ALL KERALA ASSOCIATION FOR THE MENTALLY RETARDED

(Registered under The Travancore - Cochin Literary, Scientific and Charitable Societies Registration Act, 1955)

(Reg. No. ER 411 Dated 04-09-1980)

MEMORANDUM OF ASSOCIATION & RULES

(Amended as on 21/10/2021)

Registered office

Ashakendram,
Monastery Road,
Karikkamuri, Cochin 682011

Administrative office

Central Institute on Mental Retardation (CIMR)
Murinjapalam, Medical College P.O,
Thiruvananthapuram, Kerala – 695011
Phone : 0471-2445796

MEMORANDUM OF ASSOCIATION

1. The name of the Association shall be **“All Kerala Association for the Mentally Retarded”**
2. The Registered Office of the Association shall be “Asha Kendram”, Monastery Road, Karikkamuri, Cochin – 682011
   and
   The Administrative Office of the Association shall be at “Central Institute on Mental Retardation”, Murinjapalam, Medical College P.O, Thiruvananthapuram - 695011, Kerala.

   2. (a) **Domain:** The whole of Kerala.

3. **Aims & Objectives:**
   a) To work for the total development of persons with disabilities with special focus on mentally challenged.
   b) To promote awareness on identification and development of the mentally challenged and other disabled and to promote multi-disciplinary programmes through inter-disciplinary process and approach for their development and rehabilitation.
   c) To function as a resource centre for generation, collection, compilation, development and dissemination of information and knowledge on disability.
   d) To establish and help to establish institutions, facilities and programmes for special education in the fields of academics, recreation, performance arts and vocational training, medicare, teachers’ training, caretakers’ training etc. as per the need
   e) To provide avenues of interaction – by means of seminars, conferences, meetings, discussions, etc between those involved / concerned in caring for the disabled.

f) To conduct, promote and co-ordinate research in matters pertaining to care for the mentally challenged and other disabled persons.

g) i. To liaise with Governments (Central Government, State Government, Local Self Government bodies and Quasi-Government bodies) towards
   - Fulfilling the inalienable fundamental rights of the persons with disabilities as citizens of India.
   - Moving for repeal, amendment or replacement of detrimental law or aspects of law.
   - Moving for introduction of legislation for securing protection and development of the persons with disabilities

   ii. To take up, participate and promote endeavours towards
   - Forming local, district and state level fraternities of those who subscribe to the aims and objectives of AKAMR.
   - Forming national, expatriate and foreign fraternities of those who subscribe to the aims and objectives of AKAMR.

a) To raise funds to serve the aims and objectives of AKAMR through membership fees, subscriptions, grants, gifts, donations, bequests, contributions, borrowings and such other legally and morally acceptable means.

b) To acquire, purchase and/or build properties; to sell, lease or mortgage the same; and to do everything consequently or correspondingly necessary for purposes in consonance with the aims and objectives of AKAMR.

c) To utilize the generated and received income as well as the assets, including capital assets, of AKAMR for doing anything necessary for purposes in consonance with the aims and objectives of AKAMR.

d) The benefits of the Association are open to all irrespective of caste, religion, creed, sex etc.

4. The Association shall have up to three patrons
5. AKAMR and the bodies there under shall have their own emblems and mottos.
6. The Members of AKAMR shall be eligible for defrayment of expenditure actually incurred by them in performing functions for the purpose of AKAMR, on request or authorisation by competent office bearer of AKAMR. No fund of AKAMR shall be apportioned among its Members, by way of dividends, bonus or otherwise, in their capacity as Members.
7. Everything stated herein in the Memorandum of Association and the Rules shall be construed according to the totality of the said Memorandum of Association and Rules and in consonance with the aims & objectives and no term or clause or provision shall be considered in such isolation as to lead to incongruity.
8. The Memorandum of Association and the Rules may, from time to time, be amended or be repealed and replaced in part or in its entirety in accordance with or in furtherance of the aims & objectives by two-thirds majority of the members present and voting in the General Body meeting. All proceedings prior to the amendment shall be deemed to be in accordance with the amendment and, in case of incongruence, the said proceedings

shall be subject to review and revocation or revision by the appropriate body viz., General Body, Managing Committee, Director Board/Executive Committee or duly empowered office bearers.

