

UNDER THE SOCIETIES REGISTRATION ACT, 1860
(Act No. XXI OF 1860)

MEMORANDUM OF ASSOCIATION
AND
RULES & REGULATIONS
OF
BANGLADESH SOCIETY FOR HUMAN RESOURCES MANAGEMENT (BSHRM)

1. NAME

The name of the organization is Bangladesh Society for Human Resources Management (BSHRM).

2. REGISTERED OFFICE

The registered office of the Society shall be located at House No 88, Road No 9-A, Dhanmondi, Dhaka.

3. STATUS

The Society as hereby formed, is an association of persons under the Societies Registration Act, 1860.

4. AIMS & OBJECTS

The prime objective of the Society is to provide leadership within their communities by promoting the recognition and growth of Human Resources professionals through education, networking, shared resources, and knowledge, with a commitment to such values as human dignity, rights and development.

In addition the broader objectives for which the Society is established are any or all of the following:

- i) To enroll members and to develop and maintain standard of Human Resources Management in Bangladesh;
- ii) To develop professional courses of study and syllabus on human resources management and allied subjects with a view to produce skilled management professionals;
- iii) To admit suitable students for study within the Society under personalized guidance and library services;
- iv) To conduct examinations for awarding qualifying certificates in the profession of Human Resources Management;
- v) To confer distinctions to qualified and other eligible candidates as decided by the Society;
- vi) To conduct research works in specified fields and to publish books, journals, magazines and other publications;

- vii) To extend consultancy services on any human resources management issues;
- viii) To set guidelines for professional ethics and discipline for the members of the Society from time to time;
- ix) To liaison with other institutions in the academic and corporate fields at home and abroad for mutual co-operation or affiliation;
- x) To acquire and dispose of assets and properties for the benefit and improvement of the Society from time to time;
- xi) To invest the monies of the Society not immediately required in such manner as may from time to time be determined by the Society;
- xii) To borrow or raise or secure the payment of money in such manner as the Society may determine from time to time and generally to borrow money and apply the same for all or any purpose of the Society in such manner as may be determined by the Society;
- xiii) To sponsor, support, conduct and arrange training programmes, seminars, workshops, symposium and meetings for promoting interaction amongst non-government organizations, voluntary agencies and societies, institutions and individuals, corporate bodies and business organization, students and entrepreneurs.
- xiv) To establish at any place in the country or abroad such offices, libraries, institutes, agencies and local units as may be necessary for attaining the objectives of the Society;
- xv) To establish and maintain contact and collaborate with other organizations, institutions, bodies and societies in Bangladesh and abroad including relevant, international agencies, constituents of the UN system interested in similar objectives and to co-operate with such institutions, bodies and organizations for furthering the objectives of the Society;
- xvi) To obtain membership and to pay fees of the membership of any national or international bodies, institutions, organizations and to subscribe to their publications, if any, for furtherance of the objectives of the Society;
- xvii) To procure for the Society registration or recognition of the government or any other body or authority in the country or abroad, and take all such steps as may be necessary or expedient to carry on with its functions properly;
- xviii) To undertake, sponsor, support or aid any individual or educational, social, commercial, agricultural or industrial activity for attaining the objective of the Society;
- xix) To use all income of the Society for the advancement of its objectives;
- xx) To arrange for suitable remuneration to any person, firm, association, organization or institution for services rendered or to be rendered to or for the promotion of the Society;
- xxi) To purchase, take on lease, allot, hire or otherwise acquire and to construct, erect or adopt movable or immovable properties, and to sell, let out or hire all or any portion of the same as may be considered desirable in the interest of the Society;
- xxii) To enter into any arrangement with the government or any other authority, local municipal or otherwise, public or quasi-public bodies that may seem conducive to the objects of the Society;
- xxiii) To recruit, appoint, take on lien, or contract any employee, consultant, expert and adviser for the Society and its programmes and projects or enter into any other agreement in this regard or to discontinue and terminate their services as deemed fit and proper by the Society;

- xxiv) To open necessary accounts in any bank as may be necessary and to deposit and withdraw money in or from such accounts;
- xxv) To do all such other lawful things as are considered conducive or incidental to the attainment of the objects and furthering the growth of the Society;
- xxvi) To provide leadership within our communities by promoting the recognition and growth of Human Resources professionals through education, training, networking, shared resources and knowledge with a commitment to such values as human dignity, rights and development.
- xxvii) To promote compliance with all laws of the land and keep the society independent of any political or partisan interests of any sort.

