

BYLAW OF TOURISM PROFESSIONALS CLUB

(Updated with Amendments in EGM dt.23.07.2022)



"The Memorandum of Association

1. The Name of the Club: Tourism Professionals Club

2. Registered Office of the Club – The Registered office of the Club shall be situated at: Pallath Building, 2nd Floor, Kurisupally Road, Ravipuram, Cochin

3. The area of operation of the Club will be all over Kerala.

4. Aims and Objectives of the Club are:

- To safe guard the interest of the tourists and maintain high ethical standards within the tourism trade.
- To provide training to the members and improve their overall competence level.
- To work closely with the Government bodies to promote tourism
- To lead a process of change to better prepare the members to face challenges of the current and future business environment in the tourism field.
- To set and regulate standard and practices to be maintained by members so as to establish disciplinary standards
- To act as arbitrators and otherwise to assist in the settlement of disputes and difficulties arising amongst members in connection with Tourism Trade.
- To acquaint the public with the services which members are able to provide with a view of establishing that the membership of the club is a guarantee of competence and integrity in the tourism field.
- To represent the tour operations trade before official bodies of Government and other appropriate forums
- To educate and equip the members to meet the challenges of tomorrow through meetings and seminars
- To gather useful information on tourism and disseminate them to members for their guidance
- To promote social, cultural, literacy, sports, games and like activities among the members and their families.
- To establish libraries and reading rooms
- To provide facilities and to get the club affiliated to similar bodies

The following Person shall be the members of the first governing body of the Club:-

President: Thomas Varghese, Mercury Travels Ltd., Ravipuram

Vice President: S. Sreekumar, Pettits India (Pvt) Ltd, S A Road

Secretary: Sheik Ismael, Concord Exotic Voyages, MG Road, EKM

Joint Secretary: D C Sudheer, Pioneer Travels, W.Island

Treasurer: George Scaria, CEL Tours, Pipeline, Palarivattom

"We the undersigned are desirous of forming a club Named "Tourism Professionals Club" in pursuance of this Memorandum of Association"

Thomas Varghese, Mercury Travels Ltd., Ravipuram, Manager
S. Sreekumar, Pettits India (Pvt) Ltd, S A Road, Manager
Sheik Ismael, Concord Exotic Voyages, MG Road, EKM, Tours Exe.
D C Sudheer, Pioneer Travels, W.Island, Tours Exe.
George Scaria, CEL Tours, Pipeline, Palarivattom, Director

“Bylaws of the Club”

The Registered office of the Club shall be situated at Cochin, Kerala. Presently the office is functioning at Peters Enclave, 1st Floor, Kunukkasseril Building, Panampilly Nagar, Cochin-36.

“Operation of the Club”

The area of operation of the Club will be all over Kerala.

“Aims and Objectives of the Club are:-”

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“Membership” (As per amendment made in EGM dt.23.07.2022)

Active and Life Membership of the club is opened to all persons working with bonafide our Operators who agree with the aims and objectives of the Club. Allied and company and Individual membership without voting rights and privileges mentioned in the membership criteria is accepted from all Individuals and organisations who are from

hospitality sector and does not come under tour operator definition, based on terms specified under Allied Membership section.

All Members have to abide by the Rules & Regulations of Club. The applicant should provide references of Two Managing Committee Members for the approval along with the Personal ID Proof, Company ID Proof and any other ID decided by the executive committee time to time

"Classification of Members" (As per amendment made in EGM dt.23.07.2022)

- **"Life Members**-Life Member is an approved Tour operator or a person working in a bonafide Tourism firm in South India. Up gradation for Active Members to Life Membership will be possible for an Active Member completed Three Years' tenure without default in renewal and a regular participant in Club activities. Up gradation requests for Life Membership will be subject to the approval and sole discretion of the Managing Committee from time to time. No direct applications for Life Membership will be entertained.
- **Active Members** – Active Member is an approved Tour operator or a person working in a bonafide Tourism firm in Kerala. Members should pay the registration Fee and annual subscription Fee regularly.
- **Allied membership for Non-Tour Operators in hospitality sector.**

1) Allied Company Membership

Allied company membership can be accepted with Managing Director /Partner / Proprietor as a default member + 02 members (sales manager / General Manager or higher-level employee nominated by the company).

