



PRESIDENT COMMUNICATION TO ALL MEMBERS

(President up to 27th January 2020 and thereafter Jt. Hon. Secretary)

Date: 18th February 2020.

Dear Member,

Greetings for the season.

In view of your preoccupation, you may not have attended the last General Meeting and therefore, it is necessary to appraise you with the happenings of this meeting. **I am writing this communication to update you about certain disturbing events that occurred in the Adjourned Annual General Meeting (Adj. AGM) held on 24th November 2019 and follow on events that have occurred thereafter.** These disturbing events have been upsetting for all the members of the Club. However, honest members of your Managing Committee (MC) have continued to work for the betterment of the Club while ensuring that services to members are not disrupted in any manner whatsoever.

DISTURBING EVENTS THAT OCCURRED IN ADJ. AGM HELD ON 24TH NOVEMBER 2019.

It is very important that all **2,139 plus members of Dadar Club General Body** are made aware about the disturbing events that took place in **Adj. AGM held on 24th November 2019, that was attended by 105 members.** Only then the events that have occurred thereafter can be seen in the right context.

1.1. The Adj. AGM held on 24th November 2019 was called by Managing Committee (MC) vide notice dated 03rd November 2019 which listed the following item as the only Agenda of business to be transacted at the meeting:



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“1. To receive, consider and adopt Audited Income & Expenditure Account for the year 2018 – 19 and the balance Sheet as on 31st March 2019 with Auditors report thereon.”

1.2. Since the meeting was an Adjourned General Meeting to complete the unfinished business of the earlier AGM i.e. only for the passing of the Accounts, it was obvious that no other business can be taken up at such a meeting. Therefore, nothing was mentioned in the notice with regards to submission of resolutions members desired to move at the meeting under clause 21 of the Constitution.

This position had not been disputed by any member of the Club up to 17th Nov. 2019 i.e. seven days prior to the date of the meeting. Members, who had submitted resolutions after the due date were informed that their resolutions cannot be taken up during the meeting.

EVENTS THAT OCCURRED DURING ADJOURNED AGM:

1.3. As per note numbered (2) of notice, MC had received queries from some members in regards to Accounts presented for adoption. MC had already replied its response on these queries via email a day prior to meeting.

1.4. Few members re-inquired their queries from the floor of General Body and were replied to by Jt. Treasurer CA Mr. Vilas Soman to the extent possible. Follow on questions were placed by them and other members present, from the floor of General Body, and the same were replied to by Jt. Treasurer CA Mr. Vilas Soman,



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Jt. Treasurer Mr. Pramod Athavale, Internal Auditor CA Mr. Samir Bhagat, Statutory Auditor CA Mr. Jaideep Barve to the extent possible. Unfortunately, the said few members kept on raising the same issues again and again.

Their main point of argument was the mistake made in the bar diagram of 'Total Revenue Generated' in Managing Committee Report, (which did not impact Audited Accounts in any manner at all). It is pertinent to know that how to present financial statement is the prerogative of the Auditors and MC. Suggestions given by members to the extent possible can be accommodated but one cannot demand changing the presentation / format as per their liking or view.

- 1.5. **Thereafter, few members alleged that fraud has happened in the appointment of earlier Gym Operator Towin Health Management and in the management of its affairs.**

While no proof was presented by them in support of their allegations, constant interactions were being exchanged between them, their supporting members and other members present in the meeting on this particular topic.

All this led to a point where some members demanded for a vote of no confidence to be moved and passed against all MC members.

- 1.6. **In my capacity as President of Club and as the Chairman of the meeting, I objected to such a demand as according to me:**



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- (a) the particular demand and the manner in which it was demanded is against the Constitution of the Club and moreover it was not part of the Agenda,**
- (b) no resolution in this regard was received under clause 21 from any member so as to be moved in the meeting,**
- (c) this was the adjourned AGM for the purpose of approval of Accounts only where no other business was to be transacted, and moreover**
- (d) merely by making baseless allegations, demanding investigation and without investigation asking for No Confidence was totally illogical, illegal, unconstitutional and unwarranted.**

Consequently, I did not bow down to this demand.

1.7. Thereafter, the said few members demanded that as an alternative to vote of noconfidence, three members from MC should resign and in their place three members, as proposed by members present in the meeting, should be co-opted in the MC.