5. GUIDING PRINCIPLES

- V: Valuing People as Individuals: We care about the people within our organizations and our profession; we strive to help individuals reach their full potential.
- I: Influence: As leaders and catalysts for change, working within our organizations to ensure fair treatment of people, in line with social, business and economic trends on the workplace.
- S: Service: To strive and to provide our peers, business partners, clients, and communities of interest with prompt, high-quality service. To encourage volunteerism to promote our profession.
- I: Integrity: To apply the highest ethical standards to ourselves and to our profession.
- O: Opportunity: To provide professional development opportunities that promotes organizational and individual achievement. To also seek opportunities to advance the provision.
- N: New Ideas: To be open to and initiate new ideas; committed to being future-focused, responsive to workplace and societal trends, and entrepreneurial in spirit and action.

6. OUR ETHICS

- O: Our pledge is to ensure the highest standards of professional and personal conduct.
- U: Uphold all laws and regulations personally and in the organizations we serve.
- R: Refrain from using our official positions anywhere to secure personal privilege, gain or benefit.
- E: Encourage our organization for fair and equitable treatment for all employees a primary concern.
- T: Try to make our organization productive through the support and encouragement of effective employment practices.
- H: Honour the confidentiality of privileged information. Improve public understanding of the role of human resources management.
- I: Instill in employees and the public a sense of confidence about the conduct and intentions of our employer.
- C: Commit ourselves to our organization and pursue its objectives in ways that are consistent with the public interest.

S: Support the Society's goals and objectives for developing the human resource management profession.

7. MISSION STATEMENT

- (1) To develop human resources management capabilities in respect to gender equality.
- (2) To provide interactive network among the members to share best practices and experiences both professionally and socially.
- (3) To uplift professional skill in human resources management through training, development, research and publication.
- (4) To establish standards in the field of human resources management.
- (5) To promote fair employment rights and practices and advocate for gender friendly working environment and strive for legislative changes to incorporate these values.

We, the several persons, whose names, addresses and occupations are subscribed below are desirous of being formed into a Society in pursuance of this Memorandum of Association and we agree to be the members of the Executive Council of the Society.

Sl. No.	Names and addresses	Occupation	Designation	Signature
1.	Mr. A.K. Raihan Administrative Chief Save the Children (USA) House #35A, Road # 9/A, Dhanmondi R/A, Dhaka	Private Service	Administrative Chief	
2.	Mr. Abdus Salam Bhuiyan Deputy General Manager, Human Resources, Grameen Phone Ltd, Plot #3 & 5, Road # 113/A Gulshan -2, Dhaka -1212	Private Service	Deputy General Manager, Human Resources	
3.	Mr. Chowdhury M.A.Q. Sarwar Head of Compliance, HR & Admin. Citibank, N.A., 122-124, Motijheel C/A Dhaka - 1000	Private Service	Head of Compliance, Human Resources & Administration	
4.	Mr. Md. Musharraf Hossain Manager, Human Resources Management CARE Bangladesh, House #61, Road # 7/A, Dhanmondi R/A, Dhaka-1209	Private Service	Manager, Human Resources Management	
5.	Mr. Mehboobur Rehman Group Head of Human Resources Transom Limited, Gulshan Tower (6 th Floor) Plot # 31, Road # 53, Gulshan North C/A Dhaka - 1212	Private Service	Group Head of Human Resources	
6.	Mr. Syed Akthar Hasan Uddin Manager, Human Resources The Hongkong & Shanghai Banking Corporation Limited Anchor Tower, 1/1-B, Sonargaon Road Dhaka -1205	Private Service	Manager, Human Resources	
7.	Mr. S.A. Mansoor Director Human Resources Partex Group, Sena Kalyan Bhaban, (16 th floor), 195, Motijheel C/A, Dhaka - 1000	Private Service	Director Human Resources	
8.	Ms. Syeda Zakeerin Bakht Nasir Head of Human Resources American Express Bank Ltd 18-20, Motijheel C/A Dhaka - 1000	Private Service	Head of Human Resources	
9.	Mr. Saeed Ahmed Head of Human Resources & Training Ekushey Television Limited Jahangir Tower, 10 Karwan Bazar Dhaka -1215	Private Service	Head of Human Resources & Training	
10.	Mr. Suman Bhattacharjee Head of Human Resources Department Concern House # 7, Road # 12 (new) Dhanmondi R/A Dhaka - 1209	Private Service	Head of Human Resources Department	

