

TEMPLATE OF MOA AND RULES FOR SOCIETY

- (viii) To facilitate in standardizing the affiliation and accreditation process for the Sector.
- (ix) To facilitate setting up a robust and stringent certification and accreditation process for the Sector to ensure consistency and acceptability of standards.
- (x) To participate in the affiliation, accreditation, examination and certification.
- (xi) To coordinate participation of social partners, employers in the private sector, training providers, professional societies and NGOs/civil society groups in the process of skill development of the Sector.
- (xii) To identify the skill development needs of the Sector, review international trends in Sector skill development and identify Sector skill gaps and technology.
- (xiii) To do and undertake the task of educational and vocational upliftment of the Sector.
- (xiv) To become a member of any association of any of the councils as may be required for skill development in the Sector or any sector skill councils as and when formed by NSDC and adhere to the charter of such councils.
- (xv) To facilitate and assist the Appropriate Governmental Authority and NSDC in strengthening the existing vocational education system for skill development in the Sector and to collaborate in upgrading vocational training system in the Sector, in line with requirements to achieve global standards in manpower productivity.
- (xvi) To employ/ engage/ take on deputation from other organizations including Appropriate Governmental Authority/NSDC, temporarily or in regular employment, such professionals, skilled workers, technical advisors, consultants, managers or other persons in order to provide valuable inputs to further the object of the National Skill Development Policy, 2009, issued by the Ministry of Labour and that of the Society and to pay them such remuneration as may be considered expedient and commensurate with the Sector norms.
- (xvii) To work with global consultants, Sector associations as well as experts from national and international agencies associated with research and development, training, skill development, course accreditation or other required specializations in the Sector.
- (xviii) To liaise and collaborate with various associations in the Sector or otherwise by suitable means (memorandum of understanding, collaboration agreements, partnering arrangements and others) for course content development, arrangement of apprenticeships within the Sector.
- (xix) To recruit trained manpower and source trainers and experts to ensure adequate participation by them in achieving the objects of the Society.
- (xx) To devise and suggest suitable model(s) to the NSDC/ Appropriate Governmental Authority, for establishment, development and operation of new Sector skill centres, their governance, accreditation, inter-centre linkages.
- (xxi) To accept grants, donations, assistance from public bodies, corporations, companies or persons or trusts, Indian / corporation / companies and foundations

for the purposes of the Society and to manage efficient, effective and permissible fund flow and fund utilization in consonance with the objects stated herein.

- (xxii) To borrow or raise such moneys within India as may be required by the Society for fulfilling its objects, by the issue of bills of exchange, promissory notes or other obligations or securities of the Society, or by mortgage / pledge / hypothecation of all or any part of the property of the Society.
- (xxiii) To pay salary/wages/fee including consultancy, retainer ship fee, sitting fee, rent and incur all other expenses needed in fulfillment of the objects of the Society.
- (xxiv) To enter into any arrangements with any Government(s) or authorities whether Central, State, municipal, local or any other person, that may seem conducive to the objects of the Society.
- (xxv) To organize and participate in seminars, conferences, fairs related to the objects of the Society and to compile, collate, edit and publish technical reports and papers related to the objects of the Society.
- (xxvi) To purchase, take on lease or in exchange, hire or otherwise acquire any movable or immovable property, and in particular any land, building, workshops, factories, laboratories, machinery, plant apparatus, appliances, trades, trademarks, licenses, permits, intellectual property rights (IPRs), and any rights or privileges necessary or convenient for the purpose of meeting the objects of the Society.
- (xxvii) To construct, erect, develop, improve, or alter and keep in repair any building acquired or used by or for the Society and to pull down or demolish or dispose off any building not so required or for renovation and reconstruction and to maintain, deal with, manage, control and administer the same.
- (xxviii) To pay all expenses, preliminary or incidental to the formation of the Society and its registration.
- (xxix) To establish, support, or aid in the establishment of associations, institutions, funds and trusts as may be required in furtherance of the objects of the Society.
- (xxx) To collect fee including membership fee, service charges, consultancy charge, compensations or such other monies as may be required in due course of functioning of the Society and in furtherance of its objects.
- (xxxi) To take membership in any other society or association, with objects similar to its own and to have branches all over India and elsewhere.
- (xxxii) To run educational institutions, training institutions and publish books, reports journals, magazines, .newspapers, periodicals, thesis, researches, writings, discoveries, documents, news and information.
- (xxxiii) To appoint legal and technical advisers (not being members), bankers for the Society and to pay the necessary expenses for the same.
- (xxxiv) To draw, make accept, endorse, discount, execute and issue cheques, promissory notes, hundies, bills of lading, railway receipt and other negotiable and instruments of all description in connection with the Society's business.
- (xxxv) And to generally do all such other lawful things as may be incidental to or conducive to the attainment of the above objects.

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5. The income and property of the Society howsoever derived shall be solely utilized and applied towards the promotion of the aims and objects as set forth in the Memorandum of the Society and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, gift, division, bonus or in any manner whatsoever to the profit of the present or past members of the Society. Provided, that nothing herein shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the Society or to any member of the Society in return for any services rendered to the Society nor prevent payment of interest at appropriate rates or payment of a reasonable and proper rent for premises let out to the Society by any member thereof.
6. Member(s) of the Governing Body shall be chargeable only for money and securities actually received by him notwithstanding his signing any receipt for the sake of conformity and shall be answerable and accountable only for his own acts, receipts, neglects, or defaults and not for those of any other Member(s), nor for any banker, broker, or other person with whom any Society money or securities may be deposited, nor for the insufficiency or deficiency of any securities or assets, nor for any other loss, unless the same happens through his own willful neglect or default.
7. No individual Member shall be liable for any legal claims or financial loss to the Society, arising by reason of any act (s) done in good faith or for improper investment made in good faith or for the negligence or fraud of an agent employed by him even though the employment of such agent was not strictly necessary or expedient, or by reason of any mistake or omission made in good faith by any Member or by reason of any other matter or thing, except willful and individual fraud or wrong doing or neglect on the part of the Member sought to be made liable.

