

No. of Company 724,

CERTIFICATE OF INCORPORATION

No. 13 of 1963-64

I hereby certify that Chotanagpur of Commerce & Industries is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the Company is limited.

Given under my hand of Bihar (Patna) the day of 14th day of 13th

December One thousand nine hundred and sixty three


Agrahayana One thousand eight hundred and eighty five



Sd/- R.P. Khandpur
 Registrar of Companies
 Bihar

'Chotanagpur Chamber of Commerce & Industries (CCC & I), Ranchi was established in the year 1960 & was incorporated as company under Companies ACT, 1956 on December 14th 1963, by the Registrar of Companies Bihar, Patna. Consequent upon emergence of Jharkhand state with Ranchi as capital with effect from November 15th 2000, CCC & I was emerged as apex body of all Trade Bodies, Industrial Associations & Chambers of Commerce & Industries of Jharkhand state thereby the Chamber was renamed as FEDERATION OF JHARKHAND CHAMBER OF COMMERCE & INDUSTRIES (FJCCI) after obtaining approval from Registrar of Companies, Bihar & Jharkhand, Patna with effect from 28th January, 2003.

This Edition incorporates all the amendments made till date (30-09-2009).


(Anchal Kinger)
 President


(Sajjan Saraf)
 Secretary General



'03-724'

नाम में तब्दीली के परिणामस्वरूप निगमन के लिये नया प्रमाण-पत्र
 FRESH CERTIFICATE OF INCORPORATION CONSEQUENT
 ON CHANGE OF NAME

कम्पनी के रजिस्ट्रार के कार्यालय में बिहार एवं झारखण्ड
(कम्पनी अधिनियम, 1956 (1956 का 1) के अधीन)

In the Office of the Registrar of Companies BIHAR AND JHARKHAND
(Under the Companies Act, 1956 (1 of 1956))

छोटानागपुर चैम्बर ऑफ़ कॉमर्स एण्ड इण्डस्ट्रीज़ के विषय में ।

IN THE MATTER OF: 'CHOTANAGPUR CHAMBER OF COMMERCE & INDUSTRIES


ने एतद्वारा प्रमाणित करता है कि छोटानागपुर चैम्बर ऑफ़ कॉमर्स एण्ड इण्डस्ट्रीज़ लिमिटेड जिसका निगमन मूलतः 1363 के दिसम्बर के 14 दिनांक को लीमिटेड कम्पनी के अधीन और छोटानागपुर चैम्बर ऑफ़ कॉमर्स एण्ड इण्डस्ट्रीज़ लिमिटेड नाम द्वारा किया गया था कम्पनी अधिनियम 1956 की धारा 21/22 (1) (क)/22(1) (ख) के नियमों के अनुसार आवश्यक संकल्प पारित कर चुकी है और इसकी वास्तविकता को भी निम्न प्रस्तावित कम्पनी कार्य विभाग द्वारा प्रमाणित कर दी गई है ।

I hereby certify that CHOTANAGPUR CHAMBER OF COMMERCE & INDUSTRIES Limited, which was Originally incorporated on 14th (fourth) day of December, 1963 under the "COMPANIES Act, and under the name CHOTANAGPUR CHAMBER OF COMMERCE & INDUSTRIES limited having duly passed the necessary resolution in terms of section 21/22(1) (a)/22(1) (b) of Companies Act, 1956, and the approval of the Central Government signified in writing having been accorded thereto in the Department of Company Affairs

कम्पनी रजिस्ट्रार बिहार एवं झारखण्ड के तारीख 27, जनवरी 2003 के पत्र No. NCR/CN/8368 द्वारा प्राप्त हो जाने पर उक्त कम्पनी का नाम इस दिन फेडरेशन ऑफ़ झारखण्ड चैम्बर ऑफ़ कॉमर्स एण्ड इण्डस्ट्रीज़ लिमिटेड में तब्दीली कर दिया गया है और यह प्रमाण-पत्र उक्त अधिनियम की धारा 23(1) के अनुसार जारी किया जाता है ।

Registrar of Companies BIHAR AND JHARKHAND letter No. NCR/CN/8368 dated 27th January 2003 the name of the said company is this day changed to FEDERATION OF JHARKHAND CHAMBER OF COMMERCE & INDUSTRIES limited and this certificate is issued pursuant to section 23(1) of the said Act

मेरे हस्ताक्षर से यह तारीख आठ मार्च 1924 को दिया गया ।
 Given under my hand at PATNA this day of 8th March 2003
 (Two thousand ~~thousand~~)


MUKTAR SINGH
 कम्पनी का रजिस्ट्रार
 Registrar of Companies
 बिहार एवं झारखण्ड

*यहां पर कम्पनी का वह नाम लिखिए जो कि तब्दीली से पूर्व था ।
 *Here give the name of the Company as existing prior to the change
 **यहां पर अधिनियम (अधिनियमों का नाम लिखिए जिनके अधीन कम्पनी का मूलतः रजिस्ट्रेशन और निगमन किया गया था ।
 **Here give the name of the Act(s) under which the Company was originally registered and incorporated
 जे० एच० सी० - 7
 J.S.C.-7



