



The Jewellers' Association

Extraordinary General Body Meeting of The Jewellers' Association

Date

September 3, 2023, 9:30am

Venue

Tripura Vasini, Palace Grounds
Bangalore



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Notice for Extraordinary General Body Meeting (EGM) to be held on September 3, 2023 at Tripura Vasini

An **EGM** is called on **September 3, 2023** at Triupra Vasini, Palace Ground, Bengaluru, at **9.30am**, to discuss the proposed amendments to the Memorandum of the Association. The proposed amendments, the current Memorandum of Association and the agenda are available on the web link <https://jablr.org/egm-2023/>.

Member's are invited to share their viewpoints on any proposed amendment by email to secretary@jablr.org or in writing no later than **August 30, 2023**, to enable them to place their point of view in front of the EGM.

Date : 7-8-2023

Sd/
Secretary
Bipin Mehta



1. Registration. One representative per member will be allowed with ID cards.
2. Welcome by the President
3. Brief overview of the changes and the process by the Chairman.
4. Mention of the proposals received in writing or email from the members
5. Discussion of the Amendments proposed.
6. Discussion on the proposals of the members received in writing, taken up by the chair.
7. Vote of Thanks
8. National Anthem
9. Lunch

Rules for Discussion on the amendments.

The standard process followed in the Legislative assembly or parliament for such discussion will be followed. These are :

1. The amendments will be taken up sequentially for discussion in the order specified.
2. Before each amendment a designated member of MC will give a brief explanation and reason for the change.
3. If the amendment is not acceptable to a member or has suggestions, it will be incumbent on the member to provide a detailed logical objection or suggestion to the amendment in writing to secretary@jablr.org or the office by August 30, 2023.
4. First chance to address the EGM will be given to the member who has given the points in writing or email for the specific amendment. After this it will be opened to past directors and the other members. In any case they need to send a written note to the chair to raise the issue. They can only raise the issue with the permission of the chair.
5. Any non logical points or unrelated points raised by any member when discussing the amendment will not be allowed.
6. No person will be given more than 45 seconds.
7. The MC will take a few minutes to give clarification or opinion about the feedback received. If required the chair can ask the member to counter the point to ensure a healthy debate.
8. The amendment will be put for a voice vote and may be passed or dropped. Where there is no clarity in the voice vote a physical hand count will be taken.
9. If there is a very close call on any amendment and not a clear majority, this would be sent to a committee for further discussion and taken up during the upcoming AGM if possible or dropped as per the decision of the MC.
10. In a few cases the voting may be by show of hands, hence it's imperative that only one eligible representative is allowed into the EGM.

Proposed Amendments to Existing Memorandum of JAB

Foreword

In order to achieve our goals and enhance the functioning, we are proposing :

- 1. Improving Transparency in Selection of President:** Our System is akin to the parliamentary system which in some cases is riddled by horse trading, uncertainty when there is no majority. In many cases the members are not satisfied with the President selected by the board. It's a systematic problem which causes good candidates to stay away from the process. Hence to promote smoother operations, encourage candidates to come forward, we propose increasing transparency in the selection process of the president, So the AGM can decide on the most qualified and capable individual.
- 2.** The agenda of the President elect determines the agenda for the MC, thus empowering the AGM to define the agenda for the upcoming year and enabling better measurement of performance and greater accountability for results.
- 3.** To strengthen our collective efforts, we aim to increase the participation of allied members into the association.
- 4.** Many senior members possess valuable experience and connections, but might be hesitant to continue as board members due to various reasons. To ensure their continued involvement and commitment to crucial long-term projects, we propose introducing a provision of 'Standing Committee.' This provision allows seniors to contribute for specific projects while addressing their legitimate concerns regarding time commitment and election risks.
- 5.** To improve the association's functioning, we have found certain practices that enable smooth operation and also reduce abuse. Also some of the good practices have been ignored in the past. Changes are incorporated so valuable and proven processes, practices are not inadvertently discarded in the future.
- 6.** The association's Memorandum will be reviewed and aligned with any new legal changes, providing clarity and removing doubts surrounding our operations.
- 7.** Few proposed changes are geared towards achieving the objectives to form the 'Karnataka Jewellers and Diamond Merchants Association.

