

STATE GOVERNMENT EMBLEM

SEAL

CERTIFICATE REGARDING REGISTRATION OF SOCIETIES

(Travancore – Cochin Literary, Scientific and Charitable Act XII of 1955)

Sl. No. P -619/97

Year : 1997

I hereby certify that the Marthoma Development, Society (MDS) is hereby Registered today as per the Travancore–Cochin Literary, Scientific and Charitable Act XII of 1955.

I sign on today ie Tenth day of December One Thousand Nine hundred Ninety Seven.

Signed
10.12.1997
(Registrar of Societies)

District Registrar (GL)
Pathanamthitta

This is the true Translation of Certificate of Registration of Marthoma Development Society (MDS) form Malayalam to English



Alexander Philip
2016/23

ALEXANDER PHILIP
Advocate & District Notary
Pathanamthitta District
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P. M. MATHEW
Secretary
Marthoma Development Society
HERMON, ADOOR- 691 523

**MAR THOMA SYRIAN CHURCH
OF MALABAR
ADOOR DIOCESE**



**MAR THOMA DEVELOPMENT SOCIETY
HERMON ARAMANA, ADOOR (P.O)
PATHANAMTHITTA DIST. PIN 691 523**

**MEMORANDUM OF ASSOCIATION
&
RULES AND REGULATIONS**

**MAR THOMA DEVELOPMENT SOCIETY
MEMORANDUM OF ASSOCIATION**

(Reg. No. P-619/97)

- I The name of the society shall be "Mar Thoma Development Society". (The society shall be known in the abbreviated form as MDS).
- II The registered office of the Society shall, unless otherwise decided by the society, be at Hermon Aramana, Adoor, Pathanamthitta Dist., Kerala, PIN 691 523.
- III The area of operation of the society shall be the whole of India.
- IV The patron of the Society shall be the Metropolitan of Mar Thoma Syrian Church of Malabar with head-quarters at Thiruvalla and the President of the Society shall be the Episcopa of Adoor diocese of the Mar Thoma Syrian Church of Malabar with head-quarters at Hermon Aramana, Adoor in Pathanamthitta District, Kerala, PIN 691523.
- V. The aims and objects for which the society established are as follows:-
 1. To set up and run projects and institutions for the economic, social, educational, health and cultural development of weaker sections of the community especially women, children, handicapped and aged. The services of the Society shall be open to all without distinction of caste, creed, sex, religion etc..
 2. To affiliate any organisations or institutions with similar objects mentioned in sub-clause (i) above as units of Mar Thoma Development Society (MDS), which will carry on with its activities as independent bodies, with their own rules with accounts and administration. Such affiliated institutions shall be under the control and direction of MDS. The Governing Board shall have the authority to terminate the affiliation at its discretion.



3. To set up small-scale industries, agricultural, animal husbandry and agro-based industrial units for providing work and wage for the poor and needy. But the Society shall not run any business as prescribed under section 2(15) and the conditions stipulated under Section 11(4) and provisions to Section 80 G(5) (1) of the Income Tax Act.
4. To set up and run any school or schools, college or any higher education centres at any place, under any syllabus and to appoint teachers and other staff to the said institutions. Also to set up vocational guidance and training centre for the weaker sections of the society, especially for women and physically handicapped & mentally challenged.
5. To set up hostels or sheltered workshops for schools, colleges or any other educational centres, senior citizens, working women, destitutes, orphans, handicapped, aged and also to provide artificial limbs and such other special equipments and services for the needy.
6. To set up organizations for holding classes, job training, research work, competitive examinations, giving-away of awards & prizes etc. aimed at the overall development of the community.
7. To set up health centres for the poor and to impart basic health education through qualified staff and hold medical camps as well.
8. The Governing Board may set up Local Advisory Committees wherever necessary. They will perform such functions which are entrusted to them by the Governing Board.
9. To execute and register all deeds and documents necessary for any of the purposes aforesaid.
10. To receive grants, loans, subsidy or donations or other assistance from any funding agencies in India or abroad for the implementation of various activities and to work in partnership with them wherever necessary.
11. To receive grants, loans, subsidy or donation from the State and Central Government and also from quasi-government or autonomous organisations.

12. To accept donations from individuals within and outside the state as well as from parishes, dioceses and churches within and outside the country.
13. To invest money in such manner as may be decided from time to time, as per the provisions of section 11(5) read with section 13(1) (d) of the Income Tax Act.
14. To construct, look after and maintain buildings or vehicles required or used for the society for various activities connected with the Society.
15. Generally to do all such other things which are incidental or conducive to the attainment of all or any of the objects.
16. The Governing Board may also close-down any of the project or institution set up by it as and when necessary.

