

**Memorandum Of Association Of Pakistan Cotton Fashion Apparel  
Manufacturers & Exporters Association**

**NAME**

The name of the Association shall be "PAKISTAN COTTON FASHION APPAREL MANUFACTURERS & EXPORTERS ASSOCIATION".

**REGISTERED OFFICE**

2. The Registered Head office of the Association shall be in the province of Sindh at Karachi and Zonal Office at Lahore and Karachi or Quetta, Branch of office or Offices may be established in any other town or towns of Pakistan.

**AREA OF OPERATION**

The Association shall function in the whole of Pakistan.

**AIMS AND OBJECTS**

The aims and objects for which the Association is formed are as under:

- a) To provide facilities for and foster, encourage, secure and maintain good and closer relationship and (unanimity) among members and the trade in general and to promote and protect their business interests, and to do all that is necessary for the furtherance and development of Cotton Fashion Apparel Manufacturers & Exporters.  
  
(1)
- b) To consider all problems and questions confronting the trade and its members and to devise ways and means for talking and solving the same.
- c) To collect and circulate permissible statistics and other information relating to or of interest to the business of its members and/or the trade in general.
- d) To publish or cause to publish or encourage and support publications, bulletins or any other information, considered useful or beneficent to the trade.
- e) To consider and take legitimate steps necessary for starting, promoting, supporting and opposing any measures affecting the business of its members and the trade in general.

- f) To make representations to and communicate with local, provincial Federal and other authorities, both Government and private, on any matter affecting the business of its members or the trade.
- g) To secure, organize, and coordinate action on all matters pertaining to or affecting the business of its members.
- h) To arbitrate in the settlement of disputes arising between members willing and/or agreeing to submit to arbitration in accordance with the arbitration rules of the Association, and to adjust and resolve controversies between members.
- i) To undertake special enquiries and investigations negotiate or settle matters or secure redress of legitimate grievances connected with the business of its members.

(2)

- j) To hold in trust on in safe custody or otherwise except for the purpose of trading, any material or amount desired to be so held by Government or members of the Association
- k) To advise and assist the Government in the formulation of useful and progressive policies and to cooperate with them in their successful implementation.
- l) To take effective measures for the eradication of unethical practices from the field of trade, commerce and industry.
- m) To subscribe to and become member of the Federation of Pakistan Chamber of Commerce and Industry and procure from the communicate with any incorporated organization of trade commerce and industry, such information as may be likely to further the objects of the Association.
- n) To endeavour with recognized/registered Chamber and Association of trade and industry to form a National Arbitration Association of Pakistan and to seek affiliation or liaison with similar other bodies abroad with the prior approval of the Government.
- o) To frame and assist in the framing of rules of practice for facilitating and simplifying the business of its members.

- p) To admit members to the Association upon such terms and conditions as may be determined from time to time by the Managing Committee.
  - q) To set up a Pre-shipment Inspection Organization for Garments under the aegis of any nominated Government Agency in accordance with instructions issued or to be issued by the Government in this behalf as and when feasible.
- (3)
- r) To provide forms of contracts and other documents useful to members of Association.
  - s) To consider, initiate and promote improvements in the commercial laws, rules or regulations and to support or oppose alternations therein and for the purpose aforesaid to make representations to government and to take such other steps and proceedings as may be deemed necessary.
  - t) To file, prosecute or defend or concur, join, or aid in filing, prosecuting or defending any such actions, suits, applications, appeals or proceeding as the Association may think proper or conducive to the objects of the Association and to appoint Advocates and Legal Advisers therefore or for any other purposes.
  - u) To enter into any arrangement with the Central, Provincial or Local Governments or authorities that may seem conducive to the objects of the Association or any one of them and to obtain from any such Government or authority any rights, privileges and concessions and specially to endeavour to secure implementation from the Government of the guaranteed privileges in respect of (1) Proper consideration of their views on important issues reflecting optimum views or opinions held by trade (2) consultation on matters affecting trade (3) free supply of publications such as official notifications, press communiqués and circulars of commercial interest regularly and promptly both by Central and Provincial Governments (4) authority to issue certificates of origin, measurement, weithment etc., in accordance with requirements of the trade, and to comply with any such arrangements, right privileges and concessions, and to nominate delegates, representatives and advisers etc., to represent the Association on such Government and Public Bodies.

(4)

- v) To amalgamate with, affiliate, join, take over any other Chamber or Association whose objects are altogether or in part, similar to those of this Association upon such terms and conditions including those fore any addition, alteration or modifications conducive to the objects of this Association as may be mutually agreed upon.
- w) To invest the monies of the Association not immediately required in such maner as may from time to time be determined.
- x) To borrow or raise or secure payment of monies in such manner as the Association shall think fit for the purpose or use of the Association.
- y) To purchase, take on lease, exchange, hire or otherwise, acquire land, buildings and other moveable or immoveable properties or any rights or privileges necessary or convenient for the use and purpose of the Association.
- z) To construct any building or building on land acquired by the Association for its own use or occupation or remunerative purpose and to furnish and maintain the same and whenever necessary to alter, add to or remove any such building or buildings.
- aa) To sell, improve, manage, develop, exchange, lease, mortgage, dispose off, turn to account, or otherwise deal with all or any part of the properties or rights of the Association. Provided that all such proceeds will go to the accounts of the Association only.
- ab) To establish, maintain, control, manage and regulate as and when deemed necessary, clearing and forwarding houses, surveying agencies, warehouses at any place for the benefit of the manners of the Association and such other non member merchants as may wish to take advantage of such service and the Association shall be entitled to charge 10 percent higher to such non-members for any services rendered to them.

(5)

- ac) To accept bequests, gifts, donations, or subscriptions and to create a fund or an endowment and or to invest the same and apply the income therefore for promotion of any object of the Association.
- ad) To authorize Zonal Branch Offices to retain agreed percentage of yearly membership fee for their own purpose.

ae) To issue appeal and collect funds for national, social and humanitarian purpose and to subscribe to any local or other charities and to grant donations for any public purposes and to provide provident fund or superannuation fund or funds for the employees of the Association or otherwise to assist any such employees their widows or dependents.

af) To sign, seal, execute and deliver all instruments, deeds, documents and writings whatsoever that may be necessary or expedient in relation to the aforesaid objects or the affairs or the interest of the Association.

ag) To provide all possible help to members of the Association in organizing and developing handloom weaving and cottage industry.

ah) To endeavour to increase Pakistan's exports of Cotton Fashion Apparel including Folk lore and handmade pieces of clothing.

ai) To held yearly Cotton Fashion Apparel shows to attract foreign buyers to visit Pakistan at appropriate time as approved by the Managing Committee.

(6)

aj) To open an institute whereby training could be given to the workers of the members of the Association for designing pattern making grading, stitching etc.

ak) To cooperate with the Government Authorities concerned to attend the Fashion Garments Firs abroad through its members.

al) To invite foreign experts to visit Pakistan from time to time to give guide lines to manufacturers and exporters regarding fashion, colours, fabrication, etc.

am) To work closely with the Government to cooperate and to streamlining the Quota system so as to facilitate all members of the Association.

an) To work closely with the authorities concerned to obtain higher quotas for Pakistan and to get increased quotas for the members of the Association.

ao) To help the members in getting electricity, gas water and land for the development of their manufacturing capacity and for the increase of their exports.

ap) And generally to do all that may be necessary to achieve the aims and objects of the Association directly and indirectly or take any measures conducive to the development and progress of the trade.