Dated, this the _____ day of _____ 2001

Witnesses to the above signatures:

1.-----

2.-----

UNDER THE SOCIETIES REGISTRATION ACT, 1860

(Act No. XXI OF 1860)

RULES & REGULATIONS

OF

BANGLADESH SOCIETY FOR HUMAN RESOURCES MANAGEMENT(BSHRM)

The following Rules shall constitute the Rules of the Society for the time being and these rules and the Rules that may be added hereafter and all amendments and modifications thereto in the future shall guide the affairs of the Bangladesh Society for Human Resources Management.

1. PRELIMINARIES

Whereas the pursuit of Human Resources Management requires specialized knowledge, unquestionable integrity and professional excellence; and

Whereas it is urgent for a professional society to be established to impart requisite education, training and expertise to such potential professionals; and

Whereas it has been agreed by the several persons whose names are hereunto subscribed to establish and constitute a society under the Societies Registration Act, 1860 by the name "Bangladesh Society for Human Resources Management" (hereinafter called "the Society") in accordance with the provisions of the Memorandum of Association hereto annexed and subject to the rules & regulations as well as bye-laws for the management of the Society and for the observance of the members thereof.

The Rules & Regulations and bye-laws as may be formed for the smooth functioning of the society will never go beyond the scope of the Memorandum of Association and conditions as laid down in it.

2. INTERPRETATIONS

In these presents, unless there is anything repugnant in the subject or context.

- a) "Act" means the Societies Registration Act, 1860 as adopted in Bangladesh. In the event of any section of the Act to which specific reference is made in these presents being amended or altered by statute or otherwise, then such reference shall be deemed to be amended to alter to the section of the Act accordingly.
- b) "Associate" means an associate member of the Society.
- c) "Affiliate" means body or organization affiliated to the Society.
- d) "BSHRM" means the Bangladesh Society for Human Resources Management.
- e) "Fellow" means a fellow member of the Society.
- f) "Bye-laws" means By- Laws of the Society.
- g) "Certificate of Practice" means a certificate granted under these rules and regulations entitling the holders to practice as a Human Resource professional.
- h) "Executive Council" means the Council of management of the Society.
- i) "Form" means a form specified by the Society.

- j) "Founder Member" means the subscriber to the Memorandum of Association and Rules & Regulations.
- k) "Government" means Government of the People's Republic of Bangladesh.
- l) "Graduate" means a graduate of a university constituted by law in Bangladesh or graduate of any other university recognized by the Government of Bangladesh.
- m) "General Meeting" means a general meeting of the members of the Society whether ordinary or extraordinary.
- n) "Society" means the Bangladesh Society for Human Resources Management.
- o) "Memorandum" means the Memorandum of Association of the Society.
- p) "Prescribed" means prescribed by the rules & regulations or by-laws of the Society.
- q) "President" means the President of the Executive Council of Management of the Society.
- r) "Registered Address" means, in the case of a practicing member, his place of business and in the case of a member not in practice, the address last notified by him to the Secretary of the Society as his address for communication.
- s) "Rules & Regulations" means the Rules and Regulations of the Society.
- t) "Register" means the register of members of the Society.
- u) "Secretary" means the Secretary of the Society.
- v) "Seal" means the Common Seal of the Society.
- w) Words importing the singular number shall include the plural number and vice versa.
- x) Words importing the masculine gender shall include the feminine gender.
- y) All other words or expressions defined in the Societies Registration Act 1860, shall bear the meanings assigned to them by the Act and except specific provisions in these presents the provision of the Act shall prevail.
- z) The General Clauses Act – 1897 (X of 1897) shall apply, so far as may be, to the interpretation of these bye-laws, as it applies to the interpretation of the Acts and Orders promulgated by the Government of Bangladesh.