VI. Not for Profit

The Society shall not operate for profit and accordingly its net income after meeting all expenses and after setting apart such funds that may be determined by the managing committee at the end of each year to make payment of deposits accepted or loans raised or interest due shall be utilised solely for the promotion of the objects set forth in the Memorandum of Association or in the case of dissolution as legally decided. In such dissolution, provided however that nothing herein shall prevent the payment in good faith of actual travelling expenses to any member of the Managing Committee attending the meeting of the Managing Committee or of a remuneration to any officer or servant of the society in return for any service actually rendered, nor prevent payment of interest at a rate not exceeding 12% per annum on any sum borrowed from any member of the Managing Committee of the Society or rent for any land or building demised to the Society.

We, the afore-mentioned several persons whose names and addresses given below are desirous of forming ourselves into a society under the "Travancore-Cochin Literary, Scientific and Charitable Societies Registration Act (XII of 1955)" and have subscribed our names to the Memorandum of Association and Rules and Regulations are annexed here-

<u>Sl. No.</u>	<u>Name</u>	<u>Address</u>	<u>Occupation</u>
1.	The Rt. Rev. Dr. Joseph Mar Irenaeus Episcopa	Diocesan Bishop, Hermon Aramana, Adoor	President
2.	Rev. T. O. Joseph	Diocesan Secretary, Hermon Aramana, Adoor	Vice-President
3.	Mr. P. N. Mathew	Kottackattu Puthenveedu, Kannamcode, Adoor	Secretary
4.	Mr. Thomas Varghese	Pookoickal Nalurniyil, Kayamkulam	Treasurer
5.	Rev. Shaji Thomas	Mar Thoma Church, Karthikappally	Member
6.	Rev. M. K. Jacob	Mar Thoma Church, Pathanapuram	Member
7.	Rev. James Thomas	Mar Thoma Church, Thevalakara	Member
8.	Mr. T. P. Philipose	Diocesan Treasurer, Hermon Aramana, Adoor	Member
9.	Mrs. Rachalamma Varghese	Biju Villa Pallickal P.O., Kayamkulam	Member
10.	Mr. Mathews M. Karinjappally	Sathyapurathu House, Kappil East, Krishnapuram P.O. Kayamkulam (via)	Member
11.	Adv. Oommen Thomas	Bar Association, Kayamkulam	Member
12.	Prof. Mathew Varghese	St. Cyrils College, Kilivayal, Adoor	Member

The names, addresses and occupation of the members of the first Governing Board of the society are as follows:-

<u>Sl. No.</u>	<u>Name</u>	<u>Address</u>	<u>Occupation</u>
1.	The Rt. Rev. Dr. Joseph Mar Irenaeus Episcopa	Diocesan Bishop, Hermon Aramana, Adoor	President
2.	Rev. T. O. Joseph	Diocesan Secretary, Hermon Aramana Adoor	Vice-President
3.	Mr. P. N. Mathew	Kottackattu Puthen veedu, Kannamcode, Adoor P.O.	Secretary
4.	Mr. Thomas Varghese	Pookoickal Nalurniyil, Kayamkulam	Treasurer
*5.	Rev. Shaji Thomas	Mar Thoma Church, Karthikappally	Member
*6.	Rev. M. K. Jacob	Mar Thoma Church, Pathanapuram	Member
*7.	Rev. James Thomas	Mar Thoma Church, Thevalakara	Member
8.	Mr. T. P. Philipose	Diocesan Treasurer Hermon Aramana, Adoor	Member
9.	Mrs. Rachalamma Varghese	Biju Villa Pallickal P.O. Kayamkulam	Member
10.	Mr. Mathews M. Karinjappally	Sathyapurathu House, Kappil East, Krishnapuram P.O. Kayamkulam	Member
11.	Adv. Oommen Thomas	Bar Association, Kayamkulam	Member
12.	Prof. Mathew Varghese	St. Cyrils College, Kilivayal, Adoor	Member

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RULES AND REGULATIONS OF MAR THOMA DEVELOPMENT SOCIETY,

HERMON, ADOOR

- I. Unless the context otherwise requires, the word and expressions used in these Rules and Regulations shall have the meanings assigned to them in the "Travancore Cochin Literary, Scientific and Charitable Societies Registration Act (XII of 1955)

II **Name**

The name of the Society shall be Mar Thoma Development Society (The Society shall be known in the abbreviated form as MDS)

III **Office**

The registered office of the society shall unless and otherwise decided by the society be at Hermon Aramana, Adoor in Pathanamthitta District, Kerala, PIN 691 523.

