



Established 1988

Incredible India

**MEMORANDUM
OF
ASSOCIATION
AND
RULES & REGULATIONS
OF
INDIA CONVENTION PROMOTION BUREAU
NEW DELHI**

Amended as on
20 March 2019

INDIA CONVENTION PROMOTION BUREAU

MEMORANDUM OF ASSOCIATION

I. NAME OF THE SOCIETY

The name of the Society shall be 'India Convention Promotion Bureau' and its authorized abbreviation is ICPB.

II REGISTERED OFFICE

The Registered office of the Society shall be located in the Delhi NCR. At present it is located at Room 233 A, Ashok Hotel, Niti Marg, Chanakya Puri, New Delhi – 11 0 021.

III AIMS & OBJECTIVES :

- a) To promote India as a competent and credible venue / destination for Meetings, Incentives, Conferences and Exhibitions (MICE).
- b) To undertake a continuing programme of creating better awareness of the role and benefits of MICE in the context of national objectives.
- c) To collect, both from primary and secondary sources, relevant information that could be used to develop a Data Bank and to disseminate such information to the membership.
- d) To undertake research for development of India's MICE industry.
- e) To undertake a continuing programme of advertising and other publicity, using various media aimed at motivating national associations/ organizations to bid for conventions/ events etc.
- f) To encourage the growth of professionalism in the MICE segments with particular regard to the solicitation and servicing of MICE and evolve an industry code of ethics.
- g) To provide necessary guidance and feedback to the Central Government and advise the State Governments in the development of infrastructure and facilities for MICE industry segments.
- h) To disseminate knowledge to MICE industry personnel through educational programmes in association with leading business schools in India and abroad and also to develop modules on Convention Management with educational institutions.
- I) To conduct seminars, group discussions, courses of study and exchange of visits with Indian associations/ organizations and relevant world associations/ organizations.
- j) To seek affiliations with world bodies having similar aims and objectives.

- k) To do or get done such other lawful things that are incidental or conducive to the attainment of the above aims and objectives.
- l) To promote interests of members at national / international forums.

"All the incomes, earnings, moveable and/or immovable properties of ICPB shall be solely utilized and applied towards the promotion of its aims and objects only as set forth in this Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividends, bonus, profit or in any manner whatsoever, to the present or past members of ICPB or to any person or persons claiming through any one or more of the present or past members. No member of ICPB shall have any personal claim on any moveable and/or **unmovable** properties of ICPB or make any profit, whatsoever, by **virtue** of his/her membership.

ICPB Governing Board 2024-26

Mrs. Mugdha Sinha, IAS Director General Tourism/Chairperson ICPB Ministry of Tourism, Government of India Transport Bhawan 1, Sansad Marg, New Delhi-110001 <dg-tourism@nic.in>	
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Mr. Amit Saroj Hon. Treasurer - ICPB & Director (Attitude Events Pvt. Ltd.) 335/352, SpazeTechpark, Tower B2, Third Floor, Sohna Road, Gurgaon-122002 M- 9810157675 / amitsaroj@indiattitude.com / treasurer@icpb.in	Mr. Amaresh Tiwari Past Vice Chairman Managing Director (A T Seasons & Vacations Travel Pvt. Ltd.) C-24/A 2nd Floor, Acharya Niketen Main Road, Mayur Vihar Phase-I, New Delhi - 110091 M-9811412517 amaresh@seasonsandvacations.com
Ms. Rajani Nair Deb Member Governing Board Segment - Hotel Commercial Director Hilton and Hilton Garden INN Bengaluru Embassy Manyata Business Park Hebbal, Outer Ring Road, Nagawara, Bengaluru, 560045, Karnataka M. 8951943590 E: Rajani.Deb@hilton.com	Mr. Mohammad Ali Member Governing Board Segment - Hotel AAPC India Hotel Mgt. Pvt. Ltd. (Accor Hotels) Global Sales - MICE I Weddings I Sports M. 91 9999671156 E: mohammad.ali@accor.com
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Mr. Anuj Wadhwa Executive Director India Convention Promotion Bureau (sponsored by Ministry of Tourism) Room no. 233A, The Ashok, Chanakya Puri, New Delhi - 110021 Phone: 91-11-26110101 / Extn - 3186 s Email - ed@icpb.in ; connect@icpb.in Website - www.icpb.in	

INDIA CONVENTION PROMOTION BUREAU

RULES AND REGULATIONS

1. NAME OF THE SOCIETY

The name of the Society is 'India Convention Promotion Bureau' and its authorized abbreviation is ICPB.

