

**MEMORANDUM OF ASSOCIATION
OF
TRAVEL AND TOURISM ASSOCIATION OF GOA
as amended on 27 Nov 2017**

1. The name of the Association is “TRAVEL AND TOURISM ASSOCIATION OF GOA” and or “TTAG” hereinafter referred to as “Association”.

OFFICE

2. The Registered Office of the Society is situated at 609,Dempo Towers, Patto Plaza, Panaji, Goa – 403001.

AIMS AND OBJECTIVES

3. The aims and objectives of the Association are :
 - a) To promote healthy Tourism in Goa and collect and disseminate useful knowledge in the field of Travel and Tourism including compilation of statistical data.
 - b)To act as a forum to represent and promote the interest of the Association and its Members with the Government, other authorities and bodies related to the Tourism Industry in Goa as well as to regulate the relationship between Members interest and to seek to control activities of members which are prejudicial to the overall wellbeing of the tourism industry and the State of Goa.
 - c) To meet and work with leading personalities in the Travel and Tourism trade.
 - d) To provide a forum to meet and discuss matters and issues of mutual interest of all the members and the tourism industry.
 - e) Anyother matter complimentary or incidental and promotional to the above aims and objectives.
 - f) To protect and defend the interests of its Members.
 - g) To achieve the unity, welfare and prosperity of its Members.
 - h) To take up the common issues and offer assistance to individual issues/causes/problems of its Members in a representative capacity.
 - i) To help the Members in their hour of need.
 - j) To protect its Members from aggression or injustice.
 - k) To work for social, economic and cultural upliftment of Tourism in the state.

l) To maintain close contact as members with national trade organizations which will further the aims and objectives of the Association.

**RULES AND REGULATIONS
OF
“TRAVEL AND TOURISM ASSOCIATION OF GOA”**

DEFINITIONS

1. In the interpretation of these Rules, unless there is something inconsistent with the subject or context :
 - a) The Association means “TRAVEL AND TOURISM ASSOCIATION OF GOA”.
 - b) Organization means and includes Firms (Proprietary and Partnership), Limited Companies, Associations, Corporations and Corporate Bodies.
 - c) Office Bearers shall mean and include President, Vice-President, Secretary, Joint Secretary and Treasurer of the Association.
 - d) Circular shall mean any instructions issued by the Managing Committee in writing, in pursuance of the Memorandum of the Association, or any resolution adopted by the General Body or the Managing Committee of the Association.
 - e) Co-opted Members shall be those amongst the Members of the Association, co-opted to be the Members of the Managing Committee.
 - f) General Body of the Association shall mean a meeting legally convened of the active members of the Association and representative of the associate members or member association enrolled as a Member of the Association and invited by the President for the meeting.
 - g) Managing Committee shall mean and include the body duly constituted for managing the affairs of the Association, which shall comprise of the maximum number of 16, including:
 - i) President duly elected.
 - ii) Two Vice-Presidents duly elected.
 - iii) Immediate Past President irrespective of the term of the incumbent President.
 - iv) Secretary, Treasurer, Joint Secretary and Five Committee members should be selected to the Managing Committee by the President and the Two Vice President, jointly as decided.
 - v) Four co-opted members, which will necessarily include the Director of Tourism and Managing Director of Goa Tourism Development Corporation.
 - vi) The attendance for the meetings of the Managing Committee shall be only by the person elected or appointed on the Managing Committee.

2. MEMBERSHIP

There shall be two types of Membership:

a) ACTIVE MEMBERSHIP

i a) Travel Agents and Airlines, approved by IATA and/or recognized by the Department of Tourism, Government of India:

b) And/or Travel Agents and Airlines recognized by the Department of Tourism, Government of Goa and registered under the Goa Tourist Trade Act, 1982.

ii) Hotels as recognized by the Department of Tourism, Government of India and/or Department of Tourism, Government of Goa and registered under the Goa Tourist Trade Act, 1982 and/or classified under the central classification rules of the union ministry of tourism.

