

Registration No. 1a/2007

# Office of Registration of Societies



**H.P. Societies Registration Act 2006**  
(Act No. 25 of 2006)

I hereby certify that *Bonafide Himachalies*  
*Hydro Power Developers Association, Sai*  
*Bhawan, Sector-IV, Phase-III, New*  
*Shimla-9 (H.P)*  
has this day been registered under the provisions of the  
Societies Registration Act 2006 (Act No.25 of 2006).

Given under my hand at SHIMLA this 6<sup>th</sup> Day of March  
Two thousand and Seven (06.03.2007).



*R.D.*  
(R.D. Dhiman)  
Registrar Of Societies  
Himachal Pradesh

**BYE-LAWS**  
*OF*  
**BONAFIDE  
HIMACHALIES HYDRO  
POWER DEVELOPERS  
ASSOCIATION**

**BYE-LAWS  
OF  
BONAFIDE HIMACHALIES HYDRO POWER  
DEVELOPERS ASSOCIATION**

- I. The name of the Society is **Bonafide Himachalies Hydro Power Developers Association.**
- II. The Registered Office/Head Office of the Society is situated in Shimla in the State of Himachal Pradesh at Sai Bhawan, New Shimla-171009.
- III. Area of Operation is Himachal Pradesh.

**OBJECTIVES :**

1. To organize or set up libraries, museums, laboratories, exhibitions of educational nature for the promotion of the objects of the association.
2. To provide a library, a reading room and other accommodation for the comfort of the members who are engaged in trading, commerce and manufacture of Non-Conventional/Renewable Energy in particular energy from Small Hydro Power and to promote the diffusion of knowledge among its members.
3. To collect, supply, distribute and circulate literature, statistics and such other data through communication media for the purpose of information useful to the trade commerce and manufacture related to Non-Conventional/Renewable Energy.
4. To take all steps which may be necessary for promoting supporting, encouraging the interest of Non-Conventional /Renewable Energy generation including turbine, generators and auxiliary equipment manufacturers.
5. To make the representation to municipal, state, central or other authorities on any matter connection with trade, commerce and manufacture of Non-Conventional/Renewable Energy equipment and its interest.
6. To apply for and acquire such concession and acts of legislature in any State in India or Foreign Country as may be advantageous for carrying out of the objectives of the Association.
7. To undertake and carry on scientific research in the field of Non-Conventional/ Renewable Energy with a view to reducing cost and increasing efficiency of turbines, generators and other equipments.

8. To establish and/or construct and/or maintain or run or contribute funds for an auditorium with modern facilities for any cultural and education activities of the public and to allow on license fee or rent to the same at nominal rate or concessional rate of such rent however being without any profit motive.
9. To establish or contribute to maintain, run and/or promote institutions for higher levels of education in Non-Conventional/Renewable Energy technology engineering, arts, commerce, science, agricultural social educational and or grant scholarships, contributions to individual for putting and promoting educational institutions and colleges imparting such education and contribute to or establish, maintain and run hostels to provide for reservation of all these benefits to schedule castes and schedule tribes.
10. To contribute to any relief fund or to organize relief and rehabilitation work of all kinds including construction of houses with a view to alleviate the distress and suffering of the people caused by flood, earth quake or any other act of nature and/or to make payments whether in cash or kind to individuals without discrimination in terms of religion, caste, sex or creed, agencies, organizations.
11. To constitute any trust for charitable purpose and accept the right and privilege to nominate or appoint trustees to such trust.
12. To establish, accept, execute and support and to aid in the establishment and support of any other association/trust for all or any of the objectives of this association and also to subscribe to become member or affiliate, amalgamate and Co-operate with any other trusts, associations, institutions, societies or companies incorporated or not whose objectives are altogether or in part, similar to this associations.
13. To give donation to persons and/or institutions for holding seminars, conferences, which may be contributing to the advancement of the objectives of the association.
14. To appoint advisory committee, governing body to any institution and nominate persons as trustees to any trust or as members and any committee, board or governing body of any institution run, aided, sponsored or maintained by the association.
15. From time to time subscribe to local or other charities and to grant donations for any public purpose and to provide or establish or aid in the establishment of superannuation fund or such other funds for employees of the association or otherwise to assist any such employees, their widows and children.

