

1947

THE INDIAN COMPANIES ACT, 1913

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MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

THE CHURCH OF SOUTH INDIA

TRUST ASSOCIATION

AS AMENDED UP TO DECEMBER 2005

King & Partridge  
Solicitors  
MADRAS

# CERTIFICATE OF INCORPORATION

No 112 of 1947 - 48

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*I hereby certify that* "THE CHURCH OF SOUTH INDIA TRUST ASSOCIATION" is this day incorporated under the Indian Companies Act, 1913 (Act VII of 1913), and that the Company is Limited.

Given under my hand at MADRAS this Twenty sixth day of September One Thousand Nine Hundred and Fortyseven.

(Sd.) P. C. MATTHAN  
*Assistant Registrar*  
*of*  
*Joint Stock Companies*

The  
Seal of the  
Assistant Registrar  
of Joint Stock  
Companies,  
Madras City



Certificate of Incorporation.

No.112 of 1947--1948.

I hereby certify that "THE CHURCH OF SOUTH INDIA TRUST ASSOCIATION" is this day incorporated under the Indian Companies Act, 1913 (Act VII of 1913) and that the company is limited.

Given under my hand at MADRAS this twenty sixth day of September one thousand nine hundred and forty seven.

*[Handwritten Signature]*

Asst. Registrar of Joint Stock Companies.

*OK*



S  
Meenakshi



*[Handwritten notes and date]*  
14/12/5

THE INDIAN COMPANIES ACT, 1913

MEMORANDUM  
OF  
ASSOCIATION  
OF  
THE CHURCH OF SOUTH INDIA TRUST  
ASSOCIATION

1. The name of the Company is 'THE CHURCH OF SOUTH INDIA TRUST association
2. The Registered Office of the Association will be situated in the State of Madras.
3. The objects for which the Association is established are :
  - (a) To act and allow its name to be used as Trustee or Agent whether alone or jointly with any person or persons for the Church of South India (which expression shall where the context admits include any Church which may be constituted its legal successor) and accordingly to acquire by all lawful means immovable and movable property and to apply both capital and income thereof and the proceeds of the sale or mortgage thereof for or towards all or any of the objects hereinafter specified, within the territories of India.
  - (b) To aid and further the work of the Church of South India in those parts of India where the Church of South India may function (hereinafter and in the Articles of Association called the said area) and for that purpose to do and carry out or assist in doing or carrying out all such matters and things as are likely to promote the objects of such Church and in particular to assist pecuniarily or otherwise all or any of the societies, clubs, trusts, organizations, schools, colleges, ashrams, hostels, boarding houses, hospitals, dispensaries, industries, homes, refugees and other charities now existing or hereafter to exist in connection with the said Church within the said area whether the same are confined to the said area or not. The Association shall not act outside the said area.
  - (c) To acquire sites for buildings and to build alter or enlarge such buildings and to maintain and endow churches, chapels, churchyards, burial grounds, schools, colleges, ashrams,

# THE INDIAN COMPANIES ACT, 1913

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## ARTICLES OF ASSOCIATION

OF

## THE CHURCH OF SOUTH INDIA TRUST ASSOCIATION

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1. For the purpose of registration the number of members is declared not to exceed fifteen. The committee of management may register an increase of members whenever they consider it desirable.

2. These articles shall be construed with reference to the provisions of the Indian Companies Act, 1913, and terms used in these articles shall have the same respective meanings as they have when used in that Act.

3. The Association is established for the purposes expressed in the Memorandum of Association. The expression 'The Church of South India (hereinafter referred to as 'the Church') as used in the Memorandum and in all or any Articles of Association or other regulation of the Association for the time being in force shall be deemed to mean and include the Madras, Dornakal, Tinnevely and Travancore and Cochin Dioceses of the Church of India, Burma and Ceylon, the South India United Church and the South India Province of the Methodist Church uniting to form the Church of South India and the Church of South India after inauguration.

