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# ***Consolidated Redline for General Body Meeting***

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# ARYA VIDYA MANDIR ALUMNI ASSOCIATION

## PROPOSED AMENDMENTS TO THE RULES & REGULATIONS

*Consolidated Redline for General Body Meeting*

This document sets out, clause by clause, every amendment proposed to the Rules & Regulations of the Association. Existing text proposed to be deleted is shown struck through in red; new/proposed text is shown underlined in blue. All other clauses of the Rules & Regulations remain unchanged and are not reproduced here. This annexure is intended to accompany the notice convening the General Body Meeting called to consider these amendments, and to be filed together with the amended Rules & Regulations before the Registrar of Societies and the Charity Commissioner.

## 1. Clause 5.6 — Managing Committee eligibility and term limit

### Clause 5.6

**EXISTING TEXT**

~~All the registered members of the Arya Vidya Mandir Alumni Association will have voting rights and, provided they are no less than 21 years of age, will be eligible to be elected to the MC. No member should be elected to the MC for more than two terms consecutively. This doesn't prevent a member from being re-elected to the MC after a minimum gap of four years.~~

**PROPOSED TEXT**

All registered members of the Association shall have voting rights and, provided they are not less than twenty-one (21) years of age, shall be eligible to be elected to the Managing Committee. Save as provided below, no member shall be elected to the Managing Committee for more than two (2) consecutive terms, and a member who has served two consecutive terms shall be eligible for re-election only after a minimum gap of four years.

Provided that, as a temporary exception only, where the number of eligible candidates (other than outgoing members who have completed two consecutive terms and seek to

continue under this proviso) who are elected or declared elected is less than the minimum strength of the Managing Committee prescribed under Clause 11.3, such outgoing members shall be eligible to continue in office, notwithstanding the two-consecutive-term limit, for one additional term only, and only to the extent of the shortfall, that is, the number of seats required to bring the Managing Committee up to that minimum strength (the "remaining vacant seats").

Provided further that: (a) where the number of such outgoing members willing to continue is equal to or less than the number of remaining vacant seats, they shall be declared to continue in office without a contested election, subject to verification under Clause 13(h); (b) where the number of such outgoing members willing to continue exceeds the number of remaining vacant seats, an election shall be held in accordance with Clause 13 strictly amongst such outgoing members, and those receiving the highest number of votes, up to the number of remaining vacant seats, shall be declared to continue in office, any tie being decided by lots in accordance with Clause 13(d).

Provided also that the number of outgoing members continuing under this proviso shall in no case exceed the number of remaining vacant seats; that no outgoing member shall continue under this proviso except by declaration under sub-clause (a) or by the result of the contest under sub-clause (b); and that no member shall in any case serve more than three (3) consecutive terms, after which the member shall be eligible for re-election only after a minimum gap of four years.

Provided also that this proviso shall not apply to a member who stands expelled under Clause 6.3 or Clause 6.4.7, or disqualified under Clause 13(g).

> *Note: Retains the two-consecutive-term limit and the four-year gap. Introduces a temporary exception under which outgoing members who have completed two consecutive terms may continue for one additional term only, and only to the extent needed to bring the Committee up to its minimum strength under Clause 11.3, after other eligible candidates have been elected or declared elected. No member may serve more than three consecutive terms. The procedure for declaring or electing such members is in Clause 13(h).*

## 2. Clause 6.4.16 — Managing Committee's rule-making power

### Clause 6.4.16

**EXISTING TEXT**

~~To make, amend or modify the rules and bye-laws.~~

**PROPOSED TEXT**

To make, amend or modify the rules and bye-laws, subject to Clause 31.

