

**BYE - LAWS
OF**



**ODISHA STATE HANDLOOM
WEAVERS COOP. SOCIETY LTD**

(boyanika)



BHUBANESWAR

REGD. NO.72/CU

DT.05.05.1956

BYE - LAWS OF ODISHA STATE HANDLOOM WEAVERS
CO-OPERATIVE SOCIETY LTD
(Borgarika)
BHUBANESWAR



1. The "ODISHA STATE HANDLOOM WEAVERS" CO-OPERATIVE SOCIETY LTD" is registered as a State Apex Cooperative Society under Odisha Coop. Societies Act 1951 which shall be commonly known in its brand name "Borgarika".

The registered office of the Society shall be at Boyan Bhawan, Pandit Jawaharlal Nehru Marg, Bhubaneswar - 751001, Dist- Khordha.

The area of operation of this Society shall extend to the whole of state of Odisha. The Society shall open and operate sale branches in and outside the State, even if overseas for sale of Handwovens of Odisha.

- 1 (a) Definition :

Co-operative year means the period commencing the 1st day of April of any year and ending with the 31st day of March of succeeding year.

OBJECT

2. The object of the Society are to organize and develop the Handloom Industry in Odisha on a Co-operative basis and to expand market for Odisha Handloom Fabrics in and outside the State. To attain these objects it shall be a competent Society to do the following activities :
- 1) to raise funds for carrying on its business.
 - 2) to purchase raw materials (Yarn, Dyes & Chemicals) and weaving appliances and sell them to the members and Government Institutions for best of their advantages.
 - 3) to make advances to member Societies in shape of yarn for production and sale of the fabrics to the Society and in shape of cash to meet conversion charges of their member products.
 - 4) to let on hire improved weaving appliances.
 - 5) To purchase or receive finished products of its member Societies on commission basis and sell the same to the best advantage.





- 6) to establish and conduct emporia within and outside Odisha & even overseas for exhibition and sale of products of its members, its manufacturing units & approved Suppliers.
- 7) to establish manufacturing units for production of handloom fabrics of improved design and exhibit and sell them in its emporia.
- 8) to set up to facilitate setting up of plants for dyeing, printing, calendaring and other processing and finishing plants for handloom fabrics.
- 9) to establish Spinning Mills for supply of yarn for handloom industry.
- 10) to help member Societies in producing improved and easily marketable pattern and designs.
- 11) to develop, assist and supervise the work of affiliated Weavers' Co-operative Societies.
- 12) to hold periodical conferences of handloom weavers and for taking necessary action on the resolution passed, at such conferences.
- 13) to publish, stock, distribute and sell leaflets, pamphlets and books dealing with the handloom industry and allied subjects.
- 14) to own and maintain lorries or other vehicles for the purpose of transporting its own goods and those of member Societies or use them in any other way beneficial to the Society.
- 15) to purchase and own land, building, factories and other immovable properties and assets in pursuance of its objectives & to use or rent out the same for the best advantage.
- 16) to receive contribution.
- 17) to do such other acts as may help the development of the handloom industry or improve the economic conditions of the weavers.
- 18) to borrow fund from HUDCO, NDC, NABARD, State Coop. Bank or similar financing institutions on behalf of the member primaries in order to improve the socio-economic condition of the weaver members of the Societies.
- 19) to purchase or receive finished Products from Handloom manufacturing units, Self Help Groups, Private entrepreneurs, Master Weavers of National Repute or State Repute, NGOs dealing with production and sale of Odisha Handwovens on the price decided by the Managing Committee or its authorized body from time to time and sale the same to the best advantage.



- (20) to organize or participate in exhibitions, Fairs, BSMs, Conferences, Workshops in and outside the state as well as Country for wide publicity & promotion of Odisha Handweavers.

3. To enhance the authorized share capital of OSHWGS Ltd from Rs. 10 Crore to Rs. 25 Crore (Twenty Five) only made of 50,00,000 Shares each of Rs. 50/- for strengthening Handloom Organization under any financial package of Govt. of Odisha as well as Govt. of India for maximizing the borrowing power of the Society in pace with its business turnover.

