

# **Memorandum of Association**

## **of**

### **Bihar Rural Livelihood Promotion Society (BRLPS)**

#### 1. Name of the Society

The name of the Society shall be “Bihar Rural Livelihoods Promotion Society” [BRLPS] (here-in-after referred to as the “State Society”). The Government of Bihar sponsors the society.

#### 2. Location and Registered Office of the Society

The society shall have its head office at Patna, Bihar and may establish one or more branches anywhere in the state, if required. The registered office of the society is presently located at Working Hostel, Bailey Road, Patna.

#### 3. Area of Operation

The area of operation of the state society will extend throughout the State of Bihar.

#### 4. Vision

To be a specialized agency for empowerment and poverty reduction by focusing on livelihoods of the poor and vulnerable.

To act as an agency to bring convergence between all poverty reduction and empowerment programs.

#### 5. Scope

The state society will be initially responsible for managing the World Bank assisted Bihar Rural Livelihoods Project and expand its scope of work throughout the state.

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## 6. Strategy

Building pro-poor local institutions/groups through nurturing institution of the poor by supporting formation, strengthening and empowering self-managed community organization and adopting demand responsive and participatory processes. Facilitating the participation of poor and the disadvantaged in producer co-operatives and groups around key commodities, non-farm products and services. Promoting and up-scaling innovations for enhancement of rural livelihoods.

## 7. Objectives

- (a) To create enabling pro poor policy environment.
- (b) To contribute to the lives of the rural poor throughout the state through empowerment and fostering strong self managed grass root institution and support investments by the groups of the poor.
- (c) To bring in convergence among various poverty reduction and empowerment projects.
- (d) To evolve strategies and approaches for the empowerment of the poor through social mobilization and institution building for community participation.
- (e) To build support and service structures for providing social and technical guidance to the poor in their overall social progress and livelihood development.
- (f) To undertake all relevant activities, including implementation of specific projects funded by government, bilateral, multi-lateral and other funding agencies for elimination of poverty, and livelihoods development of the poor.
- (g) Establish models for participatory social and economic development of the rural poor in conformity with all these objectives and prove their relevance, sustainability and suitability of replication.
- (h) To strengthen and form producer co-operatives/groups around key commodities, non-farm products and services and expanding poor peoples participation in existing commodity co-operatives and producer groups.
- (i) To organize an innovation forum for show casing and supporting various innovations and experimentation with new ideas both for social service delivery and livelihoods promotion.
- (j) To promote Micro Finance Institutions in order to deal with the development of rural poor by way of providing financial assistance and in obtaining commercial funding or by way of refinancing under the guidance of state level society with the overall objective of developing the micro finance sector in the state.

- (k) Support Village Governments in becoming more responsive and effective in delivery of services and assisting the rural poor especially women.
- (8) Executive Committee

#### **Members of the Executive Committee**

The Executive Committee shall have a maximum of eight permanent members. Not less than three members of the Executive Committee shall be from the founder members. The Executive Committee of the State Society, to whom the management is entrusted shall consist of the following members :

<b>Sl.No.</b>	<b>Occupation</b>	<b>Designation</b>
1.	Development Commissioner, Govt. of Bihar	President
2.	Project Director, BRLP	Member Secretary
3.	Representative of Secretary of Government Finance Department	Member
4.	Secretary, Deptt. Of Social Welfare, Govt. of Bihar or his representative not below the rank of Director	Member
5.	Secretary, Rural Development Deptt., Govt. of Bihar or his representative not below the rank of Director	Member
6.	Managing Director Bihar State Co-operative Milk Producers' Federation Ltd., Patna	Member
7.	Managing Director Women's Development Corporation	Member
8.	Director, ICDS	Member
9.	Representative from National Level NGO/Civil Society Organization working for empowerment and livelihood promotion.	Member
10.	Director L.N.Mishra Institute of Economic Development and Social Change / Director General, Administrative Training Institute.	Member

#### 9. Founding Members and Formation of the State Society

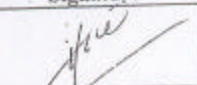
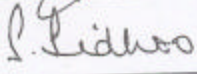
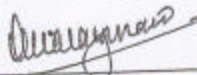
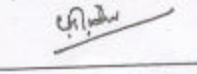

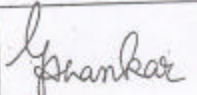
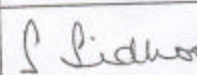


The undersigned members, associating themselves for the purpose described in this Memorandum of Association and desirous of forming themselves into a society are the founder members of the state society.

The founder members by designation and their successors shall be treated as founder members in their place.

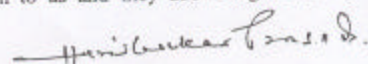
7 Executive Committee

7.1 Members of the Executive Committee

The Executive Committee shall have a maximum of eight permanent members. Not less than three members of the Executive Committee shall be from the founder members. The Executive Committee of the State Society, to whom the management is entrusted, shall consist of the following members:

Sl.No.	Occupation	Designation	Signature
01.	Development Commissioner, Govt. of Bihar.	President	
02.	Project Director, BRLP	Member Secretary	
03.	Representative of Secretary of Government, Finance Deptt.	Member	
04.	Secretary, Govt. of Bihar, Deptt. of Social Welfare or his representative, not below the rank of Director	Member	
05.	Secretary, Govt. of Bihar, Rural Development Deptt., or his representative not below the rank of Director	Member	
06.	Managing Director, Bihar State Cooperative Milk Producer's Federation Ltd., Patna	Member	
07.	Managing Director, WDC	Member	
08.	Convener, State Level Bankers Committee Director, I.C.D.S	Member	
09.	Representative from National level NGO/Civil Society Organization working for empowerment & livelihood promotion	Member	To be nominated by the Government
10.	Director, L.N.Mishra Institute of Economic Development and Social Change/ Director General, Administrative Training Institute,	Member	

Certified that the above named signatures are known to us and they above signed in my presence



Training Officer  
I. G. D. S., Directorate 12  
Bihar, Patna

# **RULES & REGULATIONS**

## **OF**

### **Bihar Rural Livelihoods Promotion Society**

1. Title

These byelaws shall be called “Bihar Rural Livelihoods Promotion Society (BRLPS)” Byelaws.

2. Status of the State Society (BRLPS)

The State Society shall be a juristic person, shall have perpetual succession and can sue or be sued in its own name through its Member Secretary.

3. General Scope and Applications

3.1 These byelaws shall extend to all the units and activities of Bihar Rural Livelihoods Promotion Societies.

3.2 These byelaws shall come into force from the date on which the State Society is registered under the Societies Registration Act, 1860.

3.3 The State Society will be under overall administrative control of the State Government.

3.4 The State Government will have absolute and overriding power in respect of appointment, change & removal of members æ also in formation of committees and sub-committees under the bye-laws mentioned here-in-after.

3.5 The activities and accounts of the State Society shall always be open for verification by the State Government.

3.6 The State Government shall have the power to issue such directions/instructions as may be deemed necessary in proper functioning of the State Society.

#### 4. Definitions

- 4.1 “Act” means the Societies Registration Act, 1860.
- 4.2 “State Society” means the Bihar Rural Livelihoods Promotion Society (BRLPS) registered under the Societies Registration Act, 1860. This will serve as the apex society.
- 4.3 “District Society” means the District Rural Livelihood Society (DRLS), registered under the Societies Registration Act, 1860 & promoted by the State Society at the District level.
- 4.4 “Chairperson” means the Chairperson of the General body of the State \ Society.
- 4.5 “Vice Chairperson” means the Vice Chairperson of the General Body of the State Society.
- 4.6 “President” means the President of the Executive Committee of the State Society.
- 4.7 “Member Secretary” means the Member Secretary of the Executive Committee, who shall be the Project Director of the State Unit (SU).
- 4.8 “General Body” means the General Body of the State Society as constituted under these byelaws.
- 4.9 “Executive Committee” means the Executive Committee of the State Society constituted under these byelaws.
- 4.10 “Project” means the Bihar Rural Livelihoods Promotion Society (BRLPS) and any program, which may be assigned by the GoB to the State Society at State and District level.
- 4.11 Inspector General of Registration means the Inspector General Registration, Govt. of Bihar appointed under section (1) of section 3 of The Indian Registration Act, 1908 with whose jurisdiction the State Society is registered as society. The term also means and includes any officer of the State Government authorized to exercise the powers of the IG Regulation.
- 4.12 State Government or “GOB” means Government of Bihar.
- 4.13 “Functional Heads” means head of various functional wings of State Project Management unit.
- 4.14 “DRLS” means District Rural Livelihoods Society of the district, which functions under the guidance and supervision of the State Society.
- 4.15 “DPM” means the District Project Management Unit i.e., office of each DRLS located at respective District Headquarters.
- 4.16 “SO” means Support Organization engaged for facilitating the project activities.
- 4.17 “WDC” means the Women Development Corporation, Bihar.
- 4.18 “SPMU” means the State Project Management Unit i.e. office of the BRLPS located in Patna, State Headquarters.
- 4.19 The “Annual General Meeting” and “Special General Meeting” means such General meetings of the society as are convened and held only under the rules of the society.
- 4.20 The “Meeting” means all meetings other than the Annual and Special

- General Meetings of the society.
- 4.21 A "Resolution" means a resolution of the society duly passed and adopted.
- 4.22 The "Seal" means seal of the society.

## 5. Membership

### 5.1 Membership of the State Society

Sl.No.	Name
1.	Development Commissioner, Govt. of Bihar
2.	Secretary, Deptt. Of Finace, Govt. of Bihar
3.	Secretary, Deptt. Of Social Welfare, Govt. of Bihar
4.	Agriculture Production Commissioner, Govt. of Bihar
5.	Secretary, Rural Development Deptt., Govt. of Bihar
6.	Secretary, Planning and Development Deptt., Govt. of Bihar
7.	Secretary, Institutional Finance, Govt. of Bihar
8.	Secretary, Animal Husbandry and Fisheries, Govt. of Bihar
9.	Convener, State Level Banker Committee
10.	Representative from National Level NGO/Civil Society Organization working for empowerment & livelihood promotion.
11.	Representative from Industrial and Business Association like Confederation of Indian Industries, Bihar Industries Association etc.
12.	Director L.N.Mishra Institute of Economic Development and Social Change / Director General, Administrative Training Institute, Patna.
13.	Secretary, Rural Development, Panchayati Raj
14.	Registrar, Co-operative Societies
15.	Managing Director, W.D.C.
16.	Project Director, BRLPS

### 5.2 Membership and Term

A person will be appointed or nominated as a member of the Bihar Rural Livelihoods Promotion Society (BRLPS) by virtue of office held by him and his membership of the State Society shall terminate when he ceases to hold the office and vacancy so caused shall be filled by his successor to that office.

The Government, for maximum duration of 3 years will appoint the first non-official member. The society will appoint members in place of the retiring members.

The State Society shall function, notwithstanding that any person entitled to be member by reasons of his office, is not represented on the society for the time being. The proceedings of the State Society shall not be invalidated by the existence of any vacancy or any defects in the appointment of any of these members.

### **5.3 Termination of Membership**

Membership of the State Society shall *ipso facto* terminate if a member ;

- a) Dies, or permanently leaves India; or
- b) Tenders his resignation in writing to the State Society; or
- c) Is declared insane by a competent Authority; or
- d) Operation of the provisions of section 5.2 above.
- e) Found guilty by any court.

### **5.4 Register of Members**

The State Society shall, at all time, maintain and keep available for inspection by the I.G. Registration, a Register of Members at its registered office, which shall be the permanent record of the State Society and shall contain the names and addresses of the members, the date on which the member was admitted and the date on which member ceases to be a member. Every member shall sign the Register. No member shall be entitled to exercise rights and privileges of a member unless he has signed the Register as aforesaid.

### **5.5 Change of Address of the Member**

If a member of the State Society changes his address, he shall notify his new address to the Member Secretary, who shall thereupon enter his new address in the roll of members. But if a member fails to notify his new address the address in the roll of members shall be deemed to be his address.

## **6. General Body**

### **6.1 Member of the General Body**

The General body of the State Society shall consist of all members of the State Society as in section 5.1. The Government of Bihar shall nominate the first members in Sl.No. 9,10,11 and 12 mentioned in section 5.1

### **6.2 Meeting of the General Body**

The State Society shall hold a General Body Meeting of all its members once a year within the three months from the end of the financial year and this meeting shall be called Annual General Body Meeting. Provided that for any reason if it is not practical to convene the Annual General Meeting within the aforesaid period the executive committee have powers to extend the date of such AGM for a further period not exceeding three months.

### **6.3 Special Meeting of the General Body**

In addition of the Annual General Body Meeting, a special General Body Meeting may be called at any time on the requisition of the Executive Committee or one third of the total members of the General Body. The special General Body Meeting shall be convened within fifteen days from the date of requisition and will be called Extra Ordinary General Meeting.

### **6.4 Notice of Meetings of the General Body**

For every meeting of the General Body, a notice of not less than ten clear days specifying the place, date, time and agenda for the meeting shall be delivered personally or sent by post to the members of the society. An adjourned meeting can be called on the notice of at least five days. The notice must indicate the place, date and hour thereof as well as the item of the agenda.

### **6.5 Quorum for the Meeting of the General Body**

The quorum for all General Body Meeting of the State Society shall be one third of the total strength of the members for the proceedings to be validly conducted. In case the quorum is not met, the meeting will stand adjourned and the Member Secretary must convene an 'adjourned meeting'. If in the adjourned meeting also, the quorum is not present the members present shall constitute the quorum. The members present at such 'adjourned meeting' may transact the business for which the meeting was called.

### **6.6 Business of the General Body**

Every meeting of the General Body shall be presided over by the President or in his absence by the Vice President or in the absence of both, by one of the other members, elected by the members present from among themselves. Each member including the member presiding at the meeting of the General Body shall have one vote but the presiding member shall also have a casting vote in addition to his vote as member, in case of equality of votes. All the matters shall be decided by a majority of votes.

### **6.7 Minutes of the General Body Meeting**

A copy of the minutes of the proceedings of each meeting shall be furnished to the General Body Members as soon as possible after the completion of the meeting. The President or the member of the General Body who chairs the meeting, as the case may be kept by the Member Secretary and shall be read out at its next meeting and confirmed by the member present.

### **6.8 Resolution of the General Body**

Every resolution of the General Body shall be passed by a majority of members present and voting for the resolution to be valid. In case of expediency, the Member Secretary of the State Society may circulate a resolution for approval and such resolution shall be deemed to have been passed if a majority of the members approve it, provided that such resolution so passed by circulation shall be recorded in the proceedings of

the next meeting of the General Body. A member can move a resolution at a meeting of the General Body only with the prior permission of the President.

#### **6.9 Function of the General Body**

- i) The General Body shall provide overall policy guidance and direction for the efficient functioning of the State Society in fulfilling its vision and objectives as laid down in Article 4 and 7 of the Memorandum of Association.
- ii) It shall meet at least once a year, the gap between any two meetings not exceeding fifteen months.
- iii) It shall consider the Balance Sheet and annual audited accounts of the State Society presented by the Member Secretary along with the remarks thereon by the Executive Committee.
- iv) It shall consider the Annual Report presented by the Member Secretary along with the comments thereon by the Executive Committee.
- v) It shall approve the Annual Action Plan and budget for the ensuing year.
- vi) It shall ensure that the State Society adheres to the Memorandum of Understanding entered with the Government of Bihar from time to time and fulfills all the agreements, covenants and contracts enumerated in the Financing Agreements including the BRLPS.

#### **6.10 Powers of the General Body**

The General Body shall have powers to

- i) Undertake all activities necessary for the fulfillment of the vision and objectives as laid down in Article 4 and 7 of the Memorandum of Articles of Association
- ii) Expand the strength of its membership provided the expanded strength is filled in the manner prescribed for enlisting the original membership.
- iii) Add modify or amend the Memorandum of Articles of Association and these bye-laws provided that all such additions, modifications or amendments shall be aimed at promoting the objectives of the State Society.
- iv) Remove a member on the grounds listed in the bye-laws under clause 5.3
- v) Approve the Annual Report, Balance Sheet and the Annual Audited Accounts of the State Society.
- vi) Approve the appointment of the auditors of the State Society.
- vii) Delegate to the Executive Committee, or the Member Secretary any of the above powers.

## 7. Executive Committee

### 7.1 Members of the Executive Committee

The Executive Committee shall have a maximum of eight permanent members. Not less than three members of the Executive Committee shall be from the founder members. The Executive Committee of the State Society, to whom the management is entrusted shall consist of the following members :

We, undersigned, whose names occupation and address as given below, do hereby subscribe our names to this Memorandum of Association and form ourselves into a society namely the Bihar Rural Livelihoods Promotion Society under the Bihar Societies Registration Act 1860. We are desirous to form the society namely "Bihar Rural Livelihoods Promotion Society".

Sl.No.	Name & Occupation	Designation	Signature
01.	J. K. DATTA IAS Development Commissioner, Govt. of Bihar.	Chairman	
02.	P. N. NARAYANAN Secretary to Govt. of Bihar Deptt. of Finance	Vice Chairman and Convener	
03.	C. K. MISHRA Secretary to Govt. of Bihar Deptt. of Social Welfare	Member	
04.	K. D. SINHA Agriculture Production Commissioner, Govt. of Bihar	Member	
05.	K. C. SAHA Secretary of Govt. of Bihar, Rural Development Deptt.	Member	
06.	N. S. KADHAN Secretary of Govt. of Bihar, Planning and Development Deptt.	Member	
07.	Arvind Khandelwal Secretary to Govt. of Bihar, Institutional Finance	Member	
08.	UDYOG KURUK KURUK SECRETARY, RURAL DEVELOPMENT DEPTT. (R.E.C.), Director of Panchayat Raj Panchayat Raj KISHOR, PANCHAYAT, ENAM, DIST. MACHHAR, DIST. MUNGER, BIHAR	Member	
09.	B. B. SRIVASTAVA IAS Registrar of Cooperative Societies	Member	
10.	SURINDER SIDHOO IAS Managing Director, WDC	Member	
11.	SURINDER SIDHOO IAS Project Director, BRLP	Member Secretary	

Certified that the above named signatures are known to me and they above signed in my presence.

— Hemishankar Prasad  
अभिज्ञान अधिकारी  
बिहार ग्रामीण विकास समिति  
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**7.2 General Meeting of the Executive Committee**

The Executive Committee shall meet as and when necessary with the permission of the President for the management of the affairs of the State Society provided that the Executive Committee shall meet at least once in three months.

**7.3 Special Meeting of the Executive Committee**

In addition to the General Meetings, a special meeting may be called at any time with the permission of the President. The special meeting may be convened within five days from the date of requisition, provided further that the President may, whenever deemed fit, direct the Member Secretary to call a special meeting.

**7.4 Notice of Meeting of the Executive Committee**

For every meeting of the Executive Committee, a notice of not less than seven working days specifying the place, date, time and agenda for the meeting shall be given to all members. If an Executive Committee meeting is adjourned due to want of quorum, an adjourned meeting can be called on a date fixed by the President. But in case of emergency the President may reduce the above period of notice to such number of days as he deems fit in the circumstances of the case.

**7.5 Quorum for the Meeting of the Executive Committee**

The quorum at all meeting of the Executive Committee shall be not less than one third of the total strength of the Members of the Executive Committee as per section 7.1 for a proceeding to be validity conducted. In case the quorum is not met and the meeting is adjourned, the Member Secretary must reconvene the adjourned meeting.

**7.6 Business of the Executive Committee**

Every meeting of the Executive Committee shall be chaired by the President, or, in his/her absence by one of the other members, elected by the members present from among themselves. Each member including the member presiding at the meeting of the Executive Committee shall have one vote but the presiding member shall also have a casting vote in addition to his vote as member in case of equality of votes. All the matters shall be decided by a majority of votes.

**7.7 Minutes of the meeting of the Executive Committee**

A copy of the Minutes of the proceedings of each meeting shall be furnished to the Executive Committee members as well as to all the members of the General Body as soon as possible after the completion of the meeting. The President or the member of the Executive Committee who chairs the meeting, as the case may be shall approve the proceedings of the meeting. Proceedings of every meeting shall be properly kept by the Member Secretary and shall be confirmed at its next meeting.

**7.8 Resolution of the Executive Committee**

Every resolution of the Executive Committee shall be passed by a majority of members present and voting for the resolution to be valid. In case of expediency, the Member Secretary of the State Society may circulate a

resolution for approval and such resolution shall be deemed to have been passed if a majority of the members approves it, provided that such resolution shall be valid if and only if the President is also one among the member approving the resolution. The resolution so passed by circulation shall be recorded in the proceedings of the next meeting of the Executive Committee.

**7.9 Term of the Executive Committee**

The term of the Executive Committee shall be term of the State Society. However, the Executive Committee shall continue in office till the next Executive Committee comes into existence for the next term by way of reconstruction by the General Body.

**7.10 Co-opted members of the Executive Committee**

The Executive Committee shall have the right to co-opt eminent persons / officials in the field of activities related to the objectives of the State Society. The Executive Committee may co-opt a maximum of three members. The co-opted members shall have a right to participate in the meetings of the Executive Committee but shall not have voting rights and they shall not constitute the quorum. The President can also invite experienced officials and eminent persons for specific issues to the meetings of the Executive Committee.

**8. Functions and Powers of Executive Committee**

Subject to the provisions of the Memorandum of Association and the Rules, the Executive Committee shall have the control and management of the business and affairs of the State Society and shall have all advisory, executive and financial powers to conduct the affairs of the State Society through its Member Secretary. All the duties, powers, functions and rights, what-so-ever, consequential and incidental to the carrying on of the objectives of the State Society shall only be exercised or performed by the Executive Committee.

In particular and without prejudice to the generality of the foregoing provision, the Executive Committee will :

- (a) consider the Annual Budget and the Annual Action Plan, its subsequent alterations placed before it by the Member Secretary from time to time and pass it with such modifications as the Executive Committee may think fit;
- (b) accept donations and endowment or give grants upon such terms and conditions as it may think fit;
- (c) delegate its powers, other than those of making rules, to the President;
- (d) appoint committees, sub-committees, expert panels, task-force, working or study groups and boards etc. for such purpose and on such terms as it may deem fit and to remove any of them;
- (e) set HR Policy including staff positions and salary and incentive structure of the State Society;
- (f) appoint auditors for auditing the accounts of the State Society with the approval of the General Body.

- (g) Ensure that the State Society considers any comments made by funding agencies on the progress in the implementation of the projects sponsored and funded by them;
- (h) Monitor progress BRLPS to ensure achievement of project objectives;
- (i) Monitor the financial position of the State Society in order to ensure smooth income flow and to review annual audited accounts;
- (j) Do generally all such acts and things as may be necessary or incidental to carrying out the objectives of the State Society or any of them. Provided that nothing herein contained shall authorize the Executive Committee to do any act or to pass any byelaws which may be repugnant to the provisions hereof, to the powers hereby conferred on the Executive Committee and other authorities, or which may be inconsistent with the objectives of the State Society.

9. President of the Executive Committee

The Development Commissioner, Government of Bihar shall be the President of the Executive Committee of the State Society.

10. Powers and Duties of the President of the Executive Committee.

**The President shall have power to :**

- (a) Call or ask the Member Secretary to call a meeting of the Executive Committee at any time and on receipt of such requisition the Member Secretary shall forthwith call such a meeting;
- (b) Authorize acquisitions by gift, purchase, lease or otherwise, any property, movable or immovable, and to construct, operate and maintain any building for purpose of the State Society as deemed appropriate by the Executive Committee.
- (c) Authorize investment of the funds of the State Society in such securities and/or to sell or transfer such investments in such a manner as the Executive Committee may consider necessary, for the safety and benefit of the State Society and to convert or change such investment, as required by the Executive Committee, subject to the laws applicable.
- (d) Sanction and incur expenditure per instance as may be fixed by the general body for achieving the objectives of the State Society.
- (e) Tender and Award contracts and incur expenditure on civil works and consultancy to achieve the objectives of the State Society up to the limit as may be fixed by the General Body.
- (f) Act upon powers as may be delegated to President by the State Society and the Executive Committee.
- (g) Carry out powers and functions of the Executive Committee whenever the exigency so demands and place the action taken before the next meeting of the Executive Committee for ratifications.

11. Member Secretary

**The State Project Director of the BRLPS Projects shall be the –**

- 11.1 Member Secretary of the Executive Committee. His appointment will be normally for a term of three years, or as decided by the State Government.
- 11.2 Member Secretary who shall ordinarily be a senior IAS Officer and as Project Director will be equivalent in status of Head of Department, Govt. of Bihar.

12. Functions and Power of the State Project Directors

- 12.1 The State Project Director shall be the Chief Executive of the State Society.
- 12.2 The State Project Director shall be responsible for the management of day-to-day affairs of the State Society and the State Unit (SU). He shall have overall responsibility for planning and executing the work of the State Society. She/He shall be responsible for the implementation of all the policies laid down by the General Body / Executive Committee and shall attend to statutory requirements imposed on the functioning of the State Society.
- 12.3 The Management and control of the day-to-day administration and control of finance within sanctioned budgets of the State Society shall be vested with the Project Director and through him with the respective functional heads. She/He shall function as the controlling authority of all employees of the State Society.
- 12.4 The Project Director shall sign or cause to be signed all documents and proceedings requiring authentication by the State Society. The Project Director shall also represent or cause to be represented the State Society in business and legal transactions. She/He shall receive on behalf of the State Society and disburse all funds of the State Society based on instructions from the Executive Committee. The Project Director through functional heads will handle necessary documents including bank cheques and other negotiable instruments on behalf of the State Society, as authorized by the President/Executive Committee of the State Society.
- 12.5 Project Director shall appoint bankers of the State Society with the approval of the Executive Committee. All funds of the State Society shall be paid into the State Society's account with the said bankers.
- 12.6 The Project Director, as Member Secretary shall in consultation with the President convene the meetings of the General Body / Executive Committee at stipulated intervals or otherwise and shall maintain all minutes, records and registers of the State Society.

- 12.7 The Project Director shall also perform such functions as may be delegated to him by the State Society, President and/or Executive Committee from time to time.
- 12.8 The Project Director shall ensure handling of all correspondences on behalf of the State Society.
- 12.9 The Project Director as the Member Secretary shall cause implementation of all the resolutions passed in the General Body/Executive Committee of the State Society.
- 12.10 The Project Director shall also perform such functions as may be delegated to him/her by the State Society, President and/or Executive Committee from time to time , and
- (i) shall cause to prepare for the State Society the Annual Reports and Financial Statements etc. with due audit.
  - (ii) Shall cause to maintain the accounts, cause due verification of the monthly transactions and the monthly receipt and expenditure statement, which shall be put up to Executive Committee as required.
  - (iii) Shall verify the physical and financial usage of the funds disbursed by the State Society to the various participating organization and submit a quarterly report to the Executive Committee.
- 12.11 The Project Director will liaison with the State Government, the Government of India, the World Bank and other agencies for any matter pertaining to the operations of the State Society.
- 12.12 The Project Director shall appoint staff for the SU and for the Projects implemented by the State Society. However, approval of the Government shall be obtained for the creation of regular posts in the State Society and District Societies.
- 12.13 The Project Director shall have powers to take disciplinary actions over any staff of the State Society as per the deputation rules/contract rules.
- 12.14 The Project Director shall sanction and incur expenditure as decided by the governing body for day-to-day activities, or as delegated by the Executive Committee.
- 12.15 The State Project Director shall tender & award contracts and incur expenditure up to a ceiling as ay be decided by the government, for civil works and consultancies, in line with the objectives of the State Society.
- 12.16 The State Project Director shall perform any of the functions of the Executive Committee with the approval of the President, during the interval between meetings of the Executive Committee whenever it is urgent to do so and place a report in respect thereof, before the Executive Committee for its consideration/ratification.
- 12.17 The State Project Director may also delegate any of his power to the functional heads and staff of SU for efficient functioning of the State Society.
- 12.18 The State Project Director will delegate administrative and Financial Powers to the District Units for the smooth functioning of the project with the approval of the Executive Committee.

13. State Project Management Unit (SPMU)

- 13.1 The day-to-day affairs of the State Society shall be conducted by the SPMU under the supervision, guidance and control of the Project Director.
- 13.2 The SPMU shall be head by the Project Director, BRLP Project, who will also be the Member Secretary of the Executive Committee.
- 13.3 The SPMU shall be formed with various specialists in disciplines like Social Science, Livelihoods, Micro-Finance, Communication, Capacity Building, Finance etc. with necessary supporting staff. The specialist/staff shall be drawn for government departments on deputation and/or out sources for open market on contract basis.
- 13.4 Subject to approval of the Government for creation of regular posts, the Executive Committee shall authorize recruitment of employees of the State Society, required for the running of the SPMU and also for the implementation of various projects implemented by the State Society. For the purpose of administrative matters and disciplinary action, the Project Director will be the appointing authority.
- 13.5 The State Society shall subject to approval by the Executive Committee establish District Project Management Units which may be registered under the Societies Registration Act, 1860 for implementation of the project at district level.
- 13.6 The State Project Director shall appoint District Project Managers and other officers and Staffs with the approval of the Executive Committee for managing day-to-day affairs of the project under the overall supervision and guidance of the State Project Director.

14. District Project Management Unit

- 14.1 The day-to-day affairs of the District Unit shall be conducted by the District Unit under the supervision, guidance and control of the District Magistrate who would also head the District Executive Committee as the Chairman.
- 14.2 The District Unit would be managed by the District Project Manager who would also be the Convener and Member Secretary of the District Executive Committee.

15. Functions of the Society

- (a) Take all such actions and to enter into all such actions as may appear necessary or incidental for the implementation of the project and in particular for the achievement of the vision and objectives referred to in article 4,6 and 7 above.
- (b) Formulate guidelines for implementation of the various programs of the State Society.

- (c) Act as Guardian of Rules and “non-negotiable principles” of the Bihar Rural Livelihoods Project (BRLP), and enforce the rules and guidelines for the implementation of the project.
- (d) Cause creation and development of District Level Societies/District Units, including coordinating and guiding their functioning.
- (e) Accept or provide any grant of money, loan, securities or property of any kind and to undertake and accept the management of any endowment trust, fund or donation not inconsistent with the objectives of the State Society.
- (f) Purchase, Hire, Take on lease, Exchange or otherwise acquire property, movables or immovable and construct, alter and maintain any building or building as may be necessary for carrying out the objectives of the State Society.
- (g) Open a bank account, along with the signatories to the account.
- (h) Receive funds from the State Government or other sources through budget releases and release money to the District Societies/District Units based on their requirement and utilization of funds previously released.
- (i) Incur expenditure after drawing up a budget and with due regard for economy and propriety.
- (j) Make rules and regulations for the conduct of the affairs of the State Society and add or amend, vary or rescind them from as and when required.
- (k) Establish its own organizational structure, offices and employ, retain or dismiss personnel as required, decide salary and benefit structure for the State Society.
- (l) Accept, Make, Enclose or otherwise execute Cheques, Drafts, Receipts, Bills of Exchange or other instruments and securities as required for the conduct of the business of the State Society.
- (m) Enter into contract without a requirement for government approval, other than by government representatives on the Executive Committee and undertake any legal action that may be necessary to ensure the fulfillment of contracts made between the State Society and others.
- (n) Exercise overall responsibility for management of BRLP on behalf of the Government of Bihar within the framework of project guidelines.

## 16. Management of the State Society

The Management of the affairs of the State Society shall be vested with the Executive Committee as enshrined in the Bye-laws framed for the purpose.

17. Authority to Correspond

The Member Secretary of the State Society shall be the authority to correspond on behalf of the State Society.

18. Power of the State Government

- (a) Alter, add or delete any item of the Memorandum of Association.
- (b) Alter, add or delete any item of Articles of Association.
- (c) Terminate and/or make an appointment in place of any member of the Society mentioned under item 121 of the Memorandum of Association or any member of the Executive Committee mentioned under 7(i) of the Article of Association.

To exercise of this power by the Government of Bihar hereunder shall be final.

19. Funds

The financial year of the State Society will be from first day of April to the 31<sup>st</sup> day of March of the succeeding year.

**19.1 The sources of funds of the State Society shall consist of the following :**

- (a) Recurring and non-recurring grants made by the Government of Bihar and/or the Government of India for the furtherance of the objectives of the State Society;
- (b) Income from investments;
- (c) Grant/Loan from external funding agencies, other sources through permitted channels;
- (d) Grant, Loan, Donation or Assistance of any kind from Foreign Government and other agencies with prior approval of the Central/State Government; and
- (e) Grant, Loans, Donation or Assistance of any kind from any Government Agency or others in India.

**19.2 There shall also be a 'Special Fund', which would consist of :**

- i. Such amounts as are received with a specific condition that income thereof alone shall be used for the purpose of the State Society (with the Corpus being left intact);
- ii. Such other amounts as the General Body may decide to divert from the regular fund to be used in the manner specified in clause (a) above

**19.3 Operation of the Funds and Account :**

The bank account of the State Society shall be operated by the State Project Director and one functional head as decided by the executive committee.

20. Audit

The Audit year of the State Society shall begin on the first day of April and end on the 31<sup>st</sup> day of March next year.

The State Society shall maintain proper accounts and other relevant records as well as documents comprising the receipt and payment accounts, statements of assets and liabilities and balance sheet.

The accounts of the State Society shall be audited by a Chartered Accountant, to be appointed by the Executive Committee of the State Society. The nature of the audit to be applied and the detail arrangement to be made in regard to the account and their maintenance and the presentation of the accounts for audit shall be as per project guidelines. The Auditor shall also submit a report showing the exact state of financial affairs of the State Society. The copies of the balance sheet and the auditor's report shall be certified by the auditor, and filed with the concerned Government Agencies.

The State Society shall ensure that the accounts of the DRLS/District Units are duly audited and the audit report is to be placed before the Executive Committee.

The Accounts will be open to audit by the Accountant General.

21. Annual Report

The Member Secretary shall prepare an Annual Report of the proceedings of the Executive Committee and all work undertaken during the year. This report and the duly Audited Annual Accounts of the State Society shall be placed for approval before the Executive Committee.

The Annual Report and Annual Accounts as approved by the Executive Committee shall be placed before the Annual General Body meeting of the General Body before the 31<sup>st</sup> July of the year. A copy of the Annual Report and Annual Accounts as approved by the General Body may be forwarded to the Government within 30 days and shall be filed with the Registrar of Societies, Bihar along with ;

- (a) a list of names, address and occupation of the officer bearers of the State Society duly certified by the Project Director; and
- (b) a copy of the Balance Sheet and Auditor's Report certified by the Auditor.

The Annual Reports of all the DRLS/District Units shall be placed before the Executive Committee of the State Society.

22. Properties of the Agencies
- 22.1 All properties of the State Society shall belong to the State Society itself. The State Society may acquire purchase or otherwise own, take on lease or hire movable or immovable properties and sell, mortgage, transfer or otherwise dispose off any such movable or immovable properties in furtherance of the objectives of State Society.
- 22.2 The income and the property of the State Society shall be utilized only towards the promotion of the objectives as set forth in the Memorandum of Association of the State Society. It will be subject to terms and conditions as the Executive Committee may impose in respect of expenditure to be incurred from grants sanctioned to the State Society from time to time.
- 22.3 No portion of the income or the property of the State Society shall be paid or transferred directly or indirectly by way of profits to persons, who may at any time be or have been members of the State Society.
- 22.4 No member of the State Society shall have any personal claim on any movable or immovable property of the State Society or make any profit whatsoever by virtue of his membership.
- 22.5 Provided that nothing herein contained shall prevent payments in good faith of remuneration, allowances or honorarium in return for any services rendered by them to the State Society.
23. Suits and Proceedings
- 23.1 The State Society may sue or be sued in the name of the State Society through its Member Secretary.
- 23.2 No suit or proceeding shall abate by reason of any vacancy or change in the holder of the office of the President, the Member Secretary or any office bearers authorized in this behalf.
- 23.3 Every decree or order against the State Society in any suit or proceeding shall be executable against the property of the State Society and not against the person or the property of the President, the Member Secretary or any office bearer.
- 23.4 Any person, including a member of the State Society who damages, injures or destroys any property of the State Society or otherwise acts in a manner resulting in pecuniary loss to the State Society can be sued by the State Society. The fact that such person may be a member of the State Society shall not in any manner prevent the State Society from proceeding against him in a court of law.
24. No action taken by the State Society shall be rendered invalid or void only due to the reasons that :
- 24.1 There existed one or more vacancies in the General Body/Executive Committee on the day on which the resolution was passed; or
- 24.2 There was a defect in the appointment of any of its members; or

- 24.3 The resolution in pursuance of which the said act was done has subsequently been modified or revoked by the General Body /Executive Committee.
- 24.4 The authority entitled to make such appointment shall fill a vacancy in the General Body or in the Executive Committee of the State Society.
25. Alterations to the Memorandum of Association of the State Society  
The State Society may alter the Memorandum of Association or extend the purpose for which it is established, as per the provisions of the Societies Registration Act, 1860 and on the fulfillment of the following conditions :
- (a) Executive Committee obtains the permission of the Government of Bihar for the proposal for such alterations or extension as aforesaid;
  - (b) Executive Committee furnished the proposal for such alteration or extension as aforesaid to the members of the State Society in a written or printed form;
  - (c) Executive Committee convenes a Special General Body Meeting of the members of the State Society according to these Rules for the consideration of the said proposition;
  - (d) The report is delivered or sent by post to every member of the State Society delivered in person at such Special General Body Meeting as aforesaid;
  - (e) The proposal is agreed to by two-third of the vote of the members of the State Society present and voting at such Special General Body Meeting as aforesaid; and
  - (f) A copy of resolution of the Special General Body Meeting adopting the alteration is filed with the Registrar within the period prescribed under law.
26. Modification of the Byelaws  
After obtaining the permission of the Government of Bihar and subject to the provision to the Society Registration Act, 1860 the State Society may amend, add to, alter or delete any of these byelaws by a resolution passed at the Special Meeting of the General Body duly convened for the purpose. The modified byelaws shall be deemed to have come into force in accordance with the provision of the said Act.
27. Contracts
- 27.1 All contract and other instrument for and on behalf of the State Society shall, subject to the provision of the Act, be expressed to be made in the name of the State Society and shall be executed by the persons authorized by the Executive Committee.
- 27.2 No contract for the sale, purchase or supply of any goods or materials shall be made for and on behalf of the State Society with any member of the State Society or the Executive Committee, or his/her relative, or firms in which such member is a partner/shareholder, or with any other partner or shareholder of a

- firm or a private company in which the member is a partner or director.
- 27.3 All contracts shall be fielded, finalized and entered upon in accordance with the guidelines of the BRL Project and specific direction of GoB.
28. Common Seal  
The State Society shall have a common seal of such make and design as the Executive Committee may approve.
29. Power of the State Government  
The Government of Bihar shall have the power to issue any direction as it deems fit to :
- (a) Alter, add or delete any item of Article of Association.  
(b) Terminate and/ or make an appointment in place of any member of the Society mentioned under item 12 of the Memorandum of Association or any member of the Executive Committee mentioned under 7(i) of the Article of Association.  
The exercise of this power by the Government of Bihar hereunder shall be final.
30. Notice  
Notice may be served upon any member of the State Society either personally or by post to the address of such member at the address mentioned in the register of members. Any notice so served by post shall be deemed to have been served on the day following that on which the letter, envelop or wrapper containing the same is posted and in providing such service, it shall be sufficient to prove that cover containing such notice was properly addressed and delivered to the post office.
31. Records of the Society
- 31.1 **The State Society shall keep in its registered office proper books of accounts, in which entries should be entered accurately.**
- (a) All sum of money received and the source thereof, all sums of money expended by the State Society and the object or purpose for which such sums are expended;  
(b) The assets and liabilities of the State Society.
- 31.2 **The records will be as follows :**
- (a) Member register,  
(b) Proceedings Register of the General Body;  
(c) Proceedings Register of the Executive Committee;  
(d) Cash Book, Bank Book and General Ledger;

- (e) Records of the Employees of the State Society;
- (f) Records of the Accounts and Claims;
- (g) Stock Register;
- (h) All such other records required for proper and systematic running of the State Society.

32. Dissolution of the State Society

Subject to the provisions of the Act, the State Society may be dissolved by a resolution passed at a Special Meeting of the General Body of the State Society duly convened for the purpose and supported by at least two-third of the total members of the State Society. The General Body shall prescribe procedure for such dissolution by such resolution. The General Body may on such resolution decide to take action for liquidation of assets and liabilities of the State Society shall or can be given over to organizations with similar aims and objectives as that of the State Society, strictly in accordance with the provision of the Act, or surrendered to the Government. In either case, the decision of the government shall be final.

Nothing contained in the Byelaws and notwithstanding the provisions of the laws applicable, there would be no attempt to import-expressed or implied, anything repugnant or contrary to the intentions of this State Society as expressed in the Memorandum of Association.

President

Secretary

For I.G.Registration, Bihar, Patna