

**MEMORANDUM OF ASSOCIATION  
OF  
TELUGU FILM CHAMBER OF COMMERCE**

1. The name of the Society is 'TELUGU FILM CHAMBER OF COMMERCE'. It shall be registered as such.
2. The Registered Office of the Society shall be situated in Hyderabad.
3. The objects for which the Society was established are :
  - a) To encourage and develop and spread necessary knowledge in the Film Industry in all its branches in the Andhra Pradesh State and as far as possible to work in conjunction with other similar Associations;
  - b) To act as a Clearing House for information on all matters pertaining to the Production, Distribution and Exhibition of Films;
  - c) To gather useful information, edit and compile statistics regarding different activities and wings of the Film Industry and Film Trade for the benefit of the general public and for members of the Society and if necessary by undertaking tours to different parts of the state;
  - d) To enlighten, the public regarding the utility of the Film Industry from a social, cultural, industrial and educational point of view.
  - e) To maintain a Library for the benefit of the Members:
  - f) To establish Institutions for the development of Film techniques, and to institute Awards or other forms of recognition which are considered by the Society to be conducive to - the development of Film techniques.
  - g) To act, if required, as an advisory body to Government Departments concerned with the use and control of films;
  - h) To afford to its Members amenities of a social club;
  - i) To affiliate or amalgamate the Society with any other Regd. Film Trade Body, having objects wholly similar to those of the Film Chamber;
  - j) To organise film festival, cultural show, dramas, exhibitions, seminars and symposia without any profit motive;
  - k) Generally to purchase, take on lease or in exchange, hire, or otherwise acquire any immovable or movable property and any rights or privileges which the Chamber may think necessary or convenient for any of the purposes for which it is established.
  - l) To sell or otherwise dispose of movable properties of the Chamber or the interests thereof;
  - m) To sell, assign, mortgage, lease, hire or otherwise dispose of immovable properties of the Chamber or the interests thereof, for the purpose of acquiring or creating another

immovable property or properties for the benefit of its members and, pending the acquisition or creation of such immovable properties, to keep the sale proceeds of the immovable properties in any nationalized bank or any of its subsidiaries or scheduled banks;

- n) To invest and deal with the moneys of the Chamber not immediately required upon such securities and in such manner as may, from time to time, be determined but such investment shall not be made for any purpose unrelated to the objects of the Chamber directly or indirectly and such investment shall be in accordance with the provisions of the Sections 13 (1) (d) read with Section 11 (5) of the Income Tax Act, 1961.
  - o) To make, accept, endorse and execute promotes, bills of exchange and other negotiable instruments.
  - p) To make and give receipts, releases and other discharges for money payable to the Chamber
  - q) To encourage the growth of member-to deal-with a Member pattern of business. The society will not however interfere into the terms of business of the Members of the Society;
  - r) To conciliate, mediate and arbitrate in disputes, if referred to, between the Members or between persons engaged in different fields of the Film Industry (production, Distribution and Exhibition etc..) and to try to avoid litigation.
  - s) To obtain by advantages through a 'Combination' which cannot be obtained by individual enterprises;
  - t) To promote export of feature films and short films to other countries and to organize delegations to other countries for developing and expanding the Trade;
  - u) To achieve the objects of the Society to gather necessary aid, either in cash or in kind and to apply the same in such useful manner as may be considered most desirable;
  - v) To establish and maintain, if occasion arises, offices of the Society in Andhra Pradesh or elsewhere for the conduct of the business of the Society.
  - w) To do all such other things as are incidental or conducive to the attainment of the above objects.
- 4) The income or property of the Chamber, whensoever derived, shall be applied solely towards promotion of objects of the Society as set forth in this Memorandum of Association and no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise however by way of profit to the persons who, at any time, are or shall become 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 officers and servants of the Chamber or to any Member thereof or other person in return for any service rendered to the Chamber.

- 5) If, upon the dissolution of the Chamber, therein remains, after the satisfaction of all its debts and liabilities, and property whatsoever, the same shall not be paid to or distributed among the Members of the Chamber, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Chamber, to be determined by the votes of not less than three fifths of the Members of the Chamber present personally at the time of the dissolution or, in default thereof, by the principal Court of Original Civil Jurisdiction at Hyderabad.
- 6) The objects of the Chamber shall be carried on for the benefit of its Members as a whole irrespective of their caste, religion, sex, etc.,
- 7) Amendments to the Memorandum and Rules of the Chamber if any shall be carried out under intimation to the Commissioner / The Director of Income Tax (Exemptions) and the Registrar of Societies.
- 8) No activity of the Chamber shall be carried on anywhere outside India.
- 9) The objects of the Chamber shall be carried on for the overall benefit of all the Members of the Chamber and shall not be for earning a profit.

### **CERTIFICATE**

1. Certified that the Society is formed with no profit motive and no commercial activity involved in its workings;
2. Certified that it would not indulge in commercial profit making activities and share profits.
3. Certified that the Society would not engage in agitational activities to ventilate grievances. We, the undersigned persons in the Memo have formed into a society and responsible to run the affairs of the Society and desirous of getting the Society registered under Public Societies Registration Act 1350 Fasli.

Name	Designation	Address	Signature

# **TELUGU FILM CHAMBER OF COMMERCE**

## **RULES**

### **PRELIMINARY:**

1. In these rules, unless the context otherwise requires:

"The Film Chamber" means '**TELUGU FILM CHAMBER OF COMMERCE**'. "The Office" means the Office of the 'Telugu Film Chamber of Commerce'.

"The Committee" means the Executive Committee of 'Telugu Film Chamber of Commerce'.

"In writing" or "Written" includes printing, Lithography, typewriting or any mode of representing words in visible form.

"Words importing the singular shall include the plural and vice-versa and words importing the masculine gender shall include feminine gender and words importing persons shall include bodies corporate and associations".

2. Every member shall abide and be bounded by Memorandum of Association, Rules and other regulations, bye-laws of the Film Chamber in force for the time.

### **MEMBERSHIP :**

The Film Chamber shall keep one or more books of "Register of Members" in which the names of persons or establishments admitted as "Provisional Members" or "Members" of the Chamber shall be recorded with the following particulars and attested by one of the Hon. Secretaries.

### **3. (I) PRODUCER MEMBERS:**

- a) Date of application, name, address, status (i.e.) (1) already produced a film or, yet to produce a film but made arrangements for production of a film, as stated in the application for membership.
- b) Producer Members - The date on which the applicant is admitted as "Provisional Member" or "Member".
- c) The Membership number of the Member admitted as "Provisional Member" or "Member".
- d) The date on which the membership ceased with reasons.
- e) The date on which the membership has been restored / re-admitted.
- f) The name and address of the signatory who has signed in the application form as authorised representative of the applicant and attested by the Member as such.

### **3. (II) DISTRIBUTOR MEMBERS:**

- a) Date of application, name, address, status i.e. (1) already started Distribution/leasing of films for distribution,(2) Yet to start distribution/leasing of films but made arrangements to obtain Film/ Films for Distribution/leasing, as stated in the application for membership.

- b) Distributor Members - The date on which the applicant is admitted as "Provisional Member" or "Member" of the Chamber.
- c) The Membership number of the Member admitted as "Provisional Member" or "Member".
- d) The date on which the membership ceased, with reasons.
- e) The date on which the membership has been restored/re-admitted.
- f) The name and address of the signatory, who has signed in the application form as authorised representative of the applicant and attested by the applicant as such.

**3. (III) EXHIBITOR MEMBERS :**

- a) Date of application, name, address, status i.e. (1) already started exhibition of films in a licensed theatre, (2) yet to start exhibition of films, but made arrangements to obtain license/permit from competent authority, as stated in the application for membership.
- b) Exhibitor Members - The date on which the applicant is admitted as "Provisional Member" or "Member".
- c) The Membership number of the Member admitted as "Provisional Member" or "Member".
- d) The date on which the membership ceased with reasons.
- e) The date on which the membership has been restored / re-admitted.
- f) The name and address of the signatory, who has signed in the application form as authorised representative of the applicant and attested by the applicant as such.

