

# **Bombay Booksellers & Publishers Association**

Regd. Nos. S.R. Act.: Bom. -417/77; B.P.T. Act: F4640 (Bom.)

OFFICE: Room No. 25, 6th Floor, Bldg. No. 3, Navjivan Society,  
Dr. Bhadkamkar Marg, BOMBAY 400 008. Phone: 398691.

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## **Memorandum of Association**

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## **BYE-LAWS**



# **Bombay Booksellers & Publishers Association**

6/25 Building No. 3, Navjivan Society, Dr. Bhadkamkar Marg, Bombay 400 008.

Registered under the

Society's Registration Act, XXI of 1860 &  
Bombay Public Trust Act 1950.

Regd. Nos. S.R. Act: Bom-417/77 BPT Act: F-4640 (Bom.)



## **Memorandum of Association**

### **I. NAME**

The name of the Society shall be "BOMBAY BOOKSELLERS & PUBLISHERS ASSOCIATION" hereinafter referred to as the 'Association' or the 'BBPA' in short.

### **II. REGISTERED OFFICE**

The Registered Office of the Association shall be in the city of Bombay (including New Bombay) and is presently at No. 25, 6th floor, Building No. 3, Navjivan Co-Operative Housing Society, Dr. Bhadkamkar Marg, Bombay-400 008.

### **III. AIMS & OBJECTS**

The Association shall be a professional, non-commercial body and its objects shall be:

1. To promote high professional standards among its members.
2. (a) To promote the interests of the Publishing Industry and Book Trade and to extend its co-operation to similar Associations in other cities, towns and villages.  
(b) To co-operative with and, when necessary, to affiliate with or become a member of national organisations like the Federation of Publishers and Booksellers Associations in India and The Federation of Indian Publishers etc.
3. To work for the adoption of such policies by the Central and State Governments, local bodies and other authorities and institutions as may result in making the Publishing Industry and the Book Trade important factors in cultural, educational and intellectual development of the people at the local, state and national levels.
4. To increase and strive for the spread of literacy, education and reading habits at all levels.
5. To hold exhibitions of books from time to time in any area and in any suitable place at the discretion of the Managing Committee.
6. To conduct training courses or programmes in the spheres of publishing and book selling and to issue certificates and diplomas to the participants on merit.
7. To examine, settle or modify trade terms affecting the Publishing Industry and Book Trade from time to time.
8. To sponsor credit assistance for the benefit of members of the Association in the spheres of Publishing and Book-selling.
9. To promote the welfare of persons employed in the Publishing Industry and Book Trade and to improve their socio-economic conditions.
10. To examine, and certify for the guidance of the Federation of Publishers and Booksellers Associations in India and/or the Federation of Indian Publishers or of any Government authority, or of any other Federation/Association, the bonafides of Publishers and Booksellers functioning in the Associations area, provided that such Publishers or Booksellers have been known to the Association for an effective period of not less than 12 months at the time of issuing the certificate.
11. To organise or undertake, distribution, production or disbursement of books for the benefit of its members on a non commercial basis either from the Govt., its agencies, other authorities or associations at the local, national or international level without indulging in the function or retail selling in any way.
12. To establish libraries, start publications or utilise other media activities in order to promote the information distribution amongst its members or the public at large without indulging in any sort of competition with its members.
13. To maintain the Association in the financially sound and efficient condition and organise activities to raise funds for this purpose by way of subscriptions, donations, gifts, deposits etc. and to own, construct, lease in or lease out, sell or purchase properties and real estates and also borrow, lend invest or accept monies for the benefit of the Association in particular and the Publishing Industry and the Book Trade in general at Bombay, New Bombay or other suitable places.

14. To do all such things as may be necessary and practical for the attainment of the above objects.

## BYE-LAWS

### A. MEMBERSHIP

#### ELIGIBILITY:

1. Membership of the Bombay Booksellers and Publishers Association, hereinafter referred to as "The Association" shall be open to sole proprietors, firms, associations and concerns engaged in or connected with the production and distribution of books in Bombay, New Bombay and Thane District.
2. The application for membership, duly proposed and seconded by two members of the Association of at least 12 months standing, shall be made in the prescribed form and delivered to the Association along with the entrance fee and appropriate subscription.
3. All applications for membership shall be considered at a regular meeting of the Managing Committee, whose decision shall be final.

#### CATEGORIES:

4. There will be following categories of membership of the Association.
  - (i) Patrons
    - (a) This membership will be extended to deserving persons from within or outside the Publishing Industry and Book Trade, strictly on merit.
    - (b) Those who make a voluntary donation of Rs.10,000/- or more to the Association may also be accepted as Patrons.

