



# Association of Investigators & Detectives Bye-laws



# **Association of Investigators & Detectives (AID)**

## **Bylaws**

### **ARTICLE - I**

#### **NAME AND LOCATION OF THE ASSOCIATION**

The name of this association shall be the Association of Private Investigators & Detectives. Hereinafter known by the acronym AID.

The principal office for the transaction of business of the association, principal executive office, is located in the Koparkhairane, Navi Mumbai, Maharashtra, India.

The Board of Directors may by resolution change the location of the principal executive office and may by resolution establish branch offices at any place where the association is qualified to do business.

### **Article II**

#### **PURPOSE, OBJECTIVES AND DEFINITION**

**Section 1. Purpose** — The purpose of this Association shall be as set forth in its Articles of Incorporation.

#### **Section 2. Objectives**

The objectives and purposes of the Association of Private Investigators & Detectives are as follows:

1. To provide leadership in education and professional development, focusing on management skills as well as technical expertise by providing Systematic Training to investigators through 3 tier programs.
2. Co-ordinating with various concern authorities to get authentication for the Private Investigation in India and for licensing of Investigators
3. Developing common digital platform for Investigators for uniform reporting and sharing 1<sup>st</sup> hand information to the client and Insurers
4. To provide the vehicle to promote and establish chapters and ProLinks consisting of professional Investigators and Detectives on the basis of geographical regions



5. To establish and conduct such offices, and committees, as are necessary and incidental to the activities of AID
6. Generating employment opportunities for dynamic individuals under Skill development Program to enhance practice of private investigation.
7. To provide an interchange of information and ideas between members and also other related professional by setting up E-library and periodic publication of News articles & Magazines, through seminars and meetings.
8. To develop policies for Welfare of Investigator members through various insurance and professional coverage schemes
9. To encourage membership in AID
10. To Enhance the ethical standards of private Investigators, financial management, and time management in profession

### **Section 3. Definition**

**PRIVATE INVESTIGATOR**—The private investigator is defined as a professional who gather information, search records to uncover clues, conduct surveillance, collect evidence, verify authenticity of clues, information, facts and documents and report the facts of the case to his assigner

Verify employment, income, and other facts about a person.

Investigate computer crimes and information theft.

ENTITIES AVAILING SERVICES OF PRIVATE INVESTIGATORS & DETECTIVES ARE

Law firms, Corporations, Insurance Companies, Corporate companies, Matrimonial agencies & Individuals

## **Article III**

### **MEMBERSHIP**

**Section 1. Eligibility for Membership** — Individuals actively engaged in the profession of investigation, who meet the requirements of the Bylaws and such other requirements as the Board of Directors may establish shall be eligible for membership in the Association.

Membership includes affiliation to one of AID's Chapters. Applicants have the option to select affiliation with an existing chapter of their choice. In the event that applicants do not indicate their chapter affiliation, the applicants will remain as "undecided".



**Section 2. Honorary Members** — Honorary members shall be individuals approved by the Executive Committee on the basis of their accomplishments and services in or for the Association or industry. Members of this class shall pay no dues, may not vote but may hold an ex officio position as determined by the Board of Directors from time to time.

**Section 3. Life Members** — Past Presidents of the Association who have retired from full-time employment may be elected to this class, at the discretion of the Executive Committee. Members of this class shall pay no dues and may not vote or hold office in the Association.

**Section 4. Student Members** — Student membership shall be available to individuals actively enrolled in a training program leading to qualification as a Member.

This class of membership shall not be open to individuals who otherwise qualify for membership. Members of this class may not vote or hold office in the Association. Student membership includes affiliation to one of AID's Student Chapters.

Applicants have the option to select affiliation with an existing student chapter of their choice. In the event that applicants do not indicate their chapter affiliation, the applicants will remain as "undecided".

**Section 5 Individual Member** – Individual Membership shall be available to Individuals practicing as Private Investigator independently without employment of any firm or corporate Investigating Company. Members of this class may vote or hold office of the Association.

