

BACK PAPERS.

G.O.	No.	Department.	Date.	G.O.	No.	Department.	Date.

FURTHER PAPERS.

G.O.	No.	Department.	Date.	G.O.	No.	Department.	Date.
	2605		198				

From

J. W. Munnick Esq.
Cotacamund

No.

Dated 28. 10-98
Recd 3-11-98
Repd 4-11-98

Subject

Forw. Memorandum &
Articles of Assoc. of
the Cotacamund Gym.
khana Club & Regd.
Association to register the
same

26/11

He writes on 30. 8. 94 and
says for 30. 11. 94. (m)

CURRENT NO. 5203

Ind.

30037 of 8. 12. 94.
2637 of 8. 4. 94
2668 of 22. 12. 93
2860 of 15. 4. 93
1951 of 25. 9. 93
2537 of 14. 12. 91
2865 of 18. 11. 91
278 of 20. 2. 89.

For orders

As to whether the club may be
registered?

The memorandum of
assoc. is verbally identical
(except in parts where the fact
that the Club is to promote
sport & not only social
intercourse necessitates alterations)
with that of the Ooty &
Malabar Clubs which
have already been registered.
(Please see notes & orders in
G.O. 673. Ind. 1. 4. 95)

Submitted that the Club
may be registered & a licence
issued.

Franks 21/11/95.

21/11/95

22/11

ARTICLES OF ASSOCIATION
OF THE
OOTACAMUND GYMKHANA CLUB.

PRELIMINARY.

1. In these regulations, unless there may be something in the subject or context inconsistent therewith, "special resolution" and "extraordinary resolution" have the meanings assigned thereto respectively by the Indian Companies' Act 1882, (Sections 77 and 173). "The office" means the registered office for the time being of the Club. "Month" means calendar month. "In writing" means written or printed, or partly written and partly printed. Words importing the singular number only, include the plural number and *vice versa*. Words importing the masculine gender include the feminine.

MEMBERS.

2. For the purpose of registration the Club is declared to consist of 300 members. But the Committee for the time being may, whenever the business of the Club requires it, register an increase of members.

3. Gentlemen in Her Majesty's Services and others moving in general society may, subject to the following regulations, become members of the Club.

4. Members of the Club under its former construction shall become members of the Club on application.

5. The Governor of Madras, the Lieut.-General Commanding the Forces, and the Chief Justice of the High Court respectively for the time being shall be entitled to become members of the Club during their tenure of such offices respectively without ballot, but on the same conditions as other members in every other respect. Any distinguished visitor to Ootacamund may also be admitted as a member without ballot at the discretion of the Committee, but otherwise on the same conditions as other members.

6. Every candidate for membership of the Club shall sign and deliver to the Honorary Secretary an application in the form or to the effect following:—

To

The Committee of the Ootacamund Gymkhana Club.

Gentlemen,

I desire to become a member of the Ootacamund Gymkhana Club and I hereby authorize you, in the event of my being elected, to enter my name in the register of the members of the Club.

Dated this

day of

18

Name in full, Address, Signature.

7. Any one wishing to join the Club as a member or subscriber must be proposed and seconded by a member and elected by the Committee by ballot, one black ball in five excluding.

8. Notice of withdrawal from the Club shall be given in writing to the Honorary Secretary. No member shall be allowed to withdraw whilst in debt to the Club, or pending an investigation of an infringement of a regulation.

9. Members of the Club residing in Ootacamund shall pay in advance an annual subscription from the 1st of March in each year. Members of the Club under its former constitution who have paid their subscription for the current year shall pay further annual subscription only as from the 1st day of March, 1896.

10. The subscription of members of the Club shall be fixed by a General Meeting of the Club. The Committee may admit subscribers, at such rates of subscription as may be determined upon at a General Meeting of the Club, for periods not exceeding two months in any one year in each case. Subscribers shall not vote at Meetings, nor be eligible for election as members of the Committee.

11. The subscription of a *Member* or *Subscriber* entitles all the *bona fide* Members of his own household, living with, and dependent on him, and also *bona fide* guests staying in his house on a visit of not longer than 5 days,

to the benefits of the Club, but where independent *Members* of the same family live together, they must pay separately. Every doubtful case will be decided on its own merits by the General Committee.