3. CONSTITUTION OF EXECUTIVE COUNCIL

- a) There shall be an Executive Council of the Society acting within the framework of these presents for the overall conduct of the management and affairs of the Society.
- b) The duration of the Executive Council shall be for a term of two years.
- c) The Executive Council will consist of not more than 15 (fifteen) and not less than 10 (ten) members to be called Councilors. The office bearers of the Executive Council shall be as follows:

President	1
Vice President	1
Secretary	1
Treasurer	1
Joint Secretary	1
Councilors	10
Total	15

4. ELECTION OF THE EXECUTIVE COUNCIL

- a) The first Executive Council shall consist of the ten founding members who are subscribers to the Memorandum and Articles of Association
- b) Upon completion of each term of office of the Executive Council, fifty percent of Councilors shall retire from office by rotation i.e. those serving longest will retire first and among those who have served for the same length of time, those retiring first shall be decided by drawing lots unless they voluntarily retire. These retired Councilors cannot seek reelection for the immediately following term of office of the Executive Council.
- c) Election of five Councilors of the Executive Council should be held at the Annual General Meeting of the Society every two year, where every Fellow, Associate and Affiliate Member whose name is entered in the register at least 180 (one hundred eighty) days before the date of election, are entitled to vote in person only. However, if there is a delay in holding election for a justified reason, such delay shall not exceed 60 days. On expiry of above 60 days Government may nominate an Executive Council to administer the functions of the Society till a Executive Council is formally elected.
- d) A retiring Councilor of the Executive Council is eligible to seek reelection provided that no Councilor can serve for two consecutive terms in the Executive Council.
- e) Councilors must be residents of Bangladesh and must be members of the Society at the time of their election.
- f) Only Fellow and Associate Members whose name is entered in the register 365 (three hundred sixty-five) days before the date of election, are qualified to be elected as, and to be a Councilor of the Executive Council.
- g) Votes will be by way of secret ballots only to be exercised by Fellows, Associates and Affiliates of the Society as mentioned in clause (f) above.
- h) No member as defined in clause (f) and (g) above shall be entitled to vote or contest in election unless his dues are paid in full up to the last quarter prior to last date for nomination for election and has been a member for the period prior to date of election as prescribed in clauses (c) and (f) above.
- i) Where any dispute arises regarding any such election, it shall be referred by the Executive Council to a three members Tribunal to be appointed by the Executive Council among members who shall not seek election, but are otherwise qualified to be elected as Councilor. The decision of the Tribunal shall be final.
- j) Any Councilor who is absent from two consecutive meetings of the Executive Council without prior information may be removed from the office of the Councilor at the discretion of the Executive Council.
- k) The Executive Council may co-opt any other qualified members as Councilors to fill casual vacancies, which may occur on resignation, disqualification, removal or death of a Councilor.

5. STANDING COMMITTEES

The Society may constitute from amongst its members the following standing committees by nominating members of the Society.

- a) Membership and Registration Committee.
- b) Financial Committee

- c) Education, Development, Research and Programme Committee, and
- d) Disciplinary Committee.

The Executive Council will decide from time to time or at any time the terms of each of the committees and it will function as far as possible through these committees. The Executive Council may also constitute other committees from amongst its members as and when it deems necessary.

6. FIRST EXECUTIVE COUNCIL

The founder members will automatically be the first Executive Council members who will decide about the office bearers amongst themselves. The following persons, who are subscribers to the Memorandum and Articles, shall be the founder members and members of the first Executive Council.

A.K. Raihan
Abdus Salam Bhuiyan
Chowdhury M.A.Q. Sarwar
Md. Musharraf Hossain
Mehboobur Rehman
S.A. Mansoor
Syed Akthar Hassan Uddin
Syeda Zakeerun Bakht Nasir
Saeed Ahmed
Suman Bhattacharjee

7. OFFICE BEARERS

The Executive Council shall at its first meeting elect from amongst its members the following office bearers namely (for names of the office bearer, please see page 17):

- i) President
- ii) Vice President
- iii) Secretary
- iv) Treasurer
- v) Joint Secretary
- vi) Councillors

8. FORMS

The forms set out by the Executive Council shall be the forms to be used for the purpose of the Society.

9. NOTICE

All notices shall be sent to the registered addresses of the members last recorded in the register of the Society by post, fax, e-mail, courier service or public media.

