260

MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE PELLAPORE SRI RAMA Kainkarya Sabha Triplicane.

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF THE

Pelapore Sri Rama Kainkarya Sabha, Triplicane.

Established in 1911.

Registered under Section 26 of the Indian Companies Act of 1913.

PRINTED AT THE SUCCESS PRESS,
TRIPLICANE.

1922

MEMORANDUM OF ASSOCIATION

OF THE

Pelapore Sri Rama Kainkarya Sabha.

1. The name of the association is the "Pelapore Sri Rama Kainkarya Sabha".

2. The registered office of the association will be situated in the Presidency of Madras.

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

   (*a*) the furtherance and facilitation of the interests of the temple of Sri Rama in the Pelapore village in Madurantakam Taluk, Chingleput District;

   (*b*) the undertaking of the execution of necessary repairs to and the celebration of the daily, monthly, quarterly and annual festivals of the said temple; and

   (*c*) the doing of all such other lawful things as are incidental or conducive to the attainment of the above objects.

4. The income and property of the association whencesoever derived shall be applied solely towards the promotion of the objects of the association as set forth in this memorandum of association and no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit to the members of the association.

Provided that nothing herein shall prevent the payment in good faith of remuneration to any officer or servant of the association or to other person in return for any services actually rendered to the association.

Provided further that no member of the Council of management or of the governing body of the association shall be appointed to any salaried office of the association or to any office of the asssociation paid by fees and that no remuneration shall be given by the association to any member of such council or governing body except repayment of out-of-pocket expenses and interest on money lent or rent for premises demised to the association.

5. The fourth paragraph of this memorandum is a condition on which a licence is granted by the Government to the association in pursuance of section 26 of the Indian Companies Act, 1913.

6. The liability of the members is limited.

7. Every member of the association undertakes to contribute to the assets of the association in the event of its being wound up during the time that he is a member, or within one year afterwards for payment of the debts and liabilities of the association contracted before the time at which he ceases to be a member, and of the cost, charges and expenses of winding up the same and for the adjustment of the rights of contributors amongst themselves provided that such amount does not exceed Rs. 100.

8. If upon the winding up or dissolution of the society there remains after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the association, but if and so far as effect can be given to the next provision, shall be given or transferred to some other institution or institutions having objects similar to the objects of the association, to be determined by the members of the association at or before the time of dissolution and in default thereof by the High Court of Judicature, Madras.

9. True accounts shall be kept of the sums of money received and expended by the association, and the matter in respect of which such receipt and expenditure take place and of the property, credits and liabilities of the association and subect to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations for the time being of the association, these accounts shall be open to the inspection of the members. Once at least in every year the accounts of the association shall be examined and the correctness of the balance sheet ascertained by one or more properly qualified auditor or auditors.

We the several persons whose names and addresses are subscribed are desirous of being formed into a company in pursuance of this memorandum of association.

12

Pelapore Sri Rama Kainkarya Sabha, Triplicane.

Incorporated Under the Indian Companies Act.

BY-LAWS.

Duties of the Office-bearers.

1. The President shall supervise all affairs and transactions connected with the Sabha. He shall preside over meetings and in his absence any other member present may be elected as chairman. He shall whenever necessary check the office and the Treasury of the Sabha and record his opinion in the book intended for the purpose.

2. The Secretary shall maintain the following registers, viz, subscription register, the admission register, the letter book, the receipt register, the despatch book, the letter file etc., He shall also maintain two books, one to note the members' suggestion and record their opinions and of the interested visitors, and the other to record his opinions in all matters connected with the Sabha. Besides these, he shall maintain a book to record his opinions about the inspection he may make of the accounts of the Treasurer and the Treasury.

3. The Secretary shall also prepare a list of the arrears of subscription and interest on loans and send the same to the Treasurer and the Agents for their collection before the 5th of every month.

4. He shall issue cash orders for each item of expenditure. In brief he shall be the principal officer to conduct and supervise all affairs of the Sabha.

5. The Treasuer shall collect the subcription, loan amounts, interests thereon, donations etc., and enter such collections and the amount remitted by the Secretary in the day book.