Change in nominated member is possible in writing to TPC by any of the directors of organisation.

Following category of organisations will be eligible to apply for Allied Company Membership.

- a) Hotel
- b) Homestay
- c) Licensed Transport Operator
- d) Houseboat Operator
- e) Event Management Company
- f) Hospitality Company
- g) Activity Provider Company
- h) Airlines
- i) Ayurveda resorts and retreats

2) Allied Individual Membership

Allied Individual membership can be accepted from Directors/Owners, Sales Representatives / Managerial level employees of Hotels, Homestays, Transport Companies, Houseboat Operators, Event Management Companies, Hospitality Companies, Activity Provider Companies, Airlines etc., Approved Guides and Tourist Facilitators with license, and Tour Operators and Hospitality partners based outside the State of Kerala and abroad. Proof of employment (for employees), necessary license and GST registration of the organisation confirming the nature of business or accreditation from the State or National Tourism body is mandatory to for applying this Allied membership (Applicable for tour operators outside Kerala). The membership committee should screen the applications and recommend for approval.

Proof of employment / necessary licence to be submitted while applying for membership.

Membership Fees (As per amendment made in EGM dt.23.07.2022)

An Allied company / Individual Member will be enjoying all benefits of an active member except entry to Annual General Meeting, voting rights and entry to FAM Trips restricted only for Tour Operators.

Active Membership: Rs.1500/- (One time registration fee Rs.500/- + Annual renewal fee Rs.1000/-)

Life Membership: Rs 50000/-

Allied Company Membership: Rs.10,000/- (One time registration fee Rs.5000/- + Annual renewal fee Rs.5000/-)

Allied Individual Membership: Rs.3,000/- (One time registration fee Rs.1500/- + Annual renewal fee Rs.1500/-)

Membership Fee of a person shall not be transferable at any cost. A person shall ipso-facto cease to be a member: - (As per amendment made in EGM dt.23.07.2022)

- Any member who changes his/her job to a Non Tour Operations firm will cease to be an Active or Life Member.
- A Member changes the Job from Travel Industry due to Pandemic:
Any member who changes his/her job to a Non Tour Operations firm will cease to be an Active or Life Member EXCEPT All existing members who renewed the membership as on date will be allowed to continue with voting rights till 31 March 2023; regardless of their current work industry. Post this date eligibility will be as per definition given under Membership Head and Allied Membership head.

Disciplinary Action (As per amendment made in EGM dt.23.07.2022)

All the respected members of the Club are supposed to abide the rules of the Club and to respect the decisions of the Managing Committee. The Club Members are also expected to maintain a total discipline at any common platforms or events of the Club. Managing Committee will have the powers to take disciplinary actions against any member who violate the rules or disciplinary profile of the Club. In such cases, a Sub Committee may be appointed by the Managing Committee

to enquire into the matter and the report will be submitted to the Managing Committee to take a final decision with a quorum.

The concerned member will get a chance to show cause or hear in person which will be considered by the Managing Committee before taking a final decision.

The Action can be a suspension of Membership for One Year or dismissal from the Club.

Grievance Cell: A grievance Cell will be formed every year with 01 Senior Lady Member + Immediate Past President or Secretary + any of the 01 Past President / Secretary.

Non Payment of Annual Subscription Fee:

Any Member (Active /Allied) who does not pay the Annual Subscription Fee in advance before 31 May of every year will cease to be a Member as per Club records.

Managing Committee (Executive Committee): (As per amendment made in EGM dt.23.07.2022)

The management and administration of the Club shall be carried out and managed by the Managing Committee which shall for the time being consist of 15 members including a President, Vice President, Secretary, Joint Secretary and Treasurer.

- Any Life Member or an Active Member who completes 03 years of Membership only, will be allowed to be in the Executive Committee.
- A member who completes 5 years of Membership including 01 tenure as an Executive Committee member, only will be eligible to be in the positions of President, Secretary & Treasurer of the club.
- Immediate Past President & Immediate Past Secretary will be the Ex Officio Members in the new committee, by default.

Terms of Office (As per amendment made in EGM dt.23.07.2022)

- A member can be in the Executive Committee continuously for 3 years only. After a break of minimum 1 tenure, election to Executive Committee is possible.

