

S.No.	Name, Address, Description & Occupations of each Subscribers	Signature of each Subscriber	Signature, Name, Address, Description & Occupations of Witnesses.

Date :

(4)



THE COMPANIES ACT - 2013
(To the extent applicable)

**ARTICLES OF ASSOCIATION
OF
BAREILLY CLUB LIMITED**

(As per section 5 and Table H of Schedule I to The Companies Act - 2013)

**ARTICLES OF ASSOCIATION OF A COMPANY
LIMITED BY GUARANTEE AND NOT HAVING
SHARE CAPITAL**

Interpretation

1. (i) In these regulations —
 - (a) "the Act" means the Companies Act - 2013 read with rules amended from time to time.
 - (b) "the seal" means the common seal of the club.
 - (c) "The Bareilly Club", "Club", "Association" means the Bareilly Club Limited.
 - (d) "Annexure" means Annexure to Articles of Association of Bareilly Club Limited forming part of its Articles of Association which can be amended by special resolution passed by General meeting.
 - (e) "Board" means Board of Directors of Bareilly Club Limited.

(5)



- (f) "Secretary" includes Honorary Secretary appointed by Board.
- (g) "The family" means Members and his/her spouse, Son(s) up to the age 21 years and Daughter(s) till married and the special Children (Challenged / Handicaps) with no age bar.

(ii) Subject as hereinafter provided, the Regulations contained in Table 'H' in the Schedule I to the Companies Act - 2013 shall apply to the Company so far as they are applicable to Public Company Limited by guarantee and not having share capital as altered or amended from time to time.

Members

2. 'Member' means a person as defined in section 2(55) of the Companies Act- 2013 and as defined in ANNEXURE I, II, III & IV to the Articles of Association.

Subject to the provisions of the Companies Act - 2013 and rules made there under , the Detailed provisions regarding Extent of membership shall be as per Annexure I , Kinds of membership shall be as per Annexure II , Admission of permanent members shall be as per Annexure III and termination of membership shall be as per clause IV to the Articles of Association .

General meetings & its proceeding

3. All general meetings other than annual general meeting shall be called extraordinary general meeting.
4. The Board may, whenever it thinks fit, Call an Extraordinary General Meeting.
5. (i) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.
- (ii) Save as otherwise provided herein, the quorum for the

general meetings shall be as provided in section 103 of the Companies Act, 2013.

6. The Chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.
7. If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as Chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting.
8. If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting.

Subject to the provisions of the Companies Act - 2013 and rules made there under, the detailed provisions regarding proceedings at general meeting shall be as per Annexure V and service of notice shall be as per Annexure VI to the Articles of Association .

Adjournment of meeting

9. (i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place.
- (ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.



(iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

Voting rights

10. Every member shall have one vote.

11. A member of unsound mind, or in respect of whom an order has been made by any Court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy.

12. No member shall be entitled to vote at any general meeting unless all sums presently payable by him to the company have been paid.

13. (i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.

(ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive.

14. A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:

Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.



15. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll.

Subject to the provisions of the Companies Act - 2013 and rules made there under, the detailed provisions regarding voting by members shall be as per Annexure VII to the Articles of Association.

Board of Directors & their Proceedings

16. The Management of the affairs and concerns of the Club shall be vested in the Board of Directors consisting of a minimum of 3 and a maximum of 15 members liable to retire by rotation at the Annual General Meeting each year as per section 152 of the Act.

The Board of Directors, in addition to the powers and authorities by Statute or by these Articles expressly conferred upon them, may exercise all such powers and do all such acts and things as shall be by Statute or by these Articles of Association directed or authorised to be done by the Club as a Company, limited by guarantee, and which are not by these Articles or by Statute expressly directed to be done by the Club in General Meeting but subject nevertheless as to such acts and things as are not regulated by Statute or by these Articles of Association to such regulation or direction as may from time to time be determined upon or given at any Ordinary or Extra Ordinary General Meeting of the Club provided that no such regulation or direction shall invalidate any prior act of the Committee, which would have been valid if the regulation or direction had not been made or given.

17. Subject to the provisions of section 149 of the Act, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any

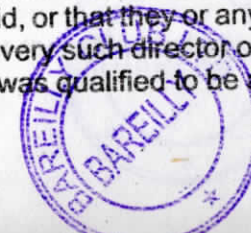


time exceed the maximum strength fixed for the Board by the articles.

18. (i) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day.
- (ii) In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by them—
- (a) in attending and returning from meetings of the Board of directors or any committee thereof or general meetings of the company; or
- (b) in connection with the business of the company.
19. (i) The Board of directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.
- (ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.
20. (i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.
- (ii) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote.
21. The continuing directors may act notwithstanding any vacancy in the Board, but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose.



22. (i) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office.
- (ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their members to be Chairperson of the meeting.
23. (i) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.
- (ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.
24. (i) A committee may elect a Chairperson of its meetings.
- (ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting.
25. (i) A committee may meet and adjourn as it thinks proper.
- (ii) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the chairman shall have a second or casting vote.
26. All acts done by any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director.



27. Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be as valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held.

Subject to the provisions of the Companies Act, 2013 and rules made there under, the detailed provisions regarding *Board of Directors & their Proceedings* shall be as per Annexure VIII to the Articles of Association.

Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer

28. Subject to the provisions of the Act,—

- (i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it thinks fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board.
- (ii) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer.

29. A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer.



APPOINTMENT, FUNCTION AND PERQUISITES OF THE SECRETARY / HONORARY SECRETARY

30. Subject to the provisions of the Act:

- (i) A Secretary may be appointed by the Board for such term, at such remuneration and upon such conditions as it thinks fit and any Secretary so appointed may be removed by means of a resolution of the Board.
- (ii) The Secretary shall look after correspondence, exercise executive authority of the Board with regard to the appointment, general control and discipline of the servant of the Club, see the general discipline of the Club itself, sign cheques and receipts subject to such limitation as the Board may decide from time to time, see fit to impose and will keep the Account and Account Books of the Club for which he shall be responsible. It should be his duty that the functioning of the Club is according to the laid down Rules of the Club and deviation from these should be expeditiously brought to the notice of the Board of Directors.

31. The Secretary shall be a permanent member of the Club and his perquisites shall be fixed by the Board of Directors from time to time.

32. ACCOUNT, PAYMENT OF BILLS AND SUBSCRIPTION shall be as per Annexure IX to the Articles of Association.

The Seal

33. (i) The Board shall provide for the safe custody of the seal.



- (ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.

Powers to make Bye-laws

34. *The BOARD OF DIRECTORS shall have power from time to time to make, alter and repeal, all such Bye-laws as they may deem necessary or convenient for the proper conduct and management of the Club.*

All such Bye-Laws, amendments and repeals, so long as they are in force shall be binding upon all members of the Club.

Provided that any Bye-Laws which is inconsistent with the Companies Act - 2013, rules made there under as amended from time to time, Memorandum or Articles of Association of the Club shall not have effect and shall be null and void.

AUDIT

35. Balance Sheet, profit and Loss Account and other financial statements of the Club will be audited once in a year by a qualified Auditor for certification of correctness as per provisions of the Companies Act - 2013.

Subject to the provisions of the Companies Act - 2013 and rules made there under, the detailed provisions regarding *Board of Directors & their Proceedings* shall be as per Annexure X to the Articles of Association.



ADDITIONS & ALTERATIONS OF THE CLUB ARTICLES

36. No existing Article of Association shall be modified or rescinded, or no new Article shall be made, unless the votes cast in favour of the resolution are three times of the numbers of votes, if any, cast against the resolution by members so entitled and voting in person or by proxy at a general meeting.

37. **Subject to the provisions of the Companies Act-2013 and rules made there under, the detailed provisions regarding Discipline and control shall be as per Annexure XI to the Articles of Association.**

38. **Subject to the provisions of the Companies Act-2013 and rules made there under, the general rules of the Club shall be as per Annexure XII to the Articles of Association.**

39. **Subject to the provisions of the Companies Act-2013 and Rules made there under, the Rules of the Club for local and outstation guests shall be as per Annexure XIII to the Articles of Association.**

CLUB PATRONS

40. The Chairman on the advice of the Board may request any person of distinction, whose association with the club will be taken as an honour and will add to the prestige of Club by honouring such persons as Patrons of the club.



Note : The Articles shall be signed by each subscriber of the memorandum of association who shall add his address, description and occupation, if any, in the presence of at least one witness who shall attest the signature and shall likewise add his address, description and occupation, if any, and such signatures shall be in form specified below:

Names, addresses, descriptions and occupations of subscribers

Witnesses (along with names addresses, description and Occupation.

A.B. of Merchant

Signed before me.....

Signature.....

C.D. of Merchant

Signed before me.....

Signature.....

E.F. of Merchant

Signed before me.....

Signature.....

G.H. of Merchant

Signed before me.....

Signature.....

I.J. of Merchant

Signed before me.....

