MEMORANDUM

OF

ASSOCIATION

AND

BYE-LAWS,

2015



Administrative Manchkuta

In the matter of 'The Haryana Registration and Regulation of Societies Act, 2012' (Haryana Act No. 1 of 2012) being an act for the registration of Literary, Scientific and Charitable Societies.

AND

In the matter of 'UTKARSH Society'

MEMORANDUM OF ASSOCIATION

1. PREAMBLE

The primary objective of the UTKARSH Society is to provide education through the distant mode, to all stake holders.

It is considered expedient to provide the Society, a legal entity by getting it registered under 'The Haryana Registration and Regulation of Societies Act, 2012' (Haryana Act No. 1 of 2012).

2. NAME OF THE SOCIETY

The name of the Society is "UTKARSH - 'Use of Technology for Knowledge Advancement and Reorientation of Studies in Haryana' SOCIETY" (hereinafter referred to as the 'Society').

3. REGISTERED ADDRESS

The Registered office of the Society shall be situated at DIET Building, EDUSAT Campus, Opposite Kothi No. 19, Sector-2, Panchkula (Haryana).

4. AREA OF OPERATION

Area of operation shall be the whole of State of Haryana

5. AIMS AND OBJECTIVES

The aims and objectives, for which the Society is established, are as under: -

- (i) The Society shall be an independent, not for profit and apolitical organization;
- (ii) To assist and advice the State Government in the implementation of its policies and programmes in the field of education, particularly distant education.
- (iii) To make use of EDUSAT for various developmental/social/educational/ health/ literary/ cultural/ research programmes etc.;

- (iv) Knowledge packaging for face & self-paced learning, EDUSAT technical possibilities, promotion of E-Learning, management of interactivity in educational media;
- (v) To devise, organize, encourage and promote methods and procedure for use of Technology and Science in education and for management, administration and planning of education set up;
- (vi) To organize and conduct training and instruction programme and arrange lectures, conferences, seminars etc. to make use of EDUSAT in particular and other technologies in general for college/polytechnic/school students;
- (vii) To collaborate with other departments/universities/Non-Government Organizations of the Haryana Government for availing various schemes/programmes and seeking their help, support and guidance in rolling out various activities of the Society;
- (viii) To collect, publish, distribute and disseminate educational and informative data, reports and other similar material, including posters and periodicals etc. relating to implementation of the EDUSAT;
- (ix) To establish and maintain a library on use of technology in education and allied subjects.
- To participate in the programmes relating to use of technology in education and EDUSAT within the country and abroad;
- (xi) To co-operate, enlist and develop co-operation between all persons, organizations and agencies interested in the promotion of Technology in education and use of EDUSAT for imparting education, instruction and learning.
- (xii) To maintain a film/video/ audio library and arrange film shows on use of technology including EDUSAT in schools/colleges. To establish language labs for imparting language training to students in schools and colleges.
- (xiii) To secure from the Central and State Governments recognition and financial assistance and for carrying out the aims and objectives of the Society.
- (xiv) To engage voluntary organizations/bodies registered under the The Haryana Registration and Regulation of Societies Act, 2012' or Public Trust Act, for promotion of technology in education and use of EDUSAT for imparting education;

- (xv) To collect and recover subscription and other fees and charges for service rendered, donations and bottom funds and accept any grant, individual donations and subscriptions whether in cash or securities or any property, either moveable or immovable, for further of the objectives of the Society;
- (xvi) To purchase, take on lease, sell, exchange or otherwise transfer all or any of the properties of the Society;
- (xvii) To sell, lease, exchange and otherwise transfer all or any of the properties of the Society.
- (xviii) To assist in the formation of the local centres for the encouragement of use of EDUSAT and use of Technology in Education.
- (xix) To award commendation certificates, prize, trophies etc. to the participants in the various programmes related to EDUSAT and use of Technology in Education.
- (xx) To render advice, assistance and guidance on matters relating to members of the Society;
- To propagate the aims and objectives of the Society through advertisement in the Press and through audio-visual and other means;
- (xxii) To conduct case studies and to prepare scheme of EDUSAT and use of Technology in Education.
- (xxiii) To do all lawful acts as the Society may consider necessary, conductive or incidental to the attainment or enlargement of the aforesaid aims and objectives.
- (xxiv) To invest funds or money or security entrusted to the society in such a manner as may from time to time, be determined by it.
- (XXV) To draw, accept, make, endorse, discount and deposit
 Government and other promissory notes, bills of exchange,
 cheques or other negotiable instruments for carrying out the
 aims and objectives of the Society;
- (xxvi) To establish, subscribe, to become a member of, support, cooperate or amalgamate with any other Association, Society, Institution or Company, whether incorporate or not, whose objects are altogether or in part similar to those of the Society, and to procure the recognition of the Society where considered necessary;
- (xxvii) To enroll various categories of members from amongst Government, Companies, Associations, Institutions and

Organizations, whether incorporated or not and individuals and to afford them the benefit of projects publications, research and other activities of the Society.

(xxviii) To do all such lawful activities as are conducive or incidental to the attainments of the above objects.

6. INCOME & PROPERTY

The income and property of the Society shall be utilized solely towards the promotion of the aims and objects of the Society and no part of the same shall be paid or transferred directly or indirectly by way of dividend, bonus or profit to the members of the Society provided that nothing shall prevent the payment of interest on money borrowed from any member of the Society or the payment for any occasional services.