IV

The Patron of the Society shall be the Metropolitan of Mar Thoma Syrian Church of Malabar with Head-quarters at Thiruvalla and the President of the Society shall be the Episcopa of Adoor Diocese of the Mar Thoma Syrian Church of Malabar with Head-quarters at Hermon Aramana, Adoor in Pathanamthitta Dist., Kerala, Pin: 691 523

V **Objects**

The aims and objects for which the society is established shall be as mentioned in the Memorandum of Association in clauses (V(1) to (16).

VI **Not for profit**

The society shall not operate for profit and accordingly its net income after meeting all expenses and after setting apart such funds that may be determined by the Managing Committee at the end of each year to make payment or deposits accepted or loans raised or interest due shall be utilised solely for the promotion of the objects set forth in the Memorandum of Association or in the case of dissolution, as legally decided and in such dissolution, provided however that nothing herein shall prevent, the payment in good faith of actual travelling expenses to any member of the society in return for any service actually rendered, or prevent payment of interest at a rate not exceeding 12% per annum on any sum borrowed from any member of the Managing committee of the society or of rent for any land or building demised to the society.

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VII a) **Management**

Subject to the control of the general body, the members of society and these Rules and Regulations, the affairs of the Society shall be managed by the Governing board.

b) **Accounts:**

The office bearers and executive members shall cause to maintain proper accounts of the Society regularly in every year and financial year ends on 31st March of every year.

c) **Audit:**

The accounts of the Society shall be audited by a qualified Chartered Accountant and presented to the Annual General body of the Society, for its approval.

VIII **GENERAL BODY**

There shall be a General Body of the Society which consists of the Council members of Adoor Diocese and the members of the Governing board of the society.

IX A person shall not be eligible to become a member if

- a) he/she has been found of unsound mind
- b) he/she is an undischarged insolvent
- c) he/she has been convicted for any offence including moral turpitude by a court of competent jurisdiction.

X

The duration of the General body shall be three years which runs concurrent to the period of the Council of Adoor Diocese of Mar Thoma Syrian Church of Malabar. At the expiration of the said period, a new General body shall be constituted as provided above. However, the duration of the 1st General body shall be terminated along with the expiry of the Diocesan Council.

XI

The post of Secretary of the Society shall be filled up by nomination by the President. Any vacancy of the post of the office bearers of the Society, as well as in the nominated membership of the Governing Board, shall be filled up by nomination by the President.

XII

There shall be a General Body meeting within a month after its constitution convened by the Secretary in consultation with the President. Annual General Body meeting will be held before the end

of November every year at which the annual report and audited account of the previous year and the budget for the ensuing year shall be considered and passed.

XIII Seven members shall be the quorum of the General Body meeting. If the quorum is not present within 30 minutes of the appointed time for the meeting, the same shall be adjourned to meet at a date and time fixed by those who attended the meeting. At such adjourned meeting the members present shall form the quorum.

XIV Seven days clear notice in writing shall be given to all members for the convening of the general body meeting. Such notice shall be sent by post and the certificate of posting shall be sufficient proof of proper service of notice.

XV The General body may convene an extra-ordinary General body meeting, whenever considered necessary, by sending notice to the members by post under certificate of posting.

XVI Governing Board

A. There shall be a Governing Board, which shall have the following persons as members.

1. President of the society
2. Secretary of the society
3. Diocesan Secretary
4. Diocesan Treasurer.
5. 2 members elected by the General body from the General body
6. 3 members nominated by the President of the Society
7. Special invitees as decided by the President

B. The office bearers of the Society shall be office bearers of the Governing Board also.

C. The duration of the Governing Board shall be 3 years concurrent to the General Body or till the constitution of a new Governing Board by the President of the Society.

D. i) The Governing Board shall meet atleast once in three months. The date, place, time etc. of the meeting shall be decided by the President

ii) Notice of meeting shall be sent by post, under certificate of posting, to the members of the Governing Board, at least 7 days before the

date fixed for the meeting. Emergency meeting shall be called at short notice if President considers it necessary.

- iii) Five members of the Governing Board shall form the quorum except for adjourned meeting for which quorum is not necessary.
- iv) The Governing board shall decide all questions before it by a majority of votes. When the votes are equal, the President shall have a secured or casting vote.