*Note: Clarifies that the Managing Committee's general power to make, amend or modify the rules and bye-laws is subject to Clause 31. Amendments to the Rules & Regulations therefore follow the General Body's approval process under Clause 31 and Sections 12 and 12A of the Societies Registration Act, 1860. This removes an inconsistency between Clauses 6.4.16 and 31*

## 3. Clause 11.2 — Tenure of the Managing Committee

### Clause 11.2

**EXISTING TEXT**

~~The tenure of the office of the first Managing Committee appointed under this Memorandum of Association as per the rules and Regulations shall be 4 (Four) years and the tenure of the subsequent Managing Committee shall also be of 4 (Four) years only.~~

**PROPOSED TEXT**

The tenure of the office of the first Managing Committee appointed under this Memorandum of Association as per the Rules and Regulations shall be 4 (Four) years and the tenure of the subsequent Managing Committee shall also be of 4 (Four) years only.

Provided that where the newly elected Managing Committee has not assumed charge upon expiry of the outgoing Managing Committee's tenure, the outgoing Managing Committee shall continue on a caretaker basis solely to conduct day-to-day affairs, until the election under Clause 13 (including under the proviso to Clause 5.6, where applicable) is completed and the newly/re-elected Managing Committee assumes charge.

Provided further that the caretaker Managing Committee shall not take any major policy, financial, contractual or appointment decision, or any other decision outside ordinary routine administration, except where necessary to protect the interests of the Association, in which case the reasons for such decision shall be recorded in the minutes and reported to the incoming Managing Committee.

*Note: The existing four-year tenure provision is retained in full. Two provisos are added. First, where the newly elected Committee has not assumed charge on expiry of the tenure, the outgoing Committee continues on a caretaker basis, for day-to-day affairs only, until the election under Clause 13 is completed. Second, the caretaker Committee may not take major policy, financial, contractual or appointment decisions, or any decision outside ordinary routine administration, except where necessary to protect the interests of the Association. In that case the reasons must be recorded in the minutes and reported to the incoming Committee.*

## 4. Clause 11.3 — Strength of the Managing Committee

### Clause 11.3

**EXISTING TEXT**

~~The working committee members shall be minimum 13 and maximum 21. In case, if any post other than those mentioned above has to be created then it shall be created with the 3/4th majority consent received by the General Body Meeting.~~

**PROPOSED TEXT**

The Managing Committee (also referred to in these Rules and Regulations as the Working Committee) shall consist of a minimum of 7 and a maximum of 15 members, including the office bearers. Any post in addition to those specified in Clause 11.4 may be created only with the consent of the General Body by a resolution passed with a 3/4th majority of members present and voting.

*Note: Reduces the prescribed strength of the Committee from a minimum of 13 and maximum of 21 members to a minimum of 7 and maximum of 15, including the four office bearers, to reflect actual participation levels. Confirms that the expressions "Managing Committee" and "Working Committee" refer to the same body. The requirement of a three-fourths General Body majority for creating any additional post is retained, with the reference now pointing to the posts listed in Clause 11.4.*

# 5. Clause 11.4 — Composition of the Working Committee

## Clause 11.4

**EXISTING TEXT**

~~The present Working Committee members shall comprise of: 1. President/Chairman (one) 2. Secretary (one) 3. Joint Secretary (one) 4. Treasurer (one) 5. Working committee members (Nine) A Maximum of two Honorary Members may be appointed by the Managing Committee. The Managing Committee may, if required, create additional Office-Bearer positions from time to time, Such decisions, if necessary, will be taken in Managing Committee meetings by passing a resolution with a two-third majority.~~

**PROPOSED TEXT**

The present Working Committee members shall comprise of:

1. President/Chairman (one)

2. Secretary (one)

3. Joint Secretary (one)

4. Treasurer (one)

5. Other Committee members (minimum Three, maximum Eleven)

A Maximum of two Honorary Members may be appointed by the Managing Committee. Honorary Members shall not be counted for determining the minimum or maximum strength of the Managing Committee and shall not have voting rights (Clause 6.4.13). Additional Office-Bearer positions, if required, may be created in accordance with Clause 11.3.