(iii) Tour Operators approved by IATO and/or as recognized by the Department of Tourism, Government of Goa and registered under the Goa Tourist Trade Act, 1982.

(iv) All Airline and Shipping Companies dealing in passenger traffic, General Passenger Sales Agents and Air Taxi Operators, Event Management and Entertainment companies with an office in Goa all registered by Govt. of Goa, Dept. of Tourism and or under the Goa Tourist Act 1982.

(v) Any apex registered non- commercial Association or body or entity engaged in the Tourism industry in Goa and duly recognized by the Government of Goa.

vi) All those in the tourism and hospitality trade and allied businesses related to the tourism industry in Goa including

a) Casinos having a valid casino operating license under the Goa Gambling Act.

b) Any Entertainment Centre, Theme park, Night Market or tourism activity approved by the Tourism Department and operating round the year with due licenses for the purpose granted by the State Government to operate the respective businesses.

c) Any of the persons or organizations engaged in the tourist industry shall be entitled to be an Active Member of the Travel and Tourism Association of Goa, provided that an application on this behalf, in the prescribed form is approved by the Managing Committee.

Provided that no organization having more than one establishment shall be eligible for more than one membership unless each establishment is an independent organization/person under the law.

Each member organization shall nominate one or more persons to represent itself in the Association. However only one such representative shall be eligible to participate at a time in the meetings and other activities of the Association. Such nomination shall be made by the respective organization in writing addressed to the President of the Association by a recognized member of such organization.

b)ASSOCIATE MEMBERSHIP

- i) All those in the Tourism Trade and falling under the purview of Active Membership but residing/having their registered offices outside the State of Goa and possessing equivalent registrations with their respective State/Union Governments.
- ii) All those engaged in the tourism industry in Goa and not specifically defined as “active members” including restaurants, entertainment clubs, night clubs, but duly registered with the Tourism Department under the Tourist Trade Act and having a declared annual turnover of over Rs.50 lakhs or such turnover as fixed by the Managing Committee from time to time.

3. FEES

- a) The Registration Fees, Annual Membership Fees, Building Fund Fees in various categories including fees for active and associate members shall be fixed from time to time by the Managing Committee and shall be reflected in the Rules framed hereunder and displayed on the website of the Association.

Such fees on being fixed by the Managing Committee shall be placed for approval at the ensuing General Body of the Association

4. MANAGING COMMITTEE AND ITS DUTIES

- a) The Managing Committee shall consist of :
 - (i) President
 - (ii) Two Vice-Presidents
 - (iii) Secretary
 - (iv) Joint Secretary (if necessary)
 - (v) Treasurer
 - (vi) Five Committee Members appointed by the President
 - (vii) The Immediate Past President provided he or she is not re-elected for the post of President.
 - viii)The Director of Tourism
 - ix)Managing Director of GTDC
 - x)A representative of the Associate members of the Association appointed by the president as a member of the Managing Committee.
 - xi)The Executive Secretary of the Association shall be invited and shall remain present for all the meetings but shall not be entitled to vote at the meetings. The Executive Secretary shall be the ex-officio member at the meetings of the Managing Committee and record all the deliberations of the meetings of the Managing Committee.

b) The President and two Vice-Presidents, one for North Goa and the other for South Goa shall be elected by the General Body and shall hold office for a period of two years commencing from the first of April. The Vice President North shall be elected by the active members having their registered offices in the North Goa and the Vice President South shall be elected by the active members having their registered offices in South Goa. The ballot papers for the election of the respective Vice-Presidents shall be separate for the North and the South of Goa.

c) The President, in consultation with the Vice-Presidents, shall appoint and designate the remaining Members to the Managing Committee.

d) The Managing Committee shall submit the Annual Financial Report together with the Audited Statements of Accounts to the General Assembly at its Annual Meeting within six months of the closing of the Financial Year.

e) The Managing Committee shall place at the disposal of the Auditors all the records to enable them to carry out their work and shall at the end of its tenure of office hand over the same, including Securities and Cash Balances to the new Managing Committee.

f) The President, the Secretary and the Treasurer shall be jointly responsible to attend to all the matters of the Association in consultation with the Managing Committee Members.

g) The Secretary shall oversee the work done by the secretariat and attend to all correspondence in consultation with the President.

h) The Treasurer shall oversee the accounting work done by the secretariat regarding all dues and ensure all accounts in order to be handed over to CA for finalization of Accounts at the financial year end.

i) The Treasurer shall be in-charge and responsible for all financial transactions and maintaining records thereof.

j) The Treasurer shall disburse and advance moneys with the consent of the Secretary/President and to be notified at any subsequent Managing Committee Meeting.