6. He shall also enter the amounts paid on cash order in the day book obtaining signature of the payee. The cash order after payment is to be sent to the Secretary signed by the Treasurer.

7. The Treasurer shall deposit and withdraw the money of the Sabha in the Savings Bank of the Indian Bank Limited, Triplicane branch in accordance with the rules. In brief, he shall duly carry out the instructions given from time to time and attend to all business of the Sabha.

8. The directors may if they think fit inspect the accounts of the Sabha and record their opinions in the book intended for the purpose.

9. The directors shall have to be present at each of the meetings and write their opinions on the papers that may be circulated to them without delay.

10. The Agents shall collect the arrears of subscriptions as per list funished to them by the Secretary, the loan amounts and the interest thereon and pass receipts therefor and remit the amounts so collected to Secretary before the 5th of each month.

11. The agents in the village shall receive proceeds due to the *Sabha* of the Veda-Vrithi and the Thirukarthikai Manyams and the other incomes of the Sabha and act up to the instructions of the Secretary. They shall also attend to all work in the village belonging to the Sabha.

Loans

12. Every member of the Sabha is entitled to the grant of loan from the funds of the Sabha provided that no loan shall be granted to any member within six calender months from the date of application for loan. The directors however shall have power to grant loan to members even within the said period on sufficient reasons.

15

13. All applications for loan shall be addressed to the Secretary and shall be in such form as may be prescribed by the directors from time to time and obtainable at such price as they may fix.

14. Loans may be disbursed on the execution of a joint promissory note, mortgage deed or such other documents as may be considered necessary by the directors.

15. A minimum loan that may be granted to a member shall be Re. 1 and the multiples thereof.

16. Mortgage loans may be granted on the mortgage of :—

(a) Government Promissory notes.

(b) Jewels, gold and silver coins, gold and silver vessels and bullions.

(c) Immoveable property consisting of buildings, gardens, fields or grounds situated in the villages of Pelapore, Myoore, Attiyoore in the Madurantakam Taluk and Kaliapettai village, in the Conjeevaram Taluk, Chingleput District.

17. When the property is offered as security for loan, the applicant for the loan shall pay in advance a valuation fee and bond fee according to the scale prescribed by the directors by by-laws framed in this behalf and in the case of loans on immovable property, also the carriage expenses of the estimators and surveyors.

18. For every rupees one hundred and part thereof of the loan applied for, such bond fee shall be one anna, and such valuation fee shall not exceed ten annas and eight annas according to the valuation is in respect of the moveables and immovables respectively.

19. The Government Promissory notes, jewels, gold, and silver vessels, and bullion proposed to be mortgaged and the title deeds and other documents relating to the properties proposed to

be mortgaged shall be deposited along with the application for the loan except where it is to discharge a prior mortgage.

20. When the Government Promissory notes are mortgaged, the loan granted shall not exceed 75% of the nominal value or 90% of the market value of such promissory notes, whichever is the smaller amount.

21. The applicant shall have the notes endorsed in favour of the Sabha and shall comply with such other by-laws as the directors may frame in this behalf. The notes shall be re-delivered to the borrower endorsed by the trustees, when the loan is cleared.

22. When an application is made on mortgage of jewels, gold and silver vessels, coins and bullions, the jewels or other properties above mentioned shall be estimated by the jewel appraiser of the Sabha, who shall report their estimated value and certify to the correctness of the description and estimate of the properties to be mortgaged. The directors may, if necessary, have the valuation checked by one or two members appointed by them as surveyors, who shall also certify to the correctness of the description and estimate of the properties to be mortgaged. A loan not exceeding 75% of the valuation adopted by the directors may be granted to the applicant on his complying with such by-laws as the directors may frame in this behalf, and the loan shall be disbursed only after the applicant has given possession of the property on the security on which money is to be advanced.

23(a). In the case of immovable property, the mortgage shall always be a mortgage with possession and be also a first mortgage, unless the prior mortgage is in favour of the Sabha.