**3. (IV) STUDIOS AND INFRASTRUCTURE UNITS :**

- a) Date of application, name, address and status i.e.:
  - 1. Already functioning as infrastructure unit in Andhra Pradesh / Telangana having registered with the competent authority.
  - 2. Yet to start functioning but made arrangements to register with the competent authority to bring the unit into utilization as an infrastructural unit functioning.
- b) The date on which the applicant is admitted as "Provisional Member" or "Member".
- c) The membership number of the Member admitted as "Provisional Member" or "Member".
- d) The date on which the membership ceased, with reasons.
- e) The date on which the membership has been restored / re-admitted.
- f) The name and address of the signatory who has signed in the application form as authorised representative of the applicant and attested by the applicant as such.
- g) The Members of the Film Chamber are those persons who having been admitted as such according to the rules hereunder, shall have paid the prescribed subscriptions and shall not have resigned or removed as per the rules in force, and in all proceedings of the Chamber no member

shall be entitled to vote whose subscriptions were in arrears or who is due to the Chamber on any other count.

4. Any person or company connected with film trade or industry who is desirous of becoming a Member of the Chamber and has been classified and defined as in sub Rules (i) & (ii) respectively will be initially admitted as "Provisional Member" without voting right and later would be entered in the Register of Members of the Chamber as a "Member" as soon as the conditions of admission are fulfilled and proof of which is forwarded to the Chamber.

i) The Members of the Chamber shall be classified under the following distinct sectors as (a) Studios (b) Producers (c) Distributors, (d) Exhibitors, (e) Affiliated Associations and (f) Associates, (g) Amateur Film Makers Sector.

- a) Any person, firm or company desires to become a Member in any Sector of the Telugu Film Chamber of Commerce, such person, firm or company shall submit an application in the prescribed form obtained from the office of the Chamber situated at Hyderabad or any of its branches and affixing on it a passport size photograph of the applicant and further enclosing two copies of the photographs along with the prescribed admission fee, annual subscription or Life Members fee and Building Fund by way of demand draft drawn in favour of 'Telugu Film Chamber of Commerce' from any Nationalized Banks or Scheduled Banks and when it is approved by the Executive Committee of Telugu Film Chamber of Commerce and the fact of which shall be entered in the 'Register of Members' of the Chamber and signed by one of the Hon. Secretaries after affixing a photograph of the Member (applicant) in the said Register as a mark of endorsement of the facts entered in the 'Register of Members', then he would be treated as a 'Member'.
- b) A Certificate of Regular Membership in the Telugu Film Chamber of Commerce signed by the President and or Hon.Secretaries of the Chamber and a Membership 'Photo Identity Card" of the applicant's Photograph affixed on it would be issued free of charge to the Member after any one of the Hon.Secretaries signing in the 'Register of Members' endorsing the details of the Member entered in it. He shall also sign on the Member's Photo Identity Card.
- i) c) Any Member from any of the four Sectors of the Chamber (bye-law No.4 (i) )desires to give his film business on lease, such Member shall issue a letter authorizing the Lessee to act on his / its behalf of as Authorised Representative in matters pertaining to Telugu Film Chamber of Commerce without prejudice to the lease agreement, and send a copy of the same duly signed by the Lessee and affixing a passport size photograph of the LESSEE on it and further enclosing two copies thereof in order to affix one of them in the Register of Members and another for affixing on a separate photo identity card being issued to the Lessee and the said entries shall be confirmed by any one of the Hon. Secretaries by affixing his signature in the said Register.

Such Member shall be treated as Associate and shall not have any voting right.

However, in the case of the Exhibitor, if the B-Form Licence is transferred in the name of the Lessee then the Lessee is eligible to be the Member of the Chamber and also to vote.

4. (ii) For the purpose of the rule the Sectors of Chamber are defined as:

- a) 'STUDIOS' mean a person, a firm or concern who is already in business possessing a licensed Studio either of his own or taken on lease any one or more of the following infrastructural units, namely a licensed motion picture Studio premises registered as an infrastructure unit with the competent authority having basic facilities such as floors, permanent sets, open floors, a motion picture camera, lights, sound recording and play-back equipment and editing room with moviola and film editing tables and other accessories used in production of motion picture on celluloid films, and also other infrastructure unit holders already possessing required equipment, form each unit such as film processing, laboratory unit, a recording, re-recording and mixing unit, a dubbing unit, an editing unit, complete cine indoor / out-door film shooting equipment unit with camera, Nagra recorder for recording play back, generator van, cine out-door lights and other necessary accessories.

Or otherwise when persons / firms / concerns who are actually in the process of acquiring the required equipment, premises, licenses and registration with the competent authority for establishing and running any one of the above said Units, apply for Membership in the Chamber, such applicants will initially be admitted as 'Provisional Members' without voting right and later taken as 'Member' in the 'Studio Sector' with all rights when all conditions of admission are fully complied with and the proof of which is furnished to the Chamber.

- b) "PRODUCER" means a person, a firm or a company in whose name a straight (non-dubbing) full length feature film has been censored and certified by the Central Board of Film Certification and released the said film in the theatres and on submission of all necessary proof for admission such as D.C.R./letter from the Digital Service Provider of having released the film, the applicant shall be admitted as Member for the Chamber in the Producer Sector.

Or otherwise, a person, a firm or a company who has already engaged a Story Writer, Dialogue Writer, Director, Main Artistes, Chief Technicians, Studios / Out-door shooting unit, laboratory, etc., and in the process of production of a motion picture, who applying for membership in the Chamber, such applicant will be initially be admitted as 'Provisional Member' without voting right and later taken as 'Member' with rights as soon as the applicant completes a straight (non-dubbing) full length, feature film duly censored and certified by the Central Board of Film Certification, and on proof that all conditions of admission are fulfilled.

Dubbing Cinema Producer will be treated as Associate Member without voting rights.

- c) "**DISTRIBUTOR**" means a person, concern or a company, who has already acquired distribution / exploitation or lease rights of films for a certain period from the producers who are the negative right holders of the films and engaged in business of Distribution / Exploitation or leasing out of the same and having registered with the competent authority on the date of application, provided the applicant acquired such rights from a film producer and released a new film the last three years and on proof that all conditions of admission are fulfilled, such applicant is admitted as 'Member' in the Distribution Sector of the Chamber.

Or otherwise, applicants who are desirous of engaging themselves in Distribution business from a licensed premises and registered with the competent authority and making arrangements for acquiring Distribution/Exploitation rights or lease rights of films from Film Producers for distribution leasing out of the same by engaging cine theatres for the said purpose and applied for Membership of the Chamber would initially be admitted as "Provisional members" of the Chamber and later as "Members" when actually the applicants start Distribution/Exploitation or leasing out of the films on the date of application and on proof that all conditions of admission are fulfilled they are admitted as "Members" in the " Distributor Sector" of the Chamber.

On submission of Agreement / D.C.R. / Digital Telecast Certificate.

- d) 'EXHIBITOR' means a person, concern or a firm, company already carrying on business in exhibition of films from a licensed theatre having B-Form License in his or its name or having a lease agreement of a such licensed theatre for an agreed period for running exhibition business on the date of application for Membership of the Chamber, such applicants are eligible to be admitted as 'Members' in the 'Exhibitor Sector' of the Chamber on proof that all conditions of admission are fulfilled.

Or otherwise, the applicant who is making arrangements to acquire 'B' Form License to a theatre for exhibition of films and applied for Membership in the Chamber would initially be admitted as 'Provisional Member' and later would be admitted as a 'Member' once the applicant starts exhibition of films in 'B' form licensed premises and the proof of which is approved by the Chamber.

- e) **"AFFILIATED ASSOCIATION"** means a running Association connected with the film industry trade which is having objectives similar lo those of the Film Chamber registered under the Societies Act and fulfilled all conditions for admission, and when proof of which is forwarded to the Chamber shall be admitted as "Member" in the Affiliated Association Sector without voting right in any proceedings of the Chamber or to contest to any position in the Chamber.
- f) 'ASSOCIATE' means a person or a body dealing in or manufacturing film machinery, raw films, cinema carbons, spare parts and publicity agencies connected with the film trade or rendering technical or artistic services in the film trade or industry. This group will include others, who had already not been admitted as Members and not coming under any of the above categories and also the persons or a body, who are acquiring lease rights of any Motion Picture including dubbing films and not distributing themselves and the persons who exhibit films other than licensees or authorized lessees of theatres without voting right in any proceedings of the Chamber or to contest to any position in the Chamber.
- f) (i) "AMATEUR FILM MAKERS SECTOR" : To encourage short films, small and digital film makers a new sector called 'AMATEUR FILMMAKERS SECTOR' is proposed to be introduced with a introductory Membership fee of Rs.5,000/- who will be annual basis without voting rights and shall registered as Associate Members. The annual fee shall be Rs.1,000/-. If any amateur film maker wishes to be a regular member after producing a film, he can pay the difference fees and become a regular Member as per rules there under.