5. PROCEDURE FOR THE ELECTION OF THE PRESIDENT AND TWO VICE-PRESIDENTS

a) The election of the President and the Vice-Presidents of the Association shall be held at a Special General Body meeting of the Association which shall be held in the month of February on the day, place and time fixed by the Managing Committee. In the event that the Special General Body Meeting cannot be held in the month of February for reasons beyond the control of the Managing Committee, such meeting shall be convened in the month of March.

b) For the election of the Vice-President North and Vice President South, separate list of active members for the North and South Districts shall be made by the Secretariat and voting shall be held for each of Districts separately on the same day. The registered office of any organization or entity shall be the location of such organization for the purpose of voting. The list of voters shall be finalized and published on the TTAG website or notice board 15 days before the date of elections.

c) Notice in writing shall be served to all the Active Members by the Managing Committee at least fifteen days in advance of the date scheduled for election of the President/Vice-Presidents

d) Nominations for the post of President and Vice-President, one from the North and one from South Goa shall be from the respective district only and shall be proposed in the prescribed form. Each nomination must be proposed and seconded by one of the registered representatives of that Active Member.

e) The Members desirous to contest the Election for the post of President and the Vice-Presidents and the Members proposing and seconding the candidature of such persons should not be in default or under suspension.

f) The returning officer shall be either the Director of Tourism, The Managing Director of GTDC or Collector or Additional Collector of a District or any retired Judge who has retired at least as the Civil Judge Senior Division of a Taluka or a Chief Judicial Magistrate.

g) The nominations received shall be opened and scrutinized by the Returning Officer seven days before the election date, in the presence of any two Members duly appointed by the Managing Committee for this purpose. All the contestants shall have the right to remain present during the opening and scrutiny of the nomination forms.

h) Withdrawal of nominations if any shall be made in writing and will be allowed upto four days prior to the election date.

i) Voting, if considered necessary, in the event of there being two or more contestants, shall be held strictly by Secret Ballot only. No voting by proxy will be allowed.

j) Ballot Paper shall be printed by the Managing Committee with the names of the candidates in an alphabetical Order and shall be supplied to the Members to enable them to cast their votes at the time of Election at the venue of elections. All the Ballot Papers shall be signed on the reverse by the Returning Officer before being distributed and listed numerically and shall be tallied at the end of the election before the declaration of results by the return officer in the voting hall.

k) Only active members who are eligible and whose dues are all paid up shall be entitled to vote.

l) In the event of a tie in the Election Results, the winner will be decided by way of lots by the Returning Officer.

m) The Returning Officer shall count the votes immediately after the polling in the presence of the candidates and declare the results. The Returning Officer shall have the discretion to accept or reject vote/votes polled in the event of discrepancy or doubt as to the validity of the vote cast. The decision of the Returning Officer shall be final. The returning officer shall be called to decide the validity of votes only when one of the candidates objects and raises doubts as to the validity of any vote.

n) All the contestants shall have the right to remain present at the time of counting of votes.

o) Each member organization shall be entitled to propose and/or second only one nomination in each category and shall have only one vote.

p) In case of absence of nominations for any of the posts of President or Vice-Presidents the nomination shall be invited from the floor of the house on the date fixed for the election. Such candidate proposed from the floor of the house shall need a simple majority of the members present and voting to be elected and declared as a winner.