i. No amendment to the Memorandum of Association will be made without prior approval of the Commissioner of Income Tax (Exemption) having jurisdiction over the Association. The power to effect amendment to the Memorandum of Association given to members shall not extend to altering the basic characters or objects of the Association and further no such amendment which may prove to be repugnant to the provisions of Sec 2(15), 11,12,13 and 80G of the Income Tax Act shall be made.

9. The Association, in its Annual General Body meeting held on 2nd January 2014, places on record immense gratitude to the following persons, who constituted the first Managing Committee of the Association, for founding the 'All Kerala Association for the Mentally Retarded' in terms of the provisions of the Travancore Cochin Literary, Scientific & Charitable Societies Registration Act, 1955 and for their vision, commitment and service for the cause of the mentally challenged.

1. *Rev. Fr. Thomas Felix CMI,*
   Central Institute on Mental Retardation(CIMR),
   Murinjapalam,Medical College P.O.,
   Thiruvananthapuram 695011.
2. *Dr. K.C. George*,
   (Indian Council of Agri. Research),
   25/1550, Koomullil, Udaya Road, Vyttila,
   Ernakulam 682019.

3. *Mr. M.C. John (Businessman),*
   XXIX/1390, Kadavanthara,
   Ernakulam 682020.
4. *Captain P.V. George,*
   'Anchorage', Muttom,
   Aluva, Ernakulam 683106.
5. *Prof. P.J. Tomy,*
   (Agricultural University),
   Subhash Colony, Janatha Road,
   Ernakulam 682025.
6. *Prof. T.M. Paily,*
   Mar Athanasius College,
   Kothamangalam.
7. *Mr. Madhusoodanan Nair,*
   Lecturer, St. Xavier's College,
   Thumba, Thiruvananthapuram.
8. *Mr. C.P.N. Nair,*
   General Manager,'DhanvantriMadom',
   Thiruvananthapuram.
9. *Mr. Chandramohan Kumar,*
   Research Scholar,
   Chemistry Dept., University of Kerala,
   Thiruvananthapuram.
10. *Prof. John Kurian,*
   "Karunya", Chalakkuzhy Lane,
   Pattom, Thiruvananthapuram -695004.
11. *Mr. M.E. John (Sonny),*
   Travancore Cements Ltd.,
   Nattakom, Kottayam.

12. Mr. P.J. Jacob,
(Retired Secretary, Ruby Rubber Works Ltd.),
Kavalam Puthenpura,
Near St. Berchman's College,
Changanassery.

10. The Managing Committee of AKAMR, reconstituted time to time as per the Articles of Association and Rules as amended time to time, shall, by the grace of God, strive to fulfil the aims & objectives to the best of their abilities and shall pass on the mantle to their successors in due time.

RULES
(All Kerala Association for the Mentally Retarded)

1. The All Kerala Association for the Mentally Retarded hereinafter called The Association is established for the objects set forth in its Memorandum of Association.
2. **Definitions:** Unless specified otherwise or unless contextually repugnant or inconsistent, the words and terms used herein shall convey the following meaning.
   i. **Rules:** Rules of the Association, subject to additions, deletions and amendments made therein from time to time.
   ii. **General Body:** General Body of members of the Association.
   iii. **"President"** means President of The Association.
   iv. **Managing Committee:** Managing Committee of the Association

v. **Member:** General/Honorary/Permanent Member of the Association

vi. **Memorandum of Association:** Memorandum consisting of Articles, subject to additions, deletions and amendments made therein from time to time.

vii. **Person:** Individuals, firm, company, institution, association or such other body.

viii. **Year:** Financial year (April 1 to March 31).

ix. **CIMR:** Central Institute on Mental Retardation

x. **Act:** The Travancore-Cochin Literary, Scientific and Charitable Societies Registration Act, 1955 (Act XII of 1955)

xi. **AKAMR:** All Kerala Association for the Mentally Retarded

xii. **Association:** All Kerala Association for the Mentally Retarded

xiii. **Director Board/Executive Committee:** Director Board / Executive Committee of CIMR.

xiv. **Regulations:** Regulations made, under Memorandum and Rules of the Association, for administrative purposes by the Director Board/Executive Committee, subject to additions, deletions and amendments made therein from time to time.