Individual membership included affiliation to one of the Chapter of the association

Applicants have the option to select affiliation with an existing chapter of their choice. In the event that applicants do not indicate their chapter affiliation, the applicants will remain as "undecided".

**Section 6 Corporate Member** – Corporate membership shall be available to Investigating firms registered with **ROC** under companies act providing Investigation services only. This class of membership is not available for individuals who otherwise qualify for membership.

Member of this class has power of one vote to the Director of the company designated by their board of Directors.



Member of such class may hold office of the Association as equivalent to Individual member.

Applicants have the option to select affiliation with an existing chapter of their choice. In the event that applicants do not indicate their chapter affiliation, the applicants will remain as "undecided".

**Section 7. Retired Members** — Individuals who have retired from full-time employment and who have been members of the Association for a minimum of ten (10) years are eligible for Retired membership. Members of this class may not hold office in the Association, but shall be eligible to vote and serve on international committees.

Retired membership includes affiliation to one of AID's Chapters.

Applicants have the option to select affiliation with an existing chapter of their choice.

In the event that applicants do not indicate their chapter affiliation, the applicants will remain as "undecided".

**Section 8. Privileges** — All members shall have rights and responsibilities as the Board of Directors may establish as set forth in these bylaws. Active members who become unemployed may continue in their membership classification for the period in which dues are paid and for one (1) year thereafter.

**Section 9. Application and Approval of Membership** — Any individual eligible for membership under these Bylaws may be approved for membership on written application in accordance with these Bylaws and procedures as may be adopted by the Board of Directors.

Application form must be forwarded to the Central office of the Association by respective chapter with recommendation to approve the membership

**Section 10. Censure, Suspension, or Expulsion** — Members of the Association may be censured, suspended, or expelled for cause. Sufficient cause for such censure, suspension, or expulsion from membership shall be a violation of these Bylaws, any rule or practice duly adopted by the Association, or any other conduct prejudicial to the interests of the Association. Censure, suspension, or expulsion shall be by the affirmative vote of two-thirds of the Board of Directors or special committee designated by the Board of Directors; provided, however, that a statement of the charges shall have been mailed by



certified mail to the last recorded address of the member at least 15 days before final action is to be taken. This statement shall be accompanied by a notice of the time and place of the meeting at which the charges shall be considered and the member shall have the opportunity to appear in person with or without counsel and to present any defence to such charges before action is taken. The Board may delegate its responsibilities to a committee to hear the charges composed of not less than three Members. The Board of Directors shall have such authority and power as may be necessary to adopt rules and policies relative to the procedure to be followed at any such proceeding and to implement this section of the Bylaws.

**Section 11. Membership Status Change** — In the event that a member has a change in employment resulting in a membership classification change the member must promptly comply with the rights and responsibilities of the new membership

## **Article IV**

### **DUES, FEES, AND ASSESSMENTS**

**Section 1. Dues, Fees, and Assessments** — Annual dues, fees, and assessments, if any, for members of the Association and the payment date shall be determined by the Executive Committee and ratified by the Board of Directors in accordance with these Bylaws.

**Section 2. Contributions** — The Association at any time may accept and use contributions or gifts made to it by any person, firm, or corporation.

**Section 3. Failure to Pay** — Members who fail to pay their dues, fees, and assessments within fifteen (15) days from the time they become due shall be formally notified by the Executive Vice President or such other officer as may be designated for such purposes by the Board of Directors and, if payment is not made within the next succeeding fifteen (15) days, may, without further notice and without hearing, be dropped from membership and thereupon forfeit all rights and privileges of membership; provided, however, that the Board of Directors, by rule, may prescribe procedures for extending the time of payment of dues, fees, and assessments and continuation of membership privileges upon request of a member and for good cause shown.



## Article V

### MEETINGS OF MEMBERS

**Section 1. Annual Meeting** — There shall be an annual meeting of the Association for receipt of annual reports and for the transaction of other business. Notice of such meeting shall be sent to the last reported address of each member at least ten days and not more than 50 days before the time appointed for the meeting.