2. INTERPRETATION

In these Rules and Regulations, unless there be anything in the context repugnant thereto or inconsistent therewith:

- (a) 'ICPB' means India Convention Promotion Bureau.
- (b) The 'Governing Board' shall mean the Governing Board of ICPB as constituted and provided by these rules.
- (c) The 'Chairman' means the Chairman of the Governing Board of ICPB.
- (d) The 'Vice Chairman ' means the Vice Chairman of the Governing Board of ICPB.
- (e) The “Honorary Secretary” means the Honorary Secretary of the Governing Board of ICPB.
- (f) The “Honorary Treasurer” means the Honorary Treasurer of the Governing Board of ICPB.
- (g) The 'Executive Director' means the Executive Director of ICPB.
- (h) The 'General Body' means the General Body of ICPB to includes Active, Allied, Observer, Partons, Lifetime & Associate members.
- (i) A 'member' means a member admitted as such under rules.

3. MEMBERSHIP

The membership of ICPB will be under the following six categories: -

- I) **Active**
- ii) **Allied**
- iii) **Observer**
- iv) **Patrons (Honorary)**
- v) **Life Time**
- vi) **Associate**

4. MEMBERSHIP DEFINED

I ACTIVE MEMBERSHIP

Active membership will comprise such corporate entities located in India as

are mentioned below, which are directly concerned with India's MICE industry segments and would be placed under the following sub-categories :-

1. The Ministry of Tourism, Government of India
2. Airlines
3. Meeting Hotels
4. Travel Agencies / DMC
5. Tour Operators / DMC
6. Conventions and Exhibition centers
7. Professional Congress / Convention Organisers (PCOs)
8. Professional Exhibition Organisers (PEOs)
9. Any other organization accepted by the Governing Board

II ALLIED MEMBERSHIP

This category includes the organizations located in India which are directly or indirectly involved with MICE industry, other than those given under Active, Patrons, Lifetime and Associate categories :-

1. State / Union Territory Tourism Development Corporation
2. Airport Authorities
3. Chambers of Commerce and Industry
4. Air Cargo Agents
5. Media (trade journals/newspapers/magazines)
6. Surface Transport Companies
7. Ancillary services providers.
8. Advertising Agencies
9. Professional Associations from tourism and hospitality industry connected with MICE.
10. Event Managers / Management Companies
11. Passenger Cruise-Ships / Companies
12. Tourism and Hospitality related Educational Institutions
13. Other organizations as decided by the Governing Board of ICPB.

III OBSERVER MEMBERSHIP

All categories of membership to be included under Observer membership other than Lifetime & Patrons membership who are less than one year in operations. This would include all new entities other than lifetime and

patrons membership related to the MICE industry. After one year, Observer member may be upgraded to Active OR Allied as per their company profile on successful completion of one year of operations.

Observer membership will comprise of such corporate entities as are mentioned in the membership definition in these rules. Only those organizations will be considered who have initiated business towards the growth of MICE traffic. They would be duly registered by the Government and preferably approved by the Ministry of Tourism as per criteria laid down for each segment of the MICE Industry segments and would be placed under the following sub-categories :-

1. Airlines
2. Meeting Hotels
3. Travel Agencies / DMC
4. Tour Operators / DMC
5. Conventions and Exhibition centers
6. Professional Congress / Convention Organisers (PCOs)
7. Professional Exhibition Organisers (PEOs)
8. Airport Authorities
9. Chambers of Commerce and Industry
10. Air Cargo Agents
11. Media (trade journals/newspapers/magazines)
12. Surface Transport Companies
13. Ancillary services providers.
14. Advertising Agencies
15. Professional Associations from tourism and hospitality industry connected with MICE.
16. Event Managers / Management Companies
17. Passenger Cruise-Ships / Companies
18. Tourism and Hospitality related Educational Institutions
19. Other organizations as decided by the Governing Board of ICPB.

IV PATRONS

Membership of 'Patron' will be awarded honorarily to those associations based in India, who are preferably concerned with the development of MICE Industry and also to Individuals whose association will benefit ICPB. The Governing Board will invite patrons for the duration of its term only. The Governing Board shall be the final authority to determine membership under this category without any voting right:-

1. Centres of Education and Learning
2. National Institutions such as ICMR, INSA, CSIR, NPL etc.
3. Big Business Houses / Corporate entities.
4. Distinguished Individuals / Organizations.
5. Other Organizations / Individuals as decided by the Governing Board.

V. LIFE TIME MEMBERSHIP - Only for Government Bodies

States/Union Territories/ Tourism Departments / State Tourism Development Corporations Ltd. who are keen to promote themselves as MICE destinations.

Opening of State Chapters in the states under Life Time Membership category :

- To promote interests of members at national / international forums.
- ICPB to facilitate bidding for International Conferences through State Chapters.
- Any other ancillary activity consistent with its aims and objectives.