16. To do all such other lawful things as are incidental or conducive or may be necessary in the interest of the association of the above objectives of the association directly or indirectly.
17. To use income and/or surplus and the property of the association for the promotion of Non- Conventional Energy Resources.
18. Provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officer or employee of the association or prevent the payment of interest on money lent to the association or prevent the payment of reasonable and proper rent for premises demised or let out for services rendered.

Further provided that nothing herein contained shall prevent :

- a) The payment of the pocket expenses incurred by a member on behalf of the association.
- b) The payment of interest on money borrowed by the association from a member.
- c) Reasonable rent for the premises let to the association by a member; or
- d) A gratuitous distribution or a sale at discount by the association to its member or any books or periodicals or publications relating to any of the objects of the association, whether published by the association or otherwise.

# BONAFIDE HIMACHALIES HYDRO POWER DEVELOPERS ASSOCIATION

SAI BHAWAN, SECTOR-IV, PHASE-II,  
NEW SHIMLA-17100D (H.P.)

Ref No.: BIHPDA/2006/.....

Dated .....

## MINUTES OF THE MEETING

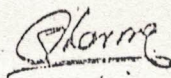
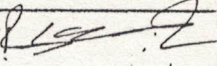
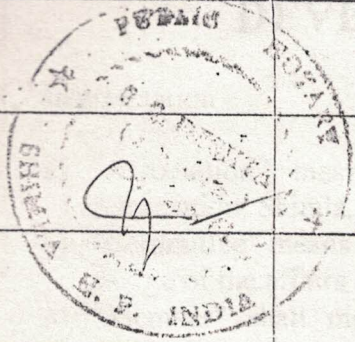
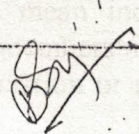
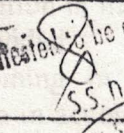
We the several persons whose names and address are subscribed below are desirous of forming a association in pursuance of the aforesaid Memorandum of Association and have signed the Memorandum in the presence of witnesses as shown below:-

S. No.	NAME OF PARTICIPANT	DESIGNATION	NAME OF THE COMPANY/ORGANISATION	SIGNATURE
1	RMS KUMAR VERMA	CEO 51 years	Sai Engineering Foundation Sai Bhawan New Shimla	
2	PRAMOD SHARMA	Partner 50 years	MOUNTAIN MOVERS TAKH DEVI SHIMLA	
3	SUNDER SHARMA	M.D. 40 years	Shobla-Hydro Power Pvt. Ltd. Gulmarg	
4	K. R Phokur	M. D 41 years	SANDHYA HYDRO POWER PROJECT	
5	Kaishin Bawa	M. D 38 years	Bawan Power Generation Pvt Ltd	
6	Amil Vaswani MOB-94180-25220 35260	CEO 44 years Rakesh	Govt. Contractors H.P.SPH. MORDI MOHALLA UNNACHIP	
7	V.K. SIKARMA	Director 45 years	Indus Hydro Watt Pvt Ltd Parwanu.	
8	J.R. Sharma	E.O. 40 years		
9	K.K. Kashyap	Promoter 54 years	KK Hydel Power Company	
10	Jai Jawala Sai Bhawan	Director 45 years	Jai Jawala HYDRO Power Project	



Attested  
  
LECTURER  
GOVT. DEGREE COLLEGE  
SHIMLA - 6 (H.P.)

Attested to this true copy  
S.S. Desai  
Public Notary, Shimla, H.P., India

S.No.	NAME OF PARTICIPANT	DESIGNATION	NAME OF THE COMPANY/ORGANISATION	SIGNATURE
11.	Munish Sharma	Director 35 yrs	Sai Urja Hydro Power Pvt Ltd	
12.	Budhisrih Chakravarty	Director 46 yrs	Karni Valley Hydro Power Corporation	
			- Attested LUNAL LECTURER GOVT. DEGREE COLLEGE SHIMLA - 6 (H.P.)	
			- Attested Dr. Balbir Singh Public Notary, Shimla, H.P. India	

# RULES AND REGULATIONS OF BONAFIDE HIMACHALIES HYDRO POWER DEVELOPERS ASSOCIATION

## 1. Interpretation :

- a) "Association" means the Bonafide Himachalies Hydro Power Developers Association, Shimla.
- b) "Committee" means Managing Committee of the association in management or in charge of the affairs of the association as hereinafter provided.
- c) "Member" shall mean individual or organization joining in application for registration of a membership or admitted to membership in accordance with bye-laws of the association or nominee as the case may be of a member hereinafter provided.
- d) "Quarter" means one fourth of a year, i.e. January to March, April to June, July to September and October to December.
- e) Words important persons include firms, companies, co-operative societies, societies, NGOs and corporations wherever the context admits.
- f) Words important persons include plural and vice versa wherever the context admits.

