

**THE HIMACHAL PRADESH STATE CO-OPERATIVE ADVANCEMENT OF PROFESSIONAL
EDUCATION SOCIETY LTD.**

[HIMCAPES]

Bye Laws

Registered Office:

Badhera, Tehsil Haroli, Distt. Una, H.P

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of
**THE HIMACHAL PRADESH STATE CO-OPERATIVE ADVANCEMENT OF PROFESSIONAL EDUCATION
SOCIETY (HIMCAPES) LTD., BADHERA, TEHSIL HAROLI, DISTRICT UNA, HIMACHAL PRADESH.**

PREAMBLE

We the members of the Himachal Pradesh State Co-Operative Advancement Of Professional Education Society Ltd., in short "HIMCAPES" solemnly affirm our commitment to provide to mankind Political, Economical, Social, Educational, Moral and Spiritual freedom.

We shall create an ambience in which spirit of enquiry will be promoted leading to 'Feel the misfortune, and enjoy in the happiness of others' and in the process reducing the former and increasing the latter.

We shall strive to liberate the humanity from the shackles of ignorance which is the bane of all round frustration by inculcating an urge to understand the meaning of life through Vedanta which reveals the Truth and unfolds before us Vast Vistas of knowledge and experience prerequisite to the achievement of 'already achieved'.

¹[Whereas Co-operative Societies of Himachal Pradesh have organized an Apex Society named and styled as the H.P. State Co-operative Advancement of Professional Education Society Ltd., Badhera (Kangar), Tehsil Haroli, Distt. Una (HIMCAPES) Under the Himachal Pradesh Co-operative Societies Act, 1968 (Act 3 of 1969), the objects of which , inter alia, include the establishment, maintenance and development of Institute of Primary, secondary, under graduate and post graduate learning in education, especially in professional education, subject to the approval of the State Government/ Government of India, Himachal Pradesh University, Bar Council of India, Indian Nursing Council, Medical Council of India, All India Council for Technical Education, Central Board of Secondary Education or any other statutory body of the Government authorized to recognize or regulate the course, as the case may be;]

And now, therefore, in furtherance of the above objects and to manage the Society, Bye Laws providing for constitution, business and management of the Society and other matters relating thereto are framed as below:-

In our General Body meeting on this Thirty First day of March, 2002 we do **HEREBY
ADOPT, ENACT AND GIVE TO OURSELVES** these Bye Laws.

¹ Substituted vide amendment dated 8th June, 2018.

CHAPTER-1 **GENERAL**

1. Name and registered address.-

1. The Society shall be called "The Himachal Pradesh State Co-operative Advancement of Professional Education Society Limited (**HIMCAPES**)".
2. The headquarters of the Society shall be at Badhera, Tehsil Haroli, District Una, Himachal Pradesh.
3. The registered address of the Society shall be:-
The Himachal Pradesh State Co-operative Advancement of Professional Education Society Limited, Badhera, Tehsil Haroli, District Una, Himachal Pradesh.

2. Area of Operation.-

The area of operation of the Society shall extend to entire State of Himachal Pradesh or even beyond.

3. Definitions:-

In these Bye Laws unless there is anything repugnant in the subject or context:-

- a) [***]¹
- b) "Act" means the Himachal Pradesh Co-operative Societies Act, 1968 (Act No.3 of 1969) for the time being in force in Himachal Pradesh;
- c) ["agenda" means a statement of business to be transacted in the meeting of the General Body, Managing Committee, School/College Management Committee and sub-committees of the Society;]²
- d) "apex society" means a society of which at least one member is a co-operative society and the area of operation of which extends to the whole of territory of Himachal Pradesh, or even beyond;
- e) "authority" means any authority as specified in Bye-Law 34;
- f) "Board" means the Board of Governors or the Managing Committee or the Governing Body of the Society, by whatever name it may be called under these Bye-laws, as constituted under Bye-Law 45, to which the management of the affairs of the Society is entrusted with;
- g) "Bye-Law" or "Bye-Laws" means the registered Bye-Laws of the Himachal Pradesh State Co-operative Advancement of Professional Education Society Limited, Badhera, District Una, H.P.;
- h) "Chairman" means the Chairman of the **[Society]**³;
- i) "Financing Bank" means a financing institution which adopts the Society for financing loans and advances for attainment of the objectives of the Society on such terms and conditions as may be mutually agreed upon between the Society and the Financing Bank;
- j) "committee member" means a member of the Board/Managing Committee or any other committee or sub-committee constituted by the Board of the society;
- k) "Co-operative Principles" mean the principles as envisaged under Bye-Laws 7 according to which the Society shall conduct its affairs;
- l) ["Director" means member of the Board of **HIMCAPES**;]⁴

¹ Deleted vide amendment dated 8th June, 2018.

² Substituted vide amendment dated 8th June, 2018.

³ Substituted vide amendment dated 8th June, 2018.

⁴ Substituted vide amendment dated 8th June, 2018.

- m) **["Executive Officer" or "Managing Director" means the Principal Executive Officer of the Society deputed by the State Government in accordance with the Act or the Rules or appointed or selected by the Board to manage the affairs of the Society ;]¹**
- n) "faculty" means teaching, research and extension staff of the Institute;
- o) "General Body" means the chief advisory body of the Society as constituted under Bye-Law 35;
- p) "Government" or "State Government" unless expressed otherwise means the Government of Himachal Pradesh;
- q) **["HIMCAPES" means the H.P. State Co-operative Advancement of Professional Education Society Ltd.];²**
- r) **["Institute" means the HIMCAPES Institute of Professional Education (HIPE) to be set up by the Society];³**
- s) [****]⁴
- t) "Maximum Borrowing Limit" means the extent to which the Society may receive deposits and loans from members and non-members;
- u) "member" means a person who is admitted or may be admitted as a member of the Society in accordance with the provisions of Bye-Law 8 and may also include Delegates of members referred to in Bye-Law 41;
- v) "near relation" means any one related to the member of the Society or his or her spouse being:-
 - i) brother or sister of either of them;
 - ii) step-brother or step-sister of either of them;
 - iii) father or mother of either of them;
 - iv) son or daughter of either of them;
- w) "Nominal Member" means a person, body corporate or an association of persons or a co-operative society admitted to the membership in accordance with the Bye Laws but who shall have no share either in the management or the profits of the Society;
- x) "officer" means the Chairman, Vice –Chairman, Director, Managing Director, Executive officer, Principal and includes any other person empowered under the Bye-Laws or the Regulations to give directions in regard to the business of the Society and the Institute;
- y) " owned capital" means the total of the Society 's paid up share capital and accumulated Reserve Fund and other Funds and undistributed profits minus accumulated losses of the Society;
- z) "Person" includes a co-operative society registered under the Act and a body corporate or an individual or an association or a private proprietary or a partnership firm whether registered or un registered or Hindu joint family or any registered company;
- za) "Principal" means the Principal of a [College/]⁵ School;
- zb) "primary society" means a co-operative society which does not enroll societies as its members;
- zc) "professional education" means education in the fields of law, management, economics and commerce, environment studies, fine- arts, all branches of sciences, other social and allied sciences, etc. which shall arm the recipient of such education with professional

¹ Substituted vide amendment dated 8th June, 2018.

² Substituted vide amendment dated 8th June, 2018.

³ Substituted vide amendment dated 8th June, 2018.

⁴ Deleted vide amendment dated 8th June, 2018.

⁵ Inserted vide amendment dated 8th June, 2018.

competence, providing career opportunities;

zd) “Registrar” means the Registrar of Co-operative Societies, Himachal Pradesh appointed under the Act;

ze) **[“Regulation” means the Regulations of the Society for governing matters of policy and procedures, set forth under Bye-Law 72, established for the operation and functioning of the authorities as specified or deemed to have been specified in Bye-Law 34 and may include the Provisions made for the establishment and maintenance of academic Standards of the Institute as well as the provisions made by the competent authority of the Society and for conducting the routine business of the Society and these may include provisions relating to the election of the Board/Managing Committee and the service conditions of the employees of the Society;]¹**

zf) “Rules” means the Himachal Pradesh Co-operative Societies Rules, 1971 as notified under the Act;

zg) “School” means one or more Schools of primary, secondary, under graduate and post graduate learning started or set up by the Society under the institute for imparting education of a professional or other courses of studies;

zh) “School Management Committee” means a committee or committees constituted by the Board under Bye-Law 60 to manage the affairs of one or more Schools set up under the Institute;

zi) “Secondary society” means a registered society of which at least one member is a co-operative society;

zj) “Societies” or “Registered Society” or “Co-operative Society” or “Co-operatives” means a Co-operative Society registered or deemed to be registered under the Act;

zk) “State” means the State of Himachal Pradesh;

zl) “Student” means a person enrolled in any School of the Institute for under-going a course of studies in that School for obtaining a degree, diploma or other academic distinction duly instituted;

zm) **[“the Society” means The Himachal Pradesh State Co-operative Advancement of Professional Education Society Ltd., Badhera, Tehsil Haroli District Una, Himachal Pradesh and the HIMCAPES in its abbreviated form;]²**

zn) “teacher” means a person appointed in the Institute for the purpose of imparting instructions and/or conducting and guiding research and/or extension programme and may include any other person who may be declared by the Regulations to be a teacher on such terms and conditions as may be specified by the Society from time to time;

zo) “UGC” means the University Grants Commission as established under the University Grants Commission Act, 1956 (3 of 1956);

zp) “University” means the Himachal Pradesh University, Shimla as established by the Himachal Pradesh University Act, 1970 (H.P. Act 17 of 1970);

Zp) “Year” means the co-operative year beginning from 1st April and ending on 31st March or as may be fixed by the Registrar for keeping the accounts of the society.

4. Incorporation of the Society---

¹ Substituted vide amendment dated 8th June, 2018.

² Substituted vide amendment dated 8th June, 2018.

The registration of the Himachal Pradesh State Co-operative Advancement of Professional Education Society Limited, Badhera, Tehsil Haroli, District Una, H.P. shall render it a body corporate under the provisions of the Act by the name aforesaid and as such the body corporate, it shall have perpetual succession and a common seal with power, subject to the provisions of the Act, to acquire, hold and dispose of property and to contract, and shall, by that name, sue and be sued and do all things necessary for the purposes for which it is constituted.