Memorandum & Articles of Associations



Federation of Jharkhand Chamber of Commerce & Industries
Post Box No. 32
Main Road, Ranchi - 834001

AIMS & OBJECTIVES

1. The name of the Company is "Federation of Jharkhand Chamber of Commerce & Industries, hereinafter called "The Chamber".
2. The Registered Office of the Chamber is situated in the state of Jharkhand.
3. The aims and objectives of the Chamber are as follows:
 - (i) To bring together all businessmen, industrialists and traders in Jharkhand on a common platform.
 - (ii) To encourage mutual understanding and friendly feelings among the industrialists, trading and business community in Jharkhand.
 - (iii) To work for promotion and realization of the industrial and commercial potentialities in Jharkhand.
 - (iv) To make representation to local, state, Central or other authorities on any matter concerning or affecting industry, trade and commerce in Jharkhand
 - (v) To voice the grievances of the industrialists, traders and business community in Jharkhand.
 - (vi) To collect and disseminate statistical and other information and knowledge concerning trade, industry, commerce etc. in Jharkhand.
 - (vii) To support any action, legal or otherwise for the presentation, promotion or defence of any right or for the redressal of



- legitimate grievances of any branch of industry, trade or commerce in Jharkhand.
- (viii) To set up a machinery for amicable settlement by arbitration of any and all differences or disputes amongst industrialists, merchants and businessmen, as also all disputes arising in course of trade, industry, commerce and secure services of technical and other personnel for achievement of their goals.
 - (ix) To represent the industrial, trading, commercial and business interests in general having the same or similar aims and objectives before any committee or organization set up by any Government, or other agency or any state or national Organization.
 - (x) To nominate delegates, advisers etc. to represent any or all branches of industrial, commercial, trading or business interests in Jharkhand in any regional, State, National or International meetings or conferences on any matter concerning industry, trade, commerce or labour relations.
 - (xi) To engage or employ necessary personnel and financial, legal and technical advisers, as may be necessary for carrying out the aims and objects of the chamber.
 - (xii) To purchase, lease or take on hire any office or other building or accommodation as may be necessary for carrying out the works of the Chamber.
 - (xiii) To accept subscriptions, subsidies and donation whether in species or in kind including immoveable properties, from members, on members, non members, Government and any official or non-official organizations whatsoever.
 - (xiv) To assist any member or branch of any industrial, trading or business concern with such advice and assistance as may be required, and if necessary to realize appropriate fees therefor.
 - (xv) To set up museums show-rooms to exhibit the products of Jharkhand, and to participate in such activities and activity.
 - (xvi) To conduct and participate in local regional, State or National exhibitions.

- (xvii) To have the power to establish offices and agencies within or outside Jharkhand or appoint agents there in order to carry out the objects of the Chamber.
- (xviii) To convene, organize or participate in commercial, industrial or other conferences in order to promote the objects of the Chamber.
- (xix) To acquire any moveable or immovable property, whether on payment or otherwise.
- (xx) To construct or alter or keep in repair any building required for the Chamber.
- (xxi) To borrow money for the Chamber against bonds, debentures, bills of exchange, promissory notes or other obligation or securities of the Chamber, or by mortgage or charge of the Chamber's property.
- (xxii) To invest the money of the Chamber which is not immediately required, in such securities, as the Executive Committee of Chamber may deem fit and proper.
- (xxiii) To sell, improve, develop, lease, mortgage, dispose or otherwise deal with all or any part of the Chamber's property
- (xxiv) To remunerate any person, association of persons or company for service rendered to the Chamber.
- (xxv) To subscribe to become a member of or otherwise cooperate with any other association, whether incorporated or not, whose objects are altogether similar or in part similar to those of the Chamber.
- (xxvi) To have different class of members and to assign to any class or category of members any preferential, special or qualified rights or privileges over as compared to any other class or category of members as regards voting or otherwise.
- (xxvii) To do any other thing generally as may be necessary for the achievement of the aims and objects of the Chamber.

Provided that the company shall not support with its funds, or endeavor impose on, or procure to be observed by its members or other, any regulation or restriction, which if an object of the Company would make it a Trade Union.

- 4. The objective of the Company is extended to all stated in the union of India.
- 5.
 - i) The income and property of the Company whensoever derived, shall be applied solely for the promotion of its objects as set forth in this Memorandum
 - ii) No portion of the income or property as aforesaid shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise or by way of profit to persons, who at any time are, or have been, members of the Company or to any one or more of them; or to any persons claiming through any one or more of them.