7. GENERAL BODY

The names, designations and address of the present members and office bearers of the General Body, to whom the management of the affairs of the Society is entrusted as required under Section 29 of The Haryana Registration and Regulation of Societies Act, 2012', shall be as under:-

Sr. No.	Name	Designation	Nature of the Membership
1)	Additional Chief Secretary/ Principal Secretary to Govt. of Haryana School Education Department, Chandigarh	Chairperson	Ex-Officio
2)	Director General/Director, Higher Education Haryana, Panchkula, as the case may be	Member	-do-
3)	Director General/Director, Secondary Education Haryana, Panchkula, as the case may be	Vice- Chairperson	-do-
4)	Director General/ Director, Elementary Education Haryana, Panchkula, as the case may be	Member	-do-
5)	Director General, Technical Education, Haryana, Panchkula, as the case may be	Member	-do-
6)	State Project Director, Haryana School Shiksha Pariyojna Parishad, Panchkula	Member	-do-
7)	An Officer appointed by the State Government or Senior most Special Secretary/ Additional Secretary/ Joint Secretary/ Deputy Secretary in School Education Department,	General Secretary/ Secretary	-do-

Administrative Officer

	Haryana, as the case may be deployed in Secondary Education Directorate		
8)	Senior most Additional/ Joint Director (Admn.), Secondary Education Department, Haryana	Member	-do-
9)	Senior most Additional/ Joint Director (Admn.), Elementary Education Department, Haryana	Member	-do-
10)	Senior most Joint Director (Academic), Secondary/	Member	-do-
	Elementary Education, Haryana	•	
11)	Chief Accounts Officer, O/o Directorate of Elementary/ Secondary Education, Haryana, as the case may be	Member	-do-
12)	Director SCERT, Gurgaon	Member	-do-

8 **DECLARATION OF DESIROUS PERSONS:**

We, the several members whose name and addresses are given below, having associated ourselves for the purpose described in the Memorandum of Association, do hereby subscribe our names to this Memorandum of Association and set our several and respective hands hereunto and form ourselves into a Society as required under Section 8 of The Haryana Registration and Regulation of Societies Act, 2012', this day of 25 hd Gele, 2015, at Chandigarh.

Sr. No.	Name and Address	Designation in Society	Remarks	Signatures
1	Shri T. C. Gupta, IAS, Principal Secretary to Government of Haryana, School Education Department, Chandigarh	President		(T. C. Gup* 1** PS.
2	Shri Ankur Gupta, IAS, Director General Higher Education, Haryana	Member		
3	Shri Sandeep Garg, IAS, Director General, Technical Education, Haryana	Member		18/3/19
4	Shri Subhash Chandra, IAS, Director General, Elementary Education Haryana, Panchkula	Member		An

5	Shri M. L. Kaushik, IAS,		
	Director Secondary Education, Haryana	President	
6	Shri Alok Verma, IFS, State Project Director, Haryana School Shiksha Prathmik Pariyojna Parishad	Member	Over
7	Shri/ Smt./ Ms. Amayıt Jingh Mann. Member Secretary	General Secretary/Se	ay
8	Ms. Ritu Chaudhary,	Member	
	HCS, Additional Director (Admn.), Directorate of Elementary Education, Haryana	Mit 10 es	Cally
9	Shri S. K. Goyal, Chief Accounts Officer, O/o Directorate of Secondary	Member	
	Education, Haryana, as the case may be		
10	Smt. Sneh Lata, Director SCERT, Gurgaon	Member	Jul

Witnesses: - Report.

R. K. Garg, HCS (Retd.) ADO, UTKARSH

(TOGESH KUMAR)

Report Society, Parchbull.

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Administrative Officer
UTKARSH Society EDUSAT Panchkula

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BYE-LAWS OF UTKARSH SOCIETY

- 1. Short title: These Bye-Laws may be called 'Bye-Laws of UTKARSH Society, 2015'.
- 2. Definitions: In these Bye-Laws unless the context otherwise provides:
 - (a) "Act" means 'The Haryana Registration and Regulation of Societies Act, 2012' (Haryana Act No. 1 of 2012).
 - **(b) "General Body"** means the body which is constituted as the General Body of the Society.
 - **(c) "Chairperson"** means Chairperson of the General Body of the Society.
 - (d) "Vice Chairperson" means Vice Chairperson of the General Body of the Society
 - **(e) "Member Secretary"** means Member Secretary of the General Body of the Society.
 - (f) "President" means the President of the Governing Body/
 Executive Committee of the Society. The Principal Secretary,
 Government of Haryana, School Education Department shall be
 the ex-officio President of the Governing Body.
 - (g) "Vice President" means the Vice President of the Governing Body/ Executive Committee of the Society
 - **(h) "Secretary"** means Secretary of the Governing Body/ Executive Committee of the Society.
 - (i) "Society" means the UTKARSH Society.
 - (j) "Member" means the ex-officio member of the Society.
 - (k) "Government" means the Government of Haryana.
 - (1) "Year" means the financial year ending on 31st March of the Calendar year.
 - (m) "Prescribed" means prescribed by Bye-Laws made by the Society.

3. AUTHORITIES OF THE SOCIETY: -

The authorities of the Society shall consist of the following:-

- (a) Board of Patrons
- (b) General Body of the Society
- (c) Governing Body/ Executive Committee of the Society
- (d) Such other committee(s)/sub-committee(s) as may be set up by the Society or the Governing Body.

4. BOARD OF PATRONS:- Board of Patrons shall include:-

- i) Chief Minister, Haryana as "Patron-in-Chief".
- ii) Education Minister, Haryana as "Chief Patron".
- iii) Chief Secretary, Haryana as "Patron".
- iv) Any other dignitary may be included in the "Board of Patrons" by a resolution in the meeting of the Board of Patrons.

Board of Patrons shall have the powers to issue any direction for carrying out any objective of the Society and shall have powers to veto any decision of the Society or its Governing Body/ Executive Committee or any Committee or Sub Committee set up by the Society.