Signature.....

K.L. of Merchant

Signed before me.....

Signature.....

M.N. of Merchant

Signed before me.....

Signature.....

Dated the day of 20.....

Place :



ANNEXURES TO ARTICLES OF ASSOCIATION OF BAREILLY CLUB LIMITED

ANNEXURE I : EXTENT OF MEMBERSHIP

The Club shall consists of 2600 Permanent Member - Defence and Civil officers and Elite Civilians. The breakdown of membership will be as under:

(a) Defence Officers (Ladies/ Gents)	-	1600	61.5%
(b) Civil officers (Ladies/ Gents)	-	300	11.5%
(c) Elite Civilians (Ladies/ Gents)	-	700	27%
		2600	



ANNEXURE II : KINDS OF MEMBERSHIP, THE DEFINITION, DUES AND PRIVILEGES

S.no.1. Membership shall be of 14 kinds, namely Permanent, Absentee, Life, Unit/ Mess Special - Unit /mess, Corporate, Short Duration, Temporary, interim, casual, Honorary, Reciprocation, Lady and Dependent.

S.no.2. Permanent Membership

(a) Permanent members will be members elected by ballot as hereinafter provided in **ANNEXURE III**.

The BOARD OF DIRECTORS after screening the applicants applying for permanent membership and after ensuring their eligibility and suitability, grant Permanent Membership to all such applicants irrespective of their vocation or profession but subject to the availability in that category in accordance with **ANNEXURE I**. It must be ensured that it is kept within the overall limits of the total numbers of specified Membership (that is 2600) with its further limits of 1600, 300 and 700 in case of Defence Services Officers, class I Gazette Officers and Civilian Members respectively as envisaged in **ANNEXURE I**

(b) Only such permanent members will have any voice in the Management of the Club affairs or the right of voting in person or by proxy, or the privilege of reciprocation membership with club.

(c) No one under 21 years of age shall be eligible for such membership.



(d) The Annual Bill will be on monthly basis but those making FULL payment of 12 months dues in advance within 3 months in that Financial Year i.e. upto 30TH JUNE will get 10% Rebate and those making FULL payment of 12 months dues in advance within 6 months in that Financial Year i.e. upto 30TH SEPTEMBER will get 5% Rebate.

(AGM 09-11-2019)

The monthly subscription payable in advance by all permanent resident members shall be as under, as revised from time to time :-

a.	Members of Defence Service and Civil Class I Gazetted Officers	: 50% of Civil Members rate
b.	Civil members	: Rs 825/=per month.
c.	Officers Mess Members	: Rs. 75/- per month
d.	Gratuity - For all kinds of members	: Rs. 25/=per month
e.	Garden Fund - For all kinds of members	: Rs. 20/= month.
f.	Library Subscription	: Rs. 5/= per month
g.	Servant Box	
	(i) Civil Members	: Rs. 20/= per month
	(ii)Defence/Class I Gazetted officers	: Rs. 15/= per month
h.	Sports Development Fund	
	(i) Civil Members	: Rs. 35/= per month
	(ii)Defence/Class I Gazetted officers	: Rs. 20/= per month

(i) Building Maintenance Fund : Rs. 400 per annum per member (all categories)

(APPROVED IN AGM HELD ON 08-12-2023)

(10% hike p.a. to monthly subscription to be levied to neutralize ongoing cost escalation of Establishment expenditure and also due to hike in salary of club staff as approved by Board of Directors).

(AGM 24-11-2018)

This will include the use of the Club by the Spouse, Dependent sons up to the age of 21 years and Daughters so long they are not married. However, they will use the club only if accompanied by their parents, and will under no circumstances visit the Bar or Card Room or such other places as are restricted by the BOARD from time to time.

(e) Children of members under the age of 14 will not be permitted to use the Club building except on special occasion set apart for children, and under conditions as set down in the Bye Laws of the Club from time to time. A nursery however will be provided for the Children of the younger age group when accompanying their parents.

(f) The Permanent Members of all Categories, on attaining the Age of 75 years and on submitting their willingness letter to Secretary, their status of membership will be changed to Honorary Members and such members will be paid refund amount of their Entrance Deposit or such amount as approved by the Board of Directors. Such willing Honorary Members will continue



(g) On demise of permanent member of all categories, their spouse or wards will be paid entrance donation as mentioned in S.NO. 2(g) ANNEXURE II, only when the member has already submitted their willingness letter to board of directors for change of their status of membership to honorary member as mentioned in S.NO. 2(f) ANNEXURE II.

(Approved in AGM HELD ON 26-12-2020)

(h) The Permanent Members on attaining the age of 65 Years or above may pass on their membership to their one ward (son or daughter) on payment of 30% entrance fee/donation as applicable. The proposed, ward's suitability will be subject to assessment by the screening Sub Committee and approval by the Board of Directors.

S.No.3. Absentee Membership subscription :-

(a) Those permanent members who notified in writing to the Secretary / Honorary Secretary to be out of Bareilly for a period exceeding 6 month shall be treated as Absentee Members during such period of absence and will be exempted from paying any subscription if enrolled before the 28th March 1964. Those enrolled after the date will be liable to pay an absentee subscription fee as under:-

(APPROVED IN AGM HELD IN 24-11-2018)

(i) 50% of total 12 months Subscription for Defence, Civil Class I Gazetted officers & Active Members vide Annexure II, S.no. 2 (d) revised from time to time to be paid in advance. However, members of Defence Services will be exempted from paying any absentee subscription so long they are in active service. This provision will not be applicable to the retired Defence Officers. If, however, he comes back to the town, he will pay his usual monthly subscription counting half the month only for purpose of such subscription, if he happens to come in a later half of the month.

Defence, Civil Class I Gazetted officers & Active Members Aged between 65 years to 75 years can take benefit of only one concession among S.NO. 3(a) Annexure II and S.No. 18 Annexure II

(ii) The rest to pay 50% of total 12 months subscription of Civil Active Members vide ANNEXURE II, S.No. (d) (i), revised from time to time to be paid in advance per year. If, however, he comes back to the town, he will pay his usual monthly subscription counting half the month only for purpose of such subscription, if he happens to come in a later half of the month.

(APPROVED IN AGM HELD ON 26-12-2020)

(iii) Members residing in BDA Limits Bareilly but taken Absentee Members, to pay full monthly



subscription as Applicable to respective Categories vide ANNEXURE II, S.no. 2(d) revised from time to time.

(b) Any member who notifies his absence for a period of 16 or more consecutive days in any month, If his wife too is out of station during the period shall be charged half the subscription, but should the period of absence be running into two consecutive months he shall be charged half subscription for the first month and full for the second month.

(c) Where the wife of the absentee member stays in the station and her husband is absent for more than a month she will be charged the same rate as charged from a lady subscriber as given in s.no. 14 of Annexure II, without absolving the husband from paying the usual absentee subscription.

(d) Absentee members will be allowed the use of the Club for a period not exceeding 15 days in each year without payment. For more frequent use, the absentee member will be charged the full monthly subscription and will be treated in this respect as a resident member even though he does not reside in the town.

(e) The absentee subscription shall be paid in advance in the month of April each year or in the first instance in the month from which the member earns the status of an absentee member. If a member gets in arrears he forfeits the right of voting either in person or by proxy. If member is in arrears of such subscription continuously for a period of 1 (ONE) year he shall cease to be a member at the expiry of the said period. He will be notified accordingly and a similar endorsement made against his name in the Register of Members.

(APPROVED IN AGM HELD ON 24-11-2018)

S.no.4. Life Membership

Any in-station regular member of the club holding permanent membership for minimum 25 years may apply for Life membership by paying Annual Subscription charges of next 10 years as applicable to his category of membership in advance at the time of submitting aforesaid application.



to : Life membership fees (annual subscription charges of next 10 years) shall be mandatorily invested in Fixed deposit schemes of Nationalized Banks only.

Life membership is not transferable/refundable but Life member has right to vote and also retain right to introduce two dependent members at prescribed rates.

Life member shall be subject to provisions of Articles of Association, Rules and Bye-laws of the Club including ANNEXURE IV (termination of membership) and ANNEXURE XI (discipline and control). In the event of termination of membership for any reason, he/she will not be entitled to any refund of the amount paid for Life Membership.

Members who are Senior citizens and availing concession in monthly subscription charges as per S.No. 18 of Annexure II, shall not be eligible to apply for life membership.

Members as mentioned in S.No. 3 (Absentee membership) or S.No. 14 of Annexure II of the Articles of Association of the club availing concession in monthly subscription charges shall not be eligible to apply for life membership.

Defence members while in Government service and having standing of 25 years shall be eligible to apply for life membership on payment of monthly subscription of 10 years in advance as applicable to retired defence officers.