**Section 2. Special Meeting** — Special meetings of the Association may be called by the President, Executive Vice President, or the Board of Directors, or shall be called by the President upon the written request of 25 percent or more of the members. Notice of any special meeting shall be sent to the last recorded address of each voting member at least ten days and not more than 50 days before the time appointed for the meeting with a statement of time and place of the meeting and information as to the subject matter to be considered.

**Section 3. Quorum** — At the Annual Meeting or a Special Meeting of the Association a quorum shall constitute 10 % voting members. If a quorum is not present, a majority of those voting members present may adjourn the meeting from time to time, without further notice, until a quorum is present.

## Article VI

### BOARD OF DIRECTORS

**Section 1. Composition and Term of the Board** — The Board of Directors shall consist of four founder Directors registered with ROC.

All founder Directors shall be the honorary member of Association for life time.

**Section 2. Power of the Board** — The Board of Directors shall have supervision, control, and direction of the affairs of the Association; shall determine its policies within the limits of the Bylaws; shall actively pursue its purposes; and shall have discretion in the disbursement of its funds. The Board may delegate its rights and responsibilities to the Executive Committee. It may adopt such rules and regulations for the conduct of its business as shall be deemed advisable, and may, in the execution of the powers granted, appoint such agents as it may consider necessary.

The founder directors can add director/s if needed for smooth functioning of the Association with majority vote among the Board.



**Section 3. Meetings** — Except that the Board of Directors shall have an annual meeting at the time and place of the annual convention of the Association, and at the time and place of the annual HITEC, the Board shall meet upon call of the President, or shall be called for a meeting by the President upon the written request of a majority of the voting members of the Board of Directors at such time and place as the President may designate. Notice of all meetings of the Board of Directors shall be sent formally to each member of the Board at the last recorded address on the records of the Association at least ten days but not more than 50 days prior to the time appointed for such meeting.

**Section 4. Proxies** — voting rights of a director or officer shall not be delegated to another nor exercised by proxy.

**Section 5. Quorum** — A majority of the voting members of the Board of Directors shall constitute a quorum, at any meeting of the Board. If a quorum is not present, a majority of those voting directors present may adjourn the meeting from time to time, without further notice, until a quorum is present.

**Section 6. Resignation or Removal** — Any director may resign at any time by giving written notice to the President, the Executive Vice President, or the Board of Directors. Such resignation shall take effect at the time specified therein, or if no time is specified, at the time of acceptance thereof as determined by the President or the Board.

**Section 7. Vacancies** — Vacancies on the Board of Directors may be filled for the balance of the remaining term in accordance with procedures as may be adopted by the Board of Directors.

## **Article VII**

### **OFFICERS**

**Section 1. Officers** — The officers of the Association shall be the President, Vice President, Treasurer, Secretary, Immediate Past President, and such other officers as may be deemed necessary by the Board of Directors. The Vice President, Treasurer and Secretary shall be elected in accordance with these Bylaws.

**Section 2. Term of Office** — Each officer shall take office upon election and shall serve for a term of three years and until a successor is duly elected. No officer shall hold the same elected office for more than two consecutive terms.



**Section 3. Removal** — Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interest of the Association shall be served.

**Section 4. Vacancies** — Vacancies in any office, with the exception of President, may be filled for the balance of the remaining term by the Board of Directors at any regular or special meeting in accordance with procedures as may be determined by the Board. In the event of a vacancy in the office of President, the Vice President shall complete that term.

**Section 5. President** — The President shall be the chief elected officer of the Association; shall preside at meetings of the Association, the Board of Directors, and Executive Committee; and shall be a member ex officio of all committees. The President shall also, at the annual meeting of the Association, and at such other times as deemed proper, communicate to the Association or to the Board of Directors, such matters and make such suggestions as may tend to promote the welfare and increase the usefulness of the Association, and shall perform such other duties as are necessarily incident to the office of President or as may be assigned by the Board of Directors.