MEMBERSHIP AND SHARE CAPITAL

4. The following are eligible for membership of the Society:-

- (i) Weavers' Co-operative Societies in Odisha.
 - (ii) Co-operative Societies other than WCS dealing with manufacturing of Handweavers.
 - (iii) Central Co-operative Banks in Odisha.
 - (iv) State Govt. & Central Govt.
 - (v) Self-Help Groups dealing with Production and Sale of Handloom fabrics.
 - (vi) Self-help weavers co-operatives registered under Odisha Self-Help Coop-Act 2001.
 - (vii) Any other person as prescribed under Rule 16(1) of O.C.S. Rule 1985 may also be enrolled as members subject to compliance of provisions under the O.C.S. Act, Rules & Bye-Laws.
 - (viii) Private entrepreneurs, Hand looms manufacturing units, master craftsman and individual suppliers as Nominal members without voting power in the G.B. as well as in the election of office bearers of the society.
5. (a) Application for admission as member and for allotment of shares shall be made to this society in the form prescribed for the purpose. Every such application shall be disposed of by the Chief Executive Officer of the society within the specified period and subsequently by the Managing Committee who shall have power to grant admission or to refuse it. In case of refusal, the reasons for refusal, shall be intimated to the applicant within 90 (ninety) days from the date of the application for membership, failing which such person shall be deemed to have been admitted as a member of this society with effect from the date following the date of expiry of this said period of 90 (ninety) days.

- (5) Where a person is deemed to have been admitted as a member of the Society in pursuance of the preceding sub-section, the Society may file an application before the Director of Textiles-cum- Additional Registrar, Co-operative Societies, Odisha, (Bhubaneswar) within 90 (ninty) days from the date with effect from which such person is deemed to have been admitted as a member for cancellation of the membership.
6. The liability of the members of the Society shall be limited to the Share Capital paid up by them.
7. the value of minimum 20 (twenty) shares shall be paid in one lump-sum on allotment. Every member except State and Central Govt. shall pay an entrance fee of Rs. 10.00 (Rupees ten) only at the time of admission.
8. No member shall be permitted to transfer any share held by him unless the transferee be a Weavers' Co-operative Society, Central Co-operative Bank or other societies as defined in Clause No. 4 of the Bye-laws whom the managing Committee is willing to admit as a member.
9. The society shall ordinarily obtain funds from the following sources:-
- Share-subscriptions.
 - Borrowings.
 - Admission fees.
 - grant/subsidy or other assistance by Government.
10. The Managing Committee may raise loans and deposits, receive advances against commitment of supply of stocks to institutions and by credit purchase of finished products and raw materials for carrying on its business on such terms as may be mutually agreed upon.

MAXIMUM BORROWING LIMIT

11. The maximum borrowing of the Society shall not at any time exceed ten times the total of the paid up Share capital and the Reserve Fund. This shall be exclusive of the loans raised on pledge of yarn materials and finished goods.
12. (a) the ultimate authority in all matters relating to administration of the Society shall be the General Body of members which shall be held at least once in a year in between the month of April to September (within six months after the

close of the financial year) as decided by the Managing Committee. The General Body shall not however interfere with the actions of the Managing Committee or the Executive Committee as the case may be done in exercise of powers conferred on them under the Bye-Laws. The General Body shall consist of the following:-

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- (i) Delegates representing member-societies as per provisions of the G.C.S. Act and Rules in this regard;
 - (ii) Nominated members of the Managing Committee.
 - (iii) Individuals, if admitted as member(s); (except nominal members)
 - (b) The following along with other matters shall be dealt with by the General Body
 - (i) Approval of the programme of the activities of the Society and annual & supplementary Budgets prepared by the Committee for the ensuing year.
 - (ii) Reviewing the loans, advanced to the members of the committee or any of their near relatives having common economic interest if necessary to direct action for recovery of such loan.
 - (iii) Consideration of the audit report and the annual report.
 - (iv) Disposal of the net profit.
 - (v) Amendment or repeal of any existing Bye-Law or the enactment of the new Bye-Law.
 - (vi) Expulsion of member.
 - (vii) Should any sum belonging to the Society be either stolen or otherwise lost and found irrecoverable it shall be open to the General Body to write-off such amounts after obtaining the sanction of the Auditor General, Co-operative Societies, Odisha.
 - (viii) Review of the programmes for the year and its implementations.
 - (ix) Formulation of code of conduct for members, office bearers, officers and other employees of the Society.
 - (x) Formulation of amendments of Service Rule/Cadre Rule of the Employees.
 - (xi) Fixation of the date of next meeting of the General Body.
 - (xii) Appointment of Auditor / Auditing firms to conduct Audit.
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- (d) Any other matter as may be placed in accordance with the provisions of OCS Act/ Rules and Bye-Laws.
 - (e) The election of the members of the Managing Committee other than Government nominated members shall be done in accordance with relevant provision of Odisha Co-operative Societies act and Rules.
 - (f) Every member of a Society (Except the nominal members) and nominated director shall have one vote in the affairs of the Society provided that nominated Directors and nominal members shall have no voting right in the elections of the Society. Every member of the Society shall exercise the vote in accordance with the provisions laid down in the OCS Act/ Rules.
 - (g) There shall be a representative small General Body of the Society consisting of 100 (One hundred) members including Govt. nominees if any, President or Vice President or representatives as the case may be of member societies, and head of local authorities or other body corporate if any.

