

CREDO (2018) :
CONFEDERATION OF
REHABILITATION,
EMPOWERMENT
& DAEDAL ORGANISATIONS

(A PUBLIC CHARITABLE TRUST
NOT FOR PROFIT)

BYE LAWS

A. INTERPRETATION

- 1) In the interpretation of these Bye laws, the following words and expressions shall have the following meanings, unless repugnant to the subject or context:-
- 2) "CREDO (2018)" means CONFEDERATION OF REHABILITATION, EMPOWERMENT & DAEDALORGANISATIONS, a not for profit charitable trust.
- 3) "The Act" means the Rules framed by the West Bengal Government Registrar of Trusts thereunder or any modification or re-enactment for the time being in force or any other rules set forth by the Central or State government that may govern the Trust.
- 4) "The Seal" means the common seal of CREDO (2018).
- 5) "Ordinary Member or Member or Associate Member or Associate" means a member of the Working committee of CREDO (2018) for the time being and whose name is entered in the Register of Working Committee Members of CREDO (2018).
- 6) "Panel" means a panel of a group of experts / officers constituted under these Bylaws.
- 7) "Auditors" means the person or persons properly qualified and appointed in compliance of the Companies Act, 1956.
- 8) "Authorised Representative" or "Authorised Representative of a Member" means a person registered as such.

- 9) "Founder Trustees" shall mean the trustees who are signatories to this trust deed at the time of registration of this Deed.
- 10) "Patron Trustees" shall mean the non-founder trustees of CREDO (2018) whose names are registered as such and "Patron Trustee members" where ever referred to in this context shall mean the Patron non-founder Trust members of CREDO (2018).
- 11) "Trustees or Trustee or Trust members or members of the Trust" shall mean all the trustees of CREDO (2018) whose names are registered as such "Trust members" under the category of Founder Trustees and Patron Trustees where ever referred to in this context shall mean the Trust members of CREDO (2018) collectively.
- 12) "Executive Committee" means Committee of Administration duly constituted by the Founder Trustees, Trust Members of CREDO (2018), which shall exercise the powers vested upon them by the Trustees of CREDO (2018).
- 13) "Patron / Advisor" shall mean the honorary non-trustee member co-opted as member of the Executive Committee of the Trust or the honorary non-trustee member co-opted as an associate member of the Working Committee under the Executive Committee of CREDO (2018) whose names are registered as such and "Patron members / Advisor" where ever referred to in this context shall mean the Patron / Advisor being the non-founder non-trustee members of CREDO (2018)'s Executive committee or Working Committee, as the case may be as per the register under which the name of the respective Patron / Advisor has been entered.
- 14) "Bye Law" means the Bye Laws of CREDO (2018) for the time being in force, made under or in pursuance of the Constitution and By laws for the time being or under or by virtue of any enactment that is effective on CREDO (2018) and all of its working committees and sub committees.

- 15) "Year" : means financial year from April 1st to March 31st. of the corresponding year
- 16) "Terms": means Annual General Meeting to next Annual General Meeting.
- 17) "Co-opted Member" means a member who has been co-opted by the Executive Committee of CREDO (2018) or by the respective Working Committees / Sub Committees respectively.
- 18) "Co-opted Trustee" means a trustee who has been co-opted by the majority of the Trustees.
- 19) "Annual General Meeting of the Trust of CREDO (2018)" means a General Meeting of the Trustees held in accordance with the By laws of CREDO (2018).
- 20) "Annual General Meeting of the Executive Committee of CREDO (2018)" means a General Meeting of the members under CREDO (2018) held in accordance with the By laws of CREDO (2018).
- 21) "Annual General Meeting of the Working Committee of CREDO (2018)" means a General Meeting of the members under respective Working Committee(s) under the Executive Committee of CREDO (2018) held in accordance with the By laws of CREDO (2018).
- 22) "Extraordinary General Meeting of the Trust of CREDO (2018)" means an Extraordinary General Meeting of the trustees of CREDO (2018) duly called and constituted and any adjourned meeting thereof.
- 23) "Extraordinary General Meeting of the Executive Committee of CREDO (2018)" means an Extraordinary General Meeting of the members of the executive committee of CREDO (2018) duly called and constituted and any adjourned meeting thereof.

- 24) "Extraordinary General Meeting of the Working Committee(s) of CREDO (2018)" means an Extraordinary General Meeting of the members of the working committee(s) of CREDO (2018) duly called and constituted and any adjourned meeting thereof.
- 25) "Office" means the Registered Office of CREDO (2018) and / any other Administrative and / any other Branch office(s) of CREDO (2018) any where in the world.
- 26) "Chairman of the Trust or Chairman" means Chairman of the Executive Committee of the trust of CREDO (2018) who shall be the permanent Chairman of the Executive Committee of CREDO (2018).
- 27) "Chairman of the Working Committee" means Chairman of any of the Working Committees of CREDO (2018) and includes any person acting as such.
- 28) "Secretary General" means a Secretary for the time being of the Executive Committee of the trust of CREDO (2018) and includes any person acting as such.
- 29) "Secretary of the Working Committee of CREDO (2018) " means a Secretary for the time being of any of the working committees under the Executive Committee of CREDO (2018) and includes any person acting as such.
- 30) "President of the trust of CREDO (2018) " means a President for the time being of the Executive Committee of the trust of CREDO (2018) and includes any person acting as such.
- 31) "President of the Working Committee of CREDO (2018) " means a President for the time being of any of the working committees of the associate members of CREDO (2018) and includes any person acting as such.

- 32) "Treasurer of the trust of CREDO (2018) " means a Treasurer for the time being of the Executive Committee of the trust of CREDO (2018) and includes any person acting as such.
- 33) "Treasurer of the Working Committee of CREDO (2018) " means a Treasurer for the time being of any of the working committees of the associate members of CREDO (2018) and includes any person acting as such.
- 34) "Director of the Executive Committee of CREDO (2018) " means a Director for the time being of the Executive committee of CREDO (2018) and includes any person acting as such.
- 35) "Director of the Working Committee of CREDO (2018) " means a Director for the time being of any of the working committees of CREDO (2018) and includes any person acting as such.
- 36) "Government" means the departments and/or agencies of/under Government of India and/ any other State Governments concerned with the objectives of CREDO (2018).
- 37) "Third party" means any person, firm or company or any other persons or bodies or legally constituted entities engaged in rendering services, sales of goods and materials to CREDO (2018) in India and abroad.
- 38) Where ever a gender has been mentioned as 'his' or 'he' it shall mean both male as well as female, depending on the gender of the person referred in that context.

B. BYE LAW

- 1.1. CREDO (2018) may from time to time frame such Bye-laws as may be considered appropriate for the efficient conduct of the affairs of CREDO (2018) including, but not limited to, Bye-laws relating to admission of trustees to CREDO (2018) for determination of the representation to the Executive Committee of CREDO (2018) or admission of ordinary associate members for determination of the representation to the Working Committee(s) under the Executive Committee of CREDO (2018) to be granted to individuals, non governmental organisations, government agencies, public sector undertakings, financial and banking institutions, trusts, societies, charitable organisations, not for profit companies, private enterprises, firms, individuals, public bodies from INDIA or abroad specifying the period for which they shall be continued as member in conformity with provisions of the Bye Laws here-in and governed Acts. CREDO (2018) may in like manner at any time and from time to time rescind or alter or add to any of the Bye-laws passed by special resolution and approved by the trustees of CREDO (2018) exclusively.
- 1.2. No age limit shall be adopted to be a Trustee, Patron, Advisor, Associate of CREDO (2018) but he or she must understand the responsibility and duty of being a trustee / associate / Patron / Advisor.
- 1.3. The trust shall have separate independent working committee(s), functioning under it's Executive Committee, for each or a group of it's projects and shall induct ordinary members also called as associate(s) or associate member(s) into such working committee(s) who shall not be considered, directly or indirectly, to be the trustees of CREDO (2018) and shall have no voting rights at the meetings of the executive committee of the trust. Such ordinary members or associates shall exercise their voting rights only and exclusively in the Working Committee meetings in accordance to the Bye Laws set forth here-in.