The suggested amendment are as follows :

Rule	Existing	Proposed	Explanation
B) Objectives	6. Organizing jewellery exhibitions to enhance the sales and to promote the businesses of our members.	6. Organising jewellery exhibitions, shows and events to enhance the sales and to promote the businesses of our members.	Expansion was found necessary, to avoid any confusion in the future.
	17. To establish - 1. Refinery 2. Chit fund 3. Bank 4. Gold testing Centre's for the benefit of the members of the association.	17. To establish or collaborate or aid in development of 1. Refinery 2. Gold testing Centre's 3. Jewellery Parks, 4. Education Institutions 5. Gemological labs for the benefit of the members of the association.	Gem and Jewelry is declared a thrust area by the government. Private players are getting into the development of Jewellery Parks, labs, training institutes for the trade. Such collaboration will be helpful for the members and trade. Also there is no need for chit fund and Bank at present.
C) Regulation	6) Office means the registered office at No. 814/815, Chickpet, Bengaluru. 2(A)Nil	6) No. 126, 3rd Floor, Laxmi Golden Mall, Dharmaraya Swamy Temple Road, (Dehind Kamma Temple), Nagarthpet, Bengaluru-560002. 2 (A) Chain Store : These refer to jewellers who have 4 stores and more across Karnataka with the same name. 2 (B) Allied Industry : are specialised service providers and suppliers for our trade such as secure logistics, jewellery designers, publishers, gem and jewellery exhibition organisers, bullion banks,labs, jewellery tools and machinery dealers and manufacturers, or any such specialised service providers and suppliers whose focus on providing specialised services to our trade.	Change due to change in premise

<p>D) Structure of Membership</p>	<p>The Association will have members in 4 categories:</p> <p>a) Mahaposhak b) Life Member c) Associate Mahaposhak d) Associate Life Member.</p> <p>1. The members who subscribe for Rs.25,000/- (Rupees Twenty Five Thousand Only) are considered as Associate Mahaposhak.</p> <p>2. The members who subscribe for Rs.15000/- (Rupees Fifteen Thousand Only) are considered as Associate Life Members.</p> <p>3. Those jewellers who are willing to be members of Jewellers' Association should submit the filled in membership form with membership fee inclusive of registration fee of Rs.500/ (Rupees Five Hundred Only).</p>	<p>The Association will have members in 7 categories:</p> <p>a) Chain Store b) Maha Poshak c) Life Member d) Associated Chain Store e) Associate Mahaposhak f) Associate Life Member. g) Allied Members</p> <p>Allied Members : Are members from the allied Industry referred to in C2(B). Such members can enjoy all benefits of the association. They can attend the AGM however they cannot contest elections or vote. The membership is similar to the associate Life member.</p> <p>1. The members who subscribe for Rs.51,000/ (Rupees fifty one Thousand Only) are considered as Associate Mahaposhak.</p> <p>2. The members who subscribe for Rs.25000/ (Rupees twenty five Thousand Only) are considered as Associate Life Members.</p> <p>3. Chain store members can subscribe for Rs. 1,01,000 (One Lac one thousand only) are considered Associated Chain Store Members</p> <p>4. The Allied Industry members who subscribe for Rs.15000/- (Rupees fifteen Thousand Only) are considered as Allied Life Members.</p> <p>5. Those jewellers and allied Industry members who are willing to be members of Jewellers' Association should submit the filled in membership form with membership fee inclusive of registration fee of Rs.500/- (Rupees Five Hundred Only).</p>	<p>To increase the member base of JAB and also work with allied Industry for the betterment of the trade.</p> <p>The membership charges have not increased since many years. Keeping in view the inflation,.</p>
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<p>E) Membership</p>	<p>8) The documents to be enclosed with membership application- (a) Copy of VAT registration (b) Copy of Schedule of VAT© Copy of PAN number of the firm.</p> <p>10) A New member is admitted as Associate Mahaposhak or Associate Life Member as the case may be. The associate Mahaposhak or Associate Life Member neither have the right to vote in A.G.M. nor contest the Board elections.</p> <p>11) The Associate Mahaposhak or Associate Life Member will be awarded Mahaposhak or Life Membership respectively after the completion of 3 years as Mahaposhak or Life Member in the Association. Then those members will have the right to vote and contest the board elections.</p>	<p>8) The documents to be enclosed with membership application- (a) Copy of GST Registration With Schedule (b) Copy of PAN number of the firm.</p> <p>10) A New member is admitted as Associated Chain Store, Associate Mahaposhak or Associate Life Member as the case may be. The Associated Chain Store, or Associate Mahaposhak or Associate Life Member neither have the right to vote in A.G.M. nor contest the Board elections.</p> <p>11) The Associate Mahaposhak or Associate Life Member or Associated Chain Store Member will be awarded Mahaposhak or Life Membership or Chain Store Membership respectively after the completion of 3 year as Maha Poshak or Life Member or Chain Store member in the Association. Then those members will have the right to vote and contest the board elections.</p>	<p>Bringing it in line with new laws</p>
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<p>F) Disqualification of membership</p>	<p>d) A firm shall not cease to be a member by reason of only a change in its constitution, occasion by admission, retirement or death of a partner, provided the business of the firms is continued in the same name in spite of such change.</p>	<p>d) A firm shall not cease to be a member by reason of only a change in its constitution, occasion by admission, retirement or death of a partner, provided the business of the firm is continued in the same name in spite of such change. In a special case if a proprietorship firm ceases due to a change to a partnership or a LLP resulting in a new tax registration, the MC will have the power to transfer the embership in such cases or similar cases provided the representatives of the previous and new firm are similar and the previous firm ceases its operation.</p> <p>e) If his Business registration has been cancelled or not renewed for more than a year. The MC will issue a show cause to the member before taking such a step.</p>	<p>When a business constitution is changed and the representatives are the same or similar we would like to ensure they don't lose their membership due to such technicalities. The test is that the controlling members of the new constitution are the same as the previous constitution and the previous constitution will cease to exist.</p> <p>Many members have closed the jewellery business and are part of the GM, which is not a good practice.</p>
<p>L) Powers and responsibility of the Sub Committee</p>		<p>7) The sub committee needs to meet at least once a quarter, failing which the board can take corrective actions.</p> <p>8) All committee meetings and trade meetings of the committee will be chaired by the committee Chairperson or vice chairperson of the committee. In their absence they can be chaired by the President or secretary or any board member part of the committee.</p> <p>9) Each committee chairperson or vice chairperson has to submit a report of the activities to the AGM and also report to the Board.</p>	<p>To ensure accountability and greater transparency on the activities of the committee</p> <p>Ensure clarity on the role of the committee chairperson in presence of the President of the Association since he is the ex-officio member.</p> <p>Also will help develop more leaders.</p> <p>Provide exposure to the committee that has done the work and also develop the leaders.</p>

