

BYE-LAWS OF

The Haryana State Co-operative Labour & Construction Federation Ltd.,

PANCHKULA

1. The Federation shall be called “The Haryana State Cooperative Labour & Construction Federation Ltd., Ambala at Panchkula.
2. DEFINITIONS

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

 - 2.1 “Act” means the *Haryana Cooperative Societies Act, 1984.
 - 2.2 “Board” means the Board of Directors of the Federation.
 - 2.3 “Chairman” means the Chairman of the Federation.
 - 2.4 “Federation” means The Haryana State Cooperative Labour & Construction Federation Ltd., Panchkula.
 - 2.5 “Distt Federation” means the District Cooperative Labour & Construction Federation Ltd.
 - 2.6 “Society” means the Primary Cooperative Labour & Construction Society Ltd.
 - 2.7 *“Managing Directors” means The Managing Director of the Haryana State Coop. Labour and Construction Federation Ltd.

- 2.8 “Registrar” means the Registrar, Cooperative Societies as defined in the Haryana Co-operative Societies Act, 1984.
- 2.9 “Rules” means the Rules made under the *Haryana Cooperative Societies Act, 1984
3. The Registered office of the Federation shall be at Panchkula. Any change in the address of the Registered office shall be notified to the Registrar, Cooperative Societies and shall also be published in the Local News-Paper within 30 days.
4. The area of operation of the Federation shall extend over the entire State of Haryana.
5. **OBJECTS:**
The objects of the Federation shall be Economic and Social well-being and advancement of the Labourer and for this purpose to organise, promote, Co-ordinate, help and develop the working of Labour Cooperatives.
- In furtherance of this object, the Federation may undertake one or more of the following activities:-
- 5.1 To organize, promote and develop the Labour Cooperatives and their District Federation.
- 5.2 To render technical, administrative and financial assistance to Labour Cooperatives.
- 5.3 To represent the cause of Labour Cooperatives in the State.
- 5.4 To carry out publicity and propaganda in the interest of Labour Cooperatives.
- 5.5 To undertake execution of work in its own account.
- 5.6 To promote the economic interest of the members including their affiliated societies.
- 5.7 To set up industries, plants, Kilns etc. independently or in collaboration with other cooperatives for the manufacturing of construction materials, the equipment and allied products.
- 5.8 To enter into agreement for any sort of works with the Works-Awarding-Agencies, to ensure fulfillment of execution with the help of members and Labour Cooperative and to obtain rights, concessions or privileges etc. from the work-Awarding-Agencies.
- 5.9 To supply tools, implements, accessories and machinery to its members or their affiliated societies on hire purchase or hire system.
- 5.10 To help in settling the disputes, if any, amongst members and their affiliated societies and between Labour Cooperatives with the Work-Awarding-Agencies.
- 5.11 To provide financial accommodations to the labour Cooperatives for execution of work/ contracts entrusted to them.
- 5.12 To raise funds, take or give loan, to own purchase sale or mortgage moveable and immoveable property.
- 5.13 To arrange to impart training to staff of all the member Distt. Federation and Societies.
- 5.14 To provide common service cadre for officers and staff of the Labour Cooperatives upto Distt. Cooperative Labour & Construction Federation.
- 5.15 To provide gainful job/employment to skilled/semi-skilled and unskilled educated unemployment and technical person having degree, diploma or certified vocational training from recognized institution.
- 5.16. To act as Service Provider for different activities like office jobs, watch and ward services and security etc. its own account or through Member Federation/Primary Society.
6. **MEMBERSHIP**
- 6.1 The Membership of the Federation shall be open to :
- a) Distt. Cooperative Labour & Construction Federations within the area of operation of the Federation.
- b) The Registrar Cooperative Societies Haryana or his nominee shall be ex-officio member without incurring any liability and holding any share.
- c) State Government.
- d) Nominal members:
- Such other persons/societies/institutions not covered under 6 (a) to (c) above. with whom the Federation of Labour Cooperatives is likely to do business may be admitted as

Nominal members. Such members shall pay only the admission fee and they shall not carry right to vote, participation in the management of the Labour Federation or in the sharing of its profits or liabilities.

- 6.2 Every member shall have to apply in writing for membership and shall have to pay an admission fee of Rs.5/-
- 6.3 The Federation will have the right to call upon members to subscribe share capital as may be prescribed by the Board from time to time.
- 6.4 If the amount of share remain unpaid for more than six months from the due date, the Board of Directors may take suitable action on the member as they may deem fit.

7. LIABILITIES:

- 7.1 The liability of the member shall not exceed the amount of Share Capital subscribed by it
- 7.2 The member will have to subscribe the amount on allotment of full shares.

8. SHARES:

- 8.1 A Share Certificate shall be issued every time, when a share is subscribed by a member.
- 8.2 A duplicate share-certificate will be issued in the event of loss of the share Certificate/s by a member with the approval of the Board of Directors on payment of Rs.2/- per share against indemnity bond to be furnished by the member.
- 8.3 Each member except the ex-officio shall hold at least one share of the value of Rs.100/-.

- 9. The properties and funds of the Federation shall be invested in accordance with the rules and act of the State.
- 10. Subject to the provision of the State Coop. Societies Act, any member may be expelled by a

resolution of 3/4th member present at the General Meeting and voting for any of the following reasons:

- 10.1 If the member is a persistent defaulter and habitually fails to carry out its obligations to the Federation.
- 10.2 If the member willfully deceive the Federation by false statements.
- 10.3 If the member does any act likely to injure the reputation of the Federation.
- 10.4 The Board of Directors shall give such member 14 days notice of the proposal to expel the member.
- 11. After a member is expelled, the Share/s of the said member may he transferred under Bye-Law No. 13 or three months from the date of expulsion, the share/s may be sold by the Board of Directors and proceeds be credited to the said member.
- 12. The membership of the Federation shall be terminated by:
 - 12. (i) Cancellation of Registration of an affiliated Federation.
 - 12. (ii) Ceasing to hold at least one share.
 - 12. (iii) Resignation.
 - 12. (iv) Liquidation.
 - 12. (v) Expulsion.
 - 12. (vi) Failure to fulfill obligation mentioned in bye-law No. 14.7.
- 13. No share will be withdrawn but shares may be transferred to an affiliated Federation duly qualified for membership and approved by the Board of Directors of the Federation. If Board of Directors deem fit, the share may be purchased by the Federation out of the share transfer fund.
- 14. **FUNDS:**

The Federation may raise funds by :

- 14.1 Shares
- 14.2 Deposits
- 14.3 Loans
- 14.4 Grants-in-aids & subsidy
- 14.5 Donations
- 14.6 Entrance fee
- 14.7 Collection of contribution from the Federation/societies of the deductions made from payments received by societies on works at a rate to be fixed by the Board of Directors with the approval of Registrar, Cooperative Societies, Haryana, at Panchkula.
15. The authorized share capital of the Apex Federation shall be 5 Crores divided into 500,000 shares of Rs. 100/-each and shall be paid in full on allotment.

Any money to the credit of a member, past-member and deceased member shall be subject to first charge in favour of the Apex Federation in respect of any money due to the Apex Federation from such members or past-members. The Apex Federation shall be at liberty to set-off the whole or portion of such paid up capital or deposit or any other money due to the member against any sum due from him to the Apex Federation.
16. ORGANISATION AND MANAGEMENT:
 - (i) General Body
 - (ii) Board of Directors
 - (iii) Chairman
 - (iv) *Managing Director
17. The Supreme authority of the Federation shall vest with the General Body subject to the act, rules and bye-laws.
- 17.1 General Body shall consist of following:
 - (i) One authorized member of Committee from each member District Federation .
 - (ii) The Registrar, Cooperative Societies, Haryana or his nominee.
 - (iii) *Managing Director of the Federation.

The Chairman of the Board of Directors will preside over the meeting. In case of his absence, the meeting will elect a Chairman from among the members present. The General Body meeting shall be called within a period of six months of the close of financial year.

- 17.2 A Special General Body meeting may be called at any time by a majority of the Board of Directors and shall be called within one month on requisition in writing by at least 1/5th of the members of the Federation or by the Registrar, Co-operative Societies Haryana.
- 17.3 The quorum for the General Body meeting shall be 1/3 of the total number of members.
- 17.4 Every member of the General Body shall have one vote irrespective of the no. of shares held by him.
- 17.5 Defaulters under clause 12.1 to 12.6 shall not be entitled to attend General Body meetings.
18. Without prejudice to the General provisions of the preceding bye-laws, the General Body shall have the following powers and duties:-
 - (a) Approval of the programme of the activities of the federation prepared by the Committee for the ensuing year
 - (b) Consideration of the audit report and the annual report.
 - (c) Review of the performance of the preceding year
 - (d) Review of the State of affairs of the Federation including list of defaulters along with amount of default;
 - (e) Creation of specific reserves and other funds and utilization thereof.
 - (f) Consideration of list of employees who are relatives of the office bearers of the Federation.
 - (g) Conduct of election of the Managing Committee, when due.
 - (h) Amendment of bye-laws.
 - (i) Appointment of auditor or auditing from the panel prepared by the State Government or authority authorized by the State Government;
 - (j) Consideration of any other matter in accordance with bye-laws and business brought forward by the committee.

Provided that nothing in this bye-laws No. 18 shall affect any powers conferred on a committee or any office bearers of the Federation under the rule or the Bye-laws.
19. NOTICE-ANNUAL GENERAL MEETING AND SPECIAL GENBRAL MEETING.
 - (i) Notice of the annual General meeting together with the agenda of the meeting, audited statements of accounts including the balance sheet and the profit & loss account, and the report of the Board of Directors shall be sent to the registered

- address of each share holder member, at least fifteen days prior to the date of the meeting.
- (ii) A special general meeting must be convened within thirty days of receipt of requisition from one fifth of the total members or from the Registrar, Cooperative Societies. Notice calling the meeting shall disclose the business contained in the notice of requisition and shall be only agenda for the meeting. Notice shall be sent to the registered address of each share holder member at least fifteen days prior to the date of meeting.
20. BOARD OF DIRECTORS:
- 20.1 (i) Representative out of the Managing Committee members of 11affiliated District Cooperative Labour & Construction Federation be taken on the Board of the State Federation from the Labour and Construction Federation in alphabetical order of the name of the list, which a Federation represent and such members shall be taken in rotation. Seats for the Scheduled caste and backward class members and women members shall be reserved as per provision of the Act.
- (ii) Registrar, Cooperative Societies, Haryana or his nominee.
- (iii) Engineer-in-Chief, P.W.D. (B & R), Haryana or his nominee.
- (iv) Engineer-in-Chief, P.W.D. (Irrigation), Haryana or his nominee.
- (v) Engineer-in-Chief, P.W.D. (Public Health), Haryana or his nominee.
- (vi) Managing Director of the Federation.
- (vii) Government nominee appointed as per Act.
- 20.2 No members shall be eligible for election as a member of the Board of Directors, if he:-
- (i) Is below 21 years of age.
- (ii) Is a paid employee of the Federation or of the financing bank; or any society affiliated to it or;
- (iii) Is convicted of any offence involving dishonesty or moral turpitude or has applied for insolvency or is declared insolvent or;
- (iv) Is of unsound mind; or
- (v) Holds any office of profit under the Federation or receives any honorarium; or
- (vi) Is interested directly or indirectly in any contract with the Federation; or
- (vii) If the society, which he represents, is not regularly paying commission to the Federation.
- 20.3 A member of the Board of Director shall cases to hold office if he:-
- (i) Ceases to be representative of the Federation affiliated to the Apex Federation.
- (ii) Applies for insolvency or is declared insolvent; or
- (iv) In convicted of any offence involving dishonestly or moral turpitude;
- (v) Holds any office or place of profits under the Federation or receiving any honorarium; or
- (vi) Resigns or his resignation is accepted by Board of Directors.
- (vii) Except in case of members mentioned at Sr. No. 20.1 (ii to v) absents himself from three consecutive meetings of the managing committee; or
- (viii) Acquire an interest directly or indirectly in any contract with the Apex Federation
- 20.4 The term of the office of the office bearers shall be co-terminus with the term of the office of the Board of Directors.
- 20.5 SUPERSESSSION AND SUSPENSION OF COMMITTEE;
If in the opinion of Registrar, the Committee of the Federation:
- (i) Is persistently making default; or
- (ii) Is negligent in the performance of its duties imposed on it under the Act, Rules or the Bye-laws,or.
- (iii) Has committed any Act which is prejudicial to the interest of the Federation or its members; or
- (iv) Has failed to conduct elections in accordance with provision of the Act; or.

- (v) Has caused a stalemate in the constitution and function of the Committee of the Federation;

The Registrar may suspend or supersede the Committee after giving the committee an opportunity to state its objections.

21. DURATION OF MEMBERSHIP OF THE BOARD

When a person becomes a member of the Board of Directors by reason of the office or post he holds in this L/C Federation, his membership of the Board shall terminate when he ceases to hold that office or post and his successor shall automatically replace him in the Board.

22. The quorum of the meeting of the Board shall be on third of the total Number of member of the Board.

23. The Chairman and the Vice-Chairman shall be elected/ appointed as per provision of section 30 of the Act.

24. Meetings of Board of Directors shall be held from time to time, when necessary. At least 15 days clear notice specifying the date, place, time and Agenda of a meeting of committee shall be given to all the members of the committee, one third of the Directors shall from a quorum.

The Chairman or the Vice-Chairman or in his absence a member elected by those present in a meeting shall preside. Unless otherwise provided in these Bye-Laws, all questions shall be decided by a majority of votes. Each member shall have one vote. In case of equality of votes the Chairman shall have a casting vote.

25. Any three members of the Board of Directors may at any time requisition a special meeting of the Board of Directors by giving ten days notice to the Chairman of the Federation, who shall in that case convene a meeting of the Board of Directors. If however he fails to do so within a reasonable time, Registrar on the application of the Signatories may summon a meeting of the Board of Directors.

26. The Registrar may on his own motion also summon a meeting of the Board of Directors.

27. POWERS, RESPONSIBILITIES & FUNCTIONS OF THE BOARD.

The entire administration, management & control of the Federation shall vest in the Board of Directors. The Board of Directors shall have and exercise all such powers and enter into all such agreements, make all such arrangements, take all such proceedings and do all such acts and things, as may be necessary or proper, for the efficient management of the Federation and for achieving the objects for which the Federation is established and for securing and

furthering its interest subject to the provisions of the Act, or such Act as shall here after take its place, and to any rules which may be passed by the State Government in pursuance of the said Act and subject also to these bye-laws and or any bye-laws which may be duly made by the Federation. Without prejudice to the general powers conferred by these by-laws, the following powers and authorities are given to and conferred upon the Board:

- 27.1 To purchase or take on lease or other wise acquire land or building/buildings and/or construct building and/or buildings.

- 27.2 To discharge the function being the federal Cooperative to facilitate the voluntary formation and democratic functioning of Cooperative Societies as federal Cooperative or Cooperative based on self help and mutual aid as per provisions.

- 27.3 To borrow funds required from time to time to carry on the business of the Federation in accordance with and subject to the provisions of these bye-laws.

- 27.4 To approve administrative set up of the Federation.

- 27.5 To create funds and trusts for the welfare of the employees or ex-employees of the Federation or other connections or dependents of such persons and to support the same.

- 27.6 To institute, conduct, defend, compound or abandon any legal proceedings by or against the Federation or its offices or other wise concerning the affairs of the Federation and also to allow time for payment or satisfaction of any debts dole to settle any claims and/or demands by or against the Federation by arbitration *or* otherwise.

- 27.7 To recommend to the General Body, expulsion of any member whose conduct in the opinion of the Board is detrimental to the interests of the Federation by 2/3rd majority of the members present at the meeting

- 27.8 To admit members and allot shares.

- 27.9 To call upon the members to subscribe to share capital with the Federation.

- 27.10 To receive audit Note and approve its Rectification report for placing before the next General meeting.

- 27.11 To approve the annual accounts, annual report and to recommend distribution of profits earned by the Federation.

- 27.12 To approve sale of any land and an other movable properties if not required for the business of the Federation.

- 27.13 To fix rates of contribution to be charged for the services rendered by the Federation.
- 27.14 To prepare agenda for the General meeting and fix the time, place and date of the meeting.
- 27.15 To constitute Committees in connection with the business/activities of the Federation.
- 27.16 To appoint operator of accounts of the Federation with any bank/banks.
- 27.17 To appoint consultants/experts and fix the remuneration.
28. The Board shall be competent to frame subsidiary rules consistent with the provisions of the Act, Rules and Bye-Laws for the proper conduct of the business of the Federation. These rules shall be implemented after the approval of the Registrar.
29. The Board shall have powers to prepare common cadre service rules for the staff of the Apex Federation and Distt. Federations subject to the approval of Registrar Cooperative Societies.
30. SUB-COMMITTEE
- The Board of Directors may from time to time, appoint Sub. Committee/s as it may consider necessary for the efficient management of the affairs of the Federation.
31. *MANAGING DIRECTOR
- 31.1 The Board may by resolution vest in the *Managing Director the necessary powers and such powers may be made exercisable for such period or periods and upon such conditions and subject to such restrictions as it may determine.
- 31.2 The General powers, duties and responsibilities of the *Managing Director are as under:
- i) He shall have General control over the administration and business of the Federation.
 - ii) He shall be the officer to sue or to be sued on behalf of the Federation and all bonds and agreements made in favour of the Federation shall be in his name.
 - iii) He shall have powers for and on behalf of the Federation to endorse, sign, negotiate cheques and other negotiable instruments on behalf of the Federation.
 - iv) He shall appoint members of staff within the sanctioned scale of establishment upto class IV employees and work charged staff. He shall also be competent in case of emergency to make appointments on Adhoc basis of class IIIrd employees for a period not exceeding 89 days at a time.
- v) He shall award punishment including dismissal from service to employees for whom he has powers of appointment.
 - vi) He shall allow credits within limit fixed by the Board from time to time.
 - vii) He shall undertake import and export business for/on behalf of the Federation.
 - viii) He shall carry out negotiations with the Government and other organizations.
 - ix) He shall arrange to insure all properties of the Federation against risks of all kinds.
 - x) He shall arrange to impart training to the staff members of the Apex Federation, Distt. Federation and Societies.
 - xi) He shall arrange to maintain proper accounts of the Federation.
 - xii) He shall arrange to prepare annual report, balance sheet and budget of the Federation for placing before the Board of Directors.
 - xiii) He shall convene the meeting of the Board of Directors and General Body and such other committees as and when found necessary for on receipt of requisition from requisite no. of members or requisition of Registrar.
 - xiv) He shall arrange to supervise the member Federation and the Societies or member Federation.
 - xv) The *Managing Director may delegate his powers to such assisting officers, he may deem fit.
32. The services of the Managing Director of the Society and such other officers as may be specified by the Registrar from time to time, shall be borne on the strength of the common cadre of the Haryana State Cooperative Labour & Construction Federation Ltd. Ambala City at Panchkula. Such Services shall be governed by the service rules of common cadre framed by the Registrar and amended or modified by him from time to time. These rules, shall inter-alia, include various financial obligations for society and also provisions regarding transfers and promotions of employees. These rules shall be binding on the Society

33. DISTRIBUTION OF PROFITS

*The net profit shall be distributed as follows:

33.1 RESERVE FUND

*At least 10% shall be carried each to Reserve Fund and the Bad & Doubtful debt Fund. In addition to this, all entrance fees, donations, other than those for specific purposes and receipts on accounts of forfeited shares and fines other than those collected from employees shall be carried to the Reserve fund.

33.2. EDUCATION FUNDS

Not exceeding 5% of the profits as Contribution towards the Education Fund as required under the Cooperative Societies Act.

33.3 Dividend not exceeding 6% per annum shall be distributed as dividend on to the paid up share capital. The balance amount of net profit after above mentioned deductions shall be taken to such funds as are created by the Board of Directors from time to time which are as under ;

- (i) Common good fund
- (ii) Share Transfer fund.
- (iii) Building fund
- (iv) Publicity and propaganda fund.
- (v) Bonus to staff
- (vi) Rehabilitation fund.

34. ACCOUNTS AND RECORDS

The financial year of the Federation shall be from 1st April to 31st March. Books of accounts and other records shall be maintained as prescribed in the rules and also as directed by the Registrar with such additions as the Board of Directors consider necessary.

35. Any amendment in the Bye-Law shall be made as per provision in the Act and rules framed there under.

36. (a) The Federation shall pay such audit fees as may be assessed from time to time, by the

authority competent to do so.

(b) The Federation shall get its accounts audited from auditors or empanelled auditing firm at least once in a year, within 6 months of close of year as per the guidelines issued by the Registrar. In case of failure to do so, the Registrar shall get the accounts audited at the expense of the Federation.

37. Should any doubt arise to interpretation of any bye-laws the matter shall be referred to the Registrar, whose decision shall be final .

38. The Federation shall prepare and submit such returns and statements as the Registrar may prescribe from time to time.

39. The services of the members of the Managing Committee shall be honorary, but they may be paid traveling and daily allowance on a scale fixed by the Committee and approved by Registrar, provided further that where a non-official is appointed as Chairman by the Govt. or Registrar, Cooperative Societies, Haryana, he may be paid honorarium/perks as may be prescribed by the Govt. from time to time.

40. The Haryana State Cooperative Labour & Construction Federation shall refer for consideration and approval all such matter to finance department/ HBPE Administrative Department which are mandatorily required to be referred in accordance with specific instructions issued from time to time such as revision of pay, creation / up gradation of posts etc. along with recommendation of Board of Directors