- 1.4. The ordinary members of the various Working Committee(s) under the Trust shall be called as the "ASSOCIATE" of CREDO (2018). No age limit shall be adopted to be an associate of CREDO (2018) but he or she must understand the responsibility and duty of being an associate.
- 1.5. The bye laws pertaining to the admission of the Associates and their determination of representation to the various Working Committees of CREDO (2018) is better mentioned under Article number 2 of the Bye Laws here under.
- 1.6. The Secretary General of the Trust shall be, by default, the Secretary of all such Working committees and in his absence, the Chairman of the trust shall be the Secretary of all such Working committees who will exercise the following powers upon such working / sub-committee(s) :-
 - a. vetoing power on any and all the decisions of the Working committee(s) and / sub-committee(s), if found to be in violation, contravention or damaging to the objectives, purpose, functioning, goodwill of the trust;
 - b. dissolve the Working committee(s) and / sub-committee(s) & it's members, if found to be in violation, contravention or damaging to the objectives, purpose, functioning, goodwill of the trust;
 - c. form new Working committee(s) and / sub-committee(s), steering committees, adhoc committees, panels, etc.
- 1.7. **TRUST MEMBERS**
 - a. Any person, HUF, firm, or association of person, joint stock company or other Corporation or society or trust or company, or government agency, government department, Central or State ministry, or any legally constituted entity or private enterprise or bank or financial institution or Public Sector Enterprise who shall be engaged in any of the activities as per the objectives of CREDO (2018) or who may provide valuable resources to fulfill the objectives of CREDO (2018) and who shall satisfy the requirements of the Bye-Laws, if any, framed by CREDO (2018) in this behalf.

- b. The Trustees who are signatories of the registered Trust Deed shall be called as “Founders” of the trust who :
- i. shall be permanent trustees for the life of the trust and cannot be removed without the simple majority vote (51%) by founder trustees only or unless having defaulted in payment of the subscription and other fees to the Trust,
 - ii. shall be recognized as the torch bearers of the trust and whose opinions and suggestions shall always be held with the highest of respects by all the trustees and working committee / sub committee members of CREDO (2018).
- c. All non founder Trustees shall be called as “Patron Trustees” who shall serve the trust for a period of one year from the date of induction into the trust and shall be subject for re-nomination at the end of term at the sole discretion of the Executive Committee. However the continuation of the term of Patron Trustees are subject to the other Bye Laws of this bye laws of the trust.
- d. On receipt of any such application under the category of the Patron Trustees to the trust of CREDO (2018), the secretariat will process the same and have it approved by Secretary General of the Trust and in his absence Chairman or President of the Executive Committee. The Secretary General of the Trust shall issue a trust membership certificate and put it up for ratification of such membership in ensuing meeting of Executive Committee.
- e. If any application is rejected, the Secretary General of the Trust shall notify the applicant of such rejection. The decision of the Executive Committee is final and cannot be challenged nor is the Executive Committee obliged to give any reasons for the rejection.

- f. If the Executive Committee accepts any application, the Secretary General of the Trust shall notify the applicant of such approval and thereupon the applicant shall immediately become a Patron Trustee member of CREDO (2018); provided that all fees and other dues payable by such applicant to CREDO (2018) have been paid by him/her and no newly admitted trust member shall be permitted to enjoy any of the privileges of a trust member until he/she shall have first paid his/her subscription and entrance fee and other fees to CREDO (2018). Should a new admitted trust member fail to pay his/her subscription and such other fees as aforesaid within one month of the date of admission, such admission shall be considered void and the application shall deemed to have been rejected.

- g. Any member wishing to resign from the trust membership of CREDO (2018), shall give to the Secretary General of the Trust two calendar month's notice in writing of his/her intention to resign and until such notice is given and until the expiry thereof, he/she shall be deemed to continue to be a trust member and shall be liable to pay his/her annual fee and all other dues, if any, to CREDO (2018). No fees shall be refunded to a trust member resigning as aforesaid. Such resignation shall also not affect any liability of the member to contribute to the assets of CREDO (2018) as provided in the CONSTITUTION and BYE LAWS. Notwithstanding anything to the contrary contained hereinabove, the Trust Committee may refuse to accept the resignation of a trust member unless and until all arrears of subscription and any other sums which may be due on the date of receipt of notice of resignation by the trust member to CREDO (2018) have been paid.

- h. Apart from and without prejudice to any other rights and privileges conferred on CREDO (2018) trustee either by the CONSTITUTION OF CREDO (2018) or by these Bye Laws, CREDO (2018) trustee shall have the following right and privileges:

- i. To vote for election of members of the Executive Committee.
 - ii. To stand for election to the Executive Committee.
 - iii. The right of requisition as mentioned hereinafter to call a Meeting of the Executive Committee of CREDO (2018);
 - iv. The right to receive the Annual Report of the Trust of CREDO (2018);
 - v. The right to receive publications of CREDO (2018) on the terms fixed by the Executive Committee from time to time.
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- i. Outstanding personalities from the community can be inducted as honorary members to the Executive Committee of the Trust and given the honorary post of 'PATRON' or "ADVISOR" of the Executive Committee of the Trust. Such patrons shall have no voting rights in the proceedings of the Executive Committee of the Trust.

1.8. TRUST MEMBER SUBSCRIPTION

- a. An Entrance and subscription fees shall be paid by every trust member as under or at rates amended from time to time by the Executive Committee. Executive Committee may levy charges payable by trust members of CREDO (2018) for various services rendered like sending circulars, participation in trade fairs recommending for grants, sponsorships, donations, administrative expenses, etc.
- b. An Entrance fee & Annual subscription fee shall be paid by every member as under, or as shall be revised from time to time:
 - i. Entrance fee Rs.1,000 at the time of enrollment.

- ii. Annual subscription fee Rs.2,500/- every year by every member.
- iii. Any trust member, including Founder and Patron member, required to pay a subscription and failing to do so shall cease to be a trust member on the expiry of a period of three months from the date on which the subscription fell due which shall be 1st April, every year, and no member whose subscription is in arrears at the time of such voting shall be entitled to vote. The Secretary General of the Executive Committee may extend the period to rectify default by another month at his sole discretion, without recourse or challenge, on the representation of the Trust Member so defaulting if the Secretary General of the Executive Committee is satisfied that the default made by the trust member is beyond its control, and the trust member pays the subscription in full for the entire period of default within the time stipulated by Secretary of the Executive Committee.

1.9. The Trust shall consist of such members who are elected, nominated or otherwise appointed in accordance with these Bye Laws and for the Bye Laws.

1.10. A member of the Trust may resign by two calendar months' notice in writing to the Secretary General of the Executive Committee of his/her intention to do so and on expiry of the notice such trust member shall cease to be the trustee, but he/she shall nevertheless, continue to be liable to the Trust for any amount due from his/her to the Trust upto the date of his/her resignation.

