

**INDIAN
SOCIETY FOR
TRAINING
&
DEVELOPMENT**

**MEMORANDUM OF ASSOCIATION AND
RULES & REGULATIONS**

(Registered at Delhi under the Societies Registration
Act 1860 - Registration No. 4500)



MAY TRAINING BE ALWAYS
UTILIZED FOR KNOWLEDGE
DISSEMINATION AND
DEVELOPMENT

Registered Office :

"Training House"

B-23, Qutab Institutional Area, New Mehrauli Road
New Delhi-110016,

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INDIAN SOCIETY
FOR
TRAINING & DEVELOPMENT
MEMORANDUM OF ASSOCIATION

1. The name of the Society is the "Indian Society for Training and Development", hereafter referred to as the Society.
2. The registered office of the Society shall be situated in the Union Territory of Delhi. The registered office shall also be the principal office of the Society unless and until the same is changed to any place in India as may be decided by the National Council of the Society. The present office is at the Training House, B-23, Qutab Institutional Area, New Mehrauli Road, New Delhi-110016.
3. The objectives for which the Society is formed are :
 - (i) To promote a better and more effective utilization of human resources through education, training and development in all spheres of Govt., agriculture, industry, commerce, education infrastructure and services & such other sectors as the National Council may deem to be relevant from time to time.
 - (ii) To provide leadership and to promote study and application of professional principles and practices in the field of training and development in order to assist management and administration to develop and maintain an effective organization.
 - (iii) To promote an understanding of training and development as a basic responsibility of management and administration and to assist the organization in

planning and implementing their programmes for manpower development with a view to maintaining their effectiveness and improving their adaptability to changing problems and challenges.

- (iv) To stimulate thought and efforts for the dissemination exchange and furtherance of information, knowledge, research, techniques, materials, aids, skills and attitudes in the field of training and development.
- (v) To sponsor appropriate research and/or publish necessary literature, books, journals, newsletter, pamphlets, reports, in furtherance of the objectives of the Society.
- (vi) To promote or assist in the promotion of professional schools and other institutions allied with the objectives of the Society and other professional degrees, diplomas and certificates.
- (vii) To institute and establish scholarships, grants, awards and prizes to encourage study and research in the field of training and development.
- (viii) To establish, organize or assist in setting up professional institutions, libraries, laboratories, exhibitions and other departments for the promotion of the activities of the Society.
- (ix) To conduct or to assist in conducting conferences, meetings, lectures/ seminars, workshops, or any other programmes in furtherance of the objectives of the Society.
- (x) To co-operate and collaborate with institutions, bodies and agencies having similar objectives, for the promotion and development of the Training & Development Movement in the country.

- (xi) To maintain constructive liaison or join any association, organization or to seek or grant affiliation to any other body having similar objectives in India or abroad.
- (xii) To constitute, support and assist in the establishment of Chapters of the Society in various parts of India in order to make its activities more effective and to spearhead the Training & Development Movement throughout the country by giving full scope for the development of local ingenuity and talents.
- (xiii) To foster a feeling of fellowship among its members and to promote understanding and goodwill among all persons, working in the field of Training and development.

4. Names, designations, occupation and address of the present members of the Executive Committee to whom the management of the affairs of the Society are to be entrusted as required under Sec. 2 of the Societies Registration Act, 1860 as extended to Delhi are as follows:-

Sl. No.	Name	Designation	Occupation & Address
1.	J.P. Saigal	President	Personnel & Training Manager, Britannia Biscuit Co. (I) Ltd. Nirmal, 20th Floor, Nariman Point, Bombay-1
2.	J.M. Kitchlu	Vice-President	Joint Secretary Planning Commission Yojana Bhavan Parliament Street New Delhi-1

3.	S.K. Parthasarathi	Vice-President	Director of Personnel, Tube Investment of India Ltd., 11/12, North Beach Road, Madras-1
4.	S.S. Rangnekar	Vice-President	General Manager Searle (India) Ltd. Rallis House, 21, Raveline Street Bombay-1
5.	A.D. Sinha	Vice-President	Staff Training Officer Brooke Bond (I) Ltd. 9, Shakespeare Sarani Calcutta-16
6.	Mahesh Chandra	Hony. Treasurer	Management Consultant D-23, N.D.S.E. Part-II New Delhi-110049
7.	R.C. Goyal	Secretary	Professor Indian Institute of Management, Vastrapur Ahmedabad-16
8.	Dr. Jitendra Singh	Member of the Executive Committee	Member of the Directing Staff Administrative Staff College of India Bellavista, Hyderabad
9.	B.C. Mathur	Member of the Executive Committee	Joint Secretary Training Division Ministry of Home Affairs North Block, New Delhi-1
10.	Dr. Abad Ahmad	Member of the Executive Committee	Reader in Management Department of Business Management, University of Delhi, Delhi-7

11.	A.P. Saxena	Member of the Executive Committee	Deputy Director Training Division Ministry of Home Affairs North Block, New Delhi-11
12.	Dr. S.C. Seth	Member (Co- opted) of the Executive Committee	Editor Indian Administrative Management Review A-3, Pandara Road New Delhi-11.

