

# **MEMORANDUM OF ASSOCIATION OF Pakistan AIDS Control Federation**

- I. The name of the Company is **Pakistan AIDS Control Federation**
  - i. The registered office of the Company shall be situated in Islamabad
  - ii. The objects for which the Company is established are as follows:
2. To prevent and control STIs (Sexually Transmitted Infections), HIV (Human Immunodeficiency Virus), AIDS (Acquired Immune Deficiency syndrome) and to work in the field of sexual and reproductive health and to encourage, create, build, strengthen, and enhance technical and managerial capacity among all development agencies of non commercial character including non profit, non governmental organizations (NGOs) and community based organizations (CBOs), support organizations for NGO's and CBOs, development organizations, development support agencies, and government development agencies by undertaking:
  - iii. To initiate, establish, sponsor, coordinate, and manage a network in order to prevent and control STIs, HIV/HIDS and sexual and reproductive health and generally to share information in relation thereto, to develop training institutions and training units of development agencies and other organizations engaged in STIs, HIV/HIDS and sexual and reproductive health
  - iv. To improve, acquire, adapt, develop, create, design, transmit, disseminate, and utilize training curricula, and training materials on STIs, HIV/HIDS and sexual and reproductive health, but not limited to, the subjects of organizational development, including community organizations, institutional development, development planning and management, resource mobilization, project management, budgeting and financial management, as well as technical training in the management and development of STIs, HIV/HIDS and sexual and reproductive health and all other subjects related to the same:
  - v. To conduct, coordinate, facilitate, organize training courses and training workshops for staff, associates, beneficiaries of the Company, development agencies affiliated with the Company, or with the training network of the Company with regard to STIs, HIV/HIDS and sexual and reproductive health:
  - vi. To create, establish, manage, and maintain documentation and information resource centres for furthering the objectives of the Company in relations to STIs, HIV/HIDS and sexual and reproductive health;
  - vii. To establish an institute of institutes as may be necessary, to realize the Company's efforts to consolidate, institutionalize, and disseminate, innovative, tried and tested initiatives and strategies of STIs, HIV/HIDS and sexual and reproductive health.

3. To acquire, adapt, develop, conduct research or action research, and disseminate technologies in all sectors related to STIs, HIV/HIDS and sexual and reproductive health.
4. To ensure and promote access to treatment, Human Rights, care and support to the people living with HIV/AIDS and their families
5. To organize Groups of people living with HIV/AIDS and strengthen their capacity in playing their role in advocacy, access to treatment, care and support .
6. To advocate for introducing Rights based policy and creating conducive environment for those either suffering or having threats and are vulnerable to HIV and AIDS.
7. To provide or procure the provision by others, of every and any service, need want or requirement, particularly STIs, HIV/HIDS and sexual and reproductive health by any person, firm company corporation, institution or local authority in all or any of the fields connected or associated with the objectives of the Company.
8. To provide all services required in STIs, HIV/HIDS and sexual and reproductive health, staff training, staff development, training needs assessment, training materials production, development of training tools and methodologies, evaluation or training courses, effectiveness of training, training follow up, to members of the Company, members of the subsidiary network, STIs, HIV/HIDS and sexual and reproductive health agencies affiliated with the Company or other users of Company services.
9. To establish provincial and regional consortium/networks and undertakes support and undertakes support and efforts to build capacity of national and provincial consortiums , networks and their member organizations, working for the prevention and control of STIs, HIV and AIDS, and sexually reproductive health and its related issues.
10. To identify, encourage, mobilize, involve, train, re-train, hire, sponsor, utilize and liaise with, collaborate with, and network with STIs, HIV and AIDS, and sexually reproductive health institutions, and professional staff of STIs, HIV and AIDS, and sexually reproductive health toward the fulfillment to achieve the objectives of the Company.
11. To develop standards and performance indicators to evaluate quality of training courses, training curricula, training materials and trainers.
12. To create, acquire, adapt, develop, computerize, upgrade, expand, and disseminate databases on STIs, HIV and AIDS, and sexually reproductive health, training courses, training tools, training materials, training methodologies, training institutions, training facilities and STIs, HIV and AIDS, and sexually reproductive health projects.
13. To establish, maintain and manage a library specializing in all kinds of published and unpublished documentary materials on STIs, HIV and AIDS, and sexually reproductive health, including books, handbooks, monographs, reports, guidelines, manuals, journals, periodicals, newsletters, pamphlets, handouts, as well as audio-visual materials including posters, flipcharts, audio cassettes, slides, audio-visual cassettes, filmstrips, microfiche, celluloid films and all other media as may be required.
14. To acquire, adapt, emulate, translate, buy, sell, market, distribute, exchange or otherwise dispose of, store, hold, package, use, experiment with, handle and generally deal in STIs, HIV and AIDS, and sexually reproductive health materials, training tools, audio-visual

aids, and all products, by-products, or components thereof in keeping with the objects of the Company.