**Section 6. Vice President** — The Vice President may be delegated by the President to perform the President's duties, in the event of the President's temporary disability or absence from meetings and shall perform such other duties as may be assigned by the President or the Board of Directors. The Vice President will assume the Treasurer's duties if that position becomes vacant. The Vice President will fill the un-expired portion of the President's term if that office should become vacant. If the Vice President's position becomes vacant during the year, the President will assume all duties.

**Section 7. Treasurer** — The Treasurer shall have charge and custody of, and be responsible for all funds and securities of the Association, and shall perform such other duties as may be assigned by the President or by the Board of Directors. The Board of Directors may delegate any of the Treasurer's duties to the Executive Vice President. The Treasurer will assume the duties of the Secretary if that position becomes vacant.

**Section 8. Secretary** — The Secretary shall keep the minutes of the meetings of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; be custodian of the corporate records and in general perform all duties incident to the office of Secretary; and shall perform such other duties as may be assigned by the President or by the Board of Directors.



The Board of Directors may delegate any of the Secretary's duties to the Executive Vice President.

**Section 9. Immediate Past President** — The Immediate Past President shall perform such duties as may be assigned by the President or by the Board of Directors. If both the President and Vice President's positions become vacant, the Immediate Past President will fill the vacant positions until the term expires. If the Immediate Past President's position becomes vacant during any given year, it shall remain vacant until the term expires.

**Section 10. Executive Vice President** — The chief executive officer, administrator, and manager of the Association shall be a salaried staff head employed or appointed by the Board of Directors. The Executive Vice President shall be responsible to the President and the Board of Directors, and shall have the authority to execute contracts on behalf of the Association and as approved by the Board of Directors. The Executive Vice President shall have the title of Executive Vice President or such other title as the Board of Directors shall from time to time designate, and shall employ and may terminate the employment of members of the staff necessary to carry out the work of the Association, and shall make disbursements as authorized. In addition, the Executive Vice President shall manage and direct all functions and activities of the Association and perform such other duties as may be specified by the Board of Directors.

## **Article VIII**

### **COMMITTEES**

**Section 1. Appointment** — The Executive Committee, shall appoint such standing or special committees or subcommittees as may be required by these Bylaws or as the Executive Committee may find necessary or appropriate.

**Section 2. Executive Committee** — The Executive Committee shall be comprised of the officers of the Association consists of 5 members.

Four members of the Executive Committee shall be through elected members of four Zonal committees, president of each Zonal committee shall be elevated as member of Executive committee.

5<sup>th</sup> member of the executive committee shall be nominated by the Board of Directors satisfying the set criteria for the post.



There shall be no more than two members of this Committee from the same zone, unless at the time of their election to office they were members of another zone. If a conflict shall occur in violation of this provision, the President shall appoint a replacement to the Committee only for the individual who has been an elective officer for the least number of years. The Executive Vice President shall be a member ex officio, but without vote.

The Executive Committee shall have the power to act for the Board of Directors and the Association between meetings of the Board in accordance with such powers, duties, and responsibilities as may be delegated to it from time to time by the Board of Directors. If the Executive Committee should determine a need for representation from one of AID's segments, the members of the committee may invite one (1) existing AID Regular Member including a Past President, whom at the time of the invitation, would represent the absent segment to participate as an ex officio advisor to the Executive Committee. The individual would serve a term of one year in the advisory capacity on matters related to the absent segment. Segments could include finance, technology, Insurance, education, consultant, geographic location, etc. This advisory member would serve by invitation of the officers of the association and would be known as the Executive Advisor. The invitation to serve can be revoked by the Executive Committee at their discretion. Under no circumstances should the Executive Advisor serve more than two consecutive one year terms. The President shall serve as chairman of the Executive Committee.

**Section 3. Zonal Committee:** - Each zonal committee consists of 5 elected members. The president elected by elected members of the respective zone shall be elevated to Executive Committee, thus the president of zonal committee shall act as co-ordinator between Executive committee, Board of Directors and Zone committee.

Each member of zone committee has tenure of three years and until a successor is duly elected. No officer shall hold the same elected office for more than two consecutive terms.

**Section 4 - Rules** — Each committee may adopt rules for its own governance, consistent with these Bylaws and with rules adopted by the Board of Directors.

