



## ARTICLES OF ASSOCIATION OF HAJJ ORGANIZERS ASSOCIATION OF PAKISTAN (HOAP)

Incorporated as an Association and setup under section 42 of the Companies Act, 2017 (Act No. XIX OF 2017)  
Licensed by the Government of Pakistan as a Trade Organisation and registered with the Directorate General of Trade Organizations Ministry of Commerce, Government of Pakistan under the Trade Organizations Act & Rules 2013 (Act No. II of 2013)

### ARTICLES OF ASSOCIATION OF HAJJ ORGANIZERS ASSOCIATION OF PAKISTAN (HOAP)

#### 1. REGULATIONS

- i. The Regulations contained in Table C of the first schedule to the Companies Act 2017 (XIX of 2017) shall not apply to the Association except as laid down herein.
- ii. The regulations for the management of the Association and for the observance by members thereof and their representatives shall, subject to any amendments that may be made hereafter, be those contained in these Articles.

#### 2. PURPOSE

The Association is established for the purposes expressed in the Memorandum of Association

#### 3. DEFINITIONS



## HAJJ ORGANIZERS ASSOCIATION OF PAKISTAN (HOAP)

- (a) In the interpretation of these Articles the following expressions shall have the meaning as assigned against each, unless there is something in the subject or context repugnant to such meaning:
- (1) "Annual General Meeting" means annual meeting of General Body, wherein decision would be on the basis of sitting/present majority;
  - (2) "Business Concern" shall mean a 'private limited' company registered and incorporated with the Securities and Exchange Commission of Pakistan;
  - (3) "Bye-Laws" means the Bye-laws of the Association for the time being in force and enacted with the due approval of the Executive Committee keeping in view the HOAP's Memorandum and Articles of Association;
  - (4) "Chairman" means the Chairman of the Association who shall be the Head of the Executive Committee;
  - (5) "Directorate" means Directorate of Hajj establish by MORA anywhere in Pakistan or outside Pakistan.
  - (6) "DTS" means "The Department of Tourist Services" and/or "The Directorate of Tourist Services" (The Regulating Authority of the Travel Agencies in Pakistan);
  - (7) "Elections" shall mean an act of electing members, annually, from General Body for Executive Committee/Managing Committee and "Office Bearers", under Article 37;
  - (8) "Election Commission" shall mean "the Election Commission appointed by the Executive Committee under Article 40;
  - (9) "Election Schedule" shall mean the schedule of election prepared and circulated by HOAP Head Office for the election of members of "General Body", as "Executive Committee/Managing Committee/Country Board" and "Office Bearers", under Article 38;
  - (10) "Enrolment" means enrolment granted by MORA to Private Limited Companies having no Hajj Quota.
  - (11) "Extra Ordinary Resolution" shall have the meaning assigned to it by Section 159 of the Companies Act 2017;
  - (12) "Federal Area" means Islamabad Capital Territory;
  - (13) "Federation" means the Federation of Pakistan Chambers of Commerce & Industry;
  - (14) "General Body" means all members of the Association;
  - (15) "General Meeting" means a meeting of General Body whether ordinary, special or extraordinary;
  - (16) "Hajj Policy" means Hajj Policy framed and prepared by MORA and Hajj Formulation Committee appointed by the Supreme Court of Pakistan and approved by Federal Cabinet of Pakistan, from time to time.
  - (17) "Head Office" means and includes Head Office of the Association as decided and approved by the Executive Committee;
  - (18) "HCF" means Hajj Compensation Fund established with the contribution of HGOS under Private Hajj Scheme in accordance to Hajj Policy framed by the Federal Government or any legislation enacted thereof, from time to time.
  - (19) "HGO" means Hajj Group Organizer having Hajj Quota.
  - (20) "HP No." means Hajj Policy/Private Number allotted by MORA to the companies at the time of allocation of Hajj Quota by MORA.
  - (21) "Hujja" means Citizens of Pakistan whether residing in Pakistan or outside Pakistan intending or willing to perform Hajj and/or Umrah.
  - (22) "H.R. Committee" means the Human Resource committee constituted in terms of Rule 24 of the Trade Organizations Rules, 2013;
  - (23) "IATA" means the "International Air Transport Association";
  - (24) "Members" means the "Members of Association";



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- (25) "Member of the Executive Committee" includes a director where the Executive Committee is a Board of Directors and the Chairman, Senior Vice Chairman and Vice Chairman of Association under Trade Organization Act, 2013;
- (26) "Membership year/period" shall mean a year/period from 1st April to 31st March for which membership shall be granted and shall expire on 31st day of March every year irrespective of the date of grant of membership;
- (27) "Memorandum" means the "Memorandum of Association of Hajj Organizers Association of Pakistan";
- (28) "MORA" means Ministry of Religious Affairs & Interfaith Harmony, Government of Pakistan
- (29) "Northern Zone" means the provinces of Punjab, Khyber Pakhtunkhwa, Islamabad Capital Territory, Northern Areas & Azad Jammu & Kashmir;
- (30) "Office Bearers" means the Chairman, Senior Vice Chairman and Vice Chairman of the Association;
- (31) "Quota" means Hajj Quota allocated by MORA, from time to time.
- (32) "The Companies Act" means the Companies Act, 2017 (XIX of 2017) [previously Companies Ordinance 1984], or any other statutory enactment in place of the said Act for the time being in force.
- (33) "Ordinary Resolution" shall mean any resolution passed at any ordinary General Meeting by a simple majority of the voters present, by show of hands, or if a poll is demanded by a simple majority of the voters given thereof;
- (34) "Persons" also means a 'private limited' company registered and incorporated with the Securities and Exchange Commission of Pakistan.
- (35) "Plan of Activities" means a list of proposed activities, expected financial expenditures and outcome and intended goals for the trade organization provided in rule 23 of the Trade Organizations Rules 2013;
- (36) "Register" means the Register of Members of the Association kept in pursuance of the Companies Act, 2017;
- (37) "Registered Office" means and includes Registered Office of the Association at Islamabad;
- (38) "Regulation" means a Regulation under these Articles;
- (39) "Regulator (TO)" means Regulator of the Trade Organizations appointed under the Trade Organization Act, 2013;
- (40) "Resolution of Association" means any resolution passed at any meeting convened to take decision while adhering to the provisions of Sections 157 to 173 of the Ordinance;
- (41) "Seal" means the common seal of the Association for the time being in use;
- (42) "Senior Vice Chairman" means the Senior Vice Chairman of the Association who in the absence of Chairman shall perform all the functions of Chairman;
- (43) "Southern Zone" means the provinces of Sindh and Baluchistan;
- (44) "Special Resolution" shall have the meaning assigned to it by the Companies Act 2017;
- (45) "Term" shall mean fixed period i.e. (1<sup>st</sup> October to 30<sup>th</sup> September) for which an Office Bearer or Executive Committee/Managing Committee or "General Body" members(s) is/are elected or co-opted;
- (46) "The Trade Organization Act" means the Trade Organizations Act, 2013 (II of 2013);
- (47) "The Articles" means "The Articles of the Association of Hajj Organizers Association of Pakistan" herein stated;
- (48) "The Association" means the Hajj Organizers Association of Pakistan (HOAP);
- (49) "The Commission" shall mean the Securities and Exchange Commission of Pakistan;
- (50) "The Executive Committee" means the Managing Committee of the Association elected under these Articles;

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- (51) "The Rules" means the Trade Organizations Rules, 2013.
- (52) "The Secretary General" means an individual professional full-time employee of the Association who shall be in charge of the Head Office of the Association and responsible for its day to day operations, reporting to the Chairman/ Office Bearers & Executive Committee and in his/her capacity as such, shall be the custodian of all records pertaining to the Association, possessing appropriate qualifications, to be appointed through a Human Resource Committee, to be constituted by the Executive Committee, as per Rule 24(1) of Trade Organizations Rules 2013.
- (53) "The Secretary" means an individual professional full-time employee of the Association, functionally reporting to the Zonal Head/ Zonal Committee, who shall be in charge of the Zonal Office of the Association and responsible for its day to day operations and in his/her capacity as such, shall be the custodian of all records of his/ her zone pertaining to the Association, possessing appropriate qualifications to be approved and appointed by the Zonal Committee.
- (54) "The Zonal Committee" means the Managing Committee of the Association appointed under these Articles, from the respective zone;
- (55) "Vice Chairman" means the Vice Chairman of the Association;
- (56) "Women Entrepreneur" shall have meaning the assigned to it by rules of the Trade Organisation Rules, 2013;
- (57) "Year" means a year reckoned:
- for the purpose of accounting from 1st July to 30th June;
  - for the purpose of membership from 1st April to 31st March;
  - for the purpose of term of office from 1st October to 30th September;
- (58) "Zonal Office" means Offices of the Association located in the Zones;
- (59) Words indicating the singular number shall include the plural numbers and vice versa. Words signifying persons shall apply, mutatis mutandis, to firms, corporations or Joint Stock Companies.
- (60) Words indicating masculine gender shall include feminine gender.
- (61) Words and expressions not defined herein shall have the meanings assigned to them in the Trade Organizations Act, 2013 and the Companies Act, 2017.
- (b) All other expressions defined in the Companies Act shall have the meaning assigned to them in the Companies Act 2017.
- (c) When any provision of the Companies Act is referred to, the reference shall be to such provision as modified by any statutory enactment for the time being in force.
- (d) All other expressions defined in the Trade Organizations Act, 2013 shall have the meaning assigned to them in the Trade Organizations Act 2013.
- (e) When any provision of the Trade Organizations Act, 2013 is referred to, the reference shall be to such provision as modified by any statutory enactment for the time being in force.
- (f) For the purpose of registration, the minimum number of membership threshold of the Association is declared to be 150 to the extent of holder of valid authorization, registration and/or Enrolment to act as HGOs from MORA; provided, however, that the Executive Committee when it deems fit, may register an increased number of members.
- (4) ELIGIBILITY FOR MEMBERSHIP OF ASSOCIATION**
1. A HGO shall be eligible for grant or renewal or membership of the Association as Corporate or Associate Member, provided that if such business concern meets the following conditions, namely:
- A. The prospective member is a company holding presently HP No. issued by MORA or any other such corresponding subsequent authorization, License to be issued by MORA or any authority and/or commission acting and/or performing on its behalf being regulator, National Tax Number in the name of the business concern.



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### (4) ELIGIBILITY FOR MEMBERSHIP OF ASSOCIATION

- 1 A HGO shall be eligible for grant or renewal or membership of the Association as Corporate or Associate Member, provided that if such business concern meets the following conditions, namely
- A. The prospective member is a company holding presently HP No. issued by MORA or any other such corresponding subsequent authorization, License to be issued by MORA or any authority and/or commission acting and/or performing on its behalf being regulator, National Tax Number in the name of the business concern.



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2. The prospective member's business fits within the defined business scope or area of jurisdiction of the Association as provided in approved Memorandum and Articles of Association and under the license and/or authorization granted by the Federal Government.
3. The application for grant of membership has been proposed by one and seconded by another existing Member of good standing;
4. The prospective member and / or any of its directors, as the case may be, has not been convicted of a crime of moral turpitude.
5. The Regulator (TO), if satisfied that a prospective member meets the eligibility criteria under sub-rule (1) above, may direct the Association for the purposes of enrolling any such person as member upon the application of such prospective member having filed a complaint with the Regulator (TO) on the grounds of delay or refusal in obtaining membership in the Association.
6. Membership may be cancelled or such membership be disqualified, in addition to the grounds provided under the Memorandum and Articles of Association, if the member breaches any provision of the Rules or the Trade Organizations Act, 2013, and/or the Executive Committee/ Zonal Committee finds and resolves that the conduct of the Member was damaging for the Association and its Members.
7. In case of rejection, no further application by such rejected applicant shall be entertained for a period of three months reckoned from the date of such rejection and the fees paid by the applicant shall be refunded.
8. The application for seeking membership of the Association shall be required to be seconded by an existing member whereupon the Executive Committee/ Zonal Committee shall decide the matter of his/her admission as member or otherwise within ninety days of making of such application. No minor or lunatic shall be admitted as a member of the Association.
9. The Executive Committee/ Zonal Committee/ Membership Scrubny Committee shall subject to the Articles, accept or reject any application for admission to membership. The Executive Committee's decision shall be final and it shall not be liable to give any reasons thereof.

### (5) DURATION AND RENEWAL OF MEMBERSHIP

The membership of the Association shall be granted for a period of one year and shall expire on the 31st day of March every year irrespective of the date of grant of membership and shall be renewable on annual basis subject to fulfillment of following conditions, namely:

- (a) payment of prescribed subscription within the time stipulated in the memorandum, which shall not be later than 31st of March; and;
- (b) proof of filing return of income tax and sales tax, if applicable, along with valid DTS Licence for the preceding year, if available.
- (c) Renewal of Membership shall be strictly subject to holding of valid authorization, registration as HGO from MORA.