5. GOVERNING BODY/ EXECUTIVE COMMITTEE

The names, designations and address of the present members and office bearers of the Governing Body/ Executive Committee, to whom the management of the affairs of the Society is entrusted as required under Section 24 of The Haryana Registration and Regulation of Societies Act, 2012' shall be as under:

Sr. NO.	Name	Designation	Nature of the Membership
1	Additional Chief Secretary/ Principal Secretary to Govt. of Haryana School Education Department, Chandigarh	President	Ex-Officio
2	Director General/Director, Secondary Education Haryana, Panchkula, as the case may be	Vice-President	-do-
3	Director General/Director, Higher Education Haryana, Panchkula, as the case may be	Member	-do-
4	Director General/ Director, Elementary Education Haryana, Panchkula, as the case may be	Member	-do-
5	Director General, Technical Education, Haryana, Panchkula, as the case may be		-do-
6	State Project Director, Haryana School Shiksha Pariyojna Parishad, Panchkula	Member	-do-
7	An Officer appointed by the State Government as CEO or Senior most Special Secretary/ Additional Secretary/ Joint Secretary/ Deputy Secretary in School Education Department, Haryana, as the case may be deployed in Secondary Education Directorate	Secretary	-do-
8	Senior most Additional/ Joint	Member	-do-

	Director (Admn.), Secondary/ Elementary Education Department, Haryana, as the case may be		
9	Nominee of ISRO - DECU Ahmedabad (Gujarat)	Member	-do-
10	Chief Accounts Officer, O/o Directorate of Elementary/ Secondary Education, Haryana, as the case may be	Treasurer	-do-
11	Director SCERT, Gurgaon	Member	-do-

6. MEETINGS OF GOVERNING BODY/ EXECUTIVE COMMITTEE

- a) Meetings of the Governing Body/ Executive Committee will be held as and when required. However, the Governing Body/ Executive Committee shall meet once every quarter and hold at least four meetings in a financial year.
- b) A clear notice of three days of every such meeting shall be given by the Secretary of the Governing Body/ Executive Committee to the office bearers before the date appointed for the meeting. However, the Governing Body/ Executive Committee may meet at shorter notice, wherever so required. With the consent of at least fifty percent of its members.
- c) The quorum of the meetings of the Governing Body/ Executive Committee shall be at least 40% of the total members of the Governing Body/ Executive Committee, subject to a minimum of 5 members. In case quorum is not present, the meeting shall be adjourned to another date for which a proper notice shall be issued. The members present in the adjourned meeting, subject to a minimum of three members, shall form the quorum for the adjourned meeting.
- d) The proceedings of every meeting of the Governing Body/ Executive Committee will be recorded in the proceedings book separately maintained for this purpose. Such minutes shall be signed by the Chairperson of the meeting and the Secretary of the Society. In case the Chairperson or the Secretary are not available to sign the minutes, these will be signed by any two members present in the meeting as may be authorized by the Governing Body.
- e) The minutes of every meeting of the Governing Body/ Executive Committee shall be placed for confirmation in its succeeding meeting.
- f) Every meeting of the Governing Body/ Executive Committee shall be presided over by its President and, in his absence, by a member chosen in the meeting.

- g) Each member of the Governing Body/ Executive Committee, including the President, shall have one vote and in case there is an equality of votes on any question to be decided by the Committee, its President or in his absence the person presiding over the meeting shall have a casting vote.
- h) The President of the Governing Body/ Executive Committee may invite any person other than member, to attend a meeting of the Committee. Such invitee shall not, however, be entitled to vote at the meeting.
- i) Any business which may be necessary for the Governing Body/ Executive Committee to perform may be carried out by circulation among all its members and any resolution so circulated and approved by a majority of members signing shall be as effectual and binding as if the resolution had been passed at a meeting of the Committee.

7. GENERAL BODY

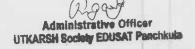
The names, designations and address of the present members and office bearers of the General Body, to whom the management of the affairs of the Society is entrusted as required under Section 29 of The Haryana Registration and Regulation of Societies Act, 2012, shall be as under:-

Sr. No.	Name	Designation	Nature of the Membership
1)	Additional Chief Secretary/ Principal Secretary to Govt. of Haryana School Education Department, Chandigarh	Chairperson	Ex-Officio
2)	Director General/Director, Higher Education Haryana, Panchkula, as the case may be	Member	-do-
3) .	Director General/Director, Secondary Education Haryana, Panchkula, as the case may be	Vice- Chairperson	-do-
4)	Director General/ Director, Elementary Education Haryana, Panchkula, as the case may be	Member	-do-
5)	Director General, Technical Education, Haryana, Panchkula, as the case may be	Member	-do-
6)	State Project Director, Haryana School Shiksha Pariyojna Parishad, Panchkula	Member	-do-
7)	An Officer appointed by the State Government or Senior most Special Secretary/ Additional Secretary/ Joint Secretary/ Deputy Secretary in School	General Secretary/ Secretary	-do-

	Education Department, Haryana, as the case may be deployed in Secondary Education Directorate		
8)	Senior most Additional/ Joint Director (Admn.), Secondary Education Department, Haryana	Member	-do-
9)	Senior most Additional/ Joint Director (Admn.), Elementary Education Department, Haryana	Member	-do-
10)	Senior most Joint Director (Academic), Secondary/Elementary Education, Haryana	Member	-do-
11)	Chief Accounts Officer, O/o Directorate of Elementary/ Secondary Education, Haryana, as the case may be	Member	-do-
12)	Director SCERT, Gurgaon	Member	-do-