5. The Objects of the Society.-

- (1) [The objects of the society shall be to establish, maintain and develop a teaching and research Institute to be called 'HIMCAPES Institute of Professional Education (HIPE)' and under this institute to set up Schools of Primary, secondary, under graduate and post graduate learning in education, especially in professional education, by obtaining affiliation and recognition from appropriate statutory bodies and agencies, to establish, maintain and develop other educational institutions, to receive shares, grants, subventions, Subscriptions, donations, gifts and financial assistance and to do all such things as are incidental, necessary or conducive to the attainment of all or any of the objects of the Society.]¹
- (2) In furtherance of its objects, the Society shall establish or open various Schools of excellence for imparting professional and other education under the Institute throughout the State, depending upon the need, demand, feasibility and viability of the area. To start with, following schools shall be established under the Institute:-
 - 1. School of Law.**
 - 2. School of Medical Education, Nursing and Hospital Services.**
 - 3. School of Languages and Social Sciences.**
 - 4. School of Education and under-graduate studies.**
 - 5. School of Commerce.**
 - 6. School of Forest & Environment Studies.**
 - 7. School of Management.**
 - 8. School of Journalism and Mass Communication.**
 - 9. School of information technology.**
 - 10. School of Bio-sciences and engineering Technology.**
 - 11. School of Physical Education.**
 - 12. School of Co-operative Studies and Research.**
 - 13. Such other School of Professional education as may be required.]²**

- (3) The Society, in the first instance, shall establish a School of Law called [**the HIMCAPES' School of Law**]³ at Badhera, District Una, Himachal Pradesh for advancement and disseminating learning and knowledge of law and legal processes and their role in national development, to develop in the student and research scholar a sense of responsibility to serve society in the field of law by developing skills in regard to advocacy, legal services, legislation, law reforms and the like, to organize lectures, seminars, symposia and conferences to promote legal knowledge and to make law and legal processes efficient instruments of social development.

¹ Substituted vide amendment dated 8th June, 2018.

² Substituted vide amendment dated 8th June, 2018.

³ Substituted vide amendment dated 8th June, 2018.

The society may, subsequently, start other Schools of professional education under the Institute subject to prior approval of the University [or State Government]¹.

(4) The Institute established by the Society shall be open to all persons of either sex irrespective of race, creed, caste or class of all religions and it shall not be lawful for the Institute to impose on any person any test whatsoever of religious belief or profession in order to entitle him to be admitted thereto as a teacher or a student or to hold any office therein or to graduate thereat or to enjoy or to exercise any privilege thereof.

6. Powers and Functions of the Society:-

The powers and functions of the society:-

- (i) to administer and manage the Institute and other educational institutions and such centers for research, education and instruction as are necessary for the furtherance of the objects of the Society;
- (ii) to provide for instruction in such branches of knowledge or learning pertaining to professional education, as the Society may think fit and to make provision for research and for the advancement and dissemination of legal knowledge;
- (iii) to organize and undertake extra-mural teaching and extension services;
- (iv) subject to the direction, control and approval of the UGC and the University, to hold examinations and to grant diplomas or certificates, and to confer degrees and other academic distinctions on persons subject to such conditions as the Society may determine and to withdraw any such diplomas, certificates, degrees or other academic distinctions for good an sufficient cause;
- (v) to confer honorary degree or other distinctions in the manner laid down in the Regulations framed by the Society;
- (vi) to fix, demand and receive fees and other charges;
- (vii) to institute and maintain halls and hostels and to recognize places of residence for the students of the Institute and other educational institutions established and maintained by the Society and to withdraw such recognition accorded to any such place or residence;
- (viii) to establish such special centers, specialized study centers or other units for research and instruction as are, in the opinion of the Society necessary for the furtherance of its objects;
- (ix) to supervise and control the residence and to regulate the discipline of the students of the Institute and to make arrangements for promoting their health;
- (x) to make arrangements in respect of the residence, discipline and teaching of women students;
- (xi) to create academic, technical, administrative, ministerial and other posts and to make appointments thereto [as per the norms of affiliating University and appropriate statutory body holding the field]²;
- (xii) to regulate and enforce discipline among the employees of the Society and to take such disciplinary measures as may be deemed necessary;
- (xiii) to institute, subject to the approval of UGC and the University, professorship, associate professorship, assistant professorship, readerships, lectureships, and any other teaching, academic or research posts required by the institute;

¹ Inserted vide amendment dated 8th June, 2018

² Inserted vide amendment dated 8th June, 2018.

- (xiv) to appoint persons as professors, associate professor, assistant professor, readers lecturers or otherwise as teachers and researchers in the Institute, having such qualifications and experiences as may be fixed or determined by the [appropriate statutory body/UGC/University, as the case may be]¹;
- (xv) to institute and award fellowships, scholarships, prizes, medals and distinctions in the field of legal and other professional education;
- (xvi) to provide for printing, reproduction and publication of research and other works and to organize exhibitions;
- (xvii) to sponsor and undertake research in all aspects of law, justice and social development;
- (xviii) to co-operate with any other organization in the matter of education, training and research in law, justice, management, medical, engineering, journalism, information and bio-technology, commerce, environment, social development and allied subjects for such purposes as may be agreed upon on such terms and conditions as the Society may, from time to time determine;
- (xix) to co-operate with institutes of higher learning in any part of the world having objects wholly or partially similar to those of the Society, by exchange of teachers and scholars and generally in such manner as may be conducive to the common objects;
- (xx) to allocate and approve budget of the Institute and its schools and to regulate the expenditure and to manage the accounts of the Society;
- (xxi) to establish and maintain within or outside the premises of the Institute, such class rooms, and study halls as the Society may consider necessary and adequately furnish the same and to establish and maintain such libraries and reading rooms as may appear convenient or necessary for the Institute for running the Schools;
- (xxii) to receive grants, subventions, subscriptions, donations and gifts for the purposes of the Society and consistent with the object for which the Institute is established;
- (xxiii) to acquire, purchase, take on lease or accept as gifts or otherwise any land or building or works which may be necessary or convenient for the purpose of the Society and on such terms and conditions as it may think fit and proper and to improve, manage, develop, construct or alter and maintain any such land, building or works;
- (xxiv) to sell, exchange, lease or otherwise dispose of all or any portion of the properties of the Society, movable or immovable, on such terms as it may think fit and proper without prejudice to the interest and activities of the Society, or turn to account or otherwise deal with all or any part of the property;
- (xxv) to draw and accept, to make and endorse, to discount and negotiate, Government of India and other promissory notes, bills of exchange, cheques or others negotiable instruments;
- (xxvi) to execute conveyances, transfers, re-conveyances, mortgages, leases, license and agreements in respect of property, movable or immovable including State and Central Government securities belonging to the Society or to be acquired for the purpose of the Society;
- (xxvii) to appoint in order to execute an instrument or transact any business of the Society, any person as it may deem fit;
- (xxviii) to give up and cease from carrying on any classes or departments of the institute;
- (xxix) to enter into any agreement with Central Government, State Government, the University Grants Commission or other [Government]² authorities for receiving grants;

¹ Substituted vide amendment dated 8th June, 2018.

² Inserted vide amendment dated 8th June, 2018.

- (xxx) to accept grants of money, securities or property of any kind on such terms as the Society may deem expedient;
- (xxxi) to raise and borrow money on bond, mortgages, promissory notes or other obligations or securities founded or based upon all or any of the properties and asset of the Society or without any securities and upon such terms and conditions as it may think fit and to pay out of the funds of the Society, all expenses incidental to the raising of money, and to repay and redeem any money borrowed;
- (xxxii) to invest the funds of the Society or money entrusted to the Society in or upon such securities and in such manner as it may deem fit and from time to time transpose any investment;
- (xxxiii) to make such Regulations as may, from time to time, be considered necessary for regulating the affairs and the management of the Society and to alter, modify and to rescind them;
- (xxxiv) to constitute for the benefit of the academic, technical, administrative and other staff, in such manner and subject to such conditions as may be prescribed by the Regulations, such as insurance, provident fund and gratuity as it may deem fit and to make such grants as it may think fit for the benefit of any employees of the Society, and to aid in establishment and support of the associations, institutions, fund, trusts and conveyance calculated to benefit the staff and the students of the institute;
- (xxxx) [***]¹
- (xxxvi) to help in establishing Co-operative Recruitment Boards;
- (xxxvii) to help in setting up Co-operative Courts;
- (xxxviii) to take over and run the management of any vocational, technical, or educational institution being run by the government or private management;
- (xxxix) to delegate all or any of its powers to any sub-committee or to any one or more members or its body or its body or its officers; and
- (xli) to do all such other acts and things as the Society may consider necessary, conducive or incidental to the attainment or promotion or enlargement of the aforesaid functions or anyone of them.

7. Co-operative Principles:-

The Co-operative Principles are guiding force by which co-operative put their values into practice.

1st Principle : Voluntary and Open Membership

Cooperatives are voluntary organizations, open to all persons able to use their services and willing to accept the responsibilities of membership, without gender, social, racial, political, or religious discrimination.

2nd Principle: Democratic Member Control

Cooperatives are democratic organizations controlled by their members, who actively participate in setting out their policies and making decisions. Men and women serving as elected representatives are accountable to members. In primary cooperatives members

¹ Deleted vide amendment dated 8th June, 2018.

have equal voting rights(one member, one vote), and cooperatives at other levels are also organized in a democratic manner.

3rd Principle : Member Economic Participation

Members contribute to, and democratically control, the capital of their cooperative. At least part of that capital is usually the common property of the cooperative. Members usually receive limited compensation, if any, on capital subscribed to as a condition of membership. Members allocate surpluses for any of the these purposes: developing their cooperative, possibly by setting up reserves, part of which at least would be indivisible; benefiting members in proportion to their transactions with the cooperative; and supporting other activities approved by the membership.

4th Principle: Autonomy and Independence

Cooperatives are autonomous, self-help organizations controlled by their members. If they enter into agreements with other organizations, including governments ,or raise capital from external sources, they do so on terms that ensure democratic control by their members and maintain their cooperative autonomy.

5th Principle: Education, Training and Information

Cooperatives provide education and training for their members, elected representatives, managers, and employees so that they can contribute effectively to the development of their cooperatives. They inform the general public-particularly young people and opinion leaders- about the nature and benefits of cooperation.