ELIGIBILITY FOR BEING ELECTED AS PRESIDENT AND THE TWO VICE-PRESIDENTS:

1. The following are the mandatory requirements for being elected to the post of the President.

- a) Should be an Active Member of the Association or representative of an active member who has been a member for a period of 5 years and above.
- b) Should have held the post of a Member of the Managing Committee for two terms
- c) Should have no dues either as fees or in any other manner payable to the Association.

2:

The following are the mandatory requirements for being elected to the Post of Vice-President.

- a) Should be an Active member of the Association or representative of an active member who has been a member for a period of 5 years and above.
- b) Should have held the post of a Member of the Managing Committee for one term.
- c) Should have no dues either as fees or in any other manner payable to the Association.

ELIGIBILITY FOR BEING IN THE MANAGING COMMITTEE:

The following are the mandatory requirements for being appointed as members of the Managing Committee.

A Should be an Active member of the Association or representative of an active member, who is a member for a period of 3 years and above.

6. MEETINGS OF THE MANAGING COMMITTEE

- a) The Managing Committee shall meet at least six times in a year on dates fixed by the President or requisitioned by at least four members of the Managing Committee.
- b) The President shall preside at all meetings and conduct the business of the day. In the absence of the President, the meeting shall be chaired by the Vice-President who has been elected for the purpose by the members present, and who shall discharge the duties of the President. In the event where the President, and two Vice-Presidents remain absent, the Members of the Managing Committee shall elect amongst themselves a Member to chair that meeting provided there are a minimum of six members present.
- c) The Secretary, under orders of the President, shall convene all the meetings of the Managing Committee and the Secretary shall record the proceedings of such meetings.
- d) All the decisions of the Managing Committee shall be carried by simple majority. In the event of a tie the President shall have a casting vote.
- e) In the event a member of the managing committee remains absent from the meetings of the managing committee for three consecutive meetings or more without intimation and without assigning reasons for their absence to the president or executive secretary before the date of the meeting he shall automatically be disqualified and the President shall replace him by appointing a new member. However he shall not be disqualified in case he has given reasons for his absence by way of a letter or email addressed to the Secretariat of the TTAG.
- f) The quorum required for the Managing Committee meeting shall be four including either the President or one of the Vice-Presidents and in the event of absence of the President and the two Vice-Presidents the quorum shall consist of six members.

7. ADDITIONAL POWERS OF THE MANAGING COMMITTEE

To make rules and regulations, create any bodies and any sub-committee and delegate required powers for its operations in case such formation or delegation is required. The same however shall be placed before the ensuing general body and approved therein failing which the same shall automatically lapse.

8. GENERAL ASSEMBLY

- a) The General Body shall have its Annual General Meeting within six months of the closing of the financial year to consider:
- (i) The Audited Statement of Accounts along with the Auditor's report which shall be presented by the Treasurer of the previous Managing Committee.
 - (ii) To approve the Budget for the next Financial Year.
 - (iii) To appoint an Auditor or Auditors for the ensuing year.

- (iv) To transact any business pertaining to the Accounts of which eight days prior written notice has been given to the Managing Committee.
- b) The General Body shall, besides the Annual General Body meeting and the meeting convened for the purpose of elections, be convened at least three times in a year, at a time and place to be notified by the Managing Committee at least fifteen days in advance.
- c) An Extraordinary General Body Meeting may be convened by the Managing Committee at any time to transact any business of a special nature. One fourth of the total number of members on the rolls shall be entitled to requisition an Extraordinary General Body Meeting by giving eight days notice to the Managing Committee and by notifying the business to be transacted. Notice for such General Body Meeting stating the business to be transacted shall be given to the members, at least fifteen days before the meeting by the Managing Committee.
- d) However, should the Managing Committee not convene the Extraordinary General Body Meeting, as requisitioned above within a period of fifteen days, after the date of notice, the requisitioning members shall be at liberty to convene the Extraordinary General Body Meeting after giving notice, to all the Members, at least fifteen days in advance, intimating the venue, date, time and the agenda.
- e) The General Body, both Ordinary and Extraordinary, shall have a quorum of one fourth of its total Membership of Active Members. If there is no quorum, the meeting shall be adjourned for a period of 30 minutes, after the lapse of which the meeting shall be reconvened and the agenda of the day taken-up for decision.
- f) All the resolutions of the General Assembly both Ordinary as well as Extraordinary shall be carried by a simple majority.
- g) The proceedings of the meeting of the General Assembly shall be recorded by the Secretary, in the Minutes book and the minutes recorded, shall be read and confirmed at the next meeting, and shall be signed by the President.