7.8. MEETINGS OF GENERAL BODY:

- 1. A meeting of the General Body of the society will be held as and when required. However, at least one meeting of the General Body of the society, called as the Annual General Meeting (AGM) will be held in a year, within six months of the close of the financial year for consideration and adoption of the duly audited annual accounts of the society in addition to transaction of any other business of the Society as may be required.
- 2. The quorum for the meeting of the General Body shall not be less than forty percent of the total members entitled to vote and present in person subject to a minimum of four members.
- 3. A clear notice of fourteen days of every meeting shall be given to the members of the General Body, before the date appointed for the meeting. A copy of such notice alongwith the business to be transacted during the general meeting shall also be endorsed to the District Registrar.
- 4. The Governing Body/ Executive Committee of the society may convene an extra-ordinary meeting of the General Body of the society at any time after giving due notice as prescribed hereunder, either of its own or within 45 days of receipt of a written requisition alongwith reasons for convening such meeting, from at least 1/10th of the members of the General Body.



- 5. A meeting of the General Body may also be convened at a shorter notice, if agreed to, by a majority (at least above 50% of the total members) of the members of the General Body.
- 6. Quorum for the meeting of the General Body will be 40% of the total members entitled to vote and present in person, subject a minimum of four members. In case of a meeting adjourned for want of quorum, the quorum for the adjourned meeting shall not be less than 10% of the total members, subject to a minimum of three. The General Body shall be competent to transact all business in all such adjourned meeting except the consideration of any Special Resolution. Any Special Resolution can be passed in such adjourned meeting only if at least 25% of the total members of the Society are present.
- 7. The proceedings of all meetings of the General Body will be recorded in the minutes-book (bound or in loose leaves) maintained separately for the purpose by the Secretary and such minutes will be signed by the Chairperson of the meeting and the Secretary of the Society.
- 8. At the general body meeting the following business be transacted:
 - a) Appointment of auditors.
 - b) Consideration and approval of the annual accounts of the society duly audited.

9. POWERS, FUNCTIONS AND DUTIES OF THE GENERAL BODY:

- 1. To guide the Society in determining and fulfilling its aims and objects.
- 2. To decide policy matters such as change of name of the society, amendment in the Memorandum of Association and the Byelaws of the society, approval of annual accounts of the society, approval for disposal of immovable assets of the society etc. and all such other acts as may be required under the Haryana Registration and Regulation of Societies Act & Rules, 2012.
- 3. The elect the members of the Governing Body.
- 4. To remove any member from the Governing Body/ Executive Committee and according approval to the continuation of a person appointed as a member of the Governing Body/ Executive Committee against a casual vacancy.

10. POWERS, FUNCTIONS AND RESPONSIBILITIES OF THE GOVERNING BODY/ EXECUTIVE COMMITTEE:

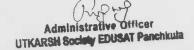
- a) The Governing Body/ Governing Body/ Executive Committee will be empowered to take all administrative decisions for smooth functioning of the Society.
- b) The Governing Body/ Executive Committee will be responsible for achieving the aims & objectives of the Society and shall work in the best interest of the Society, for which it shall be empowered to deploy the funds & assets of the society for the stated objectives.
- The Governing Body/ Executive Committee shall have full charge of all immovable properties and moveable assets belonging to or vested in the Society and these will be managed in such a manner as it considers appropriate subject to the overall control and directions of the General Body of the Society.
- d) The Governing Body/ Executive Committee shall be competent to invest the funds in the manner it considers appropriate in the best interests of the Society and it shall be competent to borrow or mortgage or hypothecate the properties on behalf of the Society in the manner decided.
- e) To constitute various standing or adhoc Committees for looking after such functions as may be assigned from time to time.
- f) To create provision for engagement of regular or part-time employees of the Society to look after the secretarial, accounting and other functions in a seamless manner.
- g) To outsource certain functions e.g. cleaning, security and similar other maintenance activities of the premises of the society.
- h) The Governing Body/ Executive Committee will issue Administrative Approvals (AA), Financial Sanctions (FS) and Technical Sanction (TS) subject to certain Bye-Laws or delegation of powers as decided by Governing Body.
- i) The Governing Body/ Executive Committee will be competent to handle all resource acquisition and disposal cases.
- j) Consider and approve eligibility conditions, duration, selection process etc. for various types of service providers, vendors, resources including system integrators, developers, stake holders, financial collaborators, public-private partners, implementers, executors of the various initiatives and other citizen services.

- k) Frame Bye-Laws, Rules and Regulations for the conduct of the affairs of the UTKARSH Society and to add, amend, or repeal the Bye-Laws from time to time.
- l) Frame norms, guidelines and terms and conditions and service level agreements and to add to or amend them from time to time.
- m) Create project based contract positions and handle the work on job-work and/or outsourcing basis for the Society, lay down terms and conditions and method of hiring such human resources.
- n) Acquire by gift, purchase, exchange, lease, hire or otherwise any property, movable or immovable, and to construct, improve, alter, demolish or repair buildings, space, works and constructions as may be necessary or convenient for carrying on the activities of the Society.
- o) Negotiate, enter into and make contracts and deeds on behalf of the Society without any Government support. To enter into legal and corporate agreements for and on behalf of the Society and to sue and defend all legal proceedings on behalf of the Society.
- p) Solicit and receive grants, gifts donations or other contributions from the Central Government, State Government, user charges, cess, contributions, fee and funds in any other form.
- q) Do all such acts and things as are incidental or conducive to the discharge of the functions and attainment of any of the objects of the Society.
- r) To prepare and execute the detailed plans and programmes for working of the Society and to carry on its administration and management.
- s) To procure and provide all types of IT resources and services like hardware, system software, power and printer peripherals, networking components etc.
- t) To provide the required operating, administrative, technical, ministerial and other manpower under UTKARSH Society on job work, contract or outsourcing basis from project to project basis for ensuring the efficient operation and management of the projects and the affairs of the Society and to prescribe the conditions for hiring and firing of such manpower by the other departments and organizations as and when required.
- To co-ordinate with central and state level organizations of national and international organizations in the pursuit of its objectives of the Society.

v) The Governing Body/ Executive Committee may also further delegate any of its power to General Secretary/Secretary.