(APPROVED IN AGM HELD ON 29-12-2021 AND FURTHER AMENDED IN AGM HELD ON 29-12-2022)

S.no.5. Unit/Membership

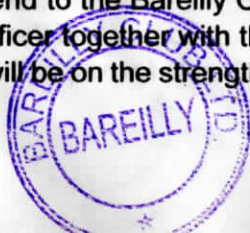
(a) Units and Messes of the Defence Services located in Bareilly may become member without going through the procedure of election as prescribed for permanent members by their mere sending an application to the BOARD. Provided that all Officers of the Units / Messes, where they do not happen to be already permanent members of the Club, pay the subscription prescribed for such membership.

(b) Units /Messes thus admitted shall pay a lump sum entrance donation of Rs. 6000=00 (Rupees Six thousands).

(c) Moreover on being duly admitted each Unit/ Mess will be given proxies for each Units /Mess on (1) member one (1) vote as admissible to permanent members for purpose of voting right.

(d) The monthly subscription payable in advance will be charged @ Rs. 75.00 (Rupees seventy five only) per officer on the posted strength of the Unit/ Mess during the month. The wife and children of the officer will also be entitled to use the Club with limitation as stated in s.no. 2(b) and (e) of Annexure II above.

(e) The Units /Messes will send to the Bareilly Club on 1st of each month, a list of Officer together with their specimen signatures, who are / will be on the strength of



the Unit/ Mess during the month. This list will be amended and kept up-to-date.

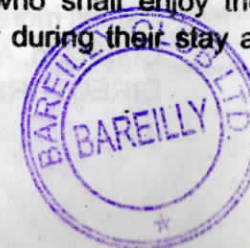
(f) Members of the Defence Services who are already Permanent Member will continue to have the right and privileges of permanent members. Should another such Officer desires to become a permanent member, he will be required to donate the amount payable under **S.no. 13 of ANNEXURE III** as on date as entrance donation.

(g) As Unit/ Messes are permanent members, the liability of and out standing bill will devolve on Unit/ Mess as far as the interests of the Bareilly Club are concerned.

(h) If a Unit/ Mess is transferred from Bareilly, it will be treated an outstation member on payment of the Absentee Subscription fee.

(i) On disbandment of a Unit/ Mess, it will be considered as having resigned from the permanent membership, No refund of the Entrance Donation will be permissible.

(j) 5 (Five) vacancies of permanent membership will be allotted each to HQ UB Area. Bareilly and HQ 6 Mtn div C/O 56 APO. The membership subscription, donation etc. will be same as applicable to Class I Officer/ Permanent Defence Officer from time to time Payment of cost of application form, Entrance Donation. Security Deposit monthly subscription and other charges if any levied from time to time will be paid by respective Formation Mess Secretaries. The names of the appointment/ officer will be nominated by HQ UB Area and HQ 6 Mtn Div respectively who shall enjoy the privileges of a permanent member during their stay at Bareilly.



S.no.6. Special Mess/ Unit Membership

(a) Units and Messes of the Defence Services located at Bareilly may become member without going through the prescribed procedure of election for Permanent Members by sending an application on the authorized/ posted strength of Officer at Bareilly provided the Units/ Messes pay Entrance Donation for all the Officers on their authorized/ posted strength at Bareilly at prevailing rates for the permanent membership as per ANNEXURE III. S.no 13 (a) and also pay the monthly subscription under rates for such class of members. Such members will have right to vote up to authorized/ Posted strength at Bareilly. This is to give one member one vote the Units/ Messes for the posted strength at Bareilly.

(b) The Units/ Messes will get Proxy right of vote as per the present posted strength at Bareilly as admissible to permanent members.

(c) The Units/ Messes will avail one kind of membership of Club i.e. either under S.no. 5 or S.no 6 of ANNEXURE II.

(d) Provisions of ANNEXURE II, S.no 2 will be applicable to the Units/ Messes seeking membership under ANNEXURE II S.no. 6.

S.no.7 : Corporate Membership: Donation

(a) New kind of Membership in Govt./ Public Under-Taking Corporation such as Nationalized Banks, Indian Oil Corporation and other companies such as Camphor & Allied Product Ltd, Kesar Enterprises, Synthetics and Chemicals, WIMCO and other Societies, with Govt. Capital more than 55% such as Indian Farmer Fertilizer Corpn Ltd. And other or such Firms as the BOARD OF DIRECTORS may time to time determine



(b) Donation for Two Corporate members will be prevailing Donation rate of Civil members multiplied by 3 revised from time to time and each additional members one and half time of Donation rate in lump sum. Further, Corporate membership should be restricted to only Govt/Public undertaking Corporation maximum for 10 members.

(c) Corporate membership Entrance donation shall be mandatorily invested in Fixed deposit schemes of Nationalized Banks only.

Corporate membership shall be given to only Listed companies and Public Sector Undertakings.

(AGM 29-12-2022)

S.no. 8 : Short Duration Membership

Govt. Class I Gazetted officers, Reputed Elite persons may be granted short duration membership subject to approval by the BOARD OF DIRECTORS on payment of the following:

- | | |
|-----------------------|-----------------------------|
| (a) Entrance Donation | - Rs 6,500 |
| (b) Development Fund | - Rs 3,500.00 |
| (c) Security Deposit | - Rs 10,000.00 (Refundable) |

Such members, however, shall lose their membership after expiry of 3 years or upon transfer from the station whichever is earlier. If they are not transferred from the station on expiry of a period of 3 years and so desire, they may apply afresh on fresh Application Form with full Entrance Donation and Development Fund for another period of 03 years or upon transfer from the station whichever is earlier. They shall have all the responsibilities and obligations towards the Club but without voting rights.

(APPROVED IN AGM HELD ON 08-12-2023)

S.no.9 Temporary Membership

(a) Any person not permanently residing or having a posting in Bareilly and yet residing for a temporary period, if proposed by one member and seconded by another may apply in the prescribed Form as provided for purpose and be approved by the BOARD OF DIRECTORS as a temporary member of the Club for a period not exceeding 90 days from the date of his admission provided that the BOARD OF DIRECTORS for good and sufficient reasons may further extend such membership for another period not exceeding 90 days.



~~(b) The proposer and seconder shall be jointly and severally responsible for any debts to the Club by any such Temporary member~~

~~(c) A Temporary Membership tenure limited to 90 days and such member shall pay Entrance Donation, Security Deposit and Monthly Subscription in advance as under:-~~

- ~~_____ (i) Entrance Donation _____
Rs. 2,000.00~~
- ~~_____ (ii) Refundable Security Deposit _____
Rs. 1,000.00~~
- ~~_____ (iii) Monthly Subscription _____ Double the
amount of monthly
_____ Subscription _____ of respective category
as _____ amended
from time to time.~~

~~(iv) No Credit facility to such Temporary Members~~

~~(v) He shall have no voice in Management of the Club nor the Voting Rights.~~

~~(vi) On his request for extention beyond 90 days it may be considered by the _____ Management of very genuine and rare cases and extention maximum upto 90 _____ days may be approved. But such member shall have to pay additional Entrance _____ Donation _____ of Rs. 2000/- for extended tenure in advance and subscriptions / Condition as above.~~

~~(d) Only such person as are otherwise eligible for permanent membership are eligible for being accepted as temporary members.~~



S.no. 10 Interim Membership

This is special kind of membership with a limited purpose. In effect it is a temporary membership confirmed by the BOARD OF DIRECTORS on some of those persons who have applied for permanent membership, pending final disposal of their case. During this period they have the rights and privileges of a temporary member and pay the same monthly subscription.

S.no. 11 : Casual Membership

~~(a) Visitor who is neither member of reciprocating Clubs nor local resident and if personally known to a member may be introduced by him to the Secretary / Honorary Secretary who on obtaining the approval of any one of the members of the "BOARD" may accord him the status of a casual member for a period not exceeding 15 days on payment of Rs 100/- per day from the date he uses the Club till the day he stops using it.~~

~~(b) Such casual members shall not be allowed any credit by the Club and the member who introduces him shall be responsible for all incidental debts due to the Club from such member.~~

~~(c) Any person not permanently residing or posted in Bareilly and coming on casual visit to the town may be considered for grant of membership of the Club by the BOARD OF DIRECTORS on payment of a one time lump sum amount of Rs. 4,000.00 at time of his Selection by the BOARD OF DIRECTORS, such member can visit and use the Club facilities limited to a period of 40 days in a calendar year and beyond this specified period shall be treated as a casual member in terms of S.no. 11(a) of ANNEXURE II on payment of prescribed charges there in. Such~~



ANNEXURE II on payment of prescribed charges there in. Such member shall have all the privileges and obligations of permanent member except voting right.

(DELETION OF S.NO. 9,10 & 11 IN ANNEXURE II AT AGM 29-12-2022)

S.no. 12 Honorary membership

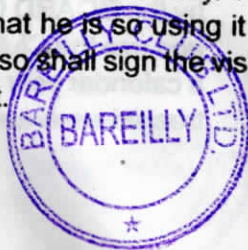
The Secretary in consultation with the CHAIRMAN may on his own initiative or on the proposal of a permanent member accord Honorary Membership to persons to special distinction or status visiting the station whose association with the Club will be deemed as an honour. This privilege should be accorded with extreme discretion and shall strictly be confined to visitor and shall on no account be extend to persons stationed in Bareilly, howsoever, temporarily.

S.no. 13 Reciprocating Membership

Entrance Fee from Reciprocating Members Read as under:-

(a) A permanent member of Affiliated Club with which the Bareilly Club Ltd. has reciprocating arrangement may, by right of such membership and on production of his membership card or letter of introduction signed by the Secretary/ Hony Secretary of his Club may make use of this Club as a reciprocating member for a period not exceeding 15 days at any one time or for a total of 30 days in any calendar year in divided periods. His wife, unmarried daughter and sons below 18 years of age if accompanying him are also entitled to this privilege. He, however, will have to pay such amount as Entrance Fee for self and dependents for each visit as may be determined by the BOARD OF DIRECTORS form time to time.

(b) Such member shall inform the Secretary/ Hony Secretary of BAREILLY Club that he is so using it and give him his local address. He also shall sign the visitors Register of this Club on each visit.



(c) The visiting reciprocating member shall have all the facilities of a temporary member and can make use of all the facilities and amenities provided by the Club, but he has to pay for supplies or other charges in cash or by coupons according to the system of payment in vogue in the Club at that time.

(d) A list of such reciprocating Clubs shall be printed in the Book and can be provided by the Club Secretary on request on payment.

S.no. 14 Lady member

(a) The lady wife has to apply within a period of 5 years from the demise of her spouse and she will be given preference with subject to availability of vacancies.

(b) She will be charged 50% subscription of the category of her late husband but after 5 years, it will be full subscription.

S.no. 15 : Dependent Membership

(a) A Dependent of a permanent member may apply for dependent Membership of the Club between the age of 25 years to 35 years. This privilege cannot be claimed as Right and will be restricted to two Dependents of the Members subject to recommendations of the Screening Sub BOARD.

(b) A Dependent on attaining the age of 21 year or above upto 25 years may apply for the Dependent Membership on payment of Rs 15,000/- (Rs fifteen thousand only) which sum will be non - refundable.

(c) The monthly subscription for this special class of members shall be as per the prevailing subscription rate for permanent members belonging to the category of



their parent class of members. The candidate will be proposed by Father and seconded by another permanent member of the Club but the financial responsibility shall remain upon the father of the candidate. The payment of subscription etc. will be as per Rules contained in **ANNEXURE IX** and **ANNEXURE, IV S.no. 1(e)**.

S.no. 16

All the District Officers when posted at Bareilly will pay monthly subscription as per para (d) (i) **S.no. 2 of ANNEXURE II** on becoming permanent member of the Club. The wives and children of the Officer will also be entitled to use the Club with limitation stated in S.no. 2(d) and (e) above.

S.no. 17 Withdrawal of application for membership

Any application for membership of the Club of any kind may be withdrawn at any stage either by the proposer or seconder of the candidate or by the candidate himself by writing to the Secretary/ Hony Secretary to that effect.

S.no. 18 Concession for Senior Citizens

The Senior Citizen active members between 65 years to 75 years of age including widow lady members be given 50% concession in their monthly subscriptions as applicable to their respective Categories. However, outstation / absentee Members between 65-75 years of age will not be given this 50% concession.

(a) Since members on attaining the age of 75 years are to be redesignated as Honorary Members with Zero subscription and with full Club facilities with No Voting Right.

(b) The above concession to active Members between 65-75 years of age will be applicable to those who have been members for 15 years or more.



(c) The above concession will be applicable to those who have been Members for 15 years or more.

S.no. 19 Entry to New Year's Eve Function/ SPECIAL FUNCTIONS

The terms & conditions and rate of entry pass etc for Special Functions like New Year's Eve or May Queen Ball etc to be decided by the BOARD OF DIRECTORS separately from time to time.

S.no. 20 Outstation Membership to Officers Messes of Satellite Military Stations.

(a) Units/ Formation/ Establishment Officers Messes of the Satellite Military Station be granted outstations Members of their Defence Services Officers to avail Bareilly Club facilities during their visit to Bareilly as permanent members.

(b) The Satellites Station Officers Messes are to apply to the Management on prescribed Application form for consideration of outstation membership.

(c) The Satellite Station Officers Messes thus admitted will be exempted from payment of any entrance donation.

(d) These Officers Messes shall pay only Rs 250/- per annum as outstation subscription for all officers members.

(e) All members and their dependents of the satellite station Officers Messes are welcome to visit Bareilly Club individually or in group and avail all facilities on cash coupons only.

(f) Such Officers visiting Bareilly Club should be in possession of their identity Cards or Club Membership



Card/letter to the effect that they are members of the Officers Messes.

S.no.21 Club Major Functions

Contribution from members for major functions i.e. New Year's Eve Celebrations , May Queen Ball-cum-Personality contest etc... to be levied as under:-

- (a) Contribution by Defence Services Members **Rs 200/-** for each function.
- (b) Contribution by Civil Members **Rs 400/-** for each function.
- (c) Contribution amount may be reviewed periodically by the Management depending upon the sponsorship received and prevailing inflationary trends.

Entry to the above functions to be valid on membership cards only. The absentee Members desirous of attending these functions should inform the Club office in writing well in advance who are to pay contributions as applicable to respective categories.

If any member is out of station and inform in writing to the club secretary, then such member should not be required to contribute for such function.

(APPROVED IN AGM HELD ON 08-12-2023)

S.No 22. It is mandatory that the members of Bareilly Club Ltd of all categories to be in possession of Club membership Smart Cards.

S.No 23. CLUBBING OF VARIOUS TYPES OF MEMBERSHIP

All the Membership of Bareilly Club Limited namely Permanent, Absentee, Life, Unit/Mess Special-Unit/Mess, Corporate, Short Duration, Temporary, interim, casual, Honorary, Reciprocation, Lady and Dependent are proposed to be clubbed without affecting their terms and conditions respectively w.e.f. 01-04-2021. A separate committee would be formed to deliberate on the merger resolution & submit its recommendations.

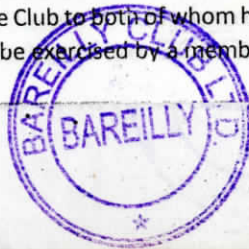
(APPROVED IN AGM HELD ON 26-12-2020)

ANNEXURE III : PERMANENT MEMBERS-THEIR ADMISSION

S.no.1

Admission of Members

Every candidate for permanent membership of the Club shall be proposed by one and seconded by another member of the Club to both of whom he should be personally known. This privilege will not be exercised by a member of the Board.



S.no. 2

(a) Every application for membership shall be made in writing on the prescribed Form to be obtained from the Club office and signed by the candidate duly proposed and seconded and addressed to the Secretary of the Club.

(b) The application shall give the full name, age and address of the candidate, his profession and status, his approximate taxable income and such other information as the BOARD may require, and shall contain a declaration that if elected, he agrees to become a member of the Club and be bound by the Memorandum and Articles of Association and the Bye Laws of the Club as amended from time to time.

(c) Henceforth all civilians applying for membership of Bareilly Club Ltd. (Other than Class I Civil Gazetted Officers) will be required to deposit an amount of Rs. 75,000/- as application money along with the Application Form for membership, within 6 months the Application will be finalized and if granted membership, the amount will be adjusted as Membership Donation otherwise a sum of Rs.60,000/- out of Rs.75,000/- will be refunded without interest.

S.no. 3

(a) The name of such applicants along with their addresses and detail of profession and status shall be published on the Club Notice Board for a period not less than 7 days prior to the meeting of the BOARD for consideration of such applicants. If a member has any objection against any person so notified for consideration, he would be at liberty to write a confidential letter to the Club CHAIRMAN under double



Life membership fees (annual subscription charges of next 10 years) shall be mandatorily invested in

cover to be marked "confidential". The CHAIRMAN shall not divulge the name of any person giving such information.

(b) In certain cases, however, the Secretary/ Hony Secretary with the prior approval of the CHAIRMAN may invite any such person applying for permanent membership to use the Club till such time that his application is disposed off by the BOARD. This will be on the joint responsibility of the proposer and seconder and during this period the candidate will be treated as a temporary member for the purpose of payment of subscription.

S.no. 4

All such applications for permanent membership after the names have been put up on the Notice Board for the prescribed period shall be placed at the earliest monthly meeting of the BOARD by the Secretary. The BOARD shall then examine each application and amongst those found suitable for consideration will further decide on those found suitable for consideration will be directly balloted and they will initially be accorded interim Membership for a period normally for 90 days and not exceeding 180 days, any period subject to any further extension to this period at the discretion of the BOARD.

S.no. 5

For those recommended election by ballot, the Secretary shall place their names and such other particulars as the BOARD may desire on the Notice Board of the Club. The Secretary shall then enter the names of the candidates in the Ballot Book. Allot a ballot box marked with the candidate's name and give due notice to the members of the BOARD that the proposed ballot will be exercised at the next BOARD meeting. The ballot will be kept open for five days before the due date of the meeting in the office



(34)

of the Secretary for periods intimated by him in the Notice. The ballot will finally be closed at the end of the BOARD Meeting when the result will be recorded.

S.no. 6

The cases of those applicants who were accorded interim Membership initially, shall on the expiry of their given period of such membership or even earlier if the BOARD so desires will be reviewed by the BOARD and if considered by and large suitable for enrolment will be subject to ballot as per procedure laid down in the foregoing S.no.

S.no. 7

The Ballot shall be invalid if less than 7 BOARD Members exercise their right of ballot or if the total number of white and black balls does not tally with the number of members exercising their ballot. In either case fresh ballot is to be ordered at the earliest next BOARD meeting.

S.no. 8

If on a valid ballot the number of votes in favour of the candidates is more than the number of votes against him the BOARD shall declare the candidate elected.

S.no. 9

In case the candidate's application for membership is rejected, the Secretary/ Hony Secretary will inform the Proposer and Seconder accordingly. At the same time that candidate will not be eligible to be proposed again for membership until after the expiry of 6 months from the date on which the application was so rejected.



(35)

S.no. 10

When the candidate has been duly elected, the Secretary forth- with send him at the address given in his application information to that effect. He will also send him a copy of the Memorandum & Articles of Association and Bye – Laws together with requirement for the payment of the Entrance Deposit with in 10 days of the receipt of notice by him.

S.no. 11

(a) A candidate so elected will become a permanent member only on payment of the full Entrance Donation when his name will be notified on the Notice Board.

(b) If such payment is not made with in the specified period from the date of the receipt of the information of such election, the BOARD may at their discretion cancel the election.

S.no. 12

Particulars of voting shall not be given by BOARD to any one and the same will be treated as secret.

S.no. 13. Entrance Fee/Donation Payment

The Capital Contribution (Entrance fee/Donation) payment for admission as permanent member of Bareilly Club Limited shall be as under to be effective from 01-04-2024

(a) The Defence /Govt Class I Gazetted Officers and such Retired Officers (Ladies / Gents) to pay Rs. 27,750 (Rs. TWENTY SEVEN THOUSANDS SEVEN HUNDRED FIFTY ONLY) plus applicable govt. taxes as one time Capital Contribution (Entrance fee/Donation).

(b) The Civil Candidates to pay Rs 9,25,000/- (Rs NINE LACS TWENTY FIVE THOUSANDS only) plus applicable govt. taxes as one time Capital Contribution (Entrance fee/Donation) in three instalments as under:-

(i) Rs 92,500 plus applicable govt. taxes along with Application Form (non-refundable).

(ii) Rs 4,62,500 plus applicable govt. taxes within 15 days on approval by screening Sub-Board (refundable in case application not approved by the Board of Directors after deducting 20% Administrative Charges and govt. taxes).



(iii) Rs 3,70,000 plus applicable govt. taxes within 15 days on approval by Board Of Directors.

(c) Sons/ Daughters (married/unmarried upto the age of 35 years) of existing Permanent Members (Being permanent member for not less than 10 years, this clause will however not be applicable for Govt Class I Gazetted Officers and Defence officers) to pay 30% of amount mentioned in S.NO. 13(b) above as one time Capital Contribution (Entrance fee/Donation; non- refundable) in three instalments as under:-

(i) 10% of Total amount plus applicable govt. taxes along with application form.

(ii) 50% of Total amount plus applicable govt. taxes within 15 days on approval by screening Sub-Board (refundable in case application not approved by Board of Directors after deducting 20% Administrative Charges and govt. taxes).

(iii) 40% of Total amount plus applicable govt. taxes within 15 days on approval by the Board of Directors.

(d) The Civil candidates will also have an option of deferred payment to pay amount mentioned in S.NO. 13(b) above as one time Capital Contribution (Entrance fee/Donation) (non-refundable) on additional payment of Rs. 20,000/- (Rupees twenty thousand only). Total amount can be paid in three instalments as under:-

(i) 10% of Total amount plus applicable govt. taxes along with application form.

(ii) 50% of Total amount plus applicable govt. taxes within 15 days on approval by screening Sub-Board (refundable in case not approved by Board of Directors after deducting 20% Administrative Charges).

(iii) 40% of Total amount plus applicable govt. taxes within three MONTHS on approval by the Board of Directors.

Any person applying for permanent membership under aforesaid S.no 13(a), (b), (c), (d) of Annexure III shall be deemed to have been provisionally granted such membership contingent to not being the subject of any complaint during a probationary period of 90 days. Subsequent to completion of such unblemished period of 90 days, the applicant shall be granted regular permanent membership.

(APPROVED IN AGM HELD ON 08-12-2023)

S.no. 14. Security Deposit by all Members

The Member on becoming permanent member will pay a security deposit (refundable/ adjustable against dues) besides the normal Entrance Donation as prevailing from time to time as under:-

(a) Defence Officers (Serving/ Retired) - 1,000.00

And Civil Class I Gazetted Offices (Serving/ Retired) Gents / Ladies



(b) Civil Members (Gents/Ladies) - 3,000.00

(c) Dependents (Gents/Ladies) - 3,000.00

However, senior citizens above 65 years of age are exempted.

S.no. 15

Levy of one time Improvement Fund by members of category in s.no.13(b)

Henceforth, any new member elected to the permanent membership of the Club will pay a sum of Rs. 5,000.00 (Rs five thousand only) as improvement fund in addition to the payment of Entrance Donation.

S.no. 16 : Sports Development Fund

Sports Development Fund will be charged @Rs 15/- month from Defence Service Officers/Civil Class I Gazetted Officers Members and Rs.30/- per month from Civil Members.

S.no. 17: PLUNGE BATH DEVELOPMENT FUND

Plunge Bath Development Fund will be charged from Defence Service Officers/Civil Class I Gazetted Officers Members and from Civil Members as per recommendation of the Board of Directors from time to time as per monthly/seasonal basis from 15-03-2019 onwards.

(APPROVED IN AGM HELD ON 24-11-2018)

S.no. 18: EMPLOYEE CASUALTY FUND

Employee Casualty fund will be charged from all the members i.e Defence Service Officers/Civil Class I Gazetted Officers and from Civil Members on annual basis w.e.f. 01-4-2024 as follows :

a. Rs. 200 per member for severe injury of club employee

b. Rs. 400 per member for fatal injury of club employee

Out of above fund collection, the employees will be benefitted as per approval of board of directors.
(APPROVED IN AGM HELD ON 08-12-2023)

ANNEXURE IV
TERMINATION OF MEMBERSHIP

S.no. 1

A member ceases to be member of the Club in any of the undernoted ways:

- (a) **By Resignation** : Any member wishing to resign membership of the club must give notice thereof in writing to the Secretary/ Honey Secretary at any time before the close of the month in which his resignation has to take effect and he shall pay full subscription for that month as also settle any bills or outstanding dues on him to the Club before the resignation is accepted.
- (b) **By his being adjudicated an insolvent**: Any such person may be re-elected on grant of a discharge

certificates from a court of Law in which case he shall not pay the entrance donation again.

(c) **By his being dismissed from Public Service**: Any such member dismissed from public Service on being exonerated and on being reinstated to his former service shall be eligible to be re-elected when he will be exempted from payment of the usual Entrance Donation.

(d) **By his being found guilty by a competent tribunal of an offence involving gross misconduct or moral turpitude**: Any such person found guilty by a tribunal, if subsequently on appeal he is exonerated and reinstated by the Government on his old post shall be eligible for re-election without payment of the usual Entrance Donation.

(e) **By his not paying bill after the warning as provided in ANNEXURE IX** : Any such member, however, may be re-elected on full payment of Entrance Donation as charged from his Class of membership but on clearing all his past dues if not done before.

(f) By becoming of unsound mind.

(g) By decision of a majority vote of not less than two third of the members present at an Extra-Ordinary or Ordinary General Meeting of the Club as laid down in ANNEXURE XI s.no. 3(a).

(h) The membership of any member other than permanent and Honorary Member can be terminated by the BOARD without assigning any cause.

ANNEXURE V
GENERAL MEETINGS

S.no. 1

ANNUAL General Meetings of the Club shall be held once at least in every year and not later than fifteen months after the last Annual General Meeting. The usual month for holding these meeting shall be as soon as the account are audited but not later than 30 September of the year unless permitted by Registrar of Companies.

S.no. 2

Such General Meetings, shall be called Annual General Meetings, and all other General Meetings shall be called Extraordinary General Meetings.

S.no. 3

(a) BOARD OF DIRECTORS may, whenever, they think fit, and shall upon requisition made by 1/10th of the total voting power of all members of the Club having right to vote, convene an Extra Ordinary General Meeting. A meeting convened by requisition shall be fixed for a date not later than 45 days from the date of requisition. Requisition shall specify the object of the meeting and only business so specified shall be taken up at the meeting. Notice of such a meeting shall be sent to each member whose addresses are on record with Secretary/ Hony Secretary twenty-one days before the meeting.

(b) At least twenty- one days before the date of any General Meeting a Notice specifying the place and hour of the meeting and general nature of the business to be conducted there at, shall be posted at prominent place in the Club premises.



S.no. 4

Election of Chairman

At the General Meeting the members present shall elect one of their members to be the chairman of the meeting. Without restricting such rights, however, it is recommended that as a convention, the CHAIRMAN of the Club be elected as Chairman of the General Meeting. **Twenty five** members present in person exclusive of the Chairman shall constitute a quorum. All motions and proposition shall be carried or rejected by a majority of votes. Only members are entitled to attend at such meeting and vote personally or by proxy, each member of the Club having one vote and Chairman of the Meeting having a casting vote.

S.no. 5

Any such meeting called without requisition may be adjourned with-in half an hour from the time appointed for the meeting, if a quorum is not present, it shall then stand adjourned to the same day in the week following at the same time and place and if at such adjourned meeting a quorum is not present again, the members present shall transact the business for which meeting was called. If the quorum is not present in meeting called by requisition with in half an hour, then it shall stand cancelled.

S.no. 6

Every question submitted at the meeting shall be decided in the first instance by show of hands. In the event of equality of votes the Chairman shall have the casting vote. But poll can be demanded by any member or members present in person or by proxy, where allowed, and having not less than one-tenth of the total voting power and which shall be taken in such manner and at such time and place as the Chairman of the Meeting direct, either at once or after an interval of adjournment. The result of



such a poll shall be deemed to be the resolution as accepted at the meeting. The demand for a poll may be withdrawn at any time by the persons who made the demand. A poll demanded for adjournment of the meeting or appointment of Chairman of the meeting shall be taken forthwith.

S.no. 7

(a) The ordinary business of an Annual General Meeting shall be as per provisions of section 102(2) of the Companies Act, 2013 i.e the appointment of directors in place of those retiring, the appointment of, and the fixing of the remuneration of, the auditors, to receive and pass the Financial statements for the preceding financial year etc., as prescribed for which purpose the BOARD OF DIRECTORS shall present a profit and loss Accounts and Balance sheet containing a summary of the property and liability of the Club made up to the preceding financial year. Copies of such accounts and balance sheet shall be exhibited on the Notice Board of the Club at least five days prior to the meeting and a copy of the same shall also be sent at least twenty- one days before the meeting to every permanent member resident or absentee whose address is with the Secretary/ Hony secretary.

(b) The Annual General Meeting will further elect the Directors to constitute the BOARD OF DIRECTORS, appoint the Auditors and consider or transact any business which under these ANNEXURE ought to be transacted at an Annual General Meeting.

All other business transacted at an Annual General Meeting shall be deemed special; and no such special business shall be brought forward unless notice of the intention to move such resolution has been given by such number of members



holding not less than one per cent. of total voting power to the Secretary/ Hony Secretary at least fourteen days before the date of such meeting.

S.no. 8

The minute of each meeting shall be recorded in a Minutes Book to be kept for that purpose, and shall be signed by the Chairman of the Meeting.

**ANNEXURE VI
NOTICE- ITS SERVICE**

S.no. 1

In accordance with section 20 of Companies Act - 2013, A notice may be served upon any member either personally or by sending it through post/ courier etc. to his registered address and no member who has failed to register his address, shall be entitled to receive any notice nor shall any proceedings of the Club in general meeting or of the BOARD OF DIRECTORS be effected or nullified by the fact that notice has not been served on any such member.

S.no. 2

Any notice sent by post shall be deemed to have been served at any time when the letter containing the same could be delivered in the ordinary course of the post, and in proving such notice it shall be sufficient to prove that letter containing the notice was properly posted and addressed



ANNEXURE VII
GENERAL MEETING- VOTING BY MEMBERS

S.no. 1

Votes may be given either personally or by proxy in accordance with section 106 & 107 of Companies Act-2013.

S.no. 2

Any member of the Club entitled to attend and vote at a meeting of the Club shall be entitled to appoint another member as his proxy to attend and vote instead of himself but a proxy appointed shall not have any right to speak at the meeting and shall not be entitled to vote except on a poll.

S.no. 3

The instrument appointing a proxy shall be in writing under the hand of the appointer in forms MGT-11 of the Act. Every form of proxy shall be stamped as required by law and must be submitted and received in the office of the Secretary/ Hony secretary of the Club as required by section 105 of the Companies Act, 2013.

S.no. 4

Members of the Club shall be entitled to attend and to vote at any general meeting of the Club, but no member shall be entitled to be present or to vote on any question either personally or exercise his proxy at any General Meeting or exercise a poll, if the same is taken whilst his subscription is in arrears, or his name is posted on the Notice Board as a defaulter in respect of any debts due to the Club and which should have been paid.



ANNEXURE VIII

BOARD OF DIRECTORS,
COMPOSITION AND FUNCTIONS

S.no. 1

The Management of the affairs and concerns of the Club shall be vested in the BOARD OF DIRECTORS consisting of a minimum of 3 and a maximum of 15 members liable to retire by rotation at the Annual General Meeting each year in accordance with section 152 of the Companies Act, 2013.

S.no. 2

The quorum for a meeting of the Board of Directors of a company shall be one third of its total strength or two directors, whichever is higher, and the participation of the Directors by video conferencing or by other audio visual means shall also be counted for the purposes of quorum but for balloting the minimum number of members exercising their right of ballot shall be 7.

S.no. 3

All questions arising at any meeting of the BOARD except where it is otherwise expressly provided in the Act shall be decided by a majority of the votes, each member having one vote and the CHAIRMAN exercising the casting vote where there is equal division of the votes amongst the members. Vote by proxy shall not be admissible at BOARD meetings.

S.no. 4

As soon as possible after the election of the BOARD, it will meet to elect the CHAIRMAN and appoint the Secretary/ Hony Secretary.



S.no. 5

The tenure of the members of the BOARD, the CHAIRMAN and the Secretary/ Hony Secretary will last till the next election of the BOARD is made at the Annual General Meeting when they will automatically retire, but the members will be eligible for re-election.

At the annual general meeting at which a director retires as aforesaid, the members may fill up the vacancy by appointing the retiring director or some other person thereto.

S.no. 6

In accordance with provisions of section 149 & 161 of the Companies Act, 2013, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles.

Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act.

Vacancies occurring during the year in the BOARD shall be filled by the BOARD preferably from amongst the members of the Club residing at the time in Bareilly.

S.no. 7

The Secretary/ Hony Secretary shall be an ex-officio Member of the BOARD and shall have all the privileges of membership thereof.

S.no. 8

The BOARD shall be the governing body of the said



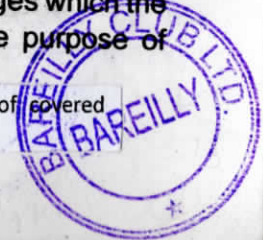
Bareilly Club, and in addition to powers and authorities mentioned in section 179 of the Companies Act, 2013 or by these ANNEXURES expressly conferred upon them, may exercise all such powers and do all such acts and things as shall be by statute or by these ANNEXURES, Articles of Association directed or authorized to be done by the Club as a Company limited by guarantee, and which are not by these ANNEXURES or by the statute expressly directed to be done by the Club in general meeting, but subject nevertheless, to such acts and things as are not regulated by statute or by these ANNEXURES, Articles of Association to such regulations and directions may from time to time be determined upon or given at any ordinary or extraordinary general meeting of the Club, provided that no such regulation or direction shall invalidate any prior act of the BOARD which would have been valid if the regulation or direction had not been made given.

S.no. 9

(a) In furtherance of and not in limitation of and without prejudice the general powers conferred by or implied in Articles of Association, it is hereby expressly declared that the BOARD shall be entrusted with, and exercise, and perform the following powers and duties.

(b) Generally to purchase, take on lease or in exchange or hire or otherwise acquire for the purpose of the said Club moveable or immoveable property and in particular furniture, Club and house hold effects, wines, tobacco stores, utensils, books, newspapers, periodicals, musical instruments, fittings, apparatus, appliances, and conveniences which the BOARD may think necessary for the purpose of the Club and to sell or dispose of the same and any right or privileges which the said BOARD may think necessary for the purpose of business of the said Club.

AGM Held on 29-12-2021 has approved construction of covered Gymnasium hall having estimated cost of Rs. 75 Lacs



AGM Held on 08-12-2023 has approved construction of covered Multi Activity centre cum convention hall with all the necessary facilities having estimated cost of Rs. 150 Lacs + GST @ 18%.

(C) The BOARD OF DIRECTORS is empowered to spend upto a sum of Rs. 30 Lacs per annum per project for smooth running of the club with margin of 20% per project. For expenditure consisting of Renovation & Modifications above Rs. 36 Lacs, the BOARD OF DIRECTORS has to take approval from AGM / EGM.

(APPROVED IN AGM HELD ON 08-12-2023)

S.no. 10

(a) To borrow or raise money in such manner as the BOARD may think fit, and in particular, by issue of debentures or debenture stock perpetual or otherwise, changed upon any of the Club's property both present and future, including the sums not called on the guarantee of each member, by the issue of bills or exchange. Promissory notes or other obligation or securities of the Club or by mortgage all or any of the property or assets of the Club. Provided that the sums borrowed shall not exceed the aggregate of the sums not called on the guarantee of each member and the fee reserves of the Club without the consent of the members.

(b) Provided always, that the BOARD OF DIRECTORS may borrow or raise such loans at any one time up to 50, 00,000/- (Rs fifty lacs only) with necessary sanction of two thirds of Members of the club present in General Meeting, and voting in person, for development Projects with restrictions that such loans not to exceed 50% cost of the project with ceiling limit of Rs 50,00,000/- (Rs fifty lacs only) whichever is less, and fresh loans not be taken until the previous loans is fully liquidated.

S.no. 11

To take on lease any building for the purpose of the Club.



S.no. 12

To enter into such contracts, and do all such acts find things they think expedient for the purpose of the said Club, and subject to the regulations contained in these ANNEXURES, to dispose off the funds of the said Club for the promotion of the objects thereof, and to invest the funds in such securities as deemed fit.

S.no. 13

The BOARD shall have power from time to time to make such Bye- Laws, Rules Regulations (not being inconsistent with these governing ANNEXURES or with any regulation or additions as may from time to time be determined upon or given at Annual or Extraordinary General Meeting of the Club) for the internal management of the Club and regulation of all the amusement and concern of the Club as they think proper, and from time to time amend or cancel any Bye Law, Rules and Regulations in force for the time being provided the same are notified to the members, to appoint and dismiss the servants of the Club. Such Bye- Laws may prescribe Subscription or charges for game, amusement and other activities, for those entitled to use the Club or who play Tennis, Golf, Cricket, and other games or who swim in the pool and may also prescribe Special charges payable by those entitled to use the Club in connection with any special occasion or function. They may make Rules and Regulations to regulate the admission, entry/ introduction of guests in the Club.

S.no. 14

(a) The BOARD shall hold Board meetings once every month or as many times often as they may deem fit. A bound minute book with each page numbered shall be maintained in which the proceeding of each meeting shall be recorded. The same shall be signed by the CHAIRMAN on confirmation by the members at the next subsequent meeting.



(b) A statement showing the income and expenditure together with the profit or loss in the working of the Club during the preceding month shall as far as possible be furnished by Secretary/ Hony Secretary to each member of the BOARD for consideration at the regular monthly meetings, and as far as practicable statement of the actual liability for the preceding month and of the Club, outstanding debts, if any dues from members of the Club, explaining the circumstances for their nonpayment at the end of previous month, shall be reviewed at each monthly meeting of the BOARD.

(c) The office of a director shall become vacant and the person shall cease to be a director of the club in accordance with Indian Companies Act and also under the following condition:

(i) If member of the Company loses his membership of the Club.

(ii) If a member fails to attend all the meetings of the Board of Directors held during a period of twelve months with or without seeking leave of absence from the Board;

The office of a director shall become vacant in case —

(a) he incurs any of the disqualifications specified in section 164 of the ACT;

(b) he absents himself from all the meetings of the Board of Directors held during a period of twelve months with or without seeking leave of absence of the Board;

(c) he acts in contravention of the provisions of section 184 relating to entering into contracts or arrangements in which he is directly or indirectly interested;

(d) he fails to disclose his interest in any contract or arrangement in which he is directly or indirectly



interested, in contravention of the provisions of section 184;

(e) he becomes disqualified by an order of a court or the Tribunal;

(f) he is convicted by a court of any offence, whether involving moral turpitude or otherwise and sentenced in respect thereof to imprisonment for not less than six months:

Provided that the office shall be vacated by the director even if he has filed an appeal against the order of such court;

(g) he is removed in pursuance of the provisions of this Act;

(h) he, having been appointed a director by virtue of his holding any office or other employment in the holding, subsidiary or associate company, ceases to hold such office or other employment in that company.

S.no. 15

As per section 160 of the Companies Act, 2013, the following Security Amount will be deposited by the respective categories members at the time of filing the nomination for election as members of BOARD OF DIRECTORS of the Club:

(a) Defence and Class I Officers	Rs	1,00,000=00
(b) Civil Members	Rs	1,00,000=00

If the member is elected, the Security Amount will be refunded and those who are not elected the Security Amount will be forfeited. In case, any member who gets more than 25% of total valid votes, his Security Amount will also be refunded.



S.no. 16

1. In accordance with Section 160 of the Companies Act-2013, the Civil permanent members of Bareilly Club Ltd fulfilling the criteria, may file in their Nomination for election as members of the BOARD OF DIRECTORS 14 days before the date of General Meeting :-

2. Absentee Members of all categories are NOT eligible for election as Members of the BOARD OF DIRECTORS.

ANNEXURE IX

ACCOUNT, PAYMENT OF BILLS AND SUBSCRIPTION

S.no. 1

The monthly / annual subscription for the different kinds of membership shall be as indicated against each kind given in ANNEXURE II and its various s.no.s .

S.no. 2

The monthly/annual subscription shall be paid in advance and shall be due on the first day of each month/year (01 April). A month for the purpose of this Rule shall count from the first day of the month to its end.

S.no. 3

All monthly bills will be due for payment on the first day of the month following that in which they were contracted.

S.no. 4

All payment of bills and subscription must be paid within 15days of the presentation of the same, failing which the Secretary/ Honey Secretary shall send a notice in the form of a reminder by registered post acknowledgment due direct to the



address of the member as recorded in the books of the Club and failing full settlement of the bill within 15 days counting from the date of notice was posted and unless an application is sent for grant of more time for good and sufficient reason, his name will be posted on the NOTICE BOARD of the Club as defaulter. He will be given 15 days more from the time of posting to make good the full payment. If full payment is not made within this period, he will cease to be member of the Club and thereupon it shall be notified to him that he has ceased to be a member of the Club. The postage of registered letter acknowledgment due will be debited to the member's account.

S.no. 5

No objection shall be entrained after due time availed by the members as per s.no. 4 above. The payment of bills outstanding shall have to be made at Club office in person or though Registered (AD) cover. No postal service on payment of bill shall be considered valid if made under certificate of posting by the member.

S.no. 6

As soon as his name is posted on Notice Board, he shall be debarred from all further use of the Club.

S.no. 7

Members are allowed credit facilities upto Rs. 10,000 (Rs. Ten thousand only) at any one time. However Rs. 2000/- and Rs. 500/- will be required to be deposited by Civilian Member and Member of Defence Service/ Class I officers while in service and such retired officers respectively (refundable on leaving the membership). This amount will be in addition to security Deposit of Rs. 3,000/- by Civilian Member and Rs 1,000/- by members of Defence Service/ Class I officers while in service/ such retired officers



S.no. 8

All members residing in Club Guests Rooms are required to pay their rent bills on vacation or through monthly bills. The same must be fully settled within fifteen days of its presentation failing which the residing member forfeits the right of obtaining further services from the Club on credit. If the payment is not done within a reasonable time he will be called upon to vacate the Club suites.

S.no. 9

The Secretary/ Honey Secretary is empowered to use his discretion in enforcing the limit laid down from time to time and in the presentation of bills to the resident members concerning payment as mentioned in the foregoing s.no..

ANNEXURE X
AUDITORS

S.no. 1

Prior to the Annual General Meeting each year, the account of the Club shall be examined and the correctness of the profit and loss Accounts and balance sheet ascertained by one or more approved Statutory Auditors appointed under Companies Act, 2013.

S.no. 2

In the advice of the BOARD, the Auditors shall be appointed and their remuneration inclusive of the incidental charges shall be fixed at the Annual General Meeting each year.

S.no. 3

The Auditor or Auditors shall not be members of the Club.

S.no. 4

In the event of the appointed Auditor/ Auditors resigning or being unable to carry out his/ their duties, the General meeting shall forthwith appoint other Auditor/ Auditors to undertake the



work of audit in accordance with provisions of section 139(8) of the Companies Act, 2013.

S.no. 5

Every Auditor shall be supplied with a copy of the balance sheet and it shall be his duty to examine the same with accounts and vouchers relating thereto.

S.no. 6

Every auditor shall have a list delivered to him of all books kept by the said Club and shall; at reasonable time have access to the books and accounts of the Club.

S.no. 7

Every account of the BOARD when audited and approved by a General Meeting shall be conclusive except as regard to any error discovered therein within next three months after approval thereof. Any such error if discovered within that period, the account shall forthwith be corrected and thenceforth shall be conclusive.

ANNEXURE XI

DISCIPLINE AND CONTROL

S.no. 1

Every member or person permitted to use the Club shall be bound to conform to the Rule and Regulation of the Club as laid down in the ANNEXURE, Articles of Association and the Bye-Laws of the Club notified from time to time.

S.no. 2

In the event of any willful damage to the property of the Club like furniture, fitting, glasses, crockery and similar goods of use, a punitive charge may be made by the BOARD exceeding the actual cost of repair or renewal of the goods damaged.



S.no.3

(a) The BOARD shall take cognizance of any infraction of the Articles of Association and should reparation not be made in the manner they may consider fit, or should any circumstances occur likely to interrupt the harmony, to effect the character or to endanger the stability of the Club, it shall be their special duty to call general meeting, under the rules above prescribed, and in the event of two- thirds of the members present; deciding by ballot or otherwise on the expulsion of any member, he shall cease to belong to the Club, and shall thereby forfeit all rights to or claim upon the Club, or its property, and his name shall be struck of the list of members and a note of the circumstance of his having ceased to be a member shall be made against his name in the register.

(b) Pending such decision at the General Meeting, BOARD OF DIRECTORS is empowered to temporarily debar any such member from the use of the Club for period of three months.

(c) Notwithstanding what is contained in sec 3(a) and (b) in case of members who have been found flouting rules, behaving under unbecoming conduct and manner, improper behavior, using indecent language, quarrelling in Club premises with or without weapons, showing disobedience to the orders of Management or else Club authorities with member or members or with their guests in the Club and causing thereby unpleasantness in Club atmosphere or else to the Management in day to day running of the Club, the BOARD OF DIRECTORS shall be empowered to suspend that member or members or and to debar such member or members from the Club until the next General meeting when his case will be put up for consideration.



The suspension of member or members will be in the following manner:

(i) The member or members found misbehaving or under misconduct, the CHAIRMAN or of incumbent will suspend such member or members immediately without any notice to the concerned member or members on the basis of the recommendations received from Discipline Sub Committee. Discipline Sub Committee will pursue all cases and suggest measures for all incidents brought to its notice. The CHAIRMAN can suspend a member without recommendations of Discipline Sub- Committee, if prima facie case exists after giving on month's notice and sufficient reasons.

(ii) Such suspension will be approved by the BOARD OF DIRECTORS of the Club in its earliest meeting and then the case of member or members be put up before the General House in its General Meeting.

(iii) A Discipline Sub Committee consisting of three members to be elected by the General Body in its meeting from amongst the permanent members presents in the meeting to examine the cases of suspension. The Discipline Sub committee will give proper opportunity to member or members under suspension and give recommendations/ report to the BOARD OF DIRECTORS within a period of three months.

(iv) The decision of BOARD OF DIRECTORS on the recommendation/ report shall be final.

(v) The member or members shall continue to pay monthly subscription under Club rules till such time the membership is not terminated.



S.no. 4

The following minimum dress will be worn when visiting the Club:

NORMAL DAYS		FORMAL CLUB SPL NIGHTS
DAY TIME (ONLY)	EVENING TIME	FUNCTIONS
Shirts (Full/Half Sleeves)	Shirts (Full/Half Sleeves)	Lounge/Combination Suits with Tie / Scarf.
T-Shirts with collar tucked in	Trousers	Jodhpuri Coats with Trousers
		Sherwani/Achkan & Churidar Paizama.
Safari Suit	Leather Shoes	Shirt and Trouser Open Collar/Tie
Jeans	Jersey/Pullover with Shirt Jackets	Leather Shoes
Trousers	Lounge / Combination Suit	Pagri/Cap/Hat
Lounge/Combination Suit Jersey/Pullover	Pagri / Cap/ Hat	
Pagri / Cap/ Hat		

S.no. 5

Tipping to Club staff

Tipping is at the cost of services to other members as it also breeds malpractices affecting the Club revenue, hence it must be stopped and the defaulters to be dealt with by the Discipline Sub Committee.



**ANNEXURE XII
GENERAL RULES**

S.no. 1

All records and books of accounts including the current membership register shall be kept at the registered office of the Club or such other place which the BOARD should deem fit, and subject to any reasonable restrictions, as to the time and manner of inspection, these shall be open to inspection of members.

S.no. 2

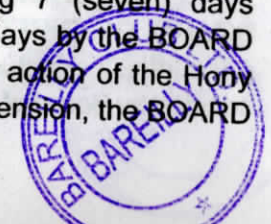
(a) The BOARD will have the authority to accept Affiliation of other Clubs or withdraw from the same. The terms and conditions of such Affiliation shall be on a Reciprocal basis as the BOARD may approve from time to time.

(b) By this arrangement a member on carrying his membership card and on obtaining a letter of introduction signed by the Secretary/ Hony Secretary can make use of such Affiliated Clubs.

S.no. 3

(a) Club Quarters/suites are primarily intended for temporarily sheltering permanent members but when not so required, may be given to any other kind of member on condition that they shall vacate on short notice as and when so required by a permanent member.

(b) The residential Guest Rooms/ Transit Suites/ Quarters shall be allotted to all kind of members of club as per Register maintained by the Club for this purpose alone for a period not exceeding 7 (seven) days extendable to a period for 10(ten) days by the BOARD OF DIRECTORS or else ratify the action of the Hony Secretary of the Club. In case of extension, the BOARD



OF DIRECTORS shall be empowered to grant further period beyond 10(ten) days on the recommendations of the Hony Secretary on the merits of each case.....

This shall be operative with effect from 10 April 1996 and any member if in occupation of the accommodation in question shall be served with 30 days notice for its vacation. No further extension is permissible.

(c) In either of the above cases, member defaulting in vacating the quarter within the prescribed time shall be liable for termination of his membership. The BOARD OF DIRECTORS may suspend the said member and debar him from using Club facilities before recommending for the termination of his membership from the Club in the next AGM.

S.no. 4

(a) A register containing the names and correct addresses of all the permanent members shall be maintained by the Club.

(b) Whenever there is a change in the address of a member, the same should be notified in writing to the Secretary/ Hony Secretary by the member concerned.

S.no. 5

No game of hazard shall, on any account be played in the Club House. Any infringement of this rule shall result in serious disciplinary action as laid down in ANNEXURE XI, s.no. 3(a).

S.no. 6

The expenditure incurred on refreshment during the BOARD OF DIRECTORS meeting will be debited to Club Account as per actual expenditure subject to the financial ceiling decided by Board of Directors from time to time.



S.no. 7

A sum of Rs. 10.00 per month is to be charged from Defence officers and Class I Civil Gazette Officers and Rs. 15.00 per month from Civil Members through their bills each month towards "Employees Collection Box" This amount is to be distributed to staff as Bonus along with the collection of "Even Money" equal to one month's pay and dearness allowance of each employee as and when the funds have sufficient amount to meet this disbursement. If on the closing of the financial year, the collection in "Employees Collection Box and Even Money" does not equal to one month's pay of the staff, the deficiency if any shall be made up from the Club revenues.

S.no. 8

All dispute, differences and interpretations about Quarters / Suites arising out of or in respect of ANNEXURES , Articles of Association shall be referred to the CHAIRMAN of the Club as a sole Arbitrator whose decision shall be final and binding on the members.

S.no. 9

A sum of Rs. 10.00 (Rs. ten only) per month to be charged from all active members whose monthly bills are being prepared irrespective of their categories i.e. Mess Member, Defence/ Civil Class I and Civil Members etc, on account of "GARDEN FUND" through bills each month. The amount is to be expended for maintenance of Lawn/ Gardens.

S. no. 10

W.E.F 01-04-2022 Members are required to make payments for services being used including catering and bar facilities through their Smart Cards only

However payment for venue reservations and annual membership subscriptions can be made by any other payment modes also.

(APPROVED IN AGM HELD ON 29-12-2021)



ANNEXURE XIII

LOCAL AND OUTSTATION GUESTS

S.no. 1

- (a) Members can bring local guests of equal status to the Club, general members or such persons who can be received in general society, four days a month and 30 days in a year when his name should be duly registered in the visitor's Register.
- (b) The same guests cannot be brought in by another person during the same month exceeding 4 days.
- (c) No local guest will be permitted at any Club function, unless the function has been declared open by the BOARD and on conditions as laid down by the BOARD. They will not be permitted to take part in the Housie and playing cards.
- (d) The Guest charges from such host members introducing the guests will be as determined by the BOARD OF DIRECTORS from time to time.

S.no. 2

Outstation guests of the nature of visiting relations or intimate friends for whom the members bears the hospitality can be brought into the Club on a nominal payment to be decided by the BOARD from time to time. This privilege can be exercised for a maximum period of 15 days at a stretch. For extended use, special permission shall be needed of the BOARD or the CHAIRMAN. Their names should be duly registered each day in the register maintained for the purpose.