### (6) CLASSIFICATION OF MEMBERSHIP

There shall be two classes of memberships in the Association:

- a. **Corporate Member**  
A Member which is either a body corporate or a multinational corporation with its Head Office or branch office in Pakistan or a sales tax registered manufacturing concern or a sales tax registered business concern having annual turnover of Rs.50 million or above.
- b. **Associate Member**  
A Member which is not a body corporate or a multinational or a sales tax registered manufacturing concern or a sales tax registered business concern having annual turnover of Rs.50 million or above.

### (7) ADMISSION AND ANNUAL SUBSCRIPTION/ RENEWAL FEE OF MEMBERSHIP

- (1) Every member will be required to pay admission fee and subscription/ renewal fee at the rate determined by the Executive Committee from time to time. Admission fee and Annual Subscription effective from January 2020, is as under:



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| Class of Membership | Admission Fee | Annual/ Subscription Fee |
|---------------------|---------------|--------------------------|
| Corporate           | 50,000        | 20,000                   |
| Associate           | 50,000        | 20,000                   |

- (2) Any Company being a Member of the Association shall, on change of the Firm name or on change of its constitution, put in a fresh application for membership. However, no admission fee shall be charged, if the applicant has taken over the assets and accepted the liabilities of the original firm
- (3) That the Association reserves to itself the right to vary the Admission Fee, Subscription & Renewal Fee chargeable from each class which shall be fixed by the Executive Committee subject to the approval of Regulator (TO), if required. The Executive Committee may decide and approve any services charges in respect to any services to the members and non-members
- (4) All members shall pay their Admission Fee, Membership Fee and other fees when due to the respective Zonal Office through Pay Order/ Demand Draft
- (5) The Zonal Offices shall retain 50 percent amount of the Admission Fees and Membership Fees/ Renewal Fee/ Subscriptions received from members and remit remaining 50 percent to the Central Office within 30 days of the receipt of such fees
- (6) Other dues owed by the Head Office to the Zonal Offices or vice versa must be cleared within 30 days of arising of such liability.
- (7) Membership Fee for the years subsequent to the year of admission shall be payable by 31st day of March each year, failing which membership shall automatically cease
- (8) A former member whose membership has ceased under Article 7 above shall be eligible for restoration of membership by paying full Admission Fee applicable to its category afresh, along with, the full amount of his Annual Subscription(s). Such membership shall be treated a new admission and shall be governed by Rule 11 of The Trade Organizations Rules 2013
- (8) MEMBERSHIP REGISTER, CERTIFICATE, HOAP MEMBER IDENTITY CARD**
- (1) A manual as well as computerized and online register of members, in the form specified in Annexure-I of Schedule-B of the Trade Organization Rules, shall be maintained at the Head Office of Association as well as all the Zonal Offices in which business name, name of the authorized representative, addresses and other relevant information about all Members shall be entered class wise and all changes shall be recorded in this regard whenever it takes place
- (2) The Executive Committee may decide necessary particulars for entry in the Register, from time to time. All changes in the address or particulars of the members will be intimated by the members in writing to the Secretary General and also to the concerned Zonal Secretaries.
- (3) Every Member shall have the right to have the name of authorized representative changed whenever so desired, but no such change shall be affected after 03 days of the announcement of the Election Schedule. This restriction shall not to apply to members who are not eligible to vote
- (4) Every Member has the right to inspect the Register and shall be entitled to obtain a certificate of membership under the seal of the Association and member's identity card
- (8) REPRESENTATION OF MEMBER**
- Not more than one representative of a member shall be entitled to take part in and vote at the meetings of the Association. Such representative shall be Owner or/ Director of the member or a company / concern who shall be entitled to cast his/her vote at the time of election but only if his or her name has already been registered with the Secretary General and his name appears on the list of voters.
- (10) PRIVILEGES OF MEMBERS**
- (1) Every member shall conform to and be bound by the Memorandum and Articles of Association for the time being in force, as well as the Bye-Laws that may be framed from time to time, in pursuance of the powers given under these Articles.



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- (2) Every member of the Association, subject to clearance of all outstanding dues, if any, shall be entitled
- i) To vote at all General Meetings of the Association and on all matters coming before the General Body of Members; provided a member has over 02 years membership standing in the Association,
  - ii) To take part in the elections, in compliance with these Articles, and cast his/her vote to elect Office-Bearers and Executive Committee Members,
  - iii) To be elected as an Office-Bearer or an Executive Committee Member, or as a representative of the Association on any public or other body whereon the Association be entitled to be represented or be a member of any Standing Committee or Sub-Committee of the Association,
  - iv) To take advantage of the information and record available with the Association under such limitation/restrictions as the Executive Committee/ Zonal Committee may prescribe,
  - v) To obtain a copy of the Annual Report of the Association including Audit Report.
  - vi) To obtain a copy of all publications of the Association either free of cost or at such prices as may be fixed by the Executive Committee from time to time,
  - vii) To cause an ordinary or extraordinary General Meeting of the Association to be convened in conjunction with other members of the Association in accordance with these articles.
  - viii) To participate in the General Meeting of the Association,
  - ix) To stand or propose or second members for election to the Executive Committee of the Association.
  - x) To stand for election as a representative of the Association, subject to the approval of Association, on any non-political, non-religious, non-governmental, public or private body.
  - xi) To seek assistance of the Association for securing all reasonable facilities for the development of his trade/ industry,
  - xii) To inspect or examine books, documents, registers or records of the Association subject to any rules, conditions or limitation that may be laid down in this behalf under the relevant law or by the Executive Committee/ Zonal Committee or by a resolution of the Association in a General Meeting,
  - xiii) To be entitled to such other privileges as may be specified by the Executive Committee from time to time,
  - xiv) Publication of Advertisement on HOAP's website, magazines, directories or newsletters, etc., at special discounted/reduced rates,
  - xv) The rights and privileges of members are not transferable, and
  - xvi) To avail all other privileges which may be conferred on the members by the Association from time to time.

### (11) RESIGNATION/ DISQUALIFICATION/ TERMINATION/ REMOVAL/ EXPULSION FROM MEMBERSHIP

- (1) A Member, whether a General Body member, an Office Bearer or Executive Committee Member, shall be liable to be removed from the membership of the Association for any of the following reasons by a resolution of the Executive Committee or Zonal Committee passed in a meeting or a specially convened meeting for the purpose by a two-third majority of the Members present in person:
- i) Neglect of or refusing to submit to or abide by, or carry out any decision of the Executive Committee, Zonal Committee, taken within limits laid down in Memorandum and Articles of Association, and the Trade Organization Act and Rules 2013, or the rights and privileges of member shall be liable to be withdrawn;





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- i) Member resigns from his/ her membership or expelled from membership;
  - ii) Indulging in unethical practices in the field of trade, industry, services and commerce.
  - iv) Dishonesty and with an intent to cause fraud in HOAP, misappropriation of funds of the Association, causing wrongful financial losses to HOAP;
  - v) Intentional violation of articles, rules, regulations, code of conduct/ethics or bye-laws of the Association and that of Trade Organization Act and Rules 2013 and other statutory laws;
  - vi) Brings the Association into disrepute by the Member's action or deed or misconduct or indulging in criminal breach of trust as Association member.
  - vii) Becomes a defaulter of a bank/financial institution/ IATA/ Airline(s)/ DTS/ MORA or any other entity, incurring financial default of any nature is an offense and HOAP can take legal proceedings against the offender;
  - viii) If a Member, wilfully and knowingly, breaches any provision of the Act and Rules of the Federal Government/ Laws of Land and the HOAP's Memorandum and Articles of the Association.
  - ix) In case of an individual, if he/she is an undischarged insolvent, or if he/she is adjudged by a competent Court to be of unsound mind; or if he/she is convicted of an offence involving moral turpitude.
  - x) In the case of a firm, when it is dissolved, or adjudged insolvent or the partners thereof are convicted of an offence involving moral turpitude;
  - xi) In case of his/ her prejudiced and inappropriate conduct and misbehaviour with any employee of HOAP subjugating the employee to disgrace and insult or to blackmail him for ulterior motives to accrue wrongful gains;
  - xii) In case of his/ her uncalled-for and unethical conduct and misbehaviour in the Head Office or the Zonal Offices towards the Management of HOAP/ Office Bearers and Executive Committee;
  - xiii) In the case of a company or corporation, when it is wound up;
  - xiv) If he/she fails to discharge his/her subscription or other dues despite notice in this behalf, provided that the respective Zonal Committee, if it deems fit and proper, shall have power to extend time for payment.
  - xv) If he/she ceases to operate as a Hajj Group Organizers or cancellation or withdrawal of his authorization, registration or enrolment by MORA; Provided that prior to removal or expulsion such member shall be given a chance of being heard.
  - xvi) If he has been blacked-listed by Ministry of Hajj (K.S.A.) or Ministry of Religious Affairs, Government of Pakistan or any authority acting on his behalf
  - xvii) On the expiry of a notice of one month given by him/her in writing to the Secretary General, declaring his/her intention to withdraw from the Association.
- (2) Any member may resign from membership of the Association by giving thirty-days' notice in writing to the Secretary General through the Zonal Committee concerned and upon the expiry of the period of notice he/she shall cease to be a member, unless the notice is withdrawn by him, in writing to the meantime; and no subscription and admission fee will be refunded
- (3) Any member who shall by any means cease to be a member shall remain liable for and shall pay to the Association, all dues, including Hajj Compensation Fund (HCF), one percent accommodation fund compulsory for KSA operations organized by MORA or any other type dues which at the time of such member ceasing to be a member may be due from his/her to the Association



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- (4) The Association reserves to itself the right of expelling, removing or suspending members from membership, at the recommendation of the Executive Committee, in case the members have by any act or omission committed, a violation of the Covenant prescribed under Article 15, Code of Conduct/ Ethics of HOAP enforced from time to time, or have violated or contravened any rule, regulation, policy, or the bye-laws of the Association, or have pursued a conduct in any way injurious to its welfare or reputation and have acted against the interest of the trade and industry, or for any other good and legitimate reason, it is considered desirable to remove or expel him/her from members.

Provided that action under Article 11(4) against a member shall be:

- i) On a written complaint from another member or the Executive Committee may take Suo-Moto;

Where, in the opinion of the Executive Committee, there are sufficient grounds for initiating against a member under the proceeding Regulations, the Committee shall issue a notice in writing, to the member concerned to show-cause as to why action should not be taken to expel or remove him from membership? Such notice shall be served on the member in a manner prescribed and/or decided by the Executive Committee, at least seven days before the meeting of the Executive Committee which shall be specifically convened to consider the course of action in the matter. The Executive Committee, shall after observing/ hearing the show-cause, will decide the course of action in the matter, and shall inform the concerned member of its decision in writing; in case the member fails to respond to the show cause and reluctant to appear before the Executive Committee Meeting, the Executive Committee may take decisions based on the evidence and grounds available to initiate appropriate action against the member. The Secretary General will initiate and signature all such correspondence on behalf of the Chairman and the Executive Committee or as per decision of Executive Committee and approved by the Chairman;

- ii) The Executive Committee may initiate inquiry against any member found violating the Memorandum and Articles of Association and the Trade Organizations Act and Rules 2013, while constituting an Inquiry Committee to report back its findings to take decision thereof, accordingly, through the Office of the Secretary General from the Association's Head Office;
- iii) The Member who is suspended/ removed/ expelled/ terminated from the membership of HOAP is bound to clear all outstanding dues of the Association, failing which, the Executive Committee/ concerned Zonal Committee may take legal action against him/her to recover the Association's monies/ outstanding amount;
- iv) The name of the member who is suspended/ removed/ expelled/ terminated from the membership of HOAP, for any reasons whatsoever, under these Articles, shall be struck-off from the Register and he/she shall not be entitled to refund of membership fee paid to HOAP.

- (5) Any vacancy caused by disqualification under provision of Article 11, on the Executive Committee/ Zonal Committee, shall be remain vacant or filled-in, by the Executive Committee/ Zonal Committee, for the remaining part of the year by procedure stated in Trade Organization Rules 2013.

- (6) Member is declared by a Court of competent jurisdiction to have committed a fraud, or to be bankrupt, or to be insane or otherwise incompetent; or

- (7) Member is held by the Executive / Zonal Committee of the Association to have been guilty of any act discreditable to a member of the Association; or

- (8) Member is acting or is threatening to act in a manner prejudicial to the objects, interest or functioning of the Association or any other institute, body corporate, society, association or institution in which the Association has an interest.

### (12) CEASURE, EXEMPTION, RESTORATION/ RE-ENROLMENT OF MEMBERSHIP

- (1) No firm, company or concern, shall cease to be a Member of the Association, if a change in its constitution caused by the admission, retirement or death of a partner provided that the business of the firm, company or concern is carried on in the conventional name in which such firm, company or concern was enrolled as a Member of the Association.