10. BUSINESS OF THE SOCIETY

- a) The business of the Society, its affairs and/or functions shall include undertaking all or any of the several objectives, and any act, deed or thing done in pursuance of ancillary and/or incidental thereto as expressed in, and authorized by the Memorandum of Association.
- b) The business and affairs of the Society shall be conducted by the Executive Council. All business in a Executive Council meeting shall be transacted by simple majority. However, in case of equality of votes for and against a business under consideration, the Chairman of the meeting will have a casting vote.

11. MEMBERSHIP

- a) The Society for the purpose of registration is declared to consist of the subscribers to the Memorandum and Articles of Association. The Executive Council of the Society is authorized to admit new members in accordance with regulations described in the Rules & Regulations.
- b) The subscribers to these present and to the Memorandum of Association or such other persons as shall be admitted to membership of the Society shall be deemed to have agreed to become members of the Society in accordance with and in pursuance to these presents and whose names appear in the Register of Members, shall be the members of the Society.

12. CATEGORY OF MEMBERSHIP

The members of the Society shall consist of Life Fellows, Fellows, Affiliates, Associates, General and Student Members.

a) Life Member:

The membership committee shall determine the eligibility of a Life member of the society as per the following criteria:

- i. He/she must be a leading HR professional of the country with at least 10 years of exclusive HR experiences in leadership position.
- ii. He/She must be a member of BSHRM for the preceding five years with paying the fees regularly and actively contributed to the society.
- iii. Further he or she shall satisfy the Executive Council in all respect as outlined in Rule 12-sub-rule (a) (iii) above.

b) Fellows:

Fellows shall be elected by the Executive Council except all founding members who will be considered as Fellow members. Every candidate for fellowship shall comply with the following conditions:

- i) He or she must at least be a graduate having minimum eight years experience in a senior management position of which at least three years shall be related to Human Resources management functions: or
- (ii) He or she shall at least be graduate prior to being self employed or working as a management consultant for minimum eight years with any recognized management consultancy of which at least three years shall be in active assignment in respect to Human Resources management or training function.
- iii) Further he or she shall satisfy the Executive Council that he or she is fit and proper person to become a Fellow of the Society both in respect of his or her character and in respect of the position he or she holds. He or she shall if required furnish the Executive Council with such particulars as it may require with regard to the nature of duties and position in the organization in which he or she serves or has served.
- iv)

c) Associates Members:

Associates Members shall be elected by the Executive Council for membership and every candidate for election shall comply with the following conditions:

- i) Either he or she shall be a Master degree holder from any recognized institution and have been engaged for a minimum period of three years in a Human Resources function and shall be so engaged at the time of his or her application for election as associate member; or
- ii) Shall be a graduate and having at least five years working experience as outlined in (i) above.
- iii) Further he or she shall satisfy the Executive Council in all respect as outlined in Rule 12-clause (a) (iii) above.

d) Affiliate Member:

Affiliate members will be elected by the Executive Council from the registered private or public Companies under provision of Companies Act or organization or autonomous bodies with at least 3(three) years of established function in Bangladesh or abroad and shall comply with the following conditions:

- i) Such companies, organizations or autonomous bodies shall among other activities be actively encouraging human resources development and management practices as a part of their functions.
- ii) Must be appropriately registered with relevant regulatory authority and must be duly incorporated or recognized by appropriate authority.
- iii) Shall satisfy the Executive Council as to their activities, organization structure and function and any other information that the Executive Council may need.

e) General Member:

General members shall be elected by the Executive Council for membership and shall comply with the following conditions:

- i) Either he or she must be a recognized graduate and be currently working in the human resources function and have minimum 1 years of work experience; or
- ii) He or she shall have HSC or "A" level or equivalent educational qualification and shall have minimum 5 years of work experience in the human resources function.
- iii) Further he or she shall satisfy the Executive Council in all respect as outlined in Rule 12 (a)(iii) of above.

f) Student Member:

- iv. The membership committee shall determine the eligibility of a student to become a member of the society as per the following criteria:
- v. He/she must be a full time student pursuing a Bachelor's or Master's programme with major in either, Human Resource Management, Personnel Administration, Public Administration or Management
- vi. The student must be registered in a reputable and recognized academic institution, acceptable to the Bangladesh Society for Human Resource Management (BSHRM).

