

The Societies Registration Act, 1860

Memorandum

And

Rules for the Management of the Association

Of

THE ALLIANCE FRANÇAISE DE KARACHI

*Certificate of Registration of  
Societies*

Act XXI of 1860

KAR. No. 1784 OF 1963-1964

I hereby certify that THE ALLIANCE FRANÇAISE DE  
KARACHI has this day been registered under the Societies  
Registration Act, XXI of 1860.

**Given under my hand at Karachi this Twenty third day of June  
One Thousand Nine Hundred and Sixty-Four.**

Sd. /-  
(S. IMRAN SHAH)  
Assistant Registrar of  
Joint Stock Companies  
Karachi Region,  
Karachi.

## **The Societies Registration Act. 1860**

-----  
**Memorandum of Association of**

### **The Alliance Française de Karachi**

1. The Name of Society is “The Alliance Française de Karachi”. The Alliance Française de Karachi, a non-profit-making organisation, constituted in terms of the statutes and goals of the Alliance Française de Paris created in Paris in 1883 and whose continuity is ensured by the “Fondation Alliance Française” since January, 1<sup>st</sup> 2008, aims at promoting the French language in the city of Karachi, gathering those who desire to contribute to developing knowledge and taste for the French culture and language and, on a larger scale, fostering a better mutual understanding between Pakistan and France through linguistic and cultural relationships.  
The organisation operates under the context of responsible and well-balanced management, which guarantees its spirit of independence.  
The organisation does not consider the political or religious affiliations and prohibits any discriminatory behaviour.  
Its duration is unlimited.  
The organisation permanently exists, subject to the approval of its statutes by the local authorities after approval from the Fondation Alliance Française in Paris.
2. The Registered Office of the Society will be situated in Karachi.
3. The objects for which the Society has been established and which comply with those of Fondation Alliance Française are :
  - a. To promote, popularize and disseminate the French Language.
  - b. To foster social and cultural relations between persons interested in the French Language and culture and the French speaking people.

- c. To establish, organize maintain, and aid French Classes.
- d. To organize and arrange discussions, lectures, seminars study groups and other similar activities.
- e. To organize, exhibit and display film-shows photographic and other exhibitions.
- f. To maintain and contribute towards museums, reading-rooms and libraries of books, newspapers, magazines, periodicals gramophone records etc...
- g. To print, publish and circulate pamphlets, brochures, books on any subject or aspect related to the promotion of the aims and objects.
- h. To organize and provide facilities for study-tours and exchange of cultural missions between Pakistan and any or all of the French speaking countries.
- i. To file, prosecute or defend, concur, join or aid in filing, prosecuting, settling or ending cases, suits, proceedings etc. as the Society may think proper or conducive to the objectives of the Society.
- j. To subscribe, to become member of, subsidize and cooperate with any other association or society, whether incorporated or not, whose objects are altogether or in part similar to those of this Society and procure (from) and communicate to any such association, such information as may be likely to promote the objects of the Society.
- k. To purchase, construct, take on lease or in exchange, hire or in any other way acquire: any movable or immovable property or properties and any rights privileges which the Society may think necessary or convenient for the purposes of carrying out any of the objects and to sell, demise, mortgage, give in exchange or dispose of the same or any part thereof.
- l. To receive money on deposit, on interest or otherwise, and on such terms as may from time to time be determined.
- m. To invest and otherwise deal with the moneys of the Society in such manner as may, from time to time, be determined, to open, operate and close banking accounts of every description.
- n. To borrow or raise money or secure repayment of such money, in such manner as the Society may think fit; and in particular, by creation and issue of mortgages, debentures or debenture stocks, perpetual or otherwise, charged upon all or any property of the Society (present or future) and to purchase, redeem or pay off any such securities.
- o. To accept any bequest, gift, donation or subscription from any fund or endowment or waqf; and to establish and support, or aid in establishment and support of, funds, institutions and trusts calculated to benefit members or employees or ex-employees of the Society or dependents of such person; and to grant gratuities, pensions and allowances and to make payment towards their insurance and to subscribe or guarantee money for any charitable or benevolent object or for any public, general or useful object.
- p. To provide for and maintain exhibitions or show rooms to display and to exhibit French and French speaking communities cultures and also to assist such exhibitions, museums, shows, etc...
- q. To provide translation and interpretation services in French and local languages for all types of documents, in addition to the main activity.
- r. To do all such other things as are incidental or conducive to the attainment of all or any of the above objects.
- s. The objects set forth in any sub-clause of this cause shall not, except when the context expressly so requires, be in any way limited or restricted by reference to or inference from the terms of any other sub-clause or by the name or the Society.