Provided that :

- a) No remuneration or other benefit in money worth shall be given by the Company to any of its members, whether officers or servants of the Company or not except payment of out-of-pocket expenses, reasonable and proper interest of money lent, or reasonable and proper rent on premises lent to the Company.
 - b) No member shall be appointed to any office in the Company, which is remunerative by salary, fees or in any other manner.
 - c) Nothing in this clause shall prevent the payment by the company in good faith of the reasonable remuneration to any of its officers or servants (not being member), in return for any services actually rendered to the Company.
- 6. True accounts shall be kept of all sums of money received and spent by the Company and the matters in respect of which such receipt and expenditure take place, and of the property, credits and liabilities of the Company; and subject to any reasonable restrictions as to the time and manner of inspecting the same for the time being in force, the accounts shall be open for inspection of the member. Once a year accounts of the Company shall be examined and the correctness of the Balance Sheet and the income and expenditure account ascertained by one or more properly qualified auditor or auditors.
 - 7. The liability of the member is limited.



8. Each member undertakes to contribute to the assets of the Chamber in the event of its being wound up while he is a member, or within one year from the date when he ceases to be a member, for payment of the debts or liability of the Chamber contracted before he ceases to be a member, and all the costs, charges and expenses of winding, such amount as may be required not exceeding a sum of rupees one hundred.
9. If upon winding up or dissolution of the Company, there remains, after the satisfaction of all the debts and liabilities, any property whatsoever, the same shall be given or transferred to such other Company having objects similar to the objects of the Company, to be determined by the members of the company or before the time of dissolution or in default thereof, by the High Court of Judicature that has or may acquire jurisdiction in the matter.
10. We, the several persons whose names, addresses, descriptions and occupation are hereunto subscribed and are desirous of being formed into a Company not for profit, in pursuance of this Memorandum of Association.

Names, address, description and occupations of subscribers :

1	Harak Chand Jain	Business	Ranchi
2	Sheonarain Jaiswal	Business	Ranchi
3	Madan Lal Modi	Business	Ranchi
4	Atma Ram Budhia	Business	Ranchi
5	N.N.Sen Gupta	Lawyer & Editor, New Republic	Ranchi
6	Hanuman Prasad Sarawgi	Business	Ranchi
7	T.N.Marwaha	Business	Ranchi
8	Sitaram Lohia	Business	Ranchi
9	T.V.Jayaraman	Manager, The Republic, Pvt.Ltd.	Ranchi
10	A.M.Khara	Business	Ranchi
11	R.N.Roy	Managing Director, K.N.Roy & Sons (P)Ltd.	Ranchi
12	B.N.P.Jaiswal	Business	Ranchi
13	P.L.Chopra	Business	Ranchi



**ARTICLES OF ASSOCIATION
OF
FEDERATION OF JHARKHAND CHAMBER
OF COMMERCE & INDUSTRIES**

DEFINITIONS**1. In these Articles :-**

- (i) The Chamber means 'Federation of Jharkhand Chamber of Commerce & Industries'.
- (ii) The expressions 'Commerce' or 'Commercial' wherever they occur in these articles or in the Memorandum of Association shall be deemed to refer to and include any or every type of trade, transport, business, banking, insurance.
- (iii) 'Month' shall mean an English Calendar month.
- (iv) The singular shall include the plural also.
- (v) The 'Executive Committee' shall mean the Executive Committee of the Chamber, constituted in accordance with the provisions of these articles and holding office for the time being.
- (vi) 'Members of the Executive Committee' shall mean the elected as well as co-opted members.
- (vii) 'Annual General Meeting' means the Annual General meeting of the members of the Chamber.
- (viii) 'Extra ordinary General Meeting' means the meeting of the members not the Annual General Meeting called as per provisions of the Articles.
- (ix) 'General Meeting' means meeting of the members not Annual General Meeting or Extra Ordinary General Meeting.
- (x) 'Office' means the principal office of the Chamber.
- (xi) 'Seal' means the seal of the Chamber.
- (xii) 'Year' means the Financial Year i.e. from 1st April to 31st March.



- (xiii) 'Relative' in relations to individual means the husband, wife, brother, sister or any lineal ascendant or descendant of that individual.
- (xiv) "Turnover" shall mean aggregate amount for which sales are effected.

MEMBERSHIP

2. The Chamber shall have following classes of members viz :-

a) Patrons

Any individual who is directly or indirectly interested in the promotion of trade, industry, commerce or profession, shall be eligible for PATRON MEMBERSHIP of the Chamber. Such member shall be invited in all the meetings of the Chamber as Special Invitee.

b) Life Members

Any individual, HUF, Firm or Private Limited Company, who is directly or indirectly interested in the promotion of trade, commerce or profession, shall be eligible for LIFE MEMBERSHIP of the Chamber.

c) General Members

Any individual, H.U.F., Firm or Corporate Body residing in or having its establishment in Jharkhand, who or which is directly or indirectly interested in the promotion of trade, commerce, industry or profession in Jharkhand shall be eligible for GENERAL MEMBERSHIP of the Chamber.