VI. ASSOCIATE MEMBERSHIP:

This membership will be applicable for chain hotels who have a unit as a member with the national body ICPB or a branch office of an ICPB member. However, the local members of a state chapter to be categorized as 'State Chapter Members'

5. CONDITIONS FOR MEMBERSHIP

1. Membership of ICPB will be open to all the segments of MICE industry registered/approved by the Ministry of Tourism, Government of India wherever applicable.

It has been divided into six categories, namely Active, Allied, Observer, Patron, Life Time and Associate Membership. The Governing Board of ICPB shall be the final authority to determine category-wise membership.

- a) **Active:** Membership will comprise of such corporate entities as are mentioned in the membership definition in these rules. However, such organizations should be directly related to the MICE industry segments. Only those organizations will be considered which have the potential and capabilities to contribute effectively towards the growth of MICE traffic and to the development of allied services up to international levels. All such corporate entities would be duly registered by the Government and preferably be approved by the Ministry of Tourism as per criteria laid down for each segment of the MICE industry.

- b) **Allied:** Membership will include all organizations which are directly or indirectly involved with various segments of MICE other than those given under Active category.

The principle of eligibility to allied membership would essentially be that the organization is duly registered either with relevant Government Institution/Ministry or is approved by the Ministry of Tourism and that it has the potential and capability to contribute effectively either towards attracting MICE Traffic to India or towards providing excellence in provision of services to various segments of MICE and other management activities matching international standards.

- c) **Observer:** Membership will comprise such corporate entities as are mentioned in the membership definition in these rules. Only those organizations will be considered who have initiated business towards the growth of MICE traffic. They would be duly registered by the Government and preferably approved by the Ministry of Tourism as per the criteria laid down for each segment of the MICE Industry.

The 'Observer Members' shall have no voting rights and would be inducted only for one year before they are upgraded as 'Active/Allied Members' provided they fulfill pre-defined criteria of Active/Allied membership. While they are Observer Members they can not use ICPB's Logo for marketing purposes.

- d) **Patrons:** Membership will include those individuals/organizations who/which are considered by the Governing Board because of their distinguished character and/or performance or because of their likely useful contribution to the development of ICPB and the MICE industry in India.
- e) **Life Time :** Membership will include Govt. Departments States/Union Territories/ Tourism Departments / State Tourism Development Corporations Ltd. interested to promote MICE facilities in the state.
- f) **Associate :** Membership will be applicable for chain hotels who have a unit as a member with the national body ICPB or a branch office of an ICPB member.
2. All new applications for membership shall be scrutinised by the Governing Board for (a) eligibility of admission to ICPB (b) applicable category to which the applicant may be admitted. Application for admission to ICPB is in no way a right nor guarantees admission to this speciality organisation. A rejected membership application would not bar the applicant from re-applying at a later stage where the Governing Board will re-examine the case at that time.
3. Every Corporation/organization/Ministry/ Association will be represented at ICPB only by one nominated person for each segment and category of

membership. Accordingly, the Bureau would take cognizance of the communications received only from the nominated representative from a particular organization. Segments in each category will conduct their own election/nomination for representation at the Governing Board. No alternate person would be permitted to attend the Governing Board meetings.

4. Members shall adhere to the code of ethics evolved by the Governing Board from time to time. In case of non-adherence, the Governing Board may constitute a disciplinary committee as and when required.

6. **ADMISSION FEE AND SUBSCRIPTIONS :**

The category-wise admission fees/corpus fund and subscription are stated below:

Category of Membership	Admission Fee / Corpus Fund	Annual Subscription
Active	Rs. 10,000.00	Rs. 35,000.00
Allied	Rs. 5,000.00	Rs. 15,000.00
Observer	Rs.10,000.00	Rs. 15,000.00
Patrons	Honorary	Honorary
Life Time	Rs.5,00,000.00	Nil
Associate	Rs. 5,000.00	Rs. 15,000.00

**** The above fee is exclusive of GST, Payable as applicable**

On approval of the Governing Board the membership subscription may be revised.

7. **FEES AND SUBSCRIPTION WHEN DUE:**

- a) The invoices of annual subscription to be sent by ICPB to members at the beginning of the financial year and members should ensure to remit their subscriptions within 90 days. If the annual subscription is not received within 90 days, their membership will automatically be suspended.

Further, the Governing Board would consider revoking suspension of the member, if the payment is received by stipulated date.

- b) The above-mentioned admission fees/corpus fund shall be effective on financial year basis. Patrons shall not pay any admission fee/corpus fund and the annual subscription from time to time.
- c) PSU (ITDC) of MoT to be exempted from annual membership subscription and placed under Active category.
- d) The "Corpus Fund" shall be utilized as per statutory rules.

- e) The Governing Board is empowered to change the admission fee and annual subscription.
- f) New members, who are enrolled at any time of the year, shall be liable to pay minimum six months' membership subscription.