3. The Association shall not operate for fiscal profit and the balance, if any, at the end of each year, shall be set apart to be utilized for the objectives of the Association.

4. **Members:** Subject to the approval of the managing committee, persons who subscribe to the aims & objectives of the Association and who fulfil one or more of the following criteria shall be admitted as members.

(a)

i. Parents/Guardians of mentally challenged persons.
ii. Teachers/Professionals engaged / experienced in caring / teaching / training / developing / rehabilitating mentally challenged persons.
iii. Persons who are devoted to the cause of mentally challenged persons.

Any member may resign from the Association by submitting resignation in writing to the President. The resignation shall come into effect on acceptance by the Managing Committee.

Patrons: The Association shall have upto three Patrons, nominated by the Managing Committee, for imparting vision and guidance.

(b) **Membership fee:**
Annual: 500/-

The Managing Committee may revise the membership fee time to time. The Managing Committee may waive membership fee in exceptional cases.

5. **Types of members:**

i. **General Members:** Persons who meet the requirement in Rule 4, who apply for membership and who are approved as General Members by the Managing Committee.

ii. **Honorary Members:** Persons, not exceeding 10, who meet the requirement in Rule 4 and are nominated as Honorary Members by the Managing Committee.

iii. **Permanent Members:** The following persons shall be Permanent Members of the Association as they gave their whole life for the Association from the beginning.

1. Rev. Fr. Thomas Felix, CMI
2. Rev. Sr. Elise Mary
3. Rev. Sr. Liset
4. Rev. Sr. Jancy

Each of the above Permanent Members shall be entitled to nominate a successor, who shall succeed the nominator in the event of his/her demise, incapacitation or voluntary retirement. Each nomination shall be kept in sealed envelope in the safe custody of the legal counsel of the Association. The nominations can be changed by the respective. Permanent Members at any time but shall become final once a nominee takes charge as Permanent Member. If a Permanent Member demits membership without leaving a live successor, the rest of the Permanent Members shall nominate his/her successor.

6. ***Commitment towards Permanent Members:*** The Association gratefully acknowledges that the Permanent Members have dedicated their lives for fulfilment and furtherance of its aims & objectives. The Association solemnly undertakes to provide for and look after the Permanent Members throughout their lives and to honour their memory thereafter.

7. The maximum number of Members, including General, Honorary and Permanent Members, shall not exceed thirty.

8. ***Termination of Membership***

   A Member of the Association shall cease to be a Member:

   i. On resignation.
   ii. On becoming unsound in mind.
   iii. On conviction by a Court of Law for criminal offence which, in the opinion of the Managing Committee, involves moral turpitude.
   iv. On membership fee being in arrears for more than one year, provided that the membership can be revived on clearing the arrears, with effect from the date of clearance of the arrears. Such termination of membership shall not be applicable within the validity period in the case of those whose membership fees are waived.
   v. On the Management Committee deciding that continuance of the membership of the person is detrimental to the Association. Such termination shall be subject to ratification by the General Body.
   vi. On being absent for two Annual General Body meeting consecutively without informing.

9. ***General Body:***
   i. General Body shall consist of all the members.
   ii. General Body shall be the highest policy and decision making body of the Association.