### MEMBERSHIP

4. The first members of the Association shall be :

- |  |   |
|--|---|
| 1. The Venerable Archdeacon<br>J. White,   | 9. The Venerable Archdeacon<br>E. M. Spear, |
| 2. Mr. L. D. Miller,                       | 10. Mr. M. G. Jesubatham,                   |
| 3. Mr. C. L. Lucas,                        | 11. Rev. S. J. Savarirayan,                 |
| 4. Rev. L. J. Thomas,                      | 12. Rev. B. C. D. Mather,                   |
| 5. Mr. P. K. Monsingh,                     | 13. Rev. V. J. Chelliah,                    |
| 6. Rev. A. M. Payler,                      | 14. Rev. P. Gurushantha,                    |
| 7. Rev. T. R. Foulger,                     | 15. Rev. F. Whittaker,                      |
| 8. The Venerable Archdeacon<br>P. C. Kora, |   |

who shall remain members until replaced by members elected by the Synod of the Church and thereafter members shall be such persons as shall be elected as members by the Synod of the Church The Moderator, Deputy Moderator, General Secretary and the Treasurer of the Synod of the Church shall be ex-officio members.

The Moderator of the Synod of the Church of South India, Ex-officio is also the Ex-officio Chairman of the Association, the General Secretary of the Synod of the Church of South India, Ex-officio is also

- hostels, boarding houses, hospitals, dispensaries, church and mission halls, prayer houses, residences for ministers, doctors, schoolmasters and schoolmistresses and other workers, refugees, homes, industrial establishments and other buildings to be used in connection with the work of the said Church within the said area.
- (d) To act as trustee for the maintenance of bishops, presbyters, deacons, pastors, teachers, evangelists, catechists, doctors, nurses, and other workers of the Church within the said area and for the relief, provident funds or pensions, for such persons, their widows and families.
- (e) To act as or to exercise any power which may be confided to the Association of appointing managers, treasurers, trustees, auditors, inspectors, examiners or other officials of any such societies, institutions, trusts, organizations and charities as are referred to in paragraph (b).
- (f) To accept property to be held by the Association (1) for the general purposes of the Association or (2) on special trusts, either as original trustee or as new trustee of a trust already existing, or (3) as bare or passive trustee without undertaking the management or administration of such property.
- (g) To nominate persons to act as trustees for the Association for any of its purposes.
- (h) To appoint referees in relation to any disputes affecting any such societies, institutions, trusts, organisations, and charities as are referred to in paragraph (b).
- (i) To appoint and employ and pay agents for any of the purposes of the Association.
- (j) To incorporate or register the Association or its title deeds, if necessary, in any other part of India or in any Indian State in which the Association may from time to time acquire or hold or contemplate acquiring or holding property and to obtain for it a legal domicile in any part of the said area.
- (k) To enter into any arrangement with any Government or with authorities supreme, local, municipal or otherwise in pursuance of the objects of the Association and to obtain from any such Government or authority all rights, concessions and privileges that may seem conducive to the objects of the Association or any of them.

- (l) To sell, mortgage, charge lease, dispose of, exchange and otherwise deal with any property of or held by the Association in any manner authorised by law with such consent (if any) as may be by law required and in accordance with such rules and regulations as may from time to time be laid down by the Synod of the Church of South India.
- (m) To hand over to any corporation, persons or association of persons, property vested in the Association either for its general purposes or on special trusts which permit of such handing over, if in the opinion of the Association, it will benefit any objects of the Association or of any such special trust as aforesaid.
- (n) In case for any part of the said area a separate Association shall at any time be formed for the purpose of holding property in that part of the said area to transfer and vest in such separate Association any property relating to trusts administered in that part of the said area as may be considered suitable.
- (o) Until the inauguration of the Church of South India to act as aforesaid for the Church of India, Burma and Ceylon, the South India United Church and the South India province of the Methodist Church and the Missionary Societies connected therewith in the said area.
- (p) To pay out of the funds of the Association or out of any particular part of such funds all expenses of, or incidental to the formation and management of the Association of administering any special trust or otherwise carrying out any of the foregoing objects, including the payment of salaries to persons employed.
- (q) To do all such other lawful acts and things as are incidental or conducive to the attainment of the above objects.

4. The income and property of the Association whencesoever derived shall be applied solely towards the promotion of the objects and purposes of the Association as set forth in this Memorandum and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to the members of the Association provided that nothing herein contained shall prevent the payment in good faith of out-of-pocket expenses or of remuneration to any officers or servants of the Association or to any member thereof or other person in return for services rendered to the Association or to any of the objects for which the Association is established. Provided further that no member of the Council of management or of the governing body of the Association shall be

appointed to any salaried office or to any office of the Association paid by fees, and that no remuneration shall be given by the Association to any member of such Council or governing body except repayment of out-of-pocket expenses and interest on money lent or rent for premises demised to the Association.