(ii) Life Members: There will be following categories of Life Members:

- (a) Publishers
- (b) Wholesalers
- (c) Retailers and
- (d) Individuals.

Members falling under Category a, b, and c above will make a lumpsum payment of Rs.5,000/- for becoming Life members.

The category (d) of Life Membership will be open to deserving individuals who have made a significant contribution to the case of or in the service of the publishing industry and book trade, provided that at the time of application, they have been attached for a continuous period of at least five years, either to a publishing house or to a wholesale or retail bookhouse. The selected Individual Life Member will make a lumpsum payment of Rs.1,000/- to the Association.

(iii) Ordinary Members: All other members shall be styled as Ordinary Members.

#### SUBSCRIPTION/FEES:

5. (a) Entrance Fee: Ordinary members representing Publishers, Wholesale Booksellers and Retail Bookshops will pay an entrance fee of Rs.100/-

(b) **Annual Subscription:** Ordinary members will pay an Annual subscription at the following rates:

Member with an annual turn-over upto Rs.2,00,000/— . . . .Rs.100/—

Members with an Annual turn-over al above Rs.2,00,000/— and

upto Rs.5,00,000/— . . . .Rs.200/—

Members with an annual turn-over ex exceeding

Rs.5,00,000/— . . . . .Rs.300/—

6. All members, excepting Patrons or Individual Life Members, shall be entitled to appoint an

alternative representative in place of the person previously on the records of the Association, to attend any general body meeting of the Association on their behalf, notice of such appointment being sent in writing to the office of the Association at least three working days before the Scheduled time of the meeting.

7. An up-to-date Register of all members of the Association shall be maintained at the Association office, showing their names and address with such other particulars as may be necessary.

## B. GENERAL BODY

8. All voting members of the BBPA shall constitute the General Body.

9. Meeting of the General Body shall be of two kinds viz. Ordinary and Extra-Ordinary.

10. An Ordinary Meeting of the General Body shall be held at least once in a year at such time and place as the Managing Committee may determine. This meeting shall be known as the Annual General Meeting.

11. An Annual General Meeting of the Members shall be held every year within two months after the close of each official year for the transaction of the following business:

(a) To receive the report of the Managing Committee for the previous year;

(b) To receive the audited accounts for the year under report;

(c) To elect President, two Vice-presidents, Hon. General Secretary, two Hon. Joint Secretaries, Hon. Treasurer and other eight members of the Managing Committee and appoint auditors for the following term every two years;

(d) To transact any other business that may

be duly brought before the meeting with the permission of the Chair.

12. (a) An Extra-Ordinary General Meeting of the members may be called at any time on requisition from at least one-fifth of the total members of the Association or 30 (thirty) members of the Association, whichever be less, stating the business to be transacted. If the Managing Committee fails to convene a meeting within 40 (fourty) days from the date of receipt of such requisition, the requisitionists may themselves convene the meeting to transact the business specified in their original requisition, and no other business shall be taken up at such meeting.

(b) The president, and in the absence, the Vice-President, shall be the Chairman, at all meetings. In the absence of both, the Chairman shall be elected from amongst the members present.

13. At the proceedings of the General Body Meeting only those persons shall be entitled to vote, or to be counted as the voting

members of the association, whose subscription at the time of the proceedings has not been

in arrear for a period exceeding four months.

## C. MANAGING COMMITTEE

14. The Management of the Association shall be vested in the Managing Committee constituted as hereinafter provided, subject to the control of the Association in General Meeting, under the provisions of the bye-laws at the Annual General Meeting for a term of two years.

15. The total membership of the Managing Committee shall not exceed 18 (eighteen) members, including co-opted members, and will consist of the following:

### I. ELECTED MEMBERS:

#### (A) Office bearers:

- (1) President
- (2) Two Vice-President out of which one shall be compulsorily from the retail trade.
- (3) Hon. General Secretary
- (4) Hon. Joint Secretary representing the Publishing Industry.
- (5) Hon. Joint Secretary representing the Retail Book Trade and
- (6) Hon. Treasurer.

#### (B) Non-Office holding members:

There will be 8 (eight) non-office holding members. All the above 15 (fifteen) Managing Committee members will be elected at the Annual General Meeting.

### II. NON-ELECTED MEMBERS:

#### (A) Co-opted Members:

The Managing Committee will have the option to co-opt a maximum of three members to the Managing Committee.

