

MEMORANDUM
OF
ARTICLES OF ASSOCIATION



S W E E K A A R

ACADEMY OF REHABILITATION SCIENCES
(Formerly known as SWEKAAR REHABILITATION INSTITUTE FOR HANDICAPPED)

Registered under Andhra Pradesh (Telengana Area)
Public Societies Registration Act, 1350 Fasli.

(Estd.1977)

Head Off: Upkaar Complex, Upkaar Junction, Secunderabad - 3.
Tel: 040- 6999 6666, 2784 3338 Fax: 040-2781 0731
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MEMORANDUM OF ASSOCIATION

1. NAME CLAUSE

The name of the society shall be SWEETKAAR ACADEMY OF REHABILITATION SCIENCES

2. SITUATION CLAUSE

The registered office of the society will be situated at Upkaar Complex, Upkaar Junction, Secunderabad : 500 003.

3. OBJECT CLAUSE

The Objectives for which the society established are:

- a) To work on a non-profit, non-commercial and voluntary basis towards providing or stimulating services, conducting research and promoting positive social action for individuals with disability & impairments and also, other vulnerable sections of society including Orphans, Senior Citizens, Mentally ill, Widows etc.
- b) The objectives incidental or ancillary to the attainment of the above objectives are:

AIMS & OBJECTIVES OF THE ORGANISATION

- i) Provision and stimulation of services for individuals with disability and impairments and also, other vulnerable sections of the society
- ii) To undertake community developmental activities including those related to health, education, family welfare and nutrition programmes in rural and urban areas.
- iii) To undertake documentation and dissemination works related to the above areas in order to highlight the above mentioned target issues for positive social action.
- iv) To undertake process research in the areas of disability and impairments or other vulnerable sections of the society.

v) To develop trained human resource and man power in the above mentioned areas.

vi) To encourage development of creation of institutions/facilities with similar objectives.

4. LIABILITY CLAUSE

The liability of members is limited by guarantee.

5. CAPITAL CLAUSE

The initial capital of the Society or future accumulations thereof will be spent only for attainment of the objectives of the society and no portion thereof shall be, either directly or indirectly, transferred or paid to any of the members. The regulation of capital funds shall be regulated as mentioned in the articles.

6. ASSOCIATION OR SUBSCRIPTION CLAUSE

We, the seven members whose names and addresses are subscribed, are desirous of being formed into a society in pursuance of this Memorandum of Association and we respectively agree to abide by them in both letter and spirit.

7. JURISDICTION

The area of operation of the Society for the present shall be HYDERABAD and later on any where in India and abroad also.

ARTICLES OF ASSOCIATION
OF
SWEEKAAR ACADEMY OF REHABILITATION SCIENCES
SECUNDERABAD - 500 003

PRELIMINARY

1. The following shall be the Articles of Association and Rules and Regulations of Sweekaar Academy of Rehabilitation Sciences and they shall be binding on all Members of the Society.

Article -I: DEFINITIONS

1. In this Articles of Association,
 - a) The Society, shall mean Sweekaar Academy of Rehabilitation Sciences.
 - b) The Member, shall mean a member of the Society, as specified in Article V.
 - c) The General Body shall mean the General Body constituted as per Article XI.
 - d) The Board shall mean the Board of Governors constituted under Article VI.
 - e) The General Clauses Act, 1897 (Act No. 10 of 1897) shall apply so far as may be to the interpretation of these Regulations as it applies to the interpretation of the Central Acts.

Article - II

The name of the society shall be Sweekaar Academy of Rehabilitation Sciences.

Article - III

The office of the Society shall be situated at Upkaar Complex, Upkaar Junction, Secunderabad - 500 003.

Article - IV

The Objects of the Society are as Registered and as stated in the Memorandum of Association.