E. The Governing Board shall have powers:-

- 1) To take appropriate steps to carry out the objects of the society as set forth in the Memorandum of Association, by the society itself or through the various units working under the guidance and control of the Society.
- 2) To expend the funds of the society in such manner as it may consider most beneficial for the purpose of the society and to invest in the name of the Society or in the name of the President as trustee such part thereof as it may consider fit and to direct the sale or transposition of any such investment and to expend proceeds of any such sales for the purpose of the Society.
- 3) To accept any gift or donation to acquire properties in the name of the Society or in the name of the President as trustee, to build up, pull down, rebuild, alter, repair, improve, sell, dispose off or otherwise deal with the land, buildings or any other property movable or immovable for the use of the Society provided however that in no case shall the sale of any immovable property be effected without the written permission of the President.
- 4) To give sanction to the various affiliated units working under the guidance and control of the Society to appeal for and accept any gift or donation, to acquire properties in the name of respective units or in the name of the President as trustee of the Society to build up, pull down, rebuild, alter, repair, improve, sell, dispose off or otherwise

deal with the land, buildings or any other property, movable or immovable, for the use of the respective units provided however that in no case shall the sale of any immovable property be effected without the written permission of the President.

5) To receive grants, loans, subsidy, or donations from State or Central Government directly and also from quasi-Government Organisations like the Khadi and Village Industries Board, Central and State Social Welfare Board etc.

6) To pay cost, charges and expenses, preliminary and incidental to the promotion, establishment and registration of the Society.

7) To institute, conduct, defend, compromise, submit to arbitration, abandon, or withdraw any legal proceedings, by or against the society or its officers and servants in the business or affairs of the Society or any of the affiliated units to the Society.

8) To enter into contract on behalf of the Society or any of the units affiliated to the Society.

9) To delegate all or any of its powers subject to such conditions as they think fit, to any committee appointed.

10) To deposit, invest or deal with any of the money of the society, not immediately required for the purpose of the society, in approved banks or securities in such manner as they think fair and from time to time vary or realise such investments.

11) To borrow money for the Society, upon the security of any of the property of the Society and to grant or direct to be granted mortgage for securing the same.

12) To make and from time to time repeal or alter regulations as to the management of the society and its institutions and affairs thereof

and as to the duties of officers and servants of the Society and as to the conduct of the Governing Board provided that the same shall not be in-consistant with the Memorandum of Association and Rules and Regulations of the Society.

13) Also to do all things necessary or expedient for the proper conduct of the affairs of the society not herein after provided for.

F The Governing Board shall

1) Cause minutes books, to be kept, of the proceedings.

2) Cause true account, to be kept, of all the amounts received and expended and of all assets and liabilities and of all purchases and sale of properties of every kind belonging to the Society and will also cause every unit under the Society to maintain such accounts.

3) Place before the Annual General Body meeting the receipt and payment, income and expenditure and the balance sheet account of the Society along with the budget for the ensuing year accompanied by a report of the auditors of the Society.

G i) President

The President shall preside over all meetings of the Governing Board and in his absence any other member nominated by the President shall preside over the meeting. If that is also not possible, the meeting shall be chaired by a member elected by the members present. The President shall be the Ex-officio member of all committees of Governing Board and of the Society and shall be the Ex-officio President of Local Advisory Committees of the affiliated institutions of the Society. He will have the power for the overall supervision and administration of the Society's affairs.

ii) Secretary

a) The Secretary shall perform the responsibilities relating to the day-to-day administration of the society as delegated to him by the President.

- b) He will convene the meeting of the Local Advisory Committee, General body and Governing Board in consultation with the President and as provided for in these rules.
- c) The minutes of the above meetings will be kept by him as well as all other records pertaining to the society.
- d) He will be responsible for giving direction for all activities undertaken by the Society.
- e) He will also be responsible to implement the decisions of the General body, Governing Board and directions of the President.
- f) It shall be the responsibility of the Secretary to ensure that the accounts pertaining to the society are kept up-to date as per rules. But the accounts of the affiliated units shall be kept in the manner prescribed by the partner/funding agency, if any, who is financing the said affiliated units.
- g) The Secretary shall present the accounts and budget of the units directly under the Society to the General Body or Governing Board.
- h) The Secretary will also see that accounts are properly audited by a Chartered Accountant.

