000/- (Taka Fifty Thousand) only.
- ii) General Membership: A fee of TK. 5,000/- (Five Thousand) only for a calendar year irrespective of date of admission. In addition, an amount of Tk. 3,000/- (Taka Three Thousand) only to be paid as renewal fee per year from the following year.
- iii) Corporate Membership: One-time payment of taka 10,00,000/- (Taka Ten Lac) only.
- iv) Donor Membership: One-time payment of taka 5,00,00/- (Taka Five Lac) and Above.
- v) Honorary Membership: As Honored.

D. Admission Process

- i) Any qualified person desirous of becoming a member shall apply for membership to the President in the prescribed form and attach photocopy of all relevant documents as required.
- ii) Decision of the Society shall be communicated to an applicant within a month from the date of the filing of an application.
- iii) If an application is rejected, the applicant shall be informed of the reasons for such rejection.
- iv) No further application from the same person whose application has been rejected will be entertained until such time the ground for rejection is rectified and documents can be produced to prove such rectification.

E. Rights and Privileges of Members

- i) A member on payment of admission fee and dues, shall be deemed to have fully accepted the aims and objectives of the Society, as expressed in this Memorandum and Bye-laws and have agreed to comply with and bounded by them and on these conditions alone is entitled to the rights and privileges of the Society. No member shall be absolved of the requirements of following the rules and regulations enunciated in the Memorandum of Articles or Bye-laws on the plea that such member has not received a copy of these documents or was not aware of various provisions in them.

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(মোঃ নূরুজ্জামান আহমেদ রনী)
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- ii) Upon being admitted as a member , each member shall be issued an Identity Card that will entitled him to discounts in a number of hospitals, clinics and stores with whom the Society has concluded service agreements.
- iii) New members' short profile with their photos will be printed in the next edition of the Members' Directory and thenceforth would get a free copy, as and when it is published.
- iv) Except for the position of Chairperson of Standing committees that are reserved for the members of the Executive Committee, every other member is entitled to other positions in those committees in consideration of their past experience and interest.
- v) Honorary, Donor and Corporate Members shall enjoy all the rights and privileges except the right of voting or contesting for any position in the EC. Only General member will have privilege for voting of the EC.

F. Suspension and Cessation on Membership

- i) The EC shall suspend the membership of a member upon initiation of disciplinary proceedings against him on allegations of gross misconduct or when a member has failed to clear his dues even after a lapse of 180 days.
- ii) The member shall be given a notice in writing of such pending action and an option to explain his position in writing to the Executive Committee within the time stipulated by it. The member shall also have the rights to personally appear before the Executive Committee to state his case.
- iii) Membership shall remain suspended till such time the EC takes a decision on the basis of enquiry report or all the dues have been cleared.
- iv) If on the basis of enquiry report, the EC absolves the accused member of the allegations leveled against him or a member clears all his dues, his membership shall be restored from the date of suspension.
- v) The decision of the Executive Committee shall be final in every case when confirmed by the next Annual General Meeting.
- vi) A member shall cease to be a member for any of the following reasons:
 - (aa) On his death
 - (bb) On his voluntary resignation provided no disciplinary proceedings are pending against him
 - (cc) On his being found of unsound mind by a court of law of competent jurisdiction
 - (dd) On his being expelled on proven disciplinary allegations or for violating Code of Conduct of the Society

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সচিব



(ee) On his failure to pay required fees or subscriptions within 180 days after due date

G. Readmission and Transfer

- i) A member who has discontinued his membership may apply to the President for readmission specifying the reasons for his discontinuance. Upon review, if his readmission prayer is accepted, he shall have to pay the arrear fees as may be applicable to his case.
- ii) A member may also apply to the president for transfer from one category to another. If his request is accepted, his transfer shall be effective on payment of prescribed of fees for that category.
- iii) One family member of a deceased Life Member may step into the Membership of the deceased and retain the same membership number without paying any fee.

H. Code of Conduct for Members

(aa) Members of the Society are expected to maintain decency and decorum in interpersonal relationship and in their words and deeds. In particular, they are expected to:

- i) Abide by all rules, regulations, policies and decisions of the Society
- ii) Assist the EC and the various Committees in smooth functioning of various activities of the Society.
- iii) Refrain from any conduct that militates against the objectives of the Society or activities that foster animosity among the residents on controversial issues or engender hatred or misunderstanding between people of different gender, sect, race, or religion

(bb) Member of the EC shall not be eligible to enter into any business of profit with the society.

1. Directory of members

A directory of members shall be maintained by the office of the Society with all particulars including membership number, mailing and residential address, land mobile telephone numbers, email address. This Directory will be updated continuously and members will receive a free copy of every new edition.