(b) The director shall have the property estimated by the Sabha estimator who shall give a plan and estimate of the property according to the data to be fixed by the directors from time to time in this behalf; and the plan and estimate shall be checked by two members who shall be appointed by the directors as surveyors and who shall submit a report as to the correctness of the plan and valuation as the result of any local enquiries that may be made as regards the titles of the mortgagor.

24. The loan granted shall not exceed 75% of the value adopted by the directors nor exceed Rs. 2,000 on the security of one single property. The applicant and such other persons as the directors may require shall execute and register a mortgage deed and such other documents as the directors may consider necessary. The directors may also enquire the mortgagor to produce the attestation to the document of any person or persons whose attestations they may consider desirable. The loan shall be disbursed only after the applicant has given possession of the properties and the title deeds thereof on the security of which money is to be advanced.

25. The estimator shall be responsible for the correctness of the plan and estimate, the appraiser for the correctness of the description and the valuation of the property to be mortgaged, and the surveyer for the correctness of their report or valuation, as the case may be.

26. If either the valuation of the property by the estimator or the appraiser or the report of the surveyers on the valuation, be considered unsatisfactory by the directors, it shall be competent to them to fix the valuation as they think proper on calling for, if necessary, a separate report as to valuation or other matter from two directors or other members to be appointed by them for the purpose, without any additional cost.

27. From the amount to be lent to the applicant all arrears of subscriptions, interests and other charges due from him up to date of the loan shall always be deducted.

28. If the amount of any loan granted be less than the amount of loan applied for, the applicant shall be entitled to a refund of fees paid by him in excess. But if an applicant for loan withdraws his application he may be allowed a refund of so much of the fees paid by him as the directors may fix.

29. Members who have taken a loan from the Sabha and wish to repay the same in part shall be allowed to do so, provided the amount so repaid does not consist of fractional parts of a rupee.

General Provisions for Loans.

30. In granting loans, priority shall be given in the order of the applications provided they are ready for payment.

31. The directors may allow any member who has taken a loan on mortgage of any property to get such property released from the mortgage on his substituting as security any other property which the directors may consider sufficient. All expenses incidental to and caused by the substitution of the security shall be borne by the member.

32. A member who has taken a mortgage loan shall be entitled to get the mortgage property released at any time during the currency of the loan on payment of the Principals and all subscriptions and interest on loan with default interest, if any, due up to date of payment.

33. Members who have mortgaged their premises to the Sabha and who desire to make any alteration, addition, or improvement to them, shall be allowed to do so at their own expense but only with the previous sanction of the directors and subject to such terms and conditions as they may impose. Should any such member fail to obtain such sanction or to confirm to the terms and the conditions imposed by the directors, he shall be liable at once to be proceeded against for the recovery of the full amount due by him, unless the directors otherwise decide.

34. The alterations and additions and improvements to the mortgaged premises, whether made with or without sanction of the directors, shall also be security for the loan.

35. Whenever the directors find reason to believe that properties mortgaged with the Sabha either have suffered or are suffering or are soon to suffer deterioration in value to the prejudice of the interest of the Sabha, they shall cause the secretary to issue a notice to the mortgagor calling upon him to improve his securities to their satisfaction. On the mortgagor failing to do so he shall be liable at once to be proceeded against for the recovery of the full amount due by him unless the directors otherwise decide. When a mortgaged loan is discharged, the directors may, if they think fit, retain title deeds or the properties mortgaged if the member concerned owes another debt to the Sabha under the same or any other member and is, in the opinion of the directors, the security for such debt is or has become insufficient.

36. If the state of the Sabha do not allow the payment at once of the whole amount of the loan sanctioned for any member, the bond shall nevertheless be taken for the whole amount and such sum as can be spared shall from time to time be paid to him and until they come to the whole amount.

37. The President, the Secretary and the Treasurer shall be entitled to any loan from the Sabha.

38. The loans on joint pro-note shall only be granted to the extent of hundred rupees.

Interest.