Any retiring Member of the Managing Committee shall be eligible for re-election. The casual vacancies, however, may be filled up by the Managing Committee. Any person nominated to such a vacancy by the Managing Committee shall hold the office for the remaining period only.

The Managing Committee may, in case of necessity, unanimously nominate two more members of the Club subject to the approval of the next General Meeting of the Club.

- The Committee Members who fail to attend three consecutive Meetings without proper reasons satisfying the Committee, shall be ceased to a Committee Member and that vacancy or vacancies will be filled by nominations by the majority of the Managing Committee. The Committee Members have the chance to send their leave letters with satisfying reasons to the Committee and the Committee can decide on the same. If the leave is sanctioned, it will not be treated as absent. The Committee Members who fails on regular basis to be present, will be given show cause notice with reasonable time before effecting the cessation of Membership.

Powers & Functions of Managing Committee

The Managing Committee shall work and have full powers and authority to do all acts, matters, things and deeds which may be necessary or expedient for the purpose of and in particular to the following:-

- To look after, manage, supervise and control the management of the Club and its properties.
- To admit or reject new members and accept resignation of the members
- To have an audited statement of accounts prepared every year
- To accept donation in cash or in kind on such condition and without conditions
- To make an appeal to the people for general donations as per the decision of the General Body
- To appoint such committee with such powers as the Managing Committee may think fit and proper, for such purpose and/or to dismiss the same when the purpose is fulfilled.
- To appoint or remove employees of the Club as may be required for the efficient conduct of the affairs of the Club.
- Generally to do all such other acts, things as are incidental or conducive to the attainment of the above powers and duties or anyone or more of them and the aims and objectives specified in the Memorandum.

President

The President shall preside over all the meetings of the Managing Committee. The President shall represent the Club in all legal/official proceedings provided however that the committee shall have power to authorize any of its members to represent the Club in any proceedings as is considered necessary.

Vice President

President's absence the Vice President shall preside; and in the absence of both, any member elected from the Managing Committee to hold the Chairmanship for that meeting shall preside

Secretary

The Secretary, He shall record the proceedings of the meetings of the Managing Committee, maintain books connected with the management of the Club, preserve the records belonging to the Club and shall supervise the work of the employees. The Secretary shall convene the meetings of the Managing Committee on such dates at such time as resolved by the committee or required by the President or as found necessary by the Secretary as per these rules. At the end of his term, the Secretary shall hand over the movable properties of the Club to his successor along with an inventory which shall be signed by the outgoing and incoming Secretaries. The Secretary shall, in exercise of his powers and in discharge of his duties as Secretary, be bound to act in consultation with the concurrence of the President.

Joint Secretary

In the absence of the Secretary, the joint Secretary shall be responsible to implement the decision of the Managing Committee.

Treasurer

The Treasurer shall be in charge of the Club's funds and shall be responsible for the true and proper maintenance of the books of accounts. The Treasurer shall be responsible to prepare and submit monthly income and expenditure account, annual accounts, budget and projected figures and statement of accounts to the Managing Committee. The Treasurer shall act as per the directive from the President and he shall make payments only when vouchers are passed by the Secretary or President.

Meeting of the Managing Committee

Members of the Managing committee shall meet every month to conduct the affairs of the Club.

Three days' notice specifying the place, date and time with agenda shall be given to the Members by email.

Requisition Meeting of the Managing Committee

The requisition meeting of the Managing Committee may be convened upon a requisition made in writing by President, or 2/3rd members of the Managing Committee, such requisition shall specify the subject of the meeting proposed to be called and must be signed by all the requisitionists and shall be delivered at the office of the Club.

On receipt of the requisition, the President shall within three days proceed to convene the meeting and failing both, the requisitionists themselves may convene such meeting within five days.

Quorum for the requisition meeting shall be two-third members of the Managing Committee

Quorum for the Managing Committee

Two-third of the members of the Managing Committee shall form quorum of the Managing Committee meeting. If meeting is adjourned for want of quorum, it shall be held on the adjourned date at the same place and time and members present at that time shall form the quorum. But no item of business that is not specified in the Notice shall be transacted in such meeting.