## MEMBERSHIP

### 2. Members:

There shall be only one class of Members.

### 3. Eligibility:

The minimum eligibility to become a member is that the developer should either be operating a Hydel Power Plant or about to commission a Hydel Power Plant.

Membership fee is Rs.10,000/- per developer once on enrolment.

Annual subscription is Rs.5,000/-.

### 4. Admission of Membership

- a) Every application for admission as a member of the association shall be in the form prescribed together with the prescribed admission fee and annual subscription for the first year and shall be proposed in writing by one member



and seconded in writing by another member of the Association and such a proposal duly signed by them shall be presented to the Committee of the Association.

- b) The Committee shall either accept or reject without assigning reasons the application and proposals for membership and communicate in writing such decision to the applicant.
  - c) Where the application and proposal are rejected, the applicant shall have a right to appeal to the General Body of members within a period of 30 days from the date of receipt of notice of rejection the decision of the General Body on such appeal of the applicant shall be final.
5. a) Every applicant admitted to membership shall pay the prescribed admission fee and annual subscription for the year.
    - b) The year for annual subscription shall be official year of the association commencing 1<sup>st</sup> April in each year. A member joining at any time during the year shall pay for that.
    - c) The admission fee and the subscription or any part thereof once paid shall not be refundable under any circumstances.
    - d) On admission of an applicant as member, the member, his nominee member or alternate member shall be bound by the rules and regulations of the association in force for the time being and from time to time. Every member shall be entitled to receive a copy of the rules and regulations on payment of the prescribed fee, if any.
  6. No applicant shall exercise any of the rights or privileges of membership until he has paid the admission fee and also the subscription in accordance with rules 5(1).
  7. The annual subscription shall be payable by the members within one month from the commencement of the year.
  8. Every member of the association shall pay such annual subscription at such rates as may be recommended from time to time by the committee and approved by the members at a General Meeting/General Body/General House.
  9. A member shall not be entitled to exercise any of the rights or privileges of membership, if his annual subscription is in arrears for more than three calendar months.
  10. A member who fails to pay his annual subscription within a period of 3 months after it is due or (any other subscription of the nature specified in rule 49) as

amended within the time allowed therein, shall cease to be a member of the association and his name shall be removed from the register of members. There may be particular situation however in which the committee may justify the non-payment. Upon payment of such subscription in arrears revoke the cancellation of membership and order the name of such member to be reinstated in the Member Register.

11. Any subscription in arrears shall be treated a debt due to the association and recoverable by the association.

## RETIREMENT, REGISTRATION AND EXPULSION OF MEMBERS

12. A member shall cease to be a member :
  - a. On ceasing to be the owner of a firm or on the basis of which he was admitted to membership.
  - b. On giving three months notice in writing of this desire to terminate such membership and upon the expiry of the said notice period.
  - c. On default in payment of subscription as laid down in Rule 10.
  - d. On expulsion from membership by a majority of three fourths of the members present and barred pass voting at General Meeting of the Association duly convened.

## REGISTER OF MEMBERS

13. The Association shall maintain a register called "Register of Members" in which shall be entered :
  - a. The name and address of all members of the association.
  - b. The names and address of nominated heir.

## COMMITTEE

14. The affairs of the association shall be managed by a Managing Committee called "The Committee" in these rules.
15. The committee shall consist of not less than three and not more than 21 members including Secretary, President, Vice-President and Executive members etc.