39. In all transactions of the Sabha, interest shall be charged by the month in favour of Sabha, portions of the month being treated as full month and shall be at the following rates:—

(a) Two pies per rupee per month on the amount of all loans outstanding at the end of every month.

(b) Two pies per rupee per month on the amount of arrears of interest on loans.

(c) The interest shall be payable monthly on or before the last day of the month following that for which it has accrued. The default interest shall itself bear no interest.

(d) The directors, may on sufficient grounds reduce the rate of interest or fix period of payment of the same when the amount of loan is above Rs. 100.

40. In the case of all loans, interest shall be charged for the month in which the loan is disbursed and also for the month in which loan is repaid unless the repayment is made in the month of disbursement. If any member to whom loan is granted by the Sabha makes default in payment of interest thereof consecutively for four months, the Secretary shall take such steps as are necessary to recover the same from him.

Appropriation.

41. When a member of the Sabha to whom the loan is advanced repays any sum to the Sabha, it shall be appropriated in the following order :—

Firstly :—towards the subscription.

Secondly :—to fees due by him on account of notices issued to him by the directors either directly or through a lawyer.

Thirdly :—towards the interest on his debt.

Fourthly :—towards the payment of his debt.

Defaulters

42. No notice shall be taken against a defaulting member before the expiry of one month after notice of such default has been issued to him.

43. When a mortgaged loan of any description has become payable, the directors shall be at liberty to sell the mortgaged property either by public auction or by private sale at any time they may deem fit to do so, after giving to the mortgagor such notice as is required by law. The money arising from the sale shall unless otherwise provided in the instrument of mortgage, be applied first, in payment of all costs, charges and expenses in-

curred by the Sabha as incidental to the sale or attempted to sale or both ; secondly in discharge of the mortgage money and cost and other money, if any, due under the mortgage, and thirdly in discharge of any other claims of the Sabha outstanding against the mortgagor ; and the residue due if any shall be paid to the mortgagor or to other persons entitled to receive the same.

44. When the net proceeds of any such sale are insufficient to recoup the debt due by the mortgagor either under or in connection with the mortgage, the mortgagor shall be liable to pay the difference.

45. The directors may without exercising in the first instance the power of the sale conferred on them institute for sufficient reasons to be recorded in writing at a meeting, legal proceedings for the recovery of the mortgage debt from the mortgagor personally, and by the sale of the mortgaged property and otherwise. The cost of such legal proceedings shall be a charge on the property mortgaged.

Funds of the Association.

46. *Income from the permanent members*. The ordinary member who pays a monthly subscription of four annas and two annas may become a permanent member of the Sabha by paying Rs. 25 and Rs. 12/8 respectively, whether in one sum or in five instalments, provided that this shall not prevent any person becoming a permanent member of the Sabha even on the date of his admission.

47. *Income from the village*. From the SEER-PADAL money during the marriage in the village, from the ALWAR EMBERUMANAR and MANAVALAMAMUNIGAL sambavanas from ASEERVADAMS etc., from the fixed customary amounts due from the non-brahmins and the panchamas of the village during the marriage occasions and from the proceeds of the VEDAVRITHI MANYAM and the THIRUKKARTHIKAI MANYAM which are in possession of the Sabha and from the GOSHTI DHAKSHANAI.

Safe custody.

48. The treasurer is empowered to keep with him a sum not exeeding Rs. 5 and any sum exeeding five and multiple thereof be deposited in the savings bank accounts of the Indian Bank, Limited, Triplicane Branch, in the joint names of the President and the Secretary of the Sabha, provided that no except the President and the Secretary of the Sabha shall be empowered to withdraw the sum from the Bank.

49. The Government Promisory notes, jewels, gold and silver coins, gold and silver vessels, bullions, Promisory notes, bank pass books and such other books, papers and valuable securities of the Sabha shall be kept in the custody of the Treasurer, the Secretary and the President.

Expenses

50. The Secretary shall have power to spend one rupee per month for contingent charges, one rupee each month for PUNARVASU THIRUNAKSHATHIRAM, up to fifteen rupees for each year for the THIRUKKARTHIKAI UTHSAVAM, six rupees for each year for SRIRAMANAVAMI ninthday morning festival, up to fifteen rupees for each year for the annual meeting expenses, and to pay government kist for THIRUKKARTHIKAI and VEDAVRITHI MANYAMS.

