

ARTICLES OF ASSOCIATION  
OF  
PAKISTAN HOTELS ASSOCIATION

(Licensed under the Trade Organizations Act, 2013)

REGULATIONS:

1. The Regulation 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.

DEFINITIONS

2. In these Articles unless there is anything repugnant in the subject or context:
  - (i) "Association" means the "PAKISTAN HOTELS ASSOCIATION".
  - (ii) "Member" means any person, firm, company or corporation owning or managing a Hotel in Pakistan admitted as member of Association.
  - (iii) "HOTELS" means and includes "Hotels", Restaurants and/or Clubs within Hotel premises for Gym and Bar purposes".
  - (iv) "Articles" means these Articles of Association as originally framed or as altered from time to time by Special Resolution.
  - (v) "Extraordinary Resolution" and "Special Resolution" have the meanings assigned to them respectively by the Act.
  - (vi) "Committee" means the "Executive Committee" which shall be responsible for the Management and Administration of the Association.
  - (vii) "Office Bearers" means Chairman, Senior Vice Chairman, and Vice Chairman of the Association.
  - (viii) The "Secretary General" means the Secretary General of the Association.
  - (ix) "Act" means the Trade Organizations Act, 2013 (II of 2013) for the time being in force.
  - (x) "Rules" means the Trade Organizations Rules, 2013



- (xi) "Regulator" means Regulator of the Trade Organization appointed by the Federal Government to perform the functions of the Regulator of this Act.
  - (xii) "The Companies Act" means the Companies Act of 2017 or any other statutory enactment in place of said Act for the time being in force.
  - (xiii) "Register" means the Register of Members of Association kept in pursuance of Section 119 of the Companies Act, 2017.
  - (xiv) "Resolution of Association" means any resolution passed at any meeting convened to take decision while adhering to the provisions of Section 131 to 152 of the Act.
  - (xv) "Seal" means the Common Seal of the Association.
  - (xvi) "Month" means a calendar month.
  - (xvii) "Year" means the year beginning from 1<sup>st</sup> January and ending on 31<sup>st</sup> December.
  - (xviii) "In Writing" and "Written" include printing, lithography and other modes representing or reproducing words in a visible form.
  - (xix) Words indicating the singular number shall include the plural number and vice-versa. Words signifying persons shall apply mutatis mutandis to firms, corporations or joint stock companies
  - (xx) Words indicating the masculine gender shall include feminine gender.
  - (xxi) Words indicating person include bodies corporate or not incorporated.
3. (a). All other expression defined in the Act shall have the meaning assigned to them in the Act.
- (b). When any provision of the Act is referred to, the references shall be to such provision as modified by any statutory enactment for the time being in force.

#### LIMIT OF MEMBERS

For the purpose of registration, the Association hereby declares to consist of unlimited number of members.

#### PURPOSE

5. The Association is established for the purposes expressed in the Memorandum of Association, i.e.



- (i) formed as a limited company within the meaning of the Act.
- (ii) formed with the object of promoting Hotel Industry or any combination thereof.
- (iii) prohibits payment of any profits to its members; and
- (iv) applies its income and profits for achieving its objects.

6. **CLASSIFICATION OF MEMBERS**

- (a) The subscribers to the Memorandum of Association and such other persons as may be admitted to membership hereafter in accordance with these Articles, shall be members of the Association and their names shall be entered in the Register of Members as Corporate and Associate Members:
  - (i) Corporate Members of the Association, which are a body corporate or a multinational corporation with its head office or branch office in Pakistan or a sales tax registered business concern having annual turn-over of not less than fifty million Rupees.
  - (ii) Associate Member of the Association, which is not a body corporate or a multinational or a sales tax registered business concern having annual turn-over of not less than fifty million Rupees.
- (b). Any person, firm, company or corporation owning or managing a hotel in Pakistan shall be eligible for membership of the Association.