		10) The President, and Secretary are ex-officio members of all the committees.	Ensures certain board representation on each committee and serves as a link between the board and the committees to help coordinate the work.
M) The powers & Responsibilities of the President:		7) Need to ensure that cordial relationships are maintained and developed with the other associations or federations.	
N) The powers and Responsibilities of the Secretary.	4) He can make any purchases required by the Association. He can expend up to Rs.25,000/- (Rupees Twenty Five Thousand Only) with the consent of the President.	4) He can make any purchases required by the Association. He can expend up to Rs.100,000/- (Rupees one lac Only) with the consent of the President in a month, 8) To send all circulars or messages to the members or the trade after the approval of the Secretary and the President.	Formalising the practice which has worked over years.
O) The Powers & Responsibilities of the Hon. Treasurer:		7) To submit the accounts for consideration and confirmation of accounts I the M.C. Meeting.	
L1)	New Proposal	L1) Standing Committee: 1) M.C. can form a standing committee(s), for long term projects / activities. The tenure of the committee will be three years or such time till the project is completed, whichever is earlier.	To ensure smooth running of long term projects it's important that the core team is not distributed by the changes in the board.. This will also encourage MC and AGM to start long term projects.

		<p>2) The chairperson of such a committee should be a previous / current member of the board with a reasonable track record. This has to be ratified by the next AGM including its chairperson.</p> <p>3) The committee stands dissolved on completion of the work, or if the AGM plans to dissolve the standing committee on recommendation of the MC. The Managing Committee can recommend an additional term for the committee or its chairperson, which may be ratified by the AGM.</p> <p>4) Other than the formation and ratification all the rules specified in the committee as in (L) are applicable to the Standing committee.</p>	<p>The idea can be used for Formation of the Karnataka Jewellers and Diamond Merchant Board, Jewellery Park, Market Improvement, Building a new premise.. Etc. Also a need was felt that there are certain committees which should be perpetual, with the right set of people. Ex: "Ease of business committee / Legal committee", Police matters, monitoring of silver 990, assay, melting,.. etc.</p> <p>This will help us to engage the services of the experienced members of the association for the improvement of the trade.</p>
H(2) AGM	2) The A.G.M. should be conducted every year during the month of July to present the annual reports and hold elections.	2) The AGM should be conducted within 9 months of the end of the financial year.	To bring in line with the ROS(Registrar of Society) and there will be no conflict.