## ELECTION OF OFFICE BEARERS

16. The members of the association shall after every year convene a Annual General Body Meeting, elect committee of members or Governing Body of members whose names appear in the Register of Members and resolution will be passed by a majority of members present and entitled to vote for a term of three years provided further that member of Governing Body shall be eligible for re-election.
- a) The committee members of the association soon after their election and at their first meeting shall elect the President, Vice President, Secretary, Treasurer and Three Executive Members of the association for the year concerned.
  - b) In case of any vacancy arising by reason of resignation, death or otherwise of an office bearer the committee will be entitled to elect/opt from among its members to fill the vacancy till the next ordinary general meeting.
17. At the conclusion of every Annual General Body meeting of members, the President, Secretary, Vice President and Members shall retire and a new committee shall be elected. The retiring members are eligible for re-election. The Managing Committee shall begin to function after the conclusion of the said Annual General Body Meeting at which it was elected.
- a) Meeting of the committee shall be held atleast once in a quarter at such time and place as may be determined from time to time by the President or Secretary.
  - b) Seven days notice shall be given to the members.
  - c) Emergency meeting may be held at three days notices by telegram with specific agenda.
  - d) The president and in his absence, Vice President/Secretary and in their absence, an alternate member may chair the meeting.
  - e) Every member present or his alternate member shall have one vote only. A member present shall exclude his alternate member for purpose of voting. In case of equality of votes the chairman shall have a casting vote.
  - f) In the absence of a quorum whether at the beginning or during the course of a meeting, the meeting shall be adjourned.

- 18 All acts done at a meeting of the committee or by the President/Vice President not withstanding that it shall afterwards be discovered that there was some defects in their appointment or that any of the member or alternate members were disqualified, be as valid as if every such person had been duly elected member of the committee and qualified to be a member of the committee.
- 19 (a) A resolution be passed by circular without a meeting of the committee and it shall be as valid as resolution duly passed at a meeting of the committee.
- (b) A resolution shall be deemed to have been duly passed by circulation if the resolution has been circulated in draft with necessary papers, if any, to all members resident in India and has been approved by a majority.

### POWER OF THE COMMITTEE

20. (a) The committee of the Association shall be entitled to exercise all such powers and to do all such acts subject to the approval of Governing Body, which is supreme body of the Association.

Provided that the committee shall not exercise any power or do any act or thing which is directed or required whether by these rules or otherwise to be exercised or done by the association in General Body Meeting.

Provided further that in exercising any such power or doing any such act the committee shall be subjected to the provisions contained in that behalf in these rules or in any regulations not inconsistent therewith duly made thereunder including regulations made by the association in Body Meeting.

- (b) No rule made by the association in Body Meeting shall invalid at any prior act of the Committee.

21. (1) In furtherance of and without prejudice to the general powers conferred by or implied in the last preceding rule and other powers conferred by these rules it is hereby expressly declared that the committee shall be entrusted with and may exercise and perform the following powers and duties.

- (a) To appoint sub-committees of its own members, for special purposes and to delegate to such sub committees such functions and powers and powers as may be necessary.

To nominate or appoint members to any trust or any other institution formed, promoted or aided by the Association and to specify their term of appointment. The committee shall have powers to withdraw the nominations or appointment of any person made and appoint another person in his place even before the expiry of the term of appointment.

- (b) To engage and dismiss any officer, officers, staff and employees of the association and to determine their respective powers and duties and to fix their salaries or remunerations and their conditions of service and privileges.
- (c) To determine and to make arrangement as to who shall be entitled to sign on cheques, bills, receipts, vouchers, hundies, contracts and other deeds and documents of whatsoever nature on behalf of the association.
- (d) To enter into all negotiations and contracts and to rescind and vary all such contracts and to do all such acts, deeds and things in the name and on behalf of the association as it may be considered expedient for or in relation to any of the matters aforesaid or otherwise for the purpose of the association.
- (e) To purchase and deal with and sell or otherwise dispose all articles and things as also to purchase, take on lease or otherwise acquire and sell assign, transfer or otherwise dispose of such land, building, house or other immovable property as may be necessary or expedient for the purpose of the association and to pay or receive payment for the same in cash or otherwise subject to the prior approval from Governing Body.
- (f) To commence, institute, prosecute and defend all such actions, suits, and other proceedings as the association committee may deem necessary or expedient on behalf of the association and to compromise or submit to arbitration the same it may in discretion think best.
- (g) To invest and deal with any of the money of the association upon such security and in such manner as it may think fit and from time to time vary, transpose or realize such investment subject to the prior approval from General House.
- (h) From time to time at its discretion to raise or borrow any sum or sums of money for the purposes of the association and to secure the payment of such moneys in such manner and upon such terms and conditions in all respects as it may think fit.