9.AUDITORS

- a) The General Assembly shall appoint Statutory Auditor/Auditors for the ensuing year and fix the remuneration.
- b) The said Auditors shall examine the Books of Accounts quarterly, and verify all the records of the association and bring to the notice of the Managing Committee, any irregularities.
- c) They shall submit to the Managing Committee, audited Accounts and a yearly audited Report.

10. FINANCIAL YEAR, MAINTENANCE & OPERATION OF BANK ACCOUNTS

- a) The Financial Year shall commence on the 1st day of April and terminate on the 31st day of March of the next year, unless and until a change is notified by the Department of Income Tax with regard to the Financial Year.
- b) The Managing Committee, at its discretion, shall be empowered to open, maintain and operate Savings Bank Accounts in any local Scheduled Banks/State Co-operative Banks.
- c) The Savings Bank Accounts shall be operated jointly by any two of the following Members of the Managing Committee, i.e. the President, the Secretary and Treasurer.

11. DEFAULT/SUSPENSION/TERMINATION

- a) The Managing Committee may suspend the membership of any member for default in the payment of the membership fee after giving thirty days Registered A.D. notice to the member. If the payment of the subscription is made within the said period of thirty days along with costs of the notice, such member shall not be suspended. Any member who has been suspended is eligible to renew its membership after payment of Rs.500/- as fine, within a period of six months of due date. Member organizations which do not pay their annual subscription within the said period of 180 days of due date without assigning any reason in writing, acceptable to the Managing Committee, shall be liable to lose their Membership.
- b) Member organizations which by word of mouth or deed or action, behave in a manner prejudicial to the interests of the Association, may be suspended or its membership terminated by the Managing Committee.
- c) Member organizations which do not attend six consecutive meetings are liable to be suspended from the membership of the Association. Such suspension shall not take place in case the member has given reasons for the absence/failure to attend. Absence for six consecutive meetings shall be a ground for termination of membership. However prior to such termination thirty days notice shall be issued to the said member. Any explanation or reason that may be offered by the said member shall be duly considered by the Managing Committee and then a decision taken in the matter.
- d) Any member who feels aggrieved by the imposition of the penalty or termination by the Managing Committee may appeal to the General Body, whose decision shall be final.

12. RESERVE FUND

Depending on the availability of surplus funds, the Managing Committee shall set aside by placing in Fixed Deposit/s the surplus as decided by the Managing Committee. Such placing in fixed deposit/s shall be reported to the general body at the ensuing meeting.

13. IMPEACHMENT/NO CONFIDENCE MOTION/RESIGNATION OF THE PRESIDENT

a) Impeachment

One third of the Active Members on the Rolls shall have the right to requisition an Extraordinary General Body Meeting to impeach the President, under the following circumstances only:

- (i) Insanity, established on medical grounds.
- (ii) Criminal misconduct, established by a competent Court of Law.
- (iii) Physical incapacity established on medical grounds. The requisitioning Members shall provide documentary evidence in support of any or all of the above to move a motion of impeachment.
- (iv) The vote will be carried by 2/3 of the Members present and voting.

b) No-Confidence Motion

One third of the active Members on the Rolls, shall have the right to requisition an Extraordinary General Body Meeting for the purpose of carrying a no-confidence motion against the President. However 2/3 of the requisitioning Members should remain present at the said meeting, failing which the above motion stands defeated. The no-confidence motion against the President shall be moved under the following conditions:

- (i) Embezzlement of the Funds of the Association.
- (ii) Non-functioning of the President in accordance with the Rules and Regulations of the Association.
- (iii) Unauthorized sale/mortgage/lease/hypothecation of the movable/immovable assets of the Association.