51. The directors shall have power to spend such amount as are necessary for the realization of the pro-note amounts, registered mortgage document amounts etc., that may be transferred to the Sabha by any person towards subscription, donation, permanent membership or capital for permanent kainkaryam. The directors shall have power also to spend up to one hundred rupees for a year towards any kainkaryam they may think best.

Inspection by members.

52. Any member shall have power to inspect the accounts of the Sabha with a previous notice of a day to the Secretary and may note the result of his inspection in the book intended for the

NAMES.	ADDRESSES.	DESCRIPTION OF SUBSCRIBERS.
1. V. M. L. Narasimhacharya	No. 11 Tholasingaperumal Koil Street, Triplicane.	President of the Sabha. Life member: Paid Rs. 12-8-0
2. P. K. Srinivasachariar	No. 4 Peyalwar Koil Street, Triplicane.	Secretary of the Sabha, paying a monthly subscription of Rs. 0-4-0
3. P. M. Gopalachariya	No. 13 Do	Treasurer of the Sabha, Life member paid Rs. 25-0-0
4. P. S. Parthasarathy Ayyangar	No. 11 Tholasingaperumal Koil Street, Triplicane.	Director, paying a monthly subscription of Rs. 0-4-0
5. P. T. Srinivasachari	No. 87 Do	do.
6. A. Varadachary	No. 11 do	Director, paying a monthly subscription of Rs. 0-2-0
7. P. M. Varadachari	No. 3 South Mada Street, Triplicane.	Diriector, paying a monthly subscription of Rs. 0-4-0.

Witness to above noted signatures.

R. VEERARAGHAVA CHARIAR,

1/4-c, Chengalvaraya Mudaly St.

Triplicane, Madras.

5th July 1921.

ARTICLES OF ASSOCIATION

OF THE

"Pelapore Sri Rama Kainkarya Sabha,"

TRIPLICANE.

Number of Members.

1. The association for the purpose of registration is declared to consist of 100 members.

2. The directors hereinafter mentioned may, whenever the business of the association requires it, register an increase of members.

Definition of Members.

3. Every Hindu not being a Panchama or lunatic or idiot shall be deemed to have agreed to become a member of the association, who pays at least a month's subscription in pursuance of the regulations hereinafter mentioned.

General meetings.

4. The first general meeting shall be held at such time not being less than one month nor more than three months after the incorporation of the association and at such place as the directors may determine.

5. A general meeting shall be held once in every year at such time (not being more than fifteen months after the holding of the last preceding general meeting) and place as may be prescribed by the association in general meeting or in default at

such time in the month following that in which the anniversary of the Company's incorporation occurs and at such place as the directors shall appoint. In default of a general meeting so held a general meeting shall be held in the month next following and may be called by any member in the same manner as nearly as possible as that in which meetings are to be called by the directors.

6. The above mentioned general meetings are called ordinary meetings; all other meetings shall be called extra-ordinary.

7. The directors may, whenever they think fit, and shall on a requisition made in writing by any five or more members call an extra-ordinary general meeting.

8. Any requisition made by the members must state, the object of the meeting proposed to be called and must be signed by the requisitionists and deposited at the registered office of the association.

9. On receipt of the requisition the directors shall forthwith proceed to call a general meeting. If they do not proceed to cause a meeting to be held within 21 days from the date of the requisition being so deposited, the requisitionists or any other five members may themselves call a meeting.

Proceedings at General meetings.

10. Fourteen days' notice at the least, specifying the place, the day and the hour of meetings shall be given to the members in manner hereinafter mentioned, or in such other manner (if any) as may be prescribed by the association in general meeting. But the non-receipt of such a notice by any member shall not invalidate the proceedings at any general meeting.