4. The income and property of the Society whomsoever derived shall be applied solely

towards the promotion of the objects of the Society as set forth in the memorandum of Association and no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend or bonus or otherwise, howsoever, by way of profit to the person who, at any time are or have been members of the Society or to any of them or to any person claiming through any of them; provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officer or servants of the Society or to any member thereof or other person in return for any service actually rendered to the Society or the payment of interest on money officially borrowed from any member of the Society.

5. Any activity wherein other organization may be involved in promoting / furthering the objectives of the Society shall be planned and carried out in collaboration with the Society provided the control of such activity shall remain with Alliance Française de Karachi.
6. As a non-profit organization, the Memorandum of Association of Alliance Française de Karachi shall only be amended after obtaining necessary approval from the local authorities.

# Rules for the Management of the Association named The Alliance Française de Karachi.

## I. MEMBERS

1.
  - (I) The Alliance Française de Karachi (hereinafter referred to as the Society) shall consist of the following 5 classes of members subject to clause 1 sub clause II.
    - a. Patron members: any person or institution contributing a sum not less than Rs. 500,000/- (five hundred thousand) in lump sum in cash, or in kind such as in books or in buildings to the society shall be a Patron. They shall not have any voting rights.
    - b. Donor members: any person or institution eligible for or elected to membership may become a Donor member on payment of Rs. 50,000/- (fifty thousand) per annum. They shall not have any voting rights.
    - c. Regular members: any person eligible may acquire membership and may become a Regular member on payment of an annual subscription of Rs. 6,000/-. The new Regular members, who register for the first time, shall have voting rights only after an initial period of one year.
    - d. Student members: all the students of the Society shall be offered the membership of the Society on a concessional rate of Rs. 3,000 per year. They shall not have any voting rights.
    - e. Honorary members: Any person or institution may be elected to honorary membership by the Executive Committee as it deems fit. Honorary Members shall not have any voting rights.
    - f. Patron-in-Chief: in consideration with the objects of Alliance Française and its role in the implementation of the cultural policies elaborated by the Cultural Section of the French Embassy in Pakistan, the Ambassador of France in Pakistan or his representative, the Consul general of France in Karachi, will be considered as Patron-in-Chief of the Society and is thus entitled to attend the meetings of the General Body and of the Executive Committee. He shall not have any voting rights.
  - (II) All subscriptions shall be valid for one year from the date of the payment and if any member fails to pay after the prescribed date, he or she shall cease to be a member and can only be re-admitted after payment of all arrears.
  - (III) The Society has the right to refuse or revoke any above mentioned type of membership for any conduct deemed incompatible with its objects and rules.
  - (IV) The amount of subscriptions may be changed from time to time by resolution of the Management after approval of the Executive Committee.

## II. GENERAL BODY

2.
  - a. Only the Regular members with one year of good standing, who have paid their membership fee of the “Alliance Française”, shall constitute the General Body.
  - b. The General Body shall meet at least once a year.
  - c. The official year of the Society shall be from 1<sup>st</sup> January to 31<sup>st</sup> December.

### III. POWERS AND FUNCTIONS OF THE GENERAL BODY

3.
  - a. The Executive Committee shall be responsible to the General Body, which shall elect annually one third of the Executive Committee members for the smooth running of the Society.
  - b. The General Secretary / Director shall call an extraordinary meeting of the General Body on the written requisition signed by one fourth of the members constituting general Body to discuss any matter relating to the Society, within seven days of the receipt of such requisition.
  - c. Should the General Body meeting be convened to give a decision on statutory amendments or the dissolution of the organisation and exclusively to this effect, the necessary quorum for the decision to be valid is two thirds of the number of members. These members can either be physically present or have granted proxy to another member (two proxy votes per member maximum). If this quorum is not reached, the General Body meeting will be convened at a later date, after a period of at least fifteen days, at which time the resolutions it makes will be valid provided the quorum is one half of the number of members plus one. In any case, for statutory modifications or the dissolution of the organisation to pass, a majority of two thirds of the members present is required.
  - d. Seven days prior intimation shall be given to all members of the Society for all General Body meetings.
  - e. The General Body may also be convened by the Executive Committee on the following occasions :
    - i. Once a year for auditing the yearly accounts and for the election of a new Committee.
    - ii. Dissolution of the “Alliance Française de Karachi”
    - iii. Suppression, addition or modification in the Memorandum and / or Rules of Management.
    - iv. Modification in the composition of the Executive Committee.