- vii. The student must have his or her relevant academic fees upto date at the time of application to the society and subsequently thereafter.
- viii. Further he or she shall satisfy the Executive Council in all respect as outlined in Rule 12-sub-rule (a) (iii) above.

13. ADMISSION OF MEMBERS

- a) Every applicant for admission to the Society in any category of membership shall satisfy the Executive Council of his or her having fulfilled the conditions specified by the society and any bye-laws in such manner as the Executive Council shall require from time to time and shall produce such documentary evidence about his or her eligibility for admission as an Affiliate, Fellow, Associate or General Member as the Executive Council shall deem necessary and the Executive Council, being so satisfied, shall admit him or her on payment of the requisite fees prescribed by this Rules & Regulations.
- b) Admission of any individual shall be determined by secret ballot by two thirds majority of the Executive Council or with at least six members of the Executive Council accepting the membership if the Executive Council is not presented in full strength.
- c) Every person before becoming a member shall undertake to be bound by the bye-laws in force at the time of his admission or which may thereafter be in force from time to time.
- d) If the Executive Council so desires it may call the applicant or the authorized representative of the organization in case of Affiliate to appear before the Executive Council prior to the acceptance of membership.

14. FEES OF THE SOCIETY

Every member shall pay to the Society the fees applicable in accordance with the following scale, until otherwise determined by the Executive Council.

- i) Admission fee (one time)

	Taka
1. General Member	1,000.00
2. Associate Member	1,500.00
3. Fellow	2,000.00
4. Affiliate	20,000.00
5. Life Fellow	5000.00
6. Student	800.00
- ii) Annual membership fee

	Taka
1. General Member	1,200.00
2. Associate Member	1,800.00
3. Fellow	2,400.00
4. Affiliate	6,000.00
5. Student	600.00
- iii) The annual membership fee shall be payable in four equal installment by first week of September, December, March and June of each year.

15. MEETINGS

There shall be following types of meetings:

- a) Annual General meeting of members which must be held at least once in each calendar year. There shall not be a gap of more than 14 months between two annual general meetings. Written notice of the meeting to be served to every member 21 days before the meeting. A shorter notice is permissible if agreed by all the members entitled to attend and vote. The notice must specify the date, place and time of the meeting.
- b) Any meeting of the members other than the annual general meeting is an Extra-ordinary General Meeting which may be called by the Executive Council or minimum ten percent of members entitled to vote as per Rule 4(g) and 4(h) hereof to transact any special business. Special notice in writing including the resolution(s) to be adopted at such EGM is required to be given to every member 28 days before the meeting. A shorter notice is permissible if agreed by all the members entitled to attend and vote. The notice must specify the date, place and time of the meeting.
- c) Any notice required to be given may be advertised or otherwise communicated to the members.
- d) Executive Council meetings may be held at any time to transact the day to day business of the Society.
- e) The first meeting of Executive Council shall be held within 60 days from the date of incorporation of the Society and thereafter the Executive Council shall meet at least four times in any calendar year at such time and place as the President may determine.
- f) All annual general meetings and meetings of the Executive Council shall be presided over by the President and in his absence by the Vice President and in absence of both, the person elected by the members present.
- g) The ordinary business of the Annual General Meeting will be to:
 - (i) Receive and approve the annual report of the Society.
 - ii) Receive and approve the audited accounts and reports of the auditors.
 - iii) Appoint auditors and fix their remuneration.
 - iv) Election of Councilors in place of those retiring every two years.
- h) All business in the Annual General Meeting shall be transacted by simple majority. However, in case of equality of votes for and against a business under consideration, the Chairman of the meeting will have a casting vote.
- i) The special business of Extra-ordinary General Meeting will be to:
 - (i) Remove any or all the Councilors before the expiry of term of office and elect new Councilors in their place.
 - (ii) Commence voluntary winding up of the society and appoint liquidators.
 - (iii) Amend the Objects and/or Rules and Regulations of the society.
- j) Three fourth majorities of members present in person shall transact all business in the Extra-ordinary General Meeting.
- k) Resolutions by circulation to all members or Councilors shall be as effective as any passed at any meetings of the Society and its Executive Council and various committees and sub-committees, provide such resolutions or copies thereof are signed by the majority of members or the Councilors.