- g) 'LIFE MEMBER' means a person, an establishment, a firm or a concern coming under any one of the classified Sectors of Members and paying in advance fee amount of Rs.5,000/- and Building Fund of Rs.25,000/-.

However Touring Talkies Member paying fee amount of Rs.2,500/- towards Life membership shall be treated as "Life Membership".

- h) On being admitted to the Film Chamber, each Member shall be issued with a Certificate of Membership, in which the Registered Number and Sector to which he has been admitted shall be entered and signed by the President or Hon. Secretaries of the Film Chamber. In addition the Film Chamber shall also be issued an Identity Card, in the form prescribed by the Executive Committee. In the event of such Certificate of Membership or Identity Card being lost, misplaced and or not traceable, a duplicate shall be obtained from the Film Chamber on payment of fee as prescribed by the Executive Committee from time to time.
- i) Whenever necessity arises for betterment of the Chamber's administration the Chamber reserves the right to obtain letters of undertaking /affidavit from Members of all Sectors of the Chamber in order to safe guard the interest of Members, and the Chamber as whole in fulfilling the Compliance of the resolutions or decisions taken in the General Body Meetings or in the Executive Committee Meetings from time to time would be binding on all the Members of the Chamber.
5. Every Member of the Chamber excepting Touring Talkies Member, shall pay an Annual Subscription of Rs 2,500/-together-with an entrance fee of Rs.3,500/- plus building fund of Rs. 15,000/- and the Touring Talkies Member shall pay an annual subscription of Rs. 625/- together with an entrance fee of Rs.875/-.
- (i) The annual subscription for every official year shall be due and payable by 1st April of every year.
- (ii) The annual subscription shall be payable fully for an official year not withstanding the fact that any Member is admitted at any time during such official year.
- (iii) Subscription paid by a member or any portion of it shall not be refundable by reason of the member of Life Member resigning his Membership or otherwise ceases to be a Member at any time during the period of membership.
- (iv) A person or a concern who is already admitted as a Member in any Sector can apply for admission as a Member of more than one Sector if eligible for such Membership and if the subscription payable is paid for Membership in respective Sectors in which admission is sought for.
6. Any person, establishment, concern, firm or association desiring to become a Member of the Film Chamber, shall send an application to the Telugu Film Chamber of Commerce in the prescribed form together with the prescribed annual subscription and entrance fee and such other documents necessary in support of the statements made in the application for Membership.

For the above said purpose the Membership application form shall be signed by a person as specified below:

- (a) In case of proprietor/ concern, the Proprietor shall sign the application form.
  - (b) In case of Partnership concern, the Managing Partner shall sign the application form and submit certified copy of partnership deed.
  - (c) In case of registered company under the Company's Act, the Managing Director shall sign the application form and submit copy of Memorandum of Association and Articles of Association along with Board resolution.
  - (d) In case of an Association applying for Affiliated Association Membership the President of the Association, shall sign the application form and it shall be accompanied with a copy of the Memorandum of Articles of the Association together with list of Office Bearers of the Association, as on the date of application.
  - (e) A power of attorney holder of the above categories shall be eligible to sign the application form for membership of the Chamber and submit a copy of power of attorney.
6. (i) Any person, concern or firm applying for membership from the Film Trade who is deemed to be eligible for admission in any of the respective Sectors as mentioned in Sub-clauses 4(i) and 4(ii) of Bye-law No.4, such application shall not be rejected without assigning any valid reasons. In the event of rejection of any application, the subscription and the entrance fee remitted along with application shall be refunded to the applicant.
7. If at any time, the Committee finds that any Member has ceased to possess the prescribed qualification for the Sector in which the Member has been admitted, the Committee may give notice of the said fact to such Member and give the option to be admitted as Member of any other Sector to which the Member is qualified.
- (i) A member of the Chamber other than Life Member shall cease to be a Member if the Member altogether ceases to carry on film business for the past FIVE YEARS provided the Hon. Secretary shall bring the matter before the Executive Committee Meeting. While issuing 15 days notice earlier to such meeting to the concerned member to make direct submission before such Executive Committee Meeting, and a resolution would be passed in it recording the termination or otherwise of membership of the member concerned.
- (ii) A firm or concern shall not cease to be a member of the Chamber by reason of only a change in the constitution of the firm or concern occasioned by the admission, retirement or death of any partner provided the business of the firm or concern is continued in the conventional name in which the said firm was admitted as a Member, and notice of such change in the Constitution is given to the Chamber within 15 days from the date of such change and the fact is brought to the notice of the Executive Committee. Change of constitution of Proprietary to Firm / Limited Company or vice-versa, a nominal fee of Rs.2,000/- will be collected from the Members, provided he should fulfill the other formalities and the Proprietor is continuing in the new Firm / Company.

- (iii) The Membership can be transferred / given to the Legal Heir if the Firm's business continues and the certified death information is reported within two years of its occurrence. On succession or legal heir certificate being produced, Membership can be considered by collecting Rs.2,000/- Membership fee for transfer. It is applicable to all the four Sectors in the Film Chamber.
8. Any Member shall be entitled to exercise the rights of Membership in one or more Sectors, If he is a Member in more than one Sector, he shall be eligible to contest any elections of the Chamber from any Sector and if elected from more than one Sector he can retain only one Sector of his choice to the Executive Committee, but this does not apply in the case of Sector Councils if elected from more than one Sector.
- (i) All Members of the Chamber who signed the prescribed application form as specified in Bye-law No 6 for registration of their names and establishments as REGULAR Members of the Chamber and the Members shall carry Photo Identity Card issued by the Film Chamber while attending any meetings of the Film Chamber, either Executive Committee, Sector or General Body meetings.
- (ii) Any change in the Authorized Representative already given in the Membership application and recorded in the Membership Register shall be notified to the Chamber by the concerned Member and obtain attestation from any one of the Hon. Secretaries for the entry made in the record of the Chamber to that effect.
- (iii) For change of alphabets in their firms as per numerology – only one or two letters can be changed with a fee of Rs.1,000/-. This facility is available only once. If the Member desired to have alteration in the name of the Firm second time also, such Member should apply for fresh Membership in that name.
- (iv) If the Theatre is demolished and reconstructed with new name, B-Form Licence should be in the name of same person and ownership the same, then Rs.2,000/- fee for Membership and no building fund shall be collected. If the ownership is also changed, he has to surrender the existing B-Form Licence and the applicant should pay 1/3 of the Membership fee prevailing including Building Fund.
9. Any person, who shall for any reason ceases to be a Member, shall nevertheless be able to pay to the Film Chamber all monies which at the time of the cessation of Membership may be due from him to the Film Chamber, unless waived by the Committee.
10. Members of the Film Chamber whose subscription is in arrears till the end of September of an official Year, the names of such Members shall be liable to be removed from the Register of Members by the Committee. The Members however may be readmitted by the Committee.
11. On termination of membership of any person or body in the Film Chamber, such person or body shall automatically ceases to hold any office or position in the Film Chamber or outside held by virtue of the Membership of the Film Chamber, The vacancy in the office or position so caused shall be filled in by the Committee.

