

Article 1 Definitions

As used in this constitution, unless the context otherwise clearly requires, the words in this article shall have the following meanings:

1. Board: The Board of Directors of this association.
2. Bylaws: The bylaws of this association.
3. Director: A member of this association's Board of Directors.
4. Member: A member of this association.
5. AA: Appaji & Associates.
6. Year: The twelve-month period, which begins on 1 April.
7. Administrator: The person who has conceptualized the formation of this association or as may be elected by the Governing council to be Administrator and the first Administrator shall be Mr. Suneel Kumar Appaji
8. Governing Council: The council that is formed under the bylaws of this association

Article 2 Name

The name of this organization shall be Appaji & Associates

Article 3 Locality of the Association

The locality of this association is as follows: Corporate & Administrative Office shall be at Hyderabad and may be shifted to any other location as may be decided by Governing council. The association can have offices at different locations as may be decided by the Governing council.

Article 4 Object

The Object of AA is to carryout activities in the interest of the members and to facilitate knowledge share / client share / revenue share and services quality improvement among members through research & development, acquiring of knowledge at a cost etc.,

Article 5 Membership

Section 1 General Qualification. This association shall be composed of members of ICAI, who are in practice and / or firms of such chartered accountants and members in part-time practice.

Section 2 Kinds. This association shall have two kinds of membership, namely: individuals and firms.

Article 6 Meetings

Section 1 Regular Meetings.

(a) *Day and Time.* This association shall hold a regular meeting once each quarter on the day and at the time provided in the bylaws.

(b) *Change of Meeting.* For good cause, the governing council may change a regular meeting to any day and any place.

(c) *Cancellation.* The governing council may cancel a regular meeting if it falls on a legal holiday or in case of the death of a association member, or of an epidemic or of a disaster affecting the whole community, or of an armed conflict in the community which endangers the lives of the association members. The governing council may cancel not more than two regular meetings in a year.

Section 2 Annual Meeting. An annual meeting for the election of board shall be held not later than 31 December as provided in the bylaws.

Article 7 Attendance

Section 1 *General Provisions.* Each member should attend this association's regular meetings. A member shall be counted as attending a regular meeting if the member is present for at least 50 percent of the meetings, or is present and is called away unexpectedly and subsequently produces evidence to the satisfaction of the governing council that such action was reasonable.

Section 2 *Extended Absence on Out posted Assignment.* If a member is working on an out posted assignment for an extended period of time, the Governing council may consider the absence and mark the same as present.

Section 3 *Excused Absences.* A member's absence shall be excused if the absence complies with the conditions and under circumstances approved by the governing council. The governing council may excuse a member's absence for reasons which it considers to be good and sufficient.

Section 4 *AA Officers' Absences.* A member's absence shall be excused if the member is a current officer of AA.

Section 5 *Attendance Records.* Any member whose absences are excused under the provisions of sections 2 or 3 or 4 of this article shall not be included in the membership figure used to compute this association's attendance nor shall such absences or attendances be used for that purpose.

Article 8 Directors and Officers

Section 1 *Governing Council.* The governing council of this association shall be constituted as per the bylaws may provide and also consists of Administrator of the Network

Section 2 *Authority.* The Governing council shall have general control over board, all officers and committees and, for good cause, may declare any office vacant.

Section 3 *Governing Council's Action Final.* The decision of the governing council in all association matters is final, subject only to an appeal to the administrator of the association. However, as to a decision to terminate membership, a member, may appeal to the administrator, request mediation, or request arbitration. If appealed, a decision of the governing council shall be reversed only by a two-thirds vote of the members present, at a regular meeting specified by the governing council, provided a quorum is present and notice of the appeal has been given by the secretary to each member at least five (5) days prior to the meeting. If an appeal is taken, the action taken by the association shall be final.

Section 4 *Officers & Directors.* The different categories of officers shall be a) Chief Executive Officer or Managing Partner b) Business Development Partner c) Technical Partner d) Human Resources Partner and e) Secretary. The directors shall be elected by the members and officers shall be nominated by the Administrator or elected by Board as appropriate.

Section 5 *Terms of Officers & Directors.*

The term of all the office bearers shall be for a period of 1years subject to re-election from time to time, except for the position of administrator who shall be in office for life time and / or until disqualified to be a member of this association or until retirement.

Article 9 Admission Fees and Dues

Every member shall pay an admission fee, other charges and annual dues as prescribed in the bylaws

Article 10 Bylaws

This association shall adopt bylaws not inconsistent with the constitution of AA, and with this constitution, embodying additional provisions for the governing of this association. Such bylaws may be amended from time to time as therein provided.

Article 11 Affiliations

The network can enter into affiliation agreement with any other network not registered with ICAI or enterprise for sharing of knowledge and or clients.

Article 12 Amendments

Section 1 *Manner of Amending.* Except as provided in section 2 of this article, this constitution may be amended only by administrator under his / her signature.

Section 2 *Amending Article 2 and Article 3.* Article 2 (Name) and Article 3 (Locality of the Association) of the constitution shall be amended at any regular meeting of this association by the Governing council.

Article 13 Jurisdiction

All the disputes that may arise with AA are subject to Hyderabad & Secunderabad and / or Rangareddy district only.

Article 14 Overriding Powers

Notwithstanding anything contained hereinabove or in the bylaws, Administrator shall exercise all the powers of every office, in the interest of the development of association. All the procedures can be varied by the administrator until the membership of the association reaches 150 and a complete Board is constituted and declared as constituted by the administrator under a special resolution of transfer of powers to the concerned. In all those matters which are not specified herein, the administrator can design or cause to design the procedures or formalities and can modify the bylaws and or constitution.