1.8. Having sensed that the mood of the house has been polluted by untrue and unsubstantiated claims of fraud which may lead to unjust decision making by General Body, repeated requests were made by me for adjournment of meeting so that all the queries and concerns of members can be addressed.

However, all my requests were negated with loud shouts and provocative remarks against MC members and Board of Trustees.



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Baseless allegation of corruption were made against me by one member to which I strongly objected and demanded that evidence be placed right then and there in support of his allegation. The alleging member was unable to provide any evidence to the General Body in support of his baseless allegation.

1.9. It was clearly evident that a few members were neither going to allow the meeting to be adjourned, nor allow it to be concluded.

Intense pressure was applied on the MC by the said few members so as to make a choice out of the alternatives given and take a decision at that moment itself.

1.10. **Having seen the extreme level of hostility between members, I feared for the safety and security of all. It was clear that the situation could have intensified to any extreme extent and all my actions thereafter were aimed at avoiding any untoward incident.**

1.11. **Under extreme duress, intense coercion, completely hostile environment and threat to the safety and security of all, I requested members to give me some time to discuss the matter with other MC members. Though some suggestions were made about MC reconstitution, No Resolutions were proposed or passed. In any event passing or approving of any such appointments or resolutions would have been illegal and unconstitutional as explained above.**



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1.12. Upon reaching this point, I requested all members to consider the adoption of accounts i.e. the original agenda for which meeting had been called, which was not allowed by the above mentioned few members.

EVENTS THAT HAVE OCCURRED AFTER ADJ. AGM HELD ON 24TH NOVEMBER 2019.

2.1. In order to take legal opinion from Legal Committee of the Club, I held a meeting with them on 27th November 2019 and 16th December 2019 and briefed them about the events that had occurred in the Adj. AGM. On 16th December 2019, video CD of Adj. AGM was inspected by them and thereafter legal opinion was given. **The Legal Committee is of the opinion that the events that have occurred during the Adj. AGM are completely unconstitutional, illegal, bad in law and therefore not binding.**

2.2. During this period, Mr. Pramod Athavale expressed his desire to resign from MC on health grounds and other personal reasons vide his email dated 01st December 2019. His email was in continuation to his email dated 01st October 2019 wherein he had expressed his desire to resign from the post of Hon. Jt. Treasurer.

His resignation was accepted in the MC meeting held on 21st December 2019 in accordance with Clause 53(i) of Dadar Club Constitution.

Thereafter, Club member Mr. Vinay Karve was co-opted as MC member in MC meeting held on 20th January 2020 in accordance with Clause 36 of Dadar Club Constitution.



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2.3. During this period, **communication from Board of Trustees addressed to all members was circulated via bulk SMS on 10th December 2019.** The disturbing atmosphere that was prevalent in the Club at that point of time has been aptly described by Hon. Trustees in their communication.

*A copy of Board of Trustees communication is enclosed herewith as **Annexure - A.** Members can also access Board of Trustees communication on the following link:*
<https://drive.google.com/open?id=1DrOUDKwhBmbADC2AM9ScXvej27eveJ1s>

2.4. During this period, many concerned members had sent emails addressed to MC and / or Board of Trustees.

2.5. During this period, the issue of erstwhile Gymnasium & Health Club contractor M/s. Towin Health Management and the inspection report submitted by a member is being investigated by the Board of Trustees in a fair, free and transparent manner.

2.6. During this period, **some members have annexed their signature to a letter wherein, amongst other things, they have demanded an Extra-Ordinary General Meeting of Dadar Club members to approve and validate illegal and unconstitutional demands of the earlier adjourned AGM as explained above. Your MC has referred this matter to the Legal Committee for their opinion.**

2.7. During this period, I have formally appraised your MC and Board of Trustees about the disturbing events that have happened in Adj. AGM and thereafter. I am hopeful that your MC will take appropriate steps as per the Constitution to



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address these events and to ensure that the interests of Dadar Club and its members are protected at all costs.

You will all appreciate and agree that we hold elections for MC posts every two years. Present MC was elected by all the Members of the Club. If any group of members is not happy with the Present MC then they are free to contest election and get elected.