1.11. REGISTER OF MEMBERS

- a. The Trust shall keep a register of its Trust members under all categories as applicable in which shall be set forth the names and addresses of the members for the time being, the date at which each person was entered in the Register as a Member; the date at which any person ceased to be a Member and all changes in membership taking place from time to time shall be recorded. The record may be maintain in electronic format and / printed format.

- b. Any changes in the constitution, ownership, address of Trust Members will have to be notified within 3 months of such change. However, the Executive Committee may condone delay upto 3 months beyond initial 3 months' period provided it is satisfied that the delay in notifying the change was not due to willful negligence. Failure to notify such change within the stipulated time will render the membership liable to cancellation.
 - c. Every member shall promptly notify the Trust in writing of any change effecting any of the entries in the register.
- 1.12. A member of the Trust shall be represented by Proprietor/Karta or one of its Partners or Authorised Representative to act as its representative at any Meeting of the Trust provided that such representation is duly authorised on the letter head of the Firm, duly signed by the Authorised Member unless revoked.
- 1.13. Any joint stock company or other Corporation or Society which is a Member of this Trust shall by a Resolution of its Directors or any persons in the position of Directors authorise any of Directors or any person in the place of Directors to act as anauthorised representative at any meeting of the Trust.

1.14. FUNCTIONS OF THE EXECUTIVE COMMITTEE

The functions of the Executive Committee shall be as follows:

- (a) to administer the general affairs of the Trust;
- (b) to determine the work to be undertaken and to arrange for the conduct of such work;
- (c) to set up working committee or sub-committees generally or for particular purpose as the Committee may consider necessary.

(d) to receive and accept or deal if so desired by the Working Committee with reports and recommendations of the Committee set up by the Trust.

(e) to arrange for the publication of reports and other documents issued by CREDO (2018);

(f) to collaborate with kindred activities of other Trusts, Societies, Charitable entities, Government agencies and departments, individuals, legally constituted entities and Apex Bodies in India and Foreign Countries and with international organisation working in the field;

(g) to control the finances of CREDO (2018);

(h) to control the staff of the CREDO (2018);

(i) to make, add, alter and repeal, with the approval of the Trust, all such bye-laws as may be deemed necessary or expedient for the proper conduct and management of CREDO (2018). All these additions, Alterations, etc. shall become effective only after the same has been approved by the Trust of CREDO (2018).

(j) To provide a Logo and seal of CREDO (2018) and also provide for its safe custody;

(k) To do all such other lawful acts as would be conducive to the interests of CREDO (2018) as per the objectives of CREDO (2018).

1.15. PROCEEDING OF THE EXECUTIVE COMMITTEE

(a) The Committee may meet for the despatch of business, adjourn and otherwise regulate its meetings as it thinks fit.

(b) Save as otherwise expressly provided in the Act, question arising at any meeting of the Committee shall be decided by a majority of votes.

In the absence of the Chairman, one of the members shall preside over the meeting.

(d) Subject to the provisions of the Act, atleast two meetings of the Committee shall be held every year.

(e) The Chairman shall call or on requisition in writing signed by 2/3r of the Members of the Committee shall require the Secretary General to call Committee meeting at any time and on the receipt of such requisition the Secretary General shall forthwith call such a meeting.

(f) Not less than seven days' notice of every meeting of the Committee who shall for the time being be in India.

(g) At any meeting of the Committee minimum four (4) members shall constitute a quorum.

(h) Each member of the Committee including the Chairman shall have one vote and in case of a tie, the Chairman shall in addition to his own vote, have a casting vote. There shall be no proxy.

(i) Save as herein provided and subject to the provisions of the Act, the committee shall have the power to regulate its own proceedings and may frame such Bye-Laws in this behalf as it may deem appropriate.

(j) The record of the proceedings of the Committee shall be open for examination to the members, subject to the provisions of the Act and to such regulations and inconsistent therewith as the Committee may from time to time deem expedient.

(k) Any business which it may be necessary for the Committee to transact may, if the Chairman so directs, and subject to the provisions of the Act, be carried out by circulation of paper among all members and any resolution so circulated and approved by majority of such members signing shall be as effectual and binding as if the resolution had been passed at a meeting of the Committee.

(l) When any business is so referred to the members of the Committee by circulation, a period of not less than seven clear days shall be allowed for the receipt of replies from such members, such period being reckoned from the date on which the notice of the business is issued.

(m) If a resolution is circulated, the result of the circulation shall be communicated to all members of the Committee present in India.

1.16. The Membership of the Trust shall ipso-facto cease if:-

(a) the member voluntarily submits his resignation in writing to the Secretary General of the Trust, provided that, such member shall vacate such membership only after the acceptance thereof by the Executive Committee.

(b) a member being a corporate body or society or firm, a resolution is passed for its dissolution/winding up or an order for its dissolution/winding up is made by a court of competent jurisdiction.

(c) a member shall cease to be a member of the Trust in case of default in payment of subscription to the Trust or continue default in case of Central Government dues.

(d) he ceases to be a member under any other article of the Bye Laws of the Constitution and / Bye Laws of the Trust.

(e) In case of an individual, upon his death.

(f) he is expelled from the Trust by a resolution passed by simple majority (51%) of its founder members present, by reason(s) of failure to observe the Bye Laws of Constitution, regulations and bye-laws of the Trust or is found to be detrimental to the interest of the Trust or any decision of arbitration of the Executive Committee.

(g) he is removed or de-registered in accordance with the Provisions of any government regulations, Court orders and Procedures in force.

(h) such member being an individual, he, or if such member is a company or corporation, any officer or Director thereof as the case may be, is pronounced guilty of an offence which in the opinion of the Executive Committee, amounts to an action conduct in contravention of the rules, regulations and/or bye laws of the Trust or is otherwise detrimental to the interest of the Trust.

(i) he or firm of which he is a partner or a private company of which he is a Director, without the sanction of the Trust, accepts or holds any office of profit under the Trust, other than that of a Legal Adviser, professional or of a Banker.

(j) a member indulges in an act detrimental to the interest of the Trust or of its members or against national/public interest.

(k) a member engages in misconduct including moral turpitude unbecoming of an office bearer.

OR

(l) A member indulges in the defamation of the Trust.

1.17. CHAIRMAN

- a) The Chairman shall preside over all the Meetings of the Executive Committee and all General Meetings of the Trust. He/she shall perform all such duties as are incidental to his/her office and shall also have power to countermand / veto any orders, instructions and resolutions issued by the Executive Committee which he/she deems to be prejudicial to the interests of the Trust.
- b) The Chairman whose name is mentioned at the time of registration of this deed shall be by default the permanent Chairman of the Executive Committee of the Trust unless he/she resigns or till his/her demise.
- c) The Co-Chairman whenever appointed shall enjoy the same privileges and power as the Chairman in the specific case of absence of the Chairman excepting of being able to countermand any orders, instructions and notices issued by the Secretary General.

1.18. PRESIDENT

- a) The President shall be responsible for the arrangement of funds, grants, aids, sponsorships for the Trust. He shall also be responsible for all liaison with all governments, governmental agencies, public sector undertakings, private enterprises, influential persons for the benefit of the Trust. He shall perform all such duties as are incidental to his office and shall also have power to vote in all Executive Committee meetings of the Trust.

- b) The Vice-President(s) whenever appointed shall enjoy the same privileges as the President and shall complement the responsibilities of the President at all times.