It shall be consisted in accordance to the provisions of O.C.S. Rules 1965 and co-operative Societies (Election) Rules 1992 as amended from time to time.

For the purpose of General Body, whatever occurs, in the bye-laws excepting in relation to Election of members of Managing Committee, shall be construed as representative small General Body.

The tenure of the representative smaller General Body shall be fixed by the Committee.

A representative to the smaller General Body shall cease to be so, if he ceases or resigns from the memberships of the Society or dies or refuses in writing to function as such and upon such cessation, another representative shall be elected in his place.

In every case where a Society is required to constitute a representative small General Body in accordance with the provisions laid down in O.C.S. Act, Rules, the Chief Executive of the Society shall held elections and constitute the said body to bear such proportions to their total



members as may be decided from time to time by the Committee, so as to ensure equitable representation of all classes of the members of the Society.

13. A meeting of the General Body of the members may be convened when necessary for the conduct of the business by the Managing Committee and shall be convened at the request of one-fourth of its members for a definite purpose to be stated in requisition or at the instruction of the Registrar, Co-operative Societies, Odisha/ Auditor General of Co-operative Societies, Odisha/Financing bank.
14. (a) All matters in the General Body meeting shall be decided by the majority of votes of the members present and voting. When the votes are equal, the Chairman of the meeting shall have casting vote. No amendment to, alteration or cancellation of Bye-Law nor the enactment of a new bye-law shall be made at a meeting of the General Body of members or shall be deemed to have been passed unless two-thirds of the members present vote for it provided that an amendment, alteration or cancellation of a Bye-law passed by the majority of the members present.
- (b) The Society may by a resolution passed by two-third majority of the members present at a meeting of the General Body, expel a member who acts adversely or whose continuance is considered detrimental or prejudicial to the interest of the society provided that no such resolution shall be valid representing his case before the General Body, in the proscribed manner. A copy of the resolution so passed shall be communicated to the member concerned and also shall be published in the Notice Board of the Society.
- (c) The manner of expulsion of the member shall be adopted as per procedure laid down in O.C.S (Amendment) Rule 1997.
15. The quorum of General Body Meeting shall be one-third of the representative of the smaller General Body, or 50 (fifty) whichever is less.
16. (1)(A) The Management of the Society shall vest in the Managing Committee consisting 21(Twenty One) members including the President and Vice-President and excluding the members mentioned under Clause 15(B) of the



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Provided that, save as provided in the afore said clauses there shall be no bar for the members belonging to the said reserved categories to contest the election against the remaining seats in the Managing Committee of the Society.⁹

¹⁰ Provided further that the society shall provide reservation of one seat for the Scheduled Castes or the Scheduled Tribes and two seats for women in the Committee consisting of individuals as members and having members from such class or category of persons.¹¹



In the total number of elected members of the Committee, there shall be representation from among the members belonging to SC, ST, other backward classes including socially and educationally backward classes and women who shall be proportional to the ratio between the members belonging to each said category and the total number of members of the Electoral College, so that among each of the said S/C, ST and other Backward classes including socially and backward classes of members there shall be representations of women which shall be proportional to the ratio between the women members belonging to each said category in the said Electoral college and total number of members of that category in the Electoral College.

(2) In the event of any seat in the committee reserved for Women, S.C., S.T. & OBC categories of members remained unfilled in any election of the Society, the committee of Odisha State Handloom WCS Ltd., shall co-opt. required number of such categories of members from amongst the members of the Society to fill up such seats, and for purpose of making such co-option, the unfilled seats reserved for said categories shall not invalidate the constitution or functioning of the committee, if otherwise it would be having a quorum. The term of the Office of every such co-opted member shall be coterminous with the members of the committee.