Amendments

XVII The General Body has the power to make necessary amendments in the Memorandum of Association & rules and regulations with prior sanction of the Patron of the society and approval of the Income Tax Department in tune with the objectives of the society and subject to Clause 1B of the "Travancore-Cochin Literary, Scientific & Charitable Societies Registration Act XII of 1955."

XVIII Dissolution

In the event of dissolution of the Society, the assets remaining as on the date of dissolution shall under no circumstances be distributed among the members of the Society or Governing board, but the same shall be transferred to another Society under Mar Thoma Syrian Church of Malabar whose objectives are similar to this Society and which enjoys regulation under Section 12AA of the Income Tax Act or vests with Government.

CONSTITUTION FOR LOCAL ADVISORY COMMITTEE FOR THE VARIOUS UNITS AFFILIATED TO THE MAR THOMA DEVELOPMENT SOCIETY

Introduction

As per clause V (8) of the Memorandum of Association of MDS, it is the responsibility of the Governing Board of the Society to set up Local Advisory Committee(LAC) for affiliated unit or organisation wherever necessary in a particular locality which will be responsible for the Governing Board of the Society in all matters of finance, administration etc.

Duties and powers of Local Advisory committee

- 1) To promote the interest of the institution among the people of the neighbouring areas.
- 2) To guide and help the Secretary-in-charge in all matters for which advices and assistances are sought by him.
- 3) To raise funds and other contributions for the improvement of the institution and welfare of the inmates.
- 4) To act as liaison between the public and the institution so as to ensure the smooth working of the institution.
- 5) To advise the Governing Board in matters referred to the committee concerning the institution and also to make independent suggestions and recommendations for the improvement of the institution.
- 6) To determine the policies of the institution and to maintain and administer the affairs of the institution subject to the control of the Governing Board of the Society.
- 7) In the case of development projects the Local Advisory Committee will constitute a project committee consisting of representatives of the LAC and Presidents of people's organisations of the project area with Project Manager as convener. The project committee will discuss all matters of planning and implementation of the programme and will report to the LAC. The LAC will discuss the report and place the same before the Governing Board for information and necessary action, through the Secretary.

Membership

The Local Advisory Committee shall have 11 members as follows:-

1. Diocesan Episcopa-President
2. Diocesan Secretary
3. Secretary of MDS
4. 8 members nominated by the President

President

The Diocesan Episcopa shall be the President of the Local Advisory Committee.

Secretary

- a) The Secretary of the committee shall be nominated by the President of the Society.
- b) The respective LAC may nominate two persons for the operation of bank account along with Secretary of the committee. The account will be opened in a bank, in the service area of the project, and in the name of particular project and will be operated by the Secretary and anyone of the two nominated by the LAC. Each project shall have two S.B. accounts i.e. No. 1 and No. 2 Accounts. The No. 2 account is meant for operating local income received from health units etc.
- c) The Secretary of MDS who receive funds from foreign funding agencies will credit the same with the bank, authorised by the MOHA, Govt. of India, and will later disburse the same to the respective project's account No.1

Meetings

- a) The Local Advisory Committee shall meet once in a month. The Secretary may summon a meeting of the committee when he considers it necessary or as per the direction of the President.
- b) The President and in his absence his nominee and in the absence of both, a member elected by the Local Advisory Committee shall preside over the meeting.
- c) Five members of Local Advisory Committee shall form a quorum.

If the necessary quorum is not present within 30 minutes of the stated time for the commencement of the meeting, the meeting shall stand adjourned to meet at a later date & time fixed by the members present. At such adjourned meeting, the members present shall form the quorum and the original agenda alone will be considered.

APPOINTMENTS

- a) Selection, appointment and all other administrative details of the staff will be according to the administrative and staff rules passed by the Governing Board.
- b) The Secretary of the MDS will attend to the interview in order to share his concern and facilitate proper selection.
- c) In the case of the Development Projects, for selection of the following posts, the representatives of funding agency may be invited to facilitate proper selection.
 - 1) Project manager
 - 2) Accountant-cum-Typist
 - 3) Health worker
 - 4) Nursery Teacher

In the event of the dissolution of the MDS the assets of the society after clearing its liabilities, if any, will be transferred to any society of the same nature or lapsed to the Government as prescribed vide section XVII above.

This is the true copy of the bye-laws amended by the general body meeting held on 10-12-2013 at 3.30 pm at the Spirituality Centre attached to the Hermon Aramana, Adoor.

1. **Rev. Alexander Thomas, Vice-President**.....

2. **Mr. P.N. Mathew, Secretary**.....

3. **Adv. Oommen Thomas, Member**.....