5. The fourth paragraph of this Memorandum is a condition on which a licence is granted by the Government of the Association in pursuance of section 26 of the Indian Companies Act, 1913.

6. The liability of the members is limited but if any member of the Association receives any dividend, bonus or other profit in contravention of paragraph 4 of this Memorandum his liability shall be unlimited.

7. Every member of the Association undertakes to contribute to the assets of the Association in the event of the same being wound up during the time that he is a member, or within one year afterwards, for payment of the debts and liabilities of the Association contracted before the time at which he ceases to be a member, and of the costs, charges, and expenses of winding up the same, and for the adjustment of the rights of the contributories among themselves provided that such amount does not exceed Rs. 15 or in the case of his liability becoming unlimited such amount as may be required in pursuance of the last preceding paragraph.

8. If, upon the winding up or dissolution of the Association there shall remain any surplus after the satisfaction of all its debts and liabilities, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to or applied to some other institution or institutions, having objects similar to the objects of the Association or to some one or more of the charitable objects of the Association to be determined by a majority of the members of the Association, voting at a meeting duly convened at or before the time of dissolution and thereafter approved by the Synod of the Church of South India, or in default thereof by such Judge of the High Court of Madras or such other Court as may have or acquire jurisdiction in the matter.

9. True accounts shall be kept of the sums of money received and expended by the Association, and the manner in respect of which such receipt and expenditure take place and of the property credits and liabilities of the Association and, subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations for the time being of the Association these accounts shall be open to the inspection of the members. Once at least in every year the accounts of the Association shall be examined and the correctness of the balance sheet ascertained by one or more properly qualified auditor or auditors.



We, the several persons whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of the Memorandum of Association.

Names addresses and Descriptions of Subscribers	Names, Addresses and Descriptions of Witnesses
1. Lewis J. Thomas, Ordained Minister of Religion. <i>Secretary-Treasurer, London Missionary Society, India, 18, Lavelle Road, Bangalore.</i>	C. E. George, <i>Manager, C.L.S. Press, St. Marks Road, Bangalore.</i>
2. P. K. Monsingh, Wallajah Road, Woriur Trichinopoly. <i>Headmaster, Board High School, Musiri, Trichinopoly.</i>	V. Krishnamurthi, <i>Assistant, Board High School, Musiri, Trichinopoly District.</i>
3. Leslie D. Miller, High Court Building, Madras, <i>Solicitor.</i>	R. Malvenan, <i>Manager, South Indian Export Co., Ltd.</i>
4. C. J. Lucas, Teacher, 57, <i>Tanah Street, Purasawalkam, Madras.</i>	C. S. Balraj, <i>Priest-in-Charge, St Paul's Church, Vepery, Madras.</i>
5. A. M. Payler, Minister of Religion, Wesley House, Ritherdon Road, Vepery Madras. <i>Committee Representative, Methodist Missionary Society, Madras.</i>	D. Chellappa, <i>Priest, St. Paul's High School, Vepery, Madras.</i>
6. J. White <i>Archdeacon of Madras, The Diocesan Office, Cathedral P. O, Madras.</i>	T. S. Ranjore, <i>Clerk, Diocesan Office, Cathedral P.O., Madras.</i>
7. T. R. Foulger, Minister of Religion, Meston College House, Royapettah, Madras. <i>Chairman, Methodist Church, Madras District.</i>	D. Joseph, <i>Head Clerk, Meston Training College, Royapettah, Madras.</i>

DATED THIS 26TH DAY OF SEPTEMBER 1947

the Ex-officio Secretary of the Association and the Treasurer of the Synod, Church of South India, Ex-officio is also the Ex-officio Treasurer of the Association.

5. One third of the members shall retire at each meeting of the Synod of the Church but shall be eligible for re-election. The one-third to retire shall be those who have been members longest since last elected as members. The Synod shall decide at its first meeting the order of retirement of the members elected at that Meeting. A member otherwise shall cease to be a member of the Association.