**Section 5. Quorum** — A majority of the voting members of each committee and an AID staff member shall constitute a quorum, at any meeting of the committees. If a quorum is not present, a majority of those voting members present may adjourn the meeting from time to time, without further notice, until a quorum is present.



## Article IX

### CHAPTERS AND AFFILIATES

**Section 1. Chapter** — In accordance with such rules and regulations as may be adopted by the Board of Directors, the Executive Committee may charter groups of members to be Chapters of the Association upon application of such members who are within a similar geographic area or have similar specialties. Not more than one chapter representing each segment shall be chartered in the same geographic area. Chapters shall have rights, responsibilities, and privileges as may be determined by the Board of Directors. The Executive Committee may revoke charters in accordance with such rules and regulations as the Board may adopt from time to time.

**Section 2. ZONES** — In accordance with such rules and regulations as may be adopted by the Board of Directors, the Board of Directors may establish Zones of the Association within a similar geographic area. Zones shall have rights, responsibilities and privileges as may be determined by the Board of Directors. The Board of Directors may modify or alter the boundaries of a Zones as it deems necessary or appropriate.

**Section 3. Affiliates** — The Board of Directors may create, transfer, sell, dissolve, or otherwise dispose of such ancillary and affiliate organizations, associations, and foundations as it deems appropriate or necessary.

**Section 4. ProLinks** — ProLinks shall have rights, responsibilities, and privileges as may be determined by the Board of Directors. The Executive Committee may revoke ProLinks in accordance with such rules and regulations as the Board may adopt from time to time.

## Article X

### ELECTION PROCEDURES

**Section 1. Eligibility** — Any member in good standing shall be eligible for nomination to the Board of Directors. Any member in good standing that holds one of the AID designations shall be eligible for nomination to an officer position. Student members are not eligible for nomination to any position in the association.

**Section 2. Nominations**— On announcement of elections by election committee or any officer designated as election officer, the member in good standing whose name is appearing in the list of good standing member



prepared by the nomination committee shall file his/her nomination before the election officer or committee in prescribed manner in prescribed time.

The nomination form will be proposed by two good standing members should reach to the nomination committee or Election officer on or before prescribed date.

**Section 3. Balloting** — Secretary shall prepare an official ballot listing the names of the nominees designated by the Nominating Committee or by petition. Only in the event that a race is contested, the official ballot shall be mailed by the Secretary to each voting member at least 50 days prior to the Annual Meeting, to be returned not later than 30 days prior to the Annual Meeting. Not later than 20 days prior to the Annual Meeting, the Secretary shall announce the results. The nominee receiving the highest number of valid, timely votes cast shall be declared elected. The Board of Directors may establish procedures to carry out the balloting process. As to the election of officers, the Board shall cast its ballots for officers prior to the Annual Meeting in accordance with such procedures as the Board of Directors may adopt. In the event a race is not contested, the Secretary shall cast a single ballot for the nominee who shall thereupon be declared elected.

**Section 4. Disputes, Ties, Etc.** — All questions or disputes regarding the election shall be resolved by the Board of Directors in accordance with procedures as adopted by the Board of Directors.

**Section 5 . Electronic mode of Elections** – Board of Directors has all rights to change the mode of Voting to any form (Balloting, E-voting, Mail Voting) in accordance with Bye laws of the AID

## **ARTICLE XI**

### **CODE OF ETHICS OF PROFESSIONAL STANDARDS & CONDUCT for Members**

**Section 1** A Member shall, at all times, demonstrate a commitment to professionalism in the performance of his or her duties as an investigator, abiding by the Laws in the INDIA or any other State, in which to perform such duties.

**Section 2** A Members will not engage in any illegal or unethical conduct that would be in direct conflict of the interest of the client, unless the client was determined to have violated the laws of the State or Nation in which such conduct may have been occurred and feels compelled to report the violations to proper authorities.



**Section 3** A Members shall, at all times, demonstrate the highest degree of Integrity and Morales during the assignments of an investigation.