12. Any Member, who is guilty of conduct detrimental to the interests of the Film Chamber, shall be liable to be expelled by a resolution of the Committee passed by a majority of three fourths of Members present and voting at the Meeting, specially convened for the purpose for which not less than TWO THIRDS of elected Members shall be present, provided that due notice shall be given to the Member concerned giving him a reasonable opportunity for furnishing any explanation by him in his defence at the same Meeting. A member, so expelled by the Committee, shall have a right to prefer an appeal, with a requisition signed by him within THIRTY DAYS of the date of the resolution of the Committee to the General Body of the Film Chamber. On passing such a Resolution, the expulsion shall have immediate effect. **The decision of the Committee shall be final, subject to the decision of the General Body of the Film Chamber in the event of any such appeal.** In case of any appeal by any Member, on whom action has been taken by the Committee, the Committee shall call for a General Body Meeting duly issuing notice within TEN DAYS from the date of receiving the appeal and placing the same before the General Body Meeting.
13. The Executive Committee after due consideration may receive donation of not less than Rs.5,000/- from persons who come forward with donations to the Chamber and whose Association with the Film Chamber in the opinion of the Executive Committee is likely to be conducive to the attainment of objects of the Chamber as "DONORS" of the Chamber.
- (i) The Hon. Treasurer and one of the Hon. Secretaries of the Film Chamber are further authorised jointly to re-invest the entire amount available on maturity or by encashment of Units Fixed Deposits, etc. in any higher income generation investments or for acquiring immovable properties to the Chamber as may be decided by the Executive Committee. Provided the incomes received from such investments shall be utilized for the maintenance of the office and for acquiring further properties of the Chamber and fixed deposits in any authorised Banks as and when decided by the Executive Committee.
- (ii) The Executive Committee shall have the power to alter the entrance fee and or the annual subscription or any other fee or tariff or lump sum amount for 'Life Membership' or the minimum donation amount fixed for "Donors". To such amount as is may from time to time decide in the best interests of the Film Chamber with two thirds of members present agreeing for such alterations.

### **ANNUAL GENERAL BODY MEETING**

14. The Annual General Body meeting of the Members of the Telugu Film Chamber of Commerce shall be held every year at such time not later than 31<sup>st</sup> July, as the Committee may determine and the said meeting shall be called The ANNUAL GENERAL BODY MEETING.
- (i) The outgoing Executive Committee shall present the Annual report and the audited Statement of Accounts along with the Balance sheet in the Annual General Body meeting and the General Body in session shall receive, consider and adopt the same.

- (ii) The results of the Election of the new Executive Committee members of the Chamber of the SECTOR COUNCILS held earlier on the same day of the Annual General Body Meeting shall be announced by the Election Officer at the ANNUAL GENERAL BODY MEETING and the same shall be deemed to be adopted by the General Body. After the announcement of the results of Elections by the Election Officer and adoption of the same by the General Body the President adjourns the General Body Meeting for election of the new Office Bearers of the Film Chamber and of the Four Sectors of the Chamber.
- (iii) The results of the Election of the newly elected Office Bearers of the Film Chamber and the Four Sectors of the Chamber shall be announced at the reassembled Annual General Body Meeting by the out going President of the Film Chamber.
- (iv) The newly elected President of the Chamber shall occupy Presidential Chair and conduct the General Body Meeting to complete the agenda. It shall appoint the Auditor or Auditors and Legal Advisor or Solicitor for the succeeding year. The said Meeting shall also be competent to transact any other business brought before it of which due notice has already been given.
- 15. A General Body Meeting other than the Annual General Meeting, may be summoned by the Committee on requisition signed by TWENTY FIVE Members. The requisition shall state the objects of the Meeting. The said Meeting shall be called a "SPECIAL MEETING".
- 16. The quorum for the Annual General Body Meeting shall be 25 members personally present representing all the Sectors of the Chamber, and no business shall be transacted unless there is requisite quorum, for the Adjourned meeting to any subsequent date, no quorum is required. Similarly the quorum for the requisition meeting shall also be 25, and if, within half an hour from the time specified for the requisition meeting, the Members who called for requisition meeting do not attend in full, the requisition meeting shall be dissolved.
- 17. All General Meetings shall be held at the Regd. Office of the Film Chamber or at such convenient place as may be decided by the Committee.
- 18. The President of the Film Chamber shall be entitled to be the Chairman of the General Meeting. If at any time, he is not present or if he is present but unable to act as Chairman, one of the Vice-Presidents shall be chosen as the Chairman for the meeting. And if no Vice President is present or if present but unable to act as a Chairman, the Members present shall choose one from among themselves to be the Chairman of the Meeting.
- 19. Twenty one day's notice (exclusive of the day on which notice is served or deemed to have been served but inclusive of the day for which notice is issued for every Annual General Body Meeting and Fourteen days' notice (exclusive of the day on which notice is served or deemed to have been served but inclusive of the day for which notice is issued) for other General Meetings specifying the day, hour and place of the meeting and the business to be transacted, shall be given to the Members.
- 20. The Chairman may, with the consent of any Meeting, adjourn the meeting from time to time but no business shall be transacted at any adjourned Meeting other than the business left unfinished at the Meeting so adjourned. When a Meeting is adjourned to a date beyond

FOURTEEN DAYS, notice of the adjourned meeting shall be given as in the case of an original Meeting. Save as aforesaid it shall not be necessary to give any notice of any adjournment.

21. Every Resolution brought up before the meeting. Either annual or special, shall be decided in the first instance by show of hands, unless it be the sense of the meeting that it should be decided by ballot but poll shall be taken when demanded by any THREE MEMBERS present. A declaration by the Chairman that a Resolution has been either "CARRIED" or "CARRIED UNANIMOUSLY or 'CARRIED BY A PARTICULAR MAJORITY' or LOST' and an entry to that effect in the Book of Proceedings of the Film Chamber shall be conclusive evidence of the decision of the meeting in respect of that Resolution.
22. In the case of equality of votes whether on a ballot or on a poll the Chairman of the Meeting shall be entitled to a second of casting vote.
23. If a poll is duly demanded, it should be taken in such a manner as the Chairman directs and the results of the poll shall be deemed to be the decision of the Meeting at which the poll was demanded.
24. Any Member registered from this day (26-04-2015) shall have only one vote irrespective of number of firms / banners in his name in each Sector.
25. Any Member, whose subscription shall have been in arrears shall not be entitled to vote at the General Meeting or to seek, propose or second any nomination form for election as an Office Bearer or as a Member of any Committee of the Film Chamber or otherwise exercise his rights of Membership. However the Member, who has to pay the subscription, may be allowed to pay dues till the Chairman calls the Meeting to order, to be eligible for voting or to be counted as a Member in accordance with Rule 3(1) of the Rules of the Film Chamber.
26. The Legal Adviser of the Film Chamber shall act as Election Officer and conduct Annual General Elections of the Chamber as per the time table fixed by the Committee in consultation with the Election Officer.

## **OFFICE BEARERS AND THE EXECUTIVE COMMITTEE**

27. A special General Body Meeting shall be competent to reduce or increase the strength of the Executive Committee Sector Councils and the Office Bearers of the Film Chamber or Sectors by vote of 2/3 majority of the members present personally at the meeting.
  - (i) After Election the Chairmen of the Four Sectors, so elected,, shall become members of the Executive Committee.
  - (ii) The Office Bearers of the Film Chamber shall be a President, three Vice presidents, two Hon-Secretaries, Six Hon. Joint secretaries and one Hon. Treasurer.
  - (iii) The Executive Committee of the Film Chamber shall consist of forty four elected Members from four Sectors of the Chamber, three co-opted Members from Affiliated, Associates and others together with the four Chairmen who are so elected from the four Sectors of the

Chamber, shall in all a total of fifty one Members and thus forming the Committee of the Chamber.