- (a) in the case of first members until replaced by members elected by the Synod of the Church ;
- (b) on his retirement to be signified in writing ;
- (c) on his absence from India for a period of twelve consecutive months.

### COMMITTEE OF MANAGEMENT

6. The business and affairs of the Association shall be managed by a committee of management (hereinafter called the Committee) which shall be not less than five and not more than ten in number until otherwise determined by a general meeting and who shall be elected annually by the Association in General Meeting. The first seven members named as the first members of the Association in Articles 4 shall be the first members of the Committee and they shall continue in office until the first general meeting of the Association.

7. From and after the first general meeting of the Association the Committee shall consist of ex-officio and members elected by the Association from amongst its members at its ordinary meeting in each year. Members shall retire from office each year at the ordinary meeting of the Association, but a retiring member shall be eligible for re-election.

8. If any members of the Committee shall become insolvent or take the benefit of any act for the relief of insolvent debtors or become of unsound mind or cease to reside in the area for a period of more than twelve consecutive months or shall signify in writing to the Chairman or the Committee his desire to retire or he is absent for three consecutive meeting of the committee or from all meetings of the Committee for a continuous period of three months whichever is the longer without leave of absence from the Committee he shall as from the happening of any of such events cease to be a member of the Committee.

9. Any casual vacancy occurring among the members of the Committee may (but shall not necessarily) be filled up by the

Committee but any person so chosen shall retain his office only until the next ordinary general meeting of the Association when the vacancy shall be filled up by the Association.

10. Meetings of the Committee shall be held at such times and places as they may determine and also at such other times as the Chairman of the Committee may convene a meeting. Until the Committee shall otherwise determine five members shall form a quorum.

11. All acts done by the Committee or by any sub-committee shall notwithstanding the existence of some disqualification or some defect in the appointment of any member of the Committee or sub-committee or the existence of any vacancy in any sub-committee be as valid as if such vacancy, disqualification or defect had not existed.

#### DUTIES AS TO ACCEPTANCE OF PROPERTY

12. The Association may accept property to be held
- (a) upon trusts for the general objects of the Association ;
  - (b) upon special trust for any of the objects mentioned in the Memorandum of Association to be declared by the donor;
  - (c) upon special trusts already in existence for any of such objects incases where a corporation may lawfully be trustees thereof ;
  - (d) as the bare depository of the legal or other owner-ship of property devoted to any of the objects mentioned in the Memorandum of Association special trusts of which are to be carried out and administered by another body of trustees.

Provided that the Association shall not be bound to accept property the acceptance of which they may deem inexpedient.

13. Where property is accepted by the Association for the general objects of the Association they may apply both capital and income in or towards any of the objects mentioned in the Memorandum of Association except in so far as they may be restricted by any resolution of the Synod of the Church or they may accumulated such income until the same can in their opinion be usefully applied for all or any of such objects.

14. Where property is accepted by the Association upon special trusts to be declared by the donors all the powers and provisions of these presents shall be deemed to be incorporated in the instrument declaring the special trust except insofar as the same shall be expressly excluded or modified or be inconsistent with such special trusts.

15. Where property is accepted by the Association upon trusts already in existence the Association shall administer such trusts

according to law and the general powers hereby conferred on the Association shall not apply.

16. where property is accepted by the Association as bare trustees they shall from time to time apply such property according to the lawful directions of the trustees or other Committee to whom the management or administration of it may have been confided, by the instruments or document creating the trust or by the Synod of the Church.

### GENERAL POWERS OF COMMITTEE

17. The Committee shall have full power to do all such acts and things as the Association could itself do, and which are not hereby or by statute expressly directed or required to be exercised or done by the Association in general meeting and in particular the Committee shall have the following powers, viz : Subject to any rules and regulations which may from time to time be laid down by the Synod of the Church.

(a) To sell, exchange, partition, lease, invest, or otherwise dispose of the property of the Association or any part thereof, or any interest therein, for money or other valuable consideration, as fully as if they were absolute owners.

(b) To borrow money on mortgage of the property or any part thereof or otherwise, provided that money so borrowed on mortgage shall not exceed one half of the estimated selling value at the date of the mortgage of the property to be mortgaged.

(c) To invest money in the name of the Association in any investment in which a trustee may, by law, invest money, or in the purchase or improvement of any land property or estate, or any interest in land, property or estate.