#### INCOME AND PROPERTY

5. The income and property, of the Association shall be applied solely towards the promotion of the aims and objects of the Association, as set forth in the Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise by way of profit to the members of the Association or any person or persons claiming any such benefit on their behalf.

(7)

Provided always that nothing herein shall prevent the payment in good faith of remuneration to any officer or servant of the Association or to any member thereof or to any other person in return for any service actually rendered to the Association.

Provided further that no member of the Trade or of the Association shall be appointed to any salaried office of the Association or any office of the Association with paid fees and that no remuneration shall be given to any member except repayment for out of pocket expenses and interest on money lent or rent for premises demised to the Association.

#### CONDITION OF LICENCE

6. Amendments changes and/or alternations in this Memorandum of Association shall also be subject to the prior approval of the Government of Pakistan in the Ministry of Commerce, and that the Government shall also have powers to effect changes or amendments deemed necessary in public interest.

#### AMENDMENTS

7. No additions, alterations and amendments shall be made in the Memorandum of Association or in the regulations contained in the Articles of Association for the time being in force, unless the same shall have been previously submitted to and approved by the Central Body with atleast 75% of the total enrolled ordinary members agreeing either in person or through proxy in writing and approved by the Federal Government.

(8)

8. The fifth, sixth and seventh paragraphs of this Memorandum of Association contain conditions on which a licence is granted by the Federal Government to the Association in pursuance of Section 26 of the Companies Act 1913, Ordinance 1984.

9. The liability of the members is limited, but if any member receives or pays any dividend, bonus or profit in contravention of the fifth clause of this memorandum his liability shall be unlimited.

(9)

We the following persons whose name and address are subscribed below are desirous of being formed into an Association of pursuance of the Memorandum of Association.

S.NO.	NAME & ADDRESS OF SUBSCRIBERS	SIGNATURE	WITNESS
	(MEMBERS OF THE ADHOC COMMITTEE)		
1.	Sheikh Shoukat Sarwar M/s. Venus Corporation. Near Light House, Karachi – Business	Sd/-	
2.	Mr. M.M. Usman Peracha M/s. Paracha Enterprises 4 <sup>th</sup> Floor, Saify Chambers, Near Denso Hall, M.A. Jinnah Road, Karachi – Business	Sd/-	
3.	Mr. M.W. Ansari M/s. Banaras Silk Industries. Zaib-Un-Nisa Street, Saddar, Karachi – Business	Sd/-	
4.	Mr. Malik Abdul Waheed M/s. Kashmir Garments. Mustafa Mension, Juma Gali, Saddar, Karachi – Business	Sd/-	
5.	Mr. Sh. Jehangir Anwar M/s. Kaiser Arts & Krafts., 26-E, Block-6, P.E.C.H.S., Karachi – Business	Sd/-	
6.	Mr. Syed Hameed Ahmed M/s. Windser & Company Ltd., 34-E, Block-6, P.E.C.H.S., Karachi – Business	Sd/-	

Karachi, this .....Sixteen .....day of ..... August.....1982

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S.NO.	NAME & ADDRESS OF SUBSCRIBERS	SIGNATURE	WITNESS
	(MEMBERS OF THE ADHOC COMMITTEE)		
7.	Mr. M.A. Aleem Ghouri M/s. A.H.K. Enterprises.,		

	Karachi – Business	Sd/-	
8.	Mr. Shoukat Afzal M/s. Afzal Store Ltd., Afzal Plaza, Shahra-e-Faisal, Karachi – Business	Sd/-	
9.	Mr. Munawar M/s. Munawar Associates Ltd., 38/C, Block-6, PECHS, Karachi – Business	Sd/-	
10.	Mr. Nadeem Rahat M/s. Pioneer Arts & Crafts., B-151, Block-2, P.E.C.H.S., Karachi – Business	Sd/-	
11.	Mr. Roshan Ali M/s. Modes Limited., 9 <sup>th</sup> Floor, Adamji House, I.I. Chundrigar Road, Karachi – Business	Sd/-	
12.	Mr. Muzhar Hussain M/s. Hafiz Enterprises Ltd., (Regd.) Faisalabad. C/o.Zahid Fabric. – Business	Sd/-	

Karachi, this .....Sixteen .....day of ..... August.....1982

(11)

PAKISTAN COTTON FASHION APPAREL MANUFACTURERS & EXPORTERS ASSOCIATION

Articles of Association

- 1) The Association is declared to consist of unlimited members engaged in manufacturer and export of Cotton Fashion Apparel and the Association may from time to time; register an increase of its members.
- 2) In these regulation, unless there be something in the subject or context inconsistent therewith:
  - a) "The Act" means the Companies Act, No.VII of 1913 as applicable to Pakistan or any other statutory enactment, for the time being in force in place of the said Act or as modified by any statutory enactment, for the time being in force.
  - b) "The Articles" means these Articles of Association, or such as may be altered by special resolution of the Association or by the Government.

- c) "The Association" means Pakistan Cotton Fashion Apparel Manufacturers & Exporters Association.
- d) "The Bye-Law" means the Bye-Laws of the Association for the time being in force.
- e) "Extraordinary Resolution" shall have the meaning as is assigned to it by Section 81(1) of the Act.
- f) "The General Body" means the General Body of the members of the Association, entitled to attend and vote at the General meetings.

(12)

- g) "Emergent Meeting" means a meeting of the Managing Committee called at a short notice.
- h) "Special Meeting" means a meeting of the Managing Committee called for a special purpose.
- i) "General Meeting" means a meeting of the General Body of the Association.
  - i. "Ordinary General Meeting" means Ordinary-General Meeting of the General Body duly called and constituted and any adjourned holding thereof.
  - ii. "Extra Ordinary General Meeting" means Extra-Ordinary General Meeting of General body duly called and constituted adjourned thereof.
- j) "Managing Committee" means the committee elected by the General Body Meeting in accordance with the articles of the Association.
- k) "Sub-Committee" means any Sub-Committee constituted by General Body or Managing Committee for any purpose.
- l) "Month" means a month reckoned according to the English Calendar.
- m) "Year" means a year from July to June.
- n) "Ordinary Resolution" means any resolution passed at an Ordinary General Meeting by a simple majority of the voters present, by show of hands, or if a poll is demanded, by a simple majority of the votes given thereat.

(13)

- o) "Person" shall include any firm, company, Association or any other body of individuals, whether incorporated or not.
- p) "The Register" means the Register of members required to be kept in pursuance of the Act.
- q) "The Seal" means the Seal of the Association.
- r) "The Special Resolution" shall have the meaning assigned to it, by section 81(2) of the Act.
- s) "Expressions relating to writing" shall be construed as including printing, typewriting, lithography, photography, and all their modes of representing or reproducing words, figures and signs in visible form.
- t) "Fashion Apparel" means any article of Cotton clothing in vague.
- u) "Words" importing the singular also include the plural and vice versa.

3) All other expressions, defined in the Act shall have the meaning assigned to them in the Act.

**MEMBERSHIP**

- 4) A sole proprietorship, firm or any other company or a concern shall be eligible for membership of the Association provided that such firm, company or concern engaged in manufacturing and/or export of fashion apparels made of cotton fabrics and having a place of business in Pakistan.
- 5) There shall be two classes of membership of the Association i.e. Trade Members and Industry Members.