- (iv) The Executive Committee shall consist of fifty one Members, out of which twelve Members shall be elected from Producer Sector, Twelve Members shall be elected from Distributor Sector, sixteen Members shall be elected from Exhibitor Sector and four Members shall be elected from Studio Sector, by the respective Sector Council Members at the Annual General Body Meeting and the rest of the seven Members of the Executive Committee shall be the four Chairmen of the Four Sectors elected as such and remaining three shall be the co-opted Members from the Associates, Affiliated Association and other persons connected with the Film Trade.
  - (v) The Members of the Committee shall retire at every Annual General Body Meeting but shall continue to hold office until their successors are duly elected at the said Annual General Body Meeting.
  - (vi) A retiring Member shall be eligible for re-election.
28. After fixing the time table by the Executive Committee for conducting Annual General Elections of the Chamber, the Hon.Secretaries shall issue Notice from the Registered Office of the Chamber to all Members of the Chamber intimating the date, time and venue of the General Body Meeting and time table for Annual Elections of the Chamber and invite nominations from Members of each Sector i.e. Producers, Distributors, Exhibitors and Studios Members so as to reach the Registered Office of the Chamber situated at Hyderabad on or before the date and time fixed in such Notice and the Election Time Table. The prescribed nomination forms and the list of valid Members shall be made available to Members in the A.P. Film Chamber Offices situated at Hyderabad or any of its branches.
- (a) The Nominations from each Sector of Members shall be in the form prescribed by the Film Chamber. One Member can propose two Members and also second two Members of the same Sector and the consent of the candidate nominated shall be endorsed therein and if it is more than two then all the nominations would be considered as invalid. The names of the signatories to the nominations i.e. Proposer, Secondary and the candidate, shall be found in the Register of Members of the Chamber.
  - (a) (i) Cost of Nomination Form - Rs.500/-  
Fee payable with Nomination for Executive Committee – Rs.5,000/-  
Fee payable with Nomination for Sector Council – Rs.2,000/-  
If the nomination is withdrawn 50% will be refunded on the last date of scrutiny.
  - (b) No Member shall be entitled to contest in the elections to any of the offices of the Film Chamber unless his name shall have been entered in the Register of Members as a Member for at least one year before the date of announcement of Annual General Body meeting and should have cleared the arrears of subscription and other dues, such as – rent of rooms, preview theatre, conference hall, award amounts, penalties and common good fund, etc., before collection of Nomination form by the concerned Member.

The above arrears should be cleared by the Member on or before 30<sup>th</sup> June every year.

- (c) Eligibility to contest elections: to be eligible to contest for any post in the Executive Committee, Sector Councils and any Sub-Committee of the Film Chamber:
- (i) 'PRODUCER MEMBER': The Producer Member should submit original Censor Certificate of a straight film or copy of Censor Certificate certified by the CBFC before contesting for any of the posts either in the Executive Committee or Sector Councils or Sub-Committees of the Film Chamber.
  - (ii) 'DISTRIBUTOR MEMBER': The Distributor Member should submit along with the nomination, a copy of agreement of one released picture with D.C.Rs/UFO/QUBE/PXD letters before contesting for any of the posts either in Executive Committee or Sector Councils or Sub-Committees of the Film Chamber.
  - (iii) 'EXHIBITOR MEMBER': The Exhibitor Member submit along with the nomination, original B-Form Licence or certified copy which is in his name before contesting for any of the posts either in Executive Committee or Sector Councils or Sub-Committees of the Film Chamber.
  - (iv) 'STUDIOS MEMBER' In respect of Studio / Infrastructure Member – he should furnish along with the nomination, proof of having paid VAT/Sales/Income Tax in the preceding years of contesting in the elections before contesting for any of the posts either in Executive Committee or Sector Councils or Sub-Committees of the Film Chamber.
- (d) All completed Nomination Forms shall be received in the Film Chamber's Regd. Office in sealed cover with specific mention on the cover as NOMINATIONS FORM which should be deposited in sealed box/boxes meant for the purpose and kept in the Regd. Office of the Chamber.
- (e) No Member shall be entitled to contest as a candidate for election if he is in default of arrears of subscription.
- (f) The Nominations received by the Film Chamber office at Hyderabad till the last date and time fixed for filling nomination shall be deposited in a sealed box / boxes shall be opened and scrutinized by the Film Chamber's Legal Adviser / Election Officer or his nominee, assisted by the Hon.Secretaries and the Hon. Jt. Secretaries of the Film Chamber. Candidates may also be present if they so desire. A list of valid nominations from each Sector shall be placed on Notice Boards of the Chamber's Offices situated at Hyderabad, Vijayawada, Guntakal, Vishakapatnam and Tirupathi on the same day.
- (f) (i) After publication of voters list, any objections on the list, should be filed within 7 days by the Members.
- (g) Any withdrawal of nomination by a Candidate shall be made in writing to the Film Chamber so as to reach the Hyderabad office not later than 2.00 p.m. on the date SEVEN DAYS prior to the date of the Annual General Body meeting. The detailed list of the names of the Members withdrawn from the contest shall be placed on the Notice Boards of the five offices



of the Film Chamber at Hyderabad, Vijayawada, Guntakal, Vishakapatnam and Tirupathi on the same day.

- (h) On the date fixed by the Committee for any election, the votes of the Members in respect of the election of Committee Members and Members of Sector Councils shall be received from 8-00 AM to 1-00 PM without break at the Regd. Office of the Film Chamber.
- (i) Votes of the Members in respect of the election of Committee Members and for sectors may be cast personally by the Members only as per Rule No:8 (i)
- (j) Only the ballot papers issued on the prescribed day and time of Election by the Legal Advisor/Election Officer which shall have been initialed by him and one of the Hon. Secretaries shall be accepted as valid ballot papers.

Electronic Voting Machines (EVM) or any other devices as per the development in voting technology in future would be utilized for the Elections.

In the absence of E.V.Ms. , Ballot paper will be utilized.

- (k) As a result of scrutiny of the ballot papers if it is found that two or more candidates from any Sector of Members have secured same number of votes the result shall be decided by lots.
- (l) Immediately after the announcement of the results of elections by the Legal Adviser/Election Officer the President shall adjourn the General Body meeting for election of Office Bearers to the Chamber and Sector Councils. Thereafter the General Body re-assembles to complete the Agenda of the meeting.

### **THE EXECUTIVE COMMITTEE AND OFFICE BEARERS**

- (m) The newly elected Executive Committee Members representing the Four Sectors of the Chamber shall meet under the Chairmanship of the outgoing President or in his absence anyone of the outgoing Vice Presidents and elect Office Bearers as mentioned hereunder from (1) (4) from among the newly elected Executive Committee Members.
  1. One President from any one of the Sectors.
  2. Three Vice Presidents, one from each of other three Sectors, except the Sector from which the President has been elected.
  3. Two Hon. Secretaries for Hyderabad and Vijayawada Office, two Hon. Jt. Secretaries for Hyderabad Office and one Hon. Jt. Secretary for each Regional Office from among members of all sectors.
  4. One Hon. Treasurer from among members of all Sectors.

PROVIDED, that the Office of the President shall be held by rotation by the Studio Member the Producer Member, the Distributor Member and the Exhibitor Member, respectively. However, where members of the sector do not exercise their right to nominate their Member to the Presidentship in rotation, the Members of the next sector in rotation, shall be eligible to nominate their member to the Presidentship of the Chamber.

- (n) The Executive Committee shall at its first Meeting after the Annual General Body Meeting and election of Office Bearers shall co-opt THREE Members from the Members of Associates, Affiliated Associations and other persons connected with the Film Trade.
  - (o) The Member who are in the posts of the President, Vice-president, Hon Secretaries, Hon. Jt. Secretaries and Hon. Treasurer of Executive Committee of the Chamber are not eligible to contest the same posts for more than two terms consecutively. The Member can however contest after a gap of two Terms.
  - (p) Elections to the Film Chamber shall be held once in two years. However, the Sector-wise rotation of post of President shall be done on yearly basis. In case there is no unanimity in that Sector for President candidate, the Executive Committee shall nominate the President from the same Sector, if there is no majority decision, the Sector Council will elect or otherwise through TOSS, the President will be elected.
29. The Committee shall be entitled from time to time to prescribe the procedure and all details regarding the conduct of election of Office Bearers and Committee Members subject to the following Rules.
- (i) Any casual vacancy, including vacancy not filled by Election occurring in the Office of the President, may be filled by the Committee by choosing one of the Vice Presidents, for the place.
  - (ii) Any casual vacancy, including vacancy not filled by Election occurring in the Office of the Vice Presidents, Hon.Secretaries and Hon. Joint Secretaries may be filled by the Choosing ONE from among the Members of the Committee from the concerned Sector.
  - (iii) Any casual vacancy, including vacancy not filled by Election occurring in the Office of the Hon. Treasurer may be filled by the Committee by choosing one from among the Members of the Committee.
  - (iv) Any casual vacancy in the Committee, including vacancy not filled by election, shall be filled by the Committee by co-option from among the Members of the Film Chamber, having regard to the representation of the Sector as provided in Rule No-27 (iv).
  - (v) Office Bearers and Members of the Committee, chosen as aforesaid to fill up the casual vacancies, shall retire at the next Annual General Body Meeting along with other members of the Committee.