5. We, the following ten persons whose names and addresses are given below, having associated ourselves for the purpose described in this Memorandum of Association, do hereby subscribe our names to this Memorandum of Association and set our several and respective hands hereunto and form ourselves into a Society under Act XXI of 1860, this seventeenth day of February, 1970 at New Delhi.

Sl. No.	Name, addresses and occupation of members	Signature of members
1.	J.P. Saigal Personnel & Training Manager Britannia Biscuit Co.Ltd. Nirmal, 20th Floor, Nariman Point Bombay-1	Sd/-
2.	S.K. Parthasarathi Director of Personnel Tube Investment of India Ltd. 11/12 North Beach Road Madras-1	Sd/-
3.	Mahesh Chandra Management Consultant D-23, N.D.S.E., Part-II New Delhi-49	Sd/-

4. **S.S. Rangnekar** Sd/-
General Manager
Searle (I) Ltd.
Rallis House, 21 Raveline Street
Bombay-1
5. **J.M. Kitchlu** Sd/-
Joint Secretary
Planning Commission
Yojana Bhavan, Parliament Street
New Delhi-1
6. **Dr. Jitendra Singh** Sd/-
Member of the
Directing Staff
Administrative Staff College of India
Bellavista
Hyderabad
7. **Ram Singh** Sd/-
Principal
H.C. Mathur State Institute of
Public Administration
Jaipur
8. **R.C. Goyal** Sd/-
Professor
Indian Institute of Management
Vastrapur
Ahmedabad
9. **Dr. S.C. Seth** Sd/-
Editor
Indian Administrative Mangement Review
A-3, Pandara Road
New Delhi-11
10. **A.D. Sinha** Sd/-
Staff Training Officer
Brooke Bond (I) Ltd.
9, Shakespeare Sarani
Calcutta-16

WITNESSES

To Signature 1 to 10 above

1. **A.P. Saxena** Sd/-
Deputy Director
Training Division
Ministry of Home Affairs
North Block
New Delhi-1
2. **Dr. Abad Ahmad** Sd/-
Reader in Management
Department of Business Management
University of Delhi
Delhi

INDIAN SOCIETY
FOR
TRAINING & DEVELOPMENT
RULES AND REGULATIONS

The name of the Society is the "Indian Society for Training and Development", hereafter referred to as the Society. The registered office of the Society shall be situated in the Union Territory of Delhi. The registered office shall also be the principal office unless and until the same is changed to any place in India as may be decided by the National Council of the Society. The present office is at the Training House, B-23, Qutab Institutional Area, New Mehrauli Road, New Delhi-110016.

In these Rules, unless the context otherwise requires :

- (i) "The Society" means the Indian Society for Training and Development, short ISTD.
- (ii) "The National Council" means the General Council of the Society.
- (iii) "The Chapter" means a recognised unit of the Society in defined or definable area/region, in which or where the activities of Society are carried out.
- (iv) "The General Body" means the entire membership of the Society or of a Chapter, as the case may be.
- (v) "The Managing Committee" means the Managing Committee of the Chapter.
- (vi) "The Member" means any person admitted to the Society in accordance with the prescribed rules and who is in good standing.
- (vii) "The Affiliate Organisation" means a group-Association/Society/Body/ or any organisation which is operating in a well-defined region or area or which has specialised in one or the other area of interest closely

connected with the objectives of the Society and which is recognised by the Society as its affiliate.

- (viii) "By-Laws" means bye-laws that may be in force from time to time under the Regulations of the Society.
- (ix) "Prescribed" means prescribed by or under these Regulations or by-laws under these Regulations.
- (x) "Year" means the twelve months commencing from the 1st day of April of year and ending on the 31st day of March of the next year.
- (xi) Words importing singular number and/or masculine gender includes plural number and/or feminine gender and vice-versa.

2. Membership : There will be the following classes of membership.

- (i) Member :** Who shall be a person enrolled by the National Council and shall be an individual who is engaged/interested in the field of training and development; who is at least 25 years of age and is graduate of a recognised University or its equivalent. Provided further that the National Council can at its discretion reduce the eligibility age of membership of the Society by 1 year (i.e. accept persons for membership at 24 years of age) for those engaged as trainers and developers.
- (ii) Fellow :** A Fellow shall be a person who has distinguished himself in the field of Training & Development after working in this field for at least fifteen years, has at least three years standing as (Individual or Life) member of the Society and on whom Fellowship is conferred by the National Council on the basis of consensus (meaning there being no written dissent to the recommendation by a member of the Committee referred to below)

recommendation of Fellowships Committee consisting of 5 to 7 existing Fellows. The Chairman of the Fellowship Committee will facilitate and communicate the consensus to National Council.