Article - V: MEMBERSHIP

1. The Membership of the Society will consist of the following three categories.

a)FOUNDER MEMBER: There are seven (7) persons who have signed the Memorandum of Association of the Society. If any vacancy occurs in the list of Founder Members due to resignation, death or any other inability to work, the remaining Founder Members can select with vote of two-third majority, thereby completing the requisite number of 7 members.

b) LIFE MEMBER: Any person who contributes in his individual capacity a sum of Rs.10.00 Lakhs and above can be admitted as Life Member, subject to approval of the Board.

c) ORDINARY MEMBER: The Governing Body in its absolute discretion may admit from amongst well-known social workers, philanthropists, professional experts in the fields of handicapped, academicians and educationalist as Ordinary Members for a period not exceeding one year, on approval of the Board, The minimum subscription for ordinary membership is Rs. 1,000/- per annum.

2. Disqualification of Members : The Board may remove the name of a Member from the Register of Members under anyone or more of the following circumstances:

a) If a Member resigns or expires or is declared as insane or insolvent.

b) If the member violates any of the Rules and Regulations of the Society and acts in a way detrimental to the interest of the Society. In this regard the opinion of the Board shall be final. Provided always that the Board shall afford a suitable opportunity to such Member of being heard, before removing such Member , from the Society.

Article - VI: GOVERNING BODY

1. Patron

A person of eminence may be nominated as Chief Patron by the Board of Governors. Reputed persons in the Society from different walks of life can also be nominated as patrons by the Board, for a term of 3 years.

2. Board of Governors

a) Number of Governors

The Society shall have a Board of Governors which shall have a maximum strength of eleven(11) Members. The composition of the Board shall be as follows:-

- i) Five (5) Members to be elected from amongst the Founder Members by the ~~Founder Members~~.
- ii) One (1) Life Member to be elected by the Members in the General Body.
- iii) Two (2) Ordinary Members to be elected by the members in the General Body.
- iv) Three (3) persons to be co-opted by the Board amongst the Social Workers of eminence, professional experts in the field of handicapped, academicians and educationalists.

Provided always that the Board shall act, notwithstanding any vacancy therein or any defects in its constitution and no act of the Board shall be invalid by reason only of the existence of any vacancy among its Members.

b) Chairman

The Chairman of the Board of Governors shall be Dr. P. Hanumantha Rao, thereafter Dr. P. Nirmala Rao and they shall hold office of Chairmanship for their life unless they resign on their own accord. In the event of none of the aforesaid persons being available to hold the post of Chairman of the society the then existing founder members shall choose from among themselves any person to be the chairman of the society for such period as they may decide. The Chairman shall have overall control of the administration and affairs of the society and shall preside over all the meetings.

c) The Term of the Board

The term of the office of a Member of the Board shall be three years. On expiry of the term he/she will however be eligible for re-election/ re-co-option/ renomination.

Article - VII

POWERS AND FUNCTIONS OF THE BOARD

The Board shall be responsible for the management and administration of the affairs of the society in accordance with this memorandum of Association and towards this end the Board shall have all the necessary powers. Without prejudice to the generality of the powers conferred above the Board shall have the following powers:

- i) To convene all meetings of the Society;
- ii) To prepare and execute schemes, plans and programmes for the furtherance of objectives of the society, including constituting various committees, such as advisory and academic committees that may be deemed fit by the Board;
- iii) To appoint committees for disposal of any business of the Society or to advise in any matter pertaining to the affairs or furtherance of the objectives of the Society;
- iv) To appoint such staff and employees as may be required for the management of the affairs of the society and to regulate their terms of employment and conditions of service;
- v) To enter into any agreement, contract including collaboration agreements with any society or with any person or organisation as the case may be, for such purpose and on such terms and conditions as may be necessary for the furtherance of the objectives of the society;
- vi) To receive, to have custody of and to expand the funds of the Society and to manage the properties of the Society;
- vii) To invest the funds of the Society in such manner as it deems fit for achieving and attaining the objectives of the society, subject to Article X;

- viii) To take on lease, exchange, hire, purchase, hold use and take possession of any personal or real properties for the use and purpose of the Society and to sell, lease, mortgage, alienate or dispose off, for the purpose for which the Society is formed;
- ix) To receive property by gift, demise or bequeath and otherwise acquire and hold property real or personal, including shares and stocks, bonds and securities;
- x) To solicit and enlist financial aid and assistance for the attainment of the objects of the Society;
- xi) To borrow or raise money for the purpose of the Society with or without security on such terms and conditions as it deems fit;
- xii) To draw, accept endorse and deal with bills of exchange, promissory note and other negotiable instruments;
- xiii) To delegate such of its powers or authorities to the Director or such other person to be an attorney of the Society for such period and subject to such conditions as the Board may think it fit from time to time;
- xiv) To institute, conduct, defend, compound or to abandon any legal proceedings by or against the Society or its Board Members or Offices or otherwise concerning the affairs of society;
- xv) To maintain and act as trustees or appoint trustees for provident fund or any fund for the support or relief or maintenance of the employees or class of employees of the Society, whether full time or part time or their descendants or any other persons or class of persons;
- xvi) To run, administer the units of the Society under any name and style as approved;
- xvii) To make contribution to maintain provident or any other fund for the benefit of the persons aforesaid and pay premium for the purpose of provisions for any such gratuity, fund or allowance;
- xviii) To approve capital and revenue budgets of the Society;
- xix) To appoint qualified Chartered Accountant or a firm of Chartered Accountants as the Auditor of the Society and fix his/their remuneration;
- xx) To appoint sub committees whenever necessary for any specified task/ assignments etc.

xxi) To make, adopt & vary from time to time these Rules & Regulations for any purpose connected with management and administration of the affairs of the Society and for furtherance of its objects and in particular to make, adopt and vary from time to time rules and bye laws for conducting business of the Board and committees that may be appointed by it for delegation of its powers for fixing quorum and for co-option. The power conferred in this clause shall be subject to Articles XV thereof. The Board, in its sole direction, may delegate any of the powers to the Director of the Society, with or without restrictions.

e) Meeting of the Board

The Board shall meet once in every three calendar months. Three members of the Board shall form quorum for holding a meeting of the Board. The Members of the Board shall be reimbursed for all the expenses incurred in connection with attending such meetings.

f) Disqualification of the Member

A member of the Board will be disqualified;

- i) if he tenders his resignation in writing, or
- ii) if he fails to attend three consecutive meetings of the Board without leave of absence or
- iii) for any other reason like insanity/insolvency etc. as may be determined by the Board.

a) Research Advisory Council

An exclusive body of members shall be constituted by the Governing Body as a Research Advisory Council (RAC) for the Registered Society. The term for members in the duly constituted RAC shall exist for a period as deemed fit and necessary by the members of the Governing Body. The powers and functions of the Members in the Advisory Council of Sweekaar Academy of Rehabilitation Sciences shall be as follows.

- i) To hold regular meetings as and when felt necessary to be convened by the Founder & Honorary Chairman.
- ii) To plan, propose, guide and monitor execution of research programmes undertaken in the area of disability and impairments by Sweekaar Academy of Rehabilitation Sciences.
- iii) To appoint sub-committees as and when deemed necessary to go into any specific task/objective regarding specific research activities undertaken by the Institute.

- iv) To evaluate dissemination of results achieved through various research activities carried out in the Institute.
- v) To periodically bring back the research developments undertaken by the Institute or its staff to the notice of Members in the Governing Body of Sweekaar Academy of Rehabilitation Sciences.
- vi) To audit the to know how, premium or royalty fees levied on research prospects etc. , are remitted into the Society for furthering research.

Article - VIII

1. Director

The Board may appoint a Director who shall be the full time executive of the Society.

2. Responsibilities and Powers of the Director

- a) The Director shall be responsible for the overall performance of the Society and the fulfillment of the objectives set by the Board;
- b) The Director shall prescribe the duties of all other officers and staff and shall **exercise** supervisory and disciplinary control over the activities and functions of the society;
- c) Subject to delegation of power by the Board in that behalf, the Director shall enter into contracts for purchase of property, equipment and establish office/offices and employ such persons and on such terms as may be necessary.

Article -IX

SEAL: The Governing Body shall provide a common Seal for the purpose of the Society and shall be kept under the custody and control of the Founder & Honorary Chairman of the Society. The Seal of the society shall not be affixed to any document unless approved by the Governing Body.

Article - X : ACCOUNTS AND FUNDS

1. Accounting Year

The accounting year of the Society shall be from 1st April to 31st March of every year.

2. Funds

The funds of the society shall be spent only for attainment of the objects of the Society and no portion thereof shall be either directly or indirectly transferred or paid to any of the members provided that any member performing any professional work for and on behalf of the society may be paid for rendering such professional services.

3. Power to operate Bank accounts

Any two members of the Board or any other officer/officers along with the member of the Board authorised by the Board of Governors shall open Bank accounts, operate, withdraw or accept or make orders for payment and all other negotiable instruments.

4. The surplus funds of the Society shall be invested/deposited in accordance with the provisions of Sec 11(5) of the income Tax Act 1961.

Article - XI :GENERAL BODY

1. The General Body shall consist, of the Members whose names are included in the Register of members of the Society.

a)Meetings of the General Body

The General Body Meeting whether Annual or Extra-ordinary shall be called by the Board after giving at least TWENTY ONE days clear notice to the Members in that behalf. The Annual General Body Meeting shall be held once in every calendar year ensuring that:-

- i) the interval between two Annual General Body Meetings shall not exceed 15 months and
- ii) the Annual General Body Meeting shall be held within six months from the date of closing of accounts.

b) Place of Meeting

The Meeting of the General Body Shall be held in the City in which the Office of the Society is situated.

c) Quorum

The quorum for General Body Meeting whether Annual or EXTRAORDINARY SHALL be half of the General Body members.

d) Business of the Annual General Body Meeting

The following business shall be transacted in an Annual General Body Meeting:-

- i) To receive and approve the Report of the Board of Governors.
- ii) To receive and adopt the audited Annual Accounts.
- iii) Approval of appointment and remuneration of Auditors.
- iv) Consideration of all such other matters of business on the agenda. No business other than the above shall be discussed in the Meeting except with the permission of the Chairman of the Meeting.

Article - XII: AMENDMENTS

No alteration, amendment or extension shall be made in the purpose of the Society or the Memorandum of Association of the Society nor shall it be amalgamated with any other Society unless it is voted by two thirds of the members present at a General Body meeting convened for this purpose.

Article - XIII

The society may use and be used in the name of such persons as may be appointed by the Governing Body when the occasion arises.

Article - XIV: DISSOLUTION

1. Dissolution of Society.

This Society may be dissolved if two thirds Members present at a meeting convened for the purpose vote for such dissolution and the time when the Society is to be dissolved and the method to be followed for the disposal and settlement of the Societys property and debts shall also be determined. Confirmation of the dissolution shall be by two thirds of the members.

2. Appropriation of Property.

If upon the dissolution of the Society as aforesaid there shall remain after satisfaction of all its debts any property, the same shall not be paid to all or any of the members of the Society but shall be given to some other Society/Trust/Institution having similar or identical objects as to that of the Society and which was registered under Sec. 12A of the income Tax Act 1961 and shall not be repugnant to the provisions of the Section 80G of the Income Tax Act and so determined by a majority of votes of the members present at a meeting to resolve the dissolution.

Article - XV: INDEMNITY

The members of the Board and other officers, employees of the Society shall be indemnified by the Society against any liability and it shall be the duty of Board to pay out of the funds of the Society all costs and losses any expenses including traveling expenses which may be incurred by the officers and employees of the Society whilst discharging their duties

AMENDMENT ONE

The first amendment in this document was undertaken on 23rd September, 1992, after obtaining two thirds majority voting from Members present at a General Body Meeting convened for the said purpose. The contents of the Amendment involve change of nomenclature of the Society from 'THE HYDERABAD SPECIAL SCHOOL FOR CHILDREN IN NEED OF SPECIAL CARE' as previously registered on the 9th day of March, 1977, under the Andhra Pradesh (Telangana Area) public Societies Registration Act, 1350 Fasli, at the Office of the Registrar of Societies, Hyderabad, vide their certificate of Registration bearing Nos. 223 of 1977 to 'SWEETKAAR REHABILITATION INSTITUTE FOR HANDICAPPED' as their new name w.e.f. the 23rd day of September, 1992 issued under the Seal of Registrar of Societies, Andhra Pradesh, Hyderabad.

The term "Society" appearing hitherto in the Memorandum & Articles of Association and meaning "THE HYDERABAD SPECIAL SCHOOL FOR CHILDREN IN NEED OF SPECIAL CARE" hereafter mean "SWEETKAAR REHABILITATION INSTITUTE FOR HANDICAPPED". A copy of the certificate of incorporation with alteration of name is enclosed as Appendix-1.

(ISSUED FOR AND ON BEHALF OF GENERAL BODY MEMBERS)

s/-

Dr . P . HANUMANTHA RAO
Founder & Honorary Chairman
For & on behalf of
General Body Members

Witness:

s/-

1. Shri. Ramanjaneyulu

s/-

2. Shri. Pratap Reddy

APPENDIX - I

SEAL
OFFICE OF THE REGISTRAR OF SOCIETIES
HYDERABAD
CERTIFICATE OF REGISTRATION
NO. 223 OF 1977

I hereby certify that "THE HYDERABAD SPECIAL SCHOOL FOR CHILDREN IN NEED OF SPECIAL CARE" is this day registered under the Andhra Pradesh (Telangana Area) Public Societies Registration Act, 1350 Fasli (Article 1 of 1350 Fasli).

Given under my hand and seal at Hyderabad this the 9th day of March, One Thousand Nine Hundred and Seventy Seven.

SEAL

Sd/-
Registrar of Societies, A.P.,
Hyderabad

The Society name has been changed as "SWEETKAAR, REHABILITATION INSTITUTE FOR HANDICAPPED" on 23-09-1992.

SEAL

Sd/-
Registrar of Societies, A.P.,
Hyderabad

AMENDMENT TWO

Following the proceedings of Meetings with the members in General Body held on 4th October, 1993 and consequent to obtaining more than two thirds majority voting, it was resolved to enact an amendment in the Articles of Association so as to enable the reconstitution of the structure and functioning of the governing body. The amendment agreed upon by the esteemed members involved rephrasing the Objects Clause and some of the clauses especially with regard to clauses 6 (a to d, 7, 8 (a to e, 9 and 10 (a to f, which is replaced by the amended article VI along with their inserted clauses.

It was further resolved to enact an amendment in the Articles of Association, so as to rephrase the Object Clause and also to formulate an exclusive body of members to be constituted as Research Advisory Council (RAC) for the Registered Society.

A Copy of the Certificate of alteration in Memorandum and Articles of Association pertaining to the above amendments and thereafter duly incorporated at Registrar of Societies is given in Appendix -2.

List of Members of Governing Body and Advisory Council are given in Appendix - 3 and 4.

(ISSUED FOR AND ON BEHALF OF GENERAL BODY MEMBERS)

Sd/-

Dr. P. HANUMANTHA RAO
Founder & Honorary Chairman
For & on behalf of
General Body Members

Witness:

Sd/-

1. Shri. G.M.B. Swamy

Sd/-

2. Dr. S. Venkatesan

APPENDIX - 2

GOVERNMENT OF ANDHRA PRADESH
REGISTRATION AND STAMPS DEPARTMENT

From
The Registrar of Societies
Near Exhibition Grounds,
Andhra Pradesh
Hyderabad

To
The Hony. Chairman
Sweekaar Rehabilitation
Institute for Handicapped
Upkaar Circle, Picket,
Secunderabad - 3.

LETTER NO. SOC. 2/835/93 DATED 11-11-93

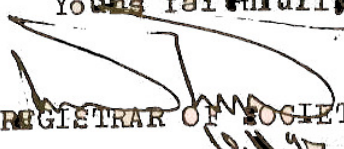
Sir,

Sub:- Society filing of Amendment - Regarding

Ref:- Your Letter No. SRIH/Amendment/dt 4-11-93.

I write to inform you that the Amendment filed by you has been taken on record on 10-11-93.



Yours faithfully,

REGISTRAR OF SOCIETIES.
10.11.93