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- (2) A Member whose name has been removed from the Register/ or his/her membership has been ended due to failure of payment of membership renewal fee by 31st March may be eligible for re-enrolment on payment of full admission and annual subscription afresh and completing eligibility requirements

### (13) APPEAL TO GENERAL BODY

- (1) A Member shall not be removed/ disqualified/ expelled/ terminated or membership shall not be cancelled by the Executive Committee unless the Member has been given an opportunity to explain his/her position in writing and/or in person. The Member so removed/ cancelled shall have the right to appeal, within one month from the date of expulsion to the General Body of the Association

- (2) In case an appeal is made by the Member to the General Body, the Executive Committee shall convene a meeting of the General Body within 30 days from the date of receipt of the appeal, and the decision of the General Body in the matter shall be final.

Provided further that when such an appeal is made by the member, the Executive Committee shall arrange to convene a meeting of the General Body within 30 days from the date of receipt of the appeal, and the decision of the General Body in the matter shall be final.

Provided further that the aggrieved person shall have the right to appeal to the Regulator (TO) DGTO, whose decision shall be binding.

### (14) DUTIES AND OBLIGATIONS OF MEMBERS

Every member shall have the following duties and obligations

- (1) To make every effort to carry out the aims and objectives of the Association as set forth in the Memorandum of Association;
- (2) To carry out and abide by the rules and regulations of the Association as laid down in these Articles or in the bye-laws framed there-under from time to time;
- (3) To abide-by and ensure compliance of the Trade Organizations Act and Rules 2013 and all other laws of the Land;
- (4) To ensure compliance to the charters, policies, rules, procedures and regulations of the Association, Code of Conduct/ Ethics promulgated by the Executive Committee/ Zonal Committee to streamline the affairs of the Association;
- (5) To refrain from becoming member of any other body without any legal status, bogus or fake association running parallel to HOAP, or any provincial or local body having conflict of interest with the Association;
- (6) Report to the Association about any bogus or fake body acting parallel to HOAP stealing its mandate with its illicit activities against the HOAP - National Association which is registered with the REGULATOR(TO); and thus infringing the intellectual property rights of the name and nomenclature and logo of HOAP;
- (7) Report to the Association, if witnessed, any unfair, illegal and unlawful activities of any other member or members;
- (8) Submit as far as possible all complaints, appeals etc. in writing to the Secretary General
- (9) To bring to the notice of the Executive Committee any matter likely to cause any loss or harm to the interest of the Association or its Members in whatever manner;
- (10) To pay the membership fee of the Association regularly;
- (11) To accept and abide by the decision of the Executive Committee/ Zonal Committee provided the decisions are not inconsistent with the provisions of the Memorandum or the Articles of Association or the Trade Organizations Act or any rules, regulations, instructions or directions issued there under.



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- (12) To convey to the Executive Committee all information that may be considered necessary for promoting the aims and objects of the Association as an all-Pakistan-based Association;
- (13) To take part in the deliberations of the meetings of the Association which he/she is entitled to attend and to abide by the rules framed for the conduct of the business of the meetings from time to time.
- (14) To assist and cooperate with the Executive Committee in the field of trade, commerce and industry with specific reference to the trade or industry the Association is concerned.
- (15) The proceedings of the Association will be treated by members as strictly confidential and will not be discussed in public. Only the Chairman and Office Bearers (or his/ their duly authorized nominees) will be entitled to make a public statement on behalf of the Association. If any member has failed to observe the rules requiring proceedings of the Association to be treated as confidential, the Association may in writing call upon such member to resign from the Association
- (16) **COVENANT/ AFFIDAVIT**  
Every person on becoming a member of the Association shall have to sign and abide by the following covenant on stamp paper of appropriate value;

### COVENANT / AFFIDAVIT

I \_\_\_\_\_ do \_\_\_\_\_ duly Authorized Representative of \_\_\_\_\_ authorized by the Board of Directors in its meeting held on \_\_\_\_\_ (Certified copy of resolution annexed herewith) hereby solemnly undertake and state on oath that I/We shall abide by Memorandum & Article of Association of HOAP and all the Policies, Rules & Regulations, Charter, Code of Conduct/Ethics of HOAP, laws of Pakistan, thereof I/We solemnly pledge and state on oath that I/We shall not involve in unethical malpractices damaging the interest of HOAP and shall not indulge in acts of illegal and parallel activities, get affiliated with any other illegal body acting parallel to HOAP, and that I/We shall observe high ethical and professional standards in the conduct of my/our business concerned in Religious Tourism Trade

I/We further undertake and state on oath that in case I/We am/are involved in unethical and illegal activities/sabotaging the interest of HOAP, my/our membership shall be liable to be cancelled/withdrawn without any objection from my/our side

I/We also consider it an obligation to assist the Association in the detection of any breach of such solemn undertaking on the part of any agent or agents who may be party to this covenant.

I/We further undertake not to use any derogatory remarks in any way against any Messenger of Allah (peace be upon them), particularly the Last Holy Prophet and Messenger of Allah Hazrat Muhammad ﷺ and against our country - Pakistan.

I/We have not been associated with any money laundering or terrorist financing activities and neither have approved receipt of nor received such monies and likewise neither have approved disbursement of nor disbursed such monies in any manner for money laundering or terrorist financing purposes, and

I/We have not been associated with any illegal banking business, deposit taking or financial dealings or any other illegal activities.

Whatever is stated above is true and correct to the best of my/our knowledge and belief

### (16) ORGANIZATIONAL STRUCTURE OF THE ASSOCIATION

- 1) The Association, in accordance with the Rule 21 of the Trade Organizations Rules 2013, shall comprise of Chairman, Senior Vice Chairman and Vice Chairman, Executive Committee, Zonal Committees and a General Body
- 2) The election of the Chairman shall be on rotation basis between Zones and the Senior Vice Chairman should not be from the same zone from where Chairman is elected.
- 3) The Electoral College of the Chairman Senior Vice Chairman and Vice Chairman shall be Executive Committee.
- 4) All the Members of the Association from zones, shall constitute its General Body



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- 5) The General Body, in addition to the functions and responsibilities assigned to it in the Memorandum and Articles of Association of the Association, shall, under sub-section (5) and sub-section (7) of section 10 of the Trade Organization Act, serve as the electoral college for election of members of Executive Committee, except for the seats reserved for women for which the electoral college shall be the Executive Committee.

### (17) THE EXECUTIVE COMMITTEE (FORMATION & ELECTION)

- (1) The Executive Committee of the Association shall comprise persons elected by the General Body from amongst its members, subject to the following, namely: -

There shall be 30 (Thirty) seats of the Executive Committee or as prescribed in the Act & Rules, from time to time;

- (2) In addition, two reserved seats of the Executive Committee shall be reserved for women entrepreneurs for which the Electoral College shall be the Executive Committee.

- (3) The tenure of all elected Office Bearers shall be "One year"

- (4) The tenure of members of Executive Committee shall be two years subject to the following

(a) fifty percent of members of the Executive Committee shall retire every year; and

(b) after the first election of the Executive Committee under the Trade Organizations Act, a draw shall be made to determine the fifty percent members who shall retire after expiry of first year.

- (5) In addition to the seats as per Article 17, the immediate past Chairman of the Association shall be an Ex-officio member of the Executive Committee without voting rights.

- (6) On completion of term, Office-Bearers and Members of the Executive Committee shall not be eligible to contest election or co-option in any representative capacity in the Association for the next one year.

- (7) The Chairman shall be elected by rotation from among the persons belonging to Zones by the Executive Committee for one year.

- (8) Chairman, Senior Vice Chairman, Vice Chairmen and any member of the Executive Committee shall be removed from his/her respective office if two-third of the total members of the Executive Committee and in existence at that time pass a vote of no confidence against him/her.

Provided that no such vote shall be moved against the Office Bearer if a similar vote has been defeated in respect of him/her within the last four months.

- (9) All matters relating to the policy of the Association and affecting the entire General Body of Members shall be exclusively dealt with by the Executive Committee and as such shall be outside the competence of the Zonal Committee at any of the Zonal Offices.

- (10) The Executive Committee shall have power to declare null and void any decision or action taken or proposed to be taken by any of the Zonal Committees in contravention of the Article 17(9)

- (11) If it is considered necessary or desirable at any time to appoint Advisory Committees, Sub-Committees for any specified purposes or for safeguarding the interests of various sections of business of the Association, the Executive Committee shall be competent to appoint such Advisory Committees or Sub Committees within their respective fields with such powers and duties as may be defined and ratified by the Executive Committee from time to time. The Executive Committees may appoint Conveners and Members of any of the Advisory Committees and Sub Committees

- (12) The Chairman, or in his absence the Senior Vice-Chairman, or in the absence of both of them: Vice Chairman or even in the absence of Vice Chairman, any member of the Executive Committee elected for the time being by a majority of votes, shall preside at the meetings of the Committee. The rules as apply to the members of the Executive Committee and members of the Zonal



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Committees will equally apply to members of the Advisory Councils, Standing Committees and Sub-Committees.

- (13) The Article 17(12) shall also apply to the Zonal Committees in respect of their meetings.
- (14) The term of office of the Chairman, Senior Vice-Chairman and Vice-Chairman of the Association deemed to have automatically expired and they shall be deemed to have been retired from their respective offices on completion of their annual term of office. However, for the purpose of continued representation on the Committee they shall be treated at par with other members of the committee, but without any voting rights.
- (15) On completion of the terms, the retiring Chairman, Senior Vice-Chairman, Vice Chairman and members of the Executive Committee shall not be eligible to stand for election or co-option for the Committee in any representative capacity for the next one year.

PROVIDED that on intimation by the members on it regarding change of his/her authorized representative on the Association, the Office-bearers or member concerned represented on the Executive Committee shall automatically cease to be a member on that Committee and the vacancy caused as such shall be filled in for the remaining part of the year by the respective Committee concerned in such manner as it may decide.

- (16) The Annual General Meeting and election of the Association will be held in accordance with Trade Organizations Rules-2013.

### (18) ZONAL COMMITTEES (FORMATION & ELECTION)

- 1) Each Zone will have its Zonal Committee comprises of elected Executive Members.
- 2) The Executive Committee shall appoint any one from the Senior Vice Chairman and Vice Chairman as Zonal Head.
- 3) The Zonal Head and Members Zonal Committees (appointed from amongst the Executive Committee Members) shall represent their respective zones in the Executive Committee.
- 4) All matter relating to the policy of the Association and affecting the entire General Body of Members shall be exclusively dealt with by the Executive Committee and as such shall be outside the competence of the Zonal Committee of any of the Zonal Offices.
- 5) If it is considered necessary or desirable at any time to appoint Sub-Committees for any specified purposes or for safeguarding the interests of various sections of business of the Association, the Zonal Committees shall be competent to appoint such Committees within their respective fields with such powers and duties as may be defined by the Executive Committee or the Zonal Committee concerned as the case may be, from time to time. The Zonal Committees may appoint Conveners and Members of any of the Advisory Committees and Sub Committees.

### (19) ADMINISTRATION AND MANAGEMENT

The administration and management of the affairs of the Association shall be vested in:

- (1) The Executive Committee.
- (2) All the affairs and activities of zones shall be ratified by the Executive Committee through Zonal Committees constituted for this purpose.
- (3) The Chairman shall be the Chief Executive/ Incharge of the Association (as whole) and the Zonal Head will perform functions in their respective Zone as decided by the Executive Committee and under Memorandum and Articles of Association of HOAP.
- (4) The Executive Committees, may, at any time, nominate/ designate, Advisors/ Coordinators/ Conveners in the Association for the smooth running and administration of the Association.



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- (5) The respective Zonal Committees in zones, may, at any time, nominate/ designate, Advisors/ Coordinators/ Conveners in their respective zones, as decided and approved by the respective Zonal Committee;
- (6) The Association, under Rule 24 of the Trade Organizations Rules 2013, shall appoint a Secretary General through a Human Resources Committee formed under and consisting of three members of the Executive Committee.
- (7) The Secretary General shall be In-charge of the Secretariat of the Association, who shall exercise his powers and perform his functions, under the Trade Organization Act and Rules 2013, the Companies Act 2017 and the Rules made thereunder and the Memorandum and Articles of Association of HOAP. The Zonal Secretaries in respective zones shall look after Zonal Secretariats.
- (8) In addition to the signatures of the Chairman, the signatures of the Secretary General shall be mandatory for operation of all the single or jointly operated bank accounts of the Association. In case of Bank Accounts operated by three signatures, the Executive Committee may decide other signatories from the Executive Committee.
- (9) The Zonal Offices Bank accounts shall also be operated with mandatory signatures Zonal Head, respective Zonal Secretary or Executive Committee Members. In case of Bank Accounts operated by three signatures, the Zonal Committee may decide other signatories from the respective Zonal Committee.
- (10) The termination of the Secretary General, under Rule 24, shall be through a resolution of the Executive Committee.
- (11) Any management employee who shall report directly to the Secretary General alone shall be appointed jointly by the Secretary General and the Human Resource Committee of Association.
- (20) **POWERS AND DUTIES OF THE CHAIRMAN, SENIOR VICE CHAIRMAN, VICE CHAIRMAN, SECRETARY GENERAL, ZONAL SECRETARIES, THE EXECUTIVE COMMITTEE AND ZONAL COMMITTEE**

### L THE CHAIRMAN

The Chairman shall be the Chief Executive of the Association and perform such duties and work under the advice and consultation with the Executive Committee with regard to the decisions concerning the questions of policy affecting the Association and without prejudice to the generality the Chairman shall discharge the following duties, namely:

- a) to preside the meetings of the Executive Committee/ Zonal Committee and/or meetings of the General Body;
- b) to control and maintain decorum and discipline at the meetings;
- c) to look after and supervise the working and activities of the Association at Country level;
- d) to use his casting votes in case of equality of votes;
- e) to give precedence to any item of the Agenda and to give rulings on points that may be raised in meetings;
- f) to direct the Secretary General to call the meeting of the Executive Committee, special meetings of the Executive Committee or General Body meetings;
- g) to adjourn or disperse unruly and in-disciplined meetings.