(iii) Associate

Member :

Who shall be a person enrolled by the National Council and who in some manner falls short of the eligibility criteria of membership and is preparing himself for a career in the field of training and development. 18 year is the minimum age for Associate Member.

(iv) Institutional :

Which shall be a body enrolled by the National Council and shall be any Government agency, or any other body of corporation, statutory or otherwise, or any organisation or any Association, whether incorporated or not, which subscribes to and is interested in the furtherance of the objectives of the Society. Each Institutional Member shall be entitled to nominate for membership benefits 2 nominees against the basic membership subscription, and additional nominee(s) by paying such additional subscription as prescribed by the National Council from time to time.

(v) Honorary

Member :

Who shall be a person nominated by the National Council at the time of Annual General Meeting & shall be reporting to the AGM and who has distinguished himself in the field of training and development after working in the field for a period of at least 15 years and whose association with the ISTD is considered invaluable.

3. Subscriptions

- (i) The Annual Subscription and entrance fee for different classes of members shall be as decided by the National Council from time to time.
- (ii) A member may become a Life Member by paying ten times the annual subscription.
An Institution can also become a permanent member by paying Fifteen times the annual subscription.
- (iii) All Annual subscription are payable in advance within two months of the commencement of the financial year, except in the case of new members, who will send their entrance fee and annual subscription together with the enrolment form for membership. Provided, however, if the member is admitted after the first six months of the year, the subscription payable shall be half of the annual subscription.
- (iv) On an applicant being admitted to the membership, he will be deemed to have agreed to abide by and be subject to the Memorandum of Association, Rules and Regulations and other provisions of the Society in force for the time being and from time to time.
- (v) The entrance fee and the annual subscription shall be determined by the National Council of the Society.

4. Benefits to Members

- (i) A member of the Society shall enjoy all the rights, privileges and benefits of the Society and any of its Chapters in accordance with the provisions of the Memorandum of Association, the Rules and Regulations and the Bye-laws of the Society or the Chapter concerned.
- (ii) He shall be eligible to participate in the activities of the Society and any of its Chapters or to use its library, research and training materials, films, aids and equipment, with or without charge, as may be determined by the National Council of the Society.

- (iii) He shall receive publications and journals of the Society, with or without charge, as may be determined by the National Council of the Society.
- (iv) He shall be eligible to other benefits and privileges which the Society or the concerned Chapters may confer on him from time to time.
- (v) Memberships in the Society shall not be transferred from one individual to another. Institutional Members can change their nominees or representatives, if required.

5. Voting Privileges

- (i) Members and Fellows shall be entitled to one vote each Institutional Members shall be entitled to two votes to be exercised by their nominees who are nominated against the basic subscription.
- (ii) Associate Members and Honorary Members will not be entitled to vote.
- (iii) Officers and employees of the Society or of its Chapters will not be entitled to vote.
- (iv) Only those members, Fellows and nominees of Institutional Members will be entitled to vote in elections for the position of various Office Bearers of the Society at the National, Regional, Chapter or any other level who are members in good standing and have paid full subscription due upto 31st March preceding, provided further that no person shall be elected for or assume any office aforesaid for which he or she is elected unless his Membership subscription has been paid at the time of filing his nomination for election.

6. National Body

- (i) The affairs of the Society shall be managed by a National Council, which will consist of the following office-bearers and members:
 - (a) President
 - (b) Vice-President (National)

- (c) Vice-President (North), Vice-President (West), Vice-President (South) and Vice-President (East).
 - (d) Honorary General Secretary unless there is and appointment full time Administrative head of the National Headquarters who shall function as the Secretary to the Council.
 - (e) Honorary Treasurer.
 - (f) The Immediate-Past President who shall be an ex-officio member until the conclusion of the next Annual General Body Meeting.
 - (g) Members declared to the National Council representing the Chapters.
 - (h) Not more than five members co-opted by the Council until the next annual general meeting of the National Council of which not more than two will be from the Government of India.
- (ii) The Members of the National Council shall consist of :
- (a) All the elected Chairmen of the recognised Chapters of the Society or their appointed representatives will be Members of the National Council.
 - (b) Every 25 members, there will be one additional representation in the National Council. For each Chapter the Institutional Membership shall count as two members.
- (iii) The Office bearers of the National Council listed in sub clause (i) be elected by the members mentioned in (ii) (a) and (b) above from amongst the National Council Members, newly elected for the following year, unless otherwise provided in the election Bye-laws.
- (iv) In the case of Regional Vice-President, the members from the concerned Chapter(s) will be grouped on the basis of the following geographic regions to elect the respective Vice-President accordingly.