8. GOVERNING BODY

The names, addresses, occupations and designations of the members of the first Governing Body to whom the management and affairs of the Society is entrusted as required under Section 2 of the Societies Registration Act, 1860, as applicable to the _____, are as follows:-

SN	Name and Address	Occupation	Designation
1.			PRESIDENT
2.			VICE-PRESIDENT
3.			SECRETARY
4.			TREASURER

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6.			EXECUTIVE MEMBER
7.			EXECUTIVE MEMBER
			HONORARY MEMBER
			INSTITUTIONAL MEMBER
	NSDC REPRESENTATIVE		NOMINATED MEMBER

**RULES AND REGULATIONS
OF**

1. NAME OF THE SOCIETY

The name of the Society shall be _____, at _____.

2. DEFINITIONS AND INTERPRETATION

Unless it is inconsistent with the subject or context in which it is used:

“**Act**” shall mean The Societies Registration Act, 1860 and rules made there under both amended from time to time.

“**Appropriate Governmental Authority**” shall mean the relevant ministry and/or department of the Government of India or any State Government/union territory, statutory bodies, autonomous organizations, corporations, associated with the Sector.

“**Auditor**” shall mean the auditor for the time being of the Society appointed at the Governing Body meeting.

“**General Body**” shall mean the general body comprising of all the Members of the Society.

“**Governing Body**” shall mean the body as constituted under the Rules and which shall be the body to look after the overall administration and management of the affairs of the Society.

“**Governing Body Member**” shall mean a member who is member of the Governing Body.

“**Intellectual Property Rights**” shall mean any and all rights in patents, trademarks, copyrights and designs pertaining to symbols, names, images, logos, course content, product, material, software, design, digital or non-digital material or other work created as a consequence of implementation of the objects of the Society and all other intellectual property rights and equivalent and similar forms of protection, whether registered or unregistered, as well as the applications for registration and the right to apply for registration of any of these rights, in all cases which are used or owned by the Society.

“**Member**” shall mean any person who becomes a member in accordance with the Rules and shall include all classes of members.

“Memorandum of Association” shall mean the memorandum of association of the Society.

“Month” shall mean calendar month of the Indian calendar.

“Nominated Members” shall have the meaning ascribed to it in Rule 4(ii).

“NSDC” shall mean the National Skill Development Corporation, private limited company, registered under the Companies Act, 1956 and any authorized representative thereof;

“Ordinary Members” shall have the meaning ascribed to it in Rule 4(iii).

“President” shall mean the President of the Society.

“Register of Members” shall mean the register of Members, as set out in Rule 7.

“Reserved Matters” shall have the meaning ascribed to it in Rule 14.

“Rules” shall mean the rules of the Society and as amended from time to time in accordance with the procedure contained herein.

“Seal” shall mean the common seal, if any, from time to time of the Society.

“Secretary” shall mean the Secretary of the Society, the details of which are set out in Rule 20C.

“Society” shall mean the *“Name of SSC”* which is an autonomous body incorporated as a society under the Societies Registration Act, 1860.

“Treasurer” shall mean the Treasurer of the Society, the details of which are set out in Rule 20D.

“Vice President” shall mean the Vice President of the Society, the details of which are set out in Rule 20B.

“Year” shall mean the period commencing from the 1st April and ending with the 31st March of the calendar year.

3. MEMBERSHIP

- (i) The number of Members with which the Society proposes to register is . Thereafter, the membership may be increased or decreased in consonance with the decision of the Governing Body. Subject to the approval of the Governing Body of the Society, the membership of the Society is open to any person who has attained the age of majority and has the requisite academic qualification associated with the Sector. For avoidance of doubt, the Nominated Members shall not be subject to the approval of the Governing Body.
- (ii) If the membership is not approved by the Governing Body of the Society, the reason of refusal shall be communicated to the person/applicant concerned.

- (iii) The General Body of the Society shall be composed of the following classes of Members:
 - (a) Founder Members (b) Nominated Members (c) Ordinary Members (d) Institutional Members (e) Corporate Members (f) Honorary Members.
- (iv) Under no circumstance shall the membership of the Society fall below seven (7).