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- h) to lead the delegations and the deputations in Pakistan and abroad or to nominate/ appoint any other Office Bearers or Executive Committee Member or any former Chairman, to represent him or the Association;
- i) To countersign cheques issued by the Head Office/ Secretary General, and/or Zonal Office/ Secretary.
- j) Chairman shall have the power to sanction in connection with the affairs of the Association any amount not exceeding Rs.100,000/- (Rupees One Hundred Thousand only) at a time or as determine by the Executive Committee, prior to consultation with, or assent of the Executive Committee, and the amount so sanctioned, shall be paid from the funds of the Head Office of the Association. The assent of the Executive Committee shall be obtained at its next meeting after the amount has been sanctioned or incurred for the purposes of regularization;
- k) To represent the Association in any Court, Department, Authority, sign and file any document – and to appoint or remove any advocate, attorney or initiating defending any proceedings.

AND GENERALLY exercise such powers and duties as may be incidental to the office of the Chairman/ Chief Executive in accordance with the provision of the Memorandum and Articles of Association and Trade Organization Act and Rules 2013.

### II. THE SENIOR VICE CHAIRMAN

In the absence of the Chairman, the Senior Vice Chairman, shall perform all the functions of the Chairman and in presence of Chairman, the Senior Vice Chairman will act as the Deputy to the Chairman in handling the affairs of Association. In the event of removal of Chairman, under vote of no-confidence by the Executive Committee, the Senior Vice Chairman shall perform all the functions of Chairman.

### III. THE VICE CHAIRMAN

In the absence of the Chairman and Senior Vice Chairman, the Vice Chairman, shall perform all the functions of the Chairman and in presence of Chairman. In the event of removal of Chairman and Senior Vice Chairman, under vote of no-confidence by the Executive Committee, the Vice Chairman shall perform all the functions of Chairman.

### VI. ZONAL HEAD

In respective zone, the Zonal Head, shall perform all the duties and responsibilities, as prescribed for the Chairman, as the Head/ Chief Executive of the concerned Zone. Otherwise, as approved by and delegated by the Executive Committee, the Vice Chairman subject to overall jurisdiction and authority of the Executive Committee whose instructions, it shall be his/her duty to carry out, in accordance with the provision of these articles. Ordinarily, the incumbent shall perform his duties and responsibilities as under.

- a) to preside the meetings of the Zonal Committee, Zonal Sub-Committees/ Sub Committees or Zonal general meetings;
- b) to control and maintain decorum and discipline at the meetings.
- c) to look after and supervise the working and activities of the Association at provincial level,
- d) to use his casting votes in case of equality of votes;
- e) to give precedence to any item of the Agenda and to give rulings on points that may be raised in meetings;
- f) to direct the Zonal Secretary to call the meeting of the Zonal Committee, special meetings of the Zonal Committee or Zonal General Body meetings;
- g) to adjourn or disperse unruly and in-disciplined meetings.

*[Handwritten signature]*





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- h) to lead the delegations and the deputations in Pakistan and abroad or to nominate/ appoint any other Office Bearers or Executive Committee Member or any former Chairman, to represent him/her or the Association;
- i) to countersign cheques issued by the Zonal Office/ Zonal Secretary.
- j) Zonal Head shall have the power to sanction in connection with the affairs of the Zonal Office of the Association any amount not exceeding Rs.100,000/- (Rupees One Hundred Thousand only) at a time or as determine by the Zonal Committee, prior to consultation with, or assent of the Zonal Committee, and the amount so sanctioned, shall be paid from the funds of the Zonal Office of the Association. The assent of the Zonal Committee shall be obtained at its next meeting after the amount has been sanctioned or incurred for the purposes of regularization.
- k) To represent the Association on behalf of the Zonal Office, as Chief Executive of respective Zone. In any Court, Department, Authority, sign and file any document – and to appoint or remove any advocate, attorney or initiating defending any proceedings.

AND GENERALLY exercise such powers and duties as may be incidental to the office of the Chairman/ Chief Executive, in respective province, in accordance with the provision of the Memorandum and Articles of Association and Trade Organization Act and Rules 2013.

### L THE SECRETARY GENERAL

- 1) The Secretary General shall be responsible for all secretarial functions and shall ensure compliance with respect to requirements of the Trade Organizations Act & Rules 2013 and the Companies Act 2017 concerning the meetings and record of proceedings of the Executive Committee, Zonal Committees and the general meeting of members, review the applications for admission to membership and the recommendations accompanying the same to ensure that they are in the form prescribed, ensure that all notices required by these Articles or under the Act are duly sent and that all returns required under the Companies Act 2017 are duly filed with concerned Association Registration Office
- 2) The Secretary General shall be the incharge of the Secretariat and Head Office or Registered Office of the Association and responsible for its day to day operations and in his capacity as such shall be of the custodian of all record of the Association. Without prejudice to the generality, the Secretary General will perform the following duties under the guidance of the Executive Committee as well as per the Memorandum and Articles of Association of the Association:
  - a. To handle all the day-to-day administrative and Secretarial affairs.
  - b. To extend the Secretarial support from Head Office, through his Zonal Office to the Chairman, Office Bearers, Executive Committee and General Body members;
  - c. To issue notices, circulars, memos, and agenda of all the general meetings and meetings of the Executive Committee and the Advisory Committees, Sub-Committees as the case may be, and compile minutes of meetings thereof.
  - d. To carry out the decision of the General Body, Executive Committee, Zonal Committees, Advisory Committees, Sub Committee as the case may be.
  - e. To compile charters, policies, procedures, rules, regulations, code of conduct, SOPs, memoranda, proposals for the Executive Committee and implement/ enforce after ratification, and submit to all concerned;
  - f. To keep the Head Office record properly and carry out correspondence on behalf of the Association.



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- g. To record or cause to be recorded the minutes of the meetings of the General Body, Executive Committee, Zonal Committees, Advisory Committees, and Sub Committee as the case may be, and ensure their timely circulation to all concerned;
- h. To prepare annual reports/ reviews, oversight of the accounts of Association, and budget for coming year;
- i. To sign all documents, bills and letters either singly or jointly with any other Office Bearer as may be decided by the Executive Committee; However, financial instruments including cheques will be signed jointly with any other office-bearer as may be decided by the Executive Committee;
- j. To incur urgent and necessary expenses not exceeding Rs.10,000/- (Rupees Ten Thousand only) or as determine by the Executive Committee from time to time;
- k. To place and present the reports of any Advisory Council, Standing Committee or Sub-Committee or Zonal Committees before the Executive Committee;
- l. To keep in contact with the Zonal Offices and the Head Office of the Association and maintain effective coordination and liaison with Zonal Secretaries;
- m. To keep proper accounts of the income and expenditure of the Association at the Head Office and Zonal Offices/Sub-Offices/Branch Offices;
- n. To collect all dues of the Association and issue receipts;
- o. To handle all relevant affairs and meet the reporting requirements of the Securities and Exchange Commission of Pakistan (SECP), and the Directorate General of Trade Organizations, Ministry of Commerce, Government of Pakistan;
- p. To be abreast with HOAP's policy advocacy, public relations, governmental relations, general activities and operations, effective administration and management, disciplinary control, communiqué handling, and perform and relevant affairs.
- q. To represent the Association, as authorized, for all purposes wherever action arises before any Court of law in any suit or proceedings instituted by or against the Association, but he shall not be competent to compromise any suit or proceedings without the sanction/ decision of the Executive Committee;
- r. To delegate all or any of his functions to any management staff/ Zonal Secretary of the Association's Secretariat, provided that the Secretary General shall remain responsible to the Executive Committee for acts done on his behalf by such management staff;
- s. To publish HOAP's reports, magazines, trade bulletins, newspapers, articles, write-ups, research papers, study reports, attend/ participate in the local and foreign conferences, exhibitions, events, etc., on behalf of the Chairman, Office Bearers, Executive Committee Members and General Body Members.
- t. To maintain administrative and disciplinary control over the Head Office and staff of the Association in accordance with Trade Organization Act and Rules 2013, Companies Act 2017, Memorandum and Articles of Association, rules and regulations, charters, policies, and bye-laws framed in this behalf by the Executive Committee;
- u. To hold charge of all papers and documents, furniture and all other properties, movable and immovable belonging to the HOAP, in the name of Association and maintain register/record, accordingly;
- v. To make representations, on behalf of the Chairman, Office Bearers, Executive Committee Members and General Body Members, to all concerned quarters, MORA, Ministries, Departments, Authorities, Local and Foreign Entities, DGTO, SECP, FPCCI, etc. and all other national and international forums



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AND GENERALLY exercise such powers and duties as may be incidental to the office of the Secretary General/ Chief Operating Officer as prescribed in the Trade Organization Act and Rules 2013, Companies Act 2017, Memorandum and Articles of Association, rules and regulations, charters, policies and bye-laws.

### E. THE ZONAL SECRETARY

Ordinarily, functionally reporting to the Zonal Head and administratively reporting to the Secretary General for all duties and responsibilities, the Zonal Secretary shall have the same powers and duties and perform the same functions in respect of his Zone for smooth running of Zonal activities as those performed by the Secretary General for the Association as a whole. Without prejudice to generality, the Zonal Secretary will be the in-charge of the Zonal Office and will be responsible for day to day operations of the respective Zone in his capacity as such shall be the custodian of all record of the Zonal office of the Association. Without prejudice to the generality, the Secretary will perform the following duties under the guidance of the Zonal Committee as per the Memorandum and Articles of Association of HOAP:-

- (i) To handle all the day-to-day administrative and Secretarial affairs at the respective Zonal and Sub-Office or Branch Office within the zone;
- (ii) To extend the Secretarial support from Zonal Office, to the Chairman, Office Bearers, Executive Committee, Secretary General and the General Body members.
- (iii) To issue notices, circulars, memos, and agenda of all the general meetings and meetings of the Zonal Committee and the sub-committees as the case may be;
- (iv) To carry out the decision of the General Body and Executive Committee, Zonal Committee and Sub Committee as the case may be;
- (v) To assist the Secretary General in compilation of charters, policies, procedures, rules, regulations, SOPs, code of conduct/ ethics, memoranda, proposals for the Executive Committee and implement/ enforce after ratification, and submit to all concerned;
- (vi) To keep the Zonal Office record properly and carry out correspondence on behalf of the Association and report to the Head Office, accordingly;
- (vii) To record or cause to be recorded the minutes of the meetings of the General Body, Executive Committee, Zonal Committee and Sub Committee as the case may be, and ensure their timely circulation to all concerned with the approval and instructions of the competent authority;
- (viii) To prepare annual reports/ reviews, oversight of the accounts of the Zonal Office, and budget for coming year;
- (ix) To sign all documents, bills and letters either singly or jointly with Zonal Head, and/ or Zonal Committee Members as may be decided; however, financial instruments including cheques will be signed jointly with Zonal Head, and Zonal Committee Members, as the case may be;
- (x) To incur urgent and necessary expenses not exceeding Rs. 10,000/- (Rupees Ten Thousand only) or as determined by the Zonal Committee from time to time;
- (xi) To place and present the Reports of any Zonal Sub-Committee before the Executive Committee for ratification;
- (xii) To keep in contact and report to the Head Office about all the Zonal Office's activities;
- (xiii) To keep proper accounts of the income and expenditure of the Zonal Offices/ Sub-Offices/ Branch Offices for internal audit and submit reports to the Head Office for reference and record and HOAP's Annual Audit Report;
- (xiv) To collect all dues of the Association and issue receipts as per approved procedure by the Executive Committee or Zonal Committee;



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- (n) To assist the Secretary General in handling affairs to meet the reporting requirements of the Securities and Exchange Commission of Pakistan (SECP), and the Regulator of Trade Organizations, Ministry of Commerce, Government of Pakistan;
- (nv) To be abreast with HOAP's policy advocacy, public relations, governmental relations, general activities and operations, effective administration and management, disciplinary control, communicate handling, and perform and relevant affairs in the respective zones/ jurisdiction.
- (xvi) To represent the Association, as authorized, for all purpose wherever action arises before any Court of law in any suit or proceedings instituted by or against the Association, but he shall not be competent to compromise any suit or proceedings without the sanction of the Executive Committee or Zonal Committee;
- (xvii) To delegate all or any of his functions to any management staff of the Zonal Office, provided that the Zonal Secretary shall remain responsible to the Zonal Committee for acts done on his behalf by such management staff,
- (xix) To publish HOAP's Zonal reports, newspapers, magazines, trade bulletins, articles, write-ups, research papers, study reports, attend/ participate in the local and foreign conferences, exhibitions, events, etc., on behalf of the Zonal Head, Zonal Committee Members and General Body Members;
- (xx) To maintain administrative and disciplinary control over the Zonal Office and staff of the Association in accordance with Trade Organization Act and Rules 2013, Companies Act 2017, Memorandum and Articles of Association, rules and regulations, charters, policies, and bye-laws framed in this behalf by the Executive Committee or Zonal Committee;
- (xxi) To hold charge, at the Zonal Office, of all papers and documents, furniture and all other properties, movable and immovable belonging to the HOAP, in the name of Association and maintain register/record of office inventory, accordingly;
- (xxii) To make representations, when delegated, on behalf of the Zonal Head, Executive Committee / Zonal Committee Members, Secretary General and General Body Members, to all concerned quarters, Ministries, Departments, Authorities, Local and Foreign Entities, DGTO, FPCI, etc. and all other national and international forums;
- (xxiii) To perform and the task and assignments given by the Secretary General from time to time;

AND GENERALLY exercise such powers and duties as may be incidental to the office of the Zonal Secretary as prescribed in the Trade Organization Act and Rules 2013, Companies Act 2017, Memorandum and Articles of Association, rules and regulations, charters, policies and bye-laws.