(d) To promote and contribute to any enterprise, whether conducted by individuals or associations present or future, which shall have for its objects the making or doing of any works or things conducive directly or indirectly to the objects of the Association.

(e) To resign the administration of any property bested in the Association as original trustees upon special trusts and to vest the same in any new trustee or trustees or convey or assign the same to any Association or Corporation When, in the opinion of the Committee, such conveyance or assignment will operate for the benefit of the objects intended to be benefited by the original gift.

(f) To pay all expenses incurred in the management of the concerns of the Association out of the money coming into their hands.

(g) To appoint or remove and delegate any of their powers to a manager or an Attorney or sub committee or sub committees consisting

of one or more members of the Committee, and to fix the quorum of any such sub-committee.

(h) To take legal advice on any matter they think fit and to act in accordance with such advice, without being responsible for any error thereby committed.

(i) To appoint such officers, clerks or servants as they may from time to time deem necessary, and to fix their duties and remuneration, and (if considered necessary) to require security for the proper discharge of such duties; and also to discharge or suspend any officer, clerk or servant, for such reasons as they may deem sufficient.

18. Provided nevertheless that the Committee shall be subject to any directions which may be given by any resolution passed by three-fourths of the members of the Association present and voting at a general meeting duly called for the purpose, but no such resolution shall invalidate any prior act otherwise valid.

### GENERAL MEETINGS OF THE ASSOCIATION

19. The first general meeting of the Association shall be held within six months from date of the registration of the Association at some place to be determined by the Committee.

20. Subsequent general meetings shall be held once in every year and not more than 15 months after holding the last preceding general meeting at such place and date as the Committee may determine.

21. The above mentioned general meetings shall be called ordinary meetings; all others shall be called extra ordinary meetings.

22. The Committee may, whenever they think fit, and they shall, if required in writing by not less than one-third of the members of the Association, convene, an extra ordinary meeting. Every such requisition shall express the object of the meeting proposed to be called, and shall be left with the Secretary and thereupon an extra-ordinary meeting shall be convened by the Committee to be held within thirty-one days from the date of the receipt of such requisition. If the Committee shall neglect to convene such meeting the requisitionists may themselves do so.

23. A quorum at a general meeting shall be six.

24. Twenty-one days notice at least specifying the place and time of meeting, and (in case of special business) the general nature thereof, shall be sent to each member of the Association, but non-receipt of such notice by any member shall not invalidate the proceedings of any general meeting. All business shall be deemed special except the consideration at the annual meeting of :

- (a) The accounts ;
- (b) The annual report of the Committee ; and
- (c) The election of members of the Committee and officers

25. Any member may, on giving to the Secretary not less than twenty-one days notice in that behalf, submit any resolution to a general meeting, and notice thereof shall be given to the members by the Secretary.

### PROCEDURE AT GENERAL MEETINGS AND COMMITTEE MEETINGS

26. At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is demanded in accordance with clause (c) sub-section (1) of sub Section 79 of the Indian Companies Act, 1913, and unless a poll is so demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried, or carried unanimously, or by a particular majority or lost and an entry to that effect in the books of the proceedings of the Association shall be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

27. If a poll is duly demanded, it shall be taken in such a manner as the Chairman directs, and the result of the poll shall be deemed to the resolution of the meeting at which the poll was demanded.

28. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting at which the show of hands takes place, or at which the poll is demanded, shall be entitled to a second or casting vote.

29. On a poll votes may be given either personally or by proxy.

30. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing. No person shall act as a proxy unless he is a member of the Association.

31. The instrument appointing a proxy and the power of attorney or the other authority (if any), under which it is signed or a notarially certified copy of that power of authority, shall be deposited at the registered office of the Association not less than seventy-two hours before the time for holding the meeting at which the person named in the instrument proposes to vote, and in default the instrument of proxy shall not be treated as valid.