12. Any elected *Member* who pays a donation of Rs. 200 shall be a Life *Member* of the Club.

The General Committee shall have power to make Special Arrangements as regards subscriptions to be paid by the Staff, Depot, and Regiment, Wellington.

13. Payment of subscription or any part thereof shall be tantamount to acquiescence in all the regulations of the Club.

THE COMMITTEE.

14. [The affairs of the Club shall be managed by a General Committee consisting of a President, a Vice-President, and not less than 18 Members, one of whom shall be Honorary Secretary, and one Honorary Treasurer, or these two offices may be united.]

"The Members of the Committee shall be elected by the Members at the Annual General Meeting. With a view to keeping up the strength of the Committee throughout the year, the Committee shall fill up temporary vacancies as they occur. Until the first General Meeting in the year 1896. The following shall be the members of the Committee:—

PRESIDENT.

H. E. LIEUT.-GENL. C. MANSFIELD CLARKE.

VICE-PRESIDENT.

MAJOR-GENL. J. A. TILLARD.

HONORARY SECRETARY.

K. DEIGHTON, Esq.

GENERAL COMMITTEE.

GENL. R. ALEXANDER.	MAJOR R. G. KEKEWICH.
CAPT. F. R. BINGHAM.	R. KINDERSLEY, Esq.
C. H. B. BURLTON, Esq.	E. KINDERSLEY, Esq.
W. E. CLARKE, Esq.	COL. LIARDET.
COL. J. T. CUMMINS.	C. F. McCARTIE, Esq.
F. DENE, Esq.	J. W. MINCHIN, Esq.
CAPT. RICH.	J. D. REES, Esq.
G. HAMNETT, Esq.	COL. G. SIMPSON.
CAPT. HON. E. BARING.	LORD D. COMPTON.
SURG.-CAPT. RUSSELL.	SURG.-GENL. McVITTIE.
CAPT. CAVAYE.	P. J. ROSE, Esq.
H. IRWIN, Esq.	H. WAPSHARE, Esq.
W. L. EDMISTON, Esq.	H. P. HODGSON, Esq.
M. YOUNG, Esq.	G. OAKES, Esq.

15. The Committee may exercise all such powers of the Club as are not hereby required to be exercised by the Club in General Meeting, but no regulations made by the Club in General Meeting shall, notwithstanding anything contained in the following article, invalidate any prior act of the Committee which would have been valid if such regulation had not been made.

16. Any decision of the Committee may be annulled or modified by an extraordinary General Meeting of the

members of the Club, but until so annulled or modified shall be final.

17. The Committee shall have power to make such bye-laws from time to time for the management of the Club as they may deem requisite and as are not inconsistent with these regulations.

18. The General Committee shall appoint separate Sub-Committees from among their number to manage the various Sports and Games, subject to their general direction. Each Sub-Committee shall consist of not less than 3, of whom one shall be its Honorary Secretary.

19. The General Committee shall allot the funds of the Club to the various Sub-Committees for their respective Sports and Games, after providing for general expenses.

20. The Committee shall have the power of closing the Club premises at any time, and of lending them, or hiring them out to members of or subscribers to the Club.

21. The Committee shall decide all matters not provided for in the regulations or the bye-laws, and shall take such measures, not inconsistent with the regulations or the bye-laws, as they may deem necessary for preserving the harmony and upholding the character of the Club.

22. The bye-laws until varied, modified, or annulled by the Committee, or by a resolution of an Extraordinary General Meeting shall have the force of the regulations of the Club.

23. The General Committee shall meet at least once a Quarter, when they shall audit the accounts; and as much oftener as may be necessary. The Honorary Secretary shall convene a Meeting at any time, on a requisition signed by 3 of its *Members*.

Three days notice shall be given of all Meetings of the General Committee.

24. Any five members of the Committee present at a meeting shall form a quorum. The decision of a majority of those present at a meeting of the Committee shall be binding. In the event of the votes being equal, the President or the Chairman shall have a casting vote. The Committee may act notwithstanding any vacancy in their body, provided that the number of the Committee be not reduced below six.