15. To encourage, support, subsidise, strengthen, and replicate models of, and strategies for, sustainable project on STIs, HIV and AIDS, and sexually reproductive health on community participation and local resource mobilization.
16. To acquire through lease, hire, purchase or otherwise from any person, institution, or government agency, any property or assets as the Company may deem necessary for the furtherance or advancement of its objectives regarding STIs, HIV and AIDS, and sexually reproductive health.
17. To provide, endow, furnish, and equip any of its property with all necessary furniture, instruments and other equipment and maintain and manage offices, premises, centres, institutions and other establishments or institutions for furtherance and advancement of the objects of the Company.
18. To construct, maintain and alter any buildings or erections and to provide the same with all proper and necessary fixtures, furniture, fittings, apparatus, appliances, conveniences and accommodations.
19. To advance money or give credit, either with or without security, to such persons or companies and on such terms as may seem expedient and, in particular, where the same is desirable in the interests of the Company and to persons or companies having dealings with Company, and to guarantee the performance of any contract or obligation and the payment of money to or by any person or company, and generally to give guarantees and indemnities.
20. To borrow or secure money on such terms and on such security, if any, as may be thought fit to strengthen the projects on STIs, HIV and AIDS, and sexually reproductive health.
21. To open and operate a banking account or banking accounts and to draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, bills of lading, warrants, drafts, cheques, bonds, debentures and other negotiable or transferable instruments on behalf of the company to achieve the objects.
22. To print and publish any periodicals, books, newsletters, or leaflets in furtherance of Company's objects regarding STIs, HIV and AIDS, and sexually reproductive health.
23. To invest the monies of the Company not immediately required, in such manner as the Company thinks fit for the achievements of its goals.
24. To enter into any arrangements with any governments and authorities, supreme, municipal, local or otherwise or any person or company that may seem conducive to the objects of the Company or any of them, and to obtain from any such government, authority, person or company any rights, privileges charters, contracts, licenses, and concessions which the Company may think it desirable to obtain and to carry out, exercise and comply therewith.
25. To accepts grants from any governments or agencies or authorities, public bodies corporation, companies or persons of money, movable and immovable property, donations, gifts, subscriptions, devises, bequests and other assistance with a view to promoting the objects of the Company, and in receiving any gift of property to take the same either

unconditionally or subject to any special conditions which may be prescribed by the donor in writing.

26. To take such steps by personal or written appeals or otherwise as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Company in the shape of donations, annual subscriptions or otherwise and to promote, assist in the promotion of or otherwise participate in fetes, bazaars, theatrical performances, concerts and other forms of entertainment and such other schemes or things as have for their object or any of their objects the raising of money for the purposes of the Company objects.
27. To establish and maintain or procure the establishment and maintenance of any contributory or no-contributory provident, pension, or superannuation funds for the benefit of, and to give or procure the giving of donations, gratuities, pensions, allowances benefits, or emoluments to any persons who are or were, at any time, in the employment of the Company or of any society or company allied to or associated with the Company, and the widows, families and dependents of any such persons, and to make payments to or towards the insurance of any such persons as aforesaid, and to do any of the matters aforesaid either alone, or in conjunction with any such other society or company as aforesaid.
28. To establish and support or aid in the establishments and support of associations, institutions, funds, trusts and conveniences calculated to benefit employees or past employees of the Company, or the dependents or connections of any such employees, to grant pensions and allowances, and to make payments towards insurance, to subscribe or guarantee money for any STIs, HIV and AIDS, and sexually reproductive health, educational or benevolent object, or for any exhibition, or for any public, general or useful object or for any purposes which may be considered likely, directly or indirectly to further the objects of the Company.
29. To collaborate and develop partnership with any other association or company having objects similar to those of the Company.
30. To promote or assist in the promotion of any company or association having objects similar to the objects of the Company and also any company or association the objects of which are calculated either directly or indirectly to benefit the Company in the attainment of any of its objects.
31. To seek relief from income tax on donations and contributions to the Company, withholding tax, and all other exemptions as may be permissible to similar not for profit companies under the existing laws of the country.
32. To obtain any provisional Rule, Order, Statue or other legislative provision or enactment for enabling the Company to carry out any of its objects into effect, or for effecting any modification of the constitution of the Company, or for any other purpose which may seem expedient, and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests.
33. To facilitate programs and activities through Provincial/Regional Consortia/Networks.
34. To strengthen the capacity of Regional and Provincial consortia for implementation of all programs, projects, activities, campaigns etc. These activities will be implemented through the constituent Provincial/ Regional consortia/networks.