(3) In the event off any seats in the committee reserved for women, S.T, S.C. & OBC categories of members remaining vacant for non-availability of required number of such categories of members in the membership of a Society for said purpose of co-option, any vacancy as a consequence thereof, shall not invalidate the constitution or the functioning of the committee provided there is quorum.

(4) The President of the committee of the Society shall be indirectly elected by and from among such members of the committee in the prescribed manner as laid down in Coop. Societies (Election) Rule 1992.

(5) The Vice- President of the Committee shall be elected by and from among the elected members of the committee in the prescribed manner as laid down in the Coop. Societies (Election) Rule 1992 provided that if President of the Committee is not a women, the Vice President of the Committee shall be reserved for women.

(6) The members of the committee shall be elected in accordance with provisions of the O.C.S. Act, Rules and Coop. Societies (Election) Rule 1992 as amended from time to time.

(7) The Chief executive of the society shall by notification published on the date on which may be recommended by the State Co-operative Election Commission, call upon the society to elect members to the committee of the society in accordance with the provisions of the OCS Act/ Rules or the orders made there under.

(8) The preparation of the constituencies and electoral roll to the office of the members shall be in accordance with the provisions laid down in the OCS Act/ Rules and the Odisha Coop Societies (Election to the committees) Rules 1992 amended from time to time.

(9) The Committee unless sooner superseded under the provisions of the OCS Act shall continue for five years from the date of election of the President and the terms of the office of the elected members including the co-opted members thereof shall be coterminous with the terms of the committee.

(10) In the event of Committee of Management not being constituted by the date of expiry i.e. 5 (five) years from the date of election of the President the committee shall be deemed to have been superseded immediately on completion of its term and the management shall stand vest in the Registrar.

16 (B) NOMINATED DIRECTORS

Two members shall be co-opted to the Managing Committee by the members of the Managing Committee out of the panel of the persons having experience in the field of banking, management, finance or specialization in any other field relating to the objects and activities undertaken by the society provided by the State Govt. or any authority specified by the Govt. in this behalf.

Managing Director (Chief Executive) of the Society will be the Ex-officio member of the Managing Committee.

17. (a) No individual shall, whether by him self or as a representative of the Society, be eligible for being chosen or for continuing as a member or Vice-President or President of the Committee of the Society, if he:

- 1. is an applicant to be adjudicated and insolvent or undischarged insolvent; or
- 2. has been sentenced for an offence involving moral turpitude, such sentence not having been reversed;

Or

is of unsound mind or is a deaf-mute or is suffering from leprosy; or



- iv. is a family member of any paid employee of the Society;
- v. has failed to pay any amount due, whether in cash or in kind, to the society, its financing Bank, or any other society on account of any loan or otherwise within three months from the date of notice by the society or the financing Bank concerned for payment of such dues; provided that nothing in this clause shall debar any such person from being chosen as member or president if he makes payment of the dues before the date of filing his nomination at an election of the society;
- vi. is interested directly or indirectly in any contract made with the society or in any sale or purchase made by the society or in any contract or transactions of the society (other than investment & borrowing) involving financial interests; if the contract or transaction, sale or purchase be not complied; or
- vii. has been expelled from the society under clause: 14 (b)
Provided that this disqualification shall not apply where more than two years have elapsed from the date of such expulsion or where the Registrar has sanctioned the re-admission or admission within the said period of any such member as a member of the same society or any other society, as the case may be;
- viii. has been convicted on charge of misappropriation or defalcation of funds of any society or any offence under O.C.S. Act or has been found liable in a surcharge proceeding until such conviction or liability is reversed; or
- ix. has been dismissed, discharged or removed from the service of the Government public Sector undertaking, Local Body, Co-operative Society or any other Body corporate as a result of disciplinary proceedings on charge of embezzlement, misappropriation or any other misconduct involving moral turpitude unless order of such dismissal, discharge or removal has been reversed; or
- x. is holding any office of profit under the state or central Government, any public sector undertaking, Local Authority Educational Institution or a Co-operative Society.
Or
- xi. is debarred under the representation of the Peoples Act, 43 of 1951 to contest election; or





