

EMBLEM OF THE
INSTITUTE

Indian Institute of Management Society
— Tiruchirappalli

Memorandum of Association

And

Rules

Indian Institute of Management
Suriyur Village, Tiruchirappalli Taluk and District,
Tamil Nadu



Form No. II

(See Rule-8 Of the TamilNadu Societies Registration Rules,1978)

**Certificate Of Registration Under Sec 10 Of The Tamil Nadu Societies Registration Act,1975
(Tamil Nadu Act 27 Of 1975)**

CERTIFICATE OF REGISTRATION OF SOCIETIES

Sl.No. : 60/2010

I hereby Certify that

**INDIAN INSTITUTE OF MANAGEMENT SOCIETY TIRUCHIRAPALLI
TAMILNADU**

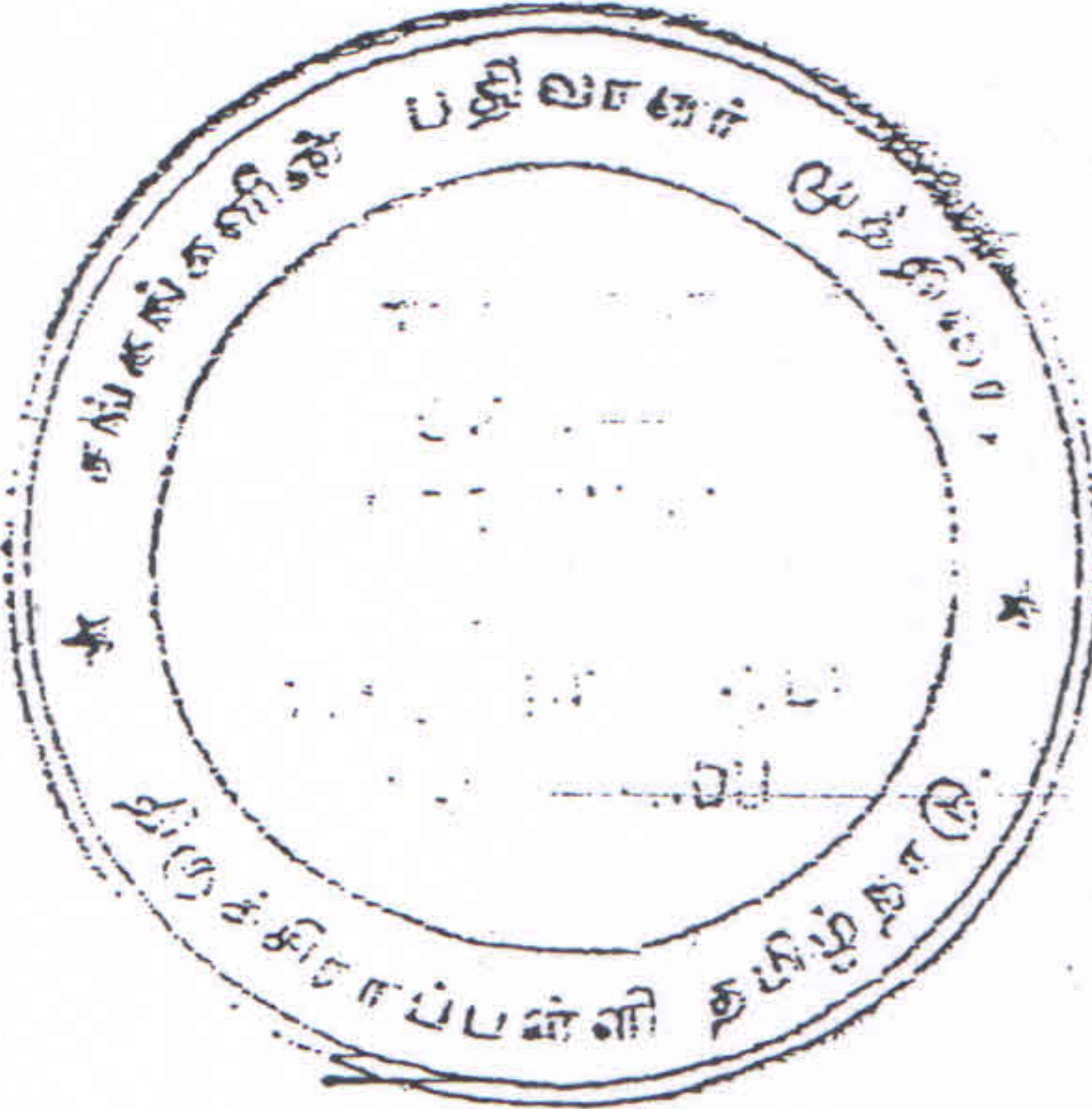
(name of the Society)has been Registered Under The Tamil Nadu Societies Registration Act,1975

