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BYE - LAWS

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OF

**THE SIVSAGAR DISTRICT CENTRAL THRIFT AND
CREDIT CO-OPERATIVE SOCIETY LTD.**

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19/1/17

HEAD OFFICE : : JORHAT

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THE BYE-LAWS OF THE SIVASAGAR DISTRICT CENTRAL THRIFT AND CREDIT CO-OPERATIVE SOCIETY LTD.

1. Name and Address :

- A) The Society shall be called THE SIVASAGAR DISTRICT CENTRAL THRIFT AND CREDIT CO-OPERATIVE SOCIETY LTD.
- B) Registered address of the society is Jorhat and its Head Office at Jorhat, P.O. – Jorhat, Dist – Jorhat, Assam. It may be referred to in The Bye Law briefly THE SIVASAGAR DISTRICT CENTRAL THRIFT AND CREDIT CO-OPERATIVE SOCIETY LTD. (SDCCO-~~CO~~LTD.)
- C) Its registered address shall be at Assam and any change in Address shall be notified within 14 days of such change to the Registrar of Co-operative Societies, Assam.

2. Area of Operation :

The area of operation of the society will be within the District of Golaghat, Jorhat Sivasagar, Majuli and Charaideo.

3. Definition :

In these Bye-Laws unless the context otherwise requires :

- i) "Board" means the Board of Directors of the society constituted in forms of these Bye-Laws, to which the directions and control of the Management of affairs of the Society is entrusted; in lieu of the Sivasagar District Central co-operative Bank Ltd.
- ii) "Chairman" means a member of the Board of Directors who has been elected by the Board as the Chairman of the Society;
- iii) "General Assembly" means a body of representatives of share holders and representatives of other organizations constituted in accordance with these Bye-Law;
- iv) "Managing Director" means a person appointed by the Board of Directors as the Chief Executive Officer of the Society;



- v) "Member" means the member defined in Bye-Law No. 6;
- vi) "Officer" means officer of the society as defined in the Bye-Laws;
- vii) "Registrar" means the Registrar of Co-operative Societies, Assam appointed by the Government of Assam under the State Co-operative Societies Act' 1949 as Amended' 2007 and include any officer empowered to exercise the powers of the Registrar of Co-operative Societies;
- viii) "Branch" means a Office of the Society in the area of operation which extends to the District Jorhat, Golaghat and Sivasagar, Assam;
- ix) The word "Act" and "Rules" used in this Bye-Law shall means the Assam Co-operative Societies Act' 1949 (As amended) 2007 and the Assam Co-operative Societies Rules 1953 and 2007 as amended;
- x) "Share Capital" means capital invested by members as provide in these Bye-Laws by purchasing shares of the Society;
- xi) "Society" means a Co-operative Society registered under the Assam Co-operative Societies Act' 1949 (As amended' 1950 and 2007 Act) or under any other law for the time being in force in any State relating to Co-operative Societies within the area of operation of the Sivasagar District Central Thrift and Credit Co-operative Societies Ltd.; and
- xii) "Sub-Committee" means a Committee constituted by the Board of the Executive Committee or the Business Committee to undertake specific tasks of the society.

4. Objects :

The objects of the society shall be to organize and promote THRIFT & CREDIT Business and general finance to members in particular and rural and urban members in general by developing a proper perspective and proximity with those people so that the rural economy in particular may gain the maximum advantage of receiving Finance coverage intensively and extensively and promoting an economic system based on Co-operative movement, which does not lead to concentration of wealth to common detriment. In furtherance of those objectives, the Society may undertake one or more of the following activities.



- i) To advance the cause of Co-operative enterprise, based on self-help, self-support and equitable distribution of wealth to members and the small Tea Planters, Horticulture activities of rural agriculture Members of the shareholder; and all assets & liabilities of the Sivasagar District central co-operative Bank Ltd. will be merged with the newly form society.
- ii) To motivate and teach the advantages of saving and investment among people for general welfare;
- iii) To encourage thrift and enable the masses to save from their earnings by adopting different suitable Society Schemes;
- iv) To provide avenues for suitable self employment of the unemployed youths of the rural areas in particular and of urban areas in general within the area of operation of society;
- v) To render economic benefit to the member cultivators in all possible ways;
- vi) To render technical guidance and assistance to its member and institutions in particular and members of self help group and general members in Account keeping, other financial techniques and management methods to improve and increase their productivity, managerial efficiency in cultivation and its manufacturing and trade;
- vii) To operate and promote the formation of Cadres of employees for the Society and member institutions and arrange for their proper training in collaboration with the National Co-operative Union of India and Reserve Bank of India, Indian Banks Association, Indian Urban Co-operative Bank Federation etc. for purposeful use of modern Finance IEC facilities;
- viii) To Co-ordinate the working of its member institution with other National Level Co-operative Institutions of Industry and Finance;
- ix) To hold Seminars, Conferences, Meetings and to undertake Publicity, Propaganda and similar other activities as may help the development of Co-operative movement in the interest to achieve exposure / orientation to its employees and members etc.;



- x) To collect and disseminate necessary intelligence for the benefit of its staff and member in particular and depositor in general and to undertake research work and study in connection with the Co-operative movement Thrift & Credit sector;
- xi) To collaborate with any International Agency or a Foreign Body for development of Co-operative Society and other activities for mutual advantage in India or abroad and Tie-up arrangement with Non-Resident Indian abroad;
- xii) To undertake activities like advertising, liaison and public relations;
- xiii) To become member of the International, National and State Level Co-operative Federation and Union;
- xiv) To advance loan to its members and other Co-operative institution on the security of goods or otherwise as per co-operative Act and Rules and as per guideline of the Society;
- xv) To guarantee loans or advances or give undertaking on behalf of any such member / society or company to any financing institutions as per Co-operative Acts and Rules;
- xvi) To establish and support or aid in the establishment and support of fund calculated to benefits of employees or dependents of such persons on mutual benefit scheme;
- xvii) To acquire, take on lease or hire, land, building, fixtures and vehicles etc. for the purpose of the business of the society and to utilize by letting them out or otherwise and to sell, give on lease or hire them for the benefit of the society and its assets management by formulating profitable guideline by the Board of Directors;
- xviii) To open Branches gradually in all Districts and Sub-Divisional headquarters in the States within the area of operation of the Society as well as Sub-Bran-ches / Centres / Collection Counters within the are of operation together with Regional Offices, where necessary for the expansion and development



of the business competing with others; and solve the problems of the members on profitable schemes; and

- xix) To do all such things or undertake such other business or activities as may be incidental or conducive to the attainment of any or all the above objects by itself or in collaboration with other Co-operatives, Public Sector undertakings Govt. of India and State Govt. Tea Board and other agencies, if necessary, within and outside the country to help marketing of Tea and other products on profit sharing business schemes.

5. Society shall be at liberty :

- i) To secure from the government or other Agencies requisite facilities, assistance, share capital participation, financial grants and aids, loans etc. both for itself and for its member institutions.

-AND-

- ii) To establish and negotiate business relations with other Financial Bodies / Co-operatives within refinance guideline approved by State Govt. as the case may be.

6. Membership :

The membership of the Society shall be opened to the following categories :

A class – The value of each shares shall be paid up in one Lump sum on admission on allotment "A" Class shares shall be allotted to State Government. The Society shall have power to refund "A" class shares at such times and in such numbers as may be agreed upon at that time of allotment of such shares.

B class - The registered Co-operative Society under registration of Co-operative Societies Act and Rule' 1949 (Amend 1 of 1950) and 2007 Act and a partnership firm duly registered under the Indian Partnership Act' 1932, Company or any other body corporate constituted under the law in force of a society registered under the Society Registration Act of 1860 of the State Government and



- a. Gaon Panchayat Samabai Somittee (GPSS);
- b. Bowakata Samabai Somittee;
- c. Woman Multi Purpose Samabai Somittee;
- d. Self Help Group;
- e. N.G.O.;
- f. Krishi Somobai Somittee;
- g. Fishery Samabai Somittee;
- h. Whole Sales Consumer Society; and
- i. Pather Porichalona Somittee.

C class - All the individuals competent to contract who ordinarily resided in the area of operation of the Society. Any individual over 18 years of age and of sound mind shall also be eligible for admission provided that not more than 10,000 (ten thousand) only shares shall at any time be allotted to individuals.

D class - Employees of the Society, D class member shall not be entitled to attend or participate in the meeting of the General Assembly.

E Nominal Membership :

Such other person, societies, institution, not covered in the Bye-Law No. 6(A) to 6(D) above with whom society is likely to do business, may be admitted as Nominal Member subject to the terms and conditions as may be decided by the Board of Directors of the Society. Such members shall however have no right to attend any meeting of the society or to participate in the management or in the sharing of its profits, liabilities etc. except the terms of contact stipulated with the approval of the Board of Directors.

E Class Member of the Society shall not be entitled to attend or participate in the meeting of the General Assembly.

Every 'B', 'C' and 'D' class share holder shall on admission pay an entrance fee of Rs. 100.00 (Rupees hundred) only and application fee Rs. 50.00 (Rupees fifty) only.



7. (i) An application for membership as an individual member shall apply in FORM – I of the Appendix to these Bye-laws and a Society applying for membership shall apply in FORM – II of the Appendix and Other Categories of Members shall apply in separate prescribed forms to be prepared by the Board of Directors. The application shall state the number of shares the applicant proposed to purchase and shall be accompanied by an Application fee of Rs. 50.00 (Rupees fifty) only, which will not be refundable under any circumstances;
- (ii) The Board of Directors shall have power to deal with all applications for shares in such manner as the Board thinks fit and may refuse either in whole or in part applications for shares without assigning any reason thereof;
- (iii) Every member other than a nominal member shall pay Rs. 500/- (Rupees five hundred) only as Admission Fee, which shall not be refunded in any case;
- (iv) A member may increase the number of shares held by him / it subject to the provisions of the Co-operative Societies Act, and Rules and Bye-law provisions; and
- (v) When an applicant has been admitted for membership by the Board and applicant has paid its Admission fee and share money, he / she shall be deemed to have acquired all the rights and incurred all the obligations and liabilities of a member of the Society as laid down in the Co-operative Societies Act / Rules made there under and these Bye-laws provisions.

8. The Membership shall cease :

- a) i) On cancellation of the registration of the Society / Company / Firm etc.;
- (ii) On death (in the case of individual members): Incorporated by concerned Act;
- (iii) On resumption / withdrawal of the entire share Capital with Membership
- (iv) On withdrawal / transfer of the shares and one being removed as per provision of By-laws; and



- (v) On expulsion from memberships as per Co-operative Societies Act / Rules and Bye-law.
- b) A member including a nominal member but excluding NCDC / NABARD national – level Co-operative Organization, NCUI, State Co-operative Unions, the Central and State Governments may be expelled by majority of the members present at a General meeting of this Society.
- i) He / She / it intentionally does any act likely to injure the credit of the Society or fails to observe proper discipline in regard to work of the Society;
- ii) He / She / it does any act which may be held by the Board or a General Body to be dishonest or contrary to the stated objects of the Society or to the interest of the Society as whole; and
- iii) He / She is persistently defaults or fails to carry out its obligations to the Society.
- c) Before expulsion, the member to be expelled will be given an opportunity to explain his / her / its position. After the explanation has been considered, the member may be suspended by the Board, which shall then place the matter in the immediate next General Meeting for approval of the suspension and follow-up expulsion. Termination of membership shall take effect from the date of expulsion or such date as may be specified in the resolution of expulsion by the General Body.
9. Society shall have a charge upon the share or contribution or interest in the capital and on the deposits of a member or past member or deceased member and upon any dividend, bonus or profits payable to a member or past member or past member's of the estate of such deceased member to the Society and may set-off any sum credited or payable to a member or past member or the estate of deceased member in or towards payment of any such debt./ liabilities as per records of the Society.



10. Liability :

The liability of members for any deficit in the assets of the society shall be limited to the face value of their subscribed shares.

11. Funds :

- (i) The funds of the society may be raised by one or more of the following modes :
- a) Issuing shares;
 - b) Taking loans and advances from Government, NABARD, Commercial Banks, Co-operative Federations, Financial Agencies, Nationalized and Co-operative Development Corporation, World Bank, Co-operative Financing Organizations, other Agencies who are Associate Members of the society subject to the approval of the Government, Registrar of Co-operative Societies, Assam as the case may be;
 - c) Donations, Grants, Subscriptions and Contributions;
 - d) Deposits from members and Associates;
 - e) Realised Profit;
 - f) Admission fee; and
 - g) Commission etc.

The funds of the society when not employed in the Business shall be invested or deposited in any of the Nationalized Bank, Central Co-operative Banks, State Co-operative Banks or in any of the Securities specified by the Registrar of Co-operative Societies, Assam and National Bank for Agricultural and Rural Development (NABARD) and mutual fund of high yielding Records,

FUNDS :: ii)

1. The Sibsagar District Central Thrift & Credit Co-operative Society Ltd. shall ordinarily obtained funds from the following sourced.
 - a) Share Subscriptions;
 - b) Deposit;
 - c) Other Borrowing;
 - d) Entrance Fees;



- e) Subsidiaries from Government; and
 - f) Miscellaneous.
2. Reserve Funds : The administrative council may receive deposits or loans at its discretion either from members or from others and it shall be open to it to settle the terms on which deposits or loans shall be taken. The reserve fund of the Sibsagar District Central Thrift and Credit Co-operative Society Ltd. shall be received as deposits from deposits by the share holder of the society.
3. The administrative Council may from time to time with the approval of the Registrar of Co-operative Societies, Assam borrow money for the use of the society, the bond in each case may be executed by the Chairman or the Vice Chairman and Managing Director or the Secretary of the Society.

4. Maximum Borrowing Power :

The Maximum borrowing power of the society shall not exceed 20 (twenty) times the paid up share capital and the statutory reserve fund of the Society for time being separately invested minus the accumulated losses (if any provided that the maximum borrowing power shall not exceed 10 (ten) time the paid share capital and the statutory reserve fund minus accumulated losses) after Government participation.

1000 'A' class shares of Rs. 10,000.00 each	=	Rs. 10000000.00
5000 'B' class shares of Rs. 2000.00 each	=	Rs. 10000000.00
500 'C' class shares of Rs. 10000.00 each	=	Rs. 5000000.00
4000 'D' class shares of Rs. 500.00 each	=	Rs. 2000000.00
200000 'E' class shares of Rs. 100.00 each	=	Rs. 20000000.00
Total		= Rs. 47000000.00

5. Fluid Resources :

The Society shall keep the maximum fluid resources against loans and deposits held by it according to the following scale.



- i. 25% of the amount held in fixed deposit and loans due for repayment within the ensuing six months (less the amount for which written notice of renewal has been received);
- ii. 33% of the amount held in his savings deposit;
- iii. 60% of the amount held in current deposit; and
- iv. The entire amount of undrawn cash credit granted.

Fluid resources means any assets which can be converted into ready cash at once and which are maintained in one or more of the following form :

- a) Cash in hand or in Banks with approval by the Registrar; and
- b) Fixed deposit in any State Co-operative or Nationalize Bank approved by the Registrar of Co-operative Societies, Assam.

12. **Share Capital :**

1000 "A" class shares of Rs. 10,000/- each.

4000 "B" class shares of Rs. 2000/- each.

20,000 "C" class shares of Rs. 500/- each.

"D" class shares of Rs. 500/- each.

"E" class shares of Rs. 100/- each.

- a. i) The authorized Share Capital of the society shall be Rs. 30000000/- (Rupees three crore) consisting of 20000000 shares of the value of Rs. 500 (Rupees five hundred) each to be subscribed by members.
- ii) The value of the share shall have to be paid in full on application. Every member shall hold at least 10 (ten) shares for individual membership whereas the "B" class and "D" class members shall hold at least 30 (thirty) shares, 300 (three hundred) shares and 200 (two hundred) shares respectively, at the lowest.
- b. i) Transfer and withdrawal of shares shall be governed by provisions of the Co-operative Societies Act, and Rules made there under and the Bye-laws of the Society;



- ii) Share Capital shall not be withdrawn or transferred unless held for ten years provided that if under any circumstances, the share is to be withdrawn before the stipulated time period, in that case 25% of the amount will be deducted by the Society;
 - iii) A member institution may transfer its share or shares after holding them for ten years to other member with the approval of the Board. However, transfer of shares within 60 days prior to the date fixed for the General Body Meeting shall not be permitted;
 - iv) The shares of the Society, shall not be hypothecated to the society or to any other institution by the members as a security for a loan etc.; and
 - v) Society may retire the share held by the State Governments, Government Organizations and the National Co-operative Development Corporation at such time and in such manner as may be agreed upon between it and the Government/s, Government Organisation / National Co-operative Development Corporation as the case may be.
13. Society shall have the right to set off any money due to any account from the society to a member in payment of any sum which it owns to the society or for which it stands surety or is a guarantee broker as per scheme approved by Board.
14. Every individual member of the society may nominate any person to succeed him, in the event of death, to his / her share or interest. Such nomination shall, in the event of death, be given effect to by the Society as per established legal procedures, as may be prescribed by the Board.
15. **General Body / Assembly :**
- a) The Supreme Authority of the Society shall vest in the General Body for the purpose of the Act, Rules and Bye-laws.
 - b) Every member Society, the State Governments within the area of operation and other organizations eligible to send representatives and shall nominate



their representatives on the General Body and certified copies of the resolutions of the competent authorities and copies of the instrument of nomination shall be sent to the Managing Director so as to reach him at least two hours before the time for holding the meeting at which the representative named in the instrument proposes to vote. Such resolution / instrument should specify the period for which such nominees will continue to represent them.

16. a) The Annual General Meeting of the members shall be called within a period of 180 days after closing of the financial Accounting year for the purpose of :
 - i) Approval of the programme of the activities prepared by the Board for the ensuing year;
 - ii) Approval of annual audited accounts and annual report;
 - iii) Election, if any, of the members of the Board of Directors other than nominated members as per Co-operative Act / Rules and Bye-law;
 - iv) Disposal of the Net Profit in accordance with the Act / Rules and Bye-law;
 - v) Amendment, if any, of the Bye-laws as approved by the Board / and RCS concerned;
 - vi) To fix the maximum borrowing limit which shall be subject to the provisions of the Co-operative Societies Act and the rules made there under;
 - vii) To expel member/s as required under the Bye-laws;
 - viii) To establish Provident fund and other funds for the benefit of the employees; and
 - ix) To transact such other business as may be laid before the meeting by the Board as well as any other business with the permission of the Chairman of the General Body.

- b) A special General Body meeting may be called at any time by the Managing Director on the direction of the Board or within two months after the receipt of the requisition in writing from the Registrar or from the 1/3rd members stating the object of the meeting and time and date of the meeting duly signed by majority of the total number of members of the General Body of



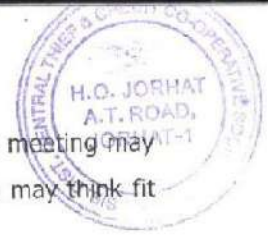
the Society. No business other than specified in the notice will be transacted in such meeting. If a special meeting is not called in accordance with the aforesaid, the Registrar or any person authorized by him in this behalf shall call such meeting and that meeting shall be deemed to be a meeting called by the Managing Director and the Registrar may order that the expenditure incurred in calling such meeting shall be paid out of the funds of the society by such person or persons who in the opinion of the Registrar was or were responsible for the refusal or failure to convene the special meeting.

- c) The date, time and place of the annual general meeting or special General Meeting shall be announced at least 15 days clearly in advance by a written notice. Not more than 14 months shall ordinarily elapse between the date of one Annual General Body Meeting and that of the next, subject to provisions of the Act.

17. Voting :

All matters brought before the General Body Meeting shall be decided by a majority of votes. Each member shall have one vote irrespective of the number of share held by him / her. The Chairman shall have one vote and in the case of an equality of votes, he shall have a second for casting vote. No proxies shall be allowed. No member shall be allowed to vote if he / she / it is in arrears of its share money or a defaulter demanded by the Board. Voting shall be by show of hands, unless by a resolution at the meeting, it is decided to have a secret ballot in any particular instance, in which case the Chairman shall arrange for a secret ballot. Provided that election of the Directors of the Board shall be by secret ballot or by unanimous Resolution.

18. The Chairman shall preside over all the meeting of the General Assembly and Board of Directors in the absence of the Chairman, the vice-Chairman shall preside over every meeting. If both the Chairman and the Vice-Chairman are absent, the members present and entitled to vote shall elect a Chairman from amongst themselves to conduct the General Body and Special General Meeting, as the case may be.



19. In the event of disorder arising at a meeting the Chairman of the meeting may suspend the meeting and adjourn it to such date and time as he may think fit subject to the provision of law.
20. The proceeding of all meetings of the General Assembly and the names of those present shall be recorded by the Managing Director in a Book. The Minutes of such proceeding shall be signed by the Chairman / Secretary after being read to and confirmed by the members present at the meeting or at the next meeting. Minutes thus authenticated shall be deemed to be the true records of the proceedings of meetings concerned.
21. Subject to the provisions of the Co-operative Societies Act and Rules made there under and these Bye-laws the management of the affairs shall vest in a Board of Directors which shall be constituted as under.
22. **BOARD OF DIRECTORS :**
 - A) The Board of Director shall consist of not more than 15 members representing the various classes of members, professionals and authorities and legal as indicated below as per Assam Co-operatives Societies Act' 2007 as amended 2012 :-
 - 1) Two members from woman;
 - 2) One from belong to SC or ST;
 - 3) One from professional in Accounts Section;
 - 4) One from legal side;
 - 5) And others 10 Nos. from other members representing all side; and
 - 6) In addition the Board may coop two experts in society business lines to be an invitee without voting right to attend Boards meeting and to advise the Board in all technical matters relating to functioning of the Society.
 - B) The tenure of office of the Board of Director shall be five years as per Co-operative Act and Rule of 2007 as amended 2012.
 - C) Eight members of the Board of Directors shall form quorum. At least seven days notice is required for convening the meeting of the Board of Directors.



- D) Managing Director who shall be an Ex-Officio member of the Board
- E) The members of the new Board shall elect from amongst themselves a Chairman and a Vice-Chairman immediately after completion of elections of the members under the Bye-laws in its first meeting, duly approved as per Co-operative Acts & Rules and Bye-law by the RCS, Assam.
- F) The terms of the Chairman and the Vice-Chairman shall be co-terminus with the term for which the Board has been elected. In case of any vacancy during this period, the same shall be filled up by the Society for the unexpired terms, if any, of the Director in whose place a vacancy has occurred. The term of office of the members or nominees of the State Government or other Institutions shall be such as may be indicated from time to time by the Government/s or concerned institutions / authorities.
- G) The Chairman and the Vice-Chairman once elected shall continue to hold the office for the term of the Board except when the Board resolves to remove them by the 2/3rd majority of the Board with special Agenda notice and with approval from the RCS, Assam.
- H) If a member of the Board of Directors absent himself / herself from three consecutive meetings of the Board without notice in writing to the Chairman he / she shall cease to be a member of the Board but may be reinstated by the Board of Directors.
- I) The Board may constitute Sub-committees, technical committees and other functional committees as are absolutely necessary for the proper functioning of the society. Each of these committees shall exercise such functions as are delegated to it by the Board of Directors. The Quorum for the meetings of these committees shall be decided by the Board at the time of constitution and the term of office shall not exceed the period of the Board of Directors.
23. **A member of the Board of Directors shall cease to hold office if he / she -**
- i) resigns and his/her resignation is accepted by the Board; or
 - ii) fails to attend three consecutive Board meetings; without proper intimation;



- iii) ceases to represent the affiliated Co-operative Institution in the General Body of the Society; and
- iv) is a representative of the member-institution, the affairs of which are ordered to be wound-up.

24. Power and Functions of the Board of Directors :

The Board of Directors shall exercise all the powers except those reserved for the General Body Meeting or in the Bye-laws. In particular, the Board shall have the following power and duties :

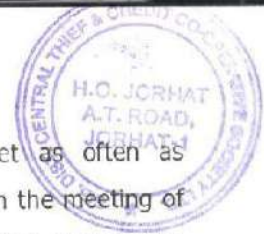
- i) To observe all their transactions, the Acts, Rules and these Bye-laws as well the laws governing the Society business;
- ii) To admit and suspend members and issue new shares and transfer of old shares;
- iii) To place before the General Body, the Annual Report and the Audit Report etc.;
- iv) To consider and approve Annual Budget including the Supplementary Budget of the Society together with the programme of the activities prepared by the Board for the ensuring year;
- v) To consider the inspection notes of the controlling authorities and of any other person authorized by him to inspect and to take necessary action thereon;
- vi) To consider the inspection notes of the Subject to the provisions of the Co-operative Societies Act and Rules authorized by the said authority to inspect and to take necessary action thereon;
- vii) To decide matter relating to withdrawals, transfer, refund and forfeiture of shares;
- viii) To summon General Body meeting and Special General meeting in accordance with the Bye-laws;
- ix) To appoint, suspend or remove the Managing Director who shall be ex-officio member of the Board;



- x) To purchase, sell or otherwise acquire and dispose of immovable properties of the society;
- xi) To dispose of profits in accordance with the Bye-law and the Multi-State Co-operative Societies Act and Rules made there under;
- xii) To lay down for the guidance of the Board, General Policy for the conduct of business and schemes profitable to the Society and its constituents;
- xiii) To accept or reject the resignation from the members of the Board of Directors and in the case of an acceptance of resignation or vacancy falling for other reasons, to Co-opt. Directors from amongst the representatives to the General Body, as an ad-hoc measure;
- xiv) To fix, subject to the approval of the Registrar, the maximum borrowing limit of the Society;
- xv) To appoint an Executive committee and a Business Committee in its 1st meeting after the General Meeting;
- xvi) To grant business incentives object of promoting wide spread development of Business of the society in every corner within the area of operation in general and that of the Member / Societies in particular;
- xvii) To settle the terms and conditions regarding retirement of share-capital contributed by NCDC, Government of India, State Governments and other Governments;
- xviii) To frame rules, regarding recruitment, appointment, conditions of service, suspension and punishment in respect of the Managing Director and other employees of the society;
- xix) To approve and sanction the staff required from time to time for carrying on the business and prescribed the scales of pay and other allowances and perquisites etc. in respect of employees and to frame regulations regarding recruitment, scale of pay and service conditions of the employees of the society and also fix-up honorarium for Chairman / Vice-Chairman etc. including T.A. etc. from time to time;



- xx) To amend the Bye-laws, wherever necessary, for placing the same in the General Body Meeting for ratification;
 - xxi) To do all such acts, take steps as are incidental or conducive to attainment of objectives of the Society; and
 - xxii) To consider any other matter with the permission of the Chairman of the Meeting.
25. a) The Board of Directors may delegate any of its powers to the Chairman, the Managing Director or to any other Director subject to the ultimate control being retained by the Board.
- b) The Board of Directors shall arrange for proper internal Audit and Supervision and control of Society fund / assets etc.
26. a) In minutes of the proceedings of the Board meeting shall be entered in a Proceeding Book kept for the purpose and shall be signed by the Chairman of the meeting and Managing Director. The minutes so signed be an evidence of the correct proceedings of the meeting. The minutes of each meeting shall contain the names of members present and name of members if any dissenting from or non-concurring in any resolution.
- b) The meeting of the Board of Directors may be called at any time by the Manager Director with the approval of the Chairman, or in his absence the Vice-Chairman, acting on behalf of the Chairman and shall be called by him on receipt of a requisition from one-third of the Directors other than the Co-opted members of the Board or from the Registrar of Co-operative Societies.
27. **Committee / Sub-Committees of the Bank :**
- The Board of Directors shall constitute an Executive Committee other committee / Sub-committees for the smooth transaction of business of the Society. These Committee / Sub-Committee will have power and functions as decided by the Board of Directors from time to time.



28. The Executive Committee and other committees may meet as often as necessary. More than one half members shall form a quorum in the meeting of the Committee. The meeting of the Committee shall be presided over by the Chairman, in his absence by the Vice-Chairman provided that the members present may elect their own Chairman from amongst themselves to preside over the meeting in the absence of the Chairman and the Vice-Chairman.

29. **Chairman :**

- i) The Chairman and the Vice-Chairman elected by the Board of Directors shall act as Chairman and Vice-Chairman of the General Body of the Society;
- ii) The Chairman shall preside over the meeting of the Board of Directors, General Body, Executive Committee and Business Committee. In his absence, the Vice-Chairman shall preside and in the absence of both, the members shall elect one from amongst themselves as the Chairman of the meeting;
- iii) The Chairman shall have general control and overall supervision over the affairs of the society and its officers with the object of ensuring, implementation of all the policies laid down by the Board of Directors / Executive Committee / Business Committee and any matters he consider necessary and Managing Director will adhere to such directions; and
- iv) The Chairman shall be competent to take decisions as are of an urgent nature affecting the policy on behalf of the Board of Directors, Executive Committee, Business Committee and any other Committee which may be deemed urgent on the advice of the Managing Director. The matter will be placed before the next meeting concerned for ratification. He (Chairman or his nominee) shall represent the Society in different organizations / institutions and he will be the spokes person of this Society.

30. **Managing Director :**

The Board of Directors shall appoint the Managing Director on such terms and conditions and for such period as it may decide :



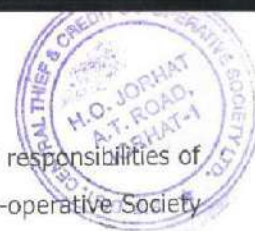
- a) The Managing Director shall act as the Chief Executive Officer of the Society and shall conduct the business and shall exercise control over the administration subject to the overall control of the Chairman;
- b) The Managing Director shall advise the Board of Directors, Executive Committee, Business Committee and other Committee in framing the policies and programs and implement those after approval; and
- c) The Managing Director will be the custodian of all Books and record and its properties / fund etc. as per Act and Rules and Bye-law.

31. The following shall be the duties of Managing Director :

- a) To summon the meeting of the General Body, Board of Directors, Executive Committee, Business Committee and other Committees etc. and participate in them but shall have no right to vote in matters pertaining to elections if he is appointed.
 - i) To attend the meetings of the different committees and take necessary steps to implement the decisions taken in various meetings. Including matters relating to purchase, sales, storage, machinery, vehicles etc. immovable properties and matters incidental thereto;
 - ii) To be responsible for the general conduct, supervision and management of the day-to-day business and affairs of the Thrift and Credit of the Co-operative Society;
 - iii) To ensure proper maintenance of accounts in the prescribed manner at all level without any back-log for transparency;
 - iv) To receive all moneys and securities on behalf of the Society and to arrange for the safe custody of cash, records, properties and other securities of the Thrift and Credit Co-operative Society;
 - v) To assist in the inspection of books and records by various authorities empowered to do so under the act, rules and Bye-laws and apprise all facts to the Board of Director through Chairman regularly;



- vi) To certify copies of entries in the books under the Act;
- vii) To institute, conduct, defend, compound, or abandon any legal proceeding by or against the Society its employees or otherwise concerning the affairs of the Thrift and Credit Co-operative Society and also compound and allow time for payment of satisfaction of any claims or demand by or against the Thrift and Credit Co-operative Society with due concurrence from the Chairman;
- viii) To incur expenditure within the approved Budget estimates as per guideline set by the Board;
- ix) To keep in safe custody all the registers and other papers in use of the Thrift and Credit Co-operative Society and other property of the Thrift and Credit Co-operative Society;
- x) To arrange for the safe custody of all money received by Thrift and Credit Co-operative Society and all other properties and for proper maintenance of accounts thereof and for investment of funds subject to the provisions of the Act, Rules, Thrift and Credit Co-operative Society and directions of the Board of Directors / Executive Committee;
- xi) To sign all deposit receipts and operate on the accounts of the Thrift and Credit Co-operative Society. He may delegate all or any of the powers, authorities and discretion vested in him, to any employee / employees & officers of the Thrift and Credit Co-operative Society subject to the ultimate control and authority being retained by him;
- xii) To sign receipts for moneys received by Thrift and Credit Co-operative Society and to operate on the accounts of the Thrift and Credit Co-operative Society;
- xiii) To be the officer of the Thrift and Credit Co-operative Society to sue or to be sued on behalf of Thrift and Credit Co-operative Society and sign and execute Bonds, Agreements and other documents for and on behalf of the Thrift and Credit Co-operative Society with approval from the Chairman; and



- xiv) To appoint and to determine the powers, duties and responsibilities of such class of employees of the Thrift and Credit Co-operative Society as discussed in the Board from time to time for ensuring proper conduct of the day to day business of the Thrift and Credit Co-operative Society.
- b) The Managing Director shall exercise control and supervision on the administration of the Thrift and Credit Co-operative Society in conformity with the Act and Rules, these Bye-laws and the decisions of the General Body, Board of Directors, Executive Committee and the Business Committee. He shall have, in addition, the following powers :
- i) Subject to these Bye-laws and such other rules framed from time to time and decisions of the Board of Directors and Executive Committee, appointment, suspension and punishment of employees of the Thrift and Credit Co-operative Society and to grant them leave, normal increments and other perquisite;
 - ii) To create temporary posts of casual nature for a period not exceeding three months to meet any emergent situation in respect of such categories of staff as may be decided by the Executive Committee;
 - iii) To initiate and carry on the business of the Thrift and Credit Co-operative and to take such steps as may be necessary for carrying on the day-to-day business of the Thrift and Credit Co-operative Society;
 - iv) Subject to such general or specific orders as the Board or the Executive Committee may issue from time to time, to enter into negotiations and contracts and rescind and vary such contracts and execute and do all such acts, deeds, and things in the name of and on behalf of the Thrift and Credit Co-operative Society relation to any of the matters aforesaid or otherwise for the purpose of the Thrift and Credit Co-operative Society;
 - v) To incur contingent expenditure not exceeding Rs. 20,000/- (Rupees twenty thousand) only in each case subject to approval by the Chairman; and



- vi) To delegate all or any of the powers authorities and discretion vested in him to any employee or employees subject to the ultimate control, authority being retained by him.

32. The following registers and papers shall be maintained and shall be opened to inspection to any member subject to the restrictions as may be provided by law relating to Thrift and Credit Co-operative Society business and other relevant laws :

- i) List of share holder and members showing the name, address and occupation of every member, then number of shares held by it, the date of its admission to membership and date of termination of its membership if any;
- ii) Cash Book, showing the income, expenditure and balance on each day on which business is done;
- iii) Ledger account for each member, depositor, credited, miscellaneous income expenditure etc.
- iv) Share allotment Registrar;
- v) Purchase and Sale Registrar;
- vi) Stock Register;
- vii) Any other register prescribed by the Registrar or required by the Society for the Thrift and Credit Co-operative Society business governed by the Act and the Rules made there under and other laws relating to Society business; and
- viii) Separate minutes books for the proceedings of the General Body and those of the Board of Directors, the Executive Committee and Business Committee.

33. **Distribution of Profit :**

After making provisions for bonus to employees according to the Payment of Bonus Act, depreciation on building, machinery and other stocks decided upon by the Board of Directors, net Profit shall be disposed of in the following manner :



- a. i. Not less than 25% of the net profits shall be carried to the Reserve fund;
 - ii. Contribution to the Co-operative Education fund as prescribed in the Act & Rules of the Society; and
 - iii. Not exceeding 25% of net profits shall be set apart for the Sibsagar District Central Thrift and Credit Co-operative Society Ltd. Development fund as provided in the Bye-laws.
 - b. The remained may be utilized for one or more of the following purpose :
 - i. Distribution of dividend amongst members in accordance with the provisions of the Act and Rules;
 - ii. Distribution of bonus to deserving employees subject to the maximum of three months basic salary;
 - iii. Contribution to:
 - a. Building Fund;
 - b. Loss Adjustment Fund; and
 - c. Any other fund created by the Society.
34. a. It shall be competent for the Board of the Thrift and Credit Co-operative Society to incur expenditure on such measures as are conducive to the imparting of knowledge of Co-operative principles and practices as well as in research and development of Thrift and Credit Co-operative Society.
- b. Members of the Board of Directors shall be paid travelling and daily allowance and sitting fee on a scale approved by the Board of Director.

35. **Disputes :**

If any dispute touching the constitution or business of the Thrift and Credit Co-operative Society arising between members or persons claiming through a member or between members or persons so claiming and any officer, agent or servant of the Thrift and Credit Co-operative Society or between its committee and any officer, agent, member or servant it shall be referred to the Arbitrator as provided in the Co-operative Societies Act and Rules frame there under.



36. Amendment :

The amendment of the Bye-laws shall be deemed to have been duly passed if a resolution in that behalf is passed by a majority of votes at a meeting of its General Body held for the purpose or at the Annual General Meeting of the Thrift and Credit Co-operative Society with separate specific agenda for the purpose which shall be attended by not less than 2/3rd of the members present and voting and shall take effect from the date of its approval by the Registrar of Co-operative Societies, Assam.

37. Liquidation :

This society may be wound up and dissolved only by the order of the RCS, Assam in accordance with the provisions of the State Co-operative Societies Act and Rules made there under.

38. Miscellaneous :

- A. i) Society shall be deemed to be a Body Corporate by the name under which it is registered having perpetual succession and a common seal, and with power, to acquire, hold and dispose of property, both movable and immovable, enter into contract, institute and defend suits and other legal proceedings and to do all things necessary for the purpose for which it is constituted and shall, by the said name, sue or be sued;

Provided that all transactions entered into in good faith prior to the registration of the Thrift and Credit Co-operative Society shall be deemed to be its transactions after registration for furtherance of the objects of its registration;

- ii) All matters not specifically provided for are to be decided in accordance with Acts and Rules made there under and the laws as applicable;
- iii) If any doubt arise as to the construction of Act, Rule or any Bye-laws there under, the Board of Directors shall refer the same to the Registrar of Co-operative Societies, Assam for advice and act according to his advice;



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- iv) If all depositor of the Sivsagar District Central Co-Operative Bank Ltd does not want to be share holder then money will be refunded back from the assets of the society. All the depositor are become share holders;
- v) Deposit Insurance credit Guarantee Corporation was forfeited due to nonpayment of premium since' 2003. In case of society that is not necessary except Govt. and staff deposit, the all other deposit below 1 (one) lakhs covered under the D.I.C.G.C. Scheme.

Society will recover from the lonee and interest refund from Micro Investment done by the society since' 2004 as well as other resources of the society. Repayment of the depositor can be done phase wise as per demand of the depositor as has been done since' 2004 satisfactorily and the amount shall be refund on priority enclosed list;

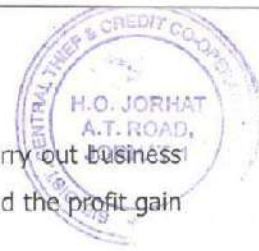
- vi) After the suspension of the license 2003, the society has refund approximately Rs. 6.00 (six) Crores to the depositor, no complain what so ever is received and that has been refunded from the sources and income of the society. In fact that process of refund can be continued in future also, after the approval of the by law;
- vii) If the lonee refused to refund the balance installment against their loan action can be taken as per provisions of 31(VII), (XIII) of the by law;
- viii) Statues of the Govt. deposit would be refunded and society can be run from its own resources as per scheme/Action plan without having Govt. deposit;
- ix) Current deposit nil. Other deposit like term deposit, saving account, micro finance including self group approved by the concern authority as per Co-operative Society Act and Rules. Those transaction can be maintained as society, which are infact, continuing since 2004 after the rejection of application for license by the RBI; and
- x) Assets and liabilities are shown separate sheet. (copy enclosed)



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B. The society has taken various steps to fill-up the deficit amount of Rs. 1.6 Crores and prepared action plan for 5(five) years. At present the following steps taken by the society :-

1. The value of fixed assets of Rs. 3.91 Crores (valuation report enclosed) will be stand against the liability in future;
2. The society prepared some Bakijai Case under B.P.D.R. Act' 1913 covered an amount of Rupees 3.50 Crores against NPA of Rs. 6.65 Crores and expected from the past experience Rs. 2.00 Crores will be recovered with the help of Bakijai recovery and the whole amount will be use to meet liability. But unless the By law is approved and Bakijai Officer is appointed that recovery proceeding also cannot be initiated for recovery of the NPA and same cannot be materialized without approval of the Bye-law. Therefore it is very very important to get the Bye-law / Society approved. Immediately after approval of the Bye-law through the appointment of Bakijai Officer by the Govt. within 6 months the aforesaid amount of Rs. 2.00 Crores could be recovered which will help the society to meet the immediate liability against P.F. dues etc.;
3. The receivable amount from A.P.O.L. Rs. 33.00 lakhs will be paid to the P.F. Department and other remaining parts will be used to meet the liabilities;
4. An amount of Rs. 2.50 Lakhs will be received from the house-rent of the society and this amount will also meet liabilities of the society.
5. The society already started micro credit system and mobilization of deposit of fund and the surplus amount will be invested and thereby society will earn a good amount of interest which will help to meet the liabilities of the society. In this regard an action plan is prepared for 5 (five) years. After the Bye-law is approved the action plan could be implemented. After approval of the Bye-law of the society smooth functioning of the society will be started by implementing the action plan.
6. The society will obtain loan from financial institutions like NABARD / NEDFI etc. who have assured to provide finance through various



schemes and by investing those funds the society will carry out business of its own with the aid and advise of NABARD / NEDFI and the profit gain out of this business society may meet the future liability.

7. For implementation of above clauses various steps were taken by the society. The society is preparing draft action plan for five years incorporating among other the above steps for smooth functioning and smooth transactions of the society. The said action plan can be materialized after the By law is approved by the Register of Co-operative Societies, Assam.
8. The society is an upper Assam based society and the said area is a big tea producing area and on a ground study we have found that more than 30,000 small tea growers are financed by private financier through a very high interest. We have incorporated a scheme in our action plan to finance small tea growers, so that the, tea growers of the locality can grow the tea cultivation well with the financial help from the society and the society will be benefited financially.
39. Notwithstanding anything contained in the foregoing provisions of this Bye-law, the affairs of the Thrift and Credit Co-operative Society shall be managed by an interim Board of Directors, to be elected / selected in the Joint Meeting (inaugural General Meeting) of the promoters of the Society wherein this Bye-law shall be adopted (and / or re-adopted with revision, if any, as the case may be) together with the requisite resolutions including the resolution to register this Thrift and Credit Co-operative Society under the State Co-operative Act' 2007 as amended' 2012 for transitory period till the completion of the process for constitution of the General Body / Assembly and the new regular Board of Directors, to be elected in the First General Meeting to be held within six months of registration of the Bye-law of the society.
40. No member can go to the court of law without permission from the Registrar of Co-operative Societies who will be the first authority to decide and the justice on behalf of its all categories of members as per statutory Member Register of this Thrift and Credit Co-operative Society.



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41. Mode of transfer of the Asset and liabilities of the erstwhile, "The Sivasagar District Central Co-operative Bank Ltd." to The Sivasagar District Central Thrift and Credit Co-operative Society Ltd.
- i) The Sivasagar District Central Thrift and Credit Co-operative Society Ltd. shall absorb all the shareholders of erstwhile "The Sivasagar District Central Co-operative Bank Ltd." as per respective provision of law time being in force;
 - ii) The asset and liabilities of the erstwhile "The Sivasagar District Central Co-operative Bank Ltd. to the "The Sivasagar District Central Thrift and Credit Co-operative Society Ltd. have been systematically planned. A priority list for payment of liabilities out of Assets has been prepared. The fix assets have been valued by engaging professional valuar;
 - iii) Considering improvements of performance of the society since June 2003 in terms of increasing share capital and deposit from share holders, loan advance to share holders, reduction of employees resulting in decrease of overhead / administrative cost. Reduction of Bank Branches, improvement of liquidity position, earning of profit, increasing fix assets, reduction in NPA and recovery of loan, the repayment of remaining liabilities including PF, an amount of Rs. 1.6 Crores may be conveniently done in around a year time. There is no pending dispute or claim before any court or Tribunal;
 - iv) Audit of the above position has been regularly done year wise as per provision of Assam Co-operative Society Act by senior auditors of Deputy Registrar of Co-operative Society, Jorhat;
 - v) Regarding opening of separate Bank Account as per order dated 22.12.2003 issued by Registrar, Co-operative Society, Assam and an account has been opened in Canara Bank, Jorhat Branch; and
 - vi) In the AGM held on 10.09.2016 all the exiting share holder of the erstwhile Bank unanimously resolved to become share holder of the Sivasagar District Central Thrift and Co-operative Society Ltd.

FORM I



PARTICULARS OF NOMINATION OF HEIRS / SUCCESSOR

1. Number's Name and Relationship :
with the applicant.
2. Address :
3. Age (as on date of application) :
4. Occupation :
5. Specimen Signature (to be attested :
By a Gazette Officer or the Regional /
Divisional / Branch Manager of the
Society)
6. Signature of the Application and date :
7. Signature of the witnesses attesting :
the signature of the applicant

A)

- i) Name :
- ii) Address :
- iii) Date :

B)

- i) Name :
- ii) Address :
- iii) Date :

Signature of the Verifying Officer

Signature of the Nominee



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FORM II

APPLICATION FOR AFFILIATED MEMBERSHIP
(CO-OPERATIVE SOCIETIES / COMPANIES / FIRMS AND STATETIORY BODIES)

To,
The Managing Director,

Dear Sir,

I am directed to request that the
..... be admitted as a affiliated member of your Society. Our Society will abide by the provisions of the Assam State Co-operative Societies Act of 1949, the Rules made there under the Bye-laws of your Society.

The following are the correct particulars of our society :

- a) Name in full (in block letters) ;
- b) No. and Date of Registration ;
- c) Postal address (this address will be ;
deemed to be the Registered address that
a notice to written changing the address
is received by the Managing Director.
- d) Type of Society / Company / Firm etc. ;
reasons for wishing to be an affiliated
member and economic benefits hoped
to be derived from Membership.
- e) Name of our member who will be our ;
representative in the General Assembly
of your Society.

Our society agrees to subscribe to Nos. of shares if our application us accepted and to pay the Admission Fee of Rs. 500/- (Rupees five hundred) only and we are sending herewith the Application Fee Rs. 100/- (Rupees one hundred) only, which we understand is not refundable under any circumstances.

I am enclosing also a copy of the resolution of our society, which authorize me to make this application. My specimen signature is also put herein.

Specimen Signatory

Our Co-operatively

Date

Secretary