11. All business shall be deemed special that is transacted at an extra-ordinay meeting and all that is transacted at an

ordinary meeting with the exception of the consideration of the accounts, balance sheets and the ordinary report of the directors and auditors, the election of directors and other officers in the place of those retiring and the fixing of the remuneration, if any, of the auditors.

12. No business shall be transacted at any meeting unless a quorum of members is present at the commencement of the business. The quorum shall for the purpose of the directors' meeting be four, and for the general meeting be not less than ten.

13. If within one hour from the time appointed for the meeting a quorum of members is not present, the meeting if called on the requisition of the members shall be dissolved. In any other case, it shall stand adjourned to the same day in the two weeks succeeding thereto and if even at such adjourned meetings a quorum of members is not present, the meeting shall be adjourned *sine die*.

14. The chairman, if any, of the directors shall preside as chairman of every general meeting of the association.

15. If there is no such chairman, or if at any meeting he is not present at the time of holding the same, the members shall choose one of their number to be chairman of that meeting.

16. The chairman may, with the consent of the meeting, adjourn the meeting from time to time and place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

17. At any general meeting, unless a poll is demanded by at least three members, a declaration by the chairman that a resolution has been carried and the entry to that effect in the book of proceedings of the association shall be conclusive evidence of the fact, without proof of the member or propriety of the votes recorded in favour of or against the resolution.

18. If a poll is demanded in manner aforesaid the same shall be taken in such manner as the chairman directs and the result of the poll shall be deemed to be the resolution of the meeting at which the poll is demanded.

Votes of Members.

19. Every member shall have one vote and no more.

20. No member shall be entitled to vote at any meeting unless all moneys due from him to the association have been paid.

Business of the Association.

21. The business of the association shall ordinarily be conducted by a Board of Directors, consisting of the President, the Secretary, the Treasurer and four other ordinary members of the association.

Directors.

22. Until directors are appointed in the firt general meeting after the incorporation of the Company the subscribers of the memorandum of association shall for all the purposes of the Indian Companies Act, 1913 be deemed to be directors.

23. The directors shall be elected by the association in meeting under the regulations hereinafter mentioned.

Powers of Directors.

24. The business of the association shall be managed by the directors, who may exercise all such powers of the association as are not by the Indian Companies Act, 1913 or by any statutory modification thereof for the time being in force or by these articles, require to be exercised by the association in general meetings but no regulation made by the association in general meeting shall invalidate any prior act of the directors which would have been valid if that regulation had not been made.

Rotation of Directors.

25. The President and the Secretary shall hold office for three years, the Treasurer for two years and the other four members for a year from the date of election in general meeting.

26. A retiring director shall be eligible for re-election.

27. The association at the general meeting at which a director retires in manner aforesaid may fill up the vacated office by electing a person thereto.

28. If at any meeting at which an election of directors ought to take place, the places of the vacating directors are not filled up, the meeting shall stand adjourned till the same day in the next week at the same time and place and if at the adjourned meeting the places of the vacating directors are not filled up, the vacating directors or such of them as have not had their places filled up shall be deemed to have been re-elected at the adjourned meeting.

29. The association may, from time to time in general meeting increase or reduce the number of directors and may also determine in which rotation the increased or reduced number is to go out of office.

30. Any casual vacancy occurring on the Board of Directors may be filled up by the directors, but the person so chosen shall be subject to retirement at the same time, as if he had become a director on the day on which the director in whose place he was appointed was last elected a director.

31. The directors shall have power at any time and from time to time to appoint a person as an additional director, who shall retire from office at the next following ordinary general meeting but shall be eligible for re-election by the association at that meeting as an additional director.

32. The association may, by extra-ordinary resolution remove any director before the expiry of his period of office and

may, by an ordinary resolution appoint another person in his stead, the person so appointed shall be subject to retirement at the same time as if he had become a director on the day on which the director in whose place he is appointed was last elected a director.

Proceedings of Directors.

33. The directors may meet together for the despatch of business, adjourn and otherwise regulate their meeting as they think fit. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes, the President shall have a casting vote. A director may and the Secretary at the requisition of a director shall, at any time summon a meeting of directors.