8. TERMINATION OF MEMBERSHIP:

- a) In the event of review by the disciplinary committee, Member not following the prescribed code of ethics, the Board may terminate his/her membership.
- b) Members under various categories would have the right to resign from membership of the ICPB subject to payment of arrears of dues. However, they would have to serve notice of two months prior to resignation and would clear the dues accordingly.
- c) If any member fails to pay his subscription or admission fee/corpus fund as defined at clauses 6 & 7 above or any other dues, the Executive Director shall refer the matter to the Disciplinary Committee.
- d) Disciplinary Committee shall be constituted by the Governing Board by appointing a Chairman and two members from the Governing Board which shall look into the cases of termination on account of non-payment of dues.

In cases of violation of code of ethics, the committee would comprise of three members of good standing, chaired by Chairman, ICPB.

Procedure:

A show-cause notice shall be issued for the above said violations to the member giving him/her 15 days time and final decision shall be taken within a period of two months with a copy of the decision to the member.

9. RE-ADMISSION:

It is further provided, however, that on full payment of the said dues and any other sums which may later have become due, the Governing Board shall have the discretion to restore his/her membership.

10. MEMBERSHIP TO BE BOUND BY REGULATIONS:

Every member of ICPB shall be bound by the provisions of the Memorandum of Association and Rules & Regulations, a copy of which shall be supplied to the member on joining ICPB or on request and that he/she shall be fully bound by all the bye-laws made, amended or re-enacted by the Governing Board.

11. RIGHTS AND PRIVILEGES OF MEMBERS :

I ACTIVE CATEGORY

- i. To receive advance information on all potential conferences, events etc.
- ii. To receive notice of all meetings of ICPB.
- iii. To attend and vote at the General Meeting of ICPB, as per clause 15 of these rules.
- iv. To take part in all meetings and events arranged by ICPB as per notices issued.
- v. To receive, on request, data and other statistics maintained by ICPB on payment, that is, decided by Governing Board from time to time.

II ALLIED CATEGORY

- i. To receive available information on all congresses / events bids for which have been won in favour of India as soon as the information is authentically received by ICPB.
- ii. To receive notices of all meetings of ICPB
- iii. To attend the General Meeting of ICPB as per clause 15 of these rules.
- iv. To take part in all meetings and events arranged by ICPB as per notices issued.

III OBSERVER CATEGORY

- i. To receive notice of all meetings of ICPB.
- ii. To attend the General Meeting of ICPB, as per clause 15 of these rules. However, they will not have any voting right.
- iii. To take Part in all meetings and events arranged by ICPB as per notices issued.

IV PATRONS CATEGORY

- i. To receive notices of meetings of the Open House / General Body of ICPB
- ii. To attend General Body Meeting.
- iii. To help to publicize India as a Conference / Events destination and help in getting more conferences / Events to India.

V LIFE TIME CATEGORY

- i. To receive notice of all meetings of ICPB.
- ii. To attend and vote at the general meeting of ICPB, as per clause 15 of these rules.
- iii. To receive leads from the Bureau (Governing Board to formulate guidelines for circulation of leads to State Governments).
- iv. To take part in all meetings and events arranged by ICPB as per notices issued.

- v. To receive, on request, data and other statistics maintained by ICPB on payment, that is, decided by Governing Board from time to time.

VI ASSOCIATE CATEGORY

- i. To receive notice of all meetings of ICPB.
- ii. To attend General Meetings of ICPB.
- iii. To take part in all meetings and events arranged by ICPB as per notices issued.

12. GENERAL BODY - ANNUAL GENERAL MEETING :-

The General Body shall constitute all members of ICPB as provided by these rules :

- a) The Annual General Meeting of ICPB will be held, by 31st October after the expiry of the financial year on a date, time and place fixed by the Governing Board for the following purposes :
 - i. To receive the annual report and the audited statement of accounts for the preceding year.
 - ii. To elect members on the Governing Board every alternate year.
 - iii. To elect or appoint Auditor or Auditors, honorary or paid, for the ensuing year, provided that a person or persons so elected are not member/s of the Governing Board.
- b) For the Annual General Meeting twenty one days notice will be given to all members at their last known addresses as may be decided by the Governing Board.
- c) The quorum for the Annual General Meeting called under sub-clause (b) above shall be 1/3rd of the members of ICPB with voting rights. If there is no quorum, the Chairman shall adjourn the meeting to 30 minutes later on the same day. At such adjourned meeting no quorum shall be required.
- d) No member who has not complied with a notice issued under rule 8(b) for payment of dues, shall be entitled to participate or vote at the Annual General Meeting.
- e) The Chairman of the Governing Board or, in his absence, the Vice Chairman and if none of these is present, one of the members of the Governing Board (except the Executive Director) chosen by the members present shall be the Chairman of the meeting.