4. ELIGIBILITY FOR MEMBERSHIP FOR EACH CLASS

- (i) Founder Member: The subscribers to the Memorandum of Association shall be the Founder Members. Further, any person who takes an active part in the establishment of the Society and is accepted for enrolment as such by the subscribers to the Memorandum of Association before the first meeting of the General Body, shall be the Founder Member.
- (ii) Nominated Member: Any person nominated by NSDC and/or the Appropriate Governmental Authority, to the Society. The Nominated members shall be members of the Governing Body and the total number of the Nominated Members of the Society shall normally not exceed 50% of the total strength of the Ordinary and Honorary members of the Society
- (iii) Ordinary Member: Any person having the requisite academic qualification associated with the Sector and further intending to work with the Society for the achievement of Sector skill development.
- (iv) Institutional Member: Any academic or cultural body or local body constituted by local governing bodies, including a university, department, registered society or trust interested in academic, cultural or social work in the Sector.
- (v) Corporate Member: Any public or private companies in the Sector.
- (vi) Honorary Member: Officials and others directly or indirectly concerned with the trade, commerce, manufacture or training, course development or training accreditation or who have rendered distinguished service to the interests represented by the Society may be admitted as Honorary Members by the Governing Body upon the proposal of any two Members of the Society. The Appropriate Governmental Authority or NSDC may also nominate persons carrying special qualifications, expertise associated with the Sector, to be Members of the Society in furtherance of the interests of the Society. The Honorary Members shall hold office for a renewable term of one (1) year from the date of their signing the Register of Members. Such Members shall only have an observer status without voting rights.

Save and except the membership of Nominated Members, all questions regarding the eligibility of any individual, firm, society, institution, association or company for membership of the Society shall be determined by the Governing Body. Any such

question, shall be decided by simple majority of the Members, present and voting at the meeting of the Governing Body.

The procedure for admission of Members shall be prescribed by the Governing Body from time to time.

5. REPRESENTATION OF SOCIETY, TRUST, INSTITUTION, FIRM AND OTHER BODY

A corporate society, trust, institution, firm and other body or bodies registered or unregistered who become Members of the Society, would, for the purpose of representation on the Society, nominate, in writing, an individual as its representative under its duly signed resolution to represent them in the General Body meetings and also on the Governing Body meeting and may, from time to time, revoke such nomination and substitute another. The representation of such nominees in relation to the Society for all intents and purposes shall be deemed to be the representation of the corporation, society, trust, institution, firm or the body, whose nominee the person happens to be.

6. ADMISSION FEE & SUBSCRIPTION

(i) The admission fee and the subscription shall be as under unless otherwise revised by the Governing Body of the Society:

	At the time of admission	Monthly/annual subscription
Founder Member		
Ordinary Member		
Corporate Member		
Institutional Member		
Nominated Member	Nil	Nil
Honorary Member	Nil	Nil

(ii) The Governing Body shall have the power to increase, decrease or vary the amount of **monthly/annual** subscription from time to time. Additional subscription, in addition to the **monthly/annual** subscription referred to hereinabove, may be collected by the Governing Body from Members for a general or specific purpose or project.

(iii) All dues, including **monthly/annual subscription**, additional subscription as provided in these Rules and any other dues or contributions, are payable to the Society within **three (3)** months from the date of demand. The **first monthly/annual** subscription would, however, be payable within **one (1) month of** the

applicant's admission as Member of the Society. The Nominated and Honorary Members shall not be liable to pay any admission fee and/or subscription.

7. REGISTER OF MEMBERS

- (i) The Society shall maintain a Register of Members containing the following information:
 - (a) The names, addresses and other relevant particulars of all the Members of the Society (names, addresses, contact details etc) from the date on which such persons have been accepted as Members.
 - (b) All changes taking place in the membership from time to time.
 - (c) Such other information as is relevant and for which decision is taken by the Governing Body from time to time.
- (ii) No person shall be considered a Member or entitled to exercise any rights and privileges of a Member unless he has signed the Register of Members.

8. TERMINATION OR CESSATION OF MEMBERSHIP

- (i) A Member shall cease to be a member of the Society in any of the following events:
 - (a) On his Death.
 - (b) On his written resignation.
 - (c) If adjudged insolvent
 - (d) If found to be involved in anti social activities.
 - (e) If adjudicated by any court of law to be a criminal offender/proclaimed offender or of unsound mind.
 - (f) If found guilty of anti propaganda in relation to the aims and objects of the Society.
 - (g) If he fails to pay the subscription or contribution for **three (3)** months from the due date.
 - (h) If he disregards the Rules or disobeys the decisions of Governing Body.
 - (i) In the case of a partnership firm, if it is dissolved or adjudged insolvent.
 - (j) In the case of a partnership firm, if the partners are convicted of an offence involving moral turpitude.
 - (k) In case of a company, society or association, it goes into liquidation or is dissolved.

- (ii) The decision of the Governing Body regarding the termination from the membership of the Society shall be communicated to the Member concerned.
- (iii) If it appears to the Governing Body that any Member has been guilty of any conduct likely to reflect detrimentally on the Society or has acted in a manner inconsistent with these Rules, it shall be competent for the Governing Body to request such Member to resign within **one (1) month** after such request, and if the Member fails or refuses to do so, the Governing Body shall thereupon convene a meeting and if at such a meeting, majority of the Members present and voting approve the expulsion of the Member, such Member shall thereupon cease to be a Member.
- (iv) Any Member who shall cease for any reason to be a Member shall nevertheless remain liable for and shall pay to the Society, all monies, which at the time such Member ceases to be a Member may be due from such Member.
- (v) The Governing Body may, in their absolute discretion, waive or remit the claim of the Society to all or any part of subscription and/or any other dues in respect of any Member, group of Members or all Members.
- (vi) In case of expulsion / resignation / removal of a Nominated Member, NSDC and / or the Appropriate Governmental Authority, as the case may be, shall nominate a replacement for such vacancy. For avoidance of doubt, such replacement shall not be subject to the approval of the Governing Body.