### III. POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

- A. The Executive Committee shall conduct and manage all the business affairs of the Association, exercise all the powers, authorities and discretion of the Association, obtain or oppose the application by others for all concessions, grants, charters and legislative acts and authorization from any government or authority, enter into such contracts and do all such other things as may be necessary for carrying on the business of the Association, except only such of them as under the statutes and Articles are expressly directed to be exercised by general meetings and (without in any way prejudicing or limiting the extent of such general powers) shall have the following special powers and duties:
- B. Ordinarily, the Executive Committee, headed by the Chairman, shall have all the powers for smooth running and functioning of the Association as a whole including the following powers and duties:
  - 1. To carry out all aims and objects of the Association, charters, policies, rules, procedures, regulations, code of conduct/ethics, bye-laws from time to time;



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2. To govern and administer the Association and its affairs in the light of Trade Organization Act and Rules 2013, Companies Act 2017, Memorandum and Articles of Association, charters policies rules, procedures, regulations, Bye-laws from time to time.
3. To appoint/nominate/designate the members of the Advisors, Coordinators to the Chairman, Office Bearers and the Association, Conveners and Members of the Advisory Committees and Sub-Committees;
4. To appoint and terminate the Secretary General as per prescribed procedures in the Trade Organizations Rules 2013.
5. To approve opening of Bank Accounts for Head Office and appoint signatories.
6. To look after and manage all the property, movable and immovable held by the Association
7. To acquire, obtain, utilize and enjoy privileges, concessions, benefits and rights extended to registered / recognized Associations;
8. To approve and to keep regular record of the activities of Association.
9. To compile, approve and enforce the Human Resource Policy and Services Rules, and to appoint, suspend or dismiss or delegate to any paid employee of the Association and to determine the terms and conditions of employment of the employees.
10. To cooperate with other person or persons or associations in the interest of the Association
11. To settle difference of opinion between members and to hear appeals whenever such appeals come to the Executive Committee under these Articles;
12. To recommend the General Body to close enrolment of HGOs
13. To convene meetings of the General Body and to place proposals relating to the common problems of the Association;
14. To issue instructions and directions, to the members of the Association.
15. To interpret the Memorandum and Articles of Association of HOAP.
16. To fill any vacancy occurring among its members provided that a vacancy in the office of the Chairman shall be filled by the General Body in its General Meetings.
17. To expel a member from the membership of the Association upon recommendation of Zonal Committee, based on the inquiry and finding on the violations;
18. To incur all expenses necessary for carrying out smooth working of the Association.
19. To constitute advisory councils, sub-committees and nominate its conveners, co-conveners and members who will be responsible for the matters related to finance, legal, administrative and H.R., Umrah and Hajj, Umrah, KSA affairs, and any other committee(s) as and when needed.
20. To delegate any of its power to Advisory Committees, Zonal Committees, or Sub Committees;
21. To keep or cause to be kept by any one or more persons appointed by it, proper books of accounts in which shall be entered true and complete accounts of the monetary affairs and transactions of the Association;
22. To present the views of the Association on any matter relating to the projects of the Association.



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## HAJJ ORGANIZERS ASSOCIATION OF PAKISTAN (HOAP)

23. To defray expenses, subject to availability of funds of delegates selected and deputed by the Association to represent it at any conference(s) or meeting(s) in Pakistan or abroad.
24. To frame and to put into effect rules, regulations and bye-laws for the office administration, elections, trade practices, arbitrations, and all such purposes as are conducive to the promotion of the objects of the Association, and to rescind and/ or to alter such rules, regulations or bye-laws.
25. To settle differences of opinion between members of any Zonal Committee, between two Zonal Committees and to hear appeals whenever such appeals are made to the Executive Committee under these Articles;
26. To convene meetings of the General Body and to place reactions relating to the common problems of the industry concerned.
27. To convene Hajj Conferences on All Pakistan basis to consider common problems confronting the Hajj sector and to invite delegates to these conferences;
28. To issue instructions and directions, delegate powers and render advice to the Executive Committee Members, Advisors, Coordinators, Conveners, from time to time.
29. To approve opening of Bank Accounts of Hajj Organizer Association of Pakistan for the purpose of subscription, Hajj Compensation Fund, other funds etc. and also determine the relevant policy and rules to operate said bank accounts.
30. The Committees at the Head Office and the respective Committees at the Zonal Offices shall keep or cause to be kept proper books of account in which shall be entered full, true and complete accounts of the affairs and transactions of the Association both at the Head Office as well as the Zonal Offices, especially the following:
  - (a) Maintain Minute Book for Meetings of the General Body;
  - (b) Maintain Minute Book for Meetings of the Executive Committee and Zonal Committee, Advisory Committees, and Sub-Committees.
  - (c) Maintain Register of Members correctly showing their registered addresses including names of their representatives;
  - (d) Maintain Register of members of the Executive Committee and Zonal Committee showing the names and addresses and all changes made therein from time to time;
  - (e) Maintain Cash Book, Ledger and Journal
31. Every member shall be entitled to inspect the account books and other documents which shall be kept at the Head Office and the Zonal Offices concerned to such an extent as the Executive Committee at the Head Office and the Zonal Committees at the Zonal Offices concerned may from time to time determine. The Committee or the Chairman or Senior Vice-Chairman or Vice-Chairman shall have powers to refuse inspection of any documents which at the time may be confidential and whose disclosure in its or his opinion is likely to prejudice the interests of the Association. Reasons for such refusal may be given in writing and the aggrieved party may appeal to the Executive Committee whose decisions in the matter shall be final.
32. To hear appeals from decisions of Zonal Committee in such cases and in such manners as may be provided for by any rules or regulations, hereof.
33. To commence, institute, prosecute and defend all such actions and/or suits on behalf of the Association as may be deemed necessary or expedient, and to compromise or submit to arbitration any action, suit or dispute or differences.



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34. To communicate, discuss, negotiate, deal with Federal/ provincial government, regulatory authority, local/ international agencies/ organizations, private individuals and any other stakeholder of the Haj and Umrah sector in any matter concerning on affecting the members interest and commercial activities aimed at achieving the objectives and benefits of the Association;
35. To present to the general meeting of the Association, any matters which the Executive Committee feels are material to the Association, its objects or interests or affecting the interests of members and make suitable recommendations regarding such matters.
36. To regulate, through articles, the admission of members.
37. To appoint, remove or suspend the legal advisors, bankers, or other officers on such terms and conditions as they shall think fit and as may be agreed upon.
38. To determine the remuneration, terms and conditions and powers of such appointees and from time to time, revoke such appointments and name another person of similar status to such office except for the auditor in which case the relevant provisions of the Companies Act 2017 shall be followed
39. To delegate, from time to time, to any such appointee all or any of the powers and authority of the board and to reconstitute, restrict or vary such delegations.
40. To appoint any qualified person as auditor(s) subject to provisions of the Companies Act 2017.
41. To agree upon and pay any expenses in connection with the Association's objects and undertakings and pay all the expenses incidental to the formation and regulation of the Association
42. To constitute from time to time Advisory Councils, Sub-Committees from among themselves, appoint their Conveners, or co-opt other persons for the purpose and delegate to them such functions and powers as the Executive Committee may deem fit to carry out the objects of the Association
43. To exercise powers and authority connected with the Head Office in respect to handling of affairs related to Hajj, Umrah, Ziarats & Religious Tourism, all activities and events during Hajj seasons in Islamabad in respect to issuance of Hajj visas either from Islamabad or Karachi, as the case may be, liaison with the MORA or Directorate of Hajj, organizing of workshops/ training sessions, hiring/ appointment of Khuddam-ul-Hujaj, contact/ liaison with Airlines, federal and provincial departments/ authorities, on behalf of Association as whole, organizing of Monitoring Office encompassing medical mission, coordination team, facilitators, guides and ushers, at Jeddah, Makkah and Madinah during Hajj season and to handle and decide all matters thereof under competent jurisdiction and authority.

AND GENERALLY to decide all questions of policy affecting the Association, and exercise all powers and authority for smooth functioning in accordance with the provision of the Memorandum and Articles of Association, the Companies Act 2017 and Trade Organization Act and Rules 2013.

#### IV. POWERS AND DUTIES OF THE ZONAL COMMITTEE

Ordinarily, as decided by the Executive Committee, the Zonal Committees, headed by their respective Zonal Heads, shall have the same powers and perform the same functions in respect of Zones, as those performed by the Executive Committee at Centre, to independently govern and smooth run Zonal activities including the following powers and duties within the respective Zone, as the case may be.

- 1) To carry out all aims and objects of the Association as per charters, policies, rules, procedures, regulations, code of conduct/ethics, bye-laws from time to time, reporting all activities and affairs to the Executive Committee.
- 2) To govern and administer the Association in the respective zone and jurisdiction and its affairs in the light of Trade Organization Act and Rules 2013, Companies Act 2017, Memorandum and Articles of Association, charters, policies, rules, procedures, regulations, Bye-laws from time to time;
- 3) To appoint/nominate/designate Advisors, Coordinators to the Zonal Head, Conveners and Members of the Zonal Sub-Committees;



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- 4) To appoint and terminate the Zonal Secretary and other Zonal staff as per prescribed procedures in the Human Resource Policy approved by the Executive Committee and through H.R. Committee and signed by Zonal Head;
- 5) To seek approval from the Executive Committee for opening of Bank Accounts of Zones and appoint signatories thereof;
- 6) To look after and manage all the property; movable and immovable held by the Association's Zonal Office;
- 7) To approve and to keep regular record of the activities of Association's Zonal Office.
- 8) To cooperate with other person or persons or associations in the interest of the Association at the zone.
- 9) To recommend the Executive Committee to call the General Body to place proposals relating to the common problems of the Zone/ Association.
- 10) To issue instructions and directions, to the members of the Association at the respective zones.
- 11) To send recommendation to the Executive Committee to expel/ terminate members in case of violations.
- 12) To incur all expenses necessary for carrying out smooth working of the Association's Zonal Office;
- 13) To constitute sub-committee and nominate its convener, co-convener and members from respective zones and seek approval and ratification from the Zonal Committee ;
- 14) To delegate any of its power to Zonal Sub-Committees;
- 15) To keep or cause to be kept by any one or more persons appointed by it, proper books of accounts in which shall be entered true and complete accounts of the monetary affairs and transactions of the Association's Zonal office, and send copies to the Head Office for record and audit purposes;
- 16) To present the views of the Association on any matter relating to the objects of the Association at the respective zone or elsewhere;
- 17) To carry out directions or instructions of the Executive Committee regarding the affairs of the Association;
- 18) To manage and control the paid employee of the zonal office concerned.
- 19) To receive application for admission as member from those engage in the Hajj, Umrah, Ziarats & Pilgrimage services within the zone and manage membership and intimate the Head Office, accordingly.
- 20) To recommend to the Executive Committee for expulsion or removal of a member within its jurisdiction from the membership of the Association;
- 21) To receive admission fee, annual subscription, funds/ contributions or any other dues from members within its jurisdiction and manage the accounts and books, accordingly;
- 22) To convene Zonal Committee Meetings in the respective zone with approved agenda.
- 23) To convene meetings of the members of the zone within the Zone concerned as and when required;
- 24) To prepare and present annual books of accounts and the financial statements of the respective zone to the Head Office for proper audit of the books of accounts of the zonal office;
- 25) To correspond with the Federal Government, Provincial Government, authorities and administrations on matter related to Hajj, Umrah, Ziarats & Religious Tourism and Association's affairs.
- 26) To act within the overall jurisdiction and authority of the respective zone and to carry out the instructions given from time to time, by the Executive Committee;





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- 27) To convene meetings and events of the zone to discuss the common problems confronting the industry and to invite delegates to these conferences;
- 28) The respective Committees at the Zonal Offices shall keep or cause to be kept proper books of account.
- 29) To exercise powers and authority in respect to handling of affairs related to Hajj, Umrah, Zarat & Religious Tourism, all activities and events during Hajj seasons in respective zone and jurisdiction in respect to issuance of Hajj visas from respective Embassy or Consulate either from Islamabad or Karachi, as the case may be, autonomous liaison with the MORA or Directorate of Hajj in respective zone, organizing of workshops/ training sessions, hiring/ appointment of Khuddam-ul-Hujaj, contact/ liaison with Airlines, federal and provincial departments/ authorities, on behalf of zone organizing of Monitoring Office encompassing medical mission, coordination team, facilitators, guides and ushers, at Jeddah, Makkah and Madinah during Hajj season and to handle and decide all matters thereof under competent jurisdiction and authority

AND GENERALLY to decide all questions regarding affairs of the zone, and exercise all powers and authority for smooth functioning in accordance with the provision of the Memorandum and Articles of Association, the Companies Act 2017 and Trade Organization Act and Rules 2013.