13. EXTRA-ORDINARY GENERAL MEETING :

- a) An Extra-Ordinary General Meeting may be called at any time by the Governing Board on its own initiative or on a requisition in writing from not less than one-third of active members.

- b) Notices for an Extra-Ordinary General Meeting shall be given in the same manner as for the General Meeting. Such notices shall specify the motion or motions to be considered with a brief explanatory note. Nothing shall be considered by the Extra-Ordinary General Meeting except the motions for the consideration of which the meeting has been convened and any amendments to such motions of which notice in writing has been given to the Executive Director at least seven days before the date of the meeting.
- c) The provisions regarding quorum, adjournment etc. in rule 12(c) shall apply equally to Extra Ordinary General Meeting.

14. GOVERNING BOARD

- i The category-wise representation on the Governing Board and their voting rights shall be as under.

a) Active Category		Seats on the Board (Maximum Limit)
Chairman - Ministry of Tourism	Office Bearers	1*
Vice Chairman		1
Hon. Secretary		1
Hon. Treasurer		1
• Airlines		1
• Hotels		2
• Travel Agencies / DMC		2
• Tour Operators / DMC		2
• Congress / Convention Centres		2
• Professional Congress / Convention Organisers		2
• Professional Exhibition Organisers		1
• Immediate Past Vice Chairman		1**
b) One Time Member		1***
c) Allied Category		2
Total A (17) + B (01) + C (02)		20

*The Chairman shall cast, only a tie breaking vote, if required.

** Term of Immediate Past Vice Chairman – One year

*** Life Time Member representation by nomination.

- (ii) For airlines, travel agencies, tour operators, hoteliers, PCOs, PEOs, Immediate Past Vice Chairman, a minimum of five members must be members of ICPB for contesting elections representation of the governing board.

- (iii) All questions at all the meetings of ICPB unless otherwise provided for, shall be decided by show of hands, or by ballot if at least 1/3rd present demand. The Chairman of any meeting shall, in the equality of votes on any matter, have the right to exercise a second or a casting vote.
- (iv) Election of Office Bearers by proxy shall not be permitted. However, voting by the authorized representative of a particular organisation may be permitted to cast his / her vote under special circumstances.
- (v) The position of Past Vice Chairman to continue with one year term.

15. CONSTITUTION OF GOVERNING BOARD

- (a) The Governing Board would comprise the following, as under :

Chairman	] As per the voting pattern outlined under Rule 14
Vice Chairman	
Hon. Secretary	
Hon. Treasurer	
Members – 16	
(Active 13 + OTM 1 + Allied 2)	
Executive Director (without voting right)	

ICPB shall have five Office Bearers as follows : -

Office Bearers	[	Chairman
		Vice Chairman
		Honorary Secretary
		Honorary Treasurer
		Executive Director (Without voting right)

- b. The Chairman shall be appointed by the Government of India.
- c. The positions of Vice Chairman, Honorary Secretary and Honorary Treasurer shall be filled-up only out of the 'Active Category', by the General Body over and above the elected members from various segments of Active Category. Further, they shall not be elected for more than two consecutive terms for a particular post. However, they may be elected after a gap of one term.
- d. The vacant seat will be filled by nomination procedure followed by elections. However, as a stop gap arrangement, may be filled through nomination by the Governing Board till the next elections.
- e. A member of the Governing Board shall be elected in person representing his member organization. No other person in his place shall be permitted to attend the meetings of the Governing Board.

- f. To qualify for representation on the Governing Board, every category should have minimum five members.
- g. The Office Bearers will work in an honorary capacity except the Executive Director, who will receive remuneration from ICPB funds.
- h. The Governing Board will meet four times annually with a meeting per quarter or as it may deem fit.
- i. Governing Board meeting to be convened after serving seven day's notice to the Governing Board members
- j. The Executive Director of ICPB will bring all important correspondence to the notice of the Governing Board at these meetings as to keep the board abreast to the functioning of the association.
- k. The strength of the Governing Board may be changed by the General Body, intimation, if required may be sent to Registrar of Societies.
- l. The Governing Board may co-opt not more than 3 distinguished individuals as special invitees to the Board for specific projects / purposes / meetings. These may or may not be members and it will be left to the board to determine their credentials. Nominated members and patrons can attend Board meetings and will be considered as special invitees without voting rights.

16. ELECTION TO GOVERNING BOARD

- (a) The election of the Governing Board of the Bureau shall take place at every alternative year.
- (b) The Governing Board shall announce the election of office bearers and members of the Governing Board at least 21 days prior to the date to be fixed for the elections by the Governing Board. The Governing Board shall also announce the dates for filing of nominations and withdrawals of nominations, which shall be within 7 days and 10 days respectively from the date of announcement of holding elections, thereby leaving at least 10 days for the Returning Officer to complete the election process by conducting and holding the same.
- (c) The authorised representative of the Company / Organisation on record on the date of election of members company / organisation having membership of the Bureau for two years with no outstanding dues as on the date of nomination shall be eligible to offer himself / herself for the election to the Governing Board.
- (d) The office bearers of the Governing Board shall not be elected for more than two consecutive terms for a particular post. However, they may be elected after a gap of one term.