6th Principle: Cooperation among Cooperatives

Cooperatives serve their members most effectively and strengthen the cooperative movement by working through local, national, regional and international structures.

7th Principle: Concern for Community

Cooperatives work for the sustainable development of their communities through policies approved by their members.

CHAPTER-II

MEMBERSHIP

8. Persons who may become members:-

The membership of the Society shall be open to:-

- a) All co-operative societies registered within the Himachal Pradesh;
- b) the State Government;
- c) individuals,---
 - i) having adequate experience in teaching; or
 - ii) having co-operative background; or
 - iii) associated with the learned professions such as medicine, law, engineering and other occupations and callings, all of which require learning and special preparation in the acquirement of scientific knowledge and skill necessary to the proper understanding and successful management of such occupations; and
- d) such class or classes of persons or associations of persons as may be notified by the State Government in this behalf.

9. Nominal Members:-

The Society may admit, Joint Stock Companies, Firms, Religious and Charitable Institutions or Trusts, Local Bodies, Corporations, Boards, Clubs, Educational Institutions and Non-Governmental Organizations (N.G.O's) registered or created under the Societies Registration Act, 1860 or by the State or Central Government or under any other law for the time being in force governing aforesaid; and such other persons or individuals or Self Help Groups, whether registered or unregistered, as nominal members with whom the Society has or proposes to have any dealings in furtherance of its objectives:

Provided that;

- a) the nominal members shall pay only admission fee and they shall have no right to vote, or to contest elections, or to attend any meeting of the society or to share in the profits of the Society, nor shall they be eligible for the membership of the Board, nor shall they be entitled to such rights and privileges as may be specified in these Bye-Laws in preference over a member;
- b) a person applying for nominal membership shall submit his application to the society [***]¹ along with such amount of admission fee as may be fixed by the Board of [Directors]² from time to time;
- c) the period of nominal membership shall be coterminous with the contract to borrow, stand guarantee, surety, etc.;
- d) a nominal member shall be enrolled as such in his or its personal capacity and such membership shall not be enlisted by heirs, nominees and successors;
- e) the nominees, heirs and successors shall remain responsible for debts and liabilities of the nominal member, till such liabilities have been discharged to the Society, in full;
- f) a nominal member, who at the end of the period for which he has been enrolled as such, is indebted to the Society either in his personal capacity or as surety or guarantor shall continue to be treated as such member for the purpose of legal proceedings so long as his liabilities to the Society have not been fully discharged;
- g) a nominal member shall not be allowed either to borrow or to stand surety/guarantor in any fresh case unless he has discharged his liabilities in full;
- h) no membership certificate shall be issued to a nominal member but a **separate register** shall be maintained in the Society which shall contain his signature and complete address in proof of his such membership;
- i) a nominal member, shall cease to be such member on death, expulsion, bankruptcy, on his leaving India without intention to return, or on his permanent removal from India, provided that he shall not cease to be a member until he has discharged all his debts/liabilities to the Society;
- j) the admission fee paid by the nominal member shall not be refundable, but shall be credited to "Reserve Fund" of the Society.

10. Admission Fee:-

- (1) Every member other than the State Government shall apply in writing for membership of the Society and shall pay such amount towards the admission fee of the Society as may be fixed by the Board from time to time, subject to a minimum of Rs. 500/- (Rs. Five hundred).
- (2) The amount of admission fee shall not be refundable.

11. Acceptance of shares:-

¹ Deleted vide amendment dated 8th June,2018.

² Substituted vide amendment dated 8th June, 2018.

- (1) A person shall be deemed to have become a member as soon as an allotment of share has been made to him on the basis of his application for membership.
- (2) A member as well as a nominal member before he is admitted, shall sign a declaration that he shall bound by the Bye-Laws of the Society and by any subsequent amendment in these Bye-Laws during the period of his membership.
- (3) No person shall exercise any right of membership until he has signed the declaration referred to above, and has paid the application money i.e. the admission fee plus the full value of one share..
- (4) Every member, other than the nominal member, shall hold at least one share of the Society to be eligible to exercise the rights of membership and the amount of such share shall be paid in lump-sum.

12. Disposal of application for admission of members:-

- (1) The Society shall dispose of the application received for admission as a member as early as possible and in no case later than the expiration of a period of 30days from the date of receipt of the application and in case of refusal to admit, the Society shall communicate its decision together with the reasons therefor to the applicant.
- (2) If no decision has been taken or communicated to the applicant within the period so specified, the applicant shall be deemed to have been admitted to membership.

13. Expulsion from Membership:-

- (1) a member of the Society may be expelled from the membership of the Society for any of the following reasons:-
 - a) if the member is a persistent defaulter within the meaning of the Act and the Rules made there under;
 - b) if the member habitually fails to carry out its obligations of the Society;
 - c) if the member has caused any deficiency in the assets of the Society by breach of trust trust or willful negligence;
 - d) if the member willfully deceives the Society by false statement;
 - e) if the acts of the member injure the reputation of the Society or are detrimental to the interest or proper working of the Society;
 - f) If the member misappropriates or fraudulently retains any money belonging to the Society; or
 - g) If the member is held guilty under the provisions of the Act or the Rules made there under [;or]¹
 - h) if the member fails to attend three consecutive meetings of the General body.]²
- (2) No member of the Society who has been expelled under the aforesaid provisions of the Bye-Laws shall be eligible for readmission as a member for such period as may be decided by the General Body till the time he re-establishes his bona fides in Co-operative Principles and the share of such member shall, at the discretion of the General Body, be forfeited.

14. Procedure for termination, cessation and expulsion from membership:-

¹ Substituted vide amendment dated 8th June, 2018.

² Deleted vide amendment dated 8th June, 2018.

- (1) Where any member of the Society proposes to bring a resolution for the termination or cessation or expulsion of any other member, he shall give a written notice thereof to the Chairman of the Society and on receipt of such a notice, or when the Board itself decide to bring in such resolution, the consideration of such resolution shall be included in the agenda for next general meeting, and a notice thereof shall be given to the member against whom such a resolution is proposed to be brought, calling upon him to represent at the general meeting, to be held not earlier than a period of one month from the date of such notice and to show cause against termination or cessation or expulsion, as the case may be, to the General Body.
- (2) After hearing the member, if he is present or after taking into consideration any written representation that he might have made, the General Body shall proceed to consider the resolution in either way.
- (3) The termination or cessation of membership or expulsion of a member shall be effective from the date on which the General Body approves such resolution unless otherwise provided in the Act.

CHAPTER-III **SHARES AND CAPITAL**

15. Shares:-

- (1) The authorized share capital of the Society shall be Rupees 50.00 crore (Rupees fifty crore) made up of 20,000(twenty thousand) shares of Rs. 25000/- (Rupees twenty five thousand) each.
- (2) The General Body, by an amendment of these Bye-Laws, may enhance or reduce the value of a share of the Society from time to time.

16. Share certificates by whom to be signed:-

Every person to whom a share is allotted shall be entitled to receive without any charge a certificate specifying the share allotted to him and the amount paid by him thereon. The Chairman/Vice Chairman and Managing Director/ Executive Officer of the Society or any other officer authorized in this behalf by the Board shall sign the share certificate.

17. Renewal of share certificate:-

Where the Board is satisfied that a share certificate has been worn out, damaged or lost, it may renew or replace the same by a duplicate certificate on payment of Rs. 100/- (Rupees one hundred) per share certificate, on execution of an indemnity bond, if so required.

18. Endorsement on certificate:-

Every endorsement upon the share certificate in favour of any transferee/nominee thereof shall either be signed by the Managing Director/ Executive Officer or any other officer duly authorized by the Board in this behalf.

19. Mode of payment of share money:-

Save as provided under clause (d) below, every member shall pay full value of a share in cash or through Bank Draft or by account payee cheque in favour of the Society along with the application for membership:

Provided that ,--

- a) an apex society shall purchase at least four shares;
- b) a secondary society shall purchase at least two shares;

- c) individual members admitted under Bye-Law 8 (c) and persons admitted as members under Bye-Law 8 (d) shall purchase at least one share; and
- d) a primary society shall purchase at least one share of the Society:
[Provided further that value of share or shares, as the case may be, shall be paid in lump sum.]¹

20. Transfer and withdrawal of shares:-

- (1) The Society shall keep a register to be called " Register of Transfer of Shares," and enter therein all particulars of every share in the Society.
- (2) Share held by a member except the State Government shall not be transferred except in following cases:-
 - a) If a co-operative society is split up in two or more societies in which case the Society may with the approval of the Registrar, allow the transfer of shares held by the original society to new societies, and
 - b) If in the opinion of the Registrar, a society has more shares than it needs, in such a case, the Registrar may allow the transfer of some shares to another member society on such terms and conditions as may be agreed upon between the contracting societies and approved by the Society.
- (3) Shares held by co-operative societies in the Society shall not be withdrawn except when a co-operative society is dissolved or unless otherwise directed by the Registrar.

21. Instrument of transfer of share:-

Every instrument of transfer of share shall be executed jointly between the transferor and the transferee and the transferor shall be deemed to remain the holder of such share until the name of the transferee is admitted as a member of the Society by the Board and the name of transferee is entered in the Register of Share Transfers.

22. Evidence of share transfer:-

The entry in the Share Transfer Register, of the transferee being admitted as a member of the Society, shall be the conclusive evidence of the approval by the Board.

23. Procedure for calculating the value of share or interest of a member:-

- (1) Where the Society has to make a refund of the value of a share shall be deemed to be equal to the amount paid up on the share:

Provided that where a portion of the assets is estimated to be bad or doubtful in the latest audited balance sheet, and is not covered by funds created out of profits, the Board may, for the purpose of such payment, reduce the value of the share in the same proportion as the aggregate amount of assets which are not bad and doubtful less the amount of outside liabilities bears to the paid up share capital:-

Explanation :- Value of each share to be refunded:-

(Total assets minus bad and doubtful assets) minus outside liabilities divided by Total amount of paid up share capital = Face value of a share

Provided further that the member affected shall be given an opportunity of being heard before such reduction of the value of the share.

¹ Substituted vide amendment dated 8th June, 2018.

(2) Where a transfer of share or interest is made, the value of the share or interest shall be deemed to be the sum actually paid by the member for the acquisition of such share or interest.