- (a) Northern Region consisting of the States/UTs of Jammu and Kashmir, Himachal Pradesh, Punjab, Haryana, Chandigarh, Delhi, U.P. and Rajasthan.
 - (b) Southern Region consisting of the States/UTs of Andhra Pradesh, Tamil Nadu, Kerala, Karnataka, Pondicherry and Lakshdweep.
 - (c) Eastern Region consisting of the States/UTs of Assam, Meghalaya, Mizoram, Arunachal Pradesh, Manipur, Tripura, Nagaland, Bihar, West Bengal, Orissa, Sikkim and the Islands of Andmans, Nicobar and Malabar.
 - (d) Western Region consisting of the States/UTs of Maharashtra, Madhya Pradesh, Gujarat, Goa, Daman and Diu and Dadra Nagar Haveli.
- Provided further the event of territorial alternations of the existing States/U.Ts. the regional deleminations shall be appropriately decided by the National Council.
- (v) All the members of the National Council including the office bearers shall retire on 30th June of the following year or on the date of the Annual General Meeting (AGM) (whichever is earlier) but shall be ligible for re-election. the new National Council and office bearers elected will take over immediately after the conclusion of the AGM.
- (vi) In case the elections are not concluded or AGM is not held by 30th June, the affairs of the Society will be looked after by the Advisory Board referred to in clause 19, with the Chairman of the Board assuming the role, functions and duties of the President till the conclusion of the AGM to be held after the elections. Further provided that the elections process for the National Council will be initiated, if not done already, within 15 days of their assuming charge.
- (vii) The General Body of the Society shall consist of all the members of the Society who are in good standing and whose names appear on the Membership Register of the Society.

7. Chapter

- (i) In pursuance of its memorandum of Association, it will be the basic policy of the Society to encourage, support, aid, constitute or cause to be constituted, appropriate/local bodies which will be known as 'Chapters' so that the Training and Development Movement makes progress throughout the country.
- (ii) The National Council or its nominated sub-committee in close co-operation, and collaboration with the likeminded people in the region, areas, district, town devoted to the cause of Training and Development shall constitute or cause to be constituted chapters of Society in different regions/areas/district and towns. Chapter may be constituted by at least 25 members in good standing in any geographically well-defined or definable area as may be laid down by the National Council from time to time. The Chapter may prepare its own Rules and Bye-Laws not inconsistent or repugnant to the Memorandum of Association and the Rules and Regulations of the Society, and the procedure for conducting its affairs.
- (iii) The affairs of the Chapter shall be managed by a Managing Committee which will consist of the following office bearers and members :-
 - (a) Chairman/Chairperson
 - (b) Vice-Chairman/Chairperson
 - (c) Honorary Secretary, unless this office is filled in by an appointed Administrative Head of the Chapter office, who shall function as Secretary to the Managing Committee.
 - (d) Honorary Treasurer.
 - (e) The immediate Past Chairman/Chairperson who shall be ex-officio member until the conclusion of the next Annual General Meeting of the Managing Committee.

- (f) Four elected members of the Managing Committee.
- (g) Not More than three members co-opted by the Managing Committee until the next Annual General Meeting of the General Body. Provided the Chapter will have discretion to increase or decrease the total number of the members of the Managing Committee depending on its circumstances and needs.
- (iv) All the members of the Managing Committee including the office bearers shall retire on the 31st May of the following year or on the date of the Annual General Meeting (AGM) (whichever is earlier), but shall be eligible for re-election. The new committee will take over immediately after the conclusion of the AGM.
- (v) The General Body of the Chapter shall consist of all the members of the Chapter who are in good standing and whose names appear on the Membership Register of the Chapter.
- (vi) The eligibility for voting will be in accordance with clause 5 of these Rules and Regulations.
- (vii) The Chairman/Chairperson of the Chapter shall be the Chairman/Chairperson of the General Body of the Chapter.
- (viii) In the case of a New Chapter, its affairs may be managed by an ad-hoc Managing Committee to be constituted by the National Council until the constitution of the elected Managing Committee.
- (ix) Every member of the Society shall be the member of the Chapter geographically nearest to his normal place of work and if not working, than his place of residence. In the case of any member going abroad, he will continue to be the Member of the Chapter of which he was member prior to his going abroad. If, any member shifts his place of work or residence (if not working) his Chapter shall stand changed nearest to his new place of work/residence with effect from the date of his shifting.

- (x) In case the elections are not concluded or AGM is not held by May 31, the affairs of the Chapter will be looked after by an ad hoc Managing Committee to be Constituted by the National Council, till the AGM to be held after the elections.