9. RIGHTS & PRIVILEGES OF MEMBERS

Every Member of the Society:

- (i) Shall have the right to give their considered views/opinion to the General Body, which may help in the furtherance of the objects of the Society and its smooth functioning;
- (ii) Shall have the right to receive information and exchange of information of mutual interest;
- (iii) Shall have a right to obtain any information concerning the affairs of the Society after giving seven (7) days' notice;
- (iv) Shall have the right to attend the General Body meeting, provided there are no outstanding dues against them;
- (v) May introduce or second any resolution in the General Body with the permission of the President;
- (vi) May introduce or second any Member's name for election of the Governing Body;
- (vii) May vote in favour or against any resolution in the General Body meetings;

- (viii) Shall be entitled to inspect the records of the Society with the prior approval of the General Body;
- (ix) Shall be entitled to contest election for any post of the Governing Body, if a Member introduces his name and another Member seconds him for the said purpose;
- (x) Shall have the voting right at the General Body meeting and authority to participate in the elections of the Governing Body;
- (xi) Have the right to collect the identity card and membership certificate after depositing the required/prescribed fee *(whether admission or not to be mentioned on a case to case basis)* fixed by the Governing Body from time to time;
- (xii) Shall enjoy all facilities, provided by the Society;
- (xiii) Every expelled Member shall have a right to prefer and appeal to the General Body for re-admission against the reason of expulsion and the decision of the General Body shall be final provided that a Member who is in arrears of subscription at the time of voting and/or against whom any disciplinary action is pending shall have no right to vote unless he pays all the arrears and/or unless disciplinary action is decided finally in his favour under these Rules.
- (xiv) Shall be entitled to challenge for any irregularity in the accounts and other records of the Society and can refer it to the President.

10. DUTIES OF THE MEMBERS

Every member of the Society shall:

- (i) Attend the General Body meetings regularly.
- (ii) Give the necessary information to the Society, pertaining to any matter which is necessary to be known by the Society.
- (iii) Not indulge in activities which are prejudicial to the aims and objects and/or the Rules.
- (iv) In the event of any changes in his address, telephone number and other details, promptly notify the new address, telephone number or other details to the Secretary, who shall thereupon enter the same in the Register of Members.

11. GENERAL BODY

- (i) The General Body shall consist of all the Members of the Society mentioned in the Register of Members who are not disqualified by any prior resolution of the Governing Body and who are not in arrears at the time of meeting of the General Body.

- (ii) General Body meeting shall be held once in every year (or as and when the General Body may decide from time to time).
- (iii) The first meeting of the Society shall be held at its registered office. The President to conduct the proceedings/meeting shall be elected from among the Members present, prior to commencement of such meeting. The subsequent meetings of the General Body of the Society may be held at the registered office of the Society or otherwise as convenient to the Members from time to time and as fixed by the Governing Body.
- (iv) Minimum **fifteen (15) days** notice shall be given to the Members, before the date of General Body meeting, enclosing an agenda specifying date, time, place and issues to be discussed. The circulation of the notice in the manner provided in the Rules shall be considered as notice served. The notice shall also be displayed on the notice board of the Society.
- (v) The quorum of General Body meeting shall be **()** of the total strength of the General Body present in person or proxy including the Nominated Member(s).
- (vi) If within **half an hour** from the time appointed for holding the meeting, the quorum is not present, the meeting shall stand adjourned to such time and date as may be determined by the President of the meeting.
- (vii) The General Body meeting shall be presided by the President of the Society. In his absence, the Vice-President shall preside.
- (viii) In case the President or the Vice-President are not present, the Members shall elect a chairman to conduct that particular meeting and transact the business as per the agenda of that meeting.
- (ix) An urgent meeting of the General Body can be requisitioned when **()** of the existing Members of the Society having voting rights including the Nominated Member(s), give a notice to the Secretary in writing specifying the agenda for the meeting. Further, none of the Reserved Matters shall be considered at such an urgent Governing Body meeting without the representation of the Nominated Members at such meeting.
- (x) Voting:
Voting will be by secret ballot, or show of hands, as decided by the Members. For avoidance of doubt, votes may be given either personally or by proxy or by duly authorized representative only on poll/secret ballot. **The authority to a proxy must be in writing. The proxy must be deposited with the Secretary/President of the Society not less than forty eight (48) hours before the time for holding the meeting. The proxy need not be a Member, but no person may be a proxy for more than four (4) members. The role of proxy is only restricted to the extent of casting of votes as authorized by the Members.**

- (xi) The General Body shall have the following powers, duties and functions to perform:
- (a) To receive, consider and adopt the annual report and audited statement of accounts for the previous year;
 - (b) To consider and sanction (with or without modifications) the budget estimated for the ensuing year;
 - (c) Appointment of Auditors for the ensuing year and fixing their remuneration;
 - (d) To elect the **President, Vice President, Secretary, Treasurer and executive Members** for the Governing Body of the Society as specified hereinafter. Elections shall be held every year;
 - (e) To consider proposed amendments to the Memorandum of Association and Rules approved by the Governing Body;
 - (f) Such other business that is required to be done by the General Body.

12. GOVERNING BODY

- (i) A Governing Body of the Members of the Society shall govern the affairs of the Society.
- (ii) Without prejudice to its general powers conferred by the Act and these Rules, the Governing Body shall abide by the policy related or special directives of the NSDC on any matter essential to achieving the objects of "_____" (*name of the SSC*) conveyed to it in writing.
- (iii) The general supervision, management and control of the Society shall be vested in the Governing Body. The composition of the Governing Body shall be as under:
 - (a) President - One
 - (b) Vice – President - One
 - (c) Secretary - One
 - (d) Treasurer - One
 - (e) Executive Members - from _____ to _____
 - (f) Nominated Member(s)- _____

The strength of Governing Body including President, Vice President, General Secretary, Secretary, Treasurer and the other office bearers, shall not be less than _____ and not more than _____.