d) Affiliated Members

Any Association of trade, commerce, industry or profession interested in promotion of trade, commerce, industry or profession in Jharkhand shall be eligible for AFFILIATED MEMBERSHIP of the Chamber.

e) Associate Members

Any Individual, H.U.F. Firm or a Corporate Body not resident of Jharkhand who or which is interested in the promotion of trade, industry, profession or commerce in Jharkhand shall be eligible for ASSOCIATE MEMBERSHIP of the Chamber.



f) Honorary Members

- i) Any person with outstanding ability in any direction, whether a resident of Jharkhand or not, whose advice or co-operation may be considered to be beneficial to the Chamber and who may be nominated by the Executive Committee shall be an Honorary Member of the Chamber. Such conferment of Honorary Membership shall be valid for one year only. He shall not be required to sign any application form or to pay any subscription or admission fee or be under any other liability. Such Honorary Member shall be entitled to receive the Annual Report of the Chamber and to attend and address but shall not have voting right at any meeting. He shall also not be entitled to represent the Chamber in any other Body.
- ii) However any ten or more ordinary members of the Chamber, whether members of the Executive Committee or not, may in a joint communication in writing to the Executive Committee propose a name or names for Honorary Membership. The Secretary General of the Chamber shall place any such proposal before the meeting of the Executive Committee held next after the receipt of any such proposal in the office of the Chamber and the matter shall be decided by the members of the Executive Committee in the meeting by a simple majority of votes.

g) Corporate Members

Any undertaking having annual turnover of Rs.5 crore and above actually engaged in industry, trade or service and registered with the Registrar of Companies, which in the opinion of the Executive Committee, has been enjoying good standing and contribution to economic activities shall be eligible to become a Corporate Member of the Chamber.

3. **APPLICATION FOR MEMBERSHIP**

- i) An individual, H.U.F., Firm or Corporate Body eligible and desirous to become a Patron, Life, General, Associate or Corporate Member of the Chamber shall apply, in the prescribed form to the Chamber along with the prescribed admission fee and subscription for the year.



- ii) An Association of trade, industry, commerce or profession, eligible and desirous for admission as an Affiliate Member of the Chamber shall send a written application, in the prescribed form to that effect to the Chamber, along with a copy of their constitution and list of members together with the prescribed admission fee and subscription for the year.
- iii) Admission to all categories of membership shall depend upon the discretion of the Executive Committee.
- iv) General Membership can be converted into Patron, Life or Corporate Membership and Life Membership into Patron or Corporate Membership provided that the desirous member pays full fee for proposed category of membership. No credit shall be given for payment made earlier.

ADMISSION FEE AND SUBSCRIPTION

- 4. i) For a Patron Membership an applicant has to pay a fee of Rs.1, 00,000/- (Rupees One Lakh) only at the time of admission and he will not be required to pay any subscription thereafter.
- ii) For a Life Membership an applicant has to pay at the time of admission a fee as under and will not have to pay subscription thereafter.
 - a) An Individual : Rs.12, 000/-
 - b) A Firm & Other : Rs.15, 000/-
 - c) A Company : Rs.18, 000/-
 - d) A Corporate Member : Rs.51, 000/-

The amount realized from the Life Membership shall not be appropriated for meeting the revenue expenditure rather it should be invested on specified assets for generating revenue.

- iii) For General Membership an applicant has to pay an admission fee of RS. 500/- (Rupees five hundred) only.
- iv) An Associate Membership, whether a firm or Corporate Body or an individual shall pay and admission fee of Rs. 500/- (Rupees five hundred) only.



- v) An Affiliate Member shall have to pay an admission fee of Rs.1500/- (Rupees One thousand five hundred) only.
 - vi) A Corporate Member shall pay an admission fee of Rs.1500/- (Rupees One thousand five hundred) only.
5. For membership in all the categories, a member will have to pay, in advance, the annual subscription as mentioned against each:
- i) General Member : Rs.1500/- (Rupees One thousand five Hundred) only.
 - ii) Affiliated Member : Rs.2000/- (Rupees Two thousand) only.
 - iii) Associate Member : Rs.1000/- (Rupees One thousand) only.
 - iv) Corporate Member : Rs.4000/- (Rupees four thousand) only.
- Non-payment of annual subscription by a member consecutively for two years will result in stoppage of service to the member and if the payment is not made for three years, his membership will be terminated.
- 6. The Chamber shall maintain a separate register for each category of members.
 - 7. The name of General, Associate, Corporate, Affiliate, Life or Patron Member shall be entered in the appropriate register only upon payment of the requisite admission fee and the subscription in full, as applicable.
 - 8. At the time of admission into membership or thereafter, every member who is a firm, H.U.F. or Corporate Body may nominate three person, not below the age of 18 years, in order of priority who are partners or relative of Partner/relative of proprietor members of H.U.F. or Executive /Directors to represent such firm, H.U.F. or Corporate Body in the Chamber. In case of any change in the constitution of the firm or Corporate Body, the same shall be intimated in writing to the Executive Committee, which shall be empowered to take decision and replace the name of the representative accordingly.
 - 9. **Voting Rights**
 - (i) All category of member shall be entitled to participate in the deliberations, activities, programmes, projects of the Chamber on any Committee thereof. However an Associate or Honorary Member shall have no voting right.