#### (B) Special Members:

In addition to the above there will be a special category of members of the Managing Committee in recognition of services already rendered by them to the Association as follows:

- (1) The retiring president;
- (2) All past Presidents and General Secretaries;
- (3) Individual Life Members;
- (4) Others

Patrons and Members listed in Category II B, will participate fully in all meetings of the Managing Committee, and may join or even head any Committee or sub Committee of the Managing Committee but they will not have any voting rights.

16. All the members of the Managing Committee who complete a two year term shall retire at the Annual General Meeting. They shall be eligible for re-election provided the office of the President shall not be held by the same member for more than two consecutive terms.

17. The Managing Committee shall have the power to fill in any vacancies of members or office bearers which may occur between the two Annual General Meetings provided that the total strength of the Managing Committee, including the co-opted members, does not exceed eighteen members at any time.

18. The Managing Committee may appoint, when necessary, sub-committee or special

committee for transacting any specified business and delegate any of their powers to such committee.

19. Withing fifteen days of the conclusion of the Annual General Meeting, the newly constituted Managing Committee shall hold its first meeting, to deliberate upon and arrive at decisions on all issues, plans and procedures for the following year as per general guidelines layed down at the said Annual General Meeting.
20. The Managing Committee shall have all functional, managerial and financial powers

about the BBPA unless otherwise stated under these bye-laws.

21. The Managing Committee shall submit duly audited accounts of the Association at every Annual General Meeting with appropriate explanation on points raised by the Auditors.
22. Matters like office procedures, financial control, use of working funds, investment of available funds, negotiating, entering into and amendment of contracts shall be the duty of the Managing Committee in a duly held meeting, and not of any of the office bearers in the normal course of functioning.

#### D. DUTIES & FUNCTIONS OF OFFICE BEARERS

##### 23. (a) President:

- (i) The President shall preside over all the meetings of the Managing Committee & General Body of the BBPA.
- (ii) He shall represent the BBPA at all Federation meetings and other official occassions.
- (iii) He shall be the Chief Executive of the Association and shall be able to take decisions and/or issue instructions on matters/situations not covered by any of the clauses of these bye-law.
- (iv) He shall correspond on behalf of the BBPA with outside parties and issue statements to press and other agencies on matters of policy of the BBPA or about the stand taken by the BBPA on any subject. The only other office bearer to so correspond or to issue such statements would be the Hon. General Secretary.

##### 23. (b) Vice President:

- (i) The Vice President would preside over the BBPA meetings in place of the president in his absence and till such time that the President does not arrive.
- (ii) He shall generally assist the President in his work and shall be particularly helpful in supervising the work of the sub-committees.

##### 24. (a) The Hon. General Secretary:

- (i) The Hon. General Secretary shall be responsible for all the internal and external organisation of the BBPA. He shall cause to maintain the records of the Association, arrange for the functioning of the office, and issuing of the notice and other information for the members.
- (ii) He shall correspond with the outside parties and would be able to issue

statements to press and other agencies.

- (iii) He shall sign all legal documents, as an alternative to the President, binding the Association including property and monetary documents, contracts and assignments.
- (iv) He shall publish all the literature on behalf of the BBPA.

#### 24. (b) The Hon. Joint Secretaries:

- (i) The two Hon. Jt. Secretaries would look after the interests and organisation of the two categories of members of the BBPA viz. Publishers and the Booksellers.
- (ii) They shall assist the Hon. General Secretary is discharging his duties and shall generally work under his supervision.

#### 25. The Treasurer

- (i) He shall manage all the Funds of the BBPA and arrange to keep proper records

and books pertaining to the general accounts as well as the specific Funds.

- (ii) He shall arrange for the audit of the accounts as required under these bye-laws and present the same before the Managing Committee every quarter and before the General Body every year.

#### 26. General

- (i) Only the President and the Hon. Gen. Secretary shall correspond on behalf of the Association with the outside parties, they can, however, instruct any other office bearer, member or the employee of the Association to do so on their behalf.
- (ii) The President and the Hon. General Secretary shall be the two main executive office bearers to carry out all the decisions of the Managing Committee and to represent the Association at Official occasions. However, the Managing Committee can authorise any other office bearer or member to do so in specific cases.

### E. YEAR & ELECTIONS

27. The official year of the BBPA shall be from 1st August to the following 31st July.

28. Elections would be held every two years at the Annual General Meeting. In case of a

contest, secret ballot would be arranged and conducted by an Election Officer appointed earlier by the Managing Committee failing which the General Body shall be able to make the appointment on the spot.

### F. FUNDS & AUDIT

29. All the monies belonging to the BBPA shall constitute the General Fund of the

Association. Special Funds may be created for specific purposes, with the set of rules

governing such funds.