The motion shall be carried provided 2/3 of the Active Members present at this meeting vote in favour of the no-confidence motion.

c) Resignation

The President if he/she so desires to tender his/her resignation, shall do so by addressing a letter specifying therein his/her reasons for resigning to his/her Vice-President who stands in seniority by virtue of his/her organizations' existence in the Association over his other counterpart and who shall, on receipt of this resignation letter, convene an Extraordinary General Body Meeting and place the same before the General Assembly for its acceptance.

- d) The President and/or the Vice-President who ceases to be

representative of his/her member organization during the term of office, shall resign from the post of President and/or Vice-President from the date when he/she ceases to be such representative.

14. AFFILIATION

The Association may apply for membership of any other organization, Association or Body having similar aims or which can further the aims of this Association. The President, or any other person from the Managing Committee who has been appointed for the purpose, may represent the Association in such other body. Permission of the General Body shall be sought prior to such application being made. The vote shall be carried by a simple majority of members present and voting.

15. OFFICE SECRETARIAT

The Association shall have a Secretariat composed of an Executive Secretary and such other personnel as may be required from time to time.

The functions of the said Executive Secretary shall be the direction and execution of the day to day work of the Association and such other functions as the Managing Committee may decide from time to time.

The said Executive Secretary shall be answerable to the Managing Committee and shall be the highest officer of the Secretariat having supervisory powers over the other employees of the Association.

The salaries of the Executive Secretary and other personnel shall be decided by the Managing Committee from time to time.

16. AMENDMENTS

Subject to the provisions of the Societies Registration Act, 1860 Section 12, the provision of the Constitution may be amended at a Special General Body Meeting convened for this purpose, by a majority of 3/5 of Active Members present and voting.

The Managing Committee, on carefully scrutinizing and deliberating on the stated amendments, shall duly circulate the same along with its recommendations to all the Members of the Association giving notice of at least twenty-one days before convening the Special General Body Meeting as above.

17. a) MISCELLANEOUS

All Members are entitled to copies of the minutes of the resolutions taken by the Managing Committee prior to the date of the meeting of the General Body. Any member may obtain copies, of any resolution, decision, minutes of meetings, memoranda of any official business of the Association and copy of the constitution upon payment of a fee, on an application made on this behalf. The quantum of the said fee shall be determined by the Managing Committee from time to time.

Provided that any Member may inspect any books or records of the Association by giving three days notice to the President/Secretary. Such inspection shall be given during normal working hours.

b) RESEARCH AND ANALYSIS

The managing committee may create and establish a Research and Analysis wing of the TTAG so as to record and maintain data of all tourism activities, statistics of tourist arrivals, or such other data as may be necessary for the benefit of the members relating to hotels, restaurants etc. analyze the same and give periodical reports and projections as to the business projections, demand and supply etc. for the benefit of the members of the association.

c) CREATE AND ESTABLISH VARIOUS SUB-COMMITTEES SUCH AS:

- i) Beach cleaning Committee
- ii) Transportation Committee
- iii) Garbage Clearance, Segregation, Disposal and Treatment committee
- iv) Such other Committees as the Managing Committee may decide to establish or appoint to deal with any situation or issue that may arise in respect of Tourism in Goa.
- v) YOUTH COMMITTEE from within members of the Association. The appointment of the Youth Committee to be reported and ratified at ensuing general Body meeting.

18. DISPUTES

All matters or disputes or uncertainty arising in the interpretation of any of the Articles of the Constitution, or any part thereof, or any other dispute, shall be referred to the competent authority/ies, whose decision shall be final and binding.

19. DISSOLUTION

This Association may be dissolved at any Extraordinary General Body Meeting, convened specially for this purpose, by a majority of not less than 3/5 of the Active Members existing on the Rolls. On dissolution, the Funds shall be disposed off in the manner, the said General Body Meeting may decide, by a simple majority. However, no Members to receive any profits. The dissolution of the Association will be done keeping in view the provision of Societies Registration Act of 1860 under Section 13 & 14.