1.19. SECRETARY GENERAL

- a) There shall be a Secretary General to the Executive Committee of the Trust.

- b) The Secretary General shall keep accurate minutes of the Trust and the Executive Committee. He shall perform all the duties and functions as assigned to him by the Executive Committee and the Trust from time to time.

- c) The Secretary General shall prepare an Annual Report of the Executive Committee and generally perform all such duties as are incidental to his office. The officers and staff of the Executive Committee and the Trust shall report to the Secretary.

- d) The Secretary General shall have such financial powers as assigned to him by the Executive committee from time to time which they will exercise jointly with the members of the Executive committee. To exercise financial powers also include sub-delegation of powers to Senior Officers of the Trust. Individual limits of financial powers for the Senior Officer shall be fixed by the secretary in consultation with the Executive committee.

1.20. APPOINTMENT & TERMINATION OF OFFICE BEARERS :

- a. The Executive Committee may appoint and at its discretion, remove or suspend its employees. However, the appointment, removal or suspension of the Executive Director / Secretary General or Deputy Secretary or any officer equivalent to them shall require prior approval of the Founders of the Trust with 51% simple majority votes only. The Executive Committee shall determine the powers and duties of all officers and staff and give/determine their salaries and emoluments.

1.21. Office Bearers:

The other officers of the Trust shall devote themselves entirely to such business and affairs of the Trust as may be assigned to them by the Executive Committee or Secretary, as the case may be.

1.22. GENERAL MEETING

- a. General Meeting shall be held within one month of the registration of the TRUST thereafter once atleast in every calendar year at such time, not being more than fifteen months after the proceeding General Meeting and at such places (Subject to the provisions of the Act) as the Executive Committee may consider convenient for the despatch of business, at which a report of the proceedings of the Executive Committee for the year under review (Copies of which shall be circulated amongst the members atleast seven days prior to the date fixed for the holding of the General Meeting to which they are to be submitted) and yearly audited accounts including a statement of income and expenditure and a balance sheet made upto date not earlier than the Meeting by more than six months shall be submitted. Such Meeting shall be called Annual General Meetings.
- b. The business of an Annual General Meeting shall be as follows:
 - i. to receive and pass the report of the proceedings of the Executive Committee and also

- ii. to receive, consider and adopt the Annual Accounts and the Auditor Report for the preceding financial period.
 - iii. to constitute the Executive Committee as per available vacancies.
 - iv. to appoint Auditors and fix their remuneration; and
 - v. to consider or transact any business which under these Bye Laws ought to be transacted at an Annual General Meeting.
- c. If Members, by 2/3rd majority, by requisition in writing setting forth the reasons therefore and signed by them and addressed to the Chairman of the Executive Committee request the Executive Committee to call a Meeting of the Trust, the Executive Committee shall, within twenty-one days of the receipt by them of the requisition, cause to be sent out a notice calling a Meeting of the Trust for such date and time as may be determined by the Executive Committee. Meeting called by such requisition shall be known as Extraordinary General Meeting.
- d. Not less than seven days notice to the Members specifying the place, date and hour of Meeting with statement of business to be transacted at the Meeting, shall be given by notice sent by post or otherwise served as hereinafter provided.
- e. No remuneration or allowance of any kind shall be paid to any Member for attending any meeting of the Trust.

1.23. NOTICE

- a. A notice may be given to any Member either personally or by sending it by post or by email to such Members last known registered address.

- b. Where a notice is sent by post Under Certificate of Posting service or Courier service or by registered mail service or by speed post the date of postage of the said Notice shall be deemed to be duly effected in time.
- c. Where a notice is sent by e-mail then the date of transmission of the said e-mail shall be deemed to be duly effected in time.
- d. The non-receipt by any Member of any notice required by these Bye Laws to be given to the Members shall not invalidate the proceedings at any Meeting or any resolution passed thereof.

1.24. PROCEEDINGS AT EXECUTIVE MEETINGS OF THE TRUST

- a. No business shall be transacted at any General Meeting of the Trust unless the quorum of Members, present at the commencement of the business is in accordance with provisions of the Constitution and Bye Laws of the Trust and if no such quorum is present within an hour from the time appointed for the commencement of the meeting, the meeting, if called upon the requisition of members shall be dissolved.
- b. In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place or to such other day and at such other time and place as the Executive Committee may determine.
- c. If at the adjourned meeting a quorum is not present within an hour from the time appointed for the meeting, the members present shall be a quorum.
- d. No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- e. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting at which the show of hands takes place, or at which the poll is demanded, shall be entitled to a second or casting vote.

1.25. VOTE OF MEMBERS

- a. At any Meeting of the Trust every Member present shall be entitled to one vote. and in the event of an equality of votes the Chairman shall have a casting vote, in addition to his own.
- b. The Chairman can also veto any decision or resolution of the executive committee in case where the Chairman feels that the same is detrimental to the interests and objectives of the Trust.
- c. In case of a Veto by the Chairman, the members of the executive committee have to discuss and come to a solution in line with the advisement of the Chairman.
- d. In case no solution is found to the stalemate issue, then by a simple majority of 51% of the members present at the meeting the issue at hand, being the cause of the stalemate, shall be stricken off permanently from the agenda of the meeting and / set to be taken up in a future executive committee meeting.
- e. In case, even in a future executive committee meeting the issue is not resolved as per the advisement of the Chairman, then by a simple majority of 51% of the members present at the meeting the same issue may be put up for arbitration as per the rules set out in the Bye laws of the Trust. The decision of arbitration shall be final and enforceable without further challenge by any member.
- f. No person other than a Trust Member shall be entitled to vote at the meeting of the Executive Committee of the Trust.
- g. A firm, joint stock company or Corporation or Co-operative Society being a Member may nominate in writing a person to represent it at a Meeting of the Trust and Vote on its behalf.
- h. The Election of the Executive Committee shall be held at the end of every term to elect new members in place of those who are retiring, as per Election Rules so framed by the Executive Committee and amended from time to time

and circulated in advance. Postal ballot and / proxy ballot shall not be entertained.

1.26. MINUTES

Subject to the provisions of the Act, minutes of the proceedings of the Meeting of the Executive Committee of the Trust and all the Working Committee(s) and Sub-Committee(s) if any, shall be kept and shall be signed by the person presiding over that of the next Meeting. Copies of such minutes shall be circulated to the Members of the respective Committee(s) only, as the case may be, as soon as possible after the Meeting. Minutes can be maintained in electronic format and / in printed format.

1.27. MAINTENANCE OF ACCOUNTS

- a. The Executive Committee shall cause the accounts of the Trust to be maintained in such manner as to provide fair and true view of the affairs of the Trust and shall be responsible for presentation of the Balance Sheet and annual accounts in the Annual General Meeting of the Trust in strict compliance of the provisions of the Act, the Constitution and Byelaws of the Trust.
- b. The Accounts of the Trust shall be audited by auditors appointed in this behalf by the Trust.
- c. The remuneration of the Auditors shall be fixed by the Trust at a General Meeting.

1.28. CUSTODY AND DISBURSEMENT OF FUNDS

The Executive Committee may make rules for the custody and disbursement of funds provided that:-

- (a) The current account of the Trust shall be kept in one or more scheduled Bank and all moneys at the disposal of the Trust, with the exception of petty cash and imprest shall be paid into such account.

(b) The funds not required for current expenditure may be placed in fixed deposit or investments with any Bank or Financial Institution approved in this behalf by the Executive Committee in any security in which trust property may lawfully be invested under the Indian Trust Act, 1882.