10. General Body Meetings:

i. ***Annual General Body Meeting*** shall be convened within three months of the close of every financial year.

ii. ***Ordinary General Body Meeting*** may be convened as and when necessary.

iii. ***Extraordinary General Body Meeting*** shall be convened on written request by at least one-third of the current members to discuss specific agenda items raised by them.

iv. ***Special General Body Meeting*** may be convened to consider urgent issues.

v. ***Convening:*** The General Secretary shall convene the General Body Meetings with the concurrence of the President. In case Extraordinary General Body Meeting is not convened within 30 days of receipt of written request, it may be convened by the requisitionists themselves.

vi. ***Notice:*** 15 clear days notice shall be given to the members regarding all General Body Meetings, except Special General Body Meeting, for which 3 clear days notice shall be sufficient. The notice may be sent by hand, post, courier, fax, e-mail, sms or such other means. The notice shall contain information on the date, time and venue of the meeting and on the agenda proposed to be considered.

vii. ***Quorum*** for all General Body Meetings, except Extraordinary General Body Meeting convened by the requisitionists themselves, shall be one-third the number of current members. For the latter, the quorum shall be half the number of current members. If the quorum is not available within one hour of the time fixed, the Meeting shall stand adjourned to such date, time and venue (not later than 30 days) as may be announced by the President at the meeting prior to adjournment. The members actually present shall constitute the quorum for an adjourned meeting, except in the case of that of an Extraordinary General Body Meeting convened by the requisitionists themselves.

(a) Transaction of business:

i. The General Body shall consider the agenda items proposed by the Managing Committee and such other items as may be admitted by the chair.
ii. The Annual General Body Meeting shall also appoint Auditors for the current year, with the Managing Committee having the powers to fill in any vacancies therein, subject to ratification by the General Body in its next normal meeting.
iii. The accounting year of the Association shall be from 1st April to 31st March. The accounts shall be examined, audited and certified by one or more qualified Chartered Accountant appointed by the Association.

11.**Managing Committee:**

i. ***Function & powers:*** Management of all activities of the Association shall be carried out by the Managing Committee, subject to the aims & objectives of the Association and subject to policies adopted by the General Body.

ii. ***Composition:*** The Managing Committee shall comprise of nine persons, of whom four shall be the Permanent Members and five shall be elected by the General Body. Of the nine persons, five shall be the office bearers of the Association viz., President, Vice-President, General Secretary, Treasurer and Secretary.

iii. ***Term:*** The term of office of the Managing Committee shall be three years and further till the next Managing Committee is constituted.

iv. ***Periodicity of meetings:*** The Managing Committee shall meet as often as required, subject to a minimum of once in three months. Meeting shall also be convened, on written request by at least five members of the committee, within 30 days of receipt of the request.

v. ***Notice:*** Minimum seven clear days notice with agenda shall normally be given for a meeting of the managing committee. The notice may be cut short in case of exigencies.

vi. ***Quorum:*** Five members shall be the quorum for a meeting. In case the quorum is not met within one hour of the scheduled time of the meeting, it shall be adjourned to such venue, time and place as may be announced by the President at the meeting. Information regarding the adjourned meeting shall be communicated to the absent members by any mode of communication possible. Members present shall constitute the quorum at an adjourned meeting.

vii. ***Decisions by Circulation:*** In case of exigencies, the President or the General Secretary of the Association or the Executive Director of CIMR may circulate proposals/resolutions for decision/adoption by General Body/Management Committee /Director Board/Executive Committee to each member of the concerned body and the decisions so taken or resolutions so adopted by concurrence in writing by a majority of the members of the body concerned shall be binding on the said body.

viii. ***Transaction of business:*** The Managing Committee shall consider the agenda items proposed by the General Secretary and such other items as may be admitted by the chair.