## CHIEF EXECUTIVE

22. ~~The committee may appoint any qualified and eligible person as the Chief Executive of the association and fix the remuneration and define his power and duties and delegate to him such functions it may deem desirable or expedient.~~
23. The Chief Executive shall function in accordance with the instruction and under the supervision and control of the Committee

## PROPERTY, LAND AND FUNDS OF THE ASSOCIATION

24. The property, both movable and immovable and the funds of the association may be held in the name of the association, and deemed to be vested in the General Body and in all proceedings civil or criminal may be described as the property of the General Body with proper title.

## ACCOUNTS

25. The financial year of the association shall end on the 31<sup>st</sup> March of each year to which date the accounts of the association shall be made up.
26. The accounts of the association shall as soon as practicable after the end of two years be audited by a duly qualified chartered accountant who shall be appointed at each general body meeting and his or their remuneration shall be fixed.

## BANKER

27. Banker of Association shall be one or more nationalized bank/co-operative bank/or any bank at Shimla or outside as demanded by the particular situation. Association shall be at liberty to keep the deposits with the Bank or any other govt. deposit schemes.

The Chief Executive shall sign all cheques or any two members duly authorized by the Committee. Any two persons duly authorized by the Committee shall be eligible to operate Bank account and other financial documents.

## SUBORDINATE STAFF

28. Subordinate staff shall be recruited by the Committee constituted or Chief Executive with the approval of the Committee.

ANNUAL GENERAL BODY & BUSINESS OF ANNUAL  
GENERAL MEETING

**ANNUAL REPORT**

29. The Committee shall submit to the members 14 days in advance of the biannual general body meeting a report of the work done by the association together with a statement of accounts showing all moneys received and expended during the previous 2 financial years and a balance sheet containing a summary of the financial year, preceding the biannual general body meeting.

**GENERAL BODY MEETING AND PROCEEDINGS AT GENERAL  
BODY MEETINGS**



30. The association shall in addition to any other meeting, hold a biannual general body meeting within six months after the expiry of each second financial year.
31. Every biannual general body meeting shall be called for such time, on such day and at such places as the committee may from time to time determine.
32. The committee may, whenever it think fit, call a general body meeting and shall be bound to do so on receiving a requisition signed by 1/3 or more members of the association for the time being.
33. Any requisition made by the members shall state the object for which the meeting is proposed to be called shall be left at the registered office of the association. It must be signed by the requisitionists.

Upon receipt of such requisition the committee shall within 15 days, procure to convene a general body meeting of the members. If they do not proceed to convene the same within 15 days after the receipt of the requisition, the requisitionists may themselves convene a general body meeting to be held within two months from the date of deposit of the requisition, on such day and at such place as the persons covering the same may determine. Any meeting convened under this rule by requisitionists shall be convened in the same manner as nearly as possible as that in which meetings are to be convened by the committee.

Not less than 21 clear days, notice of any general body meeting whether biannual extraordinary, specifying the date, place and hour of the meeting and the business to be transacted shall be given to every member or person legally entitled to receive the same but the accidental omission to give any such notice to any of the members or persons shall not invalidate proceedings or any resolutions passed at any such meeting.

## ANNUAL GERNERAL BODY & BUSINESS OF ANNUAL GENERAL MEETING

34. The business of the biannual general body meeting every year shall be:
- a) To receive the Committee's report. Balance Sheet and Profit & Loss account and Auditors' report for the every financial year.
  - b) To elect the members of the committee.
  - c) To appoint an auditor or auditors and to fix their remuneration.
  - d) To transact any other business which General Body avail conducive may be brought forward by the committee or by any members with levels of the chairman or which may have been duly notified and placed on the Agenda by the committee as hereinafter provided including fixation of admission fee and rates of annual subscription for the association and other allied matters.
35. Any member desirous of moving any resolution at biannual body meeting shall give notice thereof in writing to the Secretary at least 14 clear days before the date notified for the holding of the said meeting.
36. a. No business shall be transacted at any general body meeting unless a quorum as specified of the present member is not there i.e. 1/3.
- b. If within half an hour from the time appointed for an extraordinary general body meeting a quorum of members is not present the meeting if convened upon the requisition of members shall be dissolved. In any other case the meeting shall stand adjourned to the same day in the following week at the same time and place.
37. At any general meeting, the President or in his absence Vice President or Secretary in their absence the Convener and failing his, a member of the committee chosen by the meeting as chairman shall preside.
38. The Chairman, may with the consent of the meeting, adjourn any meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
39. a. At any general body meeting a resolution put to vote shall be decided on a show of hands. All the amendment shall be carried out in the General House/General Body. In case of amendments to be carried out in Gneral House there will be Quorum of 3/5.
- b. If however a poll is demanded by at least five members present at the meeting, the chairman shall order a poll to be undertaken.



c. In case there is an equality of votes the chairman at such meetings, both on a show hand and a poll is entitled for casting vote in case of equality of votes.

40. Every resolution, which has been duly passed according to these rules at any general body meeting of the members of the association shall be binding upon all the members of the association.

41. Each member entitled to vote, present in person.

### ADMISSION FEE & SUBSCRIPTION

42. The admission fee is Rs. 10,000/- per member.

43. The annual subscription shall be Rs. 5,000/-

44. The committee with the approval of the members at the general meeting may revise admission fee and annual subscription as that is necessary to effectively carry on the business of association. The committee may also collect such special, additional or extra subscriptions, donations to meet special expenditure as may be warranted particularly to carry out the objects of the association or to provide assistance to any Trust or institutions established for any of the charitable purposes.

### MINUTES

45. The committee shall cause minutes of meeting of the association and committee and any sub committees thereof to be duly entered in books provided for the purpose. The minutes shall contain a fair and correct summary of the proceedings at the meeting including the following :

- a. The name of Members special activities.
- b. All orders made by the committee.
- c. All resolutions and proceedings of the general body meeting and of the meetings of the committee.

Any such minutes of any meeting of the committee of the association or of the sub-committee is purported to be signed by the chairman of such meeting with in 24 hours of the meet along with the Secretary or Executive Officer by the chairman of the next.

## NOTICE

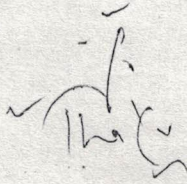
46. a. A notice may be given by the association to any member either personally or by sending it by post to his registered address or to the address, if any, supplied by him to the association for the giving of notice to him.
- b. Where a notice is sent by post, service of notice shall be deemed to be effected by properly addressing, repaying and posting a letter containing the notice and unless the contrary is proved to have been effected at the time at which the letter would be delivered in the ordinary course of post.
47. Every member of the committee, Secretary and other office or staff of the association shall be indemnified by the association and it shall be the duty of the committee, out of funds of the association to pay all costs, losses and expenses which may such member of the committee, secretary or other officer or servant may incur or may become able to by reason of any contract entered into or act or being done by him as such officer or staff or in any way in the discharge of his duties.

## DISSOLUTION OF THE ASSOCIATION

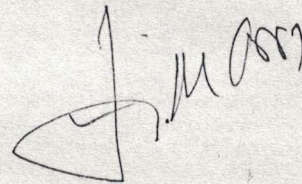
48. a. The association may at any time be dissolved by the consent of 75% of the voting strength of members of the association entitled to vote, and in a meeting specially convened for the purpose in General House/Governing Body. Fourteen days previous notice in writing has to be given to all members specifying the intention to propose such a resolution provided always that at such a meeting the quorum shall be 75% of the voting strength of the members.
- b. If upon dissolution of the association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever the same shall not be paid to or distributed among the members of the association but shall be given or transferred to some other institutions having objects similar to the objects of the association to be determined by the members of the association at or before the date of dissolution or to the Government.

**AMENDMENT, VARIATION  
AND  
RESCISSION OF MEMORANDUM AND RULES**

49. The procedure laid down in Sec. 9 of the societies registration act shall be followed for amending memorandum.
50. No rule shall be amended, varied and or rescinded except with the consent of three-fourth of the voting strength of the members voting at a meeting specially called for the purpose BY General Body.
51. The society may sue or be sued in the name of the society like ordinary citizens, represented by its President, Secretary. The President or Secretary is authorized to sign the vakalatnamas, pleadings, petitions, counters, affidavits and other papers to be filed before any quasi-judicial authorities or tribunals or in courts.
52. Any disputes arising and in relation to the provisions of this memorandum of association and the rules and regulations of this association shall be referred the Registrar for decision who may refer such dispute to any other item for disposal.



(SUNDER SINGH THAKUR)



(P.K. SHARMA)



(MUNISH SHARMA)

Regd. this Six th day of March Two thousand  
& Seven (06-03-2007) Under Regn. No. 10/2007.



*Regd*

Sign

H. P.  
S. P.