- (e) The election shall be conducted by the Returning Officer who shall be appointed / nominated by the outgoing Governing Board simultaneously with the announcement of the elections. The Returning Officer upon being appointed / nominated by the Governing Board shall begin the conduct and holding of elections notifying the members about the same.
- (f) The election of the Governing Board / Office Bearers shall be strictly by the secret ballot.
- (g) Elections to the posts of Office Bearers and the Board Members shall be held simultaneously on the same date. However, the principle of 'one person one post', shall be applicable with effect from the date of amended Memorandum of Association and Rules & Regulations of ICPB.
- (h) Active Members only may contest the positions of Office Bearers.

17. THE TERMS OF OFFICE :-

Any member of the Governing Board, who without leave of absence being granted, does not attend three consecutive Board meetings, is considered to have resigned. The Governing Board may co-opt any member of the Bureau in order to fill a vacant position on account of this or any other reason until the date of the next Annual General Meeting.

In a situation where the Vice Chairman resigns or the office of the Vice Chairman otherwise falls vacant, the Hony. Secretary shall take over and officiate till the next AGM, when elections can be/are conducted.

In a situation where the Hony. Secretary resigns or the office of the Hony. Secretary otherwise falls vacant, the Hony. Treasurer shall take over and officiate till the next AGM, when elections can be/are conducted.

In a situation where the Hony. Treasurer resigns or the Office of the Hony. Treasurer otherwise falls vacant, the Governing Board shall nominate one of the member to take over till the next AGM, when election can be/are conducted.

18. POWERS, DUTIES AND FUNCTIONS OF THE GOVERNING BOARD

The Governing Board shall manage the business of ICPB and shall be entitled to exercise all such powers as are entitled by the Memorandum of Association, Rules and Regulations, and Statutory Modifications or reenactments thereof decided at an ICPB General Body Meeting under the provision of Section 12 & 12 A of the Societies Registration Act, 1860. No regulations made by ICPB in a General Body Meeting or an Extra-Ordinary General Body Meeting shall invalidate any prior Act of the Governing Board which would have been valid had the Regulation/s not been made.

- (a) The Governing Board will have the powers to: -
- (i) Honour any prominent person or persons/organization by nominating him or them to ICPB as honorary member or any special designation that it may deem fit, and to invite any person or persons to the meeting of the Governing Board.
 - (ii) Appoint any Committee or Sub-committee to delegate to them any of the powers vested in the Governing Board for specific purpose / duration.
 - (iii) Dissolve any committee or sub-committee at any time or to remove any members from them. Vacancies caused by the removal of any member of the committee or sub-committee shall be filled in under the direction of the Governing Board.
 - (iv) Affiliate itself with any world body if such affiliation helps attain the aims and objectives of ICPB.
 - (v) Administer the funds of the ICPB in keeping with its aims and objectives and to invest and deal with such proportions of the ICPB's moneys not immediately required in such matter as may from time to time be determined by the Governing Board and to vary or dispose of any investments.
 - (vi) Collect subscription, contributions, gifts, donations, grants of all kinds.
 - (vii) Purchase, take on lease or in exchange, or otherwise acquire any land, building, basement, rights of common property or real estate which may be considered necessary to attain any of the objects of ICPB.
 - (viii) To authorize the Executive Director or any other Office Bearer to sign and execute agreement on behalf of ICPB.
 - (ix) Decide all admissions to and dismissals from various categories of membership of ICPB or modify the classification of membership. Such decisions of the Governing Body shall be ratified at either the Annual General Meeting or at an Extra-ordinary General Body Meeting.
 - (x) The Governing Board shall be responsible to employ, regulate or terminate services of Officers, Staff or employees as well as determine their salaries, etc. from time to time.
 - (xi) Own, purchase, lease, construct, alter, repair, manage and mortgage buildings or part thereof and other movable and immoveable properties for the purpose of carrying out the aims and objects of the ICPB.
 - (xii) Establish and support, or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit employees or ex-employees of ICPB or of the dependents or connections of such persons, and to grant pensions and all relevant allowances and to subscribe or guarantee money for charitable or benevolent objects or for any exhibition for any public, general or useful objects.