8. Cessation of Membership

- (i) A member shall cease to be a member on his resignation from membership by a letter addressed to the appropriate Secretary of the Society or of the concerned Chapter.
- (ii) Date of submission of payment within Ninety days of the Commencement of the financial year. Such persons whose membership has been terminated may be reinstated after payment of all arrears/dues to the Society/Chapter.
- (iii) The National Council of the Society by a two-thirds vote of those present and voting or one half of the members of the National Council (which ever is more) may suspend the membership of any person who in its judgement has violated the Rules and Regulations or has been guilty of conduct the detrimental to the best interests of the Society, provided the member concerned has been given an opportunity to explain the charges levelled against him. Any member so suspended by the National Council shall cease forthwith to be entitled to the benefits and privileges of the Society. The period of such suspension shall not exceed one year before the end of which the matter shall come up for consideration of the General Body. The General Body shall be entitled to take a suitable decision in the matter. No membership shall however be terminated without the proposal of termination being accepted by two thirds vote of those present and voting in the General Body.
- (iv) The National Council at any meeting by two-thirds vote of those present may close a Chapter or revoke its recognition by the Society for :
 - (a) Failure of Chapter to maintain at least 25 members in good standing.

- (b) In the event of continuous default on the part of a Chapter to hold elections, after the possibilities of the matter being sorted out through the use of corresponding clauses of the Rules and Regulations have exhausted, the National Council may suspend the recognition of the Chapter for a specified period or derecognise the Chapter.

Provided the concerned Chapter has been given notice of three months and its explanation is considered by the National Council and the Chairman/Chairperson of the concerned Chapter or his nominee has been given the right to be heard by the Council, if so desired.

- (v) When any member ceases to be a member of the Society, he shall *ipso facto* cease to be a member of the Chapter too.

9. Meetings & Sessions

I. Meetings of the General Body

- (i) The annual general meeting of the General Body of the Society and the Chapter shall be held atleast once in every year except the first annual general meeting of the Society or of a new Chapter, and not more than sixteen months shall elapse between two successive annual general meetings. Additionally the National Council, may at its discretion, decide to convene an extra-ordinary general meeting of the Society to transact specified business. At least 14 days notice specifying the time, place, date and hour shall be given to every member for convening the annual or extra-ordinary general meeting.
- (ii) The quorum for the annual or the extra-ordinary general meeting of the General Body of the Chapter or the Society, shall be 35 members or 25% of the total number of members on the Membership Register whichever is less. In the event of the quorum not being there the meeting shall stand adjourned to the same day, one hour hence at the same

place, and the members present at such adjourned meeting, whatever their number, shall constitute the quorum.

- (iii) The following matters shall be dealt with at Annual General Meeting.
 - (a) Confirmation of the Minutes of the previous General Meeting.
 - (b) Consideration of the annual report for the year completed.
 - (c) Consideration of audited accounts of the year completed.
 - (d) Announcement of the Election Results.
 - (e) Appointment of an Auditors, and
 - (f) Any other business allowed by the Chairman of the meeting.
- (iv) A special general meeting of the General Body shall be convened if one fifth members, with voting right of the General Body, as the case may be, requisition such meeting specifying the nature of the business to be transacted at the meeting and the place of meeting. On receipt of such requisition the Secretary to National Council/Managing Committee shall within 21 days of the receipt of the requisition, issue a notice for the meeting to all the concerned members. In default by the appropriate Secretary, the requisitionists shall hold such meetings at the stipulated place provided no business other than that specified in the notice shall be transacted and also provided that no resolution should be deemed to have been passed at the requisitioned meeting unless the same has been passed by a majority of the total number of members of the Society/Chapter.
- (v) The Chairman/Chairperson of every general meeting of the General Body will be the concerned President/Chairman/Chairperson and in his absence one of the Vice

President (National) or Vice President for the region/Vice Chairman/Vice Chairperson of the Society or of the Chapter and in their absence any member of the National Council or of the Managing Committee as the case may be, as be present in the meeting and elected to preside at such meeting.

- (vi) The Chairman of the meeting shall conduct the meeting in accordance with Rules and Regulations and the Bye-Laws of the Society or the Chapter and his decisions on points of order shall be final. He may in the case of disorder in the meeting suspend the meeting and adjourn it to such date and or time, as he may consider necessary.
- (vii) At any meeting-general, extra-ordinary or special a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is demanded by secret ballot, by at least one-third of the members present, and unless a poll is so demanded, a declaration by the Chairman that a resolution, has on a show of hands, been carried unani-mously or by a particular majority, or lost and an entry to that effect in the proceedings of the Society or the Chapter as the case may be, shall be conclusive evidence of the fact.
- (viii) In the case of an equality of votes, the Chairman of the meeting shall be entitled to a second or casting vote.
- (ix) If no action is recorded on any given resolution of a General Body meeting for two subsequent General Body Meetings the said resolution shall be deemed to have lapsed and to be enforced will have to be moved again.

II. Metting of the National Council/Managing Committee

- (i) The National Council/Managing Committee as the case may be shall meet to transact business at least once in three months and as often as may be necessary. Generally, a notice of 14 days will be required for holding the meeting, but in an emergency a meeting may be held at shorter notice or an immediate notice.