### (21) VACANCY / CEASURE OF EXECUTIVE COMMITTEE MEMBERSHIP

If any Office Bearers or Member of the Executive Committee or the Zonal Committee absents him/herself without sufficient cause and does not attend three consecutive meetings or all meetings of the Committee for a continued period of three months, whichever is longer, without leave of absence, he/she shall cease to be an Office Bearers and/or Executive Committee/ Zonal Committee Member. The Executive Committee shall have power to declare his/her seat vacant and to be filled by co-option or re-elected as per decision by the Executive Committee.

### (22) PROCEEDINGS OF THE EXECUTIVE COMMITTEE, ZONAL COMMITTEE AND GENERAL MEETINGS

- (1) The Executive/ Zonal Committee shall meet from time to time at least once in each quarter of every year, subject thereto meetings of the Executive/Zonal Committee shall be held at such time as the Members shall think fit.
- (2) All meetings of the Executive Committee shall be held at the registered office/ Head Office of the Association or at such other place as the Executive Committee shall from time to time determine.
- (3) The Zonal Committee meetings shall be held at their respective Zonal Offices
- (4) The Executive/ Zonal Committee may make such rules and regulations not inconsistent with the provisions of Trade Organizations Act & Rules 2013, Companies Act 2017 and rules thereof, Memorandum and Articles of Association, as it may think proper as to the summoning and holding of meetings and for transaction of business at such meetings.
- (5) The meetings of the Executive Committee shall be called by the Chairman on his own accord or at the request of any three members of the Executive Committee by giving at least seven days' notice to the members of the Executive Committee
- (6) The meetings of the Zonal Committee shall be called by the respective Zonal Head on his own accord or at the request of any three members of the Executive Committee by giving at least seven days' notice to the members of the Executive Committee
- (7) At least one-third (1/3<sup>rd</sup>) of the total number of Members or Ten (10) Executive Committee Members or five (5) Zonal Committee Members, whichever is higher, for the time being of the Association, present personally or through video-link, shall constitute a quorum.
- (8) Save as otherwise expressly provided in the Companies Act 2017, every question at meetings of the Executive Committee or the Zonal Committee, as the case may be, shall be determined by a majority of votes of the Members present in person or through video-link, each Member having one vote. In case of an equality of votes or tie, the Chairman for the Executive Committee and Zonal

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Head for the Zonal Committee shall have a casting vote in addition to his original vote as a Member.

- (9) All proposals placed before the Executive Committee and Zonal Committee shall be decided by a simple majority vote, except as otherwise provided in these Articles.
- (10) The Executive Committee and Zonal Committee shall cause the proceedings of every meeting duly recorded in the Minute Book kept for the purpose.
- (11) The Chairman, and in his absence the Senior Vice Chairman, and in absence of both Chairman and Senior Vice Chairman, the Vice Chairman shall preside at the Executive Committee meeting. provided that in the absence of all Office Bearers, the Executive Committee Members present may elect/appoint any person from among themselves to preside.
- (12) In case of Zonal Committee meeting the Zonal Head will chair the meeting. If the Chairman is also invited in the Zonal Committee meeting he will preside over. In absence of Office Bearers/ Zonal Head, the Zonal Committee Members present may elect/appoint any person from among themselves to preside.
- (13) No resolution duly passed at the meeting of the Executive Committee or Zonal Committee shall be rescinded altered or otherwise ended at a subsequent meeting of the Executive Committee held within twelve months on which such resolution was passed, unless two third of the total number of the Office Bearers and the Executive Committee vote for a change and the agenda containing the proposal has been duly circulated.
- (14) The Executive Committee or Zonal Committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present. In case of an equality of votes, the Chairman shall have and exercise a second or casting vote.

### (23) RESOLUTION THROUGH CIRCULATION

A resolution in writing signed by all Directors/ Executive Committee/ Zonal Committee Members for the time being entitled to receive notice of the meeting of Executive Committee or affirmed by them in writing shall be as valid and effectual as if it had been passed at a meeting of the Executive/ Zonal Committee duly convened and held.

### (24) SUB-COMMITTEES

The Executive Committee or the Zonal Committee may delegate any of their powers to Sub-Committees consisting of such member or members of their body as they think fit and they may from time to time revoke such delegation. Any Sub-Committee(s) so formed shall, in the exercise of the powers so delegated, conform to any regulations that may from time to time be imposed on it by the Executive/ Zonal Committee.

### (25) VALIDITY OF DIRECTORS'/ EXECUTIVE COMMITTEE MEMBERS' ACTS

All acts done by any meeting of the Executive Committee or of a Zonal Committee, shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of such directors/ Executive Committee or Zonal Committee Members or persons acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a director/ Executive/ Zonal Committee Member.

### (26) PERIOD OF THE OFFICE BEARERS

Chairman, Senior Vice Chairman and Vice Chairman shall hold their respective offices for a period of one year only, and fresh election shall be held every year to fill such offices, as per law. The retiring Chairman/Senior Vice Chairman and Vice Chairman shall be eligible to seek re-election for the office of the Office Bearers, or for co-option, after a minimum gap of one year.

### (27) REMOVAL OF OFFICE BEARERS



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The Chairman or Senior Vice Chairman or Vice Chairman shall be removed from his/her office if two-third of the total number of members of Executive Committee, as deemed fit and proper, in existence at the time, pass a vote of no confidence against him/her in a meeting convened special for the purpose

Provided that no such vote shall be moved against the Chairman or the Senior Vice Chairman or the Vice Chairman, if similar vote has been defeated in respect of him/her within the last four months

Provided further that such requisition shall be filed to the Secretary General by at least 50 percent of the Executive Committee Members or the Zonal Committees members, as the case may be, with minimum notice of seven days.

Provided further that an opportunity of being heard shall be provided to the person against whom the vote of no-confidence/ resolution for removal is moved and in the event of non-appearance before the Executive Committee, another final notice shall be served with notice period of three days summoning for appearance. In case of failure of the said person to appear before the Committee, action shall be taken as per decision.

### (28) VACANCIES BETWEEN TWO GENERAL MEETINGS

Any casual vacancy caused in the Chairman, Senior Vice Chairman and or Vice Chairman or any member of the Executive Committee during the interval between two General Meetings shall be filled in the Executive Committee in such manner as it may decide by the Executive Committee, in accordance with law.

### (29) MINUTE BOOKS AND RECORDS

1) The Executive Committee and Zonal Committee shall cause records to be kept and minutes to be made in book or books with regard to—

- i. all resolutions and proceedings of general meeting(s) and the meeting(s) of Directors/ Executive Committee/ Zonal Committee, and every member present at any general meeting and every director/ Executive or Zonal Committee Member present at any meeting of Executive Committee or Zonal Committee shall put his signature in a book to be kept for that purpose;
- ii. recording the names of the persons present at each meeting of the Executive Committee Member and of any Zonal Committee, and the general meeting; and
- iii. all orders made by the Executive Committee and Zonal Committees.

Provided that all records related to proceedings through video-link shall be maintained in accordance with the relevant regulations specified by the Commission which shall be appropriately recorded into writing and made part of the minute books according to the said regulations

### (30) ANNUAL GENERAL MEETING/ SPECIAL MEETING/ EXTRAORDINARY MEETING AND PROCEEDINGS

1. A General Meeting to be called Annual General Meeting, shall be held, in accordance with the provisions of Section 132 of the Companies Act 2017, within sixteen months from the date of incorporation of the Association and thereafter once at least in every calendar year within a period of four (4) months following the close of its financial year as may be determined by the Executive Committee
2. The Annual General Meeting shall be held every year, presided over by the Chairman at the Head Office, connecting the Zonal and Regional Offices through Video-link or at such place and time as the Executive Committee may consider convenient at which a Report of the proceedings of the Executive Committee and the audited yearly account of the Association shall be submitted for confirmation. Copies of the Audited Statements of Accounts and Balance Sheet shall be sent to the members and also by the Zonal Offices to the Head Office in advance
3. All other meetings of the members of the Association other than an Annual General Meeting shall be called Extraordinary General Meetings.



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4. The Executive Committee may, whenever think fit, call an Extraordinary General Meeting, and Extraordinary General Meeting shall also be called on such requisition(s), as is provided by section 133 of the Companies Act 2017.
5. The Extraordinary General Meeting may be convened either for purposes of transacting any special business or for placing before the members a review of the activities in preceding months.
6. An Extra Ordinary Meeting/ Special Meeting shall be convened by the Executive Committee upon the requisition of not less than one-third of the members of the Association. The requisition so made shall state the object of the Extraordinary Meeting proposed to be called and shall be presented to the Secretary General of the Association.
7. Upon receipt of the requisition under the preceding Article, the Executive Committee shall forthwith proceed to convene a Special General Meeting/ Extraordinary Meeting.

### (31) NOTICE OF GENERAL MEETINGS

- 1) General meeting notice is served or deemed to be served specifying the place, the day and the hour of meeting and, in case of special business, the general nature of that business, shall be given in the manner provided by the Companies Act for the general meeting, to such persons as are, under the Companies Act or the Articles of the Association, entitled to receive such notices from the Association but the accidental omission to give notice to or the non-receipt of notice by any member shall not invalidate the proceedings at any general meeting.
- 2) Notwithstanding the provisions of the preceding Articles, and subject to the provisions of the Companies Act 2017 as to the power to alter regulations by Special Resolution, twenty-one days' notice, at least, specifying the place, the day and the hour of the meeting and of the nature of the Special business shall be given of any Special Meeting convened to revise, alter or amend the regulations of the HOAP as contained in these Articles of Association.
- 3) The non-receipt of a notice convening any General Meeting and/or Special General Meeting by any member shall not invalidate the proceedings of any such meeting.

### (32) SPECIAL BUSINESS

All business that is transacted at an Extraordinary General Meeting and that is transacted at an annual general meeting with the exception of the consideration of the financial statements and the reports of the Executive Committee/ Director and Auditors, the election of Directors/ Executive Committee, the appointment of and the fixing of remuneration of the auditors shall be deemed special business.

### (33) QUORUM AND EFFECT OF QUORUM NOT BEING PRESENT

1. In case of Executive Committee 1/3<sup>rd</sup> members or 10 Members and in case of Zonal Committee, 1/3<sup>rd</sup> members or 05 Members, or whichever higher, shall form quorum.
2. In case of General Meeting, 1/3<sup>rd</sup> members present personally and entitled to vote shall constitute quorum.
3. If within half an hour appointed for the Annual General Meeting or Extraordinary General Meeting, a quorum of members is not present, the meeting, if convened on the requisition of members, shall be dissolved and in any other case, the meeting shall stand adjourned to the same day in the following week at the same time and place; provided that if it falls on a Muslim Public Holiday determined by the Association, in which case the meeting shall take place at the same time and place a week after and if at such adjourned meeting, the quorum of members is not present, the business on the agenda will be transacted by the members present in person or through video-link, whatever be their number, shall be a quorum.
4. Every question referred to a General Meeting shall be decided by the majority of members present and voting at such meeting.

### (34) CHAIRMAN OF GENERAL MEETING



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The Chairman of the Association, shall preside as Chairman at every general meeting of the Association, but if he is not present within fifteen minutes after the time appointed for the meeting, or is unwilling to act as Chairman, any of the other Office Bearer or Executive Committee Member, present may be elected to be the Chairman of the said meeting and if none of the Office Bearers & Executive Committee Members present are willing to act as Chairman of the said meeting, the members present shall choose one of their Member to chair the meeting.