- (iv) Minimum **fifteen (15)** days notice or any such period as decided by the Governing Body shall be required for calling the Governing Body meeting, enclosing the agenda and specifying date, time and place of the meeting.
- (v) **The persons elected as the Governing Body Members shall not be entitled to any remuneration except reimbursement of out of pocket expenses.**
- (vi) The Governing Body shall have all the powers and duties necessary for the administration of the affairs of the Society and may do all such acts and things in the manner as prescribed under these Rules.
- (vii) The term of office of the Governing Body elected by the General Body shall be for **__(__)** years.
- (viii) No Governing Body Member shall be eligible for election for more than **__(__)** consecutive terms but he can contest for any other post.
- (ix) A Governing Body meeting shall be held at least once in **__(__)** Months.
- (x) An urgent Governing Body meeting may be called at **__(__)** days notice but the quorum for the urgent Governing Body meeting shall be **__(__)** of the total strength of the Governing Body present in person or proxy including the Nominated Member(s). However, none of the Reserved Matters shall be considered at such an urgent Governing Body meeting without the representation of the Nominated Members at such meeting.
- (xi) The President of the Society would also be the President of the Governing Body.
- (xii) The total representation of Nominated Members shall not exceed **__percent** **(_%)** of the total strength of the Governing Body, at all times.

13. QUORUM & PROCEEDINGS AT GOVERNING BODY MEETINGS

- (i) No business shall be transacted at any meeting of the Governing Body unless a quorum of Members is present at the time when the meeting proceeds to business.
- (ii) **Two-thirds (2/3rd)** of the Members of the Governing Body Members present in person or proxy including the Nominated Member(s), shall form a quorum for the transaction of business, but if any meeting has to be adjourned for want of quorum, then at the adjourned meeting, subject to the provision of Rule 14, the Members present, whatever their number, shall form a quorum and shall have power to decide upon all matters which could have been disposed off at the meeting of the Governing Body from which the adjournment took place.
- (iii) If **within half an hour** from the time appointed for holding the meeting, the quorum is not present, the meeting shall stand adjourned to such time and date as may be determined by the President of the meeting.

- (iv) The quorum for the meetings of the Governing Body require the mandatory presence of at least _____ (_____) Nominated Member(s), unless specifically waived in writing by such Nominated Members.
- (v) No Reserved Matters shall be deemed to have been passed without the affirmative vote of the Nominated Members.
- (vi) If the President of the Society is not present at the time appointed for holding the meeting, or is unable to attend and act as the President of the meeting, the Vice President shall act as the President. In the absence of both the President and the Vice President, the Governing Body Members present shall elect one of their Members to be the President of the meeting.
- (vii) The person presiding at the meeting shall decide on the admissibility of any question or proposition, and shall disallow the same, if in his opinion, it contravenes these Rules or, is otherwise, inadmissible and his decision thereon shall be final.
- (viii) The President may adjourn the meeting from time to time and place to place, with the consent of at least _____ Governing Body Members present at the meeting.
- (ix) No business shall be transacted at any adjourned meeting, other than the business left unfinished at the meeting from which the adjournment took place.
- (x) Except as provided under Rule 14 herein below (**Reserved Matters**), all decisions shall be taken by simple majority of votes of the Members. **Except for the Reserved Matters, in the event of equality of votes, the President of the meeting shall have a second or casting vote.**

14. RESERVED MATTERS

The Reserved Matters shall comprise the following:

- (i) Alteration of Memorandum of Association or the Rules of the Society;
- (ii) Appointment or change of the Auditor;
 - 1. Fund raising, if the amount exceeds Rs 25 Lakhs (Rupees Twenty Five Lakhs).
- (iii) Receipt of grants/ borrow money /loan/assistance;
- (iv) Fixing the key commercial terms of contracts, if the value of such contracts exceeds Rs 25 Lakhs (Rupees Twenty Five Lakhs)
- (v) The entry into by the Society of any contract where the monetary value involved exceeds Rs 25 Lakhs (Rupees Twenty Five Lakhs)
- (vi) Any increase or decrease in the number of the Governing Body Members;
- (vii) Amalgamation and division of the Society;

- (viii) Change in name of the Society;
- (ix) Expulsion of a Member;
- (x) Change of objects of the Society;
- (xi) Any issue relating to Intellectual Property Rights involving the Society;
- (xii) Any issue relating to the funds of the Society, as set out in Rule 24 and 25;
- (xiii) Any issue relating to the annual report, as set out in Rule 27;
- (xiv) Dissolution of the Society.
- (xv) IPR related issues pertaining to licensing, sub licensing, joint usage amongst others

15. NOMINATION FOR ELECTION OF MEMBERS OF GOVERNING BODY SAVE AND EXCEPT NOMINATED MEMBERS

- (i) Nomination for election to the Governing Body, except the Nominated Members, may be filed by any Member of the Society.
- (ii) The voting papers for election to the Governing Body shall be distributed in advance and all Members shall be provided with an opportunity to send the ballot papers to the Society's office by post after recording their votes therein. The completed ballot papers, received by the election officer, as appointed by the Governing Body, in sealed envelopes up to **one (1) week** before the date and time of the concerned General Body meeting may be accepted as valid. The envelopes containing the ballot papers shall be opened, at the annual General Body meeting.

