

Amended as on... 29/06/11

Registrar of Society
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RULES AND REGULATIONS

1. NAME OF THE SOCIETY:

Name of the Society shall be: "INDIAN REPROGRAPHIC RIGHTS ORGANISATION."

2. In these rules, unless the context otherwise requires, words of expression defined in the 'Societies Registration, Act, XXI of 1860', as extended to the National Capital Territory of Delhi or in any other statutory modification of re-enactment thereof shall have the meaning as defined therein.

Wherever the context so permits, words importing the singular shall include the plural and those importing the masculine shall include the feminine.

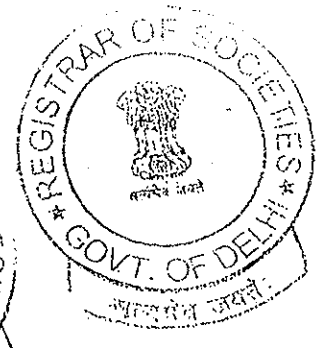
Subject to the above, the following words of terms shall bear the meaning set opposite to them hereunder:

- a) Governing body means the Governing body as named in the Memorandum of Association and thereafter constituted as per the rules and regulations of the Society.
- b) General Body means the composite body formed by all the members of the Society and the Governing Body.

3. MEMBERS:

Members shall be of the following categories:

- a) Founder Members
- b) Patrons
- c) Honorary Members
- d) Members
- e) Associate Members.



4. MEMBERSHIP:

- a) Founder Members: Those who are signatories to the Memorandum of Association of the Society and shall remain members thereof for life.
- b) Patrons: Person or persons invited by the Governing Body for that purpose will become patrons.
- c) Hon. Members: Any distinguished person selected by the Governing Body as such shall be an Hon. Member.

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Secretary

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- d) **Members:** Any publisher or author may become a Member on his agreeing to pay an entrance Fee/Admission Fee-Rs.500/- and an annual Subscription of Rs.250/-. Members will be expected to generally devote their time to further the aims and objects of the society.
- e) **Association & Affiliation:** The Committee may associate or affiliate the society with other societies or associations subject to such agreements as the Governing Body may from time to time approve. The representatives of such bodies shall be Association Members.

All subscriptions shall be paid in advance for the whole financial year on the 1st of April.

5. RIGHTS AND PRIVILEGES OF MEMBERS:

Every member except Patrons and Honorary Members and associate members shall have one vote and the rights and privileges of members shall be as laid down in the Rules and Regulations.

6. SELECTION OF MEMBERS:

Any publisher or author can become a member of the society provided that:

(1). Considering application for membership, authors must satisfy the following requirements and be:

- (a) Writers who have had a full-length work published, broadcast or performed commercially; or
- (b) Illustrators and translators who have had a full-length work published, broadcast or performed commercially; or
- (c) Authors who have had at least a dozen occasional items (e.g. articles or short stories) published or broadcast; or
- (d) Persons who are the owners /administrators of a deceased author's estate; or
- (e) Those who have published their own work, themselves, as a profit-making enterprise (subject to sufficient sales - 200+ copies of a single title in a 12 month period).

(2). Considering application for membership, publishers must satisfy the following requirements:

- (a) The applicant should be engaged in India in the business of commissioning, producing and issuing original works of copyright in a form and quantity

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suitable for sale to the general public or by virtue of its business practice, must be deemed to be more than a subsidy or vanity publisher; and

(b) The applicant or its subsidiary/ affiliate/ associate company must have an office in India.

The Applicant for membership, publisher or author, must submit a duly completed prescribed application form alongwith prescribed admission fee and membership fee. The application form shall contain a declaration that he shall be bound by the Memorandum of Association and Rules and Regulations of the society.

7. TERMINATION OR CESSATION OF MEMBERSHIP:

A person shall cease to be a member of the society:

- (a) If by a letter addressed to the Secretary General he voluntarily resigns his membership.
- (b) If he fails to pay the membership dues to the society within two months after his name has been posted for non-payment of dues of the society.
- (c) The Governing Body may expel a member by two thirds of the members of the Governing Body present or by proxy provided his actions are contrary to the Rules & Regulations of the society and is found that he or she is indulging in such action or actions which can harm the status of the society. In such case after proper enquiry and / or hearing the member can be expelled.

NOTE: The decision of the Governing body regarding the termination from the membership of the Society, shall be communicated to the member concerned.

8. GENERAL BODY DEFINED:

All the members of the society will constitute the General Body of the Society.

9. REGISTER OF MEMBERS:

The society shall maintain a register of members and record the names and addresses of all members for the time being and all changes in the membership which take place from time to time.