32. An instrument appointing a proxy may be in the following form, or in any other form, which the members of the Committee shall approve:

**THE CHURCH OF SOUTH INDIA TRUST  
ASSOCIATION**

I \_\_\_\_\_ of  
 \_\_\_\_\_ in the district  
 of \_\_\_\_\_  
 \_\_\_\_\_ being a member of the Church  
 of \_\_\_\_\_  
 South India Trust Association hereby appoint  
 \_\_\_\_\_ of \_\_\_\_\_ as my  
 proxy to vote for me and on my behalf at the (ordinary or extraordinary  
 as the case may be) general meeting of the Association to be  
 held on the \_\_\_\_\_  
 \_\_\_\_\_ day of \_\_\_\_\_  
 20 \_\_\_\_\_ and at any adjournment  
 thereof \_\_\_\_\_

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 20 \_\_\_\_\_

33. The Moderator, shall be Chairman of the general meetings and meetings of the Committee. In the absence of the Moderator, CSI, the Deputy Moderator, CSI will act as Chairman. But in case of the absence of the Moderator, CSI and the Deputy Moderator, CSI, the Members present at the meeting shall choose any one of the present members to be the Chairman of the meeting.

34. No business shall be transacted unless the prescribed quorum is present. If at a general meeting there is not a quorum, the meeting, if convened upon the requisition of members, shall be dissolved; in any other case it shall stand adjourned to a time and place to be fixed by the Committee but if at such adjourned meeting, a quorum of members shall not be present, the members present shall form a quorum.

35. Every meeting, with the consent of the majority of the persons present and entitles to vote, may be adjourned from time to time, and from place to place, but only the business left unfinished shall be transacted at any adjourned meeting.

36. Every member, Committee member or Sub Committee member shall have one vote only, and any objection to the validity of a vote shall only be made at the meeting at which it is tendered. Every vote then and there disallowed shall be deemed valid for all purposes.

37. Subject to the provisions of the Statutes and of these presents, the Chairman of general meetings and meetings of the Committee shall be the sole and absolute judge of the validity of any vote tendered.

## RESOLUTIONS CIRCULATED IN WRITING

38. A resolution in writing signed by all the Committee shall be as valid and effectual as if it had been passed at a meeting of the Committee duly called and constituted.

## MINUTES

39. Minutes of the proceedings of all meetings, whether general or special or of any Committee or sub-Committee, shall be recorded in books to be kept for the purpose, and shall be signed by the Chairman of the meeting, or of the meeting at which the minutes are read and confirmed, or in default by any two members present and every such minute purporting to be so signed shall be prima facie evidence of the facts stated therein.

## THE SEAL

40. The Committee shall provide a common seal for the Association which shall always be deposited at the office, and shall never be used except by the authority of the Committee previously given, and then only in the presence, and accompanied by the signature of two members of the committee, or of one member of the Committee and the Secretary. No person dealing with the Association shall be bound or concerned to see or inquire as to the authority under which any instrument is sealed or in whose presence.

## ACCOUNTS

41. The banking account shall be kept in the name of the Association at such bank as the Committee shall from time to time appoint.

42. Cheques shall be drawn, signed, and endorsed in such manner and by such person or persons as the Committee shall from time to time direct.

43. No payment shall be made without the order of the Committee, except the payments on petty cash account, for which the Committee may place at the disposal of the Secretary and Treasurer such sum as they think fit, not exceeding at any one time Rs. 5000/- and the Secretary and the Treasurer shall make at such times as the Committee direct a return of all receipts, payments and liabilities on petty cash account.

44. All subscriptions and other moneys payable to the Association shall be received by the Treasurer, or such other officer of the Association as the Committee shall appoint to receive the same, who shall forthwith pay them into the banking account. The receipt of the Treasurer or such other officer shall be a sufficient discharge.



committee or other officer of the Association shall be eligible as auditor during his continuance in office. Any auditor shall be eligible for re-election on quitting office. Any auditor must be a person qualified under section 144 of the Indian Companies Act, 1913.

50. Not less than three months before the ordinary meeting there shall be delivered by the Committee to the auditors the accounts and vouchers relative thereto, and the balance sheet for the preceding year, and the auditors shall examine the same and within two months after the receipt thereof shall report thereon.

51. The auditors shall have access to all the books of account and documents of the Association, and shall receive such information and assistance from the Committee, the Secretary and other officers of the Association as they may reasonably require.

### NOTICES

52. Every member shall from time to time in writing name to the Secretary a place of address in the area as his address, which shall be entered in the register of Members of the Association.

53. A notice may be served by the Association on any member whether personally, or by sending it through the post in a prepaid letter addressed to him at his registered address and shall be conclusively deemed to have been served at the time when the letter containing the same is put into the Post Office and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the Post Office.