(Tamil Nadu Act 27 of 1975) given under my hand at **TRICHY**

this 24 th day of March (month) 2010 (year)

Seal :

Station



Signature of the Registrar

REGISTRAR OF SOCIETIES

TRICHIRAPALLI:

(Asst. IG. of Regn.)

Indian Institute of Management Society

Tiruchirappalli (Tamil Nadu)

MEMORANDUM OF ASSOCIATION

In the matter of Societies Registration Act for the Registration of....., and

In the matter of the Indian Institute of Management Society, Tiruchirappalli (Tamil Nadu) hereinafter referred to as the Society.

MEMORANDUM OF ASSOCIATION

1. (i) The name of the Society is the Indian Institute of Management Society, Tiruchirappalli (Tamil Nadu).

(ii) The Registered Office of the Society shall be situated at Suriyur Village, Tiruchirappalli Taluk and District, Tamil Nadu.

2. In this Memorandum and the Rules made thereunder unless the context otherwise requires:

(a) "Institute" shall mean the Indian Institute of Management.

(b) "Society" shall mean the Indian Institute of Management Society.

(c) "Central Government" shall mean the Government of India.

(d) "State Government" shall mean the Government of Tamil Nadu.

3. The objects for which the Society is established are:-

(i) To establish and to carry on the administration and management of the Indian Institute of Management.

The functions of the Society shall be:-

(a) To serve the needs of business and industry, through programmes and activities developed to:

(i) Provide a steady stream of professionally competent and value-oriented management graduates;

(ii) Strengthen existing Management processes through continuing education programmes;




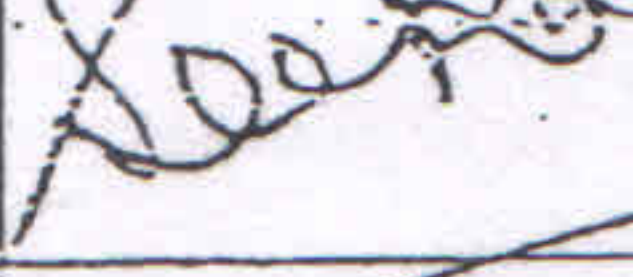
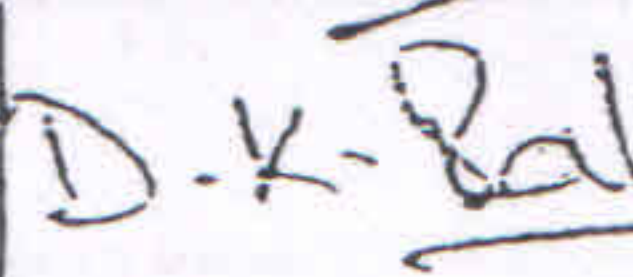
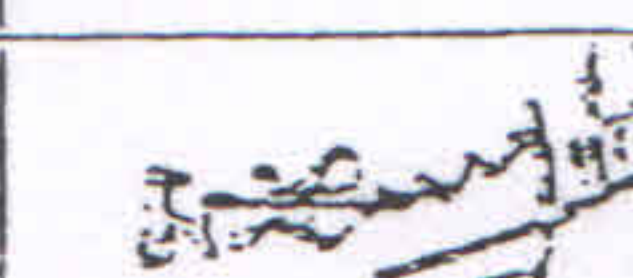