Therefore, they should not be allowed to force their agenda to topple the MC and get back-door control of the MC and further destabilise the smooth functioning and working of the MC. As it is the Club is going thru challenging financial times since last couple of years. The disturbing behaviour of a particular group of members is causing hurdles and problems in managing the day to day affairs vis-à-vis MC is forced to spend a lot of their time in replying to unwarranted and irrelevant queries and demands instead of focusing on the development activities of the Club. Such members also bring a lot of disrepute to the Club and as a result it becomes difficult in marketing the Club Membership and its facilities.

Reduction in property tax, procurement of 4th floor liquor license, full Occupation Certificate, reinstatement of Club facilities within a short span after deluge, settlement of outstanding dispute with M/s. Rajshi Construction at retention amount, substantial increase in affiliation in India & abroad, 100 plus events, introduction of Son / Daughter membership scheme and significant additions to the corpus of the Club are some of the targets that the Club and MC were able to achieve during the period January 2016 to January 2020 i.e. the period during which I was given the chance to serve as the President of the Club.



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Honest members of your MC are trying their level best to ensure continuity of operations and services for all members irrespective of the difficulties thrown at them in doing so. Their efforts have been equally supported by well-wishing members of the Club. A special mention and thanks to Club Staff who are putting in their best of efforts and fulfilling their responsibilities to the best of their abilities.

I am thankful to all members for their active involvement in Dadar Club affairs and look forward to their continued participation. However, it is very important for members to take a moment and think that whether their participation is being channelized by certain members for the benefit of Dadar Club or for the benefit of any particular member or group of members.

It is the right of every individual to be considered innocent until proven guilty. Unfortunately, there has been a blatant attempt to violate this right since the Adj. AGM as per the conspiracy of a few MC and non-MC members. I am absolutely sure that when all the facts are looked at in totality and upon completion of on-going investigation by the Board of Trustees, truth shall speak for itself and all evil plans against Dadar Club shall be crushed once and for all.

In the midst of all this, I have only one request to make to all my fellow members. **Kindly be cautious in directing your support and participation so as to ensure that it is not misused for the advancement of someone's ulterior motive, does not set a wrong precedent for future and does not harm the interests of all other Dadar Club members, legally & ethically.**



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Yours truly thanks all the members for going through such a lengthy read and prays that **may the Almighty continue to shower his blessings on our beloved second home Dadar Club.**

Thanking you.

Yours truly,

Sd/-

Ashwin Deshmukh.

Ex-President, Current Jt. Hon. Secretary & MC Member.

Dadar Club.

**BOARD OF TRUSTEES COMMUNICATION CIRCULATED VIA BULK SMS ON 10TH
DECEMBER 2019.**

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Dear Members of Dadar Club,
GREETINGS:

The Trustees acknowledge receipt of umpteen emails directly addressed to them as well as those addressed to the Managing Committee which are copied to the Trustees regarding the situation that has arisen consequent to the proceedings of the adjourned AGM held on 24th November, 2019. Be assured that the Trustees are as deeply concerned as the authors of such emails in respect of the topic in question.

Some members insist that the two members of the Managing Committee ought to resign (one of the Managing Committee members has already forwarded his resignation on the ground of health and personal issues). They also insist that three members ~~nominated~~ by the General Body should be co-opted by the Managing Committee. Some other members insist that the two concerned members ought not to tender their resignation as they are duly elected by the General Body and that the ~~nominated~~ members should not be co-opted on the ground that such course of action will be unconstitutional as these issues were neither on the Agenda of the AGM nor was such action adopted in consonance with the constitutional procedure.

There was also discussion regarding losses claimed to have been caused to the Club on account of diversion from the terms of the Agreement executed with M/s. Endurance in respect of operations of the Club Gymnasium.

The Trustees are indeed distressed to witness the hostile atmosphere subsequent to the infighting between the two Groups and the vibrations of which could be clearly sensed during the proceedings of the AGM held on 24th November, 2019. This is not at all in the interest of the Club as well as its members. The Trustees have already been interacting with some of the members of both the conflicting Groups. However, if the present situation continues without any solution by co-operation from both the Groups, the Trustees are proposing to adopt affirmative steps and action for proper and effective management of the Club shortly.

Best Wishes
On behalf of Trustees:

Mr. Vasant Nigudkar
Mr. Vikas Joshi
Mr. Rajendra Pai

END OF ANNEXURE – A.