35. Company:

- i. To do all such other charitable things as are incidental or conducive to the attainment of the above described objects. It is hereby declared that the word “company” in this Clause except where used in reference to the Company, shall be deemed to include any partnership or other body or persons, whether incorporated or not, and whether domiciled in Pakistan or elsewhere, and the intention is that the objects specified in each of the paragraphs of this Clause shall be regarded as independent objects and powers, and accordingly shall be no way limited or restricted (except when otherwise expressed in such paragraphs) by reference to, or inference from, the terms of any other paragraphs or the name of the Company but may be carried out in as full and ample a manner, and construed in as wide a sense as if each of the said paragraphs defined the objects and powers of a separate and distinct company. The meaning of any general word or words in any paragraph of this Clause shall not be restricted by being construed “ejusdem generis” with any particular word or words in the same paragraph.
- ii. The income of the Company when so ever derived shall be applied solely towards the promotion of the objects of the Company, as set forth in the Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus, remuneration or grant of other benefits, by way of profit, or otherwise howsoever, to the Members of the Company. Provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officers or servants of the Company or any other person except a Member in return for any services actually rendered to the Company nor prevent the payment of interest on money borrowed or rent for any property leased or hired from any person other than a member of the Company. No Member of the Company shall be appointed to any salaried office of the Company, or any office of the Company paid by fees and that no remuneration or other benefits in money or monies worth shall be given by the Company to any Director, except reimbursement for out of pocket expenses and other payment as permissible under law.
- iii. No addition, alteration or amendment shall be made to or in the provisions or regulation contained in the Memorandum of Articles of Association for the time being in force unless the same shall have been previously submitted to and approved by the Corporate Law Authority.
- iv. The liability of the members is limited.
- v. Each founder member of the Company undertakes to contribute to the assets of the Company in the event of its being wound up while he is a member, or within one year afterwards, for payment of the debts and liabilities of the Company contracted before he ceases to be member, and of the costs charges and expenses of winding up and for adjustment of the rights of the contributories among themselves a sum not exceeding Rs. 50,000/- (Rupees Fifty thousand only).
- vi. Notwithstanding what is stated herein before, if upon the winding up or dissolution of the Company there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall be given or transferred to some society or organization or societies or organizations having objects similar to the objects of the Company and which shall prohibit the distribution of its or their income among its or their members to an extent at least as great as is imposed on the Company under or by virtue of Clause iv hereof, such society or societies or organization or organizations to be determined by the Member of the Company at or before the time of dissolution.
- vii. The Company shall not claim patronage of any Government or authority, express or implied unless such Government or authority has signified its consent thereto in writing.
- viii. The Company is a Public Company established under the Companies Ordinance 1984.

We, the several persons whose names and addresses are described below are desirous of being formed into a Company in pursuance of this Memorandum of Association.

S. No.	Name and Surname (Present & former Name in full (in Block Letters))	Father's / Husband's Name in full	Nationality with any former Nationality	Occupation	Residential Address in full	Signature
1.	Raja Khalid Mehmood 37405-6277023-3	Raja Khan Zaman	Pakistani	Businessman	House No. SA-917, Rajput Street, Service Road, Sadiqabad Rawalpindi	
2.	Ishtiaq Ahmed 71501-5665677-9	Nisar Ahmed Khan	Pakistani	Businessman	Mohalla, Domiyal, Gilgit City	
3.	Shouket Ali 42201-1505426-3	Abdur Rehman	Pakistani	Businessman	315- Roseland, Square Dolly Khata, Soldier Bazar Tehsil & District Karachi	
4.	Sarbuland Khan Jogezeai 56302-0849349-1	Nasrullah Khan Jogezeai	Pakistani	Businessman	Kili Zangiwal, Tehsil & District Loralai, Baluchistan	
5.	Muhammad Ismail 17301-1320725-9	Sanab Gul	Pakistani	Businessman	Mohallah Qamral Village & P.O. Marghuz, District Sawabi	
6.	Raja Muhammad Abid 61101-2958717-1	Raja Muhammad Ashraf Khan	Pakistani	Businessman	Village Katkair, P.O. Rahim Kot, Tehsil & District Muzzafarabad, AK	
7.	Syed Amjad Hussain Shah Gardezi 82101-3297654-1	Syed Abdur Rehman Shah	Pakistani	Businessman	Village and Post Office, Chaman Kot, Tehsil Dhirkot District Bagh AK	
8.	Alamzeb Khan 17301-1469144-7	Mohammad Ibrahim Khan	Pakistani	Businessman	House # 59-A, Street 9, Sector G-3, Phase-2, Hayatabad, Peshawar	
9.	Syed Tahir Mehmood Shah 37301-3274621-5	Syed Niaz Ali Shah	Pakistani	Businessman	Al- Raza, Shadab Road, Jhelum	
10.	Abdul Qadir 54400-8256466-1	Maskeen	Pakistani	Social Work	H # 8-6/32 Zareef Streef, Kasi Road Shaldara Quetta	
11.	Dr. Mumtaz Hussain Qazi 42201-6618464-1	Ghulam Ali	Pakistani	Businessman	B-26, Noman Heaven, Block-15, Gulistan-e- Johar, Karachi	
12.	Ejaz Ahmed 71501-0207716-7	Sultan Mehmood	Pakistani	Businessman	Mohalla Amphary, Gilgit	

Dated

Witness to above Signature

Name

Full address

Signature