- (ii) A Patron, Life, General or Corporate member whether an individual, firm, H.U.F. shall have ONE VOTE. An Affiliated member shall have TWO VOTES.
 - (iii) No member shall be eligible to vote in any meeting unless the dues payable to the Chamber is cleared.
 - (iv) No member shall be eligible for any nomination to any Committee or Sub-Committee of the Chamber or elsewhere unless the dues payable to Chamber is cleared.
 - (v) No member shall have the right to vote unless he is a member of the Chamber for more than 90 (Ninety) days.
 - (vi) In case of change of name of representative of Firm, H.U.F, Company, shall have the right to cast vote only if the.
10. The Chamber shall hold and Annual General Meeting every year at such time and place as the Executive Committee may determine the Executive Committee shall place before every Annual General Meeting an Income and Expenditure account in conformity with Section 210 of the Companies Act, 1956. Provided that a period of not more than fifteen months shall intervene between any two Annual General Meeting.
11.
 - (i) Notice of the Annual General Meeting shall be given to all category of members 21 (twenty-one) days prior to the date of meeting. However unwillful omission in giving notice to any member will not invalidate the proceeding of the meeting.
 - (ii) The agenda for every general meeting shall be circulated among all the members along with the notice calling the same.
12. In addition to the Annual General Meeting. Ordinary General Meeting shall be held at least once a year. However the Executive Committee may call an Ordinary General Meeting whenever the Committee feels necessity therefor after giving 15 days notice to the members.
13. Seventy-one (71) members shall form the quorum for every General Meeting .If no meeting is held for want of quorum, the same shall stand adjourned to the same day in the next week at the same time and place or to such other day and such other time and place as the Executive Committee may determine.



14. Any member is entitled to propose a resolution in a general meeting provided he has given notice of his intention to do so together with a copy of the proposed resolution to the Secretary General of the Chamber at least 5(five) days before the date of the meeting. A copy of such resolution may be made available to any member on demand prior to Annual General Meeting.
15. In every General Meeting voting shall be by show of hands. However when twenty-five or more members having voting rights are present, a poll shall be taken on demand. The vote may be given by the member in person.
16. Every resolution other than a resolution amending these articles in a General Meeting shall be deemed to have been duly passed if a majority of the members present have voted in support of the same.
17. In case of equality of votes on a resolution, the Chairman of the meeting shall have an additional vote which he can use as per his discretion.
18. A General Meeting is the supreme authority of the Chamber and every organ of the Chamber including the Executive Committee shall be subject to the general directions and the supervisory control of the General Members in general meeting.

EXECUTIVE COMMITTEE

19. The Chamber shall have an Executive Committee which will be responsible for carrying out the day to day administration and work of the Chamber.
20. The Executive Committee shall consist of not less than eleven and not more than twenty six members including the President of the Chamber.
21. A) Twenty one members of the Executive Committee shall be elected in the Annual General meeting directly every year by all members present who will be entitled to vote. The election of the members of the Executive Committee described in Article-21(a), shall be made by a majority votes and shall be held in the manner mentioned in these Articles as here under :



- (i) The Executive Committee shall appoint every year an Election Committee which shall conduct the election of the members of the Executive Committee which is to be held at the next Annual General Meeting.
- (ii) The Election Committee shall consist of one Chairman and one Co-Chairman nominated by Executive Committee amongst the Past Presidents of the Chamber. The Chairman may co-opt suitable number or members to assist the Committee at his discretion.
- (iii) In case, any one or more of the above is / are absent or is/ are unwilling to serve on the Election Committee and / or is a candidate for the election, the Executive Committee shall nominate other member to fill up the vacancy in the Election Committee.
- (iv) In absence of any specific direction from the Executive Committee, the Election Committee shall chalk out a programme and conduct the election in the manner it thinks fit.
- (v) The Election Committee will be responsible for a fair election and in case of any dispute arising during course of election, the decision of the Chairman of the Election Committee shall be final and binding on all members.
- (vi) The members present in person at the Annual General Meeting can vote for election of members of the Executive Committee. Presence by PROXY will not be allowed.
- (vii) The members entitled to vote shall have to cast their votes for all the declared seats to be elected to the Executive Committee; otherwise the ballot paper shall be declared invalid.
- (viii) If less than 21 but more than 15 valid nomination are received, they will be declared elected unopposed. These newly elected members will nominate remaining members of the Executive Committee.

QUALIFICATION OF CANDIDATE FOR ELECTION

22. (i) Only Life & General members shall be eligible for elections as a member of the Executive Committee provided his name has duly been proposed by one and seconded by another member, who have cleared their dues. The



- Executive Committee shall endeavor to have a branch of the Chamber in each district.
 - (ii) The members of the Executive Committee elected/co-opted shall include members from the various districts of the state.
 - (iii) The Election of the members of the Executive Committee shall be determined by a majority of votes of the members entitled to vote as prescribed under Article-13 of the Memorandum.
 - (iv) The Regional Vice-Presidents will be nominated from different commissionereries of Jharkhand.
 - (v) Nomination form to contest the election for Executive Committee must be accompanied with a non-refundable deposit of Rs.2000/- (Rupees two thousand only) in Cash/ Demand Draft.
 - (vi) Any person having completed minimum one year as the member of the chamber may contest for the election of the Executive Committee.
23. (i) The Election Chairman shall call a meeting of the newly elected Executive Committee Members within FIVE DAYS from the date of Election to elect from among its elected members the following office-bearers:
 - One President.
 - Two Vice-Presidents.
 - One Secretary General.
 - Two Joint-Secretaries.
 - One Treasurer.
 - (ii) The Regional Vice-Presidents should be given more powers. Regional Office of the Chamber should be established at the District of Regional Vice-President so that the problems of each region are taken up with the concerned authority.
 - (iii) The newly formed Executive Committee shall after election of Office bearers, co-opt four members other than that of the Vice-Presidents from different unrepresented commissionereries of Jharkhand. A Member permanently



- residing in Ranchi shall not be eligible for co-option in the Executive Committee.
- (iv) Any member of the Executive Committee may contest election to any or more of the above mentioned offices of the Chamber on his name being duly proposed and seconded by the members of the Executive Committee present in the meeting .Provided that the same person shall not be eligible for election to more than one office.
- (v) Motions for elections / co-option of members of the Executive Committee shall be brought and voted upon separately in respect of each member.
24. (i) The Executive Committee shall hold a meeting at least once in every calendar month. The Executive Committee meeting shall be held at least at an interval of every three month in different commissionereries of the state.
- (ii) Nine members shall form quorum for every meeting of the Executive Committee.
- (iii) All Past-Presidents of the Chamber and Presidents and/or the Secretary of Affiliated Bodies and Chairman of various Sub-Committees of the Chamber shall be permanent invitees to the Executive Committee meetings.
- (iv) Any member of the Chamber may attend any Executive Committee meeting on request in writing.
- (v) Any person or persons including a non-member may be invited to attend the meeting of the Executive Committee.
- (vi) All Invitees will have no voting rights.
- (vii) An Executive Committee member's failing to attend THREE consecutive Executive Committee meeting should intimate Chamber Office in writing, giving valid reason .Otherwise he may be terminated from membership of the Executive Committee.
25. (i) The Secretary General or in his absence the Joint Secretary shall call meeting of the Executive Committee.
- (ii) The Secretary General or Joint Secretary shall call a meeting of the Executive Committee within 7 (Seven) days after receiving a request in writing to the effect from seven



- members of the Committee along with the proposed agenda. In case no such meeting is called within the aforesaid period the Joint-Signatories will be entitled to call a meeting after 7 (Seven) days notice to the members of the Executive Committee to discuss the resolution of which notice had been given.
26. Notice of every meeting of the Executive Committee along with the agenda shall be given to every member of the committee at least 7 (Seven) days before holding thereof. However, an emergent meeting of the Executive Committee may be called even at a shorter notice.
- Provided that any unwillful omission in giving notice to any member shall not invalidate the proceedings of any such meeting.
27. Every resolution or motion before meeting of the Executive Committee shall be deemed to have been passed, if a majority of the members present and having the voting right have supported the same.

THE PRESIDENT

28. (i) The President shall be the Executive Head of the Chamber.
- (ii) At every Annual General Meeting or Ordinary General Meeting and Executive Committee Meetings of the Chamber, the President shall preside and control the business of the meeting.
- (iii) The President shall perform such other duties as may be incidental to the office of the President. The President shall issue statements on behalf of the Chamber as and when necessary.
- (iv) In the absence of the President, the Vice-President, in the absence of Vice-President, the Regional Vice-Presidents and in the absence of Regional Vice-Presidents, the Executive Committee shall nominate a Chairman from amongst the members present to preside and control the proceeding of the meeting for the time being.

**VICE-PRESIDENTS**

29. (i) If the President notifies to Vice-President as well as the Secretary General that he will be unable to perform the duties of the President owing to his illness or otherwise, the Vice-President shall perform the function of the President.
- (ii) If the Vice-President also notifies to any of the Regional Vice-Presidents as well as to the Secretary General that he will be unable to perform the duties of the President, any of the Regional Vice-presidents so appointed by the Executive Committee shall perform the function of the President.
- (iii) If the Regional Vice-President appointed to perform the functions of the President under Article 29(ii) above also notifies to the Secretary General that he will be unable to perform the duties of the President, the Executive Committee shall nominate one of the elected members of the Executive Committee to perform the function of the President.
- (iv) The Vice-President will supervise, co-ordinate, guide and direct the activities of the various Committees or Sub-Committees appointed by the Executive Committee and the activities of the representative of the Chamber on different bodies as may be determined by the Executive Committee.
- (v) The Vice-President shall convene a meeting of the Chairman of Committees or Sub-Committees of the bodies or who have been granted representation to the Chamber, as the case may be, at least once a quarter and will give report at the next Executive Committee meeting.

POWERS OF EXECUTIVE COMMITTEE

30. Subject to the general direction, if any, and supervisory control of the ordinary members in the general meeting, the Executive Committee shall be vested with full powers of management of the affairs of the Chamber, and shall frame rules of business and procedure, if any.
31. Without prejudice to the generality of the powers conferred by the preceding regulation, the Executive Committee shall have the following powers:



- (i) To raise funds for the chamber by accepting subscriptions, donations, grants, subsidies loans etc. from any person, society, authority or Government whatsoever on such terms and conditions as the Executive Committee may deem fit and proper.
- (ii) To take on hire, lease, and mortgage or purchase such land, buildings etc. as may be required for the benefit of the Chamber.
- (iii) To make representations on behalf of the Chamber to any authority, Government, Commission etc.
- (iv) To publish pamphlets, leaflets, booklets etc. concerning any matter in which the Chamber is interested.
- (v) To nominate representatives, delegates etc. to represent the Chamber in any meeting, conference, commission, committee etc, to which the Chamber may have been invited and also to recommend persons for inclusion in the various regional, state, national and international bodies etc. Provided that no member shall be eligible to hold the same representation for more than two consecutive terms and no member shall hold more than one representation at a time except in case of ex-officio representation or more than one nomination. Provided further that the representative, delegates representing Chamber in any meeting, conference, commission etc. shall report to the next meeting of the Executive Committee and the outcome thereof.
- (vi) To confer Honorary Membership to such persons as the Committee may deem fit and proper.
- (vii) To manage the funds of the Chamber and invest the funds.
- (viii) To appoint arbitrator or arbitrators in any dispute which may have been referred to the Chamber for arbitration and to frame rules under the laid down principles for any or all arbitration, proceedings under the auspices of the Chamber.
- (ix) To appoint Committees or Sub-Committees of the Chamber for any specific purpose or purposes and to frame rules for conduct of business of any such committee or sub-committee. Persons, who are not members of the



Chamber, may also be invited to participate in such committees or sub-committees.

- (x) To frame necessary rules under the Articles of Association for election of the members of the Executive Committee. Such rules so framed will be circulated to all members.
- (xi) The Chamber or the Executive Committee, as may deem fit and proper may organize special services or levying surcharges from the members desirous of availing the service of the Chamber.
- (xii) The Executive Committee will have the powers to make/ amend Election bye-laws of the Chamber for the purpose of electing the members of the Executive Committee and Office-bearers.

ACCOUNTS

- 32. (i) The Executive Committee shall ensure proper accounts to be maintained of the amounts received and spent and of the assets and liabilities of the Chamber. The accounts shall be prepared on 31st day of March each year and duly audited accounts shall be placed before the Annual General Meeting for approval.
- (ii) The books of accounts shall be kept at the registered office of the Chamber. The books of accounts of the Chamber shall be open for inspection of the members at such time and in such manner as may be determined by the Executive Committee subject to the provisions Section 209(4) of the Companies Act, 1956.
- (iii) The Executive Committee shall after the expiry of every financial year have its accounts audited by the auditor and have a Balance Sheet and statement of Receipt and expenditure prepared by them. The Auditors shall also submit a report showing the exact statement of financial affairs of the Chamber. At least 3(three) copies of the Balance Sheet and Report shall be certified by the Auditors subject to provisions contained in Section 215 and 227 and other relevant provisions of the Companies Act, 1956.



- 33. The Executive Committee shall review every quarter all the resolution passed at the Annual General Meeting or other extra ordinary General Meetings and circulate to all the members the progress made on such resolutions to all members.
- 34. The Executive Committee may, from time to time, delegate such authority and confer such powers upon the Secretary General, the Joint Secretary and any other person as the committee may deem fit and proper. The Executive Committee may also cancel or rescind any authority or power previously delegated or conferred.
- 35. The Executive Committee shall have the power to fill up any vacancy or vacancies in the committee caused by resignation of any member or otherwise.
- 36. (i) The Executive Committee shall have the power to terminate the membership of any member of the Chamber by a resolution passed in the meeting of the Committee by three-fourth majority without assigning any reason to the member concerned.
- (ii) A Member shall, ipso-facto cease to be a member of the Chamber, if he is adjudicated an insolvent or convicted of an offence involving moral turpitude or is declared insane or is in arrears of subscription or any dues of the chamber for two years or more.
- (iii) A member whose membership is terminated for default as per clause 36(ii) will cease to exercise all rights and privileges of the member but shall remain liable and shall pay to the Chamber all money which at the time of such member ceasing to be a member may be due from him to the Chamber. Such members or any member voluntarily withdrawing from the membership of the Chamber before completion of the term shall not be entitled to any refund or rebate of the subscription for the period left unexpired.
- (iv) Any member whose membership stands terminated for any of the default mentioned under Art.36 (ii) may be re-instated by the Executive Committee if the reason of default for which the membership has been terminated is made good.
- 37. The Executive Committee shall fix up the date, time and agenda for all the General Meeting.



38. The Executive Committee shall have the power to appoint necessary staff for the Chamber and to fix, increase or decrease their emoluments, allowances etc. and also to terminate the services of any member of the staff.

THE SECRETARIES

39. In the absence of the Secretary General, the Joint Secretary shall exercise all the executive power of the Company subject to the control of the Executive Committee.
40. The Secretary General shall be responsible to the Executive Committee for due and proper maintenance of all records, registers, books of accounts of assets etc. of the Chamber.
41. Complete minutes of the proceedings of every General Meeting and meeting of the Executive Committee shall be maintained by the Secretary General.

TREASURER

42. The Treasurer shall be the custodian of all the money and other negotiable instruments belonging to the Chamber.

AUDITORS

43. The Chamber shall at each Annual General Meeting appoint an auditor or auditors of the Chamber every year at such remunerations as the general body may decide.

FUNDS OF THE CHAMBER

44. (i) All subscriptions and other income of the Chamber shall be kept to its credit at some Bank or Banks named by the Executive Committee in Current Account. Funds of the Chamber shall be withdrawn from the Bank or Banks with which they have been deposited by the joint signatures of two Office-Bearers, viz President or the Secretary General and the Treasurer.
- (ii) Money and all the properties not required for the current expenditure of the Chamber may be kept and managed in such a manner as the Executive Committee may from time to time decide subject to the authority vested in the Chamber by the Articles of Association and approval granted in General Meeting from time to time.



- (iii) The funds or the surplus income or other properties of the Chamber may be transferred and/or made over to any trust created by the Executive Committee for the benefit of the Chamber subject to the authority vested in the Chamber by the Articles of Association and approval granted in General Meeting from time to time.

SEAL

45. (i) The Executive Committee shall be responsible for the safe custody of the Seal.
- (ii) The Seal of the Chamber shall not be affixed to any instrument or document except through the authority by a resolution of the Executive Committee and except to the presence of at least two members of the Executive Committee, one of whom shall be the President or Vice-president and the Secretary General or such other person as the Executive Committee may appoint for the purpose and they shall sign every instrument and document in which the seal of the Chamber is to be affixed in their presence.

INDEMNITY FOR ACTS DONE IN GOOD FAITH

46. The Executive Committee, the President, the Vice-President, Treasurer, Secretary General, Joint Secretary and the members of the Executive Committee shall stand indemnified in respect of all acts done by them for the Chamber in good faith subject to the provision contained in Section 201 of the Companies Act, 1956.

LEGAL PROCEEDINGS

47. Suits or legal proceedings by or against the Chamber may be constituted or taken in the name of the Chamber.

EXTRA ORDINARY GENERAL MEETING

48. Any thirty-one or more members entitled to vote at a General Meeting may at any time by giving a joint notice in writing to the Secretary General may request to convene an Extra-Ordinary General Meeting.

Such notice shall be accompanied with the proposed resolution or resolutions which the requisitionist intend to move at the meeting.



49. On receipt of such a notice or requisition, the Executive Committee shall arrange to hold an Extra-ordinary General Meeting within 4 (four) weeks from the date of receipt of this notice. In case such meeting is called within the specified time as aforesaid the requisitionists shall be entitled to call a meeting after giving three weeks notice to all members of the Chamber to discuss such resolutions of which notice had been given.
50. All provisions relating to Annual General Meeting and Ordinary General Meeting shall mutatis mutandis apply to Extra-Ordinary General Meeting.

AMENDMENTS OF REGULATIONS

51. These regulations may be amended by a two-third majority of vote of the members present in the meeting having voting rights provided that notice of the proposed amendment or amendments have been given to all category of members at least three weeks before the meeting.
52. The Chamber may be dissolved by resolution adopted in an Extra-Ordinary General Meeting of the Chamber specially convened for the purpose by three-fourth majority of votes of the total membership of the Chamber.
53. On a resolution having been adopted for dissolution of the Chamber in an Extra-Ordinary General Meeting as aforesaid, the same meeting shall also discuss and decide about the distribution of assets, liquidation of liabilities of the Chamber in accordance with the provisions of law.
54. If in an Extra-Ordinary General Meeting specially convened for the purpose of voting upon resolution for dissolution of the Chamber, as aforesaid, the number of members present in the Chamber is less than the three-fourth of the total membership, the meeting shall stand dissolved and the resolution for dissolution shall be deemed to have been rejected.
55. The Chamber may be wound-up in accordance with the provisions of the Companies Act, 1956.