24. Forfeiture of share and renewal of forfeited share:-

- (1) If a member fails to pay, money due from him, in respect of any share on the last day fixed for payment, the Board may at any time thereafter give a notice to such members requiring payment thereof with interest at the appointed day, time and place, failing which such share would be liable to be forfeited together with all payments made thereon and right of the membership attached to these share, if any.
- (2) The share so forfeited may within three months from the date of notice of forfeiture be renewed on payment of all arrears including interest and a renewal fee of Rs. 100/- (Rs. One hundred) per share.
- (3) The amount so forfeited after the expiry of the renewal period of 3 months specified above shall be credited to the Reserve Fund.

25. Certificate of forfeiture:-

A certificate signed by the Managing Director or the Executive Officer and a member of the Board to the effect that forfeiture of shares has been made shall be conclusive evidence of the fact stated therein.

26. Forfeited share be sold, re-allowed or otherwise disposed of :-

Every share that is declared forfeited by the Board, shall thereupon be the property of the Society and may, at any time, thereafter be sold, re-allotted or otherwise disposed of by the Board.

27. Liability of members on forfeiture of share:-

Any member, whose share has been forfeited shall, notwithstanding the forfeiture, be liable to pay the Society all expenses incurred by the Society relating to the forfeiture of the share.

28. Forfeiture to be remitted:-

A forfeiture may at the discretion of the Board be remitted before the forfeited share is re-sold, re-allotted or otherwise dealt with as aforesaid, on payment to the Society within the specified time of money owed thereon.

29. Powers to increase capital :-

Subject to the provisions of the Bye-Laws, the Society may, from time to time, increase the share capital by an amendment of these Bye Laws in accordance with the Act and the Rules made there under.

30. Capital:-

The working capital of the society shall consist of:-

- a) Paid up share capital:
 - I) Shares held by the Co-operative Societies;
 - II) Shares held by the Government;
 - III) Shares held by individual members; and
 - IV) Shares held by class or classes of persons and associations of persons;
- b) Reserves, Profits and other funds;
- c) Deposits of all kinds, grants, subsidies, fees, donations, etc., and
- d) Borrowings.

31. Investment of Capital:-

The capital of the Society shall be invested, besides utilizing in carrying out its aims and objects, as under:-

- a) with post office;
- b) In any Government/Trustee securities as specified under section 20 of the Indian Trust Act 1882 (2 of 1882);
- c) in the shares of any other Registered Co-operative Society;
- d) in Fixed Deposits/Call Deposits/ Current account with the Co-operative Banks, Nationalized/Notified Banks;
- e) In the shares, securities, debentures, bonds, deposits and other instruments of Government or Non-Governmental Agencies having the highest security rating approved by a reputed **rating agency**; and
- f) in any other mode as may be approved by the General Body from time to time:

Provided that the Society shall not make use of or otherwise employ any portion of its Reserve Fund which has been separately invested or deposited in accordance with the Act or the Rules except with the sanction of the Registrar previously obtained in writing.

CHAPTER –IV **LIABILITIES**

32. LIABILITY:-

- (1) The liability of the Society shall be limited and the word 'Limited' or its equivalent in any Indian Language shall be the last word in the name of the Society;
- (2) The liability of the members, their Executors or Administrators for deficit in the assets of the Society in the event of its being liquidated shall be limited to five times of the nominal value of the shares held by them:

Provided that the Liability of the State Government shall be limited to the amount of share capital paid by it or as may be mutually agreed upon between the State Government and the Society.

CHAPTER-V **BORROWINGS**

33. Maximum Borrowing Limit:-

- (1) The maximum borrowing limit of the Society of all types including deposits from members and non-members and money secured by way of loans and advances shall not ordinary exceed thirty times of the owned capital of the Society.
- (2) Subject to the maximum borrowing limit fixed in the general meeting, the Society may raise money by receiving deposits either from members or non-members to such extent and upon such conditions as the Board thinks fit, by issuing debentures, bonds or promissory notes, by mortgaging any land, building or other property of the Society, or by such other means as the Board may deem expedient.

CHAPTER-VI **ORGANISATION AND MANAGEMENT**

34. Authorities of the Society:-

The management of the affairs of the Society shall, subject to the provisions of these Bye-Laws, vest in the following authorities:-

- a) the General Body;
- b) the Board of [Directors]¹;
- c) [***]²
- d) [***]³
- e) School Management Committee;
- f) Selection Committee; and
- g) Such other authorities as may be declared by the Regulations to be the authorities of the Society.

35. The General Body:-

- (1) The final authority in the Society shall vest in the general Body of members in a general meeting.
- (2) The General Body shall be the chief advisory body of the Society and shall determine the general policy of the Society.
- (3) The General Body shall consist of :-
 - a) [the authorized representative of each member co-operative society of HIMCAPES;]⁴
 - b) Government nominees, if any, nominated by the Government under the provision of the Act;
 - c) individual members admitted under Bye-Law 8 (c); and
 - d) one representative each for members admitted under Bye-Law 8 (d), if any.
- (4) The Chairman of the Board shall be the Chairman of the General Body. The Chairman shall preside over the meetings of the General Body and in his absence, the Vice-Chairman shall preside and in the absence of the both, the members present shall elect one member from amongst themselves to preside over the meeting.
- (5) The Managing Director or the Executive Officer, as the case may be, of the Society shall be the Secretary of the General Body.

36. Powers of the General Body:-

The General Body shall have the following powers, namely:-

- (i) to review from time to time the broad fundamental policies and programmes of the Society and its Institute and suggest measures for the improvement and development thereof;
- (ii) to approve programme of activities of the Society prepared by the Board for the ensuing year;
- (iii) to conduct elections, if any, of the members of the Board other than the nominated members in the manner prescribed under the Rules;
- (iv) to consider and pass the resolution on the annual report, Financial estimates and the audit report on such accounts;
- (v) to dispose of the net profits under the provisions of the Act and the Rules made thereunder;

¹ Substituted vide amendment dated 8th June, 2018.

² Deleted vide amendment dated 8th June, 2018.

³ Deleted vide amendment dated 8th June, 2018.

⁴ Substituted vide amendment dated 8th June, 2018.

- (vi) to consider any other matter which may be brought forward in accordance with these Bye-Laws; and
- (vii) to perform such other functions as it may deem necessary for the efficient functioning and administration of the Society and the Institute.

37. Meeting of the General Body:-

- (1) The General Body shall meet at least once in a year. Such meeting shall be held not more than 15 months after the date of the last preceding meeting of the General Body. An annual meeting of the General Body shall be held on a date to be fixed by the Board.
- (2) A report of the working of the Society during the previous year, together with a statement of receipts and expenditure, the balance sheet as audited, and the financial estimates shall be presented by the Managing Director or the Executive Officer, as the case may be, to the General Body at its annual meeting.
- (3) Meetings of the General Body shall be called by the Board or the Chairman or under its or his direction by the Managing Director or the Executive Officer, as the case may be.
- (4) For every meeting of the General Body 10 days' clear notice shall be given.
- (5) A notice specifying the date and place and hour of the meeting and the business to be transacted (Agenda) shall be sent by the registered post at the registered address of each member and shall also be affixed at prominent places within the area of operation of the Society.
- (6) One- third of the members of the General Body shall form the quorum.
- (7) No business shall be transacted at any meeting unless there is a quorum at the time when the business of the meeting is due to commence.
- (8) Each member shall have one vote and if there be equality of votes on any question to be determined by the General Body, the Chairman or the person presiding over the meeting shall, in addition, have a casting vote.
- (9) In case of difference of opinion among the members, the opinion of the majority shall prevail.

38. Special General Meeting:-

- (1) A special general meeting may be called by the Chairman or by a majority of members of the Board and shall be called within one month, as under:-
 - (a) on a requisition in writing from 1/5th members of the Society or fifty which ever is less; and
 - (b) at the instance of the Registrar.

(2) If a special general meeting of the Society is not called in accordance with the requisition referred to above, the Registrar or any person authorized by him in this behalf, shall call such meeting shall be deemed to be a meeting duly called by the Board of the Society.

39. Quorum of General Meeting:-

(1) The quorum for the general meeting, whether annual or special, shall be one third of the total number of the members subsisting as such on the date of notice of the meeting.

(2) No business shall be transacted at any meeting of the General Body unless there is a quorum at the time when the business of the meeting is due to commence.

(3) If within one hour from the time appointed for the meeting, a quorum is not present, the meeting shall stand adjourned to such suitable date, and time, as the Chairman or in this absence, the Vice-Chairman and in the absence of both the Managing Director or the Executive Officer, as the case may be, may declare in the meeting so adjourned provided that:-

- (a) the presence of one-fifth of the members shall be necessary at a meeting adjourned in accordance with this Bye-Law;
- (b) that a meeting which has been called on requisition under Bye-Law 38(1)(a) shall not be adjourned but dissolved; and
- (c) the meeting where the quorum declines after its proceedings have started shall be deemed to be a meeting with appropriate quorum.

40. Business to be transacted at a Special General Meeting:-

At a meeting held on the requisition of the members, Registrar, etc., no business other than mentioned in the notice convening the meeting shall be transacted.

41. [*]¹**

42. Mode of voting :-

Except as provided in the Act or the Rules or the Bye-Laws, the resolution which is put to vote of a meeting shall be decided by the majority of votes.

43. Minutes of the meetings:-

- 1) All business discussed or decided at a general meeting whether Annual or Special, meeting of the Board, [***]² School Management Committee, Selection Committee and any other sub-committee of the Society shall be recorded in a proceeding book which shall be signed by the Chairman of the meeting and the Managing Director or the Executive Officer or the Director, as the case may be.
- 2) Unless contrary is proved, every meeting of the Society, in respect of which proceedings have been recorded, shall be deemed to have been duly called and held.

44. Board of [Directors]³:

¹ Deleted vide amendment dated 8th June, 2018.

² Deleted vide amendment dated 8th June, 2018.

³ Substituted vide amendment dated 8th June, 2018.

- (1) The Board of [Directors]¹ shall be the chief executive body of the Society constituted in accordance with the rules and the Bye-Laws, which shall exercise such powers and perform such duties as may be conferred or imposed respectively by the Act, Rules and the Bye-Laws.
- (2) The administration, management and control of the Society and the Institute and the income thereof shall be vested with the Board which shall administer the property and funds of the Society.