**(14)**

- 6) The Membership of the Association shall be for a period of one year, renewable on furnishing proof of filing of a return of income or statement u/s 143 B of the Income Tax Ordinance 1979, for the latest preceding assessment year by the member whether individual, firm or company. However, the Companies/ concerns established after 30 June 1994 shall be exempt from the aforementioned requirement for the first renewal of membership but such renewal would not grant them the voting right in the elections as provided hereinafter.

- 7) A firm or company shall not be entitled to simultaneously retain the membership of more than three different types of trade as specified in clauses (b) to (d) of subsection (2) of Section 3 of the Trade Organizations Ordinance, 1961.
- 8) The change of class of membership shall not be allowed unless the member concerned satisfies the Secretary of the Association that the requirement for membership of the respective class to which the membership is proposed to be changed have been fulfilled and approved by the Managing Committee of the Association.
- 9) Every application for membership shall be made on the form as per Appendix "A".
- 10) Any one, mentioned in Articles 4, desirous of becoming a member of the Association shall submit to the Secretary of the Association on Prescribed Membership Application form, duly proposed and seconded by one member in each case. The Managing Committee after scrutinizing the application received by the Secretary may accept or reject the same. Provided that no such application be rejected without solid reasons to be communicated to the applicant in writing.
- 11) In case of rejection, further application by such rejected applicant shall be entertained for a period of three months reckoned from the date of such rejection and the fees paid by the applicant shall be refunded.

- 12)The membership fee chargeable from each class may be fixed by Managing Committee of the Association subject to approval of Director-Trade Organization.
- 13)In case of necessity / urgency the Chairman may request members to donate to a fund required for a specified purpose which will be fully specified by him in a such request latter. Any request for donation shall have no particular bearing or interpretation of the words and the members shall enjoy discretion to donate any amount of fund but not less than Rs.500/- in calendar year to the Association. The request for donation shall be optional for the members to comply with.
- 14)There shall be "Register of Members" which shall contain all the required particulars about the members.
- 15)In the case of every firms, company or other body of individuals becoming a member of the Association, they shall be represented in all matters connected with the Association including arbitration, only by one representative of theirs, who shall be nominated by them on their behalf in writing delivered to the Secretary of the Association, provided always that such representative shall be either a Partner, Director or responsible member of the staff thereof.
- 16)Any change of representative of any member shall be notified in writing by the member to the Secretary of the Association who shall register the change in his books containing the names of such members and their representative. Every such change shall take effect five days after it has been notified by the members to the Secretary of the Association.

(16)

#### INCIDENCE OF MEMBERSHIP

- 17)Every member firm of the Association shall confirm to and be bound by the Articles of the Association for the time being in force as well as the bye-laws framed from time to time in pursuance of the powers given under these Articles.

18) Every member firm of the Association shall be entitled:

- a) To vote at all meetings of the Association on all matters coming before the General Body.
- b) To be elected as an office bearer of the Association or as representative of the Association on any public or other body, whereon the Association be entitled to be represented or as a member of any Board or Committee or Sub-Committee of the Association.
- c) To use the books, records and other papers received by the Association on such terms and conditions and such manner as may from time to time be prescribed by the Managing Committee.
- d) To all other privileges which may be conferred on the members from time to time.

19) Every member of the General Body or his representative shall have one vote.

20) Every member shall keep the Secretary duly informed of any change in his address or the constitution of his firm.

21) A member wishing to resign must give written notice to the Secretary not less than 15 days before the expiry of the period of the subscription and in default he shall be liable for the subscription of the ensuing period. (No registration or the membership shall be accepted unless the member resigning has closed all his outstanding contracts and fulfilled obligations and liabilities that may have been incurred and existing against him).

22) A person shall be deemed to be disqualified from becoming or continuing as a member of the Association.

(17)

- a) If he is having been adjudged insolvent by any court of law, has remained undischarged.
- b) If he is convicted of an offence involving moral turpitude by a competent court.
- c) If a company, when it is wound up.
- d) If he fails to pay his subscription by the 31<sup>st</sup> July each year, provided a registered notice demanding payment has been issued to him, at least two weeks before the date of expiry of the last date of the payment of his subscription.
- e) If he ceases to be Cotton Fashion Apparel Manufacturers and Exporters.

23) A member shall be liable to be fined or expelled or his rights or privileges being withdrawn for any of the following reasons, by a resolution of the Managing Committee as the case may be, passed in a meeting specially convened for the purpose by 3/4<sup>th</sup> majority of the members present who shall not be less than half of the total strength of the said Committee subject to a right of Appeal to the General Body D.T.O. and the Federal Government.

- a) Neglecting or refusing to submit to, abide by, or carry out any decision of the Managing Committee.
- b) Misconduct in his Trade dealings with the members, or foreign buyers.
- c) International violation of rules and regulations and Bye-Laws of the Association

(18)

- d) Failure to pay arbitration or appeal fees, or fine or penalty or any other due demand of the Association.

Such decision shall be notified to the member concerned and he may submit his appeal within 90 days from the date of the receipt of such notice and such

appeals shall be placed before the next meeting of the General Body, for its consideration and the decision of the General Body or P.T.O./Federal Government in appeal shall be final.

24) Any member, resigning or who has been expelled from the membership shall not, in any way, be absolved from any liability for any dues, accrued and unpaid during the period of his membership.

REGISTERED PRINCIPAL OFFICE IT'S RESEARCH AND DEVELOPMENT CELL AND ZONAL OFFICES

25) a) The Registered office, which will be the Head Office of the Association shall be situated in Karachi. Besides the Head Office two Zonal Offices shall be established:

1. South Zone.
2. North Zone.

The territorial limits of South Zone shall comprise of the territorial limits of Sind/Baluchistan province and territory limit of North Zone shall comprise of the territorial limits of Punjab/NWFP.

b) The Association may also set up Branch Office or Offices at such place or places as may be considered necessary, from time to time by the Managing Committee. The functions, powers etc., of the Branch Offices shall be defined by the Managing Committee and when these Offices are set up, but these will deal with local problems only. Problems concerning all members shall be the responsibility of Centre only.

- c) The Zonal Offices shall be established at the following places:
1. At Karachi for Sindh / Baluchistan.
  2. At Lahore for Punjab/NWFP.
- d) (i) The Association may also up a Research & Development Cell functioning with effect from 1<sup>st</sup> January, 1989 to ensure:
- a) Compilation of statistical data on imports and exports of the item with which the trade body is concerned, flow and direction in the international market, price trend (local and abroad), precise record of Government concessions:
  - b) Projection of the trade problems in a realistic enlightened manner:
  - c) Assistance to the Government established agencies in matter of compilation of data:
  - d) Research & Development of new and latest designs and :
  - e) Improving quality of products by ensuring proper and new mix of inputs.
- d)(ii) A fee of Rs.500/- per annum shall, however, be charged from all member firms of the Association.

## GENERAL MEETINGS

26) An annual general meeting of the Association shall be held in Karachi or any other place decided by the Managing Committee once a year ordinarily in the month of July but not later than the month of September on a date and place to be fixed by the Managing Committee, to transact the following business.

- a) To confirm the minutes of the last General Meeting.
- b) To receive and adopt the Annual Report of the Managing Committee.
- c) To receive and confirm the duly audited statement of accounts of the Association and to pass Budget for the ensuring year.
- d) To appoint an Auditor or Auditors for the year.
- e) To announce and confirm the election of the office – bearers which term includes Members of the Managing Committee.
- f) To transact such other business notice of which may have been received 21 clear days before the date fixed for the Annual General Meeting, and of which the Secretary shall have given 14 days notice to the members by Circulars and otherwise and/or such other business as may with the permission of the Chair be placed before the meeting.