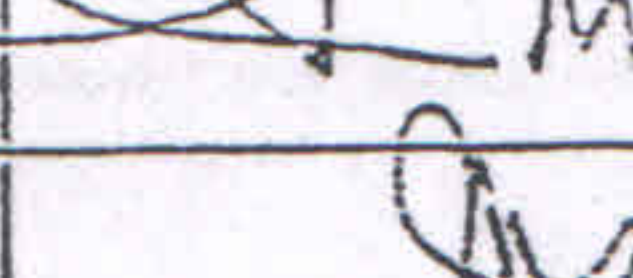
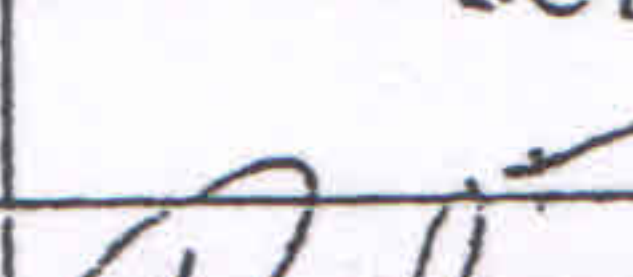
(iii) Contribute to national and regional policy making and to management literature;

- (iv) Assist in quality improvement efforts of educational institutions, especially schools of management in the concerned region.
- (b) To award diplomas, certificates and other distinctions to candidates trained, and to prescribe standards of proficiency before the award of such diplomas, certificates and other distinctions.
- (c) To meet the needs of Indian Industry and Commerce in respect of latest information on Management through research and publication of Indian Management literature with particular reference to administrative programmes of business enterprises in the country;
- (d) To assist, institute and carry out research into matters concerning the use of Management and allied techniques and methods conducive to the importance of productivity.
- (e) To institute and award fellowships, scholarships, prizes and medals in accordance with the Rules and Bye-laws;
- (f) To confer honorary awards and other distinctions;
- (g) To fix and demand such fees and other charges as may be laid down in the Bye-laws made under the Rules of the Society;
- (h) To establish, maintain and manage halls and hostels for the residence of students;
- (i) To create administrative, technical and ministerial and other posts under the Society other than the post of Director of the Institute and to make appointments thereto provided that the posts so created are in the cadre and scales of pay as approved by the Central Government from time to time. The appointment to the post of Director shall be made according to such procedures and on such terms and conditions as may be decided by the Central Government;
- (j) To co-operate with educational or other institutions in any part of the world having objects wholly or partly similar to those of the Society by exchange of teachers, scholars and generally in such manner as may be conducive to their common objects; and
 - (i) To create patronship, affiliation and other classes of professional or honorary or technical membership or office as the Society may consider necessary.
 - (ii) To make Rules and Bye-laws for the conduct of the affairs of the Society and to add, to amend, vary or rescind them from time to time, with the approval of the Central Government;
 - (iii) To acquire and hold property, provided that the prior approval of the Central Government is obtained for acquisition of immovable property;
 - (iv) To deal with any property belonging to or vested in the Society in such manner as the Society may deem fit for advancing its objects, provided that prior approval of the Central Government is obtained for transfer of any immovable property;
 - (v) To maintain a Fund to which shall be credited:
 - (a) All moneys provided by the Central and the State Governments;

- (b) All fees and other charges received by the Society;
- (c) All moneys received by the Society by way of grants, gifts, donations, benefactions, bequests or transfers; and
- (d) All moneys received by the Society in any other manner or from any other sources.
- (vi) To deposit all moneys credited to the Fund in such Banks or to invest them in such manner as the Society may, with the approval of the Central Government, decide;
- (vii) To meet the expenses of the Society including expenses incurred in the exercise of its powers and discharge of its functions out of the Fund;
- (viii) To prepare and maintain accounts and other relevant records and to prepare an annual statement of accounts including the balance sheet of the Society in such forms as may be prescribed by the Central Government in consultation with the Accountant General, Chennai;
- (ix) To forward annually to the Central Government the accounts of the Society as certified by the Comptroller and Auditor General of India or any other authority as may be decided by the Central Government;
- (x) To do all such things as may be necessary, incidental or conducive to the attainment of all or any of the objects of the Society;
- (xi) To constitute such Committee or Committees as it may deem fit for the disposal of any business of the Institute or for tendering advice in any matter pertaining to the Institute;
- (xii) To delegate any of its powers to the Board of Governors of the Institute or any of the Committee or Committees constituted by it
- (xiii) To invest surplus research funds not needed for immediate research work in nationalized banks or Government securities or in other forms specifically approved by the Ministry of Science and Technology.
4. (i) The Institute shall be open to the persons of either sex, and of whatever race, creed, caste or class, and no test or condition shall be imposed as to religious belief or profession in admitting students or appointing members, teachers and other staff of the Institute.
- (ii) No benefaction shall be accepted by the Society which, in its opinion, involves condition of obligations opposed to the spirit and object of this paragraph.
5. The Central Government in consultation with the State Government may at any time appoint one or more persons to review the work and progress of the Society or the Institute and to hold an enquiry into the affairs thereof and to report thereon, in such manner as the Central Government may stipulate. Upon receipt of any such report, the Central Government may take such action and issue such directions as it may consider necessary in respect of any of the matters dealt with in the report regarding the Society or the Institute, as the case may be, and the Society shall be bound to comply with such directions.
6. In case the Central Government is satisfied that the Society or the Institute is not functioning properly, the Central Government shall have the power to take over the administration and assets of the Institute.

7. If, on winding up or dissolution of the Society, there shall remain, after satisfaction of all its debts and liabilities, any assets and property whatsoever, the same shall not be paid to or distributed among the members of the Society or any of them but shall be dealt with in such manner as the Central Government, in consultation with the State Government, may determine.

8. The names, address and occupations of the first Members of the Governing Body of the Society to which, by the Rules and Bye-laws of the Society, the management of its affairs is entrusted, are:

Sr. No.	Name and Address	Occupation	Signature
1.	Ms. Anshu Vaish, Department of Higher Education, Ministry of HRD, Shastri Bhawan, New Delhi - 110 115.	Secretary to the Government of India.	
2.	Thiru K.S.Sripathi, Government of Tamil Nadu.	Chief Secretary.	
3.	Dr. Seyed E. Hasnain, Hyderabad University.	Vice Chancellor.	
4.	Shri. S. K. Ray, Department of Higher Education, Ministry of HRD, Shastri Bhawan, New Delhi - 110 115.	Additional Secretary & Financial Advisor (HRD).	
5.	Dr. D. K. Paliwal, Department of Higher Education, Ministry of HRD, Shastri Bhawan, New Delhi - 110 115.	DEA (DL) / Member Secretary, AICTE.	
6.	Thiru K. Ganesan, Principal Secretary, Government of Tamil Nadu.	Principal Secretary.	
7.	Shri Ashok Thakur, Department of Higher Education, Ministry of HRD, Shastri Bhawan, New Delhi - 110 115.	Additional Secretary.	
8.	Shri Sunil Kumar, Department of Higher Education, Ministry of HRD, Shastri Bhawan, New Delhi - 110 115.	Joint Secretary to the Govt. of India	
9.	Ms. Rashmi Chowdhary, Department of Higher Education, Ministry of HRD, Shastri Bhawan, New Delhi - 110 115.	Director (Management)	

Copy of the Rules of the Society, certified to be a correct copy by Members of the Society is filed along with this Memorandum of association.

We, the several persons whose names and addresses are given below, having associated ourselves for the purpose described in the Memorandum of Association and set our several and respective hands here into and form ourselves into a Society under the Societies Registration Act, within three (3) months of the approval of the authority, the Society should be framed.

1.	Ms. Anshu Vaish, Secretary (Higher Education), Department of Higher Education, Ministry of HRD, Shastri Bhawan, New Delhi - 110 115.
2.	Thiru K.S.Sripathi, Chief Secretary, Government of Tamil Nadu.
3.	Dr. Seyed E. Hasnain, Hyderabad University.
4.	Shri. S. K. Ray, AS & FA (HRD), Department of Higher Education, Ministry of HRD, Shastri Bhawan, New Delhi - 110 115.
5.	Dr. D. K. Paliwal, DEA (DL) / Member Secretary, AICTE, Department of Higher Education, Ministry of HRD, Shastri Bhawan, New Delhi - 110 115.
6.	Thiru K. Ganesan, Principal Secretary, Government of Tamil Nadu.
7.	Shri Ashok Thakur, Additional Secretary, Department of Higher Education, Ministry of HRD, Shastri Bhawan, New Delhi - 110 115.
8.	Shri Sunil Kumar, Joint Secretary, Department of Higher Education, Ministry of HRD, Shastri Bhawan, New Delhi - 110 115.
9.	Ms. Rashmi Chowdhary, Director (Management), Department of Higher Education, Ministry of HRD, Shastri Bhawan, New Delhi - 110 115.

Indian Institute of Management *Society*

Tiruchirappalli(Tamil Nadu)

—Rules

The Registered Office of the Society shall be situated at Suriyur Village, Tiruchirappalli Taluk and District, Tamil Nadu.

2. The **Society** shall for the time being consist of the following Members:

- (1) Chairman to be appointed by the Central Government.
- (2to3) Two representatives of the Central Government, including the Financial Advisor (FA,HRD) nominated by the Department of Higher Education, Ministry of HRD, Government of India.
- (4 to7) Four representatives of Industry, Commerce, Labour and the thrust area of the Institute nominated by the Central Government.
- (8to 9) Two representatives of the State Government representing its concerned Departments.
- (10) Vice-Chancellor, Hyderabad University.
- (11) Representatives of the All-India Council for Technical Education/NCHE;
- (12) A representative of the All-India Management Association.
- (13) Representatives, of Scheduled Caste /Scheduled Tribe community, to be nominated by the Central Government.
- (14 & 15) Two Professors of the Institute nominated by the Chairman.
- (16) Director of the Institute (ex-officio Member)

Any Officer of the Institute nominated by the Board of Governors will work as Ex-officio Secretary of the Society.

3. If a Member of the Society shall change his address, he may notify to the Secretary his new address but if he fails to notify such address, his address as recorded on the rolls of the members shall be deemed to be his address.

4. The general superintendence, direction and control of the affairs of the Society and its income and property shall be vested in the Governing Body of the Society which shall be called the Board of Governors, Indian Institute of Management, Tiruchirappalli, hereinafter referred to as "The Board".

5. The Board shall be composed of the following members:

- (1) Chairman to be appointed by the Central Government
- (2 to 3) Two representatives of the Central Government, including Financial Advisor (FA,HRD) nominated by the Ministry of Human Resource Development (Department of Higher Education), Government of India.
- (4 to 7) Four representatives of Industry, Commerce, Labour and the thrust area of the Institute nominated by the Central Government.
- (8 to 9) Two representatives of the State Government representing its concerned Departments.
- (10) Vice-Chancellor, Hyderabad University.
- (11) Representative of All-India Council for Technical Education(AICTE)/NCHE.
- (12) A representative of the All India Management Association(AIMA).
- (13) Representative of Scheduled Caste/ Scheduled Tribe community, to be nominated by the Central Government.
- (14 & 15) Two Professors of the Institute to be nominated by the Chairman of the Board for two years.
- (16) A member co-opted by the BOGs from the Alumni.
- (17) Director of the Institute (ex-officio member)

6. An Officer of the Institute nominated by the Board of Governors will work as ex-officio Secretary of the Board.

- (i) Where a member of the Society or the Board becomes such member by reason of the Office he holds, his membership shall be terminated when he ceases to hold that office.
- (ii) A member of the Society or the Board representing the Central or State Government shall continue to be such member during the pleasure of the concerned Government.
- (iii) Every other member of the Society or the Board including its Chairman, but excluding the two Professors of the Institute nominated by the Chairman and the member of the General Body elected by the Society shall cease to be such member on the expiry of five years from the date of his appointment or nomination, but shall be eligible for re-appointment or re-nomination, as the case may be.
- (iv) The two Professors of the Institute nominated by the Chairman and the two members of the General Body elected by the Society shall each hold office for a period of two years from the date of nomination or election, but shall be eligible for re-nomination or re-election, as the case may be.
- (v) Should any member representing the Central or the State Government is unable to attend a meeting of the Society or the Board, he shall be at liberty to appoint or authorize a representative to take his place at that meeting of the Society or the Board and such representative shall have the rights and privileges of a member of the Society or the Board for that meeting.

7. A member of the Society or the Board shall cease to be such a member if he (a) dies or (b) resigns his membership or (c) becomes of unsound mind or (d) becomes insolvent or (e) is convicted of a criminal offence involving moral turpitude or (f) if he is removed by the Central Government in consultation with the State Government from the membership of the Society; or (g) if except in the case of the Director of the Institute, he accepts a full-time appointment in the Institute or (h) if he fails to attend three consecutive meetings of the Society or the Board without the leave of the Chairman.

8. (i) The Chairman of the Society or the Board may resign his office by a letter addressed to the Central Government and his resignation shall take effect from the date it is accepted by the Central Government.

(ii) A member of the Society or the Board (other than ex - officio member or a member representing the Central Government and the State Government) may resign office by a letter addressed to the Chairman and such resignation shall take effect from the date it is accepted by the Chairman.

9. Any casual vacancy in the Society or the Board shall be filled by the appointment or nomination of a member by the appropriate authority entitled to make such appointment or nomination and the member appointed or nominated to fill such casual vacancy shall hold office for the remainder of the term, if any, of the member in whose place he has been appointed or nominated.

10. The Society or the Board shall function notwithstanding any vacancy therein and notwithstanding any defect in the appointment or nomination of any of its members, and no act or proceedings of the Society or the Board shall be called in question merely by reason of the existence of any vacancy therein or of any defect in the appointment or nomination of any of its members.

11. (i) The Society shall meet whenever the Chairman thinks fit, provided that the Chairman shall call a meeting of the Society upon a written requisition of not less than one tenth of the total number of members.

(ii) For every meeting of the Society twenty one (21) days notice shall be given to the members.

(iii) Six members including the Chairman shall constitute a quorum at any meeting of the Society.

(iv) In case of difference of opinion amongst members, the opinion of the majority shall prevail.

(v) Each member of the Society, including the Chairman, shall have one Vote and if there be an equality of votes on any question to be determined by the Society, the Chairman shall in addition have and exercise a casting vote.

(vi) Every meeting of the Society shall be presided over by the Chairman, and, in his absence from any meeting, by a member chosen from amongst themselves by the members present at the meeting.

(vii) Any resolution, except such as may be placed before the meetings of the Society, may be adopted by circulation among all its members and any resolution so circulated and adopted by a majority of the members who have signed their approval or disapproval of such resolution shall be as effective and binding as if such resolution had been adopted at a meeting of the Society; provided that in every such case at least seven members of the Society shall have recorded their approval of the resolution.

12. Powers and functions of the Board:

The Board shall generally pursue and carry out the objects of the Society as set forth in the MoA and in doing so shall follow and implement the policy directions and guidelines laid down by the Government of India.

The Board shall exercise all administrative and financial powers of the Society including those vested or conferred on it by or under any statute subject, nevertheless in respect of expenditure, to such limitations as the Government of India, from time to time, impose.

Subject to the provision of the Memorandum of Association and these Rules and Bye-Laws framed there under, the Board shall have the powers to:

- (i) Prepare and execute detailed plans and programmes for the establishment of the Institute and to carry on its administration and management after such establishment;
- (ii) Receive grants and contributions and to have custody of the funds of the Institute, and to manage the properties of the Institute;
- (iii) Prepare the budget estimates of the Society for each year, and to sanction the expenditure within the limits of the budget as approved by the Central Government;
- (iv) Prescribe and conduct courses of study, training and research in Management and other subjects;
- (v) Prescribe rules and regulations for the admission of candidates to the various courses of study in conformity with the policy approved in this behalf by the Central Government;
- (vi) Lay down standard of proficiency to be demonstrated, before the award of diplomas, certificates and other distinctions in respect of the courses offered by the Institute;
- (vii) Institute and award fellowships, scholarships, prizes and medals;
- (vii) Provide for and supervise the residence, health, discipline and the well-being of the students and employees of the Institute;
- (ix) Create teaching, administrative, technical, ministerial and other posts Under the Institute other than the post of Director and to make appointments thereto provided that the posts so created are in the cadre and scales of pay as approved by the Central Government from time to time The appointment to the post of Director shall be made by the Board according to such procedures and on such terms and conditions as may be decided by the Central Government;
- (x) Co-operate with any other organization in the matter of education and training in Management and allied subjects;
- (xi) Enter into arrangements and contracts for and on behalf of the Institute;
- (xii) Sue and defend all legal proceedings on behalf of the Institute;
- (xiii) Appoint Committees for the disposal of any business of the Institute or for tendering advice in any matter pertaining to the Institute;

- (xiv) Delegate to such extent as it may deem necessary, any of its powers to any officer or Committee of the Board.
- (xv) Consider and pass such resolutions on the annual report, the annual accounts and the financial estimates of the Society or the Institute as it thinks fit, such annual report, annual accounts and financial estimates along with the resolutions passed thereon by the Board being submitted to the Central Government through the State Government.
- (xvi) Make, adopt, amend, vary or rescind from time to time, with the prior approval of the Central Government. Bye-laws for the regulation of, and for any purposes connected with the management and administration of the affairs of the Institute and for the furtherance of its objects.
- (Xvii) Make, adopt, amend, vary or rescind from time to time Bye-laws (a) for the conduct of the business of the Board and the Committees to be appointed by it (b) for delegation of its powers or (c) for fixing the quorum; and
- (xviii) Perform such additional functions and to carry out such duties as may from time to time be assigned to it by the Central and the State Government.

13. Meetings of the Board of Governors

- (i) The Chairman shall summon the meetings of the Board which shall ordinarily meet once in every three months. The Chairman shall decide the date of the meeting, its location and fix the agenda.
- (ii) Not less than 1 month notice shall be given for every meeting of the Board and a copy of the proceedings of every meeting shall be furnished to the Central Government as soon as practicable after the meeting.
- (iii) Every meeting of the Board shall be presided over by the Chairman and, in his absence from any meeting, by a member chosen from amongst themselves by the members present at the meeting.
- (iv) The Chairman can call an extraordinary General Meeting at a short notice of 21 days in case of emergency.
- (v) Six members of the Board including the Chairman shall constitute a quorum for any meeting of the Board.
- (vi) in case of difference of opinion amongst the members the opinion of the majority shall prevail.
- (vii) Each member of the Board including the Chairman shall have one vote and if there shall be an equality of votes on any question to be determined by the Board, the Chairman shall in addition have and exercise a casting vote.
- (viii) Any resolution, except such as may be placed before the meeting of the Board may be adopted by circulation among all its members and any resolution so circulated and adopted by a majority of the members who have signified their approval or disapproval of such resolution shall be as effective and binding as if such resolution had been passed at a meeting of the Board, provided that in every such case at least six members of the Board shall have recorded their approval of the resolution.
- (ix) A General Body Meeting shall be conducted once in a year. A prior notice of 21 days to be given regarding the venue and subject matter.

14. The Board shall by resolution delegate to the Chairman, Director, Secretary and other Officers and staff of the Board such of its powers for the conduct of the affairs of the Board as it may consider necessary or desirable.

15. Subject to the Rules and Regulations and to any orders of the Board, the Director shall be responsible for the proper administration of the Institute and for the conduct of the staff under the direction and guidance of the Board.

16. The members of the Society, Board or of any Committee appointed by the Society or the Board shall not be entitled to any remuneration from the Society or the Board, but non-official members of the Society, the Board or any Committee appointed by either of them shall be paid by the Society such travelling and daily allowance as may be provided for in the bye-laws to be made in this behalf in respect of any journeys undertaken by them for attending the meetings of the Society, the Board or the Committees as the case may be. Travelling and Daily allowance in respect of official members for the journeys undertaken by them for similar purposes, initially borne by the Central and State Governments concerned shall be reimbursed by the Institute to the Central or State Government as the case may be.

17. The Chairman shall have the power to invite any person or persons, not being members of the Board, to attend the meeting of the Board, but such invitees shall not be entitled to vote at the meeting.

18. The Annual Accounts of the Board shall be audited by the Comptroller & Auditor General of India or any other authority as may be decided by the Central Government and any expense incurred in connection therewith shall be payable by the Board.

19. Within six months after the close of every financial year, the Board shall submit to the Central Government

- (a) a report both in English and in Hindi on the working of the Institute in the previous year together with an audited statement of accounts showing the income and expenditure for the previous year.
- (b) the budget estimate for every financial year by such date as may be fixed by the Central Government.

20. Alteration of Memorandum of Association (MOA) and Rules and Regulations:

"Whenever it shall appear to the Governing body of any society registered under this act, which has been established for any particular purpose or purposes, that it is advisable to alter, extend, or abridge such to or for other purposes within the meaning of this Act, or to amalgamate such Society either wholly or partially with any other Society such Governing Body may submit the proposition to the Members of the Society in a written or printed Report, and may convene a special meeting for the consideration thereof according to the Regulations of the Society:

But no such proposition shall be carried into effect unless such report shall have been delivered or sent by post to every Member of the Society ten days previous to the special meeting convened by the Governing Body for the consideration thereof, nor unless such proposition shall have been agreed to by the Boards of three fifth's of the Members of the delivered in person or by proxy, and confirmed by the Boards of three fifth's of the Members present at a second special meeting convened by the Governing Body at an interval of one month after the formal meeting."

(Governing Body Defined :- The Governing Body of the Society shall be the governors, council, directors, committee, trustees, or other body to whom by the rules and regulations of the society the management of its affairs is entrusted.)

21. For the purpose of Section of the Societies Registration Act,, the person in whose name the Society may sue or be sued shall be the Secretary of the Society.

We, the following members of the Board of Governors (BOGs), certify that the Rules of the Society given above are a correct copy thereof:-

1. Rashmi - (RASHMI CHOWDHARY), DIRECTOR (Mgmt)
2. D. K. Paliwal - (Dr. D.K. PALIWAL), DEAN (DL) / MEMBER SECRETARY (AICTE)
3. Dr. Seyed Ehasnain
.....
VICE-CHANCELLOR, UNIVERSITY OF HYDERABAD
4. K. Ganesh , PRINCIPAL SECRETARY, Higher Education, GOVTN