12. **Powers and Duties of Office-Bearers**

i. ***President:*** He or she shall head the Association and shall do everything necessary and possible for fulfilment and furtherance of its aims & objectives. He or she shall be the Appointing Authority and Disciplinary Authority for all the staff of the institutions under the Association. He or she shall preside over and maintain decorum in meetings of the Association, the Managing Committee and all other forums of the Association / institutions in which he or she is included. He or she shall have power to authorise other office-bearers or members of the Managing Committee to do tasks which are not otherwise specifically assigned and to delegate powers, with such conditions as may be considered necessary, to the other office-bearers or Managing Committee members.

ii. ***Vice-President**:* He/She shall assist the President in performance of the latter's duties and shall exercise the powers and perform the duties of the President during the latter's absence.

iii. ***General Secretary:*** He/She shall conduct the general correspondence and maintain all Books and Records; take action to implement the decisions of the General Body and the Managing Committee; sign and execute, with the concurrence of the President, contracts, deeds, documents and instruments on behalf of the Association; and oversee implementation of the programmes of the Association.

iv. ***Treasurer:*** He/She shall plan receipts and expenditure of the Association on annual and monthly basis; take action for timely receipt of funds and payment of bills/dues; keep the President and the General Secretary appraised of the financial position; present reviews of the financial position at the Managing Committee meetings; take such action as decided by the Managing Committee to mobilise funds; keep account of all funds, securities, receipts and payments; maintain accounts in such bank or banks as decided by the Managing Committee; operate those accounts, with co-signatories in such transactions as decided by the Managing Committee; arrange annual audit by Auditors appointed by the General Body; and present audited Statement of Accounts for the previous year and Budget for the current year in the Annual General Body Meeting.

v. ***Secretary:*** He/She shall assist the General Secretary and shall perform such other duties as may be assigned by the President.

13. **Election, Resignation and Removal of Office-Bearers and Managing Committee members:**

i. ***Election:*** President, Vice-President, General Secretary, Treasurer and Secretary and four Managing Committee members shall be elected by the General Body. <u>The President and the Treasurer shall be from among the Permanent Members.</u> The office bearers and other members are eligible for re-election. A vacancy in the Committee shall be filled by nomination by the President for the rest of the term, subject to concurrence by the Managing Committee and the General Body in their next meetings.

ii. ***Election procedure***: Election shall be conducted by a Returning Officer nominated by the Managing Committee. A person shall become a candidate on being proposed by at least one member, being seconded by at least two members and he/she expressing willingness to be a candidate. Election, in the absence of unanimity, shall be conducted by the Returning Officer either by show of hands or by ballot, at his/her discretion. A member can vote (but neither propose nor second) in an election by assigning proxy in writing to a member present. A member present can hold maximum two proxies. The assignment of proxy shall hold good for the particular General Body meeting and its adjourned or deferred sessions but not for a successive meeting.

iii. ***Resignation***: Any office-bearer, other than the President, and any member of the Managing Committee may resign from the said position by submitting resignation in writing to the President. The President may resign from the position of President by furnishing resignation in writing to the General Secretary. Any such resignation shall come into effect on acceptance by the Managing Committee.

iv. ***Removal:*** Any office-bearer, other than the President, and any member of the Managing Committee may, if necessary, be served notice by the President to show cause, within reasonable time which shall not be less than fifteen days, why he or she shall not be removed from the said position. If he or she requests for an opportunity of being heard in person, it shall be accorded. Decision on removal shall be taken by the Managing Committee.

14. **Activities:**

i. The executive organ of the Association shall be the Central Institute on Mental Retardation (CIMR). The office-bearers of the Association shall occupy the following corresponding positions in CIMR. President: Executive Director, Vice-President: Additional Director, General Secretary: Director, Treasurer: Director

(Finance), Secretary: Director Those Permanent Members who are not office-bearers shall also be Directors of CIMR. The Executive Director, Addl. Director, Director, Director (Finance) and the Directors shall constitute the Director Board/Executive Committee of CIMR.

ii. The Director Board/Executive Committee shall plan, cause execution and have superintendence over all activities of CIMR and all institutions of the Association.

iii. The Director Board/Executive Committee shall have power of administration over all institutions and establishments under the Association/CIMR.