## (35) ADJOURNMENT

The Central Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the 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 from which the adjournment took place. When a meeting is adjourned for fifteen (15) days or more, 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 an adjournment or of the business to be transacted at an adjourned meeting.

## (36) AUDIT AND APPOINTMENT OF AUDITOR

- 1) At each Annual General Meetings, the General Body shall appoint an Auditor or Auditors (Chartered Accountants firm) and their duties regulated in accordance with Sections 248 to 249 of the Companies Act 2017. The Auditor or the Auditors so appointed shall audit the accounts of the Association, which will be placed before the General Body, in the Annual General Meeting held immediately thereafter.
- 2) Accounting year will close on 30<sup>th</sup> June each year. All the consolidated financial statements of the Association along with Zonal Accounts shall be audited by a firm of chartered accountants who will be appointed as auditor(s) at the Annual general meeting every year.
- 3) A copy of audited financial statements along with list of members as on 30th June shall be furnished by the Association to the Regulator (TO), on or before 31<sup>st</sup> day of December every year.
- 4) The Audited Financial Statement of Accounts will be circulated to all members with Annual Report of the Association.
- 5) Tax returns shall be filed by Head Office in respect of contribution received from the zones concerned.

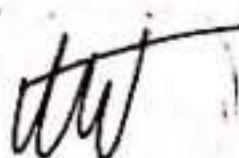
## (37) ANNUAL ELECTION

- (1) Subject to the provisions of the section 11 of the Trade Organization Act 2013, Members of the Executive Committee shall be elected in accordance with Rule No. 13 to 19 of Trade Organization Rules 2013 between the 1st day of July and 30th day of September of a due year.
- (2) Newly elected Members/ Office Bearers will take over on 1st October every year.
- (3) Neither postal ballot nor proxy will be allowed.
- (4) In case of Hajj season performed as per Islamic Calendar clashes with the dates of Election, normally performed from 1st July to 30th September, the Executive Committee may decide and resolve to appeal the Regulator (TO) for appropriate relief and exemption/permission in the light of the Section 3(9) of the Trade Organization Act 2013.

## (38) ANNOUNCEMENT OF ELECTION SCHEDULE

- (1) The election schedule of the Association shall be approved by the Executive Committee of the Association and issued by the Secretary General in the first half of July every year.
- (2) Within two days of its approval by the Executive Committee, the election schedule shall be:
  - (a) displayed at the notice board of the Head Office and Zonal Offices of the Association,
  - (b) displayed at the website of the Association; and
  - (c) submitted to the Regulator (TO).

## (39) ELIGIBILITY TO VOTE



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(1) Subject to provisions of Section 10 of the Trade Organizations Act 2013, the eligibility of a member of HOAP to vote at the elections shall be subject to following conditions:

i) The member who has completed two years of valid membership of HOAP as on the date of announcement of election schedule by the Executive Committees of the Association;

Provided that old members at the time of renewal of membership which has been discontinued due to non-payment of subscription dues, shall be eligible to vote on completion of one year of their re-enrolment and payment of all dues; and

ii) The member has fulfilled the conditions of membership and renewal thereof under Rule 11 (5) of the Trade Organizations Rules 2013

(2) The Chief Executive or any Director of Member Company shall be eligible to vote who shall submit to the Secretary General, the specimen signature card along with photograph indicating the status in the company.

### (40) APPOINTMENT OF ELECTION COMMISSION

Simultaneously, with the approval of the election schedule, the Executive Committee of the HOAP shall appoint an Election Commission, in terms of Rule 16 of Trade Organization Rules 2013, subject to the following conditions, namely:-

(1) the Election Commission comprises of three members;

(2) the members so appointed have submitted their consent in writing to their appointment as such;

(3) the members of the Election Commission, so appointed, have not held any office of the HOAP for the preceding two years;

(4) the member of the Election Commission shall not be entitled to become a candidate in the election, he is conducting;

(5) the members of the Election Commission shall be independent, impartial and non-partisan; and

(6) the members of Election Commission shall not canvass for any of the candidates or panels contesting the elections, they are conducting.

(7) The Election Commission Member appointed from HOAP Centre shall be called the Chief Election Commission who will also hold the election of Office Bearers to be elected through Executive Committee Members. If required, more members shall be appointed in the Election Commission to conduct election activities in Zones.

### (41) FUNCTIONS OF ELECTION COMMISSION

(1) The Election Commission, in terms of Rule 17 of the Trade Organizations Rules 2013, shall be in-charge of all arrangements connected with the conduct of elections including but not limited to

(a) appointment of polling staff;

(b) ensuring display of the tentative voters' list by the Secretary General or concerned Secretary for the purpose of inviting objection as provided in Sub-Rule (3) of Rule 18 of Trade Organization Rules 2013;

(c) examination of and decision on the objections received on the voters' list as provided in Sub-Rule (6) of the Rule 18; and

(d) supervision of polling process and ensuring that the polling has been conducted in an orderly, peaceful, transparent and fair manner in accordance with the provisions of the memorandum and articles of association and instructions of the Federal Government or the Regulator in this regard and



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(a) counting of votes and announcement of results.

(2) The Election Commission may appoint local member(s) as its Commissioner to attend to election matters on its behalf on specifically designated issues.

### (4) ELECTION PROCEDURE

(1) The election of the Association shall be conducted according to the procedure laid down in the respective Articles of Association, in accordance with the Rule 18 of the Trade Organizations Rule 2017, subject to the following: -

(a) the election of the member of Executive Committee and Office Bearers shall be held by secret ballot;

(b) neither postal ballot nor proxy shall be allowed; and

(c) the polling shall be held simultaneously at the Head Office and Zonal Offices of the Association

Provided that where for want of space in the office premises it is not possible to establish the polling booths, the polling shall be held in a public place such as a community hall or hotel.

(2) Within three days of the announcement of the election schedule member entities desiring to change their representative shall intimate changes regarding name of representative to the Secretary General along with necessary proof of eligibility.

(3) The Secretary General of the Association shall display, within seven days of the announcement of election schedule, the provisional list of all members eligible to vote along with their national tax number, sales tax registration number, if applicable, the name and national identity card number of their representative. This shall be displayed at -

(a) the Notice Board of the Head Office and Zonal Offices of the Association; and

(b) the Website of the Association.

(4) The members who have any objection to the entries in the list of voters shall send their objections in writing to the Secretary General within seven days of the issuance of voters' provisional list.

(5) The Secretary General shall, within five days from receipt of objections under sub-rule (4) of Rule 18 of Trade Organizations Rules 2013, intimate action on the objections or changes, if any.

(6) Any person aggrieved by the decision of the Secretary General, may within three days of receipt of decision, make a representation to the Election Commission which shall decide the case/ representation within three days of deadline for filing the representations.

(7) Any person, aggrieved by the decision of the Election Commission or in case the Election Commission fails to decide the representation within the period provided in sub-rule (6) of Rule 18 of Trade Organizations Rules 2013, may, within three days of decision by the Election Commission or, as the case may be, on expiry of limitation of the Election Commission under sub-rule (6) of Rule 18 of Trade Organizations Rules 2013, make an appeal to the Regulator who shall decide the appeal within ten days and his decision in this regard shall be final.

(8) Within two days of the decision of the Regulator, the Final Voters' list shall be -

(a) displayed at the Notice Board of the Head Office and Zonal Offices of the Association;

(b) displayed at the website of the Association; and

(c) submitted to the Regulator;



*Handwritten signature*

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Provided that if no appeal has been filed to the Regulator, the final list of voters shall be displayed within fifteen days of the decision of the Election Commission under Sub-Rule (8) of Rule 18 of Trade Organizations Rules 2013.

- (9) Within four days of the display of the final list of voters, any person, who is eligible to contest election for the vacant post for the election, shall send his nomination, duly proposed and seconded, each by a duly registered voter from the same class of membership and signed by the candidate, to the Secretary General.
- (10) Within twenty-four hours of receipt of nomination papers, a copy of the final list of voters shall be provided to each contesting candidate.
- (11) The nomination papers shall be scrutinized by the Election Commission and list of candidates shall be displayed within twenty-four hours of the last date of receipt of nomination papers.
- (12) The objections, if any, to nomination of the candidates can be filed to the Election Commission within twenty-four hours of issuance of the list of candidates, which shall be decided by the Election Commission within two days.
- (13) Within two days of decision of the Election Commission or in case the Election Commission fails to decide within the stipulated time provided in sub-rule (12) of Rule 18 of Trade Organizations Rules 2013, any candidate aggrieved by the decision of the Election Commission or, as the case may be, on expiry of limitation of the Election Commission under sub-rule (12) of Rule 18 of Trade Organizations Rules 2013, may file an appeal to the Regulator, who shall decide it within seven days and his decision in this regard shall be final.
- (14) Within two days of the decision of the Regulator, the Election Commission shall issue the final list of candidates:  
  
Provided that if no appeal has been made to the Regulator, final list of the candidates shall be issued within eleven days of the decision of the Election Commission under sub-rule (12) of Rule 18 of Trade Organizations Rules 2013.
- (15) Within five days of display of final list of candidates, the polling for election of members of Executive Committee shall be held.
- (16) Within two days of the polling as provided in sub-rule (15) of Rule 18 of Trade Organizations Rules 2013, any person elected as member of Executive Committee, shall send, to the Election Commission for election as an Office Bearer, his/her nomination duly proposed and seconded by an Elected Executive Committee's member and signed by the candidate.
- (17) The nomination papers shall be scrutinized by the Election Commission and list of candidates shall be displayed within twenty-four hours of the last date of receipt of nomination papers.
- (18) Within two days of display of final list of candidates, the polling for election of office-bearers shall be held.
- (19) The final result of the election of members of Executive Committee and Office Bearers shall be officially announced at the Annual General Meeting called for this purpose within fifteen days of the date of polling under sub-rule (18) of Rule 18 of Trade Organizations Rules 2013 but not later than 30th September of the year.
- (20) The announcement of election results in the Annual General Meeting under sub-rule (19) of Rule 18 of Trade Organizations Rules 2013 shall be the material date for the purposes of paragraph (ii) of clause (f) of sub-section (3) of section 14 of the Trade Organizations Act, 2013.
- (21) The final election results announced in the Annual General Meeting shall be -
  - (a) displayed at the notice board of the Head Office and Zonal Offices of the Association within two days;





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- (b) displayed at the website of the Association within two days; and
- (c) submitted to the Regulator, within seven days

### (43) CONDUCT OF ELECTION

- (1) The Nomination papers received by the Election Commission from contesting candidates shall be numbered, time and date of the receipt shall be mentioned thereon as well acknowledgment copies of the Nomination paper. In terms of Rule 19 of the Trade Organizations Rules 2013, the ballot papers shall have duly numbered counterfoils and the voter shall sign or affix thumb impression thereon in the presence of polling agents of the candidates and the polling officer before the issuance of ballot papers to the voter.
- (2) It shall be the duty of the polling officer to verify the identity of the voter. The only acceptable forms of identification shall be the Computerized National Identity Card, the Original Identity Card issued by the Association, the Passport and the Driving license. The polling officer shall, on the counterfoil, enter the number of identification document.
- (3) After comparing the signature and photograph with the specimen signature card and satisfying himself with regard to identity of the voter, the polling officer shall hand over the ballot paper to the voter.
- (4) The ballot paper shall be signed by the Secretary General/ Zonal Secretary or an Officer of the Association duly authorized by the Election Commission in his behalf and shall also be signed by the polling officer at the time when it is issued.
- (5) Once the ballot paper has been issued to a voter, he/she shall not be allowed to leave the polling booth, without casting his vote in the ballot box.
- (6) Adequate arrangements shall be made to maintain the secrecy of the polls.
- (7) Proper account shall be maintained by an officer designated by the Election Commission in respect of ballot papers including used, unused, tendered, challenged or spoiled ballot papers.
- (8) The challenged votes shall be kept in a separate sealed envelope duly signed and sealed by the polling officer.
- (9) The Election Commission or an Officer designated by the Election Commission shall decide about the challenged votes after verification of necessary information before the official announcement of the results.
- (10) No ballot paper shall be invalid for failure to have cast all votes on all seats contested for in the said election.
- (11) Counting of votes shall take place immediately after the polling hours under the supervision of polling officer in the presence of candidates or their polling agents, if any, at the designated sites.
- (12) Provisional results may be declared by the Election Commission immediately after the counting of votes is completed.
- (13) In the event of equality of votes between two or more candidates the result shall be decided on the basis of a draw conducted by the polling officer in the presence of candidates or their polling agents and a record of the result thereof shall be made.
- (14) Having completed the counting and compilation of results, the record pertaining to the elections shall be sealed and signed by the Election Commission or any officer designated by the Election Commission and the Secretary General and shall be handed over to the Secretary General for safe custody.
- (15) Subsequently, the Election to the Office Bearers will be held as per the Election Schedule, whose Electoral College is defined in the Memorandum and Articles of Association of HOAP. All such election meetings, in respect to elections of Office Bearers, shall be presided over by the Chief Election Commissioner.