- (xiii) Make, enact, alter, amend, repeal, re-enact, and enforce Rules and Regulations and bye-laws, from time to time, for the Management and conduct of the work, business and affairs of ICPB and in respect of the qualifications, categories of membership, admission, rates of subscription, admission fees, corpus fund, conduct, punishment and expulsion/restoration of its members and the constitution, control and conduct of the committee/s and/or sub-committee/s of ICPB.
- (xiv) Negotiate and enter into any arrangement with Governments, State Chamber of Commerce, University, Municipality or any other public or private authority, philanthropist or individuals, which may seem conducive to any of the objects of ICPB.
- (xv) Invest money of ICPB and to vary or transpose any investment in such a manner as the Governing Board shall, from time to time, deem fit to open and operate on current accounts with any bank or banks.
- (xvi) Commence, prosecute, defend, appear to, conduct, continue, compromise, abandon, contest or submit to any civil, criminal, administrative, revenue, municipal arbitration, conciliation or other proceedings or inquiry for the furtherance of or in conjunction with any of the objects or functions of ICPB and to engage and remove experts, specialists, actuaries, lawyers, accountants, contractors, brokers, agents and others for any of the purposes of ICPB, on such terms as the Governing Board shall deem fit.
- (xvii) To incur and approve expenses from time to time as it considers necessary for the promotion and maintenance of the aims and objectives of ICPB and for its day-to-day functioning.
- (xviii) Do all such other lawful things as are incidental or conducive to the attainment of the aims and objectives of ICPB.
- (xix) The Governing Board members would enjoy the Rights and Privileges of their respective category as defined under Rule 11.
- (xx) In case any member of the Governing Board including elected Office bearers fails to attend three consecutive meetings of the Governing Board, he/she would cease to be a member of the Governing Board.
- (xxi) The resignation by any member of the Board, shall be addressed to the Chairman for final consideration by the Governing Board.
- (xxii) The Vice Chairman or Hony. Secretary or Hony. Treasurer are empowered to make any financial decisions upto Rs. 50,000. All decisions are subject to final approval by the Governing board at the next meeting
- (xxiii) At any meeting of the Governing Board 1/3rd of the elected Governing Board present in person shall constitute a quorum.
- (b) Minutes of the meetings of the Governing Board entered in the Minutes Book

and signed by the Chairman of such meetings and duly confirmed at successive meetings shall be conclusive evidence of all resolutions of the Governing Board. Minutes, if Governing Board so decided at the meeting or meetings, shall be circulated among members of the Governing Board before they are signed by the Chairman.

- (c) The Executive Director of ICPB shall be selected after due consideration by the Governing Board, keeping in mind the special qualities needed for fulfilling this role on terms and conditions duly decided by the Governing Board.

19 POWERS OF CHAIRMAN:

- (a) The Chairman of ICPB shall have the power to use his/her discretion and to take any step on his own as he may deem fit in any matter, or under conditions of emergency, but provided that all such steps taken by him are within the framework of these rules and shall be subject to the confirmation of the Governing Board at its next meeting.
- (b) All decisions of the Governing Board shall be placed before the Chairman of ICPB for his approval prior to implementation.
- (c) At any meeting of the ICPB the declaration by the Chairman that a resolution has been carried by a particular majority shall be conclusive. The Chairman of any meeting of ICPB may, with the consent of the majority of the members present, adjourn such meetings from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

20. POWERS OF VICE CHAIRMAN

The Vice Chairman would be responsible for conducting the meetings of ICPB in the absence of the Chairman. He will use his discretion to take decisions on behalf of the Chairman, in the absence of the Chairman only on matters of great urgency and such decisions will be taken in the best interest of ICPB. These decisions will be subject to confirmation by the Governing Board

21. POWERS OF HONORARY SECRETARY

The Honorary Secretary will be responsible for management of all administrative matters of ICPB and shall use his discretion and to take any steps under conditions of emergency, but provided that all such steps taken by him are within the frame work of these rules and shall be subject to the confirmation of the Governing Board. He will also be responsible for issuing notices of General Body meetings.

22. POWERS OF HONORARY TREASURER

The Honorary Treasurer will be responsible for management of all financial matters. Whilst major decisions would be taken by the Governing Board regarding financial matters, the Honorary Treasurer could take decisions on routine matters keeping the Governing Board informed as and when required. He should hold quarterly meetings with Auditors and inform the Governing Board accordingly. He will recommend to the Governing Board all financial matters under these Rules and Regulations. He will also be responsible for upto-date accounting, audit and the annual financial report.