- iii. is retained or employed as a legal practitioner: (a) against the society; or (b) on behalf of the society, except in an honorary capacity; or
- iii. abstains himself while remaining member or vice-president or president of committee attending the meetings of the committee, or a Society over a continuous period of six months; (e) without prior intimation in respect of every such meeting; or with prior intimation if, upon such intimation, the committee disapproves the abstention in the meeting to which the intimation relates or the meeting next following; provided that nothing in this clause shall debar such person from becoming a member or vice president or president after the expiry of a period of two years from the date of immediately following the date on which the said period of six months expires; or,
- xiv. abstains himself from attending the meetings or special meetings of the General Body or the Representative smaller General Body, as the case may be, over a continuous period of one year-
- a) without prior intimation for every such meeting; or
- b) with prior intimation. If upon such intimation, the committee disapproves the abstention in the meeting to which the intimation relates or the meeting next following; provided that nothing in this clause shall debar such person from becoming a member or vice-president, or president after the expiry of a period of two years from the date immediately following the date on which the said period of one year expires;
- xv. all disqualification prescribed under Act, Rules and Bye-laws shall not apply to directors nominated by Government.
- xvi. a representative of the societies or body corporate shall not eligible for being chosen or for continuing as member or Vice-President or President of the Committee of any other societies in case where the society or body corporate which he represents.
- xvii. has failed to pay any amount due in cash or in kind of the society or any other society/Bank on account any loan otherwise, within three months from the



date of notice by such society, or the financing Bank concerned for payment of such dues.

- and ceases from the membership of the society;
- iii. Ordered to be wound up or dissolved
- iv. acquires any disqualification under act and Rules or Bye-laws.
- b) The Directors nominated by the Govt. under Bye -laws No.16 (i) shall hold office for period as the Govt. may from time to time prescribe; provided that the Govt. at any time may terminate the nomination of any person & nominate another in his place. A person nominated to the committee by the Govt. shall not be eligible to vote or contest in any election of president/vice-president/ committee of members of the society.

Any vacancy in the office of a member/president/vice-president of the committee arise by reason of death, resignations or removal, such vacancy shall be filled-up in the same manner as it was originally filled-up.

- c) The member of the committee elected/co-opted in accordance to provisions of the G.C.S. Act, Rules, Co-op. societies (Election) Rule, 1992 cease to be the member of the committee if such member either as a representatives of member society or as a member by virtue of continuance in the management of such society attract any such disqualifications as provided in G.C.S. Act, Rules or its Bye-laws.
13. The Managing Committee shall meet at least once in three months to conduct the affairs of the Society. The quorum of a meeting of the Managing Committee shall be nine. All the questions before the Managing Committee shall be decided by a majority of votes; should there be an equality of votes, the president of the presiding member shall have a casting vote. No member of the Managing Committee shall be present at a meeting of the committee when any matter in which he is personally interested is being discussed. However, the temporary withdrawal of the member as aforesaid shall not affect the quorum of the meeting. In case of urgency, where there may not be sufficient time to convene a meeting of the Managing Committee, with the approval of the president may obtain the orders of the Managing Committee by circulation of papers among the members. Such decisions arrived at by circulation shall be placed before the next meeting of the Managing





Committee for their information. Should a difference of opinion arise in the course of such circulation, the matter should not be decided by circulation but shall be placed before the next meeting of the Managing Committee which may be convened as and when necessary.

19. The president and in his absence the Vice-president and if both are absent a member elected by the meeting shall preside over the meeting of the executives committee, Managing Committee and General Body.
20. The meeting of the General Body / Managing Committee/Sub Committee/ Executive Committee as shall be convened by the Managing Director (Chief Executive) with the approval of the president. The executive committee shall ordinarily meet once in two month.
21. It shall be competent for the Managing Committee to frame rules of business of the Society consistent with the Co-operative societies Act, Rules framed there under and these Bye-laws. Such regulations shall be entered in the Minute book of the Society and come into force after approval of the Director of Textiles-cum-Addl. Registrar, Co-operative societies, Odisha.
22. The Managing Committee of the society shall have among others the following powers and duties.
 - (a) The power to:-
 - i) admit members and dispose of applications for shares;
 - ii) interpret the organizational Objectives and set specific goals to be achieved towards those objectives;
 - iii) prepare annual and supplementary budgets and get approval of the General Body thereto;
 - iv) raise and invest funds in accordance with the Bye-laws;
 - v) sanction all expenditure above the prescribed level and the plan of Capital development for the coming year or years;
 - vi) enforce any debt or demand of the society and institute, defend or compromise legal proceedings for or against the society;
 - vii) assess the existing man-power resources and future requirements in the context of changes that might have taken place and the measures to be taken to ensure availability of the required sources. Consider and remove