### **POWERS OF THE COMMITTEE:**

- 30. The Executive Committee shall meet atleast once in a month.
- 31. Subject to the Memorandum of Association and Rules of the Film Chamber, the Committee shall have the power for the conduct and general Management of the business and affairs of the Film Chamber and shall have the power and authority to acquire any property rights and privileges, to make all purchases and sales, to lay down any charges, rates or fees incidental to any object of the Film Chamber, to enter into all contracts and execute all agreements and

other documents for and on behalf of the Film Chamber, to institute, conduct, defend, compromise, refer to arbitration and to abandon legal and other proceedings, claims and employ in or for the purpose of the Transactions and Management of the affairs and business of the Film Chamber or otherwise for the purposes thereof and from time to time to remove or suspend such of the staff and other employees, of what so ever description as they shall think proper, in accordance with statutory provisions and with such power and duties upon such terms as to the duration of office or employment, remuneration of otherwise, as they shall think fit; to examine and check accounts, to prepare the annual accounts and reports for submission to the Annual General Body Meeting to elect any Member or Members of the Film Chamber in the Board of the Film Censors, Board of Examiners for cinema Operators or any other Educational courses, in Film Advisory Committee and in any other public or local authorities, in which the Film Chamber is given such rights for representation, and to do all other acts and things usual, necessary expedient and desirable in the management of the affairs of the Film Chamber or in carrying out its objects.

- (a) The Executive Committee shall form Sub-Committees for different purposes and objects and the number of Members of such sub-Committees may be increased according to exigencies of the purpose or object for which they are formed, and there shall not be less than four members representing the four Sectors at a time, unless otherwise specified by the Committee. The Executive Committee shall also form a Tribunal comprising of nine (9) Members of the Chamber to go into appeals preferred by the Members who are aggrieved of the decisions of the Sub-Committees and take decisions which are final and binding.
- (b) The Executive Committee at its first meeting after the Annual General Elections shall constitute "Telugu Film Chamber of Commerce Building and Welfare Fund Sub-Committee" of Twenty Three (23) Members, consisting of the Thirteen (13) Office Bearers elected as such to the newly elected Executive Committee the Four (4) newly elected Chairmen of the Four Sectors the immediate FORMER-President, the Two Hon.Secretaries and also the Hon.Treasurer being the experienced retiring members of the Chamber and five (5) persons who are co-opted or nominated whichever is applicable either from the members or Donors or the Chamber or others whose association with the Film Chamber in the opinion of the Executive Committee is likely to be conducive to the attainment of the objectives of the Chamber. The co-opted and nominated members of the Sub-Committee shall retire along with other members immediately after the Annual General Body Meeting of the Chamber. The quorum of the Sub-Committee shall be seven members personally present at the meeting. The President of the Chamber shall be the Chairman and one of the Hon.Secretaries shall act as a convenor of the Sub-Committee. The Sub-Committee shall work under the guidelines given by the Executive Committee in finding finances for construction of Chamber office buildings, devise Welfare Schemes which would benefit Members and Staff to plan and undertake Construction work and also take up other schemes which would be in the larger interests of A.P. Film Chamber of Commerce and its Members. The Sub-Committee is empowered to form working Committee with competent Members from the Chamber or from outside the Chamber and Film Industry.

32. The Committee may delegate any of their powers to Sub-Committees, consisting of such Members of their Body as they may think fit and they from time to time revoke and discharge any such Sub-Committees either wholly or in part and either as to persons or purposes but every Sub-Committee so formed shall, in conducting the proceedings, conform so far as may be, unless otherwise directed by the Committee, to all such regulations as the Committee may have prescribed. The Committees shall have also the powers to nominate on such Sub-Committees, any one who may not be a Member of their own Body of the Legal Advisor for special assistance. The office Bearers of the Film Chamber shall be ex-officio Member of such Sub-Committees. All acts done by any such Sub-Committee in conformity with such rules and in fulfillment of the purpose of their appointment shall have the like force and effect as if done by the Committee.
33. The Committee may also at any time and from time to time by a Resolution delegate any of their powers to the Hon.Secretaries, the Hon Joint Secretaries and Hon. Treasurer of the Film Chamber and all acts done in conformity with such delegation and in fulfillment of the delegation shall have the like force and effect as if done by the Committee.

#### **PROCEEDINGS OF THE COMMITTEE**

34. The Committee may meet for the dispatch of the business and otherwise regulate its meetings and proceedings as it thinks fit by issuing 10 days notice (exclusive of the day on which notice is served but inclusive of the day for which notice is given) to its members.
  - (i) Emergency Executive Committee Meeting can be convened as the situation warrants.
35. Unless otherwise determined by the Executive Committee, the quorum necessary for a meeting of the Executive Committee shall be TWELVE MEMBERS personally present.
36. Questions arising at any Meeting of the Committee shall be decided by a majority of votes and in case of equality of votes, the Chairman shall have a second vote.
37. The President of the Film Chamber shall be Chairman of the Meeting of the Committee and if in any meeting he is not present, one of the Vice-Presidents shall be elected as Chairman and if no Vice-President is present, the Committee may elect any of its Members present as Chairman of the Meeting.
38. The Meetings and Proceedings of any Sub-Committee shall be governed by the provisions herein contained for regulating the meeting and proceedings of the Committee so far as the same are applicable thereto.
39. If any Member of the Committee absents himself for three consecutive Meetings of the Committee or all Meetings of the Committee for a continuous period of three months, whichever is longer without leave of absence from the Committee, he ceases to be Member of the Committee but may be reinstated by a Resolution of the Committee.

## **MINUTES**

40. The Committee shall have (through the Secretaries,) the Minutes to be duly entered in books provided for the purpose, of all Resolutions and proceedings of the General Meeting and all Meetings of the Committee and Sub-Committees and all such Minutes, if purporting to be signed by the Chairman of such Meeting or by the Chairman of the succeeding Meeting, shall be receivable as prima-facie evidence of the matters started in such Minutes.

## **SECTORS AND THEIR MEETINGS:**

41. The Members of the sectors Viz. (i) Producers Sector, (ii) Distributors Sector, (iii) Exhibitors Sector and (iv) Studios Sector shall elect the following number of members to their respective Sector Councils simultaneously along with election of Committee members of the Film Chamber in the Annual General Body Meeting.
- \* Twenty (20) Members in case of Producer Sector
  - \* Twenty (20) Members in case of Distributor Sector
  - \* Forty (40) Members in case of Exhibitor Sector
  - \* Seven (7) Members in case of Studios Sector.

The Office Bearers of the Film Chamber shall be ex-officio Members in respective Sector Councils. Any vacancy caused in the elected Membership of a Sector Council may be filled up by the Sector Council.

- (a) Immediately but not later than Twenty Four (24) hours after announcement of election of Sector Councils Members, in the Annual General Body Meeting as laid down in these rules, the Members so elected shall meet under outgoing Chairman and in their absence under the outgoing Vice Chairman, and shall elect the following Office Bearers from among themselves.
- (i) One Chairman, Two Vice Chairmen, Two Secretaries for Producers and Studios Sector Councils.
  - (iii) One Chairman, Three Vice-Chairmen, Three Secretaries for Distributors and Exhibitors Sector Councils.
- (b) The Chairmen, Vice-Chairmen and Secretaries of Sector Councils shall perform and discharge the duties identical to those performed by the President, Vice Presidents and Hon. Secretaries of the Committee, in respect to their Councils.
- (c) With regard to matters concerning the interests of a Sector, the Secretaries of the Sector Councils in consultation with the Chairmen of the Sectors, shall convene meetings of the Sector Councils for the consideration of such matters.
- (d) If a Sector Council decides that any particular matter concerning the Sector, requires to be considered by all the members of the Sectors, such matters shall be placed before the Meeting of the General Body of the Sector to be convened by the Sector Secretaries for consideration and decision.