23. DUTIES OF THE EXECUTIVE DIRECTOR

- (a) The Executive Director shall have the overall responsibility for running of ICPB, keeping its aims and objectives in view and as directed by the Governing Board. He/She shall conduct all the correspondence of ICPB and attend to all its financial and legal matters. He/She shall keep such registers of members and of the properties of ICPB as are necessary. He/She shall take, at the end of every official year of the ICPB, a detailed inventory of all the property, moveable or immovable belonging to ICPB as well as all documents and other important papers.
- (b) The Executive Director shall generally take care of the implementation of the decisions taken at the General Body Meetings, Governing Board Meetings and Sub-Committee/s meetings after obtaining the formal approval of the Chairman. He/She will supervise the working of ICPB, prepare all reports and perform all such other duties as are incidental to the aims and objectives of the ICPB.
- (c) The Executive Director will be fully responsible for the smooth functioning of all the functioning of ICPB, namely, Marketing and Research, Publicity and Public Relations, Administration and Finance, keeping aims and objectives of ICPB in view.
- (d) In the event of any order/judgement resulting in non-functioning of ICPB, the Executive Director shall assume all powers to run the organization. He/She shall also be empowered to sign the cheques and take financial decisions, as the case may be subject to approval of the Governing Board on its recommencement.
- (e) The Executive Director would have the authority to appoint any counsel, consultant, auditor or any other professional for implementing the means and objects, subject to approval of the Board on its recommencement.

24. SOURCES OF INCOME AND UTILIZATION OF FUNDS:

The Governing Board should continuously explore more avenues for generating additional resources towards meeting the marketing expenses.

The income and property of ICPB shall be applied solely towards the promotion of the Aims and Objectives of ICPB as set forth in the Memorandum of Association and Rules and Regulations, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise, howsoever, to the members of ICPB, provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officer or employee of ICPB or to any member of ICPB or other persons for any services actually rendered to ICPB.

25. FINANCIAL YEAR

The financial year of ICPB shall be as per the statutory rules announced from time to time.

26. ACCOUNTS AND AUDIT

- (a) ICPB shall maintain such books in relation to its accounts in such form and in such manner as may, in consultation with the Auditors of ICPB, be prescribed.
- (b) ICPB shall, as soon as may be, after closing its annual accounts, prepare a statement of accounts in such form as the Governing Board may, in consultation with the Auditors of ICPB determine.
- (c) An Auditor or Auditors shall be appointed by the members at every Annual General Meeting. The Auditor or Auditors shall hold office till the following Annual General Meeting. Retiring Auditor or Auditors shall be eligible for reappointment. The Auditors shall be responsible for inspection of accounts and verification of the state of funds of ICPB and shall present to the Members a report on the state of accounts of ICPB.
- (d) The Annual Accounts of ICPB, together with the audit report thereon, shall be laid before the General Body, as far as practicable at its annual meetings. If the statement of the audited accounts be not ready by the date of annual meeting, it shall be placed before the General Body at a subsequent meeting called for the purpose.

27. OPERATION OF BANK ACCOUNTS

The Governing Board has the power by a resolution to appoint its Bankers and authorize Hon. Treasurer or in his/her absence Executive Director and one of the two other Office Bearers to operate the Bank Accounts jointly.

28. AMENDMENTS:

Amendments to the Rules and Regulations of ICPB may be made by the General Body only, by a two-thirds majority of the members present by the voting at the meeting convened for the purpose. However, Amendments in

the Memorandum of Association shall be made as per sections 12 & 12A of the Societies Act 1860.

29. LEGAL PROCEEDINGS :

ICPB may use and be sued in the name of the Executive Director or any other person appointed by the Governing Board.

30. DISSOLUTION AND ADJUSTMENT OF AFFAIRS :

If upon the dissolution of ICPB, there shall remain, after the satisfaction of its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of ICPB, but shall be given over to organizations with comparable purposes according to the decisions of the Governing Board or, in default thereof, that of a competent Court as per Sections 13 & 14 of the Societies Act 1860.

31. FILING OF ANNUAL LIST OF MEMBERS OF GOVERNING BOARD UNDER SECTION 4 OF THE ACT:

Every year the list of the members of the Governing Board shall be filed with the Registrar of Societies as per Section 4 of the Societies Act, 1860.

32. JURISDICTION :

That if any dispute arises between the member/s of the Governing Board, the dispute be referred to the Courts of original Jurisdiction at Delhi. The Governing Board shall, within a month of its election, frame the necessary bye-laws and Rules and Procedures for regulating its meetings. All the provisions of the Societies Registration Act XXI of 1860 (Punjab Amendment Act., 1957) as extended to the Union Territory of Delhi, shall apply to ICPB.

We the undersigned members of the Society certify that this is a true copy of the Rules and Regulations of 'India Convention Promotion Bureau', the authorized abbreviation of which is 'ICPB'.

Sl. No.	Name	Designation	Signatures
1.	Mrs. Mugdha Sinha	Chairman	Sd/-
2.	Mr.Chander Mansharamani	Vice Chairman	Sd/-
3.	Mr. Sudeep Sarcar	Hon. Secretary	Sd/-
4.	Mr. Amit Saroj	Hon. Treasurer	Sd/-

Place : New Delhi

India Convention Promotion Bureau

(Sponsored by Ministry of Tourism Government of India)

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