- (ii) The quorum for the meeting of the National Council shall be four and for Managing Committee three. Each member shall have one vote, provided, however, that in case of equality of votes, the Chairman/Chairperson of the meeting shall have a second or casting vote.
- (iii) The President/Chairman/Chairperson concerned shall preside over the meeting and in his absence the Vice-President (National) and in his absence the Vice-President of the region/Vice Chairman/Chairperson concerned or in their absence, any member elected by members present at the meeting shall preside over the meetings.
- (iv) The Secretary concerned or in his absence any member of the National Council/Meeting Committee shall record the Minutes of the Meeting.
- (v) In case of any emergency any business to be transacted by the National Council/Managing Committee may be transacted by Circular Minute issued and signed by the President/ Chairman concerned and the Secretary concerned.
- (vi) All Past Presidents who are members of the Society in good standing, other than the immediate Past President shall be Permanent invitees to the National Council meetings but will not have any voting right.
- (vii) In case of any member of the National Council/Managing Committee absents himself/herself without leave of absence for three consecutive meetings, he/she will cease to be member of the Council/Committee.

9A. The consent of the candidate contesting the elections shall include a declaration that he has paid the membership subscription for the year for which the elections are held. Accordingly, the concept will include the following additional sentence:

" I hereby confirm that I have paid the membership subscription for the current year/I am a Life member."

Any false statement will disqualify the candidate at the time of counting of votes or any other time it is discovered that it was a wrong statement.

10. Funds

- (i) The funds of the Society or Chapter as the case may be shall be applied for carrying out the aims and objects of the Society.
- (ii) The Society is not organised for profit, and all its income and property whensoever derived shall be applied solely towards the furtherance of the objectives of the Society and no portion thereof shall be paid or transferred directly or indirectly by way of dividend or bonus or otherwise however by way of profit to the person who, at any time are or have been, members of the Society, or to any person claiming through any of them.
- (iii) All funds belonging to the Society or Chapter shall be deposited in a bank/post office that may be decided upon by the National Council/Managing Committee as the case may be. The account(s) shall be in the name of the Society/Chapter as the case may be.
- (iv) The accounts of the Society/Chapter shall be ordinarily operated jointly by the Treasurer and one of the following office bearers viz. President/ Chairman/Chairperson, Vice President, Vice Chairman/Vice Chairperson/Secretary or Administrative Head of the National Headquarters or Chapter office. All financial transactions will be countersigned by the Treasurer within two months of their being incurred.
- (v) The National Council/Managing Committee or the General Body, as the case may be will frame financial rules for the proper control and management of the funds of the Society/Chapter which will be followed by the National Council/Managing Committee. These financial rules will be the Bye-Laws of the Society.
- (vi) All dues/entrance fee/annual subscription are payable to the

Treasurer of the Society, or on his behalf by the National/Chapter office on receipt of the same, the National/Headquarters will issue a regular receipt to the member concerned.

- (vii) When a recognised Chapter of the Society is in operation, the Treasurer shall credit to the Chapter concerned 50 per cent of the entrance fee/subscriptions in respect of the membership covered by the Chapter.
- (viii) In addition to the above, the National Council, may give to the Chapter grants, aids, loan in cash or in kind, as it may deem fit, for the furtherance of the aims and objects of the Society.
- (ix) The National Council of the Society may in the Financial Rules/Bye-Laws prescribe rules for the transfer of membership from one Chapter to another and for the payment of subvention on account of entrance fee/subscription/dues to the Chapter consequent upon such transfer.

11. Audit

- (i) Once at least in every year, the accounts of the Society/Chapter shall be examined and the correctness of the Income and Expenditure account and Balance Sheet ascertained by one or more Auditor or Auditors.
- (ii) The Auditor(s) shall be appointed at the respective annual general meeting of the General Body each year and his remuneration, if any, shall be fixed.
- (iii) The National Council/Managing Committee may fill in any casual vacancy in the office of the Auditor(s).
- (iv) An Auditor shall not be a member of the Society.

12. Power & Duties

I. National Council

- (i) The National Council of the Society shall lay down the general policy and directives for carrying out the activities of the

Society. In addition and without restricting its general power, it will deal with matters which are specifically mentioned as being under its jurisdiction in these Rules and Regulations.

- (ii) Without prejudice to any or provisions of these Rules and Regulations the National Council shall have the right and powers :
 - (a) To purchase or otherwise acquire or take on lease or hire, temporarily or permanently, lands, buildings and all other properties, movable and immovable which are necessary or convenient for the furtherance of the objects of the Society.
 - (b) To sell, mortgage or otherwise transfer or dispose of, turn to account or otherwise, lease or let under lease, sublet, exchange and otherwise deal with, all or any property, movable and immovable, of the Society for the furtherance of objects of the Society.
 - (c) To construct, maintain, alter, improve or develop any buildings, structures or works necessary or convenient for the purposes of the Society.
 - (d) To issue appeals and applications for money and to raise funds in furtherance of the objects of the Society by way of special subscriptions, membership or entrance fees, donations, special fees, tuitions fees, course fees, conference/seminar fees, loans, debentures or in any other manner, on such terms and conditions as may be determined.
 - (e) To accept from the Government, organisations, institutions and Individuals gifts, grants, donations, bequests, endowments, special fees, and subscriptions of cash and securities and of any property either movable and immovable, for the furtherance of the objectives of the Society.