11. CONDUCT OF THE BUSINESS OF THE SOCIETY AND GOVERNING BODY: -

- (i) The Governing Body/ Executive Committee may function notwithstanding any vacancy in its constitution provided however, that at no time the number of vacancies shall be such that the total number of members is less than the quorum required for a meeting of the Governing Body.
- (ii) Acts and Proceedings not to be invalidated by vacancies etc.: No act or proceeding of the Governing Body/ Executive Committee or any authority of the Society or any committee constituted under this, shall be questioned on the ground merely of the existence of any vacancy or defect in the election, nomination or appointment of a person acting as a member thereof or any irregularity in its procedure not affecting the merits of the case.
- (iii) Subject to the provision therein contained, the Governing Body/
 Executive Committee may, with the previous approval of the
 Haryana Government in the Department of Secondary Education,
 frame and vary from time to time, as it thinks fit, bye-laws for the
 conduct of its business.
- (iv) In case of difference of opinion amongst the members, the opinion of the majority shall prevail.
- (v) Each member of the Governing Body, including the President, shall have one vote and there is equal number of votes on any question to be determined by the Governing Body, the President shall, in addition, have and exercise a casting vote.
- (vi) Any resolution, except such as may be placed before the meeting of the Governing Body, may be adopted by circulation among all its members, and any resolution so circulated and adopted by a majority of the Members who have given their approval, such Resolution shall be as effectual and binding as if such Resolution has been passed at a meeting of the Governing Body, provided that in every such case, at least 5 members of the Governing Body/ Executive Committee shall have recorded their approval to the Resolution.



12. ASSETS AND FUNDS OF THE SOCIETY

- (i) The sources of income of the society will include receipts on account of membership fee, annual subscription, rent from property/ assets, interest, consultation fees, donations, grants, gifts, etc. The society can also raise funds through interest-free short term loans from its members or from scheduled banks on interest. Loan from the scheduled banks on interest will be taken only for purchase of creation of capital assets and not for meeting any recurring revenue expenditure under any circumstances.
- (ii) The Governing Body/ Executive Committee will prepare and approve an annual budget of the Society on the basis of its estimated income and the capital & revenue expenditure during the first quarter of the financial year and shall also place a copy thereof before the General Body in its Annual General Meeting for information.
- (iii) The Bank accounts of the Society will be jointly operated by such members/ office bearers as may be decided by the Governing Body/ Executive Committee from the to time.
- (iv) All receipts and payments of the Society shall be made thought Bank Instruments (i.e. DD/Pay order/Cheques/Bank Transfers/RTGS) including all receipts towards the Membership Fees and the annual subscriptions from the members. However, the Governing Body/ Executive Committee may determine the limits of financial transactions which may be conducted in cash in certain other cases.
- (v) The Capital Cost and Corpus fund for the smooth functioning of the Society may be contributed by Govt. of Haryana, Govt. of India, contributions from Public Sector Undertakings, Co-operative Institutions, Other Public Section Organisations and Financial Institutions.
- (vi) Sources of Income of the Society The Society will facilitates/execute/implement Society on behalf of Department of School Education or any other Department as may be notify by the Government based on the availability of the funds. Therefore, any receipts of the Society will consist of the following: -
 - (a) Payments against the bills for various services rendered by the Departments which will be transferred by the Society into the accounts of the concerned departments or agency and proper accounts would be maintained;

- (b) The fee prescribed by concerned Department of the Government for the certain categories of service would be transferred to the concerned department for depositing the same in the Government Treasury and;
- (c) Lastly the approved user charges for providing the service by the Society which will be retained by the Society. These user charges will be apportioned between the Society and the private partner to be selected on open tendering basis for meeting the expenditure on account of operations, management and maintenance of the IT resources for providing the services.
- (vii) The Recurring Expenditure of the Society would be met out of the funds, grant-in-aid and other income from resources and business of the Society.
- (viii) For expanding the scope of Society in the late, the Society may approach Govt. of India, Govt. of Haryana or any Financial Institutions for funding the Society depending upon the programme requirement.
- (ix) The business of the Society may be used as an institution of mechanism for the facilitation of the Society which could be either fully or partially funded/sponsored by Govt. of India, Govt. of Haryana or other Financial Institutions/Resources. The execution of such projects could be facilitated through the Society and any funds allocated for such projects could be utilized through the UTKARSH Society. The Society would be paid a service charge for facilitating/executing such projects to the tune of 3% to 5% as decided by the Government from time to time.
- (x) The Society may accept contributions from statutory bodies created under the Act of the Parliament or of State Legislature, the National and International Organisations, NRIs, Industries. The contribution may also be accepted from private bodies and individuals subject to the approval of its Governing Body.
- (xi) The income and property of the Society, howsoever derived, shall be applied towards the promotion of the objects thereof as set forth in this Memorandum of Association.
- (xii) No part of income and property of the Society shall be paid or transferred, directly or indirectly, by way of profit, to the persons/body who are, or at any time, have been or shall be members of the Governing Body/ Executive Committee or General

body or to any of them or to any persons claiming through them or any of them.