### IV. THE EXECUTIVE COMMITTEE

4.
  - a) The Executive Committee shall be the executive authority of the Society and shall be responsible to the General Body. No member of the Executive Committee should receive any remuneration from the Alliance Française they sit on, neither on account of services provided within the framework of their own profession nor on account of an internal job or an internal provisions of services. Therefore, no employee of Alliance Française can become a member of the Executive Committee, with the exception, should the case arise, of the General Secretary / Director, member ex-officio.
  - b) The term of office of the Executive Committee members shall be for a period of three years, after which they may stand for elections at the annual General Body meeting. Executive Committee members cannot be elected more than two times consecutively.
  - c) The Executive Committee shall consist of nine elected members and one ex-officio member serving as General Secretary / Director of the Society, with no voting right. The elected Executive Committee members shall among them

elect the office bearers of the society : President, Vice President and Joint Secretary.

- d) The quorum of the Executive Committee meetings shall be (5) five present Executive Committee members and simple majority shall take all decisions. In case of a tie, the president of the meeting shall have the casting vote. Any member who remains absent in two consecutive Executive Committee meetings without valid reason submitted prior to the meeting in writing will disqualify himself / herself to act as a member of the Executive Committee of the Society.
- e) The Executive Committee subject to sub clause 4(d) shall fill any vacancy due to any reason in the Executive Committee of the society either by convening an extraordinary meeting of the General Body in order to elect a new Member, or by appointing the Member ranking first on the reserve list, to serve for the remaining duration of the Executive Committee's tenure.
- f) The Executive Committee shall have the power to incur all expenditure necessary for the purposes of promoting the aims and objects of the Society.
- g) The Executive Committee shall meet at least three times in a year.

## V. OFFICE BEARERS

5.

- a. All office bearers of the Society other than the General Secretary/Director shall be elected at the Annual General Body Meeting or at an Extraordinary General Body Meeting by the Executive Committee at a meeting convened for the purpose.
- b. **President** : He/she shall be the Chair of the Society and preside over meetings. He / she shall be elected by the Executive Committee annually. The presidential candidate must be a committee member to be elected as President. The President and one other office bearer of the society shall sign all the employment contracts of the local employees of AFK.
- c. **Vice-President** : There shall be a Vice-President, who shall preside over the meetings and act in the name of the Society in the absence of the President or when any matter is delegated to him by the Executive Committee.
- d. **Joint Secretary** : There shall be a Joint Secretary of the Executive Committee who shall act in the name of the society in the absence of the President and Vice President or when any matter is delegated to him by the Executive Committee.

6.

- a. **General Secretary / Director** : For the management of the Society, the General Secretary / Director may be appointed by the French Ministry of Foreign and European Affairs with the consent of the Fondation Alliance Française after consultation of the Executive Committee. He/she shall attend the meetings of the Executive Committee as an ex officio member ; he shall not have any voting rights. The General Secretary / Director shall report to the Executive Committee on all affairs of the society and is evenly empowered by the Executive Committee in his / her actions.
- b. The General Secretary / Director shall have charge of all correspondence with the members regarding their membership and shall take steps of realization of subscription from them and shall keep accurate and proper accounts of the funds of the Society. He/she shall issue all notices, prepare the agenda for the



meetings in consultation with the President and maintain accurate minutes of the meetings of the Society and of all the Committees. He/she shall have charge of the office, effects and documents belonging to the Society.

- c. He/she shall issue the approved minutes of the last meeting of the Executive Committee along with the Agenda of the next meeting of the same Committee in consultation of the President.
- d. He/she shall see that the resolutions of the Society and the Executive Committee are duly carried out.
- e. He/she shall prepare the Annual Report and all other reports under the guidance of the Executive Committee or sub-committees dealing with the same.
- f. He shall assign work to the staff immediately under him.
- g. Generally he shall perform all such duties as are incidental to his office.
- h. In the absence of the General Secretary/-Director or otherwise the Executive Committee may delegate his powers to any other officer.
- i. He/she shall attend the Meetings and Conferences of Public or Private Bodies when nominated by the Executive Committee for the purpose of representation of the Society there at.