Article 2: Executive Committee

1. The Executive Committee shall comprise with president
2. The total number of the Executive Committee members should not be less than 17 (Seventeen) including the President, any vacancy shall be filled up by the majority decision of the Council.

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সহকারী রেজিস্ট্রার
রেজিস্ট্রারের পক্ষে



3. For day to day management of the affairs of the Society, the Executive Committee will nominate the working committee if necessary not more than 7 (Seven) members among them.
4. The Executive shall carry out mandates and policies of the Society as determined by its voting membership.
5. Subject only to the provisions of the Constitution and to all resolutions and enactment's of the Voting Members passed at AGM of EGM, the Governing Body has full and complete power and authority to perform all acts and to transact all business for and on behalf of the Society.
6. The Executive Committee shall have such other powers and duties as this constitution may elsewhere provide and as the Society may, in addition, grant or dispose.
7. The Executive Committee in majority opinion may decide to appoint Advisors for the Society among the reputed personalities of the Society but the number shall not be more than three at a time.
8. Executive Committee can decided any kind of assets purchase and Sales, Rent, another way received, reserved, Other developing way.
9. Executive Committee always maintaining assets, goodwill creation by the country law and rights.
10. For betterment decision Executive Committee takeover such as same nature of work organization.
11. Explanation the Constitution the Executive Committee's legislator is full and final.
12. The Dhanmondi Society and all its affairs shall be managed and conducted by an Executive Committee (in short EC) which shall be elected by the General Body (General and Life member only) in an Annual General Meeting of the Society. The EC shall be comprised of 19(nineteen) members from life members as follows:

President	1
Vice President	2
General Secretary	1
Joint Secretary	1
Organizing Secretary	1
Financial Secretary	1
Office Secretary	1
Women Affairs Secretary	1
Welfare Secretary	1
Education and legal Secretary	1
Cultural Secretary	1
Community Health Secretary	1
Community Environmental Secretary	1
Sports Secretary	1
Media and Communication Secretary	1
Public Relation Secretary	1


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প্রত্যয়ন করা হল।

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Member

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- a) The tenure of the first Executive Committee shall be 3 (Three) years and shall extend from and expire at the alternate Annual General meeting of the Society.
- b) The next tenure of office of the EC shall be 2 (two) years from the date of taking office.
- c) All office bearers and members other than the ex-officio members shall be elected as provided in the bylaws of the Society and shall take office on the 1st day of March immediately following such election and hold office till the end of the term or until a successor has been elected. Provided that no one shall be elected to the EC for more than two consecutive terms, unless emergency arises. Provided further that no EC shall remain in office for more than twenty eight calendar months from the date of taking office.
- d) If an office or post of members of the EC falls vacant because of death, resignation or removal then the vacant office shall be filled up by the EC from amongst the rest of the EC and in case of a member the EC shall co-opt a member from the general or life members. Such a person shall hold office for the remainder of the term of the EC.

Article 3: Powers and Function of the E.C

- a) To carry out the aims and objectives of the Society.
- b) To manage the affairs of the Society including the properties moveable and immovable held by the Society.
- c) To appoint sub-committees for any purpose and to frame their terms of reference as it may deem fit
- d) To appoint, terminate or otherwise deal with staff and personnel for efficient functioning of the Society and also frame rules and regulations for efficient functioning of the Society and also frame rules and regulations determine their conditions of service and all other matters ancillary thereto.
- e) To keep proper books of accounts of the Society and submit reports, duly certified by chartered Accountants at the Annual General Meeting.
- f) Authorize opening of bank accounts and determine the procedure for their operation.
- g) No immoveable property of the society can be sold, mortgaged or transferred by the Executive Committee except with the authority of the Society in an EGM to be approved by 2/3rd majority of the members.
- h) No less than 50% funds received on accounts of membership fees shall be kept as fixed deposit like FDR/MTDR/Sanchay Patra etc. In reputable financial Institutions on periodic laws the principle amount of which fund cannot be spent by the Executive Committee except with the authority of the Society to be obtained in an EGM.

Article 3A: Formation of Committees, Sub-Committees and Appointment thereof;

1. Committee and Sub Committee

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- a) The EC may from any number of Committees and Sub-Committees and Sub-Committees consisting of such members and a convenor to perform such functions as would be found necessary by the EC.
- b) The EC shall also determine the tenure and the terms of reference of a Committee and Sub-committee. Provided that all Committee and Sub-Committee shall go out of office when the tenure of the EC which appointment it expires.
- c) In the event of resignation of a convenor or a member of a Sub-Committee the EC shall have the power to fill up the vacant position.