### INDEMNITY

54. Every member of the Committee, and every other officer for the time being of the Association, shall be indemnified out of the funds of the Association against all losses and expenses incurred in the discharge of his duties, except such as shall happen through his own wilful act or default; and each one shall be chargeable only for so much money or property as he shall himself actually receive for, or in the discharge of the business of the Association; and each one shall be answerable only for his own acts, neglects, or defaults, and not for those of any other person nor for the insufficiency of any security for money invested or of title to any estate or property acquired, nor for any loss or damage which may happen in the discharge of his duties, unless the same shall happen through his own wilful neglect or default.

45. The Association shall cause true accounts to be kept in such a manner as it thinks fit of all the receipts, credits, payments, and liabilities of the Association and of each object or purpose in the management or administration whereof the Association shall for the time being act, and of all other matters necessary for showing the true state and condition of the Association. Such books and all vouchers relating thereto and all the documents belonging to the Association shall be kept at such place or places and under the control of such officer or officers as the Committee shall from time to time appoint, and (subject to any reasonable restrictions as to time and manner of inspecting the same that may be imposed by the committee) shall be open to the inspection of members.

46. The Committee shall submit a balance sheet to the annual meeting of the Association, together with a statement made up to the 31st day of December next preceding, or such other day as the Committee shall from time to time determine, of the income and expenditure of the Association since the last preceding statement and a report on the state and progress of the Association Subject to section 133 of the Indian Companies Act, 1913, the balance sheet, statement and report shall be signed by at least two members of the committee and both the Secretary and the Treasurer or in such other manner as the committee shall from time to time direct, and a copy thereof shall, at least fourteen days previously to the annual meeting, be sent to each member. A Copy of the balance sheet and statement shall be sent to the general secretary of the Synod of the Church.

47. Every balance sheet and statement, when audited and approved by a general meeting, shall be conclusive except as regards any error discovered therein within two months after such approval, which shall forthwith be corrected.

### AUDIT

48. At the first general meeting of the Association and afterwards at the ordinary meeting one or more qualified auditors shall be appointed for the year, and the salary or remuneration, if any, of such auditor or auditors shall be fixed by the meeting, and paid out of moneys applicable to the general purposes of the Association. Any casual vacancy shall be filled up by the Committee.

49. The Auditors may be members of the Association, but no person shall be eligible as an auditor who is interested otherwise than as a member in any transaction of the Association. No member of the

Names addresses and Descriptions of Subscribers	Names, Addresses and Descriptions of Witnesses
1. Lewis J. Thomas, Ordained Minister of Religion. <i>Secretary-Treasurer, London Missionary Society, India, 18, Lavelle Road, Bangalore.</i>	C. E. George, <i>Manager, C.L.S. Pres., St. Marks Road, Bangalore.</i>
2. P. K. Monsingh, Wallajah Road, Woriur Trichinopoly. <i>Headmaster, Board High School, Musiri, Trichinopoly.</i>	V. Krishnamurthi, <i>Assistant, Board High School, Musiri, Trichinopoly District.</i>
3. Leslie D. Miller, High Court Building, Madras, <i>Solicitor.</i>	R. Malvenan, <i>Manager, South Indian Export Co., Ltd.</i>
4. C. J. Lucas, Teacher, 57, <i>Tanah Street, Purasawalkam, Madras.</i>	C. S. Balraj, <i>Priest-in-Charge, St Paul's Church, Vepery, Madras.</i>
5. A. M. Payler, Minister of Religion, Wesley House, Ritherdon Road, Vepery Madras. <i>Committee Representative, Methodist Missionary Society, Madras.</i>	D. Chellappa, <i>Priest, St. Paul's High School, Vepery, Madras.</i>
6. J. White <i>Archdeacon of Madras, The Diocesan Office, Cathedral P. O, Madras.</i>	T. S. Ranjore, <i>Clerk, Diocesan Office, Cathedral P.O., Madras.</i>
7. T. R. Foulger, Minister of Religion, Meston College House, Royapettah, Madras. <i>Chairman, Methodist Church, Madras District.</i>	D. Joseph, <i>Head Clerk, Meston Training College, Royapettah, Madras.</i>