7. The office bearers for the current year shall be and will continue in office for a period of one year and/or until the next election with effect from the date of the approval of the present statutes.

## VI. PROPERTY AND FUNDS OF THE ASSOCIATION

8. All bills, bonds, indemnities, Government Securities of all kinds, stocks, shares, debentures and generally deeds of whatsoever nature shall be deemed to have been duly executed, accepted, admitted, endorsed and completed on behalf of the Society, if they be signed and approved by Executive committee .
9. All moneys received either as deposits or as fees, subscription, or fines etc, from members or as contributions towards the fund or funds, or otherwise howsoever, shall be under absolute control of the Society. The Society shall be entitled to use them for any objects of the Society.
10. All funds of the Society shall be deposited in its own name in such bank or banks as may be directed by the Executive Committee who shall have also the power to invest surplus funds in such banks or securities, as may be decided from time to time. All cheques shall be signed by designated person empowered on this behalf by the Executive Committee from time to time.

## VII. ACCOUNTS AND DOCUMENTS

11. (a) The Executive Committee shall cause true accounts to be kept of all sums of money received or expended by the Society and the matters in respect of which such receipts and expenditure take place.  
(b) Once at least in every year the accounts of the Society shall be examined and audited by an auditor who shall be appointed by the Executive Committee who shall also fix his remuneration if any.

(c)The official year of the Society shall end on the 31<sup>st</sup> December.

## VIII. S E A L

12. The Executive Committee shall have power to provide a Common Seal for the Society 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 the time being.

## IX. CHANGES IN RULES AND REGULATIONS

13. The Foregoing Rules of Management of Society shall be kept with the records of the Registrar of Societies. Printed copies of the same shall be supplied to all members on application and no alteration or addition shall be made therein without approval of two thirds majority of members of the society.
14. The adoption of the amendments becomes final once the said amendments have been approved by the Fondation Alliance Française. An official specimen of the statutes, signed and dated by the President, and duly registered to the local authorities, should be sent to the Fondation for filing purposes.

## X. WINDING UP

15. The Society shall be wound-up voluntarily whenever a special resolution is passed by two thirds of the members requiring the Society to be so wound up. In the event of dissolution, the general assembly assigns one or more auditors charged with the liquidation of the organisation's assets. If there should remain, after satisfaction of all its debts and liabilities, any property whatsoever, the net assets shall not be paid to or distributed among the members of the Society or any of them, but shall be allocated to another Alliance operating in the country or a similar non-profit organisation.

\*\*\*\*\*

We the below undersigned Executive Committee members of the Alliance Française de Karachi society hereby ratify and approve the amendments to the Memorandum & Rules of Management of the Association named "The Alliance Française de Karachi"

<b>President</b>	Johara ALATAS, Ms	Hse 41/2, St. 15, Kh-e- Mujahid, DHA Ph.V, Karachi
<b>Vice-President</b>	Mrs Shaheen SHEIKH, Dr	7-B/II, 27 <sup>th</sup> Street, DHA Phase IV, Karachi
<b>Joint Secretary</b>	Nadeem SHEIKH, Mr	116/2,6th Lane Off Kh-e-Muhafiz, Phase 7 DHA, Karachi
<b>Member</b>	Shahnaz AHMAD Khalidi, Mrs	50/1, 23rd Street Off Kh-e- Badban, DHA Phase V, Karachi
<b>Member</b>	Sajjad BASHIR, Mr	Hse 41/2, St. 15, Kh-e- Mujahid, DHA Ph.V, Karachi
<b>Member</b>	Josyane LANTHIER, Mrs	44-B Kh-e-Badar, DHA Phase 5, , Karachi
<b>Member</b>	Arif MERCHANT, Mr	9-E, 8th Zamzama Commercial Lane, DHA Phase V, Karachi
<b>Member</b>	Qutubuddin MULLA, Mr	15/2B 22street Kh-e-Tanzeem DHA Phase 5, Karachi
<b>Member</b>	Dr. M.H. XAIGHAM	18/II, Street 30, DHA Phase V, Karachi