1.29. TERM OF THE EXECUTIVE COMMITTEE

- a. The Executive Committee thus formed immediately after the time of registration of the Trust shall enjoy a quinquennial term and shall be reconstituted at the end of the term for a similar period. Unless otherwise decided by the Executive Committee, every Executive Committee in the future shall enjoy a quinquennial term.
- b. If any post becomes vacant during the term of the Executive Committee, then the same post may be filled up by a new member through nomination or co-option by a simple majority of the existing Founder Trust members, as per the provisions of the Bye laws of the trust.

1.30. HEAD OFFICE AND BRANCHES

- a. The Registered Office of the Trust shall be in the Republic of India. The Trust may also establish Regional Offices, Branch and Administrative offices at different places, as the Executive Committee may consider appropriate, but with the approval of the Executive Committee.
- b. The Seal and Logo of the Trust shall not be affixed to any instrument except under the authority of the Executive Committee and in the presence of two Members of the Committee or such other person or persons as the Committee may appoint for the purpose.

2. BYE LAWS GOVERNING THE WORKING COMMITTEE(S) AND SUBCOMMITTEES(S) UNDER THE TRUST:

- 2.1. CREDO (2018) may from time to time frame such Bye-laws as may be considered appropriate for the efficient conduct of the affairs of CREDO (2018) including, but not limited to, Bye-laws relating to admission of ordinary members here after called as Associates or Associate or Associate member, who are not the existing members of the Trust, into the various working committee(s) of the Trust, for determination of the representation to the Working Committee(s) under the Executive Committee of CREDO (2018) to be granted to individuals, non governmental organisations, government agencies, public sector undertakings, financial and banking institutions, trusts, societies, charitable organisations, not for profit companies, private enterprises, firms, public bodies from INDIA or abroad specifying the period for which they shall be continued as member in conformity with provisions of the Bye Laws and the Act. CREDO (2018) may in like manner at any time and from time to time rescind or alter or add to any of the Bye-laws passed by special resolution and approved by the trustees of CREDO (2018) exclusively.
- 2.2. Subject to the provisions of the Act, the Executive Committee of the trust i.e. CREDO (2018) may from time to time appoint such Working Committees and Sub-Committee(s) for a limited duration or for a period as decided by the Executive Committee of the Trust for the purpose of monitoring, executing of projects of the Trust, considering and reporting on any of the affairs of the projects, programs and events of the Trust or carrying on or promoting any of the objects of CREDO (2018). Such Working Committees and Sub-Committee(s) shall be entitled to elect their own Chairman, Vice-Chairman, President and Treasurer to such Working Committees and Sub-Committee(s) strictly as per the guidelines set by the Trust to preside over their meetings

and execute the projects, events, programs entrusted upon such Working Committees and Sub-Committee(s) by the Trust.

- 2.3. The ordinary members of the various Working Committee(s) / Subcommittee(s) under the Trust shall be called as the "ASSOCIATE" of CREDO (2018). No age limit shall be adopted to be an associate of CREDO (2018) but he or she must understand the responsibility and duty of being an associate.
- 2.4. Members inducted to be members of such Working Committee(s) and / Sub Committee(s) will be reimbursed travel expenses comprising of Hotel accommodation and Travel fare while discharging their respective duties under such committees excepting attending meetings of the committees. The scale of reimbursement of such travel expenses and criteria for selection of members of Sub Committee will be decided by Executive Committee of the Trust.
- 2.5. The Secretary General of the Executive Committee of the Trust shall be by default the Secretary of the Working Committee(s) and of all Sub-Committee(s). In case of the absence of the Secretary General of the Executive Committee of the Trust, the Chairman of the Executive Committee of the Trust shall be the Secretary of the Working Committee(s) and of all Sub-Committee(s).
- 2.6. At the time of adoption of these Bye Laws, the following shall be the First Working Committee of CREDO (2018) which shall be called as 'CREDO (2018) INDIA'.
- 2.7. Each and every Working Committee(s) and Sub Committee(s) shall by default have minimum two and maximum four trust members present during all their meetings, over and above the Secretary General of the trust presiding as the Secretary of such Working Committee(s) and Sub Committee(s). Such trust nominees shall preside over all such meetings as observers having equal voting rights during all such proceedings.

2.8. ASSOCIATE MEMBERS (ASSOCIATES) OF THE WORKING COMMITTEE(S) / SUB COMMITTEE(S)

- a) Any person, HUF, firm, or association of person, joint stock company or other Corporation or society or trust or company, or government agency, government department, Central or State ministry, or legally constituted entity or bank or financial institution or private enterprise who shall be engaged in any of the activities as per the objectives of CREDO (2018) or who may provide valuable resources to fulfill the objectives of CREDO (2018) and who shall satisfy the requirements of the Bye-Laws, if any, framed by CREDO (2018) in this behalf.
- b) On receipt of any such application under the category of the Associate to the Working Committee(s),/ Sub-Committee(s), the secretariate will process the same and have it approved by the Secretary General and in his absence Chairman or President of the Executive Committee of the Trust. Upon receipt of approval by the Executive Committee, the Secretary shall issue an Associate to the Working Committee(s) / Sub-Committee(s) membership certificate and put it up for ratification of such membership in ensuing meeting of such Working Committee(s) / Sub-Committee(s).
- c) If any application is rejected either by the Executive committee or the Working committee(s) or the Sub Committee(s), the Secretary shall notify the applicant of such rejection over phone. The decision of the Executive Committee is final and cannot be challenged nor is the Committee obliged to give any reasons for the rejection.
- d) If the Working Committee(s) / Sub-Committee(s) accepts any application, the Secretary shall notify the applicant of such approval and thereupon the applicant shall immediately become an Associate member of the relevant Working Committee(s) / Sub-Committee(s) of CREDO (2018) for which

he/she had applied for or for which his/her membership has been granted; provided that all fees and other dues payable by such applicant to CREDO (2018) have been paid by him/her and no newly admitted associate shall be permitted to enjoy any of the privileges of an associate until he/she shall have first paid his/her subscription and entrance fee and other fees to CREDO (2018). Should a new admitted associate fail to pay his/her subscription and such other fees as aforesaid within one month of the date of admission, such admission shall be considered void and the application shall be deemed to have been rejected.

- e) Any associate wishing to resign from the membership of their respective Working Committee(s) / Sub-Committee(s) of CREDO (2018), shall give to the Secretary two calendar month's notice in writing of his/her intention to resign and until such notice is given and until the expiry thereof, he/she shall be deemed to continue to be an associate and shall be liable to pay his/her annual fee and all other dues, if any, to CREDO (2018). No fees shall be refunded to an associate resigning as aforesaid. Notwithstanding anything to the contrary contained hereinabove, the Secretary or the Trust Executive Committee may refuse to accept the resignation of an associate unless and until all arrears of subscription and any other sums which may be due on the date of receipt of notice of resignation by CREDO (2018) member to CREDO (2018) have been paid.
- f) All Associates who shall serve for a period of one year from the date of induction into the relevant Working Committee(s) / Sub-committee(s) and shall be subject for re-induction at the end of term at the sole discretion of the Executive Committee of the Trust. However the continuation of the term of an associate are subject to the other Bye Laws of the by laws as stated here under.
- g) Apart from and without prejudice to any other rights and privileges conferred on an associate either by the CONSTITUTION OF CREDO (2018) or by these Bye Laws, an associate shall have the following right and privileges:
 - i. To vote for election of members of the Working Committee(s) / Sub-Committee(s) to which he is a member.
 - ii. To stand for election to the Working Committee(s) / Sub-Committee(s).