25. At all Sports and Games the decision of the Umpire or Judge must be accepted as final, but disputes on points beyond the province of the Umpire or Judge shall be referred by the particular Sub-Committee to the General Committee, whose decision shall be final.

CONDUCT OF MEMBERS.

26. In the event of a member of the Club infringing a regulation or a bye-law of the Club, it shall be the duty of the Honorary Secretary to bring such fact to the notice of such member, and to report the matter to the Committee.

27. The General Committee shall have the absolute power of calling upon any *Member* or *Subscriber* of the Club to resign whose conduct shall in their opinion render that course desirable, and in the event of his declining to do so, shall expel him from the Club.

28. All debts to, or connected with, the Club must be settled within the month on which the claims are presented. A *Member* or *Subscriber* failing to so settle a debt shall be at once written to, under registered cover, by the Honorary Secretary, and if the debt is not settled within ten days of the date on which such letter would in ordinary course of post be received, the Honorary Secretary shall lay the matter before the General Committee.

GENERAL MEETINGS.

29. The first general meeting of members of which fifteen days' previous notice shall be given shall be held at such time not being more than four months after the registration of the memorandum of association of the Club and at such place as the Committee may determine, and subsequent general meetings shall be held annually in the month of May on such day and at such time and place as the Committee may from time to time determine. At every such annual meeting the Committee shall lay before it in addition to the balance sheet a report on the affairs of the Club and an abstract of the accounts

Annual General meetings.

for the preceding year and an estimate of the receipts and disbursements for the current year. Fifteen days' notice at the least specifying the place, the day and the hour of meeting, and in case of special business the general nature of such business, shall be given to the members in the manner hereinafter prescribed for the service of notices, or in such other manner, if any, as may be prescribed by the members of the Club in general meeting, but the non receipt of such notice by any member shall not invalidate the proceedings at any general meeting.

30. The Committee may whenever they think fit and they shall upon a written requisition of any nine members of the Club convene an extraordinary general meeting, seven days' notice of such meeting being given. Every such requisition shall state clearly the subjects to be laid before such general meeting and shall be hung up in the reading room of the Club for the abovementioned period of seven days and no subjects shall be discussed at such meeting save those specified in the requisition.

31. Upon the receipt of such requisition the Committee shall forthwith proceed to convene a general meeting. If they do not proceed to convene the same within twenty-one days from the date of the requisition the requisitionists or any other nine members may themselves convene a meeting.

Extraordinary General Meetings

PROCEEDINGS AT GENERAL MEETINGS.

32 Any subject of which seven days' previous notice shall have been given may be discussed at any ordinary general meeting and shall be decided by the votes of the majority of members present at such meeting, but no regulation shall be altered or cancelled nor any new regulation established except by a special resolution.

33 All business shall be deemed special that is transacted at an extraordinary general meeting, and all that is transacted at an ordinary general meeting, with the exception of the consideration of the accounts, balance sheets and the ordinary report of the Committee.

34 No business shall be transacted at any general meeting unless a quorum of members is present at the commencement of such business, such quorum shall consist of not less than fifteen members of the Club present in person at the meeting.

35 If within half an hour from the time appointed for the meeting a quorum of members is not present, the meeting if convened upon the requisition of the members shall be dissolved. In any other case it shall stand adjourned to the same day in the following week at the same time and place, and if at such adjourned meeting a quorum of members is not present it shall be adjourned *sine die*.

Chairman. 36 At every general meeting of the Club the Chairman shall be chosen by the members present.

37 The Chairman may with the consent of the meeting adjourn any meeting from time to time and from 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.

38 At any general meeting unless a poll is demanded by at least five members a declaration by the Chairman that a resolution has been carried and an entry to that effect in the book of proceedings of the Club shall be sufficient evidence of the fact without proof of the number or proportion of the votes recorded in favor of or against such resolution.

39 If a Poll is demanded in manner aforesaid the same shall be taken in such manner as the Chairman directs and the result of such poll shall be deemed to be the resolution of the Club in general meeting.

VOTES OF MEMBERS.

40 Every member shall have one vote and no more votes may be given either personally or by proxy or by attorney. Proxies shall only be allowed at general meetings convened for purposes specified in Section 76 of the Indian Companies' Act.

