

PROJECT MANAGEMENT INSTITUTE BANGALORE INDIA CHAPTER

ANNEXURE B – COMPARATIVE CHART OF PROPOSED AMENDMENTS TO RULES AND REGULATIONS

Amendment No 1.

Article I – Name, Principal Office; Other Offices		
Section 1. – Name / Non-Profit Incorporation		
Existing Provision	Proposed Amendment	Nature of Change and Board’s comments
<p>This organization shall be called the Project Management Institute, Bangalore India Chapter (hereinafter “the Chapter”). This organisation is a CHAPTER chartered by the Project Management Institute, Inc. (hereinafter “PMI®”) and separately incorporated as a non-profit, tax exempt corporation (or equivalent) organised under the laws of KARNATAKA, India.</p>	<p>This organization shall be called the PMI Bangalore India Chapter (hereinafter “the Chapter”). This organisation is a CHAPTER chartered by the Project Management Institute, Inc. (hereinafter “PMI®”) and incorporated as a Society under the Karnataka Societies Registration Act, 1960.</p>	<p>As per section 4 of the Charter Agreement, <i>“The Chapter shall bear the name identified above and agreed to in the Execution section of this document.”</i></p> <p>In the said agreement, the Chapter is mentioned as “PMI Bangalore India Chapter”, whereas in the Memorandum of Association & Rules and Regulations the name is “Project Management Institute, Bangalore India Chapter”.</p> <p>Therefore, this amendment is proposed to bring in consistency between the two documents.</p> <p>Further, regarding replacement of</p> <p>“separately incorporated as a non-profit, tax exempt corporation (or equivalent) organized under the laws of KARNATAKA, INDIA”</p> <p>with</p> <p>“incorporated as a Society under the Karnataka</p>

		<p>Societies Registration Act, 1960”.</p> <p>It may be noted that the term “Non Profit, Tax Exempt Corporation” will bring the Chapter under the ambit of The Companies Act, 2013, which is not the case.</p> <p>The Tax exemption is a separate privilege extended to the Chapter on the merits of the Income Tax Act, 1961 and is subject to scrutiny from time to time.</p> <p>Therefore, to bring clarity on the applicable law with relation to the existence of the Chapter, this amendment is proposed.</p>
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Amendment No 2.

Article I – Name, Principal Office; Other Offices Section 2.		
Existing Provision	Proposed Amendment	Nature of Change and Board’s comments
The PMI Bangalore India Chapter shall meet all legal requirements in the jurisdiction(s) in which the PMI Bangalore India Chapter conducts business or is incorporated/registered.	The Chapter shall comply with all legal requirements in the jurisdiction(s) in which the Chapter is registered and conducts business.	As a Society the Chapter is only Registered and not Incorporated. Therefore, to bring clarity and consistency with the applicable laws this amendment is proposed.

Amendment No 3.

Article I – Name, Principal Office; Other Offices Section 3.		
Existing Provision	Proposed Amendment	Nature of Change and Board's comments
<p><u>Section 3. Principal Office; Other Offices.</u> The principal office of the CHAPTER shall be located in BANGALORE in the state of KARNATAKA OF REPUBLIC OF INDIA. The Chapter may have other offices such as Branch offices as designated by the Chapter Board of Directors. The Chapter shall have its office located at 13, Suryasthan Apartments, Ground floor, Andree Road, Shanthi Nagar, Bangalore- 560027.</p>	<p><u>Section 3. Principal Office.</u> The principal office of the CHAPTER shall be located in BANGALORE, Karnataka, India.</p>	<p>The address of the Chapter is an administrative function and can change any time based on various factors. Including the current address in the Rules and Regulations will bind the Chapter to that location, and every change of office will demand an amendment to the Rules and Regulations, which is best avoided.</p> <p>Further the Chapter cannot open Branch Offices without the prior approval of the PMI, which will warrant a change to these Rules and Regulations.</p> <p>Therefore, this amendment is proposed.</p>

Amendment No 4.

Article II– Relationship to PMI Section 1.		
Existing Provision	Proposed Amendment	Nature of Change and Board's comments
<p>The Chapter is responsible to the duly elected PMI® Board of Directors and is subject</p>	<p>The Chapter is responsible to the duly elected PMI® Board of Directors for the terms</p>	<p>The wording of the proposed amendment is as mentioned in the charter agreement.</p>

<p>to all PMI®'s policies, procedures, rules, directives lawfully adopted.</p>	<p>and conditions in the Charter Agreement, and is subject to all policies, procedures, rules, directives, and requirements lawfully approved or authorized by the PMI Board provided they are not contrary to the laws of the country of the Chapter.</p>	<p>Therefore, in order bring about consistency between the two documents, this amendment is proposed.</p>
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Amendment No 5.

<p>Article V, – PMI – Board of Directors Section 2.</p>		
<p>Existing Provision</p>	<p>Proposed Amendment</p>	<p>Nature of Change and Board's comments</p>
<p>----- (None), Addition</p>	<p>The Board of Directors shall adopt a written “Conflict of Interest Policy” to protect the interest of the PMI Bangalore India Chapter and PMI Inc. viz a viz personal, professional, business, financial or any other kind of interest, whatsoever, of Board member(s) or any other individual, legal entity, organization, corporate, interest group, to which the member owes a duty of loyalty. The Policy shall define “Conflict of Interest”, its management and resolution process, etc. The policy shall be binding on all members of the Board and reviewed regularly.</p>	<p>These provisions are proposed to be added to Section 2 of the Article V.</p> <p>These provisions have been inserted to protect the interest of the PMI Bangalore India Chapter and PMI Inc.; and to protect all information disclosed in trust to members of the board.</p>

	<p>The Board of Directors shall adopt a written “Non-Disclosure Policy” to protect all information disclosed in trust to members of the board from falling into hands of any other individual, legal entity, organization, corporate, interest group, to which the member owes a duty of loyalty. The Policy shall define “Confidential information”, exceptions to confidentiality, destruction of data whether store physically, electronically, or in any other manner whatsoever, period of enforcement, implication for breach of confidentiality etc. The policy shall be binding on all members of the Board, and reviewed regularly.</p>	
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