

**BYE-LAWS  
OF  
THE PUNJAB STATE COOPERATIVE LABOUR & CONSTRUCTION  
FEDERATION LTD., CHANDIGARH.**

**NAME, ADDRESS AND AREA OF OPERATION**

1. The Society shall be called the Punjab State Cooperative Labour and Construction Federation Ltd., It shall be referred to hereinafter as the Federation.
2. The Headquarter of the Federation shall be Ropar at Chandigarh. Any change in the headquarter may be made by the Board of Directors of the Federation with the prior approval of the Registrar, Cooperative Societies, Punjab.
3. The area of operation of the Federation shall extend over the entire Punjab State.

**OBJECTS**

4. The objects of the Federation shall be co-ordinate and facilitate the working of Cooperative Labour & Construction Societies and Distt. Labour & Construction Unions in the State. In the pursuance of this object the Federation may undertake all such measure as are likely to assist and promote the organisation and functioning of Labour and Construction Societies and Unions.
5. Without prejudice to the general provision of the proceeding bye-law, the Federation may undertake one or more of the following activities:
  - 5(i) To help Labour & Construction Societies in securing works from the Government and or other Public and Private Institutions or from normal trade channels.
  - 5(ii) To assist, guide and advise Labour & Construction Societies in the settlement of any dispute which may arise between them and the Public Works Department or any other employer.
  - 5(iii) To render technical advise to Labour & Construction Societies in the matter of execution or works taken by them.
  - 5(iv) To represent the cause of Labour and Construction Societies in the State and to place their difficulties before various Govt. Departments so as to ensure speedy redress of their grievances.
  - 5(v) To carry out publicity and propaganda in the interest of Labour and Construction Societies by publication of suitable literature & organisation of conferences of Labour and Construction Societies or otherwise, and
  - 5(vi) To assist in the organisation of Cooperative Labour and Construction Societies workers.
  - 5(vii) To undertake execution of works on its own account.
  - 5(viii) To enter into agreement for any sorts of works with the works-awarding-agencies, to ensure fulfilment of execution of works with the help of members and Primary Coop: Labour and Construction Societies and to obtain rights, concessions and privileges from the works-awarding-agencies.

5(ix) To provide financial accommodation to the Labour Cooperatives for execution of works/contracts entrusted to them.

5(x) To supply tools, implements, accessories and machinery to its members or their affiliated societies on hire purchase or hire system.

### MEMBERSHIP

6. The following shall be eligible for admission as a member of the Federation.
  - (a) District Cooperative Labour & Construction Union within the area of operation of the Federation.
  - (b) The Registrar or his nominee shall be an-ex-officio member without incurring any liability and holding any share.
7. Application for membership shall be addressed to the Secretary of the Federation. Every such application shall be disposed off by the Board of Directors of the Federation. The applicant to whom the admission is refused by the Board of Directors may appeal to the Registrar within 30 days of the communication of the decision. The decision of the Registrar on such appeal shall be binding on the Federation and the appellant.
8. Every member shall, on admission, pay an admission fee of Rs.5/-
9. A member of the Federation may be expelled by a majority of two-thirds of those present at a General Meeting for one or more of the following reasons:
  - i) If the member fails to observe the bye-laws without any reasonable cause, and
  - ii) If the conduct of the member is contrary to the said objects of the Federation or prejudice to the interest or reputation of the Federation.
10. After a member of the Federation is expelled, then shares of the said member may be transferred under bye-law 13 (a) or after 3 months from the date of expulsion the share may be sold by the Board of Directors and the proceeds held at the credit of the said member.
11. The membership of the Federation shall be terminated by :
  - (i) Cancellation of the registration of an affiliated union.
  - (ii) Ceasing to hold at least one share.
12. Each member except the ex-officio shall hold at least one share of the value of Rs.5000/- . Full value of the shares will be payable by the members admission.
- 13.(a) No share be withdrawn, but shares may be transferred to an affiliated union duly qualified for membership and approved by the Board of directors deem fit the share may be purchased by the Federation, out of the share transfer fund. In case of the union under order of winding up under section 57 of the

Punjab Cooperative Societies Act, the Board of Directors may on request of the Liquidator dispose of the share as they think fit.

(b) The member so expelled shall have the right of appeal to the Registrar against the decision of the General Body within one month of the date of such decision. The order of the Registrar or any other person authorised by him on such appeal shall be binding on the Federation and the appellant.

14. Every member whose name is entered as a member in the Register of members, shall without any fee, be entitled to a certificate specifying share or shares held by the members and amount paid thereon. The share certificate of the Federation shall be signed by any one of the Directors and countersigned by the Secretary or the Accountant. If a share certificate is defected, lost or destroyed, it may be secured on payment of such fee, if any, not exceeding 50 Paisa and on such terms, if any as to evidence and indemnity as the Board of Directors impose.

15. The liability of a share holder for deficit in the assets of the Federation in the event of its being wound up shall be limited to the share capital subscribed by the share holders.

#### **FUNDS**

16. The Federation may raise funds by :

- (i) Issuing of shares of the value of Rs.5000/- each
- (ii) Raising of loans from Government, Cooperative Banks and with the previous approval of the Registrar, from the commercial Banks and other.
- (iii) Acceptance of deposits from members and non-members;
- (iv) Acceptance of grants, subsidy or other financial assistance from Government or other Institutions;
- (v) Collection of contribution from the Unions, out of the deductions made by them from payments received by societies on works, at a rate to be fixed by the Board of Directors with the approval of the Registrar.

17. Each member shall contribute to the funds of the Federation at a rate which may be determined by the Board of Directors from time to time subject to the approval of the Registrar.

#### **MAXIMUM CREDIT LIMIT**

18. The maximum credit limit of the Federation shall be fixed by the General Body in accordance with the instructions laid down by the Registrar from time to time. The limit thus fixed shall be subject to the approval of the Registrar who may at any time reduce it.

## GENERAL BODY

19. The General Body of the Federation shall consist of the following:-
  - (i) The Registrar Cooperative Societies, Punjab or his nominee.
  - (ii) Representatives of affiliated Unions
20. The General Body of the Federation shall meet from time to time at least once a year. It shall be convened by the Managing Director of the Federation under the directions of the Board of Directors. A General meeting shall be convened, If the requisition for such a meeting signed by not less than 1/5 of the total members is received by the Managing Committee. If on the receipt of the requisition the Board of Directors fails, within reasonable time to convene the general meeting, the signatories to the requisition may refer the matter to the Registrar, who may , if he thinks fit, summon the general meeting. The Registrar may on his own motion at any time, summon a general meeting of the Federation.
21. At least 15 days notice, specifying the date, place and time and agenda of a general meeting shall given to all members. The notice of the General meeting may be given in the following mode:-
  - (i) By fixing a copy of the notice at the Federation's office or some conspicuous place in the area of operation of the Federation.
  - (ii) By post.
22. The quorum for the General meeting shall be  $\frac{1}{2}$  of the total number of members. If at the hour for a General meeting, the quorum is not forthcoming, the Chairman of the meeting, if it has been called on requisition of the members adjourn it and no further general meeting shall be convened on the strength of the requisition. If the general meeting is convened otherwise then on requisition the Chairman shall postpone the meeting to a further date. A fresh notice for the subsequent general meeting shall be given to all the members. The business at the subsequent general meeting may be transacted with the number of members present.
23. The Chairman or in his absence the Vice-Chairman shall preside over the meeting of the general body, when both of them are absent, the members present shall elect a Chairman for the meeting.
24. Every members of the general body shall have one vote irrespective of the number of share held by him. Member Unions shall be represented by one of its members. No other proxies shall be allowed. Unless otherwise provided in these Bye-laws, all questions shall be decided by a majority of votes of the members present. When the votes are equal the Chairman of the General Body shall have a casting vote.
25. Without prejudice to the general provisions of the proceeding Bye-laws, the general Body shall have the following Powers & duties:-

- (i) Election, suspension and removal of the elected members of the Board of Directors.
- (ii) Consideration of the annual reports of the Federation, its audited balance sheet and profit and loss accounts and its inspection notes;
- (iii) Disposal of profits.
- (iv) Fixing of maximum credit limit of the Federation consistant with these Bye-laws, subject to the approval of the Registrar;
- (v) Amendment of Bye-laws;
- (vi) Expulsion of the members;
- (vii) To lay down the plan of activities for the next year;
- (viii) To delegate to the Board of Directors and other office bearers of the Federation such powers as may be necessary for conducting the day to day business of the Federation.
- (ix) To nominate persons to enter into legal agreement and to issue and draw cheques and other negotiable instruments for and on behalf of the Federation;
- (x) To lay down the principles, rules and procedure for the distribution of the subsidies sanctioned by the Government;
- (xi) Transaction of any other business with the permission of the Chairman of the general body.

26. All business discussed or decided in a general meeting shall be recorded in a proceeding book which shall be signed by the Chairman of the meeting.

### **BOARD OF DIRECTORS**

27. The Board of Directors of the Federation shall be constituted in the following manner;

- (i) The Registrar, Cooperative Societies, Punjab or his nominee.
- (ii) Seven Directors to be elected by the general meeting out of the members Unions.
- (iii) Two Directors to be co-opted by the Board of Directors out of such individual who are interested in promoting Labour Cooperative movement, subject to the approval of Registrar, Cooperative Societies.
- (iv) Deleted
- (v) Three nominee of the Government if Government is share holder.

28. No member 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 for 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 his declared insolvent or
- (iv) Is of unsound mind; or
- (v) Holds any office of profit under the federation or received Honorarium or
- (vi) Is interested directly or indirectly in any contract with the Federation.
- (vii) Is in default of any payment payable to the Federation for the proceeding year.
- (viii) Deleted.

29. The term of the office of the elected Board shall be five years from the date of its election. The term of elected office bearers shall co-terminous with the term of Board provided that the elected office bearers can be removed by a vote of no confidence through a resolution passed by 2/3<sup>rd</sup> majority of the total elected members of the Board new office bearers shall be elected for the remaining term of the Board. The nominated members shall have no right to vote in the election or removal of the Board after he has served on the Board of the Federation for two continuous term unless a period less than one term has expired since he last so served. An interim vacancy caused in the Board shall be filled by election in the concerned one, Zone for the remaining term of the Board.
30. A member of the Board of Directors shall cease to hold office if he;
  - (i) Cease to be representative of the Union affiliated to the Federation.
  - (ii) Applies for insolvency or is declared insolvent; or
  - (iii) Is convicted on any offence involving dishonesty or moral turpitude;
  - (iv) Holds any office or place of profits under the Federation or receiving any honorarium ; or
  - (v) Resigns and his resignation is accepted by the Board of Directors.
  - (vi) Except in case of ex-officio member absents himself from three consecutive meeting of the Managing Committee; or
  - (vii) Acquire an interest directly or indirectly in any contract with the Federation.
31. The elected members of the Board of Directors shall elect from amongst themselves Chairman, Vice-Chairman & Honorary Managing Director.
32. Meeting of the Board of Directors shall be held at least once in three months. At least fifteen days notice shall be given to the members. Three or one third of the total members of the Board which ever is less shall form the quorum of the meeting. The Chairman of the Federation shall preside over the meeting of Board. In the absence of Chairman, Vice-Chairman shall preside over the meeting. If both of them are absent the members present in the meeting shall elect Chairman for that meeting from amongst themselves. Unless otherwise provided in these Bye-laws, all questions shall be decided by majority of votes. Each members shall have one vote. In case of equality of votes the Chairman shall have a casting vote.
33. 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, the Registrar on the application of the Signatories may summon a meeting of the Board of Directors.
34. The Registrar may on his own motion also summon a meeting of the Board of Directors.

35. The Board of Directors shall exercise all the powers and discharged all the duties of the Federation except those reserved for the General Body subject to any regulations or restrictions duly laid down by the Federation in a General meeting or in the Bye-laws in particular the Board of Directors shall have the following powers and duties:-

35(i) To observe in all their transactions the provisions of the Act, the notified rules and the bye-laws.

(ii) To maintain true and accurate accounts of all money received and expended and all stock bought and sold.

(iii) To keep a register of members correct and up to date.

(iv) To keep a true account of assets and liabilities of the Federation.

(v) To prepare and lay before the general meeting a profit and loss account and audited balance sheet.

(vi) To examine the accounts, sanction contingent expenditure and supervised the maintenance of the prescribed register.

(vii) To consider the inspection notes of the Registrar or his staff and the audit notes of the Chief Auditor or his staff and to take necessary action.

(viii) To elect new members, to issue new and transfer old shares.

(ix) To give direction to the Honorary Managing Director to summon general meeting in accordance with these bye-laws.

(x) To arrange for the safe custody of stock.

(xi) To assist in the inspection of books by any person authorised to see them.

(xii) To appoint, suspend, dismiss or punish employees, subject to any conditions laid down by the Registrar from time to time, to take proper securities from them as determined by the Registrar.

(xiii) Through any member, or officer, or employee of the Federation or any other person especially authorised to institute, conduct, defend, compromise, refer to arbitration all cases/disputes concerning the affairs of the Federation.

(xiv) To acquire on behalf of the Federation shares in other registered cooperative Societies.

(xv) To arrange for the safe custody of books and appoint one of its members of all the registers and papers prescribed in these bye-laws.

(xvi) To accept or reject the resignation from the members of the Board of Directors.

(xvii) To open account with the Cooperative Banks.

(xviii) To dele gate powers for operation of accounts with Cooperative Banks.

(xix) To fix T.A. of Directors and the staff of the Federation.

(xx) To appoint a Directors to represent the Federation in the general body of any other Cooperative Institution to which it is affiliated or is share holder.

(xxi) Generally to carry on the business of the Federation.

36. Deleted.

37. In the conduct of the affairs of the Federation, the members of the Board of Directors shall exercise the prudence and diligence or ordinary men of business and shall be responsible for any loss sustained through acts contrary to the law, bye-laws and the stated objects of the Federation.

38. All business discussed or decided at a meeting of the Board of Directors shall be recorded in a proceedings book, which shall be signed by the Chairman of the meeting.
39. The Board of Directors shall appoint employees having qualifications, experience etc. As approved by the Registrar as per service Rules. The Board of Directors may by resolution vest in the Honorary Managing Director. The necessary powers and such powers may be made exercisable for such period of periods and upon such conditions and subject to such restrictions as the Board of Directors may determine.

#### **HONORARY MANAGING DIRECTOR**

The powers and duties of the Honorary Managing Director shall be as follows :-

40. The general powers, duties and responsibilities of the Honorary Managing Director shall be as follows:-
  - (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 Federation shall be in his name.
  - (iii) He shall have powers for and on behalf of Federation to endorse sign, negotiates cheques and other negotiable instruments on behalf of the Federation. He shall sign on behalf of the Federation and conduct its correspondence.
  - (iv) Deleted.
  - (v) Deleted.
  - (vi) Deleted.
  - (vii) He shall arrange to ensure all properties of the Federation against risks of all kinds.
  - (viii) He shall arrange to impart training to the staff members of the Federation, Unions and Primary Cooperative L/C Societies.
  - (ix) He shall arrange to maintain proper accounts of the Federation and to prepare annual statements and to submit them to the Registrar within the period prescribed by him.
  - (x) He shall arrange to prepare annual report, balance sheet and budget of the Federation for placing before the Board of Directors.
  - (xi) Deleted
  - (xii) He shall arrange to supervise the member Unions and Primary Cooperative Labour and Construction Societies affiliated to such Unions.
  - (xiii) He shall incur contingent expenditure within limit fixed by the Board of Directors.
  - (xiv) He shall certify copies of the entries in the books of Federation.
  - (xv) The Honorary Managing Director may delegate his powers to such assisting officers including the Manager/Secretary as he may deem fit.

40. B The Federation will create a common cadre for its employees in such manner as may be provided in the rules governing the common cadre. The services of the incumbents on the cadre may be lent.

41. Deleted.

42.(a) No person shall be employed by the Federation unless he satisfies the qualifications that may be laid down by the Registrar from time to time.

(b) No person shall be employed by the Federation without obtaining from him security in such form and according to such standards as may be laid down by the Registrar from time to time.

43. Deleted.

44. The following books and papers shall be maintained:-

- (i) A register of members;
- (ii) Cash book;
- (iii) Ledger, account for each member, depositor, creditor, miscellaneous and contingent income and expenditure and purchase and sale of any goods etc.
- (iv) Proceedings;
- (v) Register of Shares;
- (vi) A stock register;
- (vii) Register of purchase and sale;
- (viii) A passbook for each member and depositor;
- (ix) Any other register prescribed by the Registrar or required by the Federation for its business.

### **EMPLOYEMENT OF FUNDS**

45. The funds of the Federation may be devoted to the promotion of the stated objects of the Federation. The Federation may rent or build some offices and building as may be necessary to carry out its stated objects any may acquire, take or hire or lease, and for this purpose with the previous approval of the Registrar.

46. Any money to the credit of a member, past members and deceased members shall be subject to first charge in favour the Federation in respect of any money due to the Federation from such members or past members. The Federation shall be at liberty to set off the whole or any portion of the such paid up capital or depositor or any other money due to the members against any sum due from his to the Federation.

### **Distribution of Profits**

47. The net profits of the Federation as per audited balance sheet shall be distributed as follow:-

- (a)(i) At least 25% of the net profit shall be carried to Reserve fund.
- (ii) To contribute 5% of the net profit after one tenth of the net profit of the year has been carried to the reserve fund to Cooperative Development Fund.

- (iii) Out of the remainder, a dividend may be paid not exceeding 20% per annum of the value of the shares actually paid-up by the members.
- (iv) The balance remaining may be utilized for one or more of the following purpose:-
  - (i) Dividend equalisation fund ;
  - (ii) Common Good Fund;
  - (iii) Share transfer fund ;
  - (iv) Building Fund;
  - (v) Publicity propaganda fund;
  - (vi) Any other fund that may be considered necessary;
  - (vii) Distribution of Bonus to the staff at a rate not exceeding one month pay.
  - (v) The balance if any, shall be carried forward to the profits of the next year.
- (b) The distribution of net profits shall be decided upon by the General Body on the recommendation of the Board of Directors subject to the approval of the Registrar.

48. It shall be competent for the Federation to incur expenditure on such measures as are conducive to the imparting of a knowledge of cooperative principles and practices. For this purpose the society shall contribute to the Punjab Cooperative Union. Every year such amount not exceeding Rs.10/- as may be directed by the Registrar.

49. The Reserve Fund, shall be indivisible and no member shall be entitled to claim a specific share in its provided that in exceptional circumstance, with the prior approval of the Registrar, the Reserve fund may be utilized in meeting losses.

50. Amendment to these Bye-laws shall be carried out on accordance with the provision of the Punjab Cooperative Societies Act, 1961.

51. The Federation shall pay such audit fee as may be assessed from time to time, by the authority competent to do so.

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

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

54. The Board of Directors with the approval of the General meeting may frame rules of business without prejudice to any of the foregoing bye-laws of the provisions the Punjab Cooperative Societies Act,1961 and Rules made there under for the further once of the stated objects of the Federation and made additions in them from time to time.

55. The services of the members of the Managing Committee shall be honorary but they may be paid travelling and daily allowance on a scale fixed by the Committee and approved by the Registrar. No member of the Board shall be allowed to participate or vote in the proceedings of the meeting in which he has personal interest.

56. The Federation shall maintain the account books and other record connected with accounts in such from land manner as may be directed by the authority

competent to do so under Cooperative Societies Act in force for the time being.

57. If the society is indebted to a Cooperative Financing Institution, it shall be competent for a representative of the letter to inspect the books and record of the society and Managing Committee of the Society shall arrange the production of books and record before such representatives.

58. If any dispute other than a dispute regarding disciplinary action taken by the Federation or its Board of Directors, against a paid servant of the Federation, touching the constitution or business of the Federation arises between the members and past members of the Federation or other persons referred to in the relevant provisions of the Punjab Cooperative Societies Act, 1961 and the Rules framed there under, it shall be disposed of in the manner provided in such an Act and Rules.

59. The execution of the award/decrees shall be carried out in accordance with the provisions of the Punjab Cooperative Societies Act, 1961 and the Cooperative Societies Rules, 1963 and the instructions of Registrar, Cooperative Societies in this regard.

60. The Federation may in the circumstances specified by the relevant provisions of the Punjab Cooperative Societies Act be wound up and cancelled by the Registrar in accordance with the procedure laid down by such an Act and the Rules framed there under.

61. In these bye-laws, unless there is any thing repugnant to the context, Registrar, shall include an Officer subordinate to him and authorised by him in this behalf.

Note :

Bye-laws No.28(vii) and 30(i) approved by A.R.C.S. Ropar vide letter No.र.क/स.र.र/2257-59 मित्री 15-4-98

\* AmendeBye lawsNo.27(ii), 27(iv), 31, 36, 37, 38, 39, 40, 40(iv), 40(v), 40(vi), 40(xi),40(xv) ,40(B),41,43,47(ii),47(iii),47(iv),47(v) and 55 in Special General Body Meeting dated 27.2.1998 and registered by ARCS Ropar vide letter No.र.क/स.र.र/6477-79 मित्री 30-11-98

\* Bye-laws No.28(vii) amended by A.R.C.S. Ropar vide letter No.ARCS/7935-38 dated 10-11-2000

\* Bye-Law No.16(1) amended vide letter No.RCS/Mkg/Insp.(F)/41-Dev/14527 dated 13.9.2001

\* Bye Law No.2 amended by ARCS Ropar vide letter No.RC/ARCS/2071 dated 23.7.2003