45. Constitution of the Board of Governors:-

- (1) The Board of the Society shall consist of:-
 - (a) [eleven persons to be elected from amongst the authorized representatives of member co-operative societies at a general meeting;]²
 - (b) one person nominated by the Badhera Cho Reclamation and Soil Conservation Co-operative Society Ltd. Badhera, District Una under Bye-Law 100;
 - (c) [Not more than seven persons to be nominated by members co-operative Societies, each having long term deposits of Rs. 25,00,000/- or more with HIMCAPES:

Provided that the nomination on the Board shall be first made by the co-operative society with the highest long term deposit with HIMCAPES and, thereafter, by the co-operative societies with the second highest and the third highest long term deposits and so on in order of their amount of deposit until seven persons are nominated by co-operative societies with long term deposit of Rs. 25,00,000/- or more:

Provided that no co-operative society having less than Rs. 25,00,000/- as long term deposit with HIMCAPES shall have the right to nominate its member on the Board even if the number of nominated members falls short of seven.]³

- (d) nominees of the State Government, if any, under section 35 of the Act, from amongst the educationists of repute or men of letters or members of the learned professions or eminent public men;
- (e) [***]⁴
- (f) [***]⁵
- (g) [***]⁶
- (h) the Managing Director or the Executive Officer of the Society (ex-officio member).

- (2) The ex-officio member shall have a right to participate in the deliberations of the

¹ Substituted vide amendment dated 8th June, 2018.

² Substituted vide amendment dated 8th June, 2018.

³ Substituted vide amendment dated 8th June, 2018.

⁴ Deleted vide amendment dated 8th June, 2018.

⁵ Deleted vide amendment dated 8th June, 2018.

⁶ Deleted vide amendment dated 8th June, 2018.

Board [but shall not]¹ have the right to vote.

- (3) The Board shall, as soon as may be possible, elect from among its members a Chairman, Vice- Chairman, and such other officers, [as may be specified in the Bye-Laws].²
- (4) The Board shall not have more than twenty one and less than seven members, including Government and other nominees.
- (5) The General Body shall make efforts to elect adequate number of women members on the Board and if adequate representation to women does not emerge, the Chairman shall, in consultation with other members of the Board, nominate not more than three women members on the Board subject to the condition that maximum number of Board of Governors shall not exceed the limit fixed under Bye –Law 45 (4).

46. Procedure for election of the members of the Board.-

- (1) The election of the members of the Board under Bye Law 45 (1) (a) shall be held at a General Body Meeting of the members convened for the purpose at the head quarter of the Society.
- (2) The election, as specified above, shall be held in accordance with the Regulations of the Society for the purpose and in its absence in the manner as prescribed in the Rules.
- (3) The Board shall elect the Chairman and Vice-Chairman in the first meeting of the Board after its formation.
- (4) Any dispute relating to the election of a member of the Board shall be referred to the Registrar under the provisions of the Act within thirty days from the date of declaration of the result of such election;
Provided that no dispute shall be referred to the Registrar during the process of election of the Board.

47. Eligibility for membership of the Board..

Subject to the provisions of the Rules, no person shall be eligible for appointment, or election as a member of the Board of the Society if he.-

- a) is an applicant to be adjudicated a bankrupt or is an insolvent or an uncertified bankrupt or an un-discharged insolvent; or
- b) has been sentenced for any offence other than a political character or an offence not involving moral delinquency and such sentence has not been reversed or pardoned; or
- c) is of unsound mind; or
- d) is a paid employee of the Society ;or
- e) is concerned with the profits of any contract entered with the Society, provided that, if any question arises whether a person is or is not so concerned with the profits of any contract, the question shall be referred to the Registrar and his decision thereon shall be final ; or
- f) has associated himself with the appointment of any near relation in the service of the Society as a paid employee, provided that if any question arises whether a person has or has not associated himself with the appointment of a near relation as a paid employee in the Society, the question shall be referred to the Registrar and his decision thereon shall be final; or
- g) becomes representative of a defaulting society; or
- h) is a defaulter of his society or any other society; or
- i) has been debarred from becoming an officer of any society under the Act and the Rules; or

¹ Substituted vide amendment dated 8th June,2018.

² Substituted vide amendment dated 8th June,2018.

j) is found to be under 21 years of age.

48. Cessation of membership of the Board:-

Subject to the provisions of the Rules, a member of the Board shall cease to be a member as such if he resigns or becomes of unsound mind or becomes insolvent or is convicted of a criminal offence involving moral turpitude or if a member accepts a full- time appointment in the Society or if he fails to attend three consecutive meetings of the Board without the leave of the Chairman or becomes ineligible at any time to be a member of the Board during his term of office as such.

49. Term of Office of the Board:-

(1) The term of elected members of the Board shall be five years:

Provided that the term of first Board constituted for the purpose of organization and registration of the Society shall be six months.

(2) The term of other members of the Board shall be for the period for which the nomination/appointment is made or till such time the nomination or appointment is withdrawn [:]¹

[Provided that the nomination made by a co-operative society under byelaw 45(1)(c) shall automatically cease to exist where the amount of its long term deposit with HIMCAPES either falls below Rs. 25,00,000/- or becomes lesser than the long term deposit of a co-operative society next eligible to make nomination and, in such case, an information to this effect shall be sent to the concerned co-operative society:

Provided further that the vacancy so arisen in the nominated office shall be filled up by nomination from amongst the next eligible co-operative society before the next Board meeting and the co-operative society making nomination shall, by a resolution of its managing committee, send the name of its nominee to HIMCAPES.]²

(3) Where a person has become a member of the Board by reason of the office or appointment he holds, his membership shall terminate when he ceases to hold that office or appointment.

(4) A member of the Board other than an ex-officio member may resign his office by a letter addressed to the Chairman of the Board and such resignation shall take effect as soon as the Chairman has accepted it.

(5) Any vacancy in the Board shall be filled either by appointment or nomination, as the case may be, by the respective authority entitled to make the same, and on expiry of the period of the vacancy, such appointment or nomination shall cease to be effective;

¹ Substituted vide amendment dated 8th June,2018.

² Substituted vide amendment dated 8th June,2018.

Provided that any causal vacancy occurring in the office of an elected member shall be filled up by co-option [or by election from amongst the members of the Society in accordance with the provisions of the Act and the Rules made there.]¹

50. General Powers of the Board:-

The Board shall be the chief policy making body, having the power of general superintendence over the affairs of the Society. The entire management of the Society shall vest in the Board. The Board shall exercise all such powers and functions, enter into all such agreements, make all such arrangements, take all such proceedings, and do all such acts and things as it may think necessary or proper for due management of the affairs of the Society and for carrying out the objects for which the Society has been established and for securing and furthering its interests subject to the provisions of the Act or such Rules or orders as may be framed/passed by the State Government or the Registrar in pursuance of the said Act and subject to these presents and to any Bye Laws or Regulations which may be duly framed by the Society.

51. Express Powers and Functions of the Board:-

Without prejudice to the general powers conferred by these Bye-Laws and subject to the provisions of the Act and the Rules made thereunder, the Board shall have the following powers and functions, namely:-

- (i) [to appoint, from time to time, the Principal and other members of the faculty in the Institute or in the Schools , as may be necessary, as per the guidelines of the University and other statuary bodies holding the field;]²
- (ii) to create administrative, ministerial and other necessary posts, to determine the number and emolument of such posts, to specify minimum qualification for appointment to such posts and to appoint persons to such posts on such terms and conditions of service as may be specified by the **Regulations** made in this behalf, or to delegate the powers of appointments to such authority or authorities or officer or officers as the Board may, from time to time, by resolution, either generally or specifically, direct;
- (iii) to grant in accordance with the **Regulations** leave of absence other than causal leave to any officer or employee of the Society and to make necessary arrangements for the discharge of the functions of such officer during his absence;
- (iv) to manage and regulate the finances, accounts, investments, property, business and all other administrative affairs of the Society and the Institute and for that purpose to appoint such agents, as it may think fit;
- (v) to invest any money belonging to the Society, including any unapplied income, in such stock, funds, shares or securities, as it may, from time to time, think fit, or in the purchase of immovable property in India, with the like power of varying such investments from time to time;

¹ Substituted vide amendment dated 8th June,2018.

² Substituted vide amendment dated 8th June,2018.

- (vi) to transfer or accept transfers of any movable or immovable property on behalf of the Society;
- (vii) to enter into, vary, carry out and cancel contracts on behalf of the Society and for that purpose to appoint such officers as it may think fit;
- (viii) to provide the buildings, premises, furniture and apparatus and other means needed for carrying on the work of the Society and the Institute;
- (ix) to entertain, adjudicate upon, and if it thinks fit, to redress any grievances of the officers of the Society, the teachers, the students and other employees of the Institute, who may, for any reason, feel aggrieved, otherwise than by an act of a court;
- (x) to appoint examiners and moderators, and if necessary to remove them and to fix their fees, emoluments and traveling and other allowances, after consulting the Academic Council;
- (xi) to select a common seal for the Society and the Institute and to provide for the custody of the seal;
- (xii) to pay the preliminary expenses incurred in the promotion and registration of the Society;
- (xiii) to purchase, buy, take on lease or otherwise acquire any building or land (whether freehold or otherwise) for the purpose and to erect, construct and build or sell or alter any of building for the purposes of the Society;
- (xiv) to raise or borrow such sums of money as may be required from time to time for the purposes of the Society in accordance with and subject to the provisions of Act, Rules and the Bye Laws and to pledge Government Securities, Debentures, shares and other assets of the Society as securities for loans, cash credit limits;
- (xv) to insure and keep insured, if deemed expedient, all or any of the buildings goods or other property or any securities of the Society either separately or co-jointly for such period and to such extent as the Board may deem proper;
- (xvi) to submit to the General Body the annual report, audit report and the balance sheet along with Profit and Loss accounts, statement of income and expenditure of the Society and also to make recommendations regarding the allocations of net profits in accordance with Bye Laws;
- (xvii) to establish and to support or aid in establishment and support of funds calculated to benefit the employees or ex-employees of the Society or the dependents or connections of such persons;
- (xviii) to execute all Deeds, Agreements, extracts, receipts and other documents that may be necessary or expedient for the purpose of the Society;

- (xix) to arrange for the conduct of audit and general meetings of the Society within the time specified;
- (xx) to arrange for the election of the members of the Board in accordance with the provisions of the Act, the Rules and the Bye-Laws;
- (xxi) to institute, conduct, defend, compound or abandon any legal proceedings by or against the Society;
- (xxii) to admit new members and to confirm the transfer of shares;
- (xxiii) to frame Regulations for conduct of the business and administration of the Society;
- (xxiv) to call in and redeem shares in the Society in accordance with the provisions of these Bye Laws;
- (xxv) to accept resignation of the Chairman, Vice-Chairman and other members of the Board; and
- (xxvi) to exercise such other powers and to perform such other duties as may be conferred or imposed on it by or under the Act, the Rules and these Bye-Laws.

52. Delegation of Powers by the Board:-

The Board may, by resolution, delegate to the Managing Director or the Executive Officer or to any authority of the Society or to any officer of the Society or to any sub-committee, any of its powers as it may deem fit subject to the condition that the action taken by the Managing Director or the Executive Officer, or such authority or the officer, or such sub-committee, as the case may be, in the exercise of the powers so delegated shall be reported at the next meeting of the Board.

53. Meeting of the Board:-

- (1) The Board shall meet at least once in [three]¹ months and not less than seven days notice shall be given of such meeting.
- (2) Seven members of the Board, shall constitute a quorum at any meeting thereof.
- (3) In case of difference of opinion among the members of the Board, the opinion of the majority shall prevail.
- (4) Each member of the Board shall have one vote and if there shall be equality of votes on any question to be determined by the Board, the Chairman of the Board, or as the case may be, the member presiding over that meeting shall, in addition, have a casting vote.
- (5) Every meeting of the Board shall be presided over by the Chairman and in his absence by the Vice-Chairman or in the absence of both by a person chosen by the members present from among themselves to preside on the occasion.
- (6) If urgent action by the Board becomes necessary, the Chairman may permit the business to be transacted by circulation of papers to the members of the Board. The action proposed shall not be taken unless agreed to by a majority of members of the Board. The Action so taken shall be forthwith intimated to all the members of the Board. The papers shall be placed before the next meeting of the Board for

¹ Substituted vide amendment dated 8th June,2018.

confirmation.

54. Validity of acts of the Board:-

- (1) No act or proceeding of the Board or its sub-committees shall be questioned on the ground merely of the existence of any vacancy or any technical defect in the constitution of the Board or its sub-committees, as the case may be.
- (2) All acts done by any meeting of the Board or any committee or sub-committee thereof or any person acting as a member of such committee shall, notwithstanding that it shall afterwards be discovered that there was any defect in the appointment of such member or person acting as aforesaid or that they or any of them were disqualified, be as valid as if any such person had been duly appointed and was qualified to be the member.

55. [*]¹**

56. [*]²**

57. [*]³**

58. [*]⁴**

59. [*]⁵**

60. School Management Committee:-

- (1) There shall be one or more School Management Committees of the Society for managing day-to-day affairs of different Schools set up under the Institute.
- (2) **[Each School Management Committee shall be constituted in accordance with the HP University Ordinances and Statutes.]⁶**
- (3) **[***]⁷**
- (4) **[***]⁸**

61. Selection Committee:-

- 1) The Board shall constitute Selection Committee for making recommendations **[of suitable candidates]⁹** to the Board of **[Directors]¹⁰** for appointment to posts of professors, associate professors and other teachers in the Schools.

¹ Deleted vide amendment dated 8th June, 2018.

² Deleted vide amendment dated 8th June, 2018.

³ Deleted vide amendment dated 8th June, 2018.

⁴ Deleted vide amendment dated 8th June, 2018.

⁵ Deleted vide amendment dated 8th June, 2018.

⁶ Substitute vide amendment dated 8th June, 2018.

⁷ Deleted vide amendment dated 8th June, 2018.

⁸ Deleted vide amendment dated 8th June, 2018.

⁹ Inserted vide amendment dated 8th June, 2018.

¹⁰ Substituted vide amendment dated 8th June, 2018.

- 2) [The Board shall frame regulations or criteria for selection of teachers in different Schools of studies from time to time.]¹
- 3) [The meeting of the Selection Committee shall be convened by the Chairman whenever necessary. The Chairman shall preside over the meetings of the Selection Committee. Three members, of whom one shall be the subject expert, of the Selection Committee shall form the quorum.]²

62. Officers of the Society:-

The following shall be the officers of the Society, namely:-

- a) the Chairman;
- b) the Vice-Chairman;
- c) [***]³
- d) the Managing Director/ the Executive Officer;
- e) the Principal; and
- f) such other officers as may be specified by the Regulations.

63. Powers of the Chairman:-

Subject to the general control of the Board, the Chairman of the Society shall have the following powers, namely:-

- a) to preside over all the meetings of the General Body, Board of [Directors, sub-committee]⁴ of the Society (excepting the meetings in which he himself is a candidate for election);
- b) to maintain order in the meeting and control and conduct the proceedings in such a manner as may be conducive to expeditious and satisfactory disposal of business;
- c) to exercise general control over the functions and the working of the officers of the Society;
- d) to sanction within the provisions of the approved budget all expenditure of contingent nature for which power do not vest in the Managing Director or the Executive Officer;
- e) [to exercise such other powers of the Board as may, from time to time, be delegated to him by the Board of Directors.]⁵

64. Powers of the Vice-Chairman:-

If the Chairman is obliged to remain absent on account of sickness or otherwise, the Vice-Chairman of the Society in that case shall exercise all the powers of the Chairman.

65. [*]⁶**

66. [Managing Director or Executive Officer.-

- (1) For the purpose of managing its day-to-day affairs, the society may, by a resolution of the Board and in accordance with the provisions of the Act and the rules, make an application

¹ Substituted vide amendment dated 8th June, 2018.

² Substituted vide amendment dated 8th June, 2018.

³ Deleted vide amendment dated 8th June, 2018.

⁴ Substituted vide amendment dated 8th June, 2018.

⁵ Substituted vide amendment dated 8th June, 2018.

⁶ Deleted vide amendment dated 8th June, 2018.

to the State Government through the Registrar to depute a Government servant to its services for a period as may be specified in the application and designate such government servant as the Managing Director or the Executive officer.

- (2) The society may, at any time, by a resolution of the general body, apply to the State Government for withdrawing the government servant so deputed and appoint or select a person as Managing Director or Executive officer as a full time paid employee of the society.
- (3) The services of the government servant deputed under preceding sub-clause (1) shall be part-time and gratuitous.
- (4) A person deputed by the State Government or appointed or selected by the Society as the Managing Director or the Executive Officer shall be the ex-officio member of the Board and shall have a right to participate in the deliberations of the Board but shall not have the right to vote.
- (5) The Managing Director/Executive Officer of the society shall be its principal executive officer and all employees of the society shall function and perform their duties under his superintendence and control.
- (6) The Managing Director or the Executive Officer, as the case may be, shall work under the superintendence and control of the Board and shall in the conduct of the business exercise following powers, namely:-
 - a) To have control over the entire staff of the Society, with power to fine, suspend or dismiss any employee thereof provided that the powers of dismissal shall be exercised with the prior concurrence of the Board;
 - b) To institute, defend and conduct legal proceedings in law courts, and other places, and enter into compromise or arbitration with creditors of the Society;
 - c) To be custodian of the records, common seal and such other property of the Society as the Board shall commit to his charge.
- (7) The Managing Director or the Executive Officer, as the case may be, shall perform following duties through the employees of the society, namely:-
 - a) to issue all notices convening meetings of the General Body, Board of Directors, and of any committee or sub-committee appointed by the Board where he is Member Secretary;
 - b) to keep the minutes of all meetings of the General Body and the Board, and of any committee or sub-committee appointed by the Board;
 - c) to conduct the official correspondence of the General Body, and the Board;
 - d) to call a meeting of the General Body and Board of Directors forthwith in an emergency for carrying on the work of the Society and the Institute under the directions of the Chairman;
 - e) to receive all money on behalf of the Society and to issue receipts other than receipts likely to create fresh obligations on the part of the Society in effectual discharge of the money stated to have been received therein;
 - f) to pay all costs of management and working expenses out of the funds of the Society such as salaries of the staff, traveling and other contingent expenses to be incurred in the working of the Society;

- g) to deposit all money received on behalf of the Society and securities and other effects as specified under these Bye-Laws;
- h) to maintain proper and accurate records and accounts of the Society;
- i) to place, from time to time, before such of its members, or such other authorities as the Board may direct, statements of receipts and disbursements for examination and approval; and
- j) to exercise such other powers and perform duties as are assigned to him under these Bye-Laws or the Regulations or delegated to him by the Board of Directors or the General Body.

(8) The terms and conditions of service of the Managing Director or the Executive Officer, as the case may be, deputed by the State Government Govt. under sub-clause (1) shall be that as may be specified by the State Govt.]¹

67. [***]²

68. Indemnification and cost of Executive Officer:-

- (1) Where a Government servant is deputed as [**the Managing Director or**]³ an Executive Officer in the Society, he shall be indemnified out of the funds of the Society for all costs, charges, traveling and other expenses incurred by him in the conduct of the business of the Society, and in the discharge of his duties, and no suit or legal proceedings whatsoever shall lie against him in respect of anything done in good faith or intended to be done in accordance with the powers conferred on him.
- (2) The Society shall make such contributions towards the cost of deputation of the officer as the State Government may direct.

69. Principal:-

- (1) There shall be a Principal for each of the School set up under the Institute.
- (2) The powers, functions, appointments and the conditions of service of the Principals of the Schools shall be as specified by the Regulations.

70. Other Officers and Employees.-

- (1) Subject to the Regulations made for the purpose, every other officer or employee of the Society shall be appointed under a written contract setting out the conditions of service as specified by the Regulations which shall be lodged with the Society and a copy thereof furnished to the officer or employee concerned.
- (2) Any dispute arising out of the contract between the Society and any of its officers or employees shall be referred to the authority as specified by the **Regulations**.

¹ Substituted vide amendment dated 8th June, 2018.

² Deleted vide amendment dated 8th June, 2018.

³ Inserted vide amendment dated 8th June, 2018.

71. [*]¹**

CHAPTER-VII **REGULATIONS**

72. Regulations.-

(1) Subject to the provisions of the Act, Rules and the Bye-Laws, the Board shall have, in addition to all other powers vested in it, the power to frame Regulations to provide for the administration and management of the affairs of the Society and the Institute or its Schools and in particular, such Regulations may provide for the following matters, namely-

- a) the constitution, powers and duties of the authorities of the Society;
- b) the selection, nomination, appointment and continuance in office of the members of the authorities of the Society and of the officers, teachers and other employees of the Society, including the filling up of vacancies and all other matters relating to those authorities and officers, teachers and other employees for which it may be necessary or desirable to provide;
- c) the designation, the manner of appointment, powers and duties of the officers of the Society;
- d) [***]²
- e) the classification and the manner of appointment of teachers;
- f) the number, qualifications, emoluments, grant of leaves and other conditions of service of officers, teachers and other employees of the Society and the preparation and maintenance of record of their services and activities;
- g) the constitution of gratuity or provident fund or both for the benefit of officers, teachers and other employee of the Society;
- h) the terms, conditions and manner of deputation of a Government servant as Executive Officer;
- i) establishment of divisions/departments of teaching in the Institute;
- j) [***]³
- k) [***]⁴
- l) the establishment, amalgamation, sub-division and abolition of departments;

¹ Deleted vide amendment dated 8th June, 2018.

² Deleted vide amendment dated 8th June, 2018.

³ Deleted vide amendment dated 8th June, 2018.

⁴ Deleted vide amendment dated 8th June, 2018.

- m) the establishment and abolition of hostels maintained by the Society;
- n) the institution of fellowships, scholarships, medals and prizes;
- o) the maintenance of a register of graduates;
- p) the admission of students to the Institute and their enrolment and continuance as such;
- q) [***]¹
- r) [***]²
- s) the condition of residence of the students of the Institute and the levy of fees for residence in hostels maintained by the Society;
- t) the fees which may be charged by the Institute;
- u) the remuneration and allowances, including traveling and daily allowances, to be paid to persons employed for the business of the Society;
- v) the conditions for the award of fellowships, scholarships, medals, prizes, stipends and fee concessions;
- w) the forms and registers to be prepared by the Society and the Institute;
- x) the manner of conducting elections to the Board of [Directors]³;
- y) the constitution and management of various funds;
- z) **[Remuneration of the members of the Board, and other committees or sub-committees of the Society; and]⁴**
- aa) all other matters which may be provided for by these Bye-Laws.

(2) [***]⁵

(3) [***]⁶

(4) [***]⁷

(5) All Regulations made by the Board pertaining to the administration and management of the Institute shall be submitted, as soon as may be, for approval, to the General Body at its next meeting, and the General body shall have power by a resolution passed by a majority of not less than two thirds of the members present, to cancel any Regulation made by the Board and such Regulations shall from the date of such resolution cease to have effect.

¹ Deleted vide amendment dated 8th June, 2018.

² Deleted vide amendment dated 8th June, 2018.

³ Substituted vide amendment dated 8th June, 2018.

⁴ Substituted vide amendment dated 8th June, 2018.

⁵Deleted vide amendment dated 8th June, 2018.

⁶Deleted vide amendment dated 8th June, 2018.

⁷Deleted vide amendment dated 8th June, 2018.

CHAPTER-VIII

CONSTITUTION, OBJECTS AND FUNCTIONS OF THE INSTITUTE

73. Objects of the Institute.-

The objects of the Institute shall be.—

- a) to develop patterns of teaching in under-graduate and post-graduate professional education in all its streams so as to demonstrate a high standard of professional education [as per guidelines of affiliating University]¹;
- b) to bring together, as far as may be, in one place educational facilities of the highest order for the training of personnel in all important branches of law, medical, engineering, management, and other professional subjects; and
- c) to attain self-sufficiency in under-graduate and post graduate professional education to meet the State's as well as Country's needs.

74. Functions of the Institute.—

With a view to the promotion of the objects specified under Bye-law 73, the Institute under the general control and directions of the Board may—

- a) provide for under-graduate and post-graduate teaching in all streams of science, law, humanities, and other professional courses;
- b) provide facilities for research in the various branches of professional education\;
- c) provide for the teaching of humanities;
- d) conduct experiments and adopt new methods of education in law, management, sciences and social sciences both under-graduate and post-graduate in order to arrive at satisfactory standards of such education;
- e) [***]²
- f) establish different Schools of professional education as provided for under these Bye-Laws and to equip these Schools with sufficient staff, hostel, institutional facilities like library, laboratories, moot courts, etc for the practical training of students;
- g) train and send teachers and faculties for trainings and refresher courses;
- h) [***]³
- i) [***]⁴
- j) fix, demand and receive such fees and other charges as may be specified in the Regulations;
- k) do all such other acts and things as may be necessary to further the objects specified in Bye-Law 73 and as delegated by the Board or the General Body

75. Composition of the Institute.-

(1) The institute shall consists of the following members, namely:-

¹ Inserted vide amendment dated 8th June, 2018.

² Deleted vide amendment dated 8th June, 2018.

³ Deleted vide amendment dated 8th June, 2018.

⁴ Deleted vide amendment dated 8th June, 2018.

- a) [the Chairman of the society;]¹
- b) the [Vice-]²Chairman of the Society;
- c) two persons nominated by the Board from amongst its members;
- d) the Registrar Co-operative Societies, Himachal Pradesh or his nominee;
- e) Principal of each School; and
- f) the Managing Director or the Executive Officer of the Society.

(2) **[The Chairman shall be the head of the Institute who shall preside over all the meetings of the Institute and in his absence, the Vice-Chairman shall preside over the meetings.]³**

(3) Three members of the Institute shall form the quorum for a meeting of the Institute.

(4) The members of the Institute shall meet as and when necessary but not less than [two]⁴ times in a year.

76. [***]⁵

77. [***]⁶

CHAPTER-IX ACCOUNTS

78. Account keeping.-

The Board shall cause true accounts to be kept of the dealings and transactions of the Society in such manner so as to show true financial position of the Society. The accounts shall be kept in such book and in such a manner as the Board, in conformity with the Rules and with the approval of the Registrar, may direct. In each year the Board shall lay before the Annual General Body Meeting the yearly statement of receipts and disbursements, Balance Sheet and profit and loss accounts showing the receipt and expenditure, funds and effects of the Society during the co-operative year ending on 31st day of March. A copy of the Balance Sheet shall be sent to all the Delegates/ members together with the agenda at their registered addresses at least ten clear days before the Annual General Body Meeting.

79. Annual Statements.-

(1) The Society shall prepare annual returns in such form as may be directed by the Registrar from

¹ Substituted vide amendment dated 8th June, 2018.

² Inserted vide amendment dated 8th June, 2018.

³ Substituted vide amendment dated 8th June, 2018.

⁴ Substituted vide amendment dated 8th June, 2018.

⁵ Deleted vide amendment dated 8th June, 2018.

⁶ Deleted vide amendment dated 8th June, 2018.

time to time. Generally, the following statements shall be prepared by the Society in a year or as and when required by the Registrar.-

- a) a statement showing the receipts and disbursements for the year;
- b) a profit and loss account;
- c) a balance sheet; and
- d) such other statements as may be specified by the Registrar.

(2) such statements shall be prepared by 31st March of every year and a copy thereof shall be sent to the Registrar by the 31st May.

80. Accounts when to be audited.-

- (1) The responsibility to get the accounts audited in every co-operative year shall be of the Board of the Society. Such accounts shall be audited not later than six months of the closure of the co-operative year.
- (2) An Auditor eligible to audit the accounts under the provisions of the Act shall audit the accounts of the Society.
- (3) For the purpose of audit under the Act, besides providing the books and registers maintained by the Society, the Board shall keep ready for audit all the statements according to the provisions of Act and Rules.

81. Inspection of accounts and other record.-

All account books, vouchers and papers of the Society including the minutes of all the meetings relating to such accounts shall at all times be open to the auditors for the purpose of audit and it shall be within the competence of the auditor and the Registrar or any person authorized by him to conduct inspection or enquiry into the constitution, working or financial condition of the Society to have access to inspect the books and the record of the Society at any time, and the Society and its officers shall be responsible for the production of books and record before such authorities as and when desired by them.

82. Books and registers to be maintained.-

The following registers and papers shall be maintained, and shall be open to inspection by any member interested in the funds except that no one except an authorized officer of the Himachal Pradesh Co-operative Department shall see the deposit account of any other person without that person's consent in writing .—

- a) File Board containing—
 - i) Registration Certificate issued under section 9 of the Act.
 - ii) a copy of Act, Rules, Bye-Laws and consecutive amendments to the Act, Rules and the Bye-Laws.
 - iii) copies of such other circulars, as may be required by the Registrar, or by the University to which the Institute is affiliated, or by the UGC, or by the Bar Council of India to be maintained ;
- b) a register of members showing the name, address, the number of shares held, the date of admission as member and in case of past member, the date of termination of membership;
- c) a cash book showing the receipts, disbursements and balance of each day on which business is done;

- d) a ledger account of each member, depositor and creditor and contingent income and expenditure;
- e) a register showing periodical installments for repayment of loans.
- f) a minute book;
- g) a pass book for each member and depositor;
- h) a register containing the day to day position of articles in trade and fixed assets;
- i) a visit book containing the particulars of visits made to the Society by the Registrar, or a person working under his general or special orders.

83. Fees for certified copies.-

Subject to the provisions of Bye-Law 82, a member may get certified copies of the documents of the Society on payment of a fee to the Society as mentioned below:-

- i) Books of Accounts Re. 0.50 per entry.
- ii) Other documents Re. 1.00 per hundred words or fraction thereof to a minimum of Re. 1.00.

CHAPTER – X
PROFIT ALLOCATION AND FUNDS

84. [Surplus.- The net surplus earned by the Society in a year shall be worked out in accordance with the provisions of the Act and the rules made there under.]¹

85. [Allocation of surplus.-

(1) **The surplus of the Society in a year arrived at in the manner aforesaid and as declared by the auditor, in his audit report shall be disposed of in the following manner:-**

- a) **25% shall be carried to the Reserve Fund;**
- b) **such portion not exceeding 3% of the net profit, as may be specified in the Act or the Rules made there under, shall be credited to the Education Fund;**
- c) **to the Depreciation Fund;**
- d) **to the Common Good Fund;**
- e) **to the Building Fund;**
- f) **to the Scholarship Fund;**
- g) **to the Library Fund;**
- h) **to the Infrastructure Development Fund;**
- i) **to any other fund that may be constituted with the permission of the Board; and**
- j) **By way of paying dividend to the members on the paid up value of each share, not exceeding the rate, and subject to other provisions of the Act and the Rules made there under regarding payment of dividend.**

¹ Substituted vide amendment dated 8th June, 2018.

(2) The manner of distribution of the net surplus shall be decided by the General Body on the recommendation of the Board.]¹

86. Reserve Fund:-

- (1) The Society shall maintain a Reserve Fund in respect of the profits derived from its transaction.
- (2) Out of the net profit of the Society in a year, not less than twenty five per cent shall be credited to the Reserve Fund.
- (3) The Reserve fund maintained by the Society shall belong to the Society and shall be used only to meet unforeseen losses. It shall be indivisible and no member shall have any claim to a share in it.
- (4) The Society shall not use, invest, or deposit its Reserve Fund except in one or more of the modes specified under these Bye Laws or in any manner specified by the Registrar.

87. Co-operative Education Fund:-

- (1) The Society shall contribute every year to the Co-operative Education Fund to be administered by the Himachal Pradesh State Co-operative Development Federation and in its absence by a co-operative education committee constituted the Registrar:

Provided that the Society shall contribute such amount out of its net profits in a year to the Co-operative Education Fund as may be specified in the Act or the Rules from time to time, and in case the Society has not earned a net profit during the year, it shall contribute to the fund at least the minimum amount as specified in the Act.

- (2) The Co-operative Education Fund at the Society level shall be used for member education, improving the skills of its employees on regular basis and propagation of the co-operative principles.

88. General Fund:-

The Society shall have a General Fund to which shall be credited:-

- (1) income from fees, endowments, grants and from properties of the Society including hostels;
- (2) contribution or grants which shall be made by the Government on such conditions as it may impose;
- (3) grants, donations and benefactions; and
- (4) other receipts.

89. Endowment Fund:-

If so required by the University, the Society shall create a non-transferable Endowment Fund. The Quantum of endowment and the manner of investment of Endowment Fund shall be that as may be specified by the University to which the Institute is affiliated.

90. Corpus/Fund:-

After its registration, the Society shall create a Corpus/Fund to which shall be credited an amount of Rs. 50,00,000/- only (Rupees fifty lacs only) towards the construction, maintenance and development of buildings, library and other infrastructure facilities of the Institute or its Schools in the following manner:-

¹ Substituted vide amendment dated 8th June, 2018.

Building

Initial	Rs. 20,00,000/-
First Year	Rs. 5,00,000/-
Second Year	Rs. 5,00,000/-
Subsequent Years	Rs. 2,00,000/-

Library

Initial	Rs. 5,00,000/-
First Year	Rs. 1,00,000/-
Second Year	Rs. 1,00,000/-
Third Year	Rs. 1,00,000/-
Subsequent Years	Rs. 50,000/-

Other Infrastructure Development

Initial	Rs. 5,00,000/-
First Year	Rs. 1,00,000/-
Second Year	Rs. 1,00,000/-
Subsequent Years	Rs. 50,000/-

91. Management of Funds:-

The General Fund, Endowment Fund, Corpus and other funds of the Society shall be managed according to such provisions as may be laid down by the Regulations.

92. Dividend:-

- (1) The Society shall, subject to the provisions of the Act, appropriate and pay dividend to the members on their shares.
- (2) No dividend shall be paid by the Society unless such dividend is recommended by the Board and approved by the General Body.
- (3) A member who is in default in respect of any share installment due from him, shall not be entitled to dividend on that share.
- (4) all dividend that may remain unclaimed for three years after having been declared, may be treated as forfeited by the Board and shall be carried to the Reserve Fund of the Society.
- (5) no interest shall accrue on the amount of unpaid dividend.
- (6) The Board may require the members when applying for payment of dividend to produce their share certificates for inspection by such person as it may appoint.

CHAPTER –XI
DISPUTES

93. Disputes.

- (1) if any dispute touching the constitution, Management or the business of the Society arises:-
 - a) among members, past members and persons claiming through members and deceased members; or
 - b) between a member, past member or person claiming through a member, past

member, or deceased member and the Society, its committee or any past committee or any officer, agent or employee of the Society or any past officer, agent or employee or the nominee, heirs or legal representatives or any deceased officer agent, or employee of the Society; or

- a) between the Society and other co-operative society, between the Society and the Liquidator of another society or between the Liquidator and another society; or
- b) a surety of a member, past members or a deceased member or a person other than a member who has been granted a loan or advance by the Society under the provision of the Act or under the provision of Bye Laws of the Society or its loan making policy, if any, whether such surety is or is not a member of the Society;

such disputes shall be referred to the Registrar for decision and no court shall have jurisdiction to entertain any suit or other proceedings in respect of such dispute except as provided in the Act, the Rules and the Bye-Laws.

- (2) Any dispute arising in connection with the election of a Delegate or of a member of the Board of the Society shall be deemed to be a dispute touching the constitution, management, or the business of the Society and shall be referred to the Registrar for decision under the provisions of the Act.

CHAPTER – XII

LIQUIDATION

94. Utilization of the funds of the Society in the event of liquidation:-

(1) In the event of the dissolution of the Society, the Reserve Fund and other funds belonging to the Society, shall be applied first to discharge the liabilities of the Society and thereafter to the repayment of the paid-up share capital and if for any period no dividend has been paid from profits, to the payment of a dividend for such period at a rate not exceeding 12% per annum.

(2) Such portion of these funds as may remain in hand after the [allocation mentioned in Bye-Law 85 (I) has been made,]¹ shall be either utilized in one or more purposes specified in the Act or be applied to such objects of public utility as may be selected by the Board and approved by the Registrar. If within three months of the final closing up of the Society, the Board fails to make any selection that is approved by the Registrar, the latter may use the above mentioned portion of the fund in the manner laid down in the Act.

CHAPTER-XIII

MISCELLANEOUS

95. [Remuneration of the members of the Board and other committees or sub-committees.-

¹ Substituted vide amendment dated 8th June, 2018.

The services of the members of the Board, Selection Committee and other committees or sub-committees of the Society shall be gratuitous but they shall, however, be entitled to traveling allowance and sitting fee on a scale as may be fixed by the Regulations from time to time.]¹

96. Notice.—

- (1) Any notice required to be served upon a member by the Society shall be given in writing and shall be sent at the registered address of the member under registered cover.
- (2) Any notice given to the Society by a member shall either be delivered at the registered office of the Society or be sent there by post.

97. Amendment of Bye-Laws..

- (1) Subject to the provision of the Act and the Rules for the time being in force, the Society may, from time to time, make new Bye-Laws for the conduct of its business or may amend, add or delete any of the existing Bye-Laws after giving due notice to all the members in this behalf.
- (2) No amendment of any Bye-law of the Society shall be valid unless:-
 - a) it is made in conformity with the provisions of the Act, approved by a resolution passed by not less than 2/3 rd of the total members present at a General Body Meeting;
 - b) ten clear days written notice of the General Body Meeting and the proposed resolution has been given along with a copy of proposed amendment to each member of the Society;
 - c) the amendment is registered under the Act.
- (3) Any amendment of the Bye -Laws of the Society shall, unless it is expressed to come into operation on a particular day, come into force on the day on which it is registered.
- (4) If it comes or is brought to notice of the Registrar that any provision in the Bye Laws of the Society is contrary to the Act or the Rules, all proceeding, or action taken thereunder shall be void, from the date of the fact is brought to the notice of the Society by the Registrar, till such time the concerned provision is/ are amended to bring it in conformity with the provision of the Act.

98. Conflict with Bye-Laws of societies:-

Should there be a conflict between these Bye Laws and the bye-laws of the members societies, the Bye Laws of the Society shall prevail.

99. Interpretation of the Bye- Laws:-

- (1) Should any doubt arise with regard to the meaning or interpretation of any of the aforesaid Bye Laws, it shall be the duty of the Board to refer such a doubt to the Registrar for interpretation or clarification and his decision shall be final.
- (2) Where these Bye-Laws have not laid down any procedure for any matter arising during the course of day to day proceedings of the Society, the procedure laid down in the H. P. Co-operative Societies Act, 1968 or the Rules made there under or the directions or instructions issued by the Registrar for such matters shall be applied.
- (3) These Bye-Laws shall come into operation from the day on which the Registrar under the provisions of the Act registers the same.

¹ Substituted vide amendment dated 8th June, 2018.

100. Privileges of the Facilitator of the Society:-

(1) A co-operative society, an individual or an association of persons who is eligible to become a member of the Society under the provisions of these Bye-Laws, and who for the fulfillment of the objects of the Society donates, or give on lease to the Society for a period of at least 99 years land or building or both, or donates other movable or immovable property including money, the value of which is not less than 20,00,000/- only (Rs. Twenty lac only), such co-operative society, individual or association of persons shall be called as the facilitator of the Society and such facilitator shall, if approved by the General Body, have the right to nominate a person on the Board of the Society and shall also have, subject to the provisions of the Act, Rules and the Bye-Laws, such privileges in the Society which may be granted to it by the General Body from time to time during the period it or he remains the Facilitator of the Society.

[(2) Save as provided under Bye-Law 100(1), the General Body hereby resolves that the Badhera Choe Reclamation and Soil Conservation Co-operative Society Ltd. Badhera (Kangar) Tehsil Haroli, Distt. Una, Himachal Pradesh, shall be called as the Facilitator of the Society with the right to nominate one person on the Board of the Society for transferring or leasing its land to the Society for facilitating establishment of HIMCAPES' Institute of Professional Education (HIPE) and different Schools of professional education under the said Institute.]¹

101. Seal and its use

- (1) The Board shall provide a common seal for the use of the Society. It shall remain in the custody of the Managing Director or the Executive officer of the Society.
- (2) Every deed or document to which the seal is affixed shall be signed by the Chairman, or the Vice-Chairman or the Managing Director or the Executive officer of the Society.

102. Insignia and Flag:-

- (1) The Society shall design and approve an insignia for the Institute which shall appear on every official document of the Institute and to be affixed on the specified uniform of the students of the Institute.
- (2) The Society shall approve a Flag for the Institute to be hoisted on the official buildings of the Institute or its schools and at such places where the functions of the Institute are held..

¹ Substituted vide amendment dated 8th June, 2018.