**ELIGIBILITY FOR MEMBERSHIP**

- 7. Any person, firm, company or corporation owning or managing a hotel in Pakistan shall be eligible for membership of the Association, provided that it is carrying on business as Hotel and / or firm, company or corporation owning or managing a hotel in Pakistan and fulfill the criteria as provided in Rule 11 (a to e) of Trade Organizations Rules, 2013.
- 8. Any person, firm, company or corporation desirous of becoming a member, shall be eligible for grant or renewal of membership of the Association as Corporate and Associate Member having valid national tax number and sales tax registration, if applicable.
  - (a) And shall sign and deliver an application in the prescribed form of the Association, containing rates of Subscription and Admission Fee prescribed and revised from time to time for 1 to 5 Star Hotels;
  - (b) The application for grant of membership would be proposed and seconded by existing members of the Association;





9. Every application for the membership of the Association shall be made on a form prescribed by the Association and submitted by the Applicant to the Secretary General together with the first year's Membership Fee subscription and the admission fee.
10. Every individual business concern firm or joint stock company desirous of becoming a member of the Association shall "submit to the Secretary General, membership application form. The application so received shall be placed before the next meeting of or circulated amongst the Executive Committee which may accept or reject the same for the reasons specified in the rejection order. The Executive Committee of the Association shall have full right to accept or reject any application of membership without assigning any reason.
11. In case of rejection, the admission fee and annual subscription paid by the applicant, shall be refunded to him and no further application shall be entertained from him for a period of one year from the date of rejection of his last application.

#### DURATION OF MEMBERSHIP

12. The Membership of the Association shall be for a period of one year and shall expire on the 31<sup>st</sup> day of March every year, irrespective of the date of grant of Membership.

#### Renewal of Membership:

13. The Membership shall be renewable on annual basis subject to fulfillment of the following conditions:
  - (a). Payment of prescribed fee within the time stipulated for the purpose but not later than 31<sup>st</sup> of March; and
  - (b). Proof of filing returns of Income Tax and Sales Tax if applicable, for the preceding year.
  - (c). The annual membership subscription shall become due to payment on the 1<sup>st</sup> April each year and shall be for the period ending 31<sup>st</sup> March of that year. A notice for payment shall be sent to all members at least 30 days in advance of the due date. If a member name is removed from the Register of Members due to non-payment in spite of various reminder notices in writing from the Association, he shall not be readmitted as a member, unless he has paid the admission fee afresh and cleared all the dues outstanding against him.

#### ADMISSION FEE

14. Every member will be required to pay admission fee at the rate determined by the Executive Committee from time to time. Any firm being a member of the Association shall have, on changing the Firm's name or on change of



constitution of the firm, to put in a fresh application for membership. However, no admission fee shall be charged, provided the Applicant has taken over the assets and accepted the liabilities of the original firm. In any case the Executive Committee shall be competent to decide such cases on merit.

#### MEMBERSHIP FEE

15. In addition to the Admission Fee payable as provided in Article-14, every member shall annually pay Membership Fee by 31<sup>st</sup> March each year, for the year. The Membership fee may be varied from time to time by the Executive Committee, subject to approval of the General Body and Regulator.

#### RIGHTS AND PRIVILEGES OF MEMBERS

16. Subject to the provision of these Articles or any bye-laws and/or rules of the Association for the time being in force, a member shall, among other, have the following rights and privileges:
- (a) To take part in the management of the affairs of the Association.
  - (b) To take advantage of all funds and property in the possession of the Association for the attainment of aims and objects of the Association.
  - (c) To take advantage of all the information and records available with the Association.
  - (d) To obtain a copy of the Annual Report and audited Statement of Accounts of the Association.
  - (e) To obtain a copy each of all the publications of the Association either free of cost or at such price, as the Committee may decide from time to time.
  - (f) To participate in the General Meetings of the Association
  - (g) To convene ordinary or extra-ordinary General Meetings in conjunction with other members of the Association in accordance with the provision made in this Articles.
  - (h) To stand for election as representative of the Association on any non-political public or private body.
  - (i) To seek assistance of the Association for securing all reasonable facilities for the development of his business.
  - (j) To inspect and examine books of accounts and other documents, register 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 Committee or by a resolution of the Association in a General Meeting.