**Section 4** A Members shall comply with lawful orders of the courts at all times, testify truthfully without bias or prejudice, giving accurate, complete factual information, documented where available.

**Section 5** A Members shall not reveal any confidential information or records of same without proper authorization to do so.

**Section 6** A Members shall cooperate with all recognized and responsible law enforcement and government agencies in matters within their jurisdiction.

**Section 7** A Member agrees to abide by these Codes of Ethics and in doing so agrees, that if called upon by the Officers of this Association, to conduct an independent investigation of any member or their employee's who may have violated these codes, will accept the necessary disciplinary action voted upon by the current officers. The Ethics Committee does not make any recommendations, but only reports the facts of a given situation to the Executive Board for disciplinary action.

**Section 8** A member shall not comment falsely and with malice concerning a colleague's competence, performance or professional capabilities. A member who knows, or has reasonable grounds to believe that another member has failed to perform to the AID's Code of Ethics shall present such information to the Ethics Committee in accordance with the AID Bylaws.

**Section 9** Members directing any discussion and comments, or criticism toward a fellow member investigator or organization shall do so in a positive and constructive manner. When asked to comment on current or past matters that are or have been managed by another member or firm, the member, if he/she believes that the situation was handled wrongly or badly, shall not make any comments of a questionable or derogatory nature toward the handling member before speaking with that member and giving that member an Opportunity to respond.

## **Miscellaneous**

**Section 1. Mail Vote** — Whenever, in the judgment of the Executive Committee or Board of Directors, and in accordance with these Bylaws and Indian law, any question shall arise which the Executive Committee or Board believes should or could be put to a vote of the Executive Committee or Board of Directors and when the Executive Committee or the Board deems it inexpedient to call a special meeting for such purposes, the Executive Committee or the Board of Directors may, unless otherwise required by these Bylaws, submit such a matter to the appropriate voting membership by mail for vote and decision, and the question thus presented shall be determined according to a vote received from those eligible to vote on such matters. Such submission of a mail ballot



shall be conducted in accordance with procedures as adopted by the Board of Directors. Action so taken in each case shall bind the Association in the same manner as would action if taken at a duly called meeting.

**Section 2. Fiscal Year** — The fiscal year shall be determined by the Board of Directors.

**Section 3. Procedures** — All meetings of the Association shall be governed by parliamentary laws set forth when it does not conflict with these Bylaws.

**Section 4. Seal** — The Association shall have a seal of such design as the Board of Directors may adopt, and it may be used by the members in accordance with the rules as may be adopted by the Board of Directors.

**Section 5. Use of Funds and Dissolution** — The Association shall use its funds only to accomplish the objectives and purposes specified in these Bylaws and no part of its funds shall inure, or be distributed, to the members of the organization. Upon dissolution of the Association, any funds remaining shall be distributed to one or more regularly organized and qualified professional society, trade association, charitable, educational, scientific, or philanthropic organization to be selected by the Board of Directors.

**Section 6. Indemnification** — The Association shall have the power and authority to indemnify and hold harmless, to the full extent permitted by law, any person who is or was a director, officer, employee, or agent of the Association or who is or was serving at the request of the Association as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise. In addition, the Association may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the Association, or who is or was serving at the request of the Association as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against such person and incurred in any such capacity, or arising out of such person's status as such, regardless of whether the Association would have the power to indemnify against such liability.

**Section 7. Bonding** — Any person entrusted with the handling of funds or payments of the Association, at the discretion of the Board of Directors, shall obtain and maintain a fidelity bond at the cost of the Association.

**Amendments** — These Bylaws may be amended, repealed, or altered, in whole or in part, by a two-thirds vote of the members of the Board of Directors present



in person at any meeting of the Board, or by mail ballot conducted in accordance with procedures as adopted by the Board of Directors. Proposed changes to the Bylaws may be suggested by members, Chapters, the Executive Committee, or the Board of Directors. Notification of proposed changes to the Bylaws shall be provided to the Board of Directors not less than 30 days prior to the vote.

\*\*\*\*\* End of Bye Laws\*\*\*\*\*