- (e) The decision of the Sector Council, if there is no reference to the General Body of the Sector, and the decision of the General Body of the Sector if there be reference to it, shall be final and bindings as the decision of the Film Chamber, subject to the Provisions of Rule Nos. 41 (f) and No.42.
- (f) The Committee of the Film Chamber can advise the Sector Councils to meet and discuss certain matters from time to time.

42. The decision of the Sector Councils or the General Body of the Sectors, as the case may be, shall be placed before the next Meeting of the Executive Committee of the Film Chamber for formal ratification and action thereon, provided that, if the Executive Committee be of the opinion that the decision affects the interests of any other sector prejudicially, the matters shall be referred to such other Sector or Sectors for their decision, and after ascertaining such decision, the Executive Committee of the Film Chamber shall arrive at its own decision in the matter which shall be binding as decision of the Film Chamber. In case any particular Sector feels that the decision is prejudicial to their interests, they can make an appeal to the Committee for referring the decision to the General Body. In that event, the Committee shall call for a special General Body Meeting for the purpose within THREE WEEKS from the date of receipt of such appeal.

43. Any Meeting of the Members of any Sector may be summoned by one of the Secretaries of the Sector Council at any time, Also a meeting shall be summoned by the Secretaries on requisition signed by THREE MEMBERS of the Sector. The requisition shall state the objects for which the Meeting is to be convened.

44. The Sector Meetings and Proceedings of such Meetings, including those of the Sector Councils shall be governed by the provisions contained herein above for regulating the proceedings of the General Meetings and committee meetings of the Film Chamber, so far as the same are applicable thereto, excepting for the period of notice, which shall not ordinarily be less than THREE DAYS.

45. The quorum for General Meetings of each Sector shall be as given hereunder:

Producer Sector	Ten	}	Persons Personally Present
Distributor Sector	Ten		
Exhibitor Sector	Twenty		
Studio Sector	Five		

45. i. The quorum for any Meeting of Sector Council Shall be:

Producer Sector	Five	}	Persons Personally Present
Distributor Sector	Five		
Exhibitor Sector	Ten		
Studio Sector	Three		

ii. Every Sector Council Shall have minimum one Meeting in a month.

- iii. The expenditure of Sector Councils will be treated as expenditure of Telugu Film Chamber of Commerce.

**POWERS OF PRESIDENT:**

- 46. The President shall preside over the Meetings of the Committee and General Meetings. He shall regulate, maintain order and discipline in the Meetings and take such steps as may be necessary for the peaceful conduct of the Meetings adjourn the Meetings until such time as he thinks necessary and at the General Meetings interpret the words of the Memorandum of Association and Rules framed under it.
- 47. The President shall supervise the work of the office and shall at any time when he shall deem it proper, communicate to the Film Chamber or to the Committee, such matters and shall make such suggestions as may in his opinion tend to promote the prosperity and welfare and increase the usefulness of the Film Chamber and shall perform such other duties as may be incidental to the office of the President.
- 48. The President shall have power to refer back to the Sector Council or to the Sub-Committee formed under these rules for its reconsideration of a Resolution passed by it, if in the opinion of the President, the Resolution so referred cannot be enforced until it is reconsidered by such Sector Council or the Sub-Committee formed under these rules.
- 49. In the absence of the President if he is on leave, the Vice-Presidents shall have the powers and any one of them shall perform the duties of the President.
  - (i) Deeds, Bonds, Contracts and other instruments shall be signed by the President or in his absence by any one of the Vice-Presidents and counter signed by one of the Hon.Secretaries of the Chamber, shall be deemed to be duly executed.

**HON.SECRETARIES AND HON-JOINT SECRETARIES:**

- 50. The Secretaries shall have such powers and duties as may from time to time be delegated to them by the Committee, in particular, they shall attend to and carry on the correspondence on behalf of the Film Chamber.
  - (a) The Secretaries shall convene and attend all Meetings of the Committee and shall record the proceedings of such Meetings and execute the Resolutions made therein and shall attend to such other duties as may be assigned to them by the Committee from time to time and shall sue or be sued in the name of the Film Chamber.
  - (b) Any one of the Hon. Secretaries shall receive complaints from members, register them in a separate register after receiving the prescribed fee, and send the name with seven days along with relevant documents received from the complainant to the concerned convenor of the Area Conciliation Sub-Committee, with due intimation to the complainant by Registered Post Acknowledgment due, for necessary action.
  - (c) Any complaints not decided or settled by the Conciliation Sub-Committee within **TWO MONTHS** shall be referred to the Committee for directions.

### **HON. TREASURER:**

51. The duties of the Hon. Treasurer shall be, subject to the control of the Committee, to collect or cause to be collected all subscriptions, donations and all amounts payable to the Film Chamber, to make payments on behalf of the Film Chamber as may be directed by the Committee from time to time against proper vouchers duly passed by the Secretaries; to invest all amounts in his custody in excess of the current requirements of the Film Chamber in the Bank as may be directed by the Committee; to draw and sign cheques on the funds of the Film Chamber at any Bank or banks; to draw, accept, endorse and negotiable bills of exchange, hundies and other negotiable instruments and to sign receipts for money payable to the Film Chamber. It shall be his duty to account for all moneys received by him or disbursed through him on behalf of the Film Chamber.

### **SELF - REGULATION: MEMBER-TO-DEAL WITH MEMBER :**

52. Self Regulation Sub-Committee consisting of 26 Members, shall be constituted by the Executive Committee, with 12 members drawing equal number of Members from each of the four Sectors namely Producers, Distributors, Exhibitors and Studios. The Office Bearers of the Executive Committee and the Chairmen of all the Four Sector Councils shall be ex-Officio members of the Sub-Committee. The President of the Chamber shall be the Chairman of the Sub-Committee and one of the Hon.Secretaries shall be the convener. The Sub-committee shall work from the Registered Office of the Chamber. The Quorum of the sub-Committee shall be NINE MEMBERS personally present in the meeting.
- (i) If a Member is aggrieved by the decisions taken by the Sub-Committees, such Member can prefer an appeal to the Tribunal formed with the Members of the Chamber and the decision of the Tribunal is final and binding.

### **Disputes:**

53. After the election of new Executive Committee of the Film Chamber, the Executive Committee shall constitute three conciliation Sub-Committees for Andhra, Ceded and Telangana Areas consisting of eight Members in each area Sub-Committee taking two Members each from the four sectors of the Chamber out of which two Members each from the sectors of the Chamber out of which two Members from each Sector of the Film Chamber. The Hon.Secretaries and Jt. Secretaries of the Chambers shall be the ex-Officio Members of the Sub-Committees. The Hon. Joint Secretaries shall be the Conveners of the respective area Conciliation Sub-Committees. The quorum shall be four members personally present at each of the three areas Conciliation Sub-Committee meetings. However, Members who are aggrieved of the decisions of the Sub-Committees can appeal to the Tribunal duly constituted by the Executive Committee.
54. Any Member who has a clause in his agreements that Telugu Film Chamber of Commerce shall act as Arbitrator to resolve any dispute may register a complaint against another Member for breach of contract and / or for monetary claim by paying a prescribed fee of Rs.2,000/- which could be altered by Executive Committee as per the nature of the complaint from time



to time, for each complaint. All complaints pertaining to the Film Trade and / or for monetary claim shall be in the prescribed form by paying the fees as prescribed by the Executive Committee from time to time in accordance with the Rules framed, provided the matter has not been referred to a Court of Law.