Votes. Proxies
when allowed.

41 The instrument appointing a proxy shall be in writing under the hand of the appointor. No person shall be appointed a proxy who is not a member of the Club and qualified to vote, but any person authorised by the power of attorney of a member to vote may appoint a member of the Club the proxy of the member granting such power of attorney.

42 The instrument appointing a proxy duly stamped and witnessed must be lodged in the hands of the Secretary at least forty-eight hours before the time of holding the meeting at which the person named therein proposes to vote.

Questions decided not to be re-opened for 6 months.

43 No question decided at a general meeting shall be re-opened at any subsequent meeting until after the expiration of six months.

ACCOUNTS.

44 The Committee shall cause true accounts to be kept of the monies received and expended by the Club, and of the matter in respect of which such receipt and expenditure has occurred, and of the assets, credits and liabilities of the Club.

45 The accounts shall be closed on the thirty-first day of December in each year and a balance sheet containing a summary of the property and liabilities of the Club on that day shall be made out.

46 Seven days before each annual meeting the accounts for the year ending with the thirty-first day of December last preceding such meeting with all vouchers and receipts and also the balance sheet shall be examined by the auditors who shall report thereon to such meeting.

NOTICES.

47 A notice may be served by the Club upon any member either personally or by sending it through the post in a prepaid letter addressed to such member at his registered address or by advertisement in any newspaper.

48 Any notice sent by post shall be deemed to have been served at the time when the letter containing the same would be delivered in the ordinary course of the post and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the post office.

OOTACAMUND GYMKHANA CLUB

MEMORANDUM OF ASSOCIATION.

First.—The name of the Club is The Ootacamund Gymkhana Club.

Second.—The registered office of the Club will be situate in Ootacamund.

Third.—The objects for which the Club is established are:—

1. To provide a Club for the accommodation of members and their friends and the encouragement and management of sports and games.
2. Generally, to purchase, take on lease or in exchange, hire, or otherwise acquire any immoveable or moveable property, and any rights or privileges which the Club may think necessary or convenient for the purpose for which it is established.
3. To invest and deal with the monies of the Club, not immediately required upon such securities and in such manner as may from time to time be determined.
4. To raise money in such manner as the Club shall think fit, and in particular by the issue of debentures,

or debenture stock, perpetual or otherwise, charged upon all or any of the property of the Club, both present and future, including its guaranteed capital.

5. To pay off all existing debentures and other charges on the property to be acquired by the Club, and the debts and liabilities of the existing Ootacamund Gymkhana Club.

6. To make, accept, endorse and execute Promissory Notes, Bills of Exchange, and other negotiable instruments.

7. To sell, improve, manage, develop, lease, mortgage, dispose of, turn to account, or otherwise deal with all or any part of the property of the Club.

8. To construct, maintain and alter, any buildings or works necessary or convenient for the purposes of the Club.

9. To promote social intercourse amongst the members of the Club and their friends and encourage and manage sports and games.

10. To do all such other things as are incidental or conducive to the attainment of such objects.

11. The income and property of the Club, whencesoever derived shall be applied solely towards the promotion of the objects of the Club 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 persons who at any time were or have been members of the Club, or to any of them, or to any person claiming through any of them. Provided, that nothing herein contained shall prevent the payment in good faith or remuneration to any officers or servants of the Club or to any member thereof or other person, in return for any services rendered to the Club.

12. The eleventh paragraph of this memorandum is a condition on which a license is granted by the Local Government to the Club in pursuance of Section 26 of the Indian Companies' Act of 1882, Act No. VI of 1882. For the purpose of preventing any evasion of the terms of the said eleventh paragraph, the Local Government may from time to time on the application of any members of the Club impose further conditions, which shall be duly observed by the Club.

13. If the Club acts in contravention of the eleventh paragraph of this Memorandum, or any such further conditions, the liability of every member of the Committee of such Club shall be unlimited, and the liability of every member of the Club who has received any such dividend, bonus, or other profits as aforesaid shall be likewise unlimited.

14. Every member of this Club undertakes to contribute to the assets of the Club, in the event of the Club

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 Club, contracted before the time at which he ceases to be a member, and the costs, charges, and expenses of winding up the same and for the adjustment of the contributories amongst themselves such amount as may be required not exceeding rupees fifty.