- iii. The right of requisition as mentioned hereinafter to call a Meeting of the Working Committee(s) / Sub-Committee(s) provided that he has secured at least 2/3rd majority application letters from other members of the said Working Committee(s) / Sub-Committee(s) requisitioning the call for a Meeting;
- iv. The right to receive publications of CREDO (2018) on the terms fixed by the respective Committee from time to time.
- h) Outstanding personalities from the community can be inducted as honorary Associate members and given the honorary post of 'PATRON' or 'ADVISOR' of the Working Committee of the Trust. Such patrons shall have no voting rights in the proceedings of the Working Committee.

2.9. ASSOCIATE MEMBER SUBSCRIPTION

- a. An Entrance and subscription fees shall be paid by every Associate as under or at rates amended from time to time by the Working Committee(s) / Sub-Committee(s). Working Committee(s) / Sub-Committee(s) may levy charges payable by associates of CREDO (2018) for various services rendered like sending circulars, participation in trade fairs recommending for grants, administrative expenses, etc.
- b. An Entrance fee & Annual subscription fee shall be paid by every associate as under, or as shall be revised from time to time:
 - i. Entrance fee Rs.1,000 at the time of enrollment.
 - ii. Annual subscription fee Rs.2,500/- every year by every member.
- c. How-ever, for the first term of the first Working Committee set up at the time of registration of this trust, both the Entrance fee and Annual subscription shall be waived off which shall remain effective for all subsequent admissions made during the subsequent 12 months. This Bye Law may be extended / revised and / revoked at the sole discretion of the Executive Committee of the Trust in due course.

- d. Any associate required to pay a subscription and failing to do so shall cease to be an associate member on the expiry of a period of two month from the date on which the subscription fell due which shall be 1st April, every year, and no associate whose subscription is in arrears at the time of such voting shall be entitled to vote. The Secretary may extend the period to rectify default by another month on the representation of the associate so defaulting if the Secretary is satisfied that the default made by the associate is beyond its control, and the associate pays the subscription in full for the entire period of default within the time stipulated by the Secretary.
- e. The Working Committee(s) / Sub-Committee(s) shall consist of such associates who are elected, nominated, or otherwise appointed in accordance with these Bye Laws.
- f. An associate may resign by two calendar months' notice in writing to the Secretary of his/her intention to do so and on expiry of the notice such associate member shall cease to be the associate of the respective Working Committee(s) / Sub-Committee(s), but he/she shall nevertheless, continue to be liable to CREDO (2018) for any amount due from his/her to CREDO (2018) up to the date of his/her resignation.

2.10. REGISTER OF ASSOCIATE MEMBERS

- a. The Working Committee(s) / Sub-Committee(s) shall keep a register of its associate members in which shall be set forth the names and addresses of the associate for the time being, the date at which each person was entered in the Register as an Associate Member; the date at which any person ceased to be an Associate Member and all changes in membership taking place from time to time shall be recorded. The register can be maintained electronically or in printed form.
- b. Any changes in the constitution, ownership, address of the associate will have to be notified within 3 months of such change. However, the Committee may condone delay upto 3 months beyond initial 3 months' period provided it is satisfied that the delay in notifying the change was not due to willful negligence. Failure to notify such change within the stipulated time will render the associate membership liable to cancellation.

- c. Every associate shall promptly notify CREDO (2018) in writing of any change effecting any of the entries in the register.
- d. An associate of the Working Committee(s) / Sub-Committee(s) shall be represented by Proprietor/Karta or one of its Partners or Authorised Representative to act as its representative at any Meeting of the Working Committee(s) / Sub-Committee(s) provided that such representation is duly authorised on the letter head of the Firm, duly signed by the Authorised Member unless revoked.
- e. Any joint stock company or other Corporation or Society which is an associate Member of Working Committee(s) / Sub-Committee(s) shall by a Resolution of its Directors or any persons in the position of Directors authorise any of Directors or any person in the place of Directors to act as a authorised representative at any meeting of the Working Committee(s) / Sub-Committee(s).

2.11. FUNCTIONS OF THE WORKING COMMITTEE / SUB COMMITTEE

The functions of the Committee shall be as follows:

- a. to administer the general affairs of the projects, events, programs, mandates entrusted upon such Working Committee(s) / Sub-Committee(s) by the Executive Committee of the Trust;
- b. to determine the work to be undertaken and to arrange for the conduct of such work;
- c. to set up sub-committees generally or for particular purpose as the Working Committee may consider necessary.
- d. to receive and accept or deal with the reports and recommendations and advice and instructions and projects of the Executive Committee set up by the Trust.
- e. to arrange for the publication of reports and other documents issued by CREDO (2018);

- f. to collaborate with kindred activities of other Trusts, Societies, Charitable organisations, Government agencies and departments, firms, individuals, religious or social organisations and Apex Bodies in India and Foreign Countries and with international organisation working in the field;
- g. to control the finances of such Working Committee(s) / Sub-Committee(s);

- h. to make, add, alter and repeal, with the approval of the Trust, all such bye-laws as may be deemed necessary or expedient for the proper conduct and management of the Working Committee(s) / Sub-Committee(s). All these additions, alterations, etc. shall become effective only after the same has been approved by the Executive Committee of the Trust of CREDO (2018).
- i. To do all such other lawful acts as would be conducive to the interests of CREDO (2018) as per the objectives of CREDO (2018).

2.12. PROCEEDING OF THE WORKING COMMITTEE(S) / SUB COMMITTEE(S):

- a. The Committee may meet for the dispatch of business, adjourn and otherwise regulate its meetings as it thinks fit.
- b. Save as otherwise expressly provided in the Act, question arising at any meeting of the Committee shall be decided by a simple majority of 51% votes cast by the members present.
- c. In the absence of the Chairman, one of the associate members shall preside over the meeting.
- d. Subject to the provisions of the Act, atleasttwo meetings of the Committee shall be held every year.
- e. The Chairman shall call or on requisition in writing signed by 2/3rd of the Associate Members of the Committee shall require the Secretary to call

Committee meeting at any time and on the receipt of such requisition the Secretary shall forthwith call such a meeting.

- f. Not less than seven days' notice of every meeting of the Committee who shall for the time being be in India.

- g. At any meeting of the Committee minimum Five (5) associate members shall constitute a quorum.

- h. Each associate member of the Committee including the Chairman shall have one vote and in case of a tie, the Chairman shall refer the matter to the Executive Committee of the Trust and the decision of the Executive Committee on such tied matter will be final and executable by the Working Committee(s) / Sub-Committee(s). There shall be no proxy votes.

- i. The record of the proceedings of the Working Committee(s) / Sub-Committee(s) shall be open for examination to the associates, subject to the provisions of the Act and to such regulations and inconsistent therewith as the Committee may from time to time deem expedient.

- j. Any business which it may be necessary for the Working Committee(s) / Sub-Committee(s) to transact may, if the Chairman so directs, and subject to the provisions of the Act, Constitution and Bye Laws of the Trust, be carried out by circulation of paper among all associates and any resolution so circulated and approved by majority of such associates signing shall be as effectual and binding as if the resolution had been passed at a meeting of the Committee.

- k. When any business is so referred to the associates of the Working Committee(s) / Sub-Committee(s) by circulation, a period of not less than seven clear days shall be allowed for the receipt of replies from such members, such period being reckoned from the date on which the notice of the business is issued.