Annual General Meeting

The members of the Club form the general body of the Club. The Annual General Meeting of the Club shall be held in the month of June or near thereto as possible in each year at such time and place as may be decided by the President for the following purposes:-

- To confirm the Minutes of the previous Annual General Meeting
- To adopt the previous years audited statement of accounts
- To elect Managing Committee members for the next term, if the term is over.

- To admit new members as per decision taken by Managing Committee.
- To appoint Advocate/Legal Adviser, Chartered Accountant and fix their remuneration
- To consider any other matter, due notice of which has been given three days prior to the General Body Meeting or with the previous permission of the President/Chairman.

Extraordinary General Meeting

The Managing Committee may call an extraordinary meeting of the Club whenever in their opinion they may deem it necessary to do so.

Quorum of the General Body Meeting

The quorum of the General Body Meeting shall be one-third of the total members of the Club on record.

Any adjourned meeting for want of quorum shall be held on the adjourned date at the same place and time and the members present at that time shall form the quorum. But no business other than that specified in the notice shall be transacted at such meeting.

Notice of the General Body/Extra General Body Meeting

Seven days' notice specifying the place, date, time with agenda shall be forwarded to the members of the Club. Mode of service of notice is by hand delivery /by certificate of posting/by registered post/by courier or by Email to the registered address of members. The responsibility of updating the address and contact details are with the Members themselves and they need to do this online by logging in by using their login & password. Any missing of such notices due to non updation of the contact details/addresses will not bind the Managing Committee. But accidental omission to give or non –receipt of such a notice by any member shall not invalidate the proceedings of any General Body Meeting.

At all general meetings of the Club or of the Managing Committee or of any Committee, members present shall have only one vote. The Chairman shall have a second or casting vote in case of an equality of votes. Generally voting shall be by casting vote and all decisions shall be taken by a simple majority.

Minutes to be kept

The Managing Committee shall have to maintain minutes book which shall contain a clear report of the proceedings of meetings, copy of each notice convening the meeting of Managing Committee and General Body and the decisions arrived at by the Managing Committee/General Body.

Minutes shall be read over in the next meeting of the Managing Committee and when confirmed shall be signed by the President of such meeting.

Source of Income

Club can conduct Regional, National and International Trade Fairs, exhibitions, seminars, meetings, Cultural Shows etc. for the promotion of Tourism in India. Club can also join hands with like-minded Tourism Trade Associations and other agencies for improving the Tourism environment.

Accounting Year

The accounting year of the Club shall be the financial year 1st April to 31st March of the following year.

Bank Accounts

The funds of the Club other than what is required for the day to day expenses shall be deposited then and there in any Scheduled/Nationalized Banks in the name of the Club and the bank accounts shall be operated jointly by either the President and Treasurer or President and Secretary.

Sub – Committee

The Managing Committee shall have power to appoint sub-committee or committees as and when necessary and the President of the Club shall preside over such Sub-Committee/Committees.

Books of Accounts

The Managing Committee shall direct the Treasurer to keep the accounts, up-to-date, and or with the help of the auditor specially appointed for the purpose.

Auditor

An amount of more than Rs 50000 will be audited by a qualified ordinary member (not a Managing Committee Member).

Loans

The Club may avail loan from banks or other financial institutions or individuals to carry out its objects.

Power to Purchase Immovable Property

- The Managing Committee shall have power to purchase immovable property for the Club.
- The Managing Committee shall invest the funds for that purpose after approval of the General Body.
- Immovable properties shall be purchased in the joint names of the President and Secretary of the Club holding office from time to time.

Membership Register to be kept

The Club shall maintain an up –to-date Membership Register.

Amendment in the By Laws, Rules & Regulations and To Frame Rules

The By Laws and the Rules & Regulations of the Club may be amended, altered or replaced, added to or revoked at any time by a majority of not less than two-third of the total members present at a General Body Meeting or Extraordinary General Body Meeting specially called for that purpose.

Fifteen Days previous intimation of such amendments, alterations, deletions, revocations, variations etc. shall be given to the members.

Dissolution

If at any time not less than 2/3rd of the total members present at the meeting convened for that purpose, it is decided to dissolve Club, the assets remaining after satisfying all the debts of the Club shall be handed over to some other Club having similar objects or to the Government.