15. If upon the winding up or dissolution of the Club there remains after the satisfaction of all its debts and liabilities any properties whatsoever, the same shall not be paid to or distributed amongst the members of the Club, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Club, to be determined by the members of the Club, at or before the time of dissolution, and in default thereof by such Judge of the High Court or of any court subordinate thereto as may have or acquire jurisdiction in the matter.

16. The Club shall be authorized to sue by its Honorary Secretary for the time being with the authority of the Committee.

CHIEF SECRETARY
3 NOV. 1895
GOVERNMENT OF

such party, whether for supplies, damages done, or any other matter shall be adjusted within one month of the party being given.

RULE IX.

1. The Secretary and Sub-Secretary shall draw on the Treasurer for money as they require it. After the close of each month, each Sub-Secretary shall send to the Secretary, a statement of all sums received and paid away by him during the past month, showing how the money has been expended.

2. This statement shall be accompanied by vouchers, such as receipted bills, certificates, &c., in support of all, and each payment.

3. The Treasurer shall keep a separate Ledger Account with each drawer and this together with the General Cash Book, shall be posted monthly by himself and the Secretary.

1895
Jed:
5203

CHIEF SECRETARY
3 NOV. 1895
GOVERNMENT OF MADRAS

NO. 5203

Colacacumud

29th October 1895

To the Hon. J. F. Price C.S.B.

Chief Secretary to Government
Fort St George

Sir,
With reference to Section 26 of the Indian Companies Act No VI of 1882. we have the honor to forward Memorandum and Articles of Association of the Colacacumud Bank Club, and to request that you will be good enough to obtain the sanction of the Government to register the Company with limited liability under the aforesaid Section - I have the honor to be

Sir, your obedient servant

J. N. Mincham

Papers to be read in proceedings:—

Again G.O., dated

189 , No.

Again G.O., dated

189 , No.

Current No. 5203 of 1895, dated 29 Oct, from Mr. Minchin, Ootacamund.

" "

" 189 , " , "

" "

" 189 , " , "

ORDER.

4 Dec 1895 No 2517

ms

Under the provisions of sec. 26 of the Indian Companies Act, 1882. H.E. the Gov. in Council is pleased to direct that "The Ootacamund Gymkhana Club" shall be registered with limited liability but without the addition of the word "limited" to its name. The following license will accordingly be issued:—

License.

Whereas the Ootacamund Gymkhana Club is an association which is registrable under the Indian Companies Act, 1882, as a limited company and whereas it has been proved to the satisfaction of the Gov. in Council that it is formed for the purposes set forth in the Memorandum of Association and that it is the intention of the Club to apply the profits and income of the association to promoting its purposes and that payment of any dividend to its members is prohibited by the rules

Admitted
3 months ago
the license is
valid for 3 months
from 1st Dec 1895

file of the Memorandum of Association,
 &c. the Gov. in Council is pleased to
 direct, under the provisions of Sec. 26 of the
 said Act, that the Ostacamuud Gymkhana
 Club shall be registered with limited
 liability but without the addition of the word
 'limited' to its name.

(From orders)

W. S. 11/95
 W. S. 11/95
 3/12/95

C. S.

mis

Registration of the Ostacamuud
 Gymkhana Club.

FROM ORDERS.

The Hon^{ble} Secretary, Osta. Gymkhana Club.
 O to write
 license.
 " Registrar Joint Stock Companies 3 P.T.O.
 " S. M. N. G. S. - 8 P.T.O.

Despt
 9/12

When given for copying _____
 When copied _____
 When examined _____
 When signed _____

189.

READ AGAIN G.O., No.
 189

DATED

CURRENT No.

ENCLOSURES TO G. No.

ORDER OF GOVERNMENT

A A A A A A A

LETTER OF GOVERNMENT.

STATEMENT WITH DITTO.

PAPERS NOT FILED UP, BEING MEANT FOR DESPATCH
 IN ORIGINAL.

N.B. -

A = Copy in full.
 B = Not to be copied.
 F = Copy abstract only.
 Q = Copy heading only.