- constraints in the process or progress of manpower planning at least at the beginning of every year.
- vii) appoint officers or other staff to conduct the business of the society and define inter-alia their duties, service conditions including recruitment, transfer, scale of pay, confirmation, seniority, promotion, payment of gratuity, provident fund, leave concession and disciplinary matter etc.
 - ix) arrange for the education and training of members and employees and review the programmes and the progress relation thereto, at least at the beginning of every year;
 - x) appoint one or more sub-committees consisting of the members of the Managing Committee and Directors having experience and knowledge in Handloom, weaving, Dyeing or Printing Industry and persons/ experts whose advices are deemed necessary may be taken as advisers in the sub-committees and frame rules as may be necessary to regulate the work of such committees and to delegate to them such power as may be found necessary;
 - xi) make periodically appraisal of its operations;
 - xii) to acquire and dispose of movable properties of the society;
 - xiii) fix scales of travelling allowance and sitting fees of Board Directors;
 - xiv) hold periodical conference, seminars, special adhoc conferences, exhibition of Handloom products;
 - xv) do propaganda for Handloom Industry by publication of magazines, books, pamphlets and through other forums;
 - xvi) make a revaluation and sale of the damaged / slow moving / un – saleable stocks detected during annual stock verification in accordance with the provisions of the O.C.S Act/ Rules.
- (b) The duty of –
- i) observing, in all affairs, the provision of the O.C.S. Act, Rules and Bye-laws;
 - ii) proper receipt and disbursement of money of the Society and maintenance of the accounts, assets and liabilities of the Society;
 - iii) preparation of annual report of the society for every year and submit to the General Body.



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- vi) Preparation of annual returns (prescribed by the Registrar and the Auditor General;
 - vii) preparation of the statements of accounts required at audit and placement of the same before the auditors;
 - viii) preparation of all other statements and returns and submission of the same to the Registrar and the Auditor General in such forms as they may direct;
 - ix) maintenance of the accounts of the society regularly in proper books;
 - x) maintenance of the Register of the members up-to-date;
 - xi) formulating recommendation for appropriation of the net profits declared as distributable under the provisions of the O.C.S. Act, and rules and submitting the same to the General Body;
 - xii) facilitating the inspections, inquiries and audits under the O.C.S. Act and considering the Audit, Inspection and Inquiry reports received from the concerned authorities and furnishing compliance there to;
 - xiii) convening the meeting and special meeting of the General Body in time;
 - xiv) watching that the loans and advances utilized for the purposes for which they are meant and also that they are repaid punctually.
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- (XIII) examining and taking prompt action in case of all arrears and defaults in repayment of loans and advances;
 - (xiv) liaising with the members in all matters of the Society and ensuring the observance of the Co-operative principles;
 - (xv) making arrangements for holding elections in time and;
 - (xvi) performing such other functions as may be entrusted to it by the General Body or required by or under the O.C.S. Act, Rules and the Bye-laws.
 - xvii) Communication of the Audit Report to the State Government.

EXECUTIVE COMMITTEE

- 23. Subject to the control by the Managing Committee, the management of the affairs of the Society shall be vested in an Executive Committee consisting of the following seven members;
- 1. The President
 - 2. The Vice-President





3. The Director of Textiles-cum Additional Registrar, Co-operative Societies, Odisha.
4. Two Directors representing Handloom Weavers, Co-operative Society.
5. One government nominated Director.
6. Managing Director (Chief Executive officer) of the Society.
24. The members of the Executive Committee shall hold office for the full term for which they are members of the Managing Committee. The quorum of a meeting of the Executive Committee shall be 4 at any time.
25. An elected member of the Executive Committee shall cease to hold office if he abstains for continuous six months of the Executive Committee but he may be reinstated in office by the Executive Committee on his application, showing sufficient reason for such absence.
26. The Executive Committee shall exercise such power as may be delegated to it by the Managing Committee.

NOTICE

27. Ordinarily at least seven clear days, notice shall be given for a meeting of an Executive Committee and for a meeting of the Managing Committee. Not less than 15 (fifteen) clear days, notice of an ordinary meeting and not less than 10(ten) clear days notice of a Special General Body meeting shall be given to every members of the General Body. The notice shall specify the date, place and hour of the meeting with a statement of business to be transacted and it shall be served on the members by any one or more of the following modes by the society:
 - a) Posted to addressees given by the share-holders (Under Certificate of Posting).
 - b) By publication of the same in daily Orissa newspaper having wide circulation in the area of operation of the Society or in the Notice Board of the Society, its Branches, if any the Offices of the Gram Panchayat, Panchayat Samiti, Tahasilidar, Collector, Sub-Collector, D.R.C.S., A.R.C.S. in the area of operation of the Society.
 - c) By beat of drum or distribution of leaflets in the area of operation of the Society.



28. Subject to such resolution as the Managing Committee may from time to time pass, the Officers of the Society shall have the powers as mentioned below.
- a) ~~The President shall have a general control over all the affairs of the Society. He shall have full disciplinary control on the staff.~~
 - b) The Vice-President in absence of the President shall exercise such powers as delegated to him by the President.
29. In absence from duties of the Managing Director or the Secretary, the powers, duties and responsibilities assigned to each of them shall be exercised by the other and in absence of both, by such officer as may be decided by the Executive Committee or by the President if so authorized by the Managing Committee.
30. The Managing Director and the Secretary shall have the following duties and responsibilities:

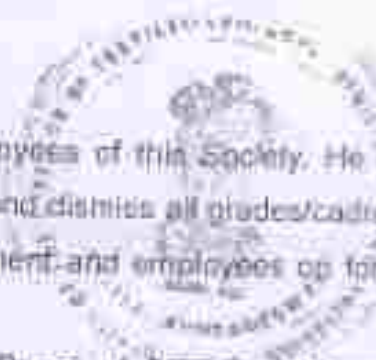
MANAGING DIRECTOR

The Officer in-charge of the Society deputed by the State Government will be the Managing Director who will be Chief Executive Officer of the Society. He will function under the overall control of the President and will be responsible for the following:

- a) To conduct the day to day administration of the Society.
- b) To operate accounts of the Society with different banks and control expenditure as per budget approved by the Board of Management with exception of Government funds placed with Boyanika meant for implementation of Government programmes which will be Managed/controlled by Boyanika only on receipt of instructions from Government in Handlooms, Textiles and Handicrafts Department on recommendation of Director of Textiles.
- c) To arrange for proper purchase of fabrics, yarn, stores, dyes and chemicals, weaving equipments etc. and sale of the same and to conduct all business in a proper manner.

He shall control and supervise the working of the Central Depots & Sale Branches.



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- (d) To have ultimate control over the paid employees of this Society. He shall have powers to employ, suspend, discharge and dismiss all grades/cadres of employees except the employees on deployment and employees on foreign deputations terms and conditions.
 - (e) to do such other work as directed by the Board of Directors (Managing Committee/Executive Committee) and President from time to time.
 - (f) to assign duties & responsibilities to various officers & delegate suitable powers for the smooth conduct of business/ administration of the Society.
 - (g) He shall be the officer to sue and to be sued on behalf of the Society and all bonds in favour of the Society shall be in the name of the Managing Director.
 - (h) To perform such other duties as per O.C.S Act and Rule as amended from time to time.

SECRETARY

- 31. The Secretary of Society will function under the direct control of the Managing Director. He will be responsible for the following :-
 - (a) He shall maintain correct and up-to-date registers of members and the registers of the delegates or representatives of affiliated societies
 - (b) He shall sign all receipts for the money received by the Society.
 - (c) He shall do such things as may be necessary and incidental to the day to day administration and general management of the affairs of the Society.
 - (d) He shall be responsible for proper maintenance of files, records and accounts of the Society.
 - (e) He shall have powers to operate accounts with specified Banks to be decided by the Board of Management for drawal of funds for payment of dues to the member societies.
 - (f) He shall have power to incur contingent expenses.
 - (g) He will be the Double lock officer for the cash of the office.
- 32. It shall be the duty of the Managing Director to arrange for the purchase of raw materials and appliances required by the members on cash or credit and for their sale to the members / Coop Societies, other nominal members and Govt. institutions, for cash or credit. He may also arrange purchase from member societies, other as mentioned under clause 2 (19) of the Bye-Laws.



their finished products and to sell or arrange for their sale to the best advantage.

33. In required cases, advance may be sanctioned by the General Manager-cum-Secretary up to a maximum of Rs. 15,000/- (Rupees Fifteen thousand only) in each case in shape of raw materials and conversion charges with the approval of the Managing Director.
34. The annual net profit as declared by the Registrar/ Auditor General shall be disposed of in the following manner:
- (i) Twenty-five percent shall be carried to the credit of the Reserve Fund.
 - (ii) Out of the remainder, 10% shall be carried to the price fluctuation fund.
 - (iii) Out of the balance a sum not exceeding 15% of the net profit as would be decided by General Body may be set apart to a development fund to be spent for such purpose as prescribed in Section 57 of the Odisha Cooperative Societies Act, 1962.
 - (iv) Out of the remainder, payment of dividend to members on their paid up share capital may be distributed as dividend at a rate not exceeding 12% of such Share Capital.
 - (v) Out of the remainder, a sum not exceeding Rs. 10,000/- or 6% whichever ever is less as may be decided by the General Body may be paid as honorarium to the President or Vice-President or any Director or Directors for his or their specific services as previously defined by the Managing Committee.
 - (vi) Such amount of the net profit as would be decided by the General Body may be divided among the affiliated Societies according to the value of finished products delivered to and yarn purchased from the Society.
 - (vii) A sum as may be decided by the General Body may be carried to the building fund.
 - (viii) The balance or such smaller portion of the profits as may be fixed by the General Body be used for such purpose as may be decided upon by it to improve the economic conditions of the weavers of the affiliated societies.
 - (ix) Bonus to the members of the Establishment be paid as would be decided by the General Body on the recommendation of the Managing Committee. Such Bonus shall not exceed 3 months salary.



- (x) Any profit not distributed in any manner may be carried forward to other fund as would be decided by the General Body.
- (ii) Subscription to the Co-operative Education Fund to be paid as per the provision laid down in Odisha Co-operative Societies Act and Rules.
35. The Reserve Fund shall belong to the Society as a whole and is intended to meet unforeseen losses. No member can claim a share in it. It shall be invested in such manner as the Registrar, Co-operative Societies, Odisha may prescribe and shall not be drawn upon except with his sanction.
36. Should any doubt arise as to construction or interpretation of any clauses of bye-law, the Managing Committee shall refer the same to the Registrar of Co-operative Societies, Odisha for advice and such advice shall be final and binding.
37. The Society shall prepare annually in such form as may be prescribed by the Registrar, Co-operative Societies, Odisha/ Auditor General, Co-operative Societies, Odisha
- i) A statement showing the receipt and disbursement for the year.
 - ii) A profit and loss account.
 - iii) A balance sheet and
 - iv) Such other statements as may be prescribed by the Registrar, Co-operative Societies, Odisha/Auditor General of Co-operative Societies, Odisha. These statements shall be made up to 31st March of each year and a copy of each shall be sent to the Registrar, Co-operative Societies, Odisha/ Auditor General of Co-operative Societies, Odisha, within a month after the closure of the Cooperative year ending 31st March. After the Auditor General, Co-operative Societies has verified the statement and granted his audit certificate, the society shall publish such of statements as he may direct in the manner prescribed.
38. The minutes of the proceedings of all meetings of the General Body, the Managing Committee and the Executive Committee shall be entered in Books kept for the purpose and signed by the Chairman of the meeting and shall be communicated to the members of the Managing Committee.



38. Not with standing any thing contemplated in the Bye-Laws of the society, will be governed as per the provisions of O.C.S Act, 62, O.C.S. Rules, 1965 and Co-operative Societies (Election) Rule, 1992 as amended from time to time.



Deputy Registrar
Co-operative Societies
Odisha, Bhubaneswar

Certified that the complete amendment of Bye-laws of the Odisha State Handloom Weavers Co-op. Society Ltd., Bhubaneswar being passed by the General Body meeting held on 05.06.2015 (see minutes copy attached as 12 (1) of the O.C.S. Act, 1962) collected at 1262/My office.

12/05/15
Director of Textiles,
Handloom-cum-Kutai,
Registrar Co-op. Societies,
Odisha, Bhubaneswar