The Director Board /Executive Committee shall have authority over all appointments, retentions, service conditions, contractual service, discipline and termination of all the staff of all the institutions / establishments / activities of the Association/CIMR.

iv. All powers and authority of the Director Board/Executive Committee shall be exercisable through the Executive Director or, by delegation by the Director Board/Executive Committee or the Executive Director, through the Additional Executive Director and any of the Director as designated.

v. All activities designed or carried out or entrusted by the Director Board/Executive Committee shall be in accordance with the aims, objectives and policy decisions of the Association.

vi. The Director Board/Executive Committee shall, with the concurrence of the Managing Committee of the

Association, have the prerogative of instituting or associating with group(s) or community (ies) of persons dedicated and totally committed for the cause of the persons with disabilities. The Association shall have the responsibility of providing all necessary amenities and facilities for appropriate conditions of living of the members of the group(s) or community(ies) during their active service period and during ailing / post retirement period.

vii. The heads of group(s)/community (ies) cited in (vi) or a nominee each of them shall be Permanent Invitees to the General Body, Managing Committee and Director Board/Executive Committee meetings.

15. **Assets:**

i. The ownership and management of all movable and immovable properties, including land, buildings, furniture, equipments, instruments, books, journals and audio-visual recordings as well as bank deposits and bank accounts of the Association / CIMR shall be vested with the Director Board/Executive Committee.

ii. All income of the Association / CIMR shall be utilised for the aims and objectives of the Association and in accordance with the Memorandum of Association and Rules of the Association.

iii. The royalties, usage charges and other income from books, publications, audio-visual records, teaching aids, concepts and intellectual property rights of Rev. Fr.

Thomas Felix CMI, to the extent assigned by him, shall be income of the Association / CIMR.

iv. The assets of the Association / CIMR are ultimately for the care, well-being, development and rehabilitation of the persons with disabilities and for the subsistence, care and well-being of those whose lives are dedicated for the persons with disabilities. This does not preclude the Association / CIMR receiving loans or advances on the strength of the goodwill of the Association / CIMR and in good faith of meeting the liability.

v. All transactions of money shall be jointly operated. Cheques shall be signed by the President and the General Secretary or any other person designated by the governing body.

vi. All procurement, transfer and disposal of immovable properties in the name of the Association / CIMR shall be with the approval of the Director Board/Executive Committee and the President of the Association (Executive Director of CIMR) shall represent the Association / CIMR in all such transactions.

vii. The funds of the Association will be invested in accordance with the provisions of Section 11(5) r.w.s 13(1)(d) of the Income Tax Act as amended time to time.

16. **Constitution Amendments:**

Regulations and Articles in this Constitution of the Association can be amended, altered, repealed and or added to by the

General Body at a meeting, through a three-fourths majority of the members present and voting.

17. **Acknowledgement and empowerment:**

The Association acknowledges that its existence and activities are borne out of the ideas, concepts, vision, dedication and efforts of Rev. Fr. Thomas Felix CMI. The Association holds him in high esteem and honour and trusts him implicitly. Therefore the Association confers on him Lifetime Presidentship and he shall be deemed to be elected as President, so long as he consents, in each General Body meeting in which election to the post of President is due in his lifetime. The Association also confers on him veto power over all decisions of the Management Committee and the Director Board/Executive Committee. The aforesaid conferments are purely personal and are neither succeedable nor transferable.

18. **Dissolution:**

The Association shall not be dissolved as long as the CIMR or the group / community as envisaged in Rule 14 is in existence and operation. In case of dissolution, all money and properties of the Association shall be earmarked for promoting the welfare of the mentally challenged, in consonance with the aims and objectives of this Association, and as may be decided by four-fifths of the Members present at the General Body Meeting deciding on dissolution.

i. In the event of dissolution, the assets remaining on the date of dissolution shall, under no circumstances, be distributed among the members of the managing committee /Governing body, but the same shall be transferred to another Charitable Trust/Society whose objects are similar to those of this Association and which is registered u/s 12AA of Income Tax Act at the time of transfer or shall be vested with the Government.

The Association shall be irrevocable.

****