27) Ordinarily i.e. 21 days notice delivered under postal certificate, specifying therein the day, the hour and place of meeting and the general nature of the business shall be given to the Zonal representative but the non receipt of such a notice by any of them shall not invalidate the proceeding at any General Meeting provided always, that a shorter notice shall suffice in case of every business which in the opinion of the authority convening the meeting is urgent and to which members do not object.

(21)

28) A special Meeting of the General Body may be called either by the Chairman or in his absence by any Vice-Chairman on his own initiative, or on a resolution of Managing Committee or on a requisition in writing addressed to the Secretary atleast 1/3<sup>rd</sup> of the Representatives stating the object for which the meeting is proposed to be called.

29) Such special meeting shall be called within one month after receipt of such requisition. If such meeting is not called within the said one month after the receipt of such requisition the requisitionists or a majority of them in number may themselves call a meeting for the object specified but not for any other object. But any such meeting shall not be held after 6 weeks from the date of such requisition. Any resolution passed at any such meeting shall have the same effect as any resolution passed in a General Meeting convened in the Ordinary course and shall be enforced as such.

30) No business shall be transacted at the General Meeting unless a quorum is present,  $\frac{1}{4}$ <sup>th</sup> of the total number of the Representatives on register which will not be less than 15.

31) If within half an hour from the time fixed for a meeting a quorum is not present, the meeting if so called on the requisition aforesaid shall be dissolved. In any other case it shall stand adjourned to some other suitable time, not later than one month. For the adjourned meeting no quorum shall be necessary.

32) The chairman or in his absence any Vice Chairman shall preside the meeting of the Association, but if at any meeting neither of them be present, at the time of holding the meeting the members present shall elect one out of themselves to preside on such occasions.

(22)

33) The Chairman of the meeting may adjourn the same from time to time 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.

34) Every matter placed before a meeting shall be decided by a majority of votes of the members voting indicated by show of hand or poll or division. In case of an equality of votes the question shall be determined by the casting vote of the Chairman.

35)a) At any General meeting, unless a poll is demanded by at least 5 members, a declaration by the Chairman that the Resolution has been carried and an entry to that effect made in the book of proceedings of the Association, shall be conclusive evidence of the fact without proof of the numbers or proportion of the vote recorded in favour of or against the resolution.

36)The affairs of the Association shall be managed and administered by a Committee called the Managing Committee which shall consist of the following.

Chairman	.....	1
Vice Chairman	.....	2
Members	.....	9
Total	.....	12

Provided that one Vice Chairman shall be taken from each Zone, and the First Managing Committee shall be the Promoters of the Association.

37)Each Zone Office shall have its own Zonal Committee consisting of.

Chairman	.....	1
Vice Chairman	.....	1
Regular Members	.....	7

(23)

PROCEDURE FOR ELECTION OF OFFICE BEARERS AND THEIR TERMS OF OFFICE

38)i) Members of the Managing Committee shall be elected according to the procedure laid down in these Articles, between the first day of April and the 30<sup>th</sup> day June of a due year. The election shall be held by secret ballot by the representative in person or by a proxy and the final result shall be officially announced at the general meeting of the Association called for the purpose within fifteen days of the date of polling for the Managing Committee of the Association. A proxy as aforesaid shall be allowed only to a member who has no place of business a Karachi or such place at which elections are to be held.

- ii) On completion of the term of office, the retiring members of the Managing Committee shall not be eligible to stand for election of the Committee in any representative capacity for the next two terms.
- iii) The representatives so elected under these Articles shall then elect from among their own number the Chairman and two Vice Chairman, the remaining representatives being called members of the Committee provided that on the occasion of the first election, the Chairman and Vice Chairman shall be elected, by and from among the total number of representative elected on the Committee under these Articles. Provided further that one Vice Chairman shall be elected from each zone.
- iv) Casual vacancies of Members shall be filled by the Committee from amongst the Members of the Association Casual vacancies, of the Chairman and Vice Chairman shall be filled by the Committee from amongst its existing members and the resultant vacancy of the member(s) shall be filled by cooption.

**Explanation:** The term "casual vacancy" shall include all vacancies occurring, for any reason, after the announcement of the result of the annual election.

(24)

- v) Accidental error or omission to send any notice, nomination papers etc. to any member shall not invalidate the ballot or election. Provided that such notice shall always be sent under Postal Certificate.
- vi) The candidates who receive largest number of votes shall be deemed to have been elected.
- vii) Two representatives of any one member shall not be eligible to stand for election.
- viii) No member who has not paid the subscription before the election takes place shall be eligible to stand for election or to exercise his right of vote.
- ix) The Managing Committee for the time being in office shall prepare programme for the Annual Election of the Association and shall cause notice of the date(s) of the election fixed to be issued to all the members of the Association.

**x) ZONAL ELECTION.**

Election of the Zonal bodies will be held in similar manner as prescribed for the centre immediately before central elections.

39)The first office bearer in terms of these Articles shall be elected within a period of 90 days from the date of incorporation of the Association. Meanwhile, the work of Association shall be carried on by an Adhoc Committee, which shall be composed of subscribers to the Memorandum and Articles of Association, whose number shall not exceed fifteen. The Adhoc Committee so constituted shall be regarded as the Committee of the Association for all intents and purposes.

(25)

40)A member shall be eligible to vote in election in accordance with Article 38(i) after completion of one year of membership provided such a member fulfills the conditions stipulated for the renewal of membership and the change of class of membership, if any, has been notified by the Secretary of the Association with the approval of Managing Committee, at least three months prior to announcement of election schedule.

41)Every member eligible to vote shall deposit with the Secretary of the Association of his or her specimen signature card alongwith his/her photographs indicating his/her status in the firm, company or concern. The right to vote shall be allowed only to the proprietor, partner or a director of the member firm or company, as the case may be and in no case, a person can cast vote for more than one firm company or concern.

42)The proprietor, partner or director of a member firm, company or concern, as the case may be, shall be entitled to cast his/her vote at the time of election only if his or her name has already been registered with the Secretary of the Association and his name appears on the list of voters.

LIST OF VOTERS

43)The Secretary alongwith the issuance of the election schedule shall display a list of all members eligible to vote as on preceding 31<sup>st</sup> day of March alongwith their National Tax Number and the name of their representative. Provided that every member of the Association will entitled to obtain a copy of such list upon payment of the prescribed fee.



- 44)The changes, if any, regarding name of representative appearing in the list of voters shall send to the Secretary of the Association alongwith necessary proof of eligibility within seven days of the announcement of election schedule.
- 45)The members who have any objection to the entries/changes in the list of voters shall send their objections in writing to the Secretary of the Association within seven days of the issuance of the said list.
- 46)The Secretary of the Association will intimate action on the objections or changes sent by members within seven days from the last day under the preceding clause.
- 47)In case of any dispute pertaining to the eligibility of a member the matter may be referred to the Managing Committee by any person aggrieved by the decision of the Secretary of the Association within three days.
- 48)Within seven days of the decision of the Managing Committee on such reference and the changes, if any, otherwise allowed by the Secretary of the Association, a copy of final list of voters shall be provided to the candidates contesting the election and a copy of such list shall also be submitted to the Director, Trade Organizations, forthwith.