16. ELECTION

- (i) The first Governing Body shall consist of Members whose names find place at Para 8 of the Memorandum of Association.
- (ii) The term of the first Governing Body shall last till the conclusion of the first annual meeting of the General Body.
- (iii) Save and except the Nominated Members, the General Body in its annual meeting will elect after every years, the Members including the President and Vice President of the Governing Body.
- (iv) The election shall be done by secret ballot papers or by show of hands as the election officer may decide.
- (v) The election officer will be appointed by the Governing Body. The powers of the election officer shall be framed by the Governing Body.

- (vi) No Member shall be eligible for election as a member of the Governing Body unless all the dues, in terms of the Rules, of that Member have been paid to the Society before the date of his/her offering for such election.
- (vii) That no Governing Body Member can hold his office for more than [REDACTED] consecutive terms but he can contest for any other post. In the event of any Governing Body Member failing to attend [REDACTED] consecutive meetings of the Governing Body, such Governing Body Member shall automatically be deemed to have vacated the office held by him/her.

17. TERM OF OFFICE

- (i) The Governing Body shall not appoint the same President/ Vice-President, for an additional term, who has held office of President/ Vice-President for a period of two (2) years in succession.
- (ii) Nominated Members appointed in pursuance of these Rules shall continue to be Members/constituents of the Governing Body until a change is made or the nomination is withdrawn by NSDC.
- (iii) At the annual General Body meeting, [REDACTED] of the elected Members of the Governing Body shall retire and if their number is not a multiple of [REDACTED], then the number nearest to [REDACTED] shall retire. The Governing Body Members to retire every year shall be those who have been longest in office since their last election but as between persons who became Governing Body Members on the same day, the retirement of those shall (unless they otherwise agree themselves) be determined by lot. All elected Members so retiring shall be eligible for re-election.

18. VACANCY

- (i) Any vacancy caused among the elected Members may be filled by the Governing Body from amongst the Ordinary Members of the Society. Provided, that the term of office of any such newly appointed Member in the casual vacancy shall be until the next annual General Body meeting after his appointment, but he shall then be eligible for re-election.
- (ii) If any vacancy occurs in the office of a Nominated Member, the vacancy may be filled up by NSDC, by nominating any other person in his place.
- (iii) No act or proceeding of the Governing Body shall be invalidated merely by reason of any vacancy or of any defects in the appointment of its Members.

19. FUNCTIONS & POWERS OF GOVERNING BODY

Subject to the provisions of the Memorandum of Association and these Rules, the Governing Body shall have the powers:

- (i) To prepare and execute detailed plans and programmes for the establishment of the Society and carry on its administration and management after such establishment;
- (ii) To receive grants and contributions and to have custody of the funds of the Society;
- (iii) To prepare the budget estimates of the Society for each year, and to sanction the expenditure within the limits of the budget;
- (iv) To prepare and maintain accounts and other relevant records and annual statement of accounts including the balance sheet of the Society;
- (v) To open and operate bank accounts;
- (vi) To approve the work programme and list of activities submitted by the Society and periodically monitor the same;
- (vii) To appoint or employ, temporarily or permanently, any person or persons that may be required for the purposes of the Society and to pay them, wages and salaries and other remunerations and allow them suitable perquisites, and benefits of provident fund, pension, gratuity and other facilities;
- (viii) To enter into agreement/arrangements for and on behalf of the Society;
- (ix) To sue and defend all legal proceedings on behalf of the Society;
- (x) To appoint committee(s) or sub-committee(s), group, task force comprising of its Members and/or staff of the Society for the disposal of any business of the Society or to take up any special activity on behalf of the Governing Body and delegate to it such powers as considered necessary. Any such committee or sub-committee, group, task force shall report to the Governing Body;
- (xi) To delegate to such extent as it may deem necessary, any of its powers to any officer or committee of the Governing Body;
- (xii) To consider and pass such resolutions on the annual report, the annual accounts and the financial estimates of the Society as it thinks fit;
- (xiii) To make, enforce, adopt, amend, vary or rescind from time to time rules and bye-laws for the regulation of and for any purposes connected with the management and administration of the affairs of the Society and for the furtherance of its objects;
- (xiv) For delegation of its powers;
- (xv) To borrow or to obtain loan for any amount as it may deem fit and necessary from any bank, financial institutions or corporation and to secure such loan by

any movable or immovable properties of the Society and to authorize the President to apply for such loan and execute and deliver such loan documents to such bank or financial institution or corporation on such terms and conditions as he may deem fit and proper.

- (xvi) To enter into agreement/arrangement upon such terms and subject to such conditions as the Governing Body may deem desirable for undertaking activities, programmes or projects jointly with any association, society, institution or company having objects similar to those of the Society.
- (xvii) To elect candidates from amongst members of the Society to represent the Society in any body, either Central, local or Legislative, or in any other body in which the Society may secure seats in future.
- (xviii) To create, form, promote or to associate with any other association, society, company or body in the creation, formation, or promotion of any other body, whether incorporated or not, and whether any committee or sub-committee of the Society or not, and to affiliate with such body, or to merge any other body with the Society, and also to delegate to any such body any of its powers.
- (xix) Without prejudice to its general powers conferred by the Act and these Rules, the Governing Body shall abide by the policy related or special directives of the NSDC on any matter essential to achieving the objects of "_____ " (*name of the SSC*) conveyed to it in writing.
- (xx) To perform such additional functions and to carry out such duties as may from time to time be assigned to it by the Society.