30. All cash more than Rs.1,000/— (One thousand Rupees) only shall be held in a nationalised bank or such other Bank's which from time to time may be recognised by the Govt.
31. All bank accounts shall be operated by the joint signatures of any two office bearers out of the four office bearers of the BBPA so authorised viz. the President, the Vice

Presidents and the Hon. General Secretary.

32. All borrowing powers shall be vested in the Managing committee exclusively.
33. All accounts shall be audited every year by a certified chartered accountant and placed before the Annual General Meeting after being passed by the Managing Committee.
34. It is desirable that the Managing Committee should examine all accounts every quarter and take amending action as required.

### G. QUORUM & NOTICE

35. The Quorum of the Managing Committee shall be at least six voting members (including the President and the office bearers).
36. The Managing Committee shall need a clear notice of one week, however urgent meetings can be called at the option of the President and the Hon. General Secretary by giving 24 hours notice only.
37. (a) One-fifth of the total number of members or 25 (twentyfive) members of the Association, whichever be less, shall form a quorum at every General Meeting.  
(b) If at a General Meeting, the required number of members be not present at the scheduled time, the meeting shall stand adjourned and the adjourned meeting held at the same place on the same day after the expiry of 30 (thirty)

minutes even if the quorum is not available.

38. A notice stating the business to be transacted at any General Meeting or Extra-Ordinary General Meeting shall be sent to the members of the Association at least 14 (fourteen) clear days prior to holding of the meeting.
39. All notices or circulars to be given to the members shall be considered to be duly given when they are circulated by hand or sent by post under certificate of posting.
40. All decisions shall be taken by simple majority with the Chairman having a casting vote, unless otherwise provided elsewhere under these bye-laws.
41. Sub-Committee shall need no fixed quorum or notice.

### H. GENERAL

42. In the case of a firm, the sole proprietor, or one of the partners, or Manager or any other representative of the firm shall be considered as being empowered to exercise

all the rights and privileges of the firm as a member of the Association. The name of such representative shall be duly intimated to the Association.

43. In the case of a registered Company, any of the Directors or any Executive or Manager nominated by the Company shall be considered as being empowered to exercise all the rights and privileges of the Company as member of the Association. The name of such nominee shall be duly intimated to the Association.
44. Any member may withdraw from the Association by giving a notice in writing to the Association fifteen days before the expiry of the official year and shall be deemed to have ceased to be a member upon the expiry of such notice. In default of such notice, a member shall be liable to pay his subscription for the ensuing year.

## I. DISCIPLINARY ACTION

45. If a member of the Managing Committee does not attend three consecutive meetings of the Committee without written intimation or does not attend four consecutive meetings, he shall cease to be a member of the Committee.
46. If it appears to the Managing Committee that any sitting member has not conformed to the objects and bye-laws of the Association, or that his conduct has been detrimental and/or prejudicial to the interests and reputation of the Association, he shall be suspended till such time as the Managing Committee may think fit.
47. A majority of three-fifth of the members present and entitled to vote and so voting at any extra-ordinary or Annual General Meeting of the Association, may, by a resolution of which previous notice has been given, expel a member from the Association. Any such member shall, from the passing of such resolution cease to be a member of the Association. Such a member can apply for re-admission after the expiry of a minimum period of twelve months provided that such re-admission does not attract the provision of clause 47.
48. Any member whose subscription is in arrears for a period of twelve months and who fails to pay the same within fifteen days of the receipt of a written notice from the Association calling upon such payments being made, shall be removed by the Managing Committee from the list of members of the Association. The application for re-admission may be considered by the Managing Committee only on receipt of the amount of arrears which were due from the applicant on the date of his removal from the membership plus interest on the said amount as per current bank rates.

## J. AMENDMENT OF THE BYELAWS

49. No alteration, amendment or addition shall be made in or to the MEMORANDUM OF ASSOCIATION or to the foregoing Bye-Laws except by a resolution passed by a majority of two-thirds of the members present at the General Meeting specially called for the purpose.

## K. DISSOLUTION

50. The Association shall not be dissolved except by a vote in writing from not less than three-fourth of the total number of members on the roll at the time the dissolution is proposed.

51. The assets of the Association shall be indivisible so that in the event of its dissolution

no member shall have any claims over them, but the entire amount shall be utilised for the common benefit of the Publishing Industry and Book Trade in such direction and manner as may be determined by an extraordinary general meeting convened for that purpose, or in default thereof, by the competent court.

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### Note:

The Memorandum of Association and the Bye-laws have been restructured in 1988. They were passed in the Managing Committee on 2nd April, 1988 and adopted at the 25th Annual General Meeting on 24th April, 1988. Again at the 26th Annual General Meeting held on 8th January 1989 one post of a Vice President compulsorily representing the retail trade was added. There after these were submitted to the Registrar of Societies (Maharashtra) & The Dy. Charity Commissioner (Bombay Region).