- (f) To deposit any money or securities in the name of the Society with any Bank/Post Office and withdraw the same and to invest money belonging to the Society in securities in accordance with law.
- (g) To retain, appoint, promote, discipline, discharge or dismiss employees and other personnel for the management and functioning of the Society and to regulate their terms and conditions of employment, including payment of remuneration. The National Council shall frame Service Rules which will be Bye-Laws of Society and will govern the services of all employees.
- (h) To set up a provident fund and any other benefit schemes for the employees of the Society.
- (i) To make from time to time, rules, regulations and bye-laws for the control, conduct and regulations of the activities of the Society.
- (j) To do, or get done, all such other lawful things as are connected with or incidental to the above objects.
- (k) To approve funds of the Society for meeting the aims and objectives, as may be necessary, except that the funds shall not be ordinarily utilized for meeting the travel or other expenses of the office bearers, National Council members or other members of the Society to attend the meeting of the Council, General Body, any of the Committee/Sub-Committees, National Convention/Conference etc.

12. II. Managing Committee

- (i) The Managing Committee of the Chapter will carry out the general policy laid down by the General Body of the Chapter. In addition and without restricting its powers, it will deal with matters which are specially mentioned as being under its jurisdiction in these Rules & Regulations or the Bye-Law of the Chapter.

- (ii) All the Committee/Council mentioned above will have power to make, add alter and repeal bye-laws of the Society or of the Chapter as the case may be, subject to the approval of the General Body as the case may be. If necessary, they will also set up committees, sub-committees, panels, etc. to conduct the affairs of the Society/Chapter.

13. Office Bearers

- (i) The President/Chairman or Chairperson will be the Chief Executive Officer of the Society/Chapter and shall preside at all meetings of the Society/Chapter. He/She shall keep the General Body and the members, as the case may be, informed about activities and financial affairs of the Society/Chapter. He/She will generally supervise the work of the Society/Chapter in general.
- (ii) Vice-President/ Vice Chairman or Chairperson shall assist the President/Chairman/Chairperson in carrying out his/her responsibilities. Vice-President (National) shall be an ex-officio member of all committees constituted by the National Council. Vice-President (North, South, East, West), Vice Chairman or Chairperson shall assist the President/Chairman in achieving the aims and objects of the Society within their specific geographic regions and shall perform such duties as are assigned to them by the President/ Chairman or Chairperson. In addition, they will represent the interests of the Chapter(s) and their members within such regions, in the deliberations of the National Council/ Managing Committee and to this end shall maintain active contact with all such Chapter(s).
- (iii) The Treasurer shall advise the President/Chairman of the Society or of the Chapter, as the case may be, and together with the National Council/Managing Committee shall exercise continuing surveillance over the operational finances of the Society/Chapter. He shall exercise such controls over expenditures as may be prescribed by the concerned authority.

- (iv) The General Secretary/Hony. Secretary/Administrative Head of the National Headquarters/Chapter office shall be responsible for arranging the meetings of the Society/Chapter, maintenance and preservation of the roll of membership and other official records of the Society/Chapter for the supervision and administration of the office of the Society/Chapter, for the protection of the Society's interest in all legal matters.
- (v) The Office-bearers/members of the Society shall not be liable for any act done by them in good faith on behalf of the Society and in furtherance of its objectives for any monies of the Society other than such as shall come into their own hand or for any collections or receiver of monies appointed by the National Council for any misfortune, loss or damage happening to the Society by reason of any deed executed by them as an office bearer or a member of the Society or by reason of any error of judgement or mere indiscretion on their part in the performance of their duties or otherwise on any account, except for wilful negligence or fraud. Further, every person being an office bearer/member of the National Council/ Committee or a member of the Society, his heirs, executors and administrators shall, at all times, be indemnified out of the funds of the Society from and against all costs, losses, damages, and expenses whatsoever incurred or sustained by him in execution of his powers or duties and every person having been or being an office bearer/member of the National Council/ Committee or a member of the Society, his heirs, executors shall be indemnified and saved harmless out of the funds of the Society against all actions, suits, claims, and demands whatsoever brought or made against him to them either severally or jointly in respect of any engagement of the Society save such as may be incurred by his own personal wilful neglect or default.

14. Vacancies

- (i) If any vacancy shall occur in the office of any office bearer

- of the National Council/Office bearer/Member of the Managing Committee during the interval between two annual general meetings, or if during the elections any post of office bearer does not get filled, this vacancy will be filled by nomination by the remaining members of the National Council/Managing /Committee.
- (ii) If the Vice-President for a region shifts the region from which he/she was elected, the President shall declare his office vacant and it shall be filled as provided under item (i) above. If any National Council member shifts from the Chapter from which he/she was elected he/she will continue to be the member of the Council till next election of the National Council.