	<p>If the A.G.M. could not be conducted in the month of July for any unforeseen reasons, it must be conducted by August End.</p> <p>4(a) Consideration and confirmation of reports of previous year. b) Consideration and confirmation of the budget for the next year. c) Appointment of an auditor and two local auditors. d) To elect the new 4 Directors for the post from the Managing Committee of their respective years. e)...</p>	<p>4(a) Every AGM will elect 3 Directors for the post of retiring directors from the Managing Committee of their respective years.and one post of the President.</p> <p>(i) The nominee for President should have been a member of MC for at least 2 years.</p> <p>(ii) The nominee for the President should not have held the post of the President for more than two consecutive years prior to his nomination.</p> <p>(iii)In case a sitting MC member wishes to stand for election of President, he needs to resign his post from the board after the AGM. It is clarified that the position left vacant by such resignation can be filled by the MC after its formation of a new committee in the first meeting.</p>	<p>The idea is to give the power to the AGM to directly select the President.</p> <p>This is to ensure that the person is aware of the working of the board and association.</p> <p>Wehave seen associations without change in office bearers leading to their downfall. This will ensure that no one person is a permanent President and there is automatically a cooling period giving a chance to develop more leaders in the association. This will also improve the transparency</p> <p>This would allow a sitting MC member to contest for the post of President and also provide the manner in which such posts have to be filled. Automatic filling of posts is not recommended since the person who fought for the post of the President has a different agenda than the candidate selected by AGM. Getting this person back into the board would mean the discord in the board and defeats the whole purpose of the changes. Due to the similar reasons, election to multiple posts is not recommended</p>
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I) Management Committee	<p>(2) The M.C. can elect the President, Vice-President, Hon. Secretary, Joint-Secretary, and Hon. Treasurer as the Office bearers as the Office bearers among themselves.</p>	<p>(2) The M.C. can elect Vice President, Hon. Secretary, Joint-Secretary, and Hon. Treasurer as the Office bearers among themselves. In case for some reason the President elect is not available for the year or has resigned, the MC can elect a new President.</p> <p>(11) The MC meeting for election of new office bearers should be called within 21 days of the conclusion of the election / AGM. If the meeting is not called within the required time frame $\frac{2}{3}$ of the board can meet and select the new office bearers.</p> <p>12) M.C. Can appoint area heads for various districts of Karnataka for two year. They can conduct meetings where one or more members of MC may be present. The minutes of the said meeting will be placed in MC for further action. Also they can be allocated funds upto Rs. 1 lac for a year for this purpose. The entire account has to be audited along with the performance of the area head.</p>	<p>To ensure the new board is formed in a reasonable timeframe and work starts as per the new board.</p> <p>This is to implement the objective (16) to form a Karnataka Jewellers and Diamond Merchant Association.</p>

<p>J) Powers and Responsibilities of Management Committee</p>	<p>1. The Board of directors can dismiss any member if he disrespects the association's directors or behave in any manner which could affect the honour and dignity of the association. A show cause notice can be issued to that said member and can take necessary action on that member.</p>	<p>1. The Board of directors can take punitive action on any member :</p> <p>a) If he disrespects the association's directors or</p> <p>b) behave in any manner which could affect the honour and dignity of the Association. or</p> <p>c) Makes baseless defamatory allegations. or</p> <p>d) Misbehave in a meeting and does not follow the set protocols,</p> <p>e) Has been involved in unethical practices.</p> <p>A show cause notice can be issued to that said member. The MC after considering the reply may take necessary action if it sees fit, such as to fine or dismiss or debar member from attending the EGM/AGM/meeting for a period not more than 1 year, or debar from contesting the election for not more than 1 year.</p>	<p>Manners are what makes a man and the society. By defining more specific behaviour we will be able to set the expectation from the members.</p> <p>It's important to have punitive actions to ensure orderly behaviour. Present provisions have only dismal as the only option, hence giving the options to have varying degrees of punitive action.</p>
<p>P) Other Subject</p>	<p>3. Capital expense of a minimum of Rs.5,00,000 (Rupee Five Lakhs only) will be allowed for each committee. Any amount over and above the approved, the committee should approach the AGM for further sanctions.</p>	<p>3. Capital and other expenses of a minimum of Rs. 15,00,000 (Rupee Fifteen Lakhs only) will be allowed for each committee for a year. Any amount over and above the approved, the committee should approach the AGM/EGM for further sanctions.</p>	<p>This is necessary due to inflation.</p>

		<p>11.If a member has factual details of any serious wrongdoing by the committee, he can write to the MC with details of such wrongdoing along with evidence and facts. The MC will provide the necessary reply no later than 1 month. If the member is not satisfied with the reply, he can present the case at the AGM/EGM with facts and after giving a notice in writing.</p> <p>The AGM/EGM after a show of hands or ballot can appoint a committee of elders to look into the allegation and give its report with its recommendation for next action. If the committee is found innocent, the member may be debarred from membership benefits for sometime or can be debarred permanently from the association.</p>	<p>It's a process that has been used before, this formalises it so it can be invoked when necessary. It ensures that grievances or allegations are dealt with in a manner following the principles of natural justice with evidentiary proof. This also provides the protection to honorary members of the board from frivolous and baseless allegations, which will ensure more members come forward to contribute to the common objectives of the association. This will also safeguard the association legally since its platform cannot be used for defamation of a person</p>
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The Jewellers' Association[®]

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