In confirmation the following persons have signed these Memorandum of Association and the Bye-laws:

Signatures

<i>NAME</i>	<i>FIRM</i>
Shri V.J. Mazmudar	N.M. Tripathi & Co.
Shri K.K. Shah	Student Agencies
Shri Chandra Pal Gupta	Varshney Prakashan
Shri Madhubhai Thakkar	Pragati
Shri Indraneel Tawde	Indraneel Prakashan
Shri D.D. Jani	Usha Book Depot.
Shri V. Ramadurai	Prentice Hall of India
Shri S. Rebello	Allied Publishers P. Ltd.,

Regd. Nos.: S.R. Act:Bom-417/77  
B.P.T. Act :F-4640(Bom)

The only representative  
body of Booksellers &  
Publishers at Bombay

# BOMBAY BOOKSELLERS & PUBLISHERS ASSOCIATION

बॉम्बे बुकसेलर्स एण्ड पब्लिशर्स असोसिएशन  
बम्बई के प्रकाशक एवं पुस्तक विक्रेताओं की  
एकमात्र प्रतिनिधि संस्था

No. 25, 6th Floor, Building No. 3, Navjivan Society,  
Dr. Bhadkamkar Marg, Bombay-400 008. T.F. 398691

## MEMBERSHIP FORM

The Honorary General Secretary,  
Bombay Booksellers & Publishers Association  
BOMBAY-400 034.

Dear Sir,

We desire to enrol ourselves as members of the Association. We have read the current Memorandum and Bye-Laws of the Association, and agree to comply with the same. We shall comply with any subsequent changes in the Memorandum and Bye-Laws, which may be made by the Association from time to time.

We are remitting herewith Rs.100  
the year.....

as entrance fee and Rs.....as subscription for

Yours faithfully,

Date :

(Signature)

Name & Address of the Firm  
(Affix Rubber stamp please)

:

Telephone No.

:

Name of the person who will represent  
and his status

:

Year of establishment

:

Proposed by : Name of the Firm

:

Signature

:

Seconded by : Name of the Firm

:

Signature

:

Decision of the Managing Committee at the meeting held on \_\_\_\_\_

Signature

President/Hon. Secretary

## QUESTIONNAIRE

1. Name \_\_\_\_\_
2. Address \_\_\_\_\_
3. Type of Business :

### PUBLISHERS

**Textbooks**

- School Level
- College Level

**General Books**

- Library edition
- Paperback
- Childrens books

*Languages in which publishing is done*

- |         |          |
|---------|----------|
| English | Hindi    |
| Marathi | Gujarati |
| Others  |          |

### BOOKSELLERS

**Wholesaler**

- Agents
- Stockists

**Retailer**

- Textbook
- School Level
- College Level

- Paperback
- General Books
- Library Suppliers
- Mail Order Suppliers

*Languages in which stocks are kept*

- |          |        |         |
|----------|--------|---------|
| English  | Hindi  | Marathi |
| Gujarati | Others |         |

Please tick ( ) appropriate words. You could tick more than one in the event of your business extending more than one field.

4. In case you are a publisher as well as a bookseller indicate the percentage of business in each field to the total turnover.

.....Publishing

.....Bookselling

5. Please indicate your annual turnover by ticking any one of the following. This information is required for calculating your annual subscription.

~~Rs. 200~~ ~~Rs. 100~~ Upto Rs.2 Lakhs turnover.  
~~Rs. 400~~ ~~Rs. 200~~ Upto Rs.5 Lakhs  
~~Rs. 600~~ ~~Rs. 300~~ Above Rs.5 Lakhs

6. In which language would you prefer to receive circulars, notices, etc. from the Association. Mark any two. The language you prefer most should be marked with 1 and the other with 2.

\_\_\_\_\_ English          \_\_\_\_\_ Hindi          \_\_\_\_\_ Marathi          \_\_\_\_\_ Gujarati

( Signature )

*N.B: The Official Year of the BBPA shall be from 1st April to the following 31st March as per the latest amendment in the Income Tax Act. By law no. 27 on page no. 7 may therefore be read as suitably amended.*

Registered by the Registrar of Societies in the District Registrar's Office, Bangalore  
Registration No. 20/1984-85, No. 1, Malleshwara Industrial Society, D. Malleshwara Street, Bangalore 400005  
and Printed by the D. Malleshwara Industrial Society, 200, 7th, Industrial Estate, K. R. Road, Bangalore 400005

Price Rs. 5/-