2. Standing Committees:

i) In furtherance of the aims and objectives of the Society the EC shall constitute the following Standing committees:

- A. Membership Committee
- B. Finance Committee
- C. Nomination Committee
- D. Sports Committee
- E. Cultural Committee
- F. Advisory Committee
- G. Disciplinary Committee
- H. Health Affairs Committee

ii) Each of these Committees shall be constituted with suitable number of members to be nominated from life and general members including from the EC.

iii) The above Standing Committee will be headed by a Vice President each and will be assisted by a Joint Secretary each.

iv) In addition there shall be such additional Standing Committees as decided by the EC for management of the assets, properties, possessions and implementation of projects under the ownership of the Society, the first being Dhanmondi Society with terms of reference to be established by the EC.

Article 4: Duties

a) The Membership committee shall seek applications to increase the membership of the Centre. The Committee shall scrutinize and a place it to the Executive Committee to recommend and send the application to the Executive Committee for final acceptance. Successful applicants will be so informed shortly after acceptance and their names shall be published for presentation to the General Membership.

b) The Finance Committee will take initiatives to raise the fund of the Society. The Committee will prepare a budget each year.

c) The Publication Committee shall publish journals, bulletins, handouts, souvenirs.

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সেক্রেটারী
প্রত্যাশন কর্তৃক
স্বাক্ষর
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- d) The Conference Committee carries out mechanisms for Society and conducting a yearly conference of the Society. The Committee in cooperation with publication Committee develops conference programs that meet the Society, educational, professional and cultural needs of the Society
- e) The Nominating Committee will be responsible for nominating and announcement of the majority decision and after approval of the Committee.

Article 5: Election

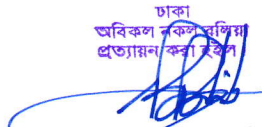
The election to EC shall be managed and conducted as per provisions decided in the Executive Committee meeting.

Article 6: Meeting

- a) The Society shall hold regular meeting once in every three months. The E. C. may meet a frequently as needed.
- b) The E.C. may cancel a regular meeting for any unforeseen reason but shall not have the power to cancel more than one regular meeting in any one year.
- c) The election of the E.C. shall be held not later than 25th day of February of every Bi- Annual General Meeting. In each Annual General Meeting the Society shall appoint an auditor of the Society.
- d) Personal attendance of a minimum of one third of the office bearers and members of E.C. shall constitute quorum for an E.C. meeting.

Article 7: General Meeting

- a) The Annual General Meeting (AGM) shall be held every year before 25th day of December.
- b) The AGM shall transact the following business:
- Confirmation of the minutes of the last General Meeting.
 - Consideration of the annual Report of Secretary.
 - Adoption of the Statements of accounts pertaining to the preceding year and approval of the budget for the succeeding fiscal year.
 - Appoint of Auditor(s)
 - Election of the EC every two years.
 - Any other business on the Agenda or which may be allowed by the Chair to be discussed.
- c) Meeting other than the AGM shall be called Extra Ordinary or Special General Meetings and may be held at any time and at such place or places as the EC may deem convenient for the disposal of the business of the Society.

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- d) An Extra ordinary or Special General Meeting may be held in the requisition signed by at least one third of the total number of Members on the register of the Society Specifying clearly the business desired to transacted. The General Secretary shall upon the requisition having been an made writing convene a Special General meeting of the Society , and such meeting shall be called within twenty eight days from the date of receipt of such requisition at the Head Office of the Society for information at least fourteen days before the date fixed for the meeting.
- e) One fifth (1/5th) or a total of 75 (seventy five) of the existing members of the Society. Whichever is less, present personally shall be quorum for any Annual or Special General meeting.

Article 8: Powers and functions of the Office bearers

The following shall be the powers and functions of the president, Vice-Presidents General Secretary and Financial Secretary.

President

S/he shall be the Chief Executive of the Society and whenever possible shall preside over the General Meetings of the Society and Meetings of the EC and lead deputations and delegations on matters of concern or interest to the Society.


Vice- President

In the absence of the president the Vice-President polling highest number of votes in the election shall perform the functions of the president. In the absence of the President the Vice-President polling highest number of votes in the election in seriatim shall Chair that meeting of the EC of the AGM/EGM as the case may be. The Vice-President may also be entrusted with such other function as the EC may decide from time to time with the president personally chairing the EC meeting.

Secretary General

Subject to the supervision and control order of the President, the Secretary General Shall performs the following duties:

- a) To Carry on and hold charge of all correspondence of the society.
- b) To hold charge of all papers and documents and all other properties moveable and immoveable belonging to the society.
- c) To issue notice of all General Meetings and Meetings of the EC
- d) To keep and maintain accurate minutes of all EC meetings of the Society and to get them signed by the person who presided over such meetings and have the minutes circulated.