#### NOMINATION PAPERS

- 49)Within seven days of the issuance of the final list of voters any person who is eligible to contest the election for the vacant post, shall send his nomination duly proposed, seconded, and signed by the candidate to the Secretary of the Association on the prescribed form in accordance with these Articles.

#### APPOINTMENT OF SCRUTINEERS

50) Within seven days of the receipt of nominations, the Managing Committee shall appoint a returning officer, scrutineers and polling officers who shall be other than those contesting the election.

#### BALLOT PAPERS

51) The ballot papers shall have duly numbered counterfoils and the voters shall sign or affix thumb impression thereon in the presence of the polling agents of the candidates and the returning officer before the issuance of ballot papers to him/her.

52) It shall be the duty of the polling officer to see the original identity card issued by the Association or national identity card or passport or any other mode of identification of the voter and write the number thereof on the counterfoil.

53) After comparing the signatures and photographs with the specimen signature cards the polling officer shall hand over the ballot papers to the voter.

54) The ballot paper shall be signed by the Secretary of the Association or an officer duly authorized by the Secretary in this behalf and shall also be signed by the polling officer at the time when it is issued.

55) The voter shall not be allowed to leave the booth after the ballot paper has been handed over to him until and unless he or she has inserted his/her ballot paper in the box placed before the presiding officer/polling officer and polling agents of the candidates.

(28)

- 56) Adequate arrangements shall be made to maintain the secrecy of the polls.
- 57) Proper account shall be maintained by a designated officer in respect of ballot papers including used, unused, tendered, challenged or stray ballot papers.
- 58) The challenged votes shall be kept in a separate sealed envelop duly signed and sealed by the polling officer.
- 59) The returning officer shall decide about the challenged votes after verification of necessary information from the member firm, company or concern, as the case may be before the official announcement of the results.

#### CONDUCT OF POLLING

- 60) The returning officer as appointed shall be incharge of all arrangements connected with such election, including counting of votes and announcement of results.

#### COUNTING OF VOTES

- 61) Counting of votes shall take place immediately after the polling hours under the supervision of polling officer in the presence of polling agents of the candidates, if any, at the designated sites.

#### PROVISIONAL RESULTS

- 62) Provisional results may be declared by the returning officer duly signed by the authorized representatives / polling agents of the contesting candidates immediately after the counting of votes is completed.

(29)

#### INSPECTION OF RECORD OF ELECTIONS

- 63) The record of election shall be open to inspection upon an application made in this behalf within seven days of the date of polling and approved by the Director Trade Organization.

#### EQUALITY OF VOTES

64) In the event of equality of votes between two or more candidates and the failure to reach a mutually acceptable settlement within 24 hours, a lot shall be drawn by the returning officer in the presence of candidates or their authorized representatives/polling agents of such candidates and a record of the result thereof shall be made.

ANNOUNCEMENT OF ELECTION RESULTS

65) The announcement of election results within the meaning of Section 9(2)(e) of the Trade Organization Ordinance shall be made in the general meeting of the Association called for this purpose within fifteen days of the announcement of the provisional results but in no case later than 30<sup>th</sup> day of June.

TERM OF THE OFFICE

66) The office bearers of the Association shall have a term of one year starting with effect from first day of July in due year. The members of the Managing Committee shall however, have term of two years. Provided that equal number of members from amongst trade members and industry members shall be elected to the Managing Committee.

(30)

67) After the enforcement of the Order dated 03 January 1996 issued by the Federal Government, all members of the Managing Committee of the Association shall be elected afresh in the second quarter of 1996, out of which 50% shall be chosen by draw of lot to hold the appointment for a period of one year. The remaining 50% shall complete the prescribed term of two years. The next elections for the 50% seats falling vacant after expiry of one year shall be held as per schedule for a normal tenure of two years. The lot shall be drawn soon after the announcement of the final result of elections in 1996.

68) Any person elected to any office of the Association subsequent to the date of issue of this Order shall automatically cease to hold such office on the expiry of term of his office.

- a) Provided that if any office falls vacant due to operation of this provision the Secretary of the Association will perform the day to day functions of such office till a person is elected to that office.

- b) Provided further that where any such office remains vacant for more than thirty days, Director, Trade Organization may on his own accord or on application by a member of the Association appoint an Administrator to perform functions of such office till a person is duly elected to such office.

#### FUNCTION & POWERS OF THE OFFICE BEARERS

##### **Chairman,**

69) Chairman shall be the Chief Executive of the Association.

(31)

70) He shall be the Chief Executive of the Association and whenever possible shall preside over every meeting of the Executive Committee and of all other Committee and Sub-Committee of which he may be elected member. He shall preside over all meetings of the General Body, including the Annual General Meeting.

71) He shall summon all meetings of the General Body, Managing Committee or of any committee or sub-committee of which he is the ex-officio Chairman either at his own initiative or on the requisition of 15 members in case of the General Body, 5 members in case of Managing Committee and one third number of the members in the case of Sub-Committee.

72) The Chairman shall be authorized to spend in urgent cases an amount of Rs.5,000/- at his discretion over and above apparel budget.

73) In the absence of the Chairman, any of the Vice Chairman of the Association shall act as Chairman of the Association. Chairman for the time being in office may delegate the Vice Chairman such of his powers and functions as he may deem fit.

**Explanation:** "Absence" means absence from the country or absence due to Prolonged illness.

74) The Chairman shall be authorized to appoint, and suspend, dismiss or terminate the services of all or any staff of the Association according to the rules framed by the Association.

75)He shall perform such other duties as may be incidental to the office of the Chairman.

(32)

76)The Secretary shall be the immediate Executive Officer of the Association. He shall also act as the Secretary of every Committee of the Association and of every Sub-Committee unless the resolution appointing the said Committee or Sub-Committee provides otherwise. All employees of the Association shall be under the direct control and supervision of the Secretary. He shall be incharge of all the records of the Association and shall be a regular paid employee of the Association.

77)He shall be also incharge of all registers, books of accounts, correspondence and all other documents of the Association.

78)He shall keep and maintain, or cause to be kept or maintained upto date all registers kept or required to be kept by the Association.

79)He shall keep accurate minutes of all the meetings of the Association and all the committees and sub committees and of the resolutions passed thereat.

80)He shall receive, deposit and disburse money according to prescribed rules on behalf of the Association unless the Association or the Managing Committee director otherwise. All amounts exceeding Rs.500/- shall deposited into the bank immediately.

81)He shall prepare the annual Report and all other reports under the guidance of the respective committee or sub-committee dealing with the same.

(33)

82)The Secretary shall see that the resolution of the Association and Committee are duly carried out, and the accounts of the Association are regularly kept. The property of the Association of every kind shall be in his charge subject to the control of the Managing Committee and the Association. Under instructions from the Association or the Managing Committee, he shall take action on behalf of the Association for recovery of moneys due from the members as subscription or penalties imposed in conformity with the Articles and the Bye-Laws of the Association.

83)The Secretary in consultation with the Chairman of the Association or in his absence with the Vice Chairman, shall convene the meetings of the General Body or Managing Committee and Sub Committee Generally he shall perform all such duties as are incidental to his office.

84)In the absence of the Secretary or in case of his inability to perform all or any of the duties, the Managing Committee shall delegate his powers to one or more employees of the Association.