20. POWERS AND DUTIES OF CONSTITUENTS OF THE GOVERNING BODY

A. PRESIDENT

- (i) The President shall be subject to the control and supervision of Governing Body and have the power to make general directions and management of the affairs relating to Society. The President of the Society shall also enjoy the following powers and duties:
- (ii) He shall be the President of the Governing Body at General Body meetings and shall summon and preside over all the Governing Body and General Body meetings of the Society.
- (iii) At the time of voting on any matter/subject (except election) if the total votes of the groups of members happen to be equal in number, the President has the power to cast an extra vote to decide the matter/subject, save and except the Reserved Matters.

- (iv) In the course of any proceedings or meetings of the Governing Body or the General Body, the decision of the President shall be considered as final, except for the matters that are decided by ballot or voting.
- (v) He shall have the power to allow inclusion of any subject/matter in the agenda for the discussion in the course of Governing Body / General Body meeting.
- (vi) In case it is necessary to decide any point/matter/issue urgently and there is no time to call the Governing Body meeting, the President shall have the powers to decide the point/issue/matter but he/she shall bring the matter to the notice of the Governing Body as early as it is possible, for having the same ratified.
- (vii) To appoint/terminate such staff as may be required for effective and efficient management of the affairs of the Society.
- (viii) In the event of any executive Member(s) seat falling vacant the powers and functions of that executive Member would vest in the President of the Society.
- (ix) He shall get the accounts of the society audited by the qualified auditor appointed by the Governing Body of the Society.
- (x) Ensure compliance of all statutory formalities and Rules and regulations.

B. VICE PRESIDENT

The Vice President of the Society shall enjoy all the powers of the President in his absence.

C. SECRETARY

The Secretary shall be responsible to the Governing Body for all day-to-day activities relating to the proper management, maintenance and upkeep of the Society and:

- (i) Will convene meetings of the Governing Body and General Body whenever necessary or called upon to do so.
- (ii) Will prepare the Register of Members as well as the proceedings register to record the minutes of the proceedings of the Governing Body meetings and the General Body meetings and/or urgent meetings of the General Body and have them duly signed by the Members who attend the meetings.
- (iii) Look after the administration and other affairs and attend to all correspondence.
- (iv) Summon and attend the meetings of the General Body and the Governing Body.
- (v) Give effect to the directions and decisions taken at such meetings.
- (vi) Collect all dues to the Society and ensure through the Treasurer, where appointed, that proper accounts are maintained of all financial transactions relating to the Society.

- (vii) Manage, and control the staff, and take disciplinary action where necessary.
- (viii) Institute, prosecute and defend suits and other proceedings in which the Society may be involved.
- (ix) Prepare the annual report, and financial statement of accounts under the guidance of the Governing Body.
- (x) Generally perform all such duties as are incidental to the office of Secretary.
- (xi) The Secretary shall maintain an imprest cash amount of Rs. _____ / - (Rupees _____ only) for incidental expenses.

D. TREASURER

- (i) All the assets and funds of Society shall remain under the care and management of Treasurer of the Society.
- (ii) The Treasurer shall maintain the accounts and vouchers of all the money, which is received and/or paid by him on behalf of the Society.
- (iii) The Treasurer shall make disbursement in accordance with the direction of Governing Body.
- (iv) The Treasurer will ordinarily hold a cash balance not exceeding Rs. _____ /- (or the amount which may be fixed by the Governing Body of the Society from time to time) to meet the emergent needs relating to the Society.
- (v) All the cash excess of the above amount (or the amount fixed by the Governing Body) shall be deposited in any Bank(s) selected by the Governing Body of the Society.

21. RE-ADMISSION

- (i) In case any Member of the Society is expelled by the Governing Body on the reasons of non-payment of the **monthly/annual** subscription, he can be readmitted, provided the Member concerned pays all up-to-date dues with the permission of the Governing Body.
- (ii) All the appeals against expulsion of Members shall be preferred to the Governing Body of the Society. The decision of the Governing Body shall be final. The decision of the Governing Body shall be communicated to the Member concerned.
- (iii) Any Member who is expelled under Rule 8 (i) (c), (d), (e), (h), (i), (j) hereinabove shall not be entitled for re-admission as a Member.

22. BRANCHES OR THE SUB-COMMITTEES

The Governing Body may form branches and/or sub-committees all over India to attain the aims and objects of the Society.

23. SEAL OF THE SOCIETY

The Society shall have a common seal which shall be in the custody of the Secretary and shall be used only under the authority of the resolution of the Governing Body and every deed or instrument to which the Seal is affixed shall be attested, for and on behalf of the Society, by two (2) Governing Body Members and Secretary or any other person authorized by the Society in that behalf and chronological record of use of the Seal shall be maintained in a register kept for the purpose.

24. FUNDS OF THE SOCIETY

- (i) The Society shall raise funds as follows:
 - (a) Admission fee and subscription from the Members of the Society.
 - (b) Revenue generated by the Society out of its own assets, its activities and investments.
 - (c) Grants/loans/funding made by the Government and donations and contributions from other sources, subject to the prior consent of NSDC.
- (ii) All the income and funds of the Society received from all sources shall be utilized only for the promotion and upliftment of the aims and objects of the Society.

25. MANAGEMENT OF FUNDS & ACCOUNTS OPERATION

- (i) The Society shall prepare detailed account of expenditure and receipts, and further submit periodic utilization certificates to NSDC, in consonance with the Financial Management and Procurement Manual of NSDC.
- (ii) All the amounts shall be kept in any bank(s) and the bank accounts shall be operated by the joint signatures of any two (2) out of President, Vice President (s), Secretary and Treasurer.