10. MANAGEMENT:

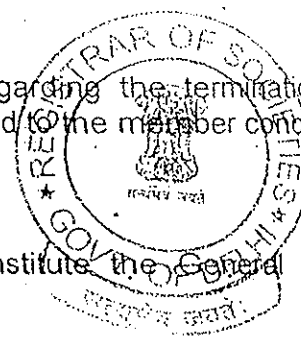
The Management of the Society shall be vested in the Governing Body composed as under:

- 1 Chairman
- 2 Vice Chairman

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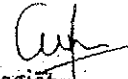
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3. Secretary General
4. Treasurer
5. Executive Members: 13 Executive Members who shall be elected out of the members


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NOTE:- In the Governing Body there shall be not less than 2 members of the Federation of Indian Publishers (FIP), not less than 2 members of The Authors Guild of India (AGI) and 2 members of The Association of Publishers in India (API)

Vacancies: If any vacancy occurs in the Governing Body during the interval between Annual General Meeting, the Governing Body may elect any member to that vacancy.

11. VESTING OF ASSETS AND PROPERTY:

The property and assets belonging to the Society shall be vested in the Governing Body.

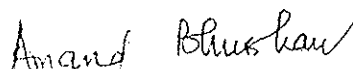
12. GENERAL MEETING:

- (a) An ordinary General Meeting of the society shall be held within one year from the date of registration of the society and thereafter at least once every year.
- (b) At every Annual General Meeting it shall receive and consider the balance sheet and income and expenditure account and the reports of the Governing Body and Auditors, and fix the remuneration of the Auditors and transact all other business which under these rules ought to be transacted at a General Meeting and any other business of which special mention shall have been made in the notice convening the meeting.
- (c) The Chairman of the Governing Body shall preside over the meeting of the General Body. In his absence any other senior member shall take the Chair.
- (d) On equality of votes, the Chairman shall have the casting vote.
- (e) All the members of the society are entitled to attend the meeting.

13. QUORUM:

- (a) 1/3 of the total members on the register shall form quorum of the General Meeting.
- (b) A General Meeting adjourned for want of quorum shall be convened after half an hour on the same day and no quorum shall then be necessary at such adjourned meeting.

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Secretary General

14. MEETING AND POWERS OF THE GOVERNING BODY:

- (a) The Governing Body shall meet at least once in 3 months. The Governing Body may however call an extraordinary meeting whenever it thinks fit and on a requisition made in writing by at least 3 Founder Members with a minimum of 7 days notice. Ordinary meetings of the governing Body may be held from time when required even with a short notice in case of any emergency.
- (b) The Governing Body shall pay all initial expenses incurred in connection with the formation and registration of the society and may exercise all such powers as are not be these rules reserved to be exercised by the society in a general meeting.
- (c) The Governing Body may exercise and perform the following powers and duties:
- (i) Alter or repeal these rules for the proper conduct and management of the affairs of the society.
 - (ii) Appoint sub-committee of members from among the members of General Body for such matters as may be considered expedient
 - (iii) Appoint, suspend and remove employees and servants of the society and determine their respective duties and powers and fix their remuneration.
 - (iv) Purchase or otherwise acquire for the society any property or sell, mortgage, give on hire the property of the society or its rights or privileges at such terms and conditions as they shall think fit.
 - (v) Borrow or raise money which may be required for the purposes of the society and mortgage or otherwise pledge the property of the society.
 - (vi) Open an account with any scheduled bank and pay into and draw money from such account from time to time. The account of the society shall be operated by two of the three members of the Governing Body. They shall be competent to withdraw money under joint signature.
 - (vii) Insure and keep insured all or any of the properties of the Society.
 - (viii) Frame any Bye-Laws constituted with these rules. However, the Rules and Regulations framed by the Governing Body will come into force only after ratification by the General Body.
 - (ix) Appoint Legal Advisor of the Society to render opinions, advices and to initiate necessary proceedings, to protect the rights of the members, objects of the society or to generally advise the society or any matter referred by the society.
 - (x) All Policy decisions of IRRO shall first be approved by the Governing Body comprising not less than 2 Members from FIP, 2 Members from API and 2 Members from the Authors Guild of

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India (AGI) voting in favour. Policy areas include, but are not limited to:

- Model License for each business sector
- Distribution
- Tariffs
- Business Plan
- Appointment of Auditors
- Managerial appointments
- Appointment of Sales agencies

In the event that the General Body votes against the Governing Body's decisions, the policy will revert to the Governing Body for fresh consideration before referred back to the General Body for approval.

15. BOOKS & ACCOUNTS:

The executive committee shall cause true accounts to be kept of all sums of money received or expended on behalf of the society, of all sales and purchases for the society and assets, credits and liabilities thereof.

16. BALANCE SHEET:

Once every year the Governing Body shall cause to be prepared and lay before the Society in General Meeting, a balance sheet, Income & Expenditure Account, Audit Report and its own Annual Report on the affairs or the working of the society.

17. AUDIT:

Every Balance Sheet and Income & Expenditure Account shall be audited by one or more Qualified Auditor / Auditors appointed by the Governing Body.

18. BYE-LAWS AND RULES:

All Bye Laws passed by the Governing Body shall be circulated to all members. A copy of Memorandum of Association and Rules & Regulations and By Laws of the society shall be supplied by the Secretary General to each member on application. All members shall be bound by the Memorandum and Rules and Bye-Laws which may from time to time be passed.

19. PUBLICATIONS:

The Governing Body shall fix the charges, if any, and the conditions under which publications issued by the society can be supplied to the members or non-members

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Secretary General

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20. RIGHTS & PRIVILEGES OF MEMBERS:

All and every member of the society:-

- (a) shall be entitled to participate in meetings, cultural/educational functions and other lawful gatherings, called/arranged by the Society,
- (b) have right to collect the Identity Card after depositing the required/prescribed fee (fixed by the Governing Body of the Society from time to time).

21. DUTIES OF THE MEMBERS:

All and every member of the society shall:-

- (a) elect the Governing Body of the Society,
- (b) attend the General Body meetings regularly,
- (c) gives the necessary information to the Society, pertaining to any matter which is necessary to be known by the Society,
- (d) not indulge in activities which are prejudicial to the Aims and Objects and/or the Rules & Regulations of the Society.

22. COMPOSITION OF THE GOVERNING BODY:

The composition of the Governing Body (Office Bearers and Executive members) shall be as under:-

- | | | |
|------------------------|-------|-----------------------|
| (a) CHAIRMAN.... | | ONE |
| (b) VICE CHAIRMAN | | ONE |
| (c) SECRETARY GENERAL | | ONE |
| (d) TREASURER | | ONE |
| (e) EXECUTIVE MEMEBERS | | From THREE to SIXTEEN |

23. POWERS AND DUTIES OF OFFICE BEARERS:

A. CHAIRMAN:

Chairman shall, subject to control and supervision of Governing Body, have the power to make general directions and management of the affairs relating to the Society.

The Chairman of the Society shall also enjoy the following powers and duties:-

- a) Chairman shall summon and preside over all the Governing Body and General Body meetings of Society.
- b) Chairman shall have the power to allow inclusion of any subject/matter in the agenda for the discussion in the course of proceedings/meeting.
- c) At the time of voting on any matter subject (except Election), if the total votes of the groups of members happen to be equal in number, the

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Secretary General



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Chairman has the power to cast an extra vote to decide the matter subject.

B. VICE CHAIRMAN:

The Vice Chairman shall enjoy all the powers and duties of Chairman in his / her absence.

C. SECRETARY GENERAL:

SECRETARY GENERAL shall circulate the notice to the concerned Office Bearers and Executive Members. SECRETARY GENERAL will prepare the Membership Register as well as the Proceeding Register to record the minutes of the proceedings of the Governing Body Meetings and the General Body Meetings and have them duly signed by the members who attend the meetings.

D. TREASURER:

- a) All the funds of Society shall remain under the care and management of Treasurer of the Society.
- b) Treasurer shall maintain the accounts of all money which is received and/or paid by him/her on behalf of the Society
- c) Treasurer shall produce all the Account-Books in every Governing Body
- d) The Treasurer will ordinarily hold a cash balance not exceeding Rs.1000/- (or the amount which may be fixed by the Governing Body of the Society from time to time) to meet the emergent needs relating to the Society.
- e) All the cash excess of the above amount (or the amount fixed by the Governing Body) shall be deposited in any Nationalised Bank/Banks, selected by the Governing Body of the Society.

E. EXECUTIVE MEMBER:

Executive Member is the important part of the Governing Body. Executive Member is supposed to attend all the Governing Body Meetings and also the General Body Meetings of the Society.

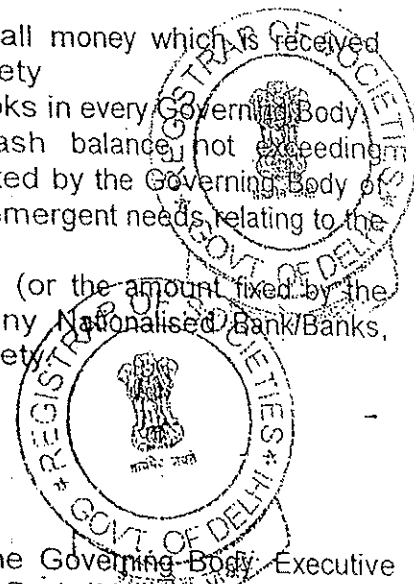
24. ELECTION:

The Governing Body in its Annual Meeting will elect its Chairman and all the office bearers and also the Executive Members of the Governing Body, after every TWO YEARS with eligibility for re-election by secret ballot papers or by show of hands as the Election Officer may decide. The Election Officer will be appointed by the Governing Body. The powers of Election Officer shall also be framed by the Governing Body of the Society.

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Secretary General



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25. RE-ADMISSION:

In case any member of the Society is expelled by the Governing Body on the reason of Non-Payment of the subscription, he can be re-admitted, provided the member concerned pays all up-to-date dues with the permission of the Governing Body.

26. APPEALS:

All the appeals shall be referred to the General Body of the Society. The decision of the General Body shall be final. The decision of the General Body shall be communicated to the member concerned.

27. BRANCHES OR THE SUB-COMMITTEES:

The Governing Body, in its Meeting, shall form the Branches and/or the Sub-Committees (all over India and Abroad) to attain the Aims and Objects of the Society.

28. MANAGEMENT OF FUNDS & ACCOUNTS OPERATION:

All the amounts shall be kept in any Nationalised Bank (s), and Bank accounts shall be operated by the Joint Signatures as provided in these Rules.

Collection fees and all administrative expenses paid out of license fees / royalty collections will not exceed 15% of license fees / royalty collections, as otherwise may be provided by the law amended from time to time. Grants, aids and other monies can only be used for the purposes for which they are disbursed to IRRO.

29. SOURCES OF INCOME:

All the income of the Society (received from all sources) shall be utilised only for the promotion and upliftment of the Aims and Objects of the Society. Sources of Income of the Society are as under:

- a) Admission Fee and subscription from the members of the Society,
- b) Donations and Special Contributions and
- c) Funds generated by Exhibitions, Functions, Seminars and other Cultural programs arranged by the Society.
- d) Royalties collected by IRRO both nationally and internationally on behalf of members

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Secretary General

30. FINANCIAL YEAR:

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Financial year of Society shall be from 1st Day of April to 31st March, every year.

31. ANNUAL LIST OF GOVERNING BODY:

Once in every year a list of the Office-Bearers and the Executive Members (of the Governing Body) shall be filed in the office of the Registrar of Societies (Delhi), as it is required under Sec. 4 of "SOCIETIES REGISTRATION ACT OF 1860", as applicable to National Capital Territory of Delhi.

32. DISSOLUTION:

If the Society needs to be dissolved, it shall be dissolved as per-provisions laid down under Sec. 13 & 14. of "SOCIETIES REGISTRATION ACT OF 1860", as applicable to National Capital Territory of Delhi.

33. LEGAL PROCEEDINGS:

Society may sue and/or be sued in the name of SECRETARY GENERAL as per provisions laid down under Sec.6 of the "SOCIETIES REGISTRATION ACT OF 1860", as applicable to National Capital Territory of Delhi.

34. AMENDMENT:

Any amendment in Memorandum, Rules and Regulations will be carried out in accordance with Section 12 & 12-A of the "SOCIETIES REGISTRATION ACT OF 1860", as applicable to National Capital Territory of Delhi.

35. APPLICATION OF THE ACT:

All the provisions under all the Sections of "SOCIETIES REGISTRATION ACT OF 1860", as applicable to National Capital Territory of Delhi, shall be applicable to this Society

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Secretary General



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36. ESSENTIAL CERTIFICATE:

Certified that this is the correct copy of the Rules and Regulations of the Society.

[Signature]

(CHAIRMAN)

[Signature]

(VICE CHAIRMAN)

Anand Bhushan

(SECRETARY GENERAL)

[Signature]

(TREASURER)



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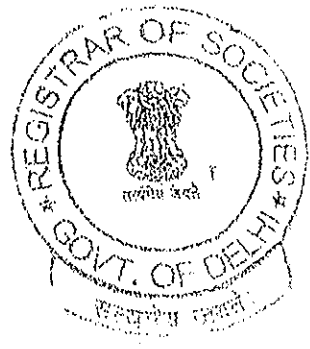
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Secretary General

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समाजक रजिस्ट्रार कार्यालय
पंजीकरण नं० 37188
संशोधन पत्र Amended FR
पंजीकृत



समाजक रजिस्ट्रार
समाजक रजिस्ट्रार के समीप संस्था पंजी.
संशोधन पत्र 1990 के अंतर्गत पंजी.
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REGISTRATION OF SOCIETIES ACT 1964

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Registrar of Societies