- I. If a resolution is circulated, the result of the circulation shall be communicated to all associates of the Working Committee(s) / Sub-Committee(s) present in India.

2.13. The Associate Membership of the Working Committee(s) / Sub-Committee(s) shall ipso-facto cease if:-

(a) the associate voluntarily submits his resignation in writing to the Secretary, provided that, such associate shall vacate such membership only after the acceptance thereof by the respective Working Committee(s) / Sub-Committee(s).

(b) an associate member being a corporate body or society or firm, a resolution is passed for its dissolution/winding up or an order for its dissolution/winding up is made by a court of competent jurisdiction.

(c) an associate member shall cease to be an associate member of the Working Committee(s) / Sub-Committee(s) in case of default in payment of subscription to CREDO (2018) or continue default in case of Central Government dues.

(d) he ceases to be an associate member under any other article of the Bye Laws of the Constitution and / Bye Laws of the Trust or that of the respective Working Committee(s) / Sub-Committee(s).

(e) In case of an individual, upon his death.

(f) he is expelled from the Working Committee(s) / Sub-Committee(s) by a resolution passed by simple majority (51%) of its members present, by reason(s) of failure to observe the Bye Laws of Constitution, regulations and bye-laws of the Trust or any decision of arbitration of the Executive Committee of the trust.

(g) he is removed or de-registered in accordance with the Provisions of any government regulations, Court orders and Procedures in force.

(h) such associate being an individual, he, or if such associate is a company or corporation, any officer or Director thereof as the case may be, is pronounced guilty of an offence which in the opinion of the Executive Committee of the Trust or the Working Committee(s) / Sub-Committee(s), amounts to an action conduct in contravention of the rules, regulations and/or bye laws of the Trust or is otherwise detrimental to the interest of the Trust.

(i) he or firm of which he is a partner or a private company of which he is a Director, without the sanction of the Trust, accepts or holds any office of profit under the Trust, other than that of a Legal Adviser, professional or of a Banker.

(j) the Founder Trustees / the Executive Committee by a simple majority (51%) majority decides that an associate has ceased to exist or to represent the interest which he sought to represent.

(k) an associate indulges in an act detrimental to the interest of the Trust or of its members or against national/public interest.

(l) an associate engages in misconduct including moral turpitude unbecoming of an office bearer.

(m) the term of the associate's membership has come to an end.

OR

(n) A member indulges in the defamation of the Trust.

2.14. CHAIRMAN

- a. The Chairman shall preside over all the Meetings of the Working Committee(s) / Sub-Committee(s). He shall perform all such duties as are incidental to his office and in case of any dispute within the Working Committee / Sub-Committee members which cannot be resolved amicably or when a casting vote is required to pass any resolution of the Working Committee / Sub-Committee, the Chairman shall refer the matter to the Executive Committee of the Trust and the decision of the Executive Committee on such tied matter will be final and executable by the Working Committee(s) / Sub-Committee(s). There shall be no proxy votes.

- b. The Co-Chairman(men) whenever appointed shall enjoy the same privileges and power as the Chairman in the specific case of absence of the Chairman.

2.15. PRESIDENT

- a. The President shall be responsible for the execution of the works, agenda, mandate for which the Working Committee(s) / Sub-Committee(s) has been tasked with or created for by the Executive Committee of the Trust Credo (2018). He shall also be responsible for all liaison with all governments, governmental agencies, public sector undertakings, private enterprises, influential persons for the benefit of the Trust. He shall perform all such duties as are incidental to his office and shall also have power to vote in all Working Committee(s) / Sub-Committee(s) meetings.
- b. The Vice-President(s) whenever appointed shall enjoy the same privileges as the President and shall complement the responsibilities of the President at all times. He shall perform all such duties as are incidental to his office and shall also have power to vote in all Working Committee(s) / Sub-Committee(s) meetings.

2.16. SECRETARY

- a. There shall be a Secretary of the Working Committee(s) / Sub-Committee(s). By Default The Secretary General of the Executive Committee of the Trust CREDO (2018) shall always be the Secretary of all the Working Committee(s) / Sub-Committee(s).
- b. The Secretary can appoint any other such officer in the Working Committee(s) / Sub-Committee(s) as may be determined incidental for the smooth governance, administration and discharge of the responsibilities of the Working Committee(s) / Sub-Committee(s).
- c. The Secretary may appoint and at his discretion, remove or suspend any employees of the Working Committee(s) / Sub-Committee(s).

- d. The Secretary shall determine the powers and duties of all officers and staff and give/determine their salaries and emoluments.

- e. The Secretary shall keep accurate minutes of the Working Committee(s) / Sub-Committee(s). He shall perform all the duties and functions as assigned to him by the Working Committee(s) / Sub-Committee(s). The Secretary shall prepare an Annual Report of the Working Committee(s) / Sub-Committee(s) and generally perform all such duties as are incidental to his office. The officers and staff of the Working Committee(s) / Sub-Committee(s) shall report to the Secretary.

- f. The Secretary shall have such financial powers as assigned to him by the Executive committee of the Trust from time to time which they will exercise jointly with the members of the Executive committee of the Trust. To exercise financial powers also include sub-delegation of powers to Senior Officers of the Working Committee(s) / Sub-Committee(s). Individual limits of financial powers for the Senior Officer shall be fixed by the secretary.

2.17. Other officers:

The other officers of the Working Committee(s) / Sub-Committee(s) shall devote themselves entirely to such business and affairs of the Working Committee(s) / Sub-Committee(s) as may be assigned to them by the Executive Committee of the Trust or Secretary, as the case may be.

2.18. GENERAL MEETING

- a. A General Meeting shall be held within twelve months of the formation of the Working Committee(s) / Sub-Committee(s) thereafter once atleast in every calendar year at such time, not being more than fifteen months after the proceeding General Meeting and at such places as the Working Committee(s) / Sub-Committee(s) may consider convenient for the despatch of business, at which a report of the proceedings of the Working Committee(s) / Sub-Committee(s) for the year under review (Copies of which

shall be circulated amongst the members atleast seven days prior to the date fixed for the holding of the General Meeting to which they are to be submitted) and yearly accounts including a statement of income and expenditure made upto date not earlier than the Meeting by more than six months shall be submitted. Such Meeting shall be called Annual General Meetings of the Working Committee(s) / Sub-Committee(s).

- b. The business of an Annual General Meeting shall be as follows:
- i. to receive and pass the report of the proceedings of the respective Committee and also
 - ii. to receive, consider and adopt the Annual Accounts for the preceding financial period.
 - iii. to constitute the Working Committee(s) / Sub-Committee(s) as per available vacancies.
 - iv. to consider or transact any business which under these Bye Laws ought to be transacted at an Annual General Meeting.
 - v. If Associates, by 2/3rd majority, by requisition in writing setting forth the reasons therefore and signed by them and addressed to the Chairman of the Working Committee(s) / Sub-Committee(s) request the Working Committee(s) / Sub-Committee(s) to call a Meeting of the Working Committee(s) / Sub-Committee(s), the Working Committee(s) / Sub-Committee(s) shall, within twenty-one days of the receipt by them of the requisition, cause to be sent out a notice calling a Meeting of the Working Committee(s) / Sub-Committee(s) for such date and time as may be determined by the Working Committee(s) / Sub-Committee(s). Meeting called by such requisition shall be known as Extraordinary

General Meeting of the Working Committee(s) / Sub-Committee(s).