- l) Minutes of all meetings of the Society and its Executive Council and various committees and sub-committees shall be recorded in appropriate books or files.
- m) Councilors have a right to inspect the minutes book at all reasonable times during working days.

16. VOTING RIGHTS

All Fellows, Associate and Affiliate members of the Society shall exercise voting rights at the Annual General Meeting and Extra-Ordinary General Meeting except as mentioned in Para 4 hereof.

17. QUORUM

- a) The quorum required for the meeting of the Executive Council unless otherwise determined shall be fifty percent of Councilors.
- b) The quorum for the general meeting shall be at least twenty percent of the members entitled to vote.
- c) The quorum for the extraordinary general meeting shall be at least seventy percent of the members entitled to vote.

18. BYE-LAWS

The Executive Council shall have right to and will make byelaws regulations and rules for carrying out the business of the Society. The bye-laws constituted thereunder shall be the bye-laws of the Society for the time being.

19. SECRETARIAT

The Executive Council may as deemed necessary employ full or part time officials to carry out all day to day functions of the society.

20. REGISTER OF MEMBERS

The Executive Council shall maintain in the prescribed manner a register of the members of the Society with full personal particulars of each member. The Executive Council may remove from the register the name of any member of the Society.

- a) Who is dead,
- b) From whom a request has been received to that effect that he, she or the affiliate organization wants to discontinue membership,
- c) Whose prescribed fees is outstanding for one financial year,
- d) Who has violated the ethics and discipline of the Society or the profession as determined by the Executive Council.
- e) Who has been declared insolvent or of unsound mind or convicted of any criminal offence as decreed by appropriate court of law.

21. UTILIZATION OF FUNDS

All funds at the possession of the Society shall be utilized towards attaining the aims and objectives of the Society as outlined in the Memorandum of Association, Rules & Regulations and Bye-Laws.

22. COMMON SEAL

There shall be a seal of the Society, which shall be known as the Common Seal. The Common Seal shall be affixed on all certificates of membership and other important documents of the Society. The common seal shall be designed and approved by the first Executive Council.

23. MEMBERS RIGHTS AND OBLIGATIONS

- a) Members will have the right to receive assistance, guidance and benefits related to their profession as may be within the objectives of the Society.
- b) Members must adhere to the rules, regulations and bye-laws of the Society.

24. INCOME OF THE SOCIETY

The financial resources of the Society shall consist of:

- a) Grants by the government, if any.
- b) Donations and contributions received.
- c) Subscription of members of the Society.
- d) Fees charged by the Society.
- e) Money received from various sources as grants and endowments.
- f) Income from investments, and
- g) Income and receipts from other sources.

25. FINANCE AND ACCOUNTS

- a) All moneys received by the Society shall be paid into an account of the Society at any scheduled bank to be opened and operated as decided by the Executive Council members.
- b) The fiscal year of the Society shall begin on the first day of July of one year and shall end on the thirtieth day of June next year.
- c) The funds of the Society shall be employed for such purpose as may from time to time be sanctioned by the Executive Council and all funds not needed immediately for the ordinary purposes of the Society may be invested by the Executive Council in any manner it deems fit.
- d) The Executive Council shall keep proper accounts of all income and expenditure and have the annual accounts duly audited by professional auditors. A copy of the audited accounts and the report of the Executive Council for that year shall be adopted at the annual general meeting of the Society.
- e) The Society will open bank accounts with commercial banks and/or financial institutions for deposits and withdrawals of money. The withdrawals of money will

be made by cheques under the joint signatures of the Treasurer and any one Executive Council member out of two as nominated by the Executive Council from time to time. The Executive Council through a resolution will advise the bank(s) on opening and operation of accounts and furnish the names, photographs and specimen signatures of the authorised signatories.

- f) The Society may borrow money from any bank or any other lenders at competitive rates of interest and to pledge, lien, mortgage or otherwise charge the Society's assets to secure such loans as deemed necessary by the Executive Council.

We, the undersigned, being the members of the Executive Council of Management of Bangladesh Society for Human Resources Management do hereby certify that the set of Rules and Regulations numbered 1 (one) to ___ above the correct copy of the Rules and Regulations of Bangladesh Society for Human Resources Management established under the societies Registration Act, 1860.

Sd/ by all