- (a) Immediately on receipt of such complaint, the Convener of the Conciliation Sub-Committee shall register such complaint in a separate register and shall forward the complaint to the respondent by Registered Post Acknowledgement Due, within FIVE DAYS from the date of receipt of such complaint and ask for a written reply by Registered Post or Deliver in Person within TEN DAYS from the date of receipt of the complaint by the respondent.
- (b) In case where immediate action is necessary, the details of the case should be circulated to all the available Members of the Conciliation Sub-Committee by the Convenor and take immediate action.
- (c) The cause of action for any such complaint referred in Rule (54) above should have arisen within a period of **SIX MONTHS** prior to the date of lodging the complaint or else it shall be considered as time barred.
- (d) The Complainant shall send complaint, with relevant documents, replies, written statements and the relevant evidence from both the parties shall be sent in Triplicate to the Film Chamber and one copy of which shall be sent by the Film Chamber, to the other party concerned.
- (e) Within **FOUR WEEKS** from the date of registration of the complaint the Convener of the Sub-Committee shall post the case to the Conciliation Sub-Committee duly intimating the parties, by Registered post Acknowledgement due, the date of hearing of the case by the Conciliation Sub-Committee and asking them to be present in person or through their duly authorized representative with the relevant records and evidence.
- (f) Under no circumstances, the case can be adjourned or deferred for more than **TWO MEETINGS**, provided the parties concerned have submitted reasons for absence acceptable to the Sub-Committee.
- (g) In the case of respondent failing to appear before the Sub-Committee consecutively for the **THIRD MEETING**, the Sub-Committee shall decide the case ex-parte on the merits of the case.
- (h) In case of complaint failing to appear before the sub-committee consecutively for the **THIRD MEETING**, the Sub-Committee shall consider the case as closed.
- (i) The Member aggrieved against the Award of the Conciliation Sub-Committee may prefer an appeal to the Tribunal and the decision of the Tribunal is final which shall be ratified by the Executive Committee. However, the Executive Committee will have powers to re-open the issue if there is any contingency arises.
- (j) In all decisions and/or Awards, the Conciliation Sub-committee shall award the costs of the Complaint fee to either of the Parties.

- (k) All the proceedings of the Conciliation Sub-Committee or Tribunal shall be treated as "Confidential".
- (l) At such Conciliation Sub-Committee or the Tribunal proceedings, the Chairman shall be from the other Sector not connected with the complaint.
- (m) No complaint or dispute referred to the Sub-committee or Tribunal shall be received from the Members for adjudication by the Chamber unless they are substantiated by submitting copies of written agreements/contracts or any other written documents as evidences for cause of action.
- (n) The decision and/or Award of the Conciliation Subcommittee shall be final and binding on both the parties. An appeal may be preferred by either of the parties within fifteen days from the date of decision/award to the Tribunal constituted by the Executive Committee and Executive Committee shall refer the appeal to the Tribunal with notices to both the parties.

### **POWERS AND DUTIES OF THE CONCILIATION SUB-COMMITTEE:**

55. The Conciliation Sub-Committee has the powers and duties to:
1. Investigate the complaints and negotiate for settlement;
  2. Obtain evidence and documentary proof of complaints, submission of rebuttals in reply;
  3. Award directions, impositions and decisions to settle the complaints;
  4. See that the Awards are duly complied by the Parties concerned and in the event of the Award and/or decisions being not complied with, such cases shall be recommended to the Executive Committee for further action;
  5. Record all proceedings, awards and/or decisions, directives or compromises affected between the parties in a separate Minutes Book. All compromise affected between the parties shall IPSO FACTO be deemed as the award of the Conciliation Sub-Committee.

### **APPEALS:**

56. The Tribunal consisting of nine Members constituted by the Executive Committee of the Chamber shall hear the appeals that may be preferred against the Awards or decisions of the area Conciliation Sub-Committees by either of the parties. Any such appeal as mentioned in Bye-law No.54 shall be registered with the Chamber with a fee of Rs.4000/- for each appeal. The quorum for the Tribunal shall be five.
57. The Tribunal shall examine all the evidence on record and the grounds of appeal, and after inviting the parties to the case to submit their reply if any, the appeal shall be decided within **ONE MONTH** from the date of filing the appeal. All decisions, Awards and directions of the Tribunal shall be deemed to have been given by the Executive Committee of the Chamber and shall be final and binding on both the parties. In the event of either party failing to comply with the Award, decisions and / or directions of the Tribunal, the Executive Committee at its next meeting shall take such action as it may deem fit.

**BANKS:**

58. The Film Chamber shall have accounts with such scheduled or Nationalized Bank or Banks as authorised by the Committee from time to time.

**ACCOUNTS :**

59. The Committee shall cause proper books of accounts to be kept with respect to all sums of money received and expended by the Film Chamber.
- (a) The Income or Property of the Film Chamber whenever derived shall be applied solely towards promotion of the objects of the Film Chamber as set forth in the Memorandum of Association and no portion there of shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise, however by way of profit to the persons who at any time were or shall become or have been members of the Film Chamber 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 employee of the Film Chamber or other person in return for any service rendered to the Film Chamber.
- (b) The true accounts shall be kept of the sums of money received and expended by the Film Chamber and the matter in respect of which such receipt and expenditure taken place and of the property, credits and liabilities of the Film Chamber and subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the rules of the Film Chamber for the time being, the same shall be open to the inspection of Members. Atleast once in every year the accounts of the Film Chamber shall be examined and the correctness of the balance sheet certified by one or more Auditors.
60. The Books of accounts shall be kept at the office of the Film Chamber and shall be open for inspection by any Member of the Committee during office hours.
61. The Film Chamber shall at each Annual General Body Meeting appoint an Auditor or Auditors and Legal Advisor or Advisors to hold office until the next Annual General Body Meeting and fix their remuneration.
62. The Committee may fill any casual vacancy in the office of Auditor or Legal Advisor, if any such vacancy continues, the surviving or continuing Auditor or Legal Advisor, if any, may act. The remuneration of any Auditor or Legal Advisor so appointed shall be fixed by the Committee.
63. The Financial year of the Film Chamber shall be from 1st April to 31st March of next year both days inclusive.
64. The Accounts of every financial year shall be examined and the correctness thereof ascertained by the Auditor appointed as aforesaid and the Auditor shall make a report to the Members of the Chamber on the accounts examined by him and on the balance sheet laid before the Annual General Body Meeting during his tenure of office.

- (a) To construct on any gifted, donated or acquired premises any building or buildings for the purpose of achieving the objects and to alter, remove and reconstruct even by demolition of the building or buildings to serve effectively the present or future needs of the Chamber.
- (b) To invest in any securities sponsored by the Government any money at the disposal of the Film Chamber or keep it in any Nationalized Bank in such manner as may be determined by the Executive Committee from time to time.
- (c) If after meeting (the objects or specific purposes for which any income from any asset, investment, deposit is available after meeting reasonable expenditure during any accounting year, the excess or the balance available shall be added to the investment, deposits or assets as the case may be and the same shall not be utilized for any other purpose or object of the Chamber.
- (d) The Committee shall give guidance, and advise in protecting the title and rights of the members, in safeguarding their copy rights, dubbing rights, trade names and trade marks and to look after the welfare of people engaged in different fields of the Film Industry.
- (e) To accept any request, gift or donation by what-so-ever name it is called whether of money or of asset (Movable or immovable) of any description and to apply the same or its proceeds realized by sale thereof for the purpose of the Chamber;
- (f) To start a Journal either monthly or quarterly as may be decided upon to appraise the development, progress and other allied matters of all wings of film industry;

**NOTICE :**

- 65. A Notice shall be given by the Film Chamber to any Member either personally or by sending it by post to his address supplied by him to the Film Chamber for giving of Notices to him.
- 66. Where a Notice is sent by post, the service of the Notice shall be deemed to be effected by properly addressing, preparing and posting a letter containing the Notice and unless the contrary is proved to have been effected, at the time at which the letter would be delivered in the ordinary course of post.

**ALTERATIONS OF MEMORANDUM AND RULES :**

- 67. Any alteration, extension or abridgement of any purpose or purposes of the Film Chamber or affiliation or amalgamation with any other Film Chamber or affiliation or amalgamation with any other Film Trade Body shall be effected in the manner prescribed by Section 12 of the Societies Regulation Act, 1860.
- 68. Any alteration or amendment of the Rules of the Film Chamber shall be effected by the votes of TWO THIRDS of the Members present at the General Body Meeting of the Film Chamber of which due notice has been given to the Members specifying the proposed alteration or amendment and confirmed by TWO THIRDS of the members present at a Second Special Meeting.
- 69. We, the several persons, whose names and addresses are here unto subscribed, are desirous of being formed into a Society, not for profit, in pursuance of these Articles of Association for

getting its registration under Public Societies Act, 1350 Fasli and we are responsible to run the affairs of the Society.

Name	Designation	Address	Signature
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