- vi. Not less than seven days notice to the Associates specifying the place, date and hour of Meeting with statement of business to be transaction at the Meeting, shall be given by notice sent by post or otherwise served as hereinafter provided.
- vii. No remuneration or allowance of any kind shall be paid to any Associate for attending any meeting of the Working Committee(s) / Sub-Committee(s).

2.19. NOTICE

- a. A notice may be given to any Associate either personally or by sending it by post or by email to such Associate's last known registered address.
- b. Where a notice is sent by post Under Certificate of Posting service or Courier service or by registered mail service or by speed post the date of postage of the said Notice shall be deemed to be duly effected in time.
- c. Where a notice is sent by e-mail then the date of transmission of the said e-mail shall be deemed to be duly effected in time.
- d. The non-receipt by any Associate of any notice required by these Bye Laws to be given to the Associate shall not invalidate the proceedings at any Meeting or any resolution passed thereof.

2.20. PROCEEDINGS AT Working Committee(s) / Sub-Committee(s) MEETINGS

- a. No business shall be transacted at any General Meeting of Working Committee(s) / Sub-Committee(s) unless the quorum of Associates, present at the commencement of the business is in accordance with provisions of the Constitution and Bye Laws of the Trust and those of the Working Committee(s) / Sub-Committee(s) and if no such quorum is present within an hour from the time appointed for the commencement of the meeting, the meeting, if called upon the requisition of associates shall be dissolved.

- b. In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place or to such other day and at such other time and place as the Working Committee(s) / Sub-Committee(s) may determine.

- c. If at the adjourned meeting a quorum is not present within an hour from the time appointed for the meeting, the associates present shall be a quorum however no resolutions passed or decisions taken shall be effective unless vetted by the Secretary General of the Executive Committee.

- d. No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

- e. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting at which the show of hands takes place, or at which the poll is demanded, shall refer the matter to the Executive Committee of the Trust and the decision of the Executive Committee on such tied matter will be final and executable by the Working Committee(s) / Sub-Committee(s). There shall be no proxy votes.

2.21. VOTE OF ASSOCIATE MEMBERS

- a. At any Meeting of the Working Committee(s) / Sub-Committee(s) every Associate present shall be entitled to one vote and in the event of an equality of votes the Chairman shall act as mentioned in the Bye Laws of Working Committee(s) / Sub-Committee(s).

- b. No person other than an Associate shall be entitled to vote at the meeting of the Working Committee(s) / Sub-Committee(s).

- c. A firm, joint stock company or Corporation or Co-operative Society being an Associate may nominate in writing a person to represent it at a Meeting of the Working Committee(s) / Sub-Committee(s) and Vote on its behalf.

- d. The Election of the Working Committee(s) / Sub-Committee(s) shall be held at the end of every term to elect new members in place of those who are retiring, as per Election Rules so framed by the Executive Committee of the Trust and amended from time to time and circulated in advance. Postal ballot and / proxy ballot shall not be entertained.

2.22. MINUTES

Subject to the provisions of the Act, minutes of the proceedings of the Meeting of the Working Committee(s) / Sub-Committee(s) shall be kept and shall be signed by the person presiding over that of the next Meeting. Copies of such minutes shall be circulated to the Associates of the respective Committee(s) only, as the case may be, as soon as possible after the Meeting.

2.23. MAINTENANCE OF ACCOUNTS

- a. The Working Committee(s) / Sub-Committee(s) shall cause the accounts of the Working Committee(s) / Sub-Committee(s) to be maintained in such manner as to provide fair and true view of the affairs of the Working Committee(s) / Sub-Committee(s) and shall be responsible for presentation of the annual accounts in the Annual General Meeting of the Working Committee(s) / Sub-Committee(s) in strict compliance of the provisions of the Act, the Constitution and Bye Laws of the Trust.
- b. The Accounts of the Working Committee(s) / Sub-Committee(s) shall be submitted to the Trust for audit atleast 3 months prior to the Annual General Meeting of the Working Committee(s) / Sub-Committee(s) and within 3 months from the end of the financial year for which the accounts relate to.

2.24. CUSTODY AND DISBURSEMENT OF FUNDS

- a. The Working Committee(s) / Sub-Committee(s) shall ensure that apart from petty cash the custody of all funds and disbursement of the same are exclusively handled by the Executive Committee of the Trust.

- b. Only upon the permission of the Trust, can any Working Committee(s) / Sub-Committee(s) open its own current account under the control and aegis of the Trust with any scheduled bank for the control, monitoring and day to day operation of such Working Committee(s) / Sub-Committee(s).
- c. All surplus funds or the funds not required for current expenditure shall be transferred to the bank account of the Trust.

2.25. Term of The Working Committee(s) / Sub-Committee(s)

- a. The Working Committee(s) / Sub-Committee(s) thus formed at the time of registration of the Trust shall enjoy an annual term and shall be reconstituted at the end of the term for a similar period. Unless otherwise decided by the Executive Committee of the Trust, every Working Committee(s) / Sub-Committee(s) in the future shall enjoy an annual term at the end of which the same may, at the sole discretion of the Trust, be re-instituted, temporarily suspended or dissolved permanently.
- b. If any post becomes vacant during the term of the Working Committee(s) / Sub-Committee(s) then the same post may be filled up by a new member through nomination or co-option by a simple majority of the existing associates.

3. CONFLICTING BYE LAWS

In case where there is a conflict in interpretation between the Bye laws of the Executive Committee and various Working Committee(s) / Sub-Committee(s), the Constitution and Bye laws of the Trust and that of the Executive Committee of the Trust shall hold precedence and supersede any and all such bye laws, resolutions, orders, decisions of the Working Committee(s) / sub-Committee(s).

4. Dispute resolution by Arbitration:

In case of any dispute arising by and between the Trustees, the members of the Trust, the Associates of the Working Committee(s) / Sub-Committee(s) or any other member under any of the categories or the employees and staff who are directly or indirectly linked with the Trust or its Working Committee(s) / Sub-Committee(s), for any reason whatsoever, then the same shall be amicably resolved. In case where no amicable settlement can be reached, then the same shall be referred to arbitration as per the following procedure strictly and irrevocably :

4.1 The Executive Committee of the Trust, through it's Secretary General has the power to mediate and / arbitrate disputed between Trustees of all categories, Members of the Trust, Associate members of the Working Committee(s) / Sub-Committee(s), Co-opted or nominated members of all categories, staff and employees strictly as per the following guide lines:

(a) Step 1

Party to a dispute can directly approach the Secretary General of the Executive Committee of the Trust through an application letter. After the application is duly accepted, a notice is sent to the other party or parties, as the case may be.

(b) Step 2

On receiving the receipt of the application, the Secretary General will send a notice to the other party to the dispute. The letter will include a copy of the original complaint and the attached documents and a time period of 15 days or as the time period set up by the Secretary General will be given to the other party to the dispute to show cause of their side of the case.

All the communication will be made through the post or hand delivered with written receipt on a copy of the covering letter issued by the Secretary General. Letters will be sent to the address as mentioned in the membership register or as known to the public. All possible efforts will be given to reach out to the parties.

In the case where a party refuses to accept the letter and the letter comes back to Trust, in such cases, the proceeding will deem to start assuming that the other party or parties know well about the arbitration.

(c) Step 3

A counter complaint can be made by the respondent, provided the counter complaint arises from the same transaction / dispute as the original complaint. Counter complaint have to be supported with all the relevant documents and to the counter complaint, the complainