

**MEMORANDUM OF ASSOCIATION
AND
RULES
OF
APO (ASIAN PRODUCTIVITY ORGANISATION)
SOCIETY FOR BANGLADESH**

I. NAME :

The name of the Society shall be APO Society for Bangladesh (hereinafter referred to as the Society).

II. ADDRESS :

The Registered Head office of the Society shall be situated at Dhaka. The Branch office/offices may be opened in each Division/District/Thana or in any place of the country and overseas. Branches may be opened in any country as may be decided time to time by the executive committee in its meeting.

III. TYPE OF SOCIETY :

The Society is a voluntary, non-profit making and non-political organisation and also can work as NGO by receiving funds from donars/donar agencies at home and abroad to implement projects undertaken by the Society.

IV. OFFICIAL YEAR :

The official year of the Society shall be from 1st January to 31st December.

V. OBJECTIVE :

The objective of the Society is to propagate the concept and spread the message of productivity with a view to help accelerate economic development of Bangladesh. The Society also can undertake any other project/projects for promoting economic activities including development of HRD, TQC, Research work etc as may be deem fit by the executive committee from time to time.

VI. ACTIVITIES :

The Society seeks to realise its objective by :

1. Promoting fraternity among the ex-participants of APO (Asian Productivity Organization) programmes from Bangladesh and to help each other in updating and up-grading their know-how on productivity through appropriate professional and other activities.
2. Organising appropriate programmes with a view to provide the multiplier effect out of the APO sponsored projects which the members attended.
3. Diffusing useful knowledge of productivity among the members of the society.
4. Developing and publishing books, journals, folders, brochures, publicity materials on productivity to be used for different levels of productivity education and practice.
5. Extending necessary cooperation and assistance to APO in organising and implementing its programmes in Bangladesh.

6. Uniting the ex-participants of APO in Bangladesh into a bond of friendship, fellow filling and responsibility towards one another.
 7. Developing relationship with similar APO Societies of member countries.
 8. Arranging renowned experts and lecturers through APO to give talks on productivity at Society's is functions and events.
 9. Acquiring from the APO printed and audio-visual materials on productivity skills and techniques.
 10. Listing qualified members in the APO Roster of Experts.
 11. Soliciting participation of special APO,s is projects.
 12. Organising appropriate social activities.
 13. Arranging on lease, or in exchange, or allotment, or otherwise acquire, erect, maintain, equip, construct, renovate movable or immovable property including land, building and equipment for the purpose of the Society.
 14. Receiving subscription, donation from the members of the Society and outsiders and to accept any donation, gift, contribution towards promoting the objectives of the Society. Society may receive any foreign donation, gift, etc. under the existing foreign Donation (Voluntary Activities) Regulations Ordinance 1978.
 15. Acquiring and maintaining a suitable office for conducting the functions of the Society and meeting of the members.
 16. Organising all such other things as may be incidental or conducive to the attainment of the objectives of the Society.
- VII. The income and property of the Society shall be applied solely towards the promotion of the objectives of the Society as set-forth in the Memorandum of Society and no portion there of shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise to the members of the society.
- VIII. We the several persons whose names and addresses are subscribed hereto, are desirous of being formed into a Society in pursuance of this Memorandum of Association.

Sl. #	Name	Address	Designation
1.	xyz	xyz	xyz
2.	xyz	xyz	xyz

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RULES OF APO SOCIETY FOR BANGLADESH

I. The society shall have the following categories of membership

1. GENERAL MEMBER :

Bangladeshi participants of APO Programmes shall be eligible to become General Members of the Society.

2. LIFE MEMBER :

A member may become a life member by paying the necessary fees.

3. ASSOCIATE MEMBER :

Bangladesh trained in Bangladesh by the Society shall be eligible to become an Associate Member of the Society.

4. HONORARY MEMBER :

Honorary Membership may be accorded by the Society to any person of Eminence, Association, Society or Corporation engaged in promotion of productivity within and outside Bangladesh.

5. ADVISORY BOARD :

An advisory board may be formed consisting of not more than 9 (nine) members.

II. TERRITORY

The territorial jurisdiction of Society shall be all over Bangladesh. The Participants of APO programmes in a particular area of the country may come forward to form a chapter of the Society.

III. PRIVILEGES AND OBLIGATIONS OF MEMBERS

1. Members shall abide by the rules of the Society and exert all efforts for healthy growth of the Society.
2. Members shall be entitled to participate in all activities of the Society unless otherwise specified.
3. Only the Members shall have the right to vote or become members of the Executive Committee of the Society.
4. Any Special Committee may be formed by the Executive Committee for specific purpose with members of any category.
5. All members shall enjoy the privileges and benefits of the society.
6. It shall be the duty of every member to support the society financially by paying the Annual Membership Fee and for any other obligations which may be imperative in the pursuit of its objectives, provided that such obligations shall be approved by the executive Committee/General Body.

IV. MEMBERSHIP FEE AND DONATION

1. There shall be an admission fee of Taka 100/- (Taka one hundred) only payable only once for all members except honorary members. For membership it will be required to apply in the prescribed application form along with documentary evidence showing eligibility to become General Member or Associate Member of the Society.
2. General Members shall pay an Annual Membership fee of Tk. 200/- (Taka Two hundred) only. A General member may become a LIFE MEMBER on payment of Tk. 2000/- (Taka Two thousand) only at a time.
3. Associate members shall pay an Annual Membership fee of Tk. 100/- (Taka One hundred) only.
4. Annual membership is valid for one year from January and should be renewed before the end of February of the following year. Any body joining the Society as a new member after 31st October on any given year will receive all membership privileges for the remainder of that year and the following twelve months for the price of one annual subscription.
5. No membership fee, or part there of, shall be refundable to any person for any reason whatsoever.
6. A member shall not be eligible to cast vote and seek election of the Executive Committee without clearing the payment of the membership fee. Non-payment of fees for consecutive two years shall result into the cancellation of membership.
7. The Society shall be eligible to receive donation from any person or organisation with approval of the Executive Committee/General Body.

V. ORGANISATION

1. The organisation shall consist of a 41 members Executive Committee as detailed below:

President	1
Vice Presidents	5
(The Director NPO will hold one post of VP as Ex-officio member)	
Secretary General	1
Joint Secretary General	2
Finance Secretary	1
Organising Secretary	1
Information & Publicity Secretary	1
Seminar & Symposia Secretary	1
Cultural Secretary	1
International Affairs Secretary	1
Women Affairs Secretary	1
Committee Members	25
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2. The tenure of the Executive Committee shall be for a period of 2 (Two) official years.

VI. ELECTION

1. The election of the Executive Committee shall be held not exceeding 90 (Ninety) days after the expiring of the tenure of existing committee.
2. A clear notice of 14 days shall be served by the Secretary General to all members of the Society to hold the election.
3. The Executive Committee shall nominate an Election Commission consisting of 3 Members with one of them as Chief Election Commissioner for conducting election. The Election Commission shall be formed at least one (1) month before the date of election and the members of the Election Commission shall not be eligible to contest in the election. The Executive Committee shall frame election rules consistent with the constitution of the Society.
4. The Election Commissioner shall conduct the Election either by secret ballot or by open general consensus.
5. The President, the Secretary General and the Finance Secretary shall be stationed at Dhaka.
6. In the event of any vacancy in the executive committee, the executive committee shall co-opt any member to fill up in the vacancy.

VII. DUTIES OF THE MEMBERS OF THE EXECUTIVE COMMITTEE

1. President :

- i) The president shall guide the Society in all of its activity.
- ii) The President shall preside over all meetings of the Society. In case of absence or inability of the President, one of the Vice-Presidents will take the chair. In case of absence or inability of the President and the Vice-Presidents, a member elected by those present will take the Chair.
- iii) The President shall consult with the Members of the Executive Committee in determining the policy matters of the Society.
- iv) The President shall have a casting vote.

2. Vice-Presidents :

- i) Vice-Presidents shall assist the President in the performance of his/her duties and act for the President during his/her absence.

3. Secretary General :

- i) The Secretary General shall keep all records of the Society and shall help and co-ordinate works with other Secretaries and Committee Constituted by the Executive Committee.
- ii) The Secretary General shall issue the Notice for any Executive Committee Meeting/General Meeting of the Society (with consent of the President) and shall keep accurate minutes of all such meetings.

4. Joint Secretary Generals :

- i) The joint Secretaries shall assist the Secretary General in the performance of his/her duties and act for the Secretary General during his/her absence.

5. Finance Secretary :

- i) The Finance Secretary shall maintain all financial records of the Society.
- ii) The Finance Secretary shall collect the membership fees and other fees from the members of the Society.
- iii) The Finance Secretary shall prepare and present the Financial Statement in the Executive Committee Meeting/General Meeting of the Society.
- iv) The Finance Secretary shall certify and sign all receipts and vouchers.
- v) The Finance Secretary shall jointly operate Bank Accounts of the Society with the president or Secretary General.

6. Organising Secretary, Information & Publicity Secretary, Seminar & Symposia Secretary, Cultural Secretary, International Affairs Secretary, Women Affairs Secretary :

- i) The Secretary of the respective position shall perform their activities as decided by the executive committee of the Society.

7. Committee Members :

- i) The Committee members shall cooperate with other office bearers of the Society in promoting all activities of the Society.

VIII. GENERAL MEETING

1. General Meeting shall be held once a year. A notice of 14 days shall be served to this effect.
2. The agenda of the General Meeting shall be decided by the Executive Committee. Any member may request the Executive Committee for inclusion of any item of general interest in the agenda for a General Meeting.
3. The following business shall be transacted at the Annual General Meeting.
 - a) Confirmation of the minutes of the last General Meeting.
 - b) Presentation and confirmation of the Annual Report of the Society.
 - c) Presentation and confirmation of duly audited statements of Accounts and passing the budget for the ensuing year.
 - d) Appointment of Auditor for the ensuing year and fix their remuneration.
 - e) Announcement of office bearers elected to the Executive Committee.
4. Fifty Members of the Society shall form the quorum of the General Meeting. In the absence of a quorum, the meeting shall stand adjourned and shall be recalled on the same day of the following week and may proceed even without a quorum.
5. Extra-ordinary General Meeting may be called at any time with approval of the Executive Committee to transact any important and urgent matter by serving a notice of 7 days for the purpose.

IX. EXECUTIVE COMMITTEE MEETING

1. The Executive Committee meeting shall be held at least once in two months for which a notice of 7 days shall be required.
2. 7 (Seven) Members of the Executive Committee present shall form the quorum for the meeting. All decisions shall be carried out by simple majority. In case of a tie, the Chairman shall have the casting vote.
3. In the absence of a quorum, the meeting shall stand adjourned and be reconvened within a week and shall proceed even without a quorum.
4. Extra-Ordinary/Emergency Executive Committee Meeting may be called by the President/Secretary General with a 24-hour or shorter notice to transact any emergency matter. The quorum of such meeting shall be of 7 (Seven) members of the Executive Committee.

X. FINANCIAL POWER

Society shall maintain Bank Accounts and such accounts shall be operated under the joint signatures of the Finance Secretary and the President/Secretary General.

The Finance Secretary together with the President/Secretary General shall have the power to spend maximum of Tk. 5000/- (Taka Five thousand) only at a time without prior approval of the Executive Committee. Accounts for any such expenditure shall have to be placed in the next Executive Committee meeting for the approval.

XI. AMENDMENTS

The constitution of the Society may be repealed, amended or added to by the two thirds majority of the general body in an extra-ordinary General Meeting which shall be specifically convened with notice of at least 14 days.

XII. GENERAL

1. Resignation :

- Any member who wishes to resign his/her membership shall give to the Secretary General a notice in writing to that effect along with the payment of all outstanding dues.
2. Any member may be disqualified from the Society by two thirds vote of all regular Members present for any violation of the rules or for actions detrimental to the good name of the Society in an extraordinary General meeting called for the purpose.
3. A member of the Executive Committee remaining absent without any valid reason for the three consecutive meetings, shall disqualify himself/herself to act as a member of the Executive Committee.
4. A member of the Executive Committee may be suspended by two third vote of the Executive Committee Members for culpable violation of the rules, inefficiency or negligence of duty or impairing the prestige of the Society in a meeting called for the purpose on demand of majority of the Executive Committee Members. Such case shall be referred to the next General Meeting for cancellation of his/her membership.

5. The Society shall not indulge in any political activities or allow its fund and/or premises to be used for political purpose.
6. The Executive committee shall have the power to frame any other Rules or by-laws of the Society from time to time if it become necessary.

7. Dissolution :

1. The Society shall not be dissolved except by a resolution of two third Members of the General Body in an Extra-ordinary general Meeting.
2. Upon the dissolution of the Society, the remaining assets shall go to some other association/society having objectives similar to the objectives of the Society or to some charitable organisation.