#### MANAGING COMMITTEE, ITS FUNCTIONS AND POWERS

##### **Functions:**

85)The Managing Committee shall have the charge of all funds and property of the Association and shall sanction spending of money in connection with the affairs of the Association from time to time, on behalf of the Association except when the General Body directs otherwise at any meetings.

86)The Managing Committee elected at the Annual General Meeting of the Association shall be deemed to continue in office till election of its successors at the next Annual General Meeting.

(34)

87)The Managing Committee shall meet at least once every two months, at Headquarter or any other palace so decided in last meeting or by Chairman.

88)Five members of the Managing Committee shall form a quorum at all meeting of the Committee.

89) A notice of at least 14 days shall be given of all meetings of the Managing Committee by circulars. The Chairman or in his absence Vice Chairman shall however have the power to call an urgent meeting on giving shorter notice.

90) If in any meeting of the Managing Committee, there is no quorum within 30 minutes from the time fixed it shall be adjourned and no quorum shall be required for a meeting of the Committee so adjourned.

**Powers:** The Managing Committee shall have powers.

91) To call General Meeting of the Association.

92) To sanction expenditure to meet requirements over and above the approved annual budget.

93) To appoint sub-committees for such purposes as the Committee may think fit and to frame rules and bye-laws for the guidance of such sub-committee.

94) To appoint or to discharge Legal Advisors, Surveyors, Agents, Employees as may from time to time think fit or deem necessary and to determine the power and duties and to fix their remuneration, salaries wages, commissions, emoluments or rights, leave, gratuity and to require security in such instances, and of such amounts as they may think fit.

(35)

95) To defray the expenses of delegates selected and deputed by the Association, to represent the Association to safeguard its interest at the conferences or other mercantile Association, Chambers or bodies in any place, in or outside Pakistan.

96) To fine or expel a member or withdraw all or any of his rights and privileges for all or any of the reasons mentioned in the foregoing clause no.18.

97) To delegate any of its powers to Sub-Committee.

98) To accept resignations with effect from specified date from the office-bearers of the Committee.

99) To delegate all or any of the powers and functions of the Secretary to one or more paid officers jointly or severally.

100) To purchase, take on lease or underlease, or otherwise acquire any land building, house or other immoveable property in any place as may be required or deemed necessary or expedient for the purpose of the Association.

101) To undertake on behalf of the Association the payment of all rent and the performance of all covenants conditions and agreements contained in or reserved by any deed or contract of which Association may be a party, or which may have been assigned to the Association.

102) To commence, institute, prosecute and defend all such actions and or suits as the Managing Committee may deem necessary or expedient on behalf of the Association and to compromise or submit to arbitration any action, suit or dispute or difference as the Managing Committee in their discretion may think fit.

(36)

103) To enter into any agreement upon such terms and subject to such conditions as the Managing Committee may deem desirable with any other Association or with the paid staff of the Association.

104) A member of the Managing Committee including all office bearers shall be considered to have ceased to be a member if he is absent from the meetings of the Managing Committee for three consecutive Ordinary meeting without obtaining leave of absence from the Chairman or in absence from the Vice Chairman.

105) A member of the Managing Committee or any office bearers may resign from his office upon giving 15 days notice in writing to the Chairman or in his absence to Vice Chairman of his intention to do so. Such resignation if accepted by the Managing Committee in writing shall take effect from the date of such acceptance.

106) To sanction the admission and continuance of the Association as a member of any other mercantile Association with a view to promote its objects.

107) All funds of the Association shall be deposited in its own name in such bank or banks as may be selected by the Managing Committee which shall have also the powers to invest surplus funds in such manner as may be decided from time to time. The bank account shall be operated in such manner as may be decided by the Managing Committee.

108) To frame and put into effect rules, regulations and bye-laws for the office administration, elections, trade practices, arbitration, tribunals, appointment of umpires and appeal boards compensation allowance and remuneration of the members or office-bearers for their service to the Association and for all such purposes as are conducive to the manner to rescind add or alter such rules regulations and bye-laws for the time being in force.

(37)

#### FUNCTIONS AND POWERS OF THE SUB-COMMITTEES

109) A Sub-Committee may be appointed by the Managing Committee from time to time to deal with certain matters brought before the Association or the Managing Committee.

110) A Sub-committee shall cease to exist as soon as the matters entrusted to them are finally dealt with and their report is received or adopted by the Managing Committee.

111) A vacancy on a Sub-Committee shall be filled by the Managing Committee.

112) Normally one clear day's notice shall be given for every meeting of a Sub-Committee and one third of the total number which shall not be less than two members shall constitute quorum for every meeting.

#### AMENDMENTS OF RESOLUTION DULY PASSED

113) No resolution passed by the General Body or any of the Committees shall be rescinded, modified or otherwise altered within six months of the date of the passing thereof save by 3/4<sup>th</sup> of the members of the General Body or the Committee provided always that the number of those voting for annulment or modification shall be the same as required for a quorum in each case.

114) A no-confidence motion against any or all the office bearers or the Committee present at the meeting of the Association or the entire Managing Committee can be moved by any member provided that the motion is supported by one third strength of the total numbers of registered members of the Association.

(38)

115) The no-confidence motion shall be discussed in a General Meeting specially called for the purpose within three weeks of the notice of the same. The motion shall be considered carried when 2/3<sup>rd</sup> majority of the registered member of the Association vote for it.

#### PROPERTY AND FUNDS OF THE ASSOCIATION

116) All the property of the Association whether belonging to it or held by it in trust shall, unless otherwise provided by any instrument of trust made in that behalf, be vested and be continued to be vested in the Association.

117) All bills, notes, bonds, indemnities, Government securities of all kinds, stocks, debentures and general deeds of whatsoever nature shall be deemed to have been executed, admitted, endorsed, and completed on behalf of the Association, if they be signed jointly by the Secretary or a member of the Managing Committee specially appointed for the purpose by the Managing Committee and countersigned by the Chairman or in his absence by the Vice Chairman.

118) All moneys received, either as deposits or fees, subscriptions fines etc., from members or as contributions towards the provident or other fund or funds, or otherwise howsoever shall be under absolute control of the Association.

119) The property, capital and income of the Association when sever driven shall be applied solely towards the promotion of the objects of the Association and no portion thereof shall at any time be paid by way of bonus or otherwise to members. Nothing contained herein, shall however, be deemed to be a bar to the Association paying to the members any interest on deposit received from them or any remuneration for bonafied work done by them for the Association.

(39)

## ACCOUNTS AND DOCUMENTS

- 120) True accounts shall be kept of sums of money received and spent by the Association and the matter in respect of which such receipt and expenditure takes place, and the proper credits and liabilities of the Association, and subject 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 shall be examined and the correctness of the Balance Sheet ascertained by a qualified auditors.
- 121) The Managing Committee shall cause to be maintained proper books of accounts of the transactions of the Association and of the assets and liabilities thereof at the office of the Association and shall be in the charge of the Secretary or such other persons as the Managing Committee may from time to time direct.
- 122) No member shall have any right of inspecting any account book or document of the Association unless he is authorize to do so by the Managing Committee.
- 123) Accounting year will be closed on 30<sup>th</sup> June each year and once atleast in every year, the financial statements of the Association shall be audited by a firm of chartered accountants, who will be appointed as auditor or auditors of the Association at the Annual General Meeting every year and a copy of audited financial statements alongwith a list of members as on 31<sup>st</sup> March shall be furnished by the Association to the Director, Trade Organizations on or before 31 day of December every year.