- 15.** All elections will be by secret ballot, through mail or otherwise. The National Council will approve Election Rules which will be the Bye-Laws for all procedures regarding elections, including notice for nomination, scrutiny of nomination papers, withdrawal of nomination, ballot paper, voting, counting of votes, finality of elections.

16. Amendments

- (i) Any of the article of the Memorandum of Association and any of the Rules and Regulations shall not be altered, amended or modified except by a resolution passed by a two third majority of the members present and voting at an annual general meeting or in an extra-ordinary general meeting special meeting of the General Body of the Society convened for this purpose.
- (ii) Consistent with these rules and regulations the National Council in the case of a Chapter may make, adopt, alter, modify, rescind such bye-laws as it may deem fit to further the interest of the Society. Such bye-laws shall be binding on the members of the Society/Chapter.

17. Common Seal

The Society and its recognised Chapter shall have a common seal.

18. Removal from Office

The General Body of the Society or Chapter by a resolution, passed by a two-thirds majority of the voting members present in a Special General Meeting remove any office bearer(s) or member(s) of the concerned National Council/Managing Committee before the expiration of the period of Office.

19. Advisory Board and Council of Fellows : Regional Council

- (i) The Advisory board will consist of all surviving past Presidents of the Society who are members of the Society in good standing. It shall meet atleast once every year at the time of the National Convention when it will identify a Chairman/Chairperson from among itself who will function till next National Convention. It may meet at such times and places as it may determine and may frame its own Bye-Laws and procedures. It shall advise the National Council and shall carry out such duties as the National Council may request. In addition the Advisory Board shall serve as the privileges Committee for matters related to National Council and General Body.
- (ii) The General Body of the Society at its AGM or an Extra-Ordinary General Body Meeting called for such purpose can nominate one or more past presidents as President Emeritus provided however, the total number of Presidents Emeritus shall not exceed 25% of the total strength of Advisory Board at the time such nominations are made.
- (iii) The Advisory Board shall function as a conscience keeper for the Society. In case the Board finds any decisions/actions of the National Council or the Office Bearers against the basic interest of the Society, it shall have power to Convene directly a meeting of the National Council of the Society. In the event of the matter not being settled in such a meeting the Chairman or Chairperson of the Advisory Board may call an extra-ordinary meeting of the General Body of the Society which shall consider advisory Board's view and review, revise or rescind

National Council's decisions, if necessary.

- (iv) There shall be a Council of Fellow consisting of all surviving Fellows who are in good standing, to advise the National Council on matters relating to the development of the Training and Development profession including of setting standards, accreditations. The Council shall constitute a Fellowship Committee for a term of three years at a time, consisting of Fellows, who will recommend the conferment of Fellowships mentioned in Clause 2(ii).
- (v) There will be a Regional Council consisting of the Chairman/Chairperson and Honorary Secretaries of Chapters in region. the concerned Vice-President shall serve as the Chairman of the Regional Council.

20. Affiliated Organization

An 'Affiliate Organization' is a group/associations/statutory body/corportion or any other body, which is operating in a well-defined or well definable region/local area or which has specialised in one of the other branch/aspect in the broad field of Training and Development and which subscribes towards the aims and objectives of the Society; as laid down in its Memorandum of Association and Regulations which is recognised by National Council as its 'affiliate'. The National Council as and when necessary, will determine terms and conditions for affiliation, provided that no member in any affiliate organisation shall have a more favourable due/subscription position than a corresponding member in the Chapter or Society.

21. Trust

The National Council, if necessary, may set up an irrevocable Trust for the purpose of education and research in order to meet the objectives of the Society. Such a Trust, if established, will be free from the day-to day control of the Society and the funds earmarked by the Society to the Trust from time to time will not revert to the Society. A separate agreement between the Society and the Trust shall be signed for this purpose, in accordance with law.

22. Dissolution

The Society shall be dissolved in accordance with the provision of the Societies Regulation Act 1860 and in the event of the winding up of the Society, the assets, if any remaining after the satisfaction all debts and liabilities shall be made over to some other Society/Association with similar objectives to be determined by the votes of no less than three-fifths of the members present personally or by proxy.

We the undersigned from the Indian Society for Training and Development (ISTD) do hereby certify that the above is a correct copy of the Memorandum of Association and Rules and Regulations of the said Society, as it stands amended on December 30, 1988 by the due procedure prescribed.

Sd/-

Vinayshil Gautam

Professor of Management

IIT (D) and

President,

Indian Society for Training and Development

WITNESS

Sd/-

B.C. Mathur

Vice Chairman

Administrative

Tribunal and

Permanent National Council

Invitee,

ISTD, also

Past President, ISTD

Sd/-

Dharni P. Sinha

Principal

Administrative

Staff College of India

and National Council

Member, ISTD,

Past President,

ISTD.