### (44) INSPECTION OF RECORD OF ELECTION



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As per sub-rule 15 of Rule 19 the Trade Organizations Rules 2013, upon an application made in this behalf by the candidates within seven days of the date of polling and with approval of the Regulator, record of elections shall be opened for inspection by the applicant in presence of the Election Commission

### (45) REPORTING REQUIREMENTS

The Association, notwithstanding the requirements of the Companies Act 2017, shall annually submit by 31<sup>st</sup> December to the Regulator:

- a) Consolidated Annual Financial Statements prepared by auditors and approved by the Executive Committee; the authorized and approved auditors shall prepared Annual Financial Statements of the Zonal Offices and subsequently, incorporate the same in the Consolidated Annual Financial Statements of HOAP;
- b) plan of activities for the next year as provide in the Rule 23 of the Trade Organization Rules 2013; and
- c) A soft and hard copy of list of members as on November 30, in the format as set out in Annex-I of Schedule B, of the Trade Organizations Act and Rules 2013, each year.

### (46) PLAN OF ACTIVITIES AND PERFORMANCE REVIEW

- (1) The Association shall prepare a three-year plan of activities which shall be approved by the Executive Committee followed by distribution amongst its members and cover, among other matters, the proposed future activities, finances and outcome of such activities intended by the Association during the said three-years period.
- (2) The Association shall internally conduct an annual performance review and have such performance review audited by external auditors based upon an inspection of all records of the Association to include, but not be limited to, minutes of meetings and Association's plan of activities.

### (47) WEBSITE

The Association shall maintain a website at all times which shall include all relevant information such as:

- (a) Up-to-date list of Office Bearers with contact details, Executive Committee's members, Zonal Committee Members, Management, Sub-Committees and members of the General Body;
- (b) Memorandum and Articles of Association as well as Bye-laws, if any.
- (c) Plan of Activities and Statement of Vision;
- (d) Schedule of Executive Committee's & Zonal Committees' meetings and minutes of such meetings, and
- (e) Schedule of elections, voters' list and election results during the election period.
- (f) Any other information related to the trade benefits.

### (48) MEMORANDUM, ARTICLES OF ASSOCIATION AND BYE-LAWS

Memorandum and Articles of Association of HOAP, including but not limited to the organizational structure and any bye-laws of the Association shall be within the provisions of these Trade Organizations Rules 2013, the Trade Organization Act (II of 2013), Companies Act 2017 (XIX of 2017) and the public notices issued by the Federal Government from time to time. Any other matter pertaining to the organizational structure, or operations of the Association not specifically provided in Trade Organizations Rules 2013, shall be provided for in the Memorandum & Articles of the Association.

Provided that any amendment made in Memorandum of Association and bye-laws shall be notified to the Regulator, by the Association:



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Provided further that the Federal Government may rescind, amend or otherwise modify any provision of memorandum and articles of association in case it is observed to be in conflict with provisions of the Trade Organizations Act & Rules 2013 made thereunder, the Companies Act 2017 and public notices issued by the Federal Government from time to time.

## (46) AMENDMENTS IN THE ARTICLES AND MEMORANDUM

Amendments in these Articles and Memorandum can be effected only by a Resolution passed by the Extraordinary General Meeting of the Association convened specially for this purpose, in accordance with these Articles. A proposal for amendments in the Memorandum and Articles of Association shall be passed by 2/3 majority of the Members present, and the quorum having being met and voting at such a meeting, provided that all amendments shall be subject to approval of the Government.

## (50) PROFESSIONAL DEVELOPMENT

The Office Bearers and the Executive Committee Members of the Association shall always follow best practices including undertaking continuing professional development in order to meet the requirements of their respective office and in view of the provisions of the Rules and the Trade Organizations Act 2013 and as reflected under the Memorandum and Articles of Association of HOAP or as notified by the Ministry of Commerce, Government of Pakistan from time to time

## (51) SEAL

The Executive Committee as soon as practicable provide for a common seal of the Association. The seal shall be deposited with the Secretary General at the Head Office and shall never be affixed to any document except in pursuance of a resolution of the Executive Committee. Deeds, bonds and other documents to be made under the Seal shall be deemed to have been duly executed on behalf of the Association, if sealed with the common seal of the Association, and signed by the Chairman, Senior Vice Chairman and Vice Chairman and countersigned by the Secretary General or by the person acting as Secretary General

## (52) FUNDS AND BANK ACCOUNTS

1. All the funds of the Association shall be deposited in a scheduled Bank or Banks by approval of the Executive Committee or Zonal Committee, as the case may be.
2. The funds of the Association shall be applied in defraying the expenses and shall be applicable in or towards all the activities Association and shall be subject to the general control and direction of the Board/ Executive Committee and/or Zonal Committee in respective zones.
3. The Bank Account(s) of the Head Office shall be operated by the joint signatures of Chairman, two members of Executive Committee being authorized for the purpose and the Secretary General or as determine by the Executive Committee. All the monies received by Head Office either via cash or cheques in respect to Membership, contribution funds, membership admission and subscription or charges realized by Association shall be promptly deposited in the HOAP's bank account(s)
4. The Bank Account(s) of the Zonal Offices shall be operated by the joint signatures of the respective Zonal Heads, two members of Zonal Committees being authorized for the purpose and the Zonal Secretary or as determine by the Zonal Committee. All the monies received by Zones either via cash or cheques in respect to Membership, contribution funds, membership admission and subscription or charges realized by Association shall be promptly deposited in the HOAP's Zonal Offices bank account(s)
5. The Association's Banks accounts signatories will be changed on retirement of the Office Bearers and Executive Committee members and new signatories shall be appointed by the newly elected Executive Committee
6. The Executive Committee and Zonal Committee shall provide for the safe custody of the seal, which shall not be affixed to any instrument except by the authority of a resolution of the Board/ Executive Committee or Zonal Committee authorized in that behalf and authorized signatories shall sign every instrument to which the seal shall be affixed

## (53) BOOKS OF ACCOUNT



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The Directors/ Executive Committee or Zonal Committee, as the case may be, shall cause to be kept proper books of account as required under Section 220 of the Companies Act 2017 so that such books of account shall be kept at the Registered Office or at such other place as the Executive Committee or Zonal Committee may think fit as provided in the said section 220 and shall be open to inspection by the Executive Committee during business hours.

### (54) INSPECTION BY MEMBERS

The Executive Committee shall from time to time determine the time and places for inspection of the accounts and books of the Association by the members not being Executive Committee members, and no member (not being an Executive Committee Member) shall have any right to inspect any account and book or papers of the company except as conferred by law or authorized by the Executive Committee Members or by the association in General Meeting.

### (55) ANNUAL ACCOUNTS

The Executive Committee Members shall as require by section 223 of the Companies Act 2017 cause to be prepared and to be laid before the Association in Annual General Meeting such financial statements duly audited and reports of the auditors and the Executive Committee as are required under the Companies Act 2017.

### (56) COPY OF ACCOUNTS TO BE SENT TO MEMBERS

A copy of financial statements along with the reports of Executive Committee and Auditors of the Association shall, at least twenty-one (21) clear days before the holding of the General Meeting, be sent to all the members and the persons entitled to receive notices of General meetings, in the manner in which notices are to be given as provided in section 53 of the Companies Act 2017.

### (57) INCONSISTENCY

Notwithstanding anything contained in these Articles, the provisions of Trade Organization Act and Rules will prevail to resolve if there is inconsistency between Articles and the said statutes.

### (58) WINDING UP

1. The provisions of the Companies Act 2017 as amended from time to time, regarding the winding up of a private company shall apply to the winding up or dissolution of the Association.
2. In the case of winding up or dissolution of the Association, any surplus assets or property, after the satisfaction of all debts and liabilities, shall not be paid or disbursed among the members, but shall be given or transferred to some other Association established under section 42 of the Companies Act 2017, preferably having similar or identical objects to those of the Association and with the approval required under the relevant provisions of the Income Tax Ordinance, 2001 and under intimation to the Securities and Exchange Commission of Pakistan.
3. With regard to winding up, the Association shall comply with the relevant provisions of the Companies Act 2017 and the conditions of License granted under section 42 of the Companies Act 2017 or any directions contained in a revocation order passed by the Securities and Exchange Commission of Pakistan under the said section 42 of the Companies Act 2017.

### (59) INDEMNITY

1. The Chairman, Senior Vice Chairman, Vice Chairman, Secretary General, Secretaries, members of the Executive Committee and Zonal Committees and all officers of the Association from time to time acting in relation to any of the affairs of the Association shall be indemnified out of the funds and assets of the association against all liabilities which they or any of them may incur by reason of any act done or action taken in their aforesaid capacity in the execution of their duty including defending all legal proceedings before any court of law.

## HAJJ ORGANIZERS ASSOCIATION OF PAKISTAN (HOAP)

2. Every officer or agent for the time being of the Association may be indemnified out of the assets of the Association against any liability incurred by them in defending any proceedings, whether civil or criminal, arising out of his dealings in relation to the affairs of the Association, except those brought by the Association against him in which judgment is given in his favour or in which they are acquitted or in connection with any application under section 492 of the Companies Act 2017 in which relief is granted to them by the Court

### (60) SECRECY

The Chairman, Office Bearers and every Executive Committee Member Zonal Committee Member Secretary General or Secretaries Auditor Trustee Member of Zonal Committees officer servant agent, accountant, or other person employed in the business of the association shall observe strict secrecy representing all transactions of the Association, and the state of account with individuals and in matters relating thereto and shall not reveal any of the matters which may come to his knowledge in the discharge of his duties except when required so to do by the Directors/ Executive Committee or the Association in general meeting or by a Court of Law and except so far as may be necessary in order to comply with any of the provisions herein contained

### (61) NOTICE

Notice shall be given by the Association to Members and Auditors of the Association and other persons entitled to receive notice in accordance with section 55 of the Companies Act 2017

We, the several persons whose names and addresses are subscribed hereto are desirous of being formed in to an Association in pursuance of this Article of Association.



Table with columns: No., Name, Designation, No. of Shares, Company Name, No. of Shares, No. of Shares, No. of Shares, No. of Shares. The table lists various companies and their shareholding details.

Handwritten signature or initials.

**JLFIQAR ALI LANGAH**  
 Deputy Director  
 Ministry of Cooperatives  
 and Consumer Protection



| No.                          | Name                   | Designation                        | CNIC No.      | Company Name                                    | PTN No. of           | Dir No.     | email              | Signature |  |
|------------------------------|------------------------|------------------------------------|---------------|---|----------------------|-------------|--------------------|-----------|--|
| 25                           | ABDUL WAHAB BASHIR     | Member Central Executive Committee | 422412470122  | AL SAFAR AIR & TRAVEL SERVICES PVT LTD          | APR022-0             | 0400287791  | info@al-safar.com  |           |  |
| 26                           | ABDULAZIZ AHMED        | Member Central Executive Committee | 327212470049  | TAWKAL TRAVELS & TOURS PVT LTD                  | 04ACT00-0            | 0234282418  | info@tawkal.com    |           |  |
| 27                           | MALIK ALI              | Member Central Executive Committee | 342047000041  | ALABHA E MADDOUR AIRLINES PRIVATE LIMITED       | 04010707             | 0001014110  | info@alabha.com    |           |  |
| 28                           | GHAFAR ULLAH           | Member Central Executive Committee | 423232017073  | ALFAHREK AIRWAYS TRAVEL & TOURS PRIVATE LIMITED | 1430097-2            | 04122816073 | info@alfahrek.com  |           |  |
| 29                           | MUHAMMAD FAYAZ SIDDIQI | Member Central Executive Committee | 2220210170737 | WORLDWIDE INTERNATIONAL TRAVEL & TOURS PVT LTD  | 24120211             | 04122846313 | info@worldwide.com |           |  |
| 30                           | LARIKA ABRA TALAM      | Member Central Executive Committee | 312016301700  | ALHAWA E ALTAHAWA AIR & TRAVEL GROUP PVT LTD    | 24210007-04235044073 |             | info@alhawaa.com   |           |  |
| Witness to Above Signatures: |                        | Date:                              |               | 19th March, 2020                                |                      |             |                    |           |  |
| Name: Fakhir Ullah           |                        | Designation: Manager               |               |   |                      |             |                    |           |  |
| NIC: 337014822101            |                        | Residentially: Pakistan            |               |   |                      |             |                    |           |  |

*Fakhir Ullah*

**LIQIAR ALI LANGAH**  
Deputy Director  
Directorate General of Trade Organizations  
Ministry of Commerce  
Government of Pakistan Islamabad

*Fakhir Ullah*  
30/03/2020  
19/03/2020

CERTIFIED TO BE TRUE COPY