(40)

## GENERAL

- 124) Change of office-bearers and members of Managing Committee shall have no reaction on the paid staff of the Association.

SEAL

- 125) The Association shall have a common seal which will always be affixed by the order of the Chairman/Vice Chairman as the case may be.
- 126) The Managing Committee shall have power to provide a common seal for the Association and from time to time destroy the same and substitute a new one in its place and shall provide for the safe-custody of the seal for time being.
- 127) No bye-laws shall come in force before the expiry of 7 days from the date of passing thereof (both days inclusive) unless otherwise decided by the Managing Committee. The Bye-laws relating to election, and other important functions of the Association having being as the member shall be got approved by the Government, Ministry of Commerce.
- 128) The constitution of the Association may be translated into Urdu, but for the purpose of interpretation of the constitution, the English version shall be considered as authentic.
- 129) Amendments in these Articles of Association shall be effected by a special resolution passed by 3/4<sup>th</sup> majority of the members present at a special or extra-ordinary General meeting of Association convened specially for this purpose in accordance with these Articles. Provided that all amendments shall be subject to the approval of Government and shall also be made when required by Government in the public interest.
- (41)
- 130) Every member of the Association undertake to contribute to the assets of the Association in the event of the same being wound up during the time 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 cease to be a member and of the costs, charges and expenses of the winding up of the same, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding Rs.50/- or in case of his liability becoming unlimited in pursuance of the last preceding paragraph of this pursuance of the last preceding paragraph of this Memorandum such other amount as may be required.

If upon the winding up or dissolution of the Association there remains after the satisfaction of all its debits 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 effect can be given to the next provision shall be given or transferred to some other institutions of institution having object wholly or partly similar to the objects of the Association to be determined by the Dissolution Committee of Law, and in default thereof, by such Court as may have Jurisdiction in the matter.

131) Any dispute or difference of opinion in regard to interpretation or scope of application of these Articles of Association, which cannot be resolved by the Association itself, shall be referred to the Director or Trade Organization under the Trade Organization Ordinance, 1961 (XLV of 1961) and the ruling given by the Director shall be binding on the Association, its office-bearers and members.

(42)

INDEMNITY

132) Every Chairman, Vice Chairman, Secretary, Member of the Committee and other office or servant of the Association shall be indemnified by the Association against, and it shall be the duty of the Committee out of the funds of the Association to pay all costs, losses, penalties and expenses which any such officer or servant may incur or become liable for by reason of any contract entered into act or deed done or omitted by him as such officer or servant acting in good faith or in any way in the discharge of his duties including traveling expenses, and the amount for which such indemnity is provided shall immediately be a charge on the property of the Association and have priority as between the members over all other claims.

(43)

APPENDIX "A"

The Secretary,  
Pakistan Cotton Fashion Apparel  
Manufacturers & Exporters Association  
Karachi.

Dear Sir,

I/We hereby agree, if confirmed by the Managing Committee, to become a member of the PAKISTAN COTTON FASHION APPAREL MANUFACTURERS & EXPORTERS ASSOCIATION and undertake to confirm to and be bound by the Memorandum & Articles of the Association and the Bye-Laws of the Association that may

be frame from time to time. The particulars about  
firm/company are as under:

my/our

1. Name of Organiation:
2. Address: a) Office  
b) Factory
3. Telephone Nos: a) Factory  
b) Office  
c) Residence
4. Cable Address:
5. Year & Date of Establishment:
6. Name of Partners/Proprietors/Directors:
7. Branches with Address (if any):
8. What kind of garments/other made ups you make? Give details:
9. Whether members of any other trade Association/Chamber(s) of  
Commerce? If so, State name and address of such Association.  
Chamber(s) of Commerce etc.,:
10. Name of your Bankers:  
With address:

I/We, hereby, if confirmed, as a member, appoint  
Mr. \_\_\_\_\_ as my / our AUTHORIZED REPRESENTATIVE.

\_\_\_\_\_  
Specimen Signature of the  
Authorized Representative

\_\_\_\_\_  
Signature (of the Person making  
application)

Place \_\_\_\_\_

Designation \_\_\_\_\_

Date \_\_\_\_\_

(44)

#### PART "B"

We the undersigned, being the confirmed member of the PAKISTAN COTTON  
FASHION APPAREL MANUFACTURERS & EXPORTERS ASSOCIATION KARACHI, do  
respectively propose and second the above named as an application for Membership.

Proposer \_\_\_\_\_

Membership No \_\_\_\_\_

Designation \_\_\_\_\_

Seconder \_\_\_\_\_

Membership

No \_\_\_\_\_

Designation \_\_\_\_\_

---

#### PART "C"

(Not to be filled in by the Applicant)

Received Membership application from  
Messrs \_\_\_\_\_  
\_\_\_\_\_ of \_\_\_\_\_ and their application put before the  
Membership Scrutinizing Sub-Committee on \_\_\_\_\_ at  
No \_\_\_\_\_ and advised vide letter  
No \_\_\_\_\_ dated \_\_\_\_\_

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Chairman

---

Received an application form for Membership date \_\_\_\_\_ duly filled in  
from Messrs \_\_\_\_\_ alongwith a  
cheque/cash of Rs. \_\_\_\_\_ being the admission of fees and the Annual  
Subscription for the year \_\_\_\_\_.

\_\_\_\_\_  
Accountant/Cashier

\_\_\_\_\_  
Secretary

(45)

APPENDIX "B"

RULES FOR ANNUAL GENERAL ELECTIONS

1. Election shall be held Ballot System.
2. Every member eligible for nomination can nominate himself for any one of the offices and or membership of the Managing Committee, and in the latter case he will apply separately of each one.
3. Secretary shall issue notice of election under P. cir giving 21 clear days for nomination.
4. Duly signed nomination papers of those who wish to become candidates shall be dispatched so as reach the office of the Association 15 clear days before the election takes place.

5. Only nominated representatives of the member firms are eligible for election or to vote, and name of such representatives must be on the Register of Membership at least 3 days before the last date of nomination.

(46)

INSTRUMENT OF PROXY

6. Votes may be cast either personally or by proxy. No person shall be appointed proxy unless he is a member of the Association. The instrument appointing a proxy shall be in writing given under the hand of the appointer and shall be deposited at the Head Office of the Association at least 48 hours in advance of the time fixed for (a) the closing of the ballot for election or (b) the holding of the Annual / Extra ordinary General Meeting. In default, the instrument of proxy shall be treated invalid. Every instrument appointing a proxy shall be in the following form or in a form as near thereto as circumstances may admit:

I/We (Name and Designation) of (Name of Firm etc.,) ordinary /Associate Member of the \_\_\_\_\_ (name) \_\_\_\_\_ Association hereby appoint Mr. \_\_\_\_\_ of \_\_\_\_\_ name of Member's Firm) \_\_\_\_\_

to vote for me/us and an my/our behalf at the Annual/Extra Ordinary General Meeting and/or at the election of the Association to be held on \_\_\_\_\_ day \_\_\_\_\_ the \_\_\_\_\_ date \_\_\_\_\_ day of (month & year) \_\_\_\_\_ and at every adjournment thereof.

Place \_\_\_\_\_  
Appointer

Signed by the

Date \_\_\_\_\_

\_\_\_\_\_  
Seal of the Firm

7. Any duly nominated candidate can withdraw his candidature in writing days before the commencement of voting.

(47)

8. The Managing Committee will appoint a Board of Scrutinizers of 3 to 5 who are not candidates to scrutinize the nominations duly received and the Board

thus constituted will report about the validity and non-validity of such nominations within 3 days from the date of nomination, to the Secretary.

9. The Secretary shall circulate the names of the candidates ten clear days before the election to all the members.
  10. The Board of Scrutinizer will also examine the votes and submit in writing the report of results to the Chairman within 24 hours who will declare the results forthwith.
  11. All circulars in regard to the Annual General Meeting and the election should be sent by post under certificates of posting and such certificates will be a sufficient proof of the notices duly given.
  12. All the used and unused Ballot papers and other Records relating to the Election will be kept preserved under sealed cover upto one year from the date of the declaration of the Election results.
  13. Ballots for the top office bearer will be prepared separately, whereas for the Members of the Managing Committee there will be only one ballot. Every Member will have as many votes as the number of seats or vacancies on the Committee. Ballots containing more than the prescribed votes and those crossed ambiguously will be deemed invalid, where as those containing less number of votes will not be invalidates.
- (48)
14. Where in any election, two or more candidates secure an equal number of votes, the successful candidate will determined by lots to be drawn by the Chairman in their presence.
  15. All nominations will be made on the following Form-X (1) to be supplied by the office on written application made to the Secretary.
  16. The election shall be confirmed by the Annual General Meeting.

(49) NOMINATION FORM-X (1)

To,  
The Secretary,  
Pakistan Cotton Fashion Apparel

Manufacturers & Exporters Association  
Karachi.

Subject: ANNUAL ELECTION FOR 19\_\_\_\_\_

Dear Sir,

I, Mr. \_\_\_\_\_,  
representative of

(Name of Candidate)

M/s. \_\_\_\_\_, Membership  
No. \_\_\_\_\_

(Name of Candidate)

of the Pakistan Cotton Fashion Apparel Manufacturers & Exporters Association, who has been duly proposed and seconded to be a candidate for election for the office of \_\_\_\_\_ as will be seen from the endorsements below, do hereby agree to serve as such, if elected, and to abide by the provisions of the Memorandum and Articles of the said Association and rules and regulations framed there under.

(Signature of Candidate)

I, Mr. \_\_\_\_\_, representative of M/s.

\_\_\_\_\_  
(Name of the proposer)  
Firm Location)

(Name of

Membership No. \_\_\_\_\_ the Pakistan Cotton Fashion Apparel Manufacturers &

Exporters Association do hereby nominate  
Mr. \_\_\_\_\_

(Name of Nominee)

M/s. \_\_\_\_\_ Membership No. \_\_\_\_\_ to be a  
(Name of Firm for Nominee)

candidate for election for the office \_\_\_\_\_ for the said  
Association.

(Signature of Proposer)

I, Mr. \_\_\_\_\_,  
representative of

(Name of Candidate)

M/s. \_\_\_\_\_, Membership  
No. \_\_\_\_\_

(Name of Candidate)

of the Pakistan Cotton Fashion Apparel Manufacturers & Exporters Association, do hereby second the above proposal.

(Signature of Seconder)

TO BE COMPLETED BY THE BOARD OF SCRUTINIZER

We certify that we have scrutinized the above nomination and

- 
- a) found it in order, and to hereby declare that the nominee is a valid candidate for the office aforementioned.
- b) have not found it in order for the reason(s) stated hereunder.

Dated: \_\_\_\_\_

(Signature of Members of  
Board of Scrutinizers)

(51) We the following persons whose name and address are subscribed below are desirous of being formed into an Association of pursuance of the Memorandum of Association.

S.NO.	NAME & ADDRESS OF SUBSCRIBERS	SIGNATURE	WITNESS
	(MEMBERS OF THE ADHOC COMMITTEE)		
1.	Sheikh Shoukat Sarwar M/s. Venus Corporation. Near Light House, Karachi – Business	Sd/-	
2.	Mr. M.M. Usman Peracha M/s. Paracha Enterprises 4 <sup>th</sup> Floor, Saify Chambers, Near Denso Hall, M.A. Jinnah Road, Karachi – Business	Sd/-	
3.	Mr. M.W. Ansari M/s. Banaras Silk Industries. Zaib-Un-Nisa Street, Saddar, Karachi – Business	Sd/-	
4.	Mr. Malik Abdul Waheed M/s. Kashmir Garments. Mustafa Mension, Juma Gali, Saddar, Karachi – Business	Sd/-	
5.	Mr. Sh. Jehangir Anwar M/s. Kaiser Arts & Krafts., 26-E, Block-6, P.E.C.H.S.,	Sd/-	

	Karachi – Business	
6.	Mr. Syed Hameed Ahmed M/s. Windser & Company Ltd., 34-E, Block-6, P.E.C.H.S., Karachi – Business	Sd/-

Karachi, this .....Sixteen .....day of..... August.....1982

(52)

S.NO.	NAME & ADDRESS OF SUBSCRIBERS	SIGNATURE	WITNESS
	(MEMBERS OF THE ADHOC COMMITTEE)		
7.	Mr. M.A. Aleem Ghouri M/s. A.H.K. Enterprises., Karachi – Business	Sd/-	
8.	Mr. Shoukat Afzal M/s. Afzal Store Ltd., Afzal Plaza, Shakra-e-Faisal, Karachi – Business	Sd/-	
9.	Mr. Munawar M/s. Munawar Associates Ltd., 38/C, Block-6, PECHS, Karachi – Business	Sd/-	
10.	Mr. Nadeem Rahat M/s. Pioneer Arts & Crafts., B-151, Block-2, P.E.C.H.S., Karachi – Business	Sd/-	
11.	Mr. Roshan Ali M/s. Modes Limited., 9 <sup>th</sup> Floor, Adamji House, I.I. Chundrigar Road, Karachi – Business	Sd/-	
12.	Mr. Muzhar Hussain M/s. Hafiz Enterprises Ltd., (Regd.) Faisalabad. C/o.Zahid Fabric. – Business	Sd/-	

Karachi, this .....Sixteen .....day of..... August.....1982

(53)

APPENDIX

Serial No. \_\_\_\_\_

(See Art.71)

\_\_\_\_\_ASSOCIATION

ANNUAL ELECTION

YEAR

BALLOT PAPER

S.NO.	NAME OF CANDIDATE	VOTING MARK X BEFORE THE NAME OF THE CANDIDATE VOTED
1.		
2.		
3.		
4.		
5.		
6.		
7.		

etc.

INSTRUCTIONS

- i. Separate Ballot forms shall be issued in respect of each class of members and the word Ordinary of Association against the class of membership shall be scored out by the Office before issue of Ballot paper to vote.
- ii. Votes shall be cast only in favour of the number of the candidate to be elected for the particular year. Votes cast in excess of such number shall be declared invalid from the botton of the Ballot paper upwards.
- iii. The mark X shall be put distinctly against the name(s) of the candidate(s) in whose favour the votes are cast. If marking of any votes is indistinct, it may be declared invalid.
- iv. The Ballot paper shall not be signed or stamped or sealed or marked in any other manner which might disclose the identity of the voter.

**MEMORANDUM  
OF  
ASSOCIATION**

**&**

**ARTICLES OF ASSOCIATION**

**PAKISTAN COTTON FASHION APPAREL  
MANUFACTURERS & EXPORTERS ASSOCIATION**