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(মোঃ রফিক আহমেদ রনী)
সহকারী বোর্ডিয়ার



- e) To prepare the Annual General Report of the Society with the approval of the EC and the reports of standing committees and sub-committees.
- f) To delegate any function to any staff of the Society, provided that the Secretary General shall remain responsible to the EC for all acts done on his/her behalf as such a staff to whom the Secretary General has delegated any function.
- g) To maintain administrative and disciplinary control over the entire staff of the Society in accordance with the rules and regulations and bylaws framed by the Executive Committee.
- h) To perform all acts and deeds that may be expressly required to be done the President or the EC and generally such other acts and deeds as are incidental to the office in furtherance of the objectives of the Society.

Joint Secretaries:

Each Joint Secretary shall be assigned with different responsibilities by the EC so that may help the Secretary General in running the affairs of the Society on a day to day basis. The EC may from time to time change the role and responsibilities of the Joint Secretaries as it deems fit and proper.

Financial Secretary:

- I. S/he shall receive all moneys paid to the Society or received by it and give receipts thereof as shall be required and shall deposit such moneys, as shall be directed by the EC with Banks(s) designated by the EC, and shall keep full and complete records of the Funds receive and disbursements thereof .S/he shall render to the members at the regular annual meeting thereof and also to the EC at its meetings from time to time or whenever the EC or the President may require, an account of all financial transactions done by the Treasurer and also submit reports on the financial conditions of the Society. S/he shall perform also other duties as may be prescribe by the EC from time to time.
- II. S/he shall, at the end of each fiscal year of the Society, prepare the financial report, get examined by a professional auditors appointed by the General body and present it to the EC. S/he shall prepare the detailed budget for the forth-coming fiscal year and place this along with the aforementioned report before the General Body at the AGM for its approval. On the 3rd day of every month a detailed statement of amount received and spent in the previous month will be posted in the notice board at the Society office for members to see and to comment.

Article 9: Bank Account

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All moneys collected or received by the Society by way of subscription, donation or anything else shall be deposited in approved bank account(s) of the Society and withdrawals shall always be made by cheque(s) only as per a resolution of the EC. All bank accounts of the Society shall be operated jointly by the Treasurer and the President or Secretary General.

Article 10: Auditors

The fiscal year of the Society would be counted from 1st day of January to the 31st day of December of a calendar year and the accounts of the Society shall be closed on 31st December of every year. Auditors shall always be appointed by the AGM for two fiscal years to audit the accounts of the Society for each fiscal year and submit the report to the AGM through the EC. Provided that EC may conduct special audit at any time by appointing any auditor(s) for this purpose.

Article 11: Arbitration, Appeal

- I. Should any dispute arise between any member(s) and the Society, or any officer or the EC of the Society relating to membership, any activity or to any alleged breach of this Memorandum or bylaws, or in the matter of expulsion of any member from the Society, or on any account whatsoever which cannot be satisfactorily settled under the procedure already provided for such purpose, the matter shall be settled arbitration as per Bangladesh Law. Each party shall appoint an arbitrator. The decision arrived at by the arbitrators, shall be final and binding on all parties.
- II. Appeal may be taken up on any decision of the EC. On such appeal the decision appealed shall be reversed only by a two fourth vote of EC at a regular meeting, quorum being present, and notice of such appeal having been given by the Secretary General to all concerned at seven working days preceding such a meeting.

Article 12: Acceptance of objective and compliance with Constitution and Bye Laws

A member by payment of an admission fee and dues, shall be deemed to have fully accepted the aims and objectives of the Society as expressed in this Memorandum and the bylaws of the Society and have agreed to comply with and be bounded by them and on these conditions alone is entitled to the rights and privileges of the Society. No member shall be absolved from the observance of the Memorandum and bylaws on the plea that such member has not received a copy of them or was not aware of their provisions.

Article 13: Amendments

These Rules and Regulations of the Dhanmondi Society may be amended at any General Meeting of the Society by prior special agenda for it or at an Extra Ordinary General Meeting called Specially for such Purposes and can be carried by Three-Fourth majority of the members of the Society present one fifth (1/5th) or 75 (Seventy five) of the existing members, whichever is less, present personally shall constitute quorum for any such meeting.

Article 14: Seal

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সহকারী রেজিস্ট্রার
রেজিস্ট্রারের পক্ষে
লেখক ও পাঠক



The seal of the Society shall be kept in the custody of President and Secretary General and they shall sign contracts or any other documents on behalf of the Society.

Article 15: Interpretation

Throughout this Memorandum pronouns of either the masculine of or feminine gender shall include the other.

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অবিকল নব্বইটি
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রেজিস্ট্রারের পক্ষে
লেখক ও পাঠক :
১২/১২