(xiii) Operations and Management (O & M) of the Society

- a) The expenditure on the operations and management of the Society would be met through the funds and grants-in-aid received from various Directorates of School Education Department, Higher Education Department, Technical Education Department, Government of India and the Government of Haryana from time to time.
- b) The required operating, administrative, technical and other manpower may be deployed on job work, contract or outsourcing basis from case-to-case basis for ensuring the efficient operation and management of the scheme.
- c) Thus the hiring of manpower for the work of the Society would not be the liability of the Government and any expenditure on such account is proposed to be met out of the funds available with the Society.
- d) Expenditure on any hiring of state by the Society would be met out of the funds available with the Society.

(xiv) Vesting of the Assets and funds of the Society

The assets and funds shall vest with the Society.

- (a) **Assets Registers and accounts:** The Society shall maintain Assets Registers (AR) and accounts as per the common corporate practices.
- (b) Operation of Bank accounts: The bank accounts of the Society shall be kept in the name of the Society and shall be operated upon by the General Secretary/Secretary and Vice-President of the Governing Body/ Executive Committee jointly or any other person authorized by the Governing Body/Executive Committee.

(xv) Objects for which the funds of the Society could be used:

- a) The objects of fund shall be as approved by the Governing Body/ Executive Committee.
- b) All decisions for utilization of funds would be recorded in Executive Office Order Register (EOOR).
- c) Administrative expenses incurred by the Society or Council such as salary allowances and travelling allowances and daily allowances of the staff can be legitimate charges on the funds

of the Society in accordance with the provision of the Bye-Laws of the Society.

(xvi) Investment of Funds:

The Society from time to time invest or deposit any portion of its funds not immediately required: -

- (i) in immoveable properties; or
- (ii) in securities of the Government or in National Savings Certificates or other securities of the Government of India;
- (iii) in the Post Office Savings Banks Accounts; or
- (iv) in a special account opened by the Society for the purpose in a
 - (a) Scheduled Bank as authorized or notified by the Reserve Bank of India; of Salah Bank of Salah Ba
 - (b) Cooperative Bank situated in the State, or in such other mode of investment, as may be prescribed.
- (xvii) The Society will not have a permanent staff under any circumstances, but can engage required operating, administrative and other manpower on contract or outsourcing basis. The expenditure on manpower would be met out of the funds and grants-in-aid available for the purpose with the Society.
- (xviii) The income and property of the Society, howsoever derived, shall be applied towards the promotion of the objects thereof as set forth in this Memorandum of Association (MOA).
- (xix) No part of income and property of the Society shall be paid or transferred, directly or indirectly, by way of profit to the persons/body who are, or at any time have been or shall be members of the Society or General body or to any of them or to any persons claiming through them or any of them.

13. ACCOUNTS AND AUDIT

(a) The Treasurer of the Society will be responsible for keeping and maintaining proper books of accounts receipts and payments, income and expenditure and of the property, assets and liabilities as required under the Income Tax Laws and/or any other authority including the Institute of Chartered Accountants of India, at its Registered Office with respect to all sums of money received and expended by the Society and the assets and liabilities of the society. The Annual Accounts shall be made up by the end of the financial year.

- (b) The accounts of the Society shall be audited and certified by an auditor, as approved by Governing Body, who is a member of the Institute of Chartered Accountants of India, constituted under the Chartered Accountants Act, 1949 (Central Act 38 of 1949).
- (c) The accounts, returns and registers shall be verified and signed by at least two members, authorized by the Governing Body.

14. ARBITRATION AND RECONCILIATION

- (a) Any dispute between two or more members of the Society which has an impact on the functioning of the Society, the President or the Vice President or an arbitrator appointed by the President, shall be referred to and resolved amicably.
- (b) The extent of penalty that may be imposed through arbitration shall be limited to a maximum of 15% of the agreement.

15. CONTRACTS

- (a) All contracts shall be executed on behalf of the Society by the President or by the Vice President or the General Secretary/Secretary, as authorized by the Governing Body/Executive Committee.
- (b) General Secretary/Secretary of the Governing Body/ Executive Committee shall execute all contracts/agreement on behalf of the Society for engaging personnel and services. He shall also coordinate the activities of the Society.

16. POWERS, FUNCTIONS & DUTIES OF INDIVIDUAL MEMBERS OF GOVERNING BODY/ EXECUTIVE COMMITTEE:-

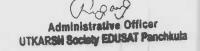
(i) POWERS OF PRESIDENT:

- 1. To preside over all the meetings of the General Body and of the Governing Body/ Executive Committee and regulate the proceedings of such meetings.
- 2. To do all such acts, deeds and things as may be authorized by the General Body and/ or the Governing Body/ Executive Committee from time to time.
- 3. To allow or disallow discussion on any matter which is not included in the agenda.
- 4. To ensure proper & transparent functioning of the Society/Governing Body.

- 5. To ensure strict compliance of the provisions of the Haryana Registration and Regulation of Societies Act, 2012 and the rules made there under.
- 6. To supervise and guide the overall activities/ achievement of aims & objectives of the Society.
- 7. The President of Governing Body/ Executive Committee shall hire the manpower for the Society and other staff and terminate their services, in accordance with Bye-Laws of the Society.
- 8. The President shall prescribe the duties of all the personnel and staff employed by the Society and shall exercise supervision and disciplinary control as may be necessary subject to the orders, rules and bye-laws of the Society.
- 9. The President shall ordinarily have full responsibility for developing and supervising the execution of the projects for smooth implementation of EDUSAT Scheme so long as these projects are in compliance with the broad policy laid down by the Society from time to time.

(ii) POWERS OF VICE-PRESIDENT:

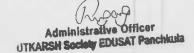
- 1. To assist president in carrying out his duties.
- 2. In absence of the President, to act on his behalf and perform all duties and exercise all the powers of the President.
- 3. To do all such acts, deeds and things, as may be authorized by the Governing Body.
- 4. The Vice President shall be the custodian of the record, the funds of the Society and such other property of the Society as the Governing Body/ Executive Committee and General body may commit to his charge. The Vice President shall have the accounts maintained and also arrange for the annual audit in accordance with the provisions in the Bye-Laws of the Society.
- 5. The Vice President shall have such other powers and perform other duties as may be delegated or assigned to him by the Governing Body/ Executive Committee. The Vice President may delegate any of his powers to any of his subordinate with the approval of the Governing Body.
- 6. The Vice President shall manage the scheme, properties or the money under the funds, manage accounts, execute all contracts on behalf of the Society and receive funds for the Society through



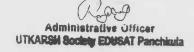
- donations, grants-in-aid, contributions and raising money whenever required.
- 7. The Vice President shall prepare the Budget relating to the administrative expenses of the Society such as expenditure on TA/DA of the members which shall be a legitimate charge on the fund.
- 8. The Vice President shall represent the Society in all its legal matters jointly or through any authorized representative.
- 9. The Vice President will be empowered to take all day-to-day administrative decisions except where no policy is involved, where no creation of posts is involved.
- 10. The Vice President will have the authority to issue all financial sanctions relating to EDUSAT Scheme.
- 11. To do all acts, deeds and things and necessary for carrying out his functions as Vice President.

(iii) POWERS OF GENERAL SECRETARY/ SECRETARY:

- To conduct, organize, supervise and manage all the affairs of the Society and do all such acts and perform all such duties for the working of the Society as may be assigned by the President/ Governing Body.
- 2. To convene meetings of the General Body/Governing Body/ Executive Committee with the consent of the President and serve proper notices as prescribed under these byelaws.
- 3. To attend all the meetings of the General Body and the Governing Body/ Executive Committee and assist the President in conducting the meetings and record proceedings of all the meetings.
- 4. To prepare annual report of the Society and place it before the Governing Body/ Executive Committee alongwith audited annual accounts of the Society, for approval to place the same before the General Body in the Annual General Meeting.
- 5. To keep and preserve the records of the Society/ Governing Body.
- 6. To held and assist the President in looking after the complete affairs of the Society and in attaining aims & objects of the Society.
- 7. To ensure timely filling of all statutory returns/ documents in the office of the District Registrar and such other authorities as may be prescribed under the Haryana Registration and Regulation of Societies Act, 2012 and the rules made there under.



- 8. To be the custodian for safe custody of common seal of the society and affix the same, wherever required, as per the authorization of the Governing Body.
- 9. To conduct correspondence on behalf of the Society/Governing Body/ Executive Committee and to sign letters and papers on its behalf and to ensure that all statutory registers and records are properly kept and maintained.
- 10. Act as the overall in-charge of the administration and execution of all the programmes of the Society/ including financial affairs on behalf of the Governing Body/ Executive Committee including creation of posts, fixation of salaries/ remuneration/ allowances etc., make appointments/ engagement of staff, make purchases and do all other such things as may be necessary in the furtherance of the aims & objects of the Society in accordance with the delegations by the Governing Body/ Executive Committee from time to time and where no such delegation is specifically made, in consultation with the President of the Society.
- 11. The General Secretary/Secretary will record the proceedings of the meetings of the Governing Body/ Executive Committee, as the case may be, and maintain a proper record of these meetings in accordance with the provisions of the Bye-Laws of the Society.
- 12. The General Secretary/Secretary shall have such other powers and perform other duties as may be delegated or assigned to him by the Governing Body. The General Secretary/Secretary may delegate any of his powers to any of his subordinate with the approval of the Governing Body.
- 13. In the event of the post of the General Secretary/Secretary remaining vacant or General Secretary/Secretary being absent or enable to perform his duties or any reason, it shall be open for the President of the Governing Body/ Executive Committee to direct any officer or officers in service of the Society to exercise temporarily such powers and perform such functions and duties of the General Secretary/Secretary.
- 14. The General Secretary/Secretary shall be responsible for the proper day-to-day administration of the Society. All other staff of the Society shall be subordinate to the General Secretary/Secretary. The General Secretary/Secretary shall carry out the general correspondence in connection with work assigned



to him/her by the, President and Vice President of the Governing Body/ Executive Committee from time to time.

15. To do all acts, deeds and things and necessary for carrying out his functions as General Secretary/Secretary.

(iv) POWERS OF TREASURER:

- 1. To keep accounts of all financial transactions of the Society and of all the sums of money received and spent by the Society and maintain records of receipts and expenses relating to such matters, and of assets, credits and liabilities.
- 2. To get the accounts of the Society audited by the chartered accountant appointed by the Governing Body/ Executive Committee at the close of the Financial year, every year.
- 3. To submit to the Governing Body/ Executive Committee through General Secretary/ Secretary, the audited annual accounts of the Society, at least one month prior to the date of annual general meeting.
- 4. To act as the overall custodian of all the books of accounts of the Society, financial statements, receipt books, expense vouchers, bank pass books & cheque books, cash etc.

17. CESSATION OF MEMBERS OF THE GOVERNING BODY

An office-bearer/ executive member of the Governing Body/ Executive Committee shall cease to be an office-bearer or executive member:

- a) upon submission & acceptance of his resignation.
- b) Any person admitted as a member shall cease to be a member of the Society in the following events:-
 - (I) Attracts the provisions contained in Section 22 of the Haryana Registration and Regulation of Society Act, 2012;
 - (II) Upon his/ her acting contrary to the aims and objectives of the Society;
 - (III) Upon such member being found guilty of a financial misappropriation of the funds of the society;
 - (IV) Upon indictment and directions for removal by the District Registrar/ Registrar/ Registrar General of Societiy;
 - (V) An Honorary member shall cease to be a member of the Society, if the Governing Body, decided so by passing a resolution in this behalf.

Administrative Officer

c) If he is removed by a resolution passed in the meeting of the General Body.

18. EXCLUSIONS FROM THE EMPLOYMENT OF A SOCIETY

- No member of the Society shall be in full-time or part-time employment of the Society.
- ·b) No dependant or family member or close relative of the officebearers and members of the Governing Body/ Executive Committee shall be engaged as an employee of the society during its term.
- Every office-bearer and member of the Governing Body/ Executive c) Committee shall make a declaration in case any person in the employment of the Society is his close relative.

19. AMENDMENTS IN THE MEMORANDUM OF ASSOCIATION, BYE-

Any amendment in the Memorandum of Association and Bye-laws, or Change of Name, amalgamation or division of the Society will be done only with the approval of the General Body by way of a special resolution. The intimation of any such amendment or change, along with attested copy of the requisite documents, shall be filled in the office the District Registrar by the General Secretary/Secretary within such time as may be prescribed under the Haryana Registration and Regulation of Societies Act, 2012 and the rules made there under.

20. WITHDRAWAL OF FUNDS

- Withdrawal of funds from the accounts of the Society shall be regulated in a manner to be determined by the Governing Body.
- Such withdrawals shall be made by RTGS/Cheques on requisition, as may be authorized by the Governing Body.

SUBMISSION OF ANNUAL REPORT, BALANCE SHEET AND AUDIT 21. REPORTS ETC. TO THE DISTRICT REGISTRAR

An annual report on the working of the Society, balance sheet, receiptexpenditure statement, auditor's report duly certified by the auditor along with a list of members of the Governing Body/ Executive Committee as on 31st March, duly certified by Chairperson and General Secretary, Secretary, separately showing the deletions and additions during the previous year and a copy of the special resolution, if any, shall be filed with the District Registrar

within 30 days of the approval of the same in Governing Body/ Executive Committee meeting.

22. SUIT BY AND AGAINST THE SOCIETY

The Society may sue or be sued in the name of the President, the General Secretary/Secretary or any other office-bearer authorized by the Governing Body/ Executive Committee in this behalf and may bring or defend any action or other legal proceedings touching or concerning any property or any rights or claims of the Society.

23. POWERS OF THE STATE GOVERNMENT TO GIVE DIRECTIONS TO THE SOCIETY

The State Government in the Department of School Education may give the Society such directions in regard to the grant-in-aid and funds provided by the State Government, as in its opinion, are necessary or expedient for carrying out the purposes of the funds of the Society. It shall be the duty of the Society to comply with such directions.

24. INTERPRETATION OF BYE-LAWS

In case of any dispute about the interpretation of any bye-law, rule or regulation of the Constitution, the decision of the President shall be final. No act or proceedings of the Society and its other constituents shall deemed to be invalid by reasons merely of any deficiency or any object in its constitution.

25. AMALGAMATION OF THE SOCIETY

The Society may amalgamate itself with any other Society established with the identical aims and objects or allow any other society to amalgamate with itself by a Special Resolution passed in this behalf in accordance with the provisions contained in Section 51 of the Act and rule 25 of 'The Haryana Registration and Regulation of Societies Act, 2012' made there under.

26. DISSOLUTION OF THE SOCIETY

- The Society may resolve or dissolve itself in accordance with the provisions contained in the Act and the rules there under in case it becomes difficult to carry on with the operations of the Society, or it becomes insolvent or for any other pressing and unavoidable reasons.
- b) In the event of dissolution of the Society, no assets of the Society shall devolve on or distributed amongst the members of the Society.

c) Its assets and properties shall be first used to liquidate any liabilities and the left-over properties/assets, if any, shall be considered for transfer to any other Society established with identical aims and objects or to the State Government in School Education Department, Haryana for use thereof in the general public interest.

27. 'THE HARYANA REGISTRATION AND REGULATION OF SOCIETIES ACT, 2012' TO APPLY

All clauses of 'The Haryana Registration and Regulation of Societies Act, 2012' shall apply to this Society.

We, the several persons whose names and addresses are subscribed hereto, being members of the Governing Body/ Executive Committee of the Society, certify the above to be a correct copy of the Bye-Laws of the said Society:-

Society:-		- 1 129 - 2
Sr. No.	Name, Occupation and Address	Signatures
1.	Sh. T. C. Gupta, IAS, Principal Secretary to Govt. of Haryana School Education Department, Chandigarh.	sá/-
2.	Shri Ankur Gupta, IAS, Director General Higher Education, Haryana, Panchkula.	Sd/-
3.	Shri Subhash Chandra, IAS, Director General Elementary Education, Haryana, Panchkula.	Sd/-
4.	Shri M. L. Kaushik, IAS, Director Secondary Education, Haryana, Panchkula.	Sd/-
5.	Shri Alok Verma, IFS, State Project Director, Haryana School Shiksha Pariyojna Parishad, Panchkula.	Sd/-
6.	Ms. Sumedha Kataria, HCS, Additional Director (Admn.), Directorate of Secondary Education, Haryana, Panchkula.	Sd/-
7.	Ms. Manita Malik, HCS, Joint Director (Admn.) Directorate of Secondary Education, Haryana, Panchkula.	Sd/-
8.	Shri S. K. Goyal, Chief Accounts Officer, Directorate of Secondary Education	Sd/-

District Registrat of Firms & Societies Secreties United Burgard

UTKARSH Society EDUSAT Panchkula

Haryana, Panchkula.