*Note: Restates the composition of the Committee consistently with the revised strength of 7 to 15 members under Clause 11.3: four office bearers plus three to eleven other Committee members. Item 5 is renamed "Other Committee members" to avoid confusion with the Committee as a whole, which Clause 11.3 now confirms may also be called the Working Committee. Clarifies that Honorary Members (maximum two) are not counted towards the minimum or maximum strength and have no voting rights, in line with Clause 6.4.13. The Managing Committee's separate power to create additional office-bearer positions by its own two-thirds*

*resolution is removed. Any additional post may now be created only under Clause 11.3, with the General Body's approval by a three-fourths majority.*

## 6. Clause 13(f) — Handover on election of a new Managing Committee

### Clause 13(f)

**EXISTING TEXT**

~~After the election of the new Managing Committee, the previous Managing Committee shall continue to function till they take over the charge. The previous members of the Committee shall give possession of the Association funds and properties, books of accounts and all papers/documents to the newly elected members of the Committee.~~

**PROPOSED TEXT**

After the election of the new Managing Committee, the previous Managing Committee shall continue on a caretaker basis, in accordance with Clause 11.2, to conduct day-to-day affairs until the newly elected Committee takes over charge. The previous members of the Committee shall give possession of the Association funds and properties, books of accounts and all papers/documents to the newly elected members of the Committee.

*Note: Aligns the position of the outgoing Committee during the handover period with the caretaker arrangement in Clause 11.2. It conducts day-to-day affairs only, subject to the limits in Clause 11.2, until the newly elected Committee takes charge. The obligation to hand over funds, properties, books of accounts and documents is unchanged.*

## 7. Clause 13(h) — New: procedure for outgoing members continuing under Clause 5.6

### Clause 13(h) [New]

**NEW CLAUSE (no existing text)**

**PROPOSED TEXT**

Where outgoing members who have completed two consecutive terms seek to continue in office under the proviso to Clause 5.6, the President (or the Scrutinizers appointed under Clause 13(e)) shall, before declaring the result:

(i) ascertain and record in the minutes the number of eligible candidates (other than such outgoing members) who have been elected or declared elected, the resulting number of remaining vacant seats (being the shortfall from the minimum strength under Clause 11.3), and the number of such outgoing members willing to continue in office;

(ii) where sub-clause (a) of the proviso to Clause 5.6 applies, declare such outgoing members to continue in office and record the same in the minutes;

(iii) where sub-clause (b) of that proviso applies, hold an election in accordance with this Clause 13 strictly amongst such outgoing members and declare those receiving the highest number of votes, up to the number of remaining vacant seats, to continue in office, any tie being decided by lots under Clause 13(d).

*Note: New clause setting out the procedure where outgoing members who have completed two consecutive terms seek to continue under the proviso to Clause 5.6. The President or Scrutinizers record in the minutes the number of eligible candidates (other than such outgoing members) who are elected or declared elected, the resulting number of remaining vacant seats, and the number of such outgoing members willing to continue. If those members do not exceed the vacant seats, they are declared to continue. If they exceed the vacant seats, an election is held only amongst them, the highest votes prevail, and ties are decided by lots under Clause 13(d).*

## 8. Clause 20.1 — Repugnancy and notification

## Clause 20.1

**EXISTING TEXT**

~~No amendments to these Bye-Laws may be made which are repugnant to the Income Tax Act, 1961 and the Societies Act, as may be amended from time to time. Any amendments~~

~~to these Bye-Laws must be notified to the pertinent Government Authority governing the scope of the amendment.~~

**PROPOSED TEXT**

No amendments to these Bye-Laws may be made which are repugnant to the Income-tax Act, 2025 (or, to the extent still applicable under its transitional provisions, the Income-tax Act, 1961) and the Societies Act, as may be amended from time to time. Any amendments to these Bye-Laws must be notified to the pertinent Government Authority governing the scope of the amendment.

*Note: Updates the statutory reference to the Income-tax Act, 2025, which replaced the Income-tax Act, 1961 with effect from 1 April 2026, while retaining a reference to the 1961 Act to the extent it remains applicable under the transitional provisions. The requirement to notify amendments to the concerned Government Authority is unchanged.*

**Summary of clauses affected: 5.6, 6.4.16, 11.2, 11.3, 11.4, 13(f), 13(h) (new), and 20.1.**

**All other clauses of the Rules & Regulations of the Association remain unchanged.**