

**A Society Formed & Registered Under the Act, 1860**

**(Act. XXI of 1860)**

**MEMORANDUM OF ASSOCIATION**

**AND**

**RULES AND REGULATIONS**

**OF**

**Global HR Journalist Welfare Society**

# A Society Formed & Registered Under the Act, 1860 (Act. XXI of 1860)

## MEMORANDUM OF ASSOCIATION

### OF

## Global HR Journalist Welfare Society

- I. The name of the Organization is **Global HR Journalist Welfare Society**
- II. The Registered Office of the Organization shall be situated at **Aukpara, (Symphony Mobile Company Sanglogno Sangbadiker Bari) Ashulia, Savar, Dhaka**. May be changed from time to time at anywhere in Bangladesh.
- II. **Nature of the Society:** It is a Non-political, Non-profitable, Non-Govt., voluntary and Charitable Organization.
- II) Working Area: All over in Bangladesh.
- III) "All the objects mentioned hereunder will be implemented after obtaining necessary permission from the Government/concerned authority or competent authority and the objects contrary to the provision of section 20 of the Act shall be treated as ineffective."
- IV) **Objects of the Society:** The objects for which the Society is established are all or any of the following "All the objects mentioned here under will be implemented after obtaining necessary permission from the government/concerned authority or competent authority and the objects contrary to the provision of section 20 of the Societies Registration Act shall be treated as ineffective.
  1. To carry on humanitarian or charitable program among the poor people.
  2. To take initiative for enhancing knowledge of science, literature & arts by establishing school, college & university.
  3. To take initiative for distribution of relief among the neglected poor people.
  4. To train the illiterate and half-literate people for increasing their performances by ensuring advanced education system.
  5. To aware the common people, poor people and human society for their humanitarian activities.
  6. To set up library or reading room for growing reading habit to the common people.
  7. To publish rare/old manuscript of the lost folklore of the country including the myth book after being collected them.

8. To arrange exhibition of sculptured /collection of painting through display center, museum and mobile museum.
9. To set up museum for display of sculpture and paintings.
10. To set up institute of fine Arts for arrangement of drawing competition.
11. To publicity about literary works among the common people.
12. To arrange publicity regarding archeological and historical precedent or to establish educational research centre.
13. To collect and preserve machinery and scientific equipment and to aware to the people for its usefulness.
14. To establish Mosque and Madrasa for enhancing the quality of Islamic education and to distribute free books amongst the poor Alema and Olama.
15. To establish perfect information for everyone in our country, the organization will publish a journal, a newspaper, an online portal, and a satellite channel.
16. To establish human basic needs organization will do:
  - i. To get food in fair price organization will establish shops and super shops in every neighborhood.
  - ii. To get proper treatment and medicine organization will establish medical college, hospital, clinic and pharmacy.
  - iii. To get proper education organization will establish kinder garden, school, college and university.
  - iv. To get proper shelter for every person in the country, organization will establish land and housing project.
  - v. To get everyone in well and good dress, organization will establish clothing for all within purchasing ability.
  - vi. To proper entertainment, organization will establish Tourism.
17. To serve in disaster, organization will call volunteers for disaster management program.
18. For the members economic solvency, organization will take various programs as members demand.

## **VI. INCOME**

The income and property of the Organization whatsoever derived shall be applied solely towards the promotion of the objectives and the purposes of the Organization as set forth in this memorandum and no portion hereof shall be paid or transferred directly or indirectly by way of dividend, bonus, honorarium salary, pocket money, or otherwise howsoever by way of profit to the persons who at any time are or have members of the Society. The members who will actively participate in the development works, projects and activities shall be paid as honorarium salary for their contribution.

## **VII. FUND MOBILIZATION AND UTILIZATION**

- a) Accept donations from any person, institution, Society or companies from home or abroad. Also the source of income of the Society is the donations from the members, one time donation, fees of different projects, gifts, admission fee, monthly and yearly fee, training fee, grant etc. This donation or income will be used for the promotion and maintenance of the

objectives of the Society. Society shall not receive any foreign donation without undergoing the formalities as laid down in the Foreign Donation (Voluntary Activities) Regulations Ordinance (Ordinance No. XI, VI of 1978) and Foreign contributions (Regulation) Ordinance No. XXXI of 1982) as amended.

- b) The income and property of the Society whatever derived shall be applied solely towards the establishment of the objectives and purposes of the Society set forth in this memorandum. No portion of the income shall be paid or transferred by way of bonus or profit within the members of the Society whereas the income can be spend on maintenance of the office, administration and giving remuneration of the employee of the Society as per yearly budget.
- c) To undertake any other lawful activities consider being helpful to intend the aims and objects of the Society not specified in this memorandum.

## VIII. DISSOLUTION OR WINDING UP

If, upon the winding up or dissolution of the Society, there shall remain any assets after liquidation all its debts and liabilities, shall not be paid to or distributed among the members of the Society, the same but shall be given or transferred to or applied to some other Organization to be determined by the 3/5<sup>th</sup> majority of the members of the Society.

## IX. EXECUTIVE COMMITTEE

The executive Committee is hereby constituted with the following members according to the Section 2 of the Organization Registration Act 1860:

Sl. No.	Names	Designation
1.	<b>Md. Shamsul Alam Khan</b>	Chairman
2.	<b>Md. Jahangir</b>	Vice-Chairman
3.	<b>Soniya Akter</b>	General Secretary
4.	<b>Mahmuda Akter Rumi</b>	Treasurer
5.	<b>Sha Paran</b>	Executive Member
6.	<b>Mohammad Shamse Kadir Khan</b>	Executive Member
7.	<b>Mst. Jesmin Zaman</b>	Executive Member
8.	<b>A. K. M. Quamruzzaman</b>	Executive Member

We, the several people, whose names, addresses, Occupation, and signatures subscribed below, are desirous of being formed into an Organization in pursuance to the **Memorandum of Association**:

Sl. No.	Names & Address	Designation	Picture	Signature
1.	<b>Name: Md. Shamsul Alam Khan</b> Father Name: Abdul Kader Khan Mother Name: Laily Begum Address: Holding- B-18/5, Joleshar, Savar Sadar, Savar, Dhaka. Phone: 01904-111504 E-mail: saliton25091965@gmail.com Date of Birth: 21/08/1965 NID: 463 802 9787 Nationality: Bangladeshi. Profession: Business	Chairman		
2.	<b>Name: Md. Jahangir</b> Father Name: Md. Nurul Islam Mother Name: Mst. Nurjahan Address: Md. Nurul Islamer Bari, Vill.- Aukpara, P.O.- Ashulia-1341, P.S.- Savar, Dhaka. Phone: 01904-111501 E-mail: jshrw.org@gmail.com Date of Birth: 01/06/1979 NID: 328 203 5512 Nationality: Bangladeshi. Profession: Business	Vice-Chairman		
3.	<b>Name: Soniya Akter</b> Father Name: Late. Lal Mia Mother Name: Kohinur Begum Address: House-- A-62/2, Road- 06, Sobahan Bag-1340, Savar Sadar, Dhaka. Phone: 01904-111546 E-mail: jshrw.tv@gmail.com Date of Birth: 01/06/1996 NID: 9158072471 Nationality: Bangladeshi. Profession: Business	General Secretary		
4.	<b>Name: Mahmuda Akter Rumi</b> Father Name: Md. Jahangir Mother Name: Rina Begum Address: Vill.- Aukpara, P.O.- Dairy Firm- 1341, Savar, Dhaka. Phone: 01731- 555726 E-mail: mahmudarumi726@gmail.com Date of Birth: 07/08/2004 NID: 5118528479 Nationality: Bangladeshi. Profession: Business	Treasurer		

5.	<b>Name: Sha Paran</b> Father Name: Nurul Islam Mother Name: Koituron Nesa Address: Puran Bari, Vill.- Haria, P.O.- Haria-3622, P.S.- Shahrasti, Dist.- Chandpur. Phone: 01754- 543637 E-mail: mdshaporan314@gmail.com Date of Birth: 10/01/1989 NID: 19891319520808020 Nationality: Bangladeshi. Profession: Business	Executive Member		
6.	<b>Name: Mohammad Shamse Kadir Khan</b> Father Name: Md. Shamsul Alam Khan Mother Name: Late. Ferdousi Alam Address: Holding- B-18/5, Joleshar, Savar Sadar, Savar, Dhaka. Phone: 01864- 506485 E-mail: agentcb7@gmail.com Date of Birth: 27/04/2001 NID: 421 551 6321 Nationality: Bangladeshi. Profession: Business	Executive Member		
7.	<b>Name: Mst. Jesmin Zaman</b> Father Name: Sheikh Abdus Sobahan Mother Name: Rashida Momtaj Address: House- 8/A, 12Ka, D I 5 Dhanmondi, Zigatola-1209, Dhaka. Phone: 01904-111532 E-mail: saliton25091965@gmail.com Date of Birth: 23/06/1964 NID: 732 281 9942 Nationality: Bangladeshi. Profession: Business	Executive Member		
8.	<b>Name: A. K. M. Quamruzzaman</b> Father Name: Md. Fojlul Haque Mother Name: Saleha Haque Address: House- 8A, 12Ka, Flat No- DI-5, Road- 14 (New), Zigatola-1209, Dhaka. Phone: 01992- 450386 E-mail: saliton25091965@gmail.com Date of Birth: 29/11/1959 NID: 7322829065 Nationality: Bangladeshi. Profession: Business	Executive Member		

Date: ..... of ..... 20

**Witness:**

<b>Witness: 1</b> <b>Name: Md. Abdul Aziz</b> Address: 1, Kawran Bazar, TCB Bhaban, (1st Floor), Dhaka. Phone: 01745-107144 NID: 6816491432364	<b>Witness: 2</b> <b>Name: Md. Shah Alam Sarkar</b> Address: 24-25, Dilkusha, Motijheel, Dhaka. Phone: 01813-886646 NID: 19906816478000239
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# **A Society Formed & Registered Under the Act, 1860 (Act. XXI of 1860)**

## **RULES AND REGULATIONS**

### **OF**

# **Global HR Journalist Welfare Society**

## **INTERPRETATION**

1) In construction and interpreting rules and regulations of the Organization and unless otherwise specified by the existing rules shall be expressed or implied the contest.

Words signifying the singular number only include the plural and vice versa.

Word signifying males shall be extended to and include females.

Word signifying person shall include body corporate and the governing body shall mean member of the governing body.

Member shall mean member of the Organization appearing on the register of member of the society.

The act, means the societies registration Act, 1860 and every statutory modification thereof for time being in force.

The general body means the body of general members as constituted under the provision of the present.

The presents mean and include these rules and regulations and modifications or alteration thereof for time being in force.

The member means the member to the society.

## **ACTIVITIES**

2) The activates of the society, its affairs and function shall include undertaking all or any of the several objects and any act deed or thing done in pursuance of ancillary and/ or incidental there to as expresses in and authorized by the memorandum of association here to annexed.

## **MEMBERSHIP**

3) The membership of the Organization shall consists of :

### **a) GENERAL MEMBERS**

The Members who will pay Tk. 1,000/- (One Thousand) each only as a lump sum grant for the Society. The Members will subscribe Tk. 100/- (One Hundred) each only in every month as monthly subscriptions fee.

**b) ASSOCIATE MEMBERS**

Individuals or Associations or Groups committed to development may be included by the Executive Committee become Associate Member without the right to vote. The Associate Member shall be requested to pay an admission fee of Tk. 1,000.00 (One Thousand) and annual fee Tk. 1,200.00 (Twelve Hundred)

**c) FOUNDER MEMBERS**

The management committee shall nominate Society member from general member on basis of performance.

**d) LIFE MEMBERS**

Any person of who will be interested in the active of the Organization by law or the construction of the Organization may be enrolled as life Member on payment of maximum donation of Tk. 50,000.00 (Fifty Thousand). All founder Members automatically treated life member.

**e) VOLUNTEER MEMBERS**

Enthusiastic individuals committed to fulfillment the objectives of the Organization may be included by the Executive Committee to become Volunteer Member without voting right. No admission fee will be required.

1. The Organization shall maintain a register of members which shall be open to inspection, on any working day office hours between 10 A.M. and 5 P.M. at the office of the Society, by the Members and /or Officers on payment of such fees and upon giving such notices as may, from time to time, be prescribed by the Organization in this behalf.
2. Each General Members of the Organization shall be entitled to one vote.
3. No member of the Organization whose subscription dues are in arrears shall be entitled to vote.
4. A person shall cease to be a member of Organization.
  - a) Any member failing to pay the arrears due for one consecutive year shall lose his membership.
  - b) On death of the member.
  - c) If found to be unsound mind by the Executive Committee.
  - d) If any member (s) engage in anti Organization activities the Executive Committee can expelled him from the Organization.
- 4) The Executive Committee is the supreme bodies for all matters of the Organization have the power to dissolve the Executive Committee if any dispute arises & constitute a new Executive Committee as per constitutional provision.

**EXECUTIVE COMMITTEE**

- 5) The Executive Committee (hereafter sometimes referred to as committee) consists of the following Office Bearers and Members, the total number would not be less than 7 (**Seven**).

<b>Chairman</b>	<b>1 (One)</b>
<b>Vice-Chairman</b>	<b>1 (One)</b>
<b>General Secretary</b>	<b>1 (One)</b>
<b>Treasurer</b>	<b>1 (One)</b>
<b><u>Executive Member</u></b>	<b><u>5 (Five)</u></b>
<b>Total:</b>	<b>8 (Nine)</b>



## MANAGEMENT

There shall be a MANAGEMENT COMMITTEE of the SOCIETY constituted of **Not Less Than Seven and Not More Than Fifteen Members**. The MANAGEMENT COMMITTEE will be formed by the Board of Member of the SOCIETY

6) The affairs of the security shall by an Executive committee, shall have responsibility to determine the direction and scope at the active of society.

7) The election of the executive committee shall be detriment by the majority votes of the general members, Executives committee shall power to co-opt member if any when they consider desirable and shall exercise full management and financial control of the Organization. Duration of the executive committee shall be **3 (Three) years**.

### POWERS AND RESPONSIBILITIES OF MANAGEMENT COMMITTEE:

The MANAGEMENT COMMITTEE shall be the final authority in all matters relating to the Society and in particular shall have power.

a) To make, amend, supersede alter rules, regulation and by laws for conducting, the affairs of the SOCIETY.

b) To purchase, take on lease, hire of otherwise acquire and down any movable or immovable property, estate interests including shares of companies, Govt. bonds and any right, estate, profit, privileges and concessions of whatever nature in name of Society for such terms as may be thought fit.

c) To collect, receive and hold funds and other properties for all or any of the purposes of the Society by way of membership subscription, donation, Gift, will, Grant, loan. SOCIETY profit, works and publication or otherwise and undertake ways and means for obtaining the same.

d) To open an account or accounts with any schedule bank or banks and to operate the same in the name of the Society. The accounts will be operated by the joint signatures of chairman and Executive member or as per regulation Management Committee of the Society from time to time.

e) To take all such legal steps may be deemed proper and beneficial for the Society.

f) To set up sub-committee or other bodies for the efficient conduct or supervision of the work of the Society and draw up a rules and regulations for the responsibilities respectively assigned to such bodies and to form managing committee/Governing body, to conduct the affairs of individual Unit/project undertaken by the SOCIETY.

g) To delegate such of its powers and functions as it may deem proper to any person sub-committee of any other body with a view to facilitating and Ensuring the accomplishment of the aims and objective of the Society.

h) To appoint, discharge and control the officers, teachers, staffs and employees under the Society.

i) To interpret the rules of Society.

j) To make proposal for amendments in the memorandum of Association and Rules and Regulation without prejudice to the spirit and the intention of these Rules as may be agreed upon by at least two third of the members of the Board of directors and after interval of one month the proposed amendments To be passed by the 3/5<sup>th</sup> votes of members in the extra ordinary General Meeting.

k) To enter into record all such proceedings made all such thing may be Necessary and proper from time for the proper management of the Society.

## **8) FUNCTION AND DUTIES OF THE EXECUTIVE COMMITTEE OF THE ORGANIZATION**

### **(i) CHAIRMAN**

- a. Will be the constitutional chief.
- b. Will monitor all programs
- c. Will preside all meetings.
- d. Will approve all the expenditure and vouchers.
- e. Will be joint signature for operating bank account.
- f. Will be signature verified in consequence of the accounts of branches and projects.
- g. Will cast vote during any voting against any decision if casting of vote remains equal.
- h. Will be able to take individual decision in any emergency matter and will be approved through in the next executive committee meeting.
- i. Will explain the constitution.
- j. Will decide appointment of staff/officer, transfer, promotion, demotion & salary according to the executive committee of the Organization.
- k. Will always active to save the goodwill of the Society.
- l. Will keep regular contact with the government, non-government, corporation autonomous, local administration, registration authorities, advisor committee, consultants and all possible sectors. He will represent the Organization everywhere. Accept this he will do all the given duties of executive committee of the Society.

### **(ii) VICE-CHAIRMAN**

- e) In the absence of the Chairman, the Vice-Chairman will perform the function of the Chairman and will also perform all such duties as may be delegated to him by the Executive Committee from time to time.
- f) Where a casual vacancy occurs in the Office of the Vice-Chairman, the Executive Committee shall elect a Vice- Chairman as soon as possible.

### (iii) General Secretary

The **General Secretary** shall manage all activities of the Organization. The **General Secretary** shall be the chief executive activities and indoor management of the function. He shall under the supervision and direction of the President and act the person between the EC.

All concern of the Organization shall be managed by the **General Secretary**. He/she shall appointed employ advisor, consultants, officers and other staffs of the organization and also removes or dismiss them & appoint others in their place and all the appointment & dismissal only by his signature.

If any member of the Executive Committee is employed full time else were he/she might get remuneration/honorarium as by the direction of Chairman/Vice-Chairman.

Any members of the Executive Committee cannot remove/complain against the Chairman/Vice-Chairman.

If any member (s) engage in any anti-Organizational activities, the Chairman/Vice-Chairman. can directly dismiss him/her (except the Chairman/Vice-Chairman) from the executive Committee but its must be regularized in the next annual general Meeting.

He/she shall keep minutes of al proceeding of the meeting of the Executive Committee and the Organization. He/she will verify and submit all materials of book of accounts including the proceedings of the general and executive committee meetings. He/she will provide for the safe custody of the seal and other official records, files documents and papers.

All other duties and functions may be assigned to him/her by the executive committee from time to time.

### (iv) EXECUTIVE MEMBER

He/she will hold office to prepare plans and programs for the furtherance of the objectives of the society, as well as procure efficient management of the affairs confer by the Executive committee.

## QUALIFICATIONS

9) Only Members supported by the majority decision of the Executive Committee are eligible for selection or appointment as an Office Bearer or Member of the Executive Committee.

## SELECTION

10) Selection or appointment of Office Bearers and Members of the Executive Committee shall be selected by the Executive Committee of the Organization per recommendation of the nominating committee prior to the Annual General Meeting.

11) Names for nomination shall be proposed by an Executive Committee member & seconded by another member or an office bearer of the Executive Committee whose is not a candidate for nomination before submission to the nominating committee.

12) The Nominating Committee will announce the names of the Office Bearers and Members of the Executive Committee in the Annual General meeting after approval of the Executive Committee.

## MEETINGS

### 13) GENERAL MEETINGS

- a) The Organization shall in each calendar year (January to December) hold a general meeting known as Annual general meeting (AGM) the AGM shall consist of all member of the Organization the first AGM shall be held 18 months of its registration.
- b) **Quorum:** A **quorum** for an Annual General Meeting shall consist of at least **2/3 (Two third)** of total members. **Quorum** for an Executive Committee meeting will be **2/3 (Two third)** of the total members.
- c) Annual General Meeting (AGM) of the EC.
- d) Annual General Meeting (AGM) will be held every year.
- e) The AGM shall be held such time and place as the Executive Committee shall appoint.
- f) All General Meeting other than AGM shall be called Extra Ordinary General Meeting (EGM).
- g) The Executive Committee may, whenever it thinks fit, convene an EGM for any purpose relating to the direction and management of the affairs of the Society.
- h) The Management committee shall prescribe the rules for proxy vote by members.

### 14) NOTICE OF GENERAL MEETINGS

- a) At least fourteen days notice in writing to all members shall be given of all AGM & EGM.
- b) The notice shall specify the place, the day and hour of meeting and, shall specify the agenda to be transacted at these meetings.

### 15) PROCEEDINGS AT GENERAL MEETINGS.

- a) The business of the AGM shall be to receive and consider the report of the Executive Committee of the auditors and to consider the accounts, balance sheets and budget, to appoint the auditors and fix their remuneration.
- b) The AGM shall transact any other business that the Executive Committee deemed necessary.
- c) If a Quorum is not present within half an hour from the time appointed for holding the meeting, the meeting shall stand adjourned to such other time and place and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be a quorum.
- d) The Chairman of an AGM or EGM may with the consent of any meeting at which a quorum is present adjourn the meeting but no business shall be transacted at such adjourned meeting other than business for which the adjournment took place.

### 16) MEETING OF THE EXECUTIVE COMMITTEE

- a) The Executive Committee shall meet at least once in every Three months.
- b) At least seven days notice in writing to all members of the committee shall be given.
- c) In an emergency the President may call the meeting of the Executive Committee with a short notice of 24 hours time.
- d) The presence of at least **2/3** of the Members and Office bearers of the Executive Committee will constitute a **quorum**.

## **17) FUNDS**

- i). Membership fees, regular subscriptions, donations received from members of well wishes, business communities, government and non-governmental national & international Organization will constitute the funds of the Society.
- ii) Voluntary contribution and other gifts.
- iii) Earnings through publication of journal, booklets, newsletters, books and souvenirs will also contribute to the funds of Organization.
- iv) Earnings through training programs, research projects of the Organization.

## **18) EXPENDITURE**

- a. Any amount may be spent legally as per decision of the EC if not contrary to the constitution or the interest or the objectives of the Organization.
- b. Tk. 50,000/= may be spent on the sport as per decision of the Chairman/Vice-Chairman for the work of the Organization, but the same shall have to be approved in the next meeting of the EC.
- c. The EC will fix the rules for expenditure in different offices, branches, projects of the Organization.
- d. No expenditure is contrary to the Constitution or objectives of the Organization shall be incurred.

## **BANK ACCOUNT**

- 19) The Organization shall open Bank Accounts with any schedule Bank or Bank (s) and shall be operated under the **Single Signature** of **Chairman** of the Society.

## **SEAL**

- 20) The Executive committee shall provide a common seal for the Society. The seal shall be deposited to safe custody.

## **AUDIT**

- 21) Once at least in every year, the accounts of the Organization shall be examined and correctness of the Balance sheet and income and expenditure accounts ascertained by any Chartered Account firm which are enlisted with the ICAB.
  - a) At an Annual General Meeting, the members shall appoint Chartered Accountant as Auditor. The remuneration of the auditor shall also be fixed by the Member at the time of appointment.
  - b) The Auditor so appointed shall have the right of access at all reasonable times, to the

books of accounts of Organization and shall be entitled to inquire and seek information and explanation as may be necessary from all members for performance of their duties.

- c) The auditors shall make a written report to the member of the Executive committee with comments, if any of the Executive committee on the accounts examined by such auditor and on every Balance sheet and income and expenditure account laid before the members in Annual General Meeting during their tenure of office.

#### **AMENDMENT**

22) Executive committee if necessary will be able to propose/recommend alteration, extension, addition, and limitation of any section, sub-section or word of the Constitution. The same will have to approved in presence of 3/5 presence legal members of total legal members in next Annual general meeting of the Society.

23) The Executive committee shall have power of making bye-laws for the smooth conduct of the business of the organization from time to time which must be passed by the General Meeting of the Organization.

#### **DISSOLUTION**

24) If upon the winding up or dissolution of the Organization there shall remain, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall be handed over or transfer or given to some other institutions, having similar objectives to the objectives of Organization, to be determined by the 3/5 voting of the members of the Organization in the extra ordinary general meeting at or before the dissolution.