26. AUDIT

The accounts of the Society shall be audited by a qualified auditor (chartered accountant) every year.

27. ANNUAL REPORT

- (i) The financial year of the Society shall be from April 1 to March 31. A copy of the last financial statement and the report of the Auditor, if any, shall be kept in a conspicuous place in the office of the Society.
- (ii) The Governing Body shall submit a report on the working of the Society annually to the Appropriate Governmental Authority, if called for. Such report shall contain particulars regarding the work of the Society during the previous year and shall be accompanied by a balance sheet duly audited showing the income and expenditure of the Society during the said year.

28. BOOKS AND ACCOUNTS

- (i) The Society shall keep at its registered office proper books of account with respect to:-
 - (a) all sums of money received and the source thereof and all sums of money expended by the Society and the matters in respect of which the receipt and expenditure take place.
 - (b) all sales and purchase of goods by the Society.
 - (c) the assets and liabilities of the Society.
- (ii) The income and expenditure account shall be annexed to the balance sheet and the Auditor's report (including the Auditor's special or supplementary report) if any shall be attached thereto.

29. ANNUAL LIST OF GOVERNING BODY

Once in every year a list of the office-bearers and the executive Members of the Governing Body shall be filed in the office of the Registrar of Societies, [REDACTED] within fourteen (14) days after the date on which the annual general meeting of the Society is held.

30. LEGAL PROCEEDINGS

- (i) Any suit or other legal proceedings by or against the Society may be filled/ contested/ defended and conducted on its behalf either by the President or the Secretary or by any other person so authorized by the Governing Body of the Society. Any pleadings or other documents in connection there with may be signed and verified by any of such persons on behalf of the Association.
- (ii) This power will also include the appointment of advocate/s, attorney/s etc. for the purpose.

31. ALTERATION OF RULES

- (i) Subject to the provisions of the Act and the Rules herein, the Society may alter or extend the purposes for which it is established with the previous concurrence of the Appropriate Governmental Authority.
- (ii) The Rules may be altered at any time with the sanction of the Appropriate Governmental Authority by a resolution passed by a majority of the Members of the Governing Body, duly convened and held for the purpose.
- (iii) The Rules (so altered, added to and modified) shall operate with effect from the date of registration with registrar of societies.
- (iv) Change of Name: The name of the Society may be changed by the Governing Body as and when necessary, with the approval of the Appropriate Governmental Authority and in accordance with the present Rules and the change in name, so altered and modified shall operate from such date as shall be notified. The change in the name of the Society shall not affect any rights or obligations of the Society or render defective any legal proceedings by or against the Society and any legal proceedings, which might have been continued or commenced by or against it by its new name.
- (v) Change in aims and objects of the Society: The Governing Body, with the approval of the Appropriate Governmental Authority and in accordance with the present Rules, may change the aims and objects of the Society subject to clearance from competent authorities under the Act.
- (vi) Amalgamation and division of the Society: The Governing Body shall, subject to the present Rules, be competent to amalgamate the Society with any other society either wholly or partially for better utilization of the resources of the Society and the change shall operate from such date as shall be notified. Similarly the Appropriate Governmental Authority may order division or amalgamation of the Society after giving the Society opportunity to represent against such proposal.

32. DISSOLUTION OF THE SOCIETY

- (i) The Society may be dissolved in accordance with the provisions of Section 13 and 14 of the Act, after obtaining the previous consent of the Appropriate Governmental Authority in that behalf.
- (ii) If, upon the dissolution of the Society, there shall remain, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the Members of the Society, but it shall be lawful for the Members to determine by the majority, at the time of dissolution of the Society,

that such property shall be given to the Appropriate Governmental Authority to be utilized for any other purposes referred to in Section 1 of the Act.

33. INTELLECTUAL PROPERTY RIGHTS

The Intellectual Property Rights shall, at all times vest and be retained solely by the Society save and except as may be decided by the Governing Body in consonance with NSDC/Appropriate Governmental Authority.

34. RIGHTS OF THE APPROPRIATE GOVERNMENTAL AUTHORITY

Notwithstanding anything contained in any of these Rules, the Appropriate Governmental Authority may, from time to time issue such directives as it may consider necessary in regard to the finance, conduct of business and affairs of the Society and in like manner may vary such directives. The Society shall give immediate effect to the directives so issued. In particular the Appropriate Governmental Authority will have the power:

- (i) to give directions to the Society as to the exercise and performance of its functions in matters involving national security and substantial public interest.
- (ii) to call for such returns, accounts and other information, with respect to the property and activities of the Society as may be required from time to time.
- (iii) to approve agreement involving foreign collaboration proposed to be entered into by the Society.

Provided, that all directives issued by the Appropriate Governmental Authority shall be in writing addressed to the President of the Society. The Governing Body shall, except where the Appropriate Governmental Authority considered that the interest of the national security requires otherwise, incorporate the contents of directives issued by the Appropriate Governmental Authority in the annual report of the Society and also indicate its impact on the financial position of the Society.

35. APPLICATION OF THE ACT

All the provisions of the Act as applicable to the State of shall apply to the Society.

36. ESSENTIAL CERTIFICATE

“Certified that this is the correct copy of the rules and regulations of the Society”.

PRESIDENT - _____

VICE-PRESIDENT - _____

SECRETARY - _____

TREASURER - _____