34. The quorum of a meeting for the transaction of the business of the directors may be fixed by the directors and unless so fixed shall (when the number of directors exceeds three) be three.

35. The continuing directors may act notwithstanding any vacancy in their body, but if and so long as their number is reduced below the number fixed by or pursuant to the regulations of the association as the necessary quorum of the directors, the continuing directors may act for the purpose of increasing the number of directors to that number or of summoning a general meeting of the association but for no other purpose.

36. The Directors may elect a chairman of their meetings and determine the period for which he is to hold office; but if no such chairman is elected or if at any meeting the chairman or the President is not present within five minutes after the time appointed for holding the same, the directors may choose one of their number to be chairman of the meeting.

37. The directors may delegate any of their powers to committees consisting of such member or members of their body as they think fit; any committee so formed shall in the exercise

of the powers so delegated, conform to any regulations that might be imposed on them by the directors and regulate their proceedings and meetings in accordance with the provisions of articles 33 and 36 *supra*.

38. All acts done by any meeting of the directors, or of a committee of directors or by any person acting as a director shall notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such directors or persons acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a director.

Accounts.

39. The directors shall cause true accounts to be kept;
(*a*) of the sums of money received and expended by the association and the matter in respect of which such receipt and expenditure take place; and
(*b*) of the assets and liabilities of the company.

40. The books of accounts shall be kept at the registered office of the company or at such other place or places as the directors think fit and shall always be open to the inspection of the directors.

41. The directors shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the association or any of them shall be opened to the inspection of members not being directors and no member (not being a director) shall have any right of inspecting any account or book or document of the association except as conferred by law or authorised, by the directors or by the association in general meeting.

42. Once at least in every year the directors shall lay before the association in general meeting a profit and loss account for

the period since the preceding account or since the incorporation of the association made up to a date not more than six months before such meeting.

43. The profit and loss account shall show, arranged under the most convenient heads, the amount of gross income distinguishing the several sources from which it has been derived and the amount of gross expenditure distinguishing the expenses of the establishment, salaries and other like matters. Every item of expenditure fairly chargeable against the year's income shall be bought into account so that a just balance of profit and loss may be laid before the meeting and in cases where any item of expenditure which may in fairness be distributed over several years has been incurred in any one year, the whole amount of such item shall be stated with the addition of the reasons why only a portion of such expenditure is charged against the income of the year.

44. A balance sheet shall be made out in every year and laid before the association in general meeting made up to a date not more than six months before such meeting. The balance sheet shall be accompanied by a report of the directors as to the state of the affair of the association and the amount if any, which they have then in reserve.

45. A copy of the balance sheet and report shall seven days previously to the meeting be sent to the persons entitled to receive notices of general meeting in the manner in which notices are to be given hereunder.

46. The directors shall in all respects comply with the provisions of sections 130 to 135 of the Indian Companies' Act 1913 or any statutory modification thereof for the time being in force.

Funds of the Association.

47. The funds of the association shall be recouped every year from the subscriptions paid by the members ranging from

two annas to four annas per head per month from the donations, if any, made to the association by interested devotees.

Audit.

48. Auditors shall be appointed and their duties regulated in accordance with sections 144 and 145 of the Indian Companies Act, 1913, or any statutory modification thereof for the time being in force and for that purpose the said sections shall have effect as if "first general meeting" were substituted for "statutory meeting".

Notices.

49. A notice may be given by the Company to any member either personally or by sending it by post to him to his registered address.

50. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, pre-paying and posting a letter containing the notice and unless the contrary is proved, to have been effected at the time at which the letter would be delivered in the ordinary course of post.

I. V. Parathasarathy Ayyangar, B.A., B.L., High Court Vakil certify that the memorandum and articles of Association of the PELAPORE SRI RAMA KAINKARYA SABHA have been drawn up by me in compliance with the requirements of Indian Companies Act 1913.

MADRAS,
Dated
5th July 1921.

V. PARTHASARATHY AYYANGAR,
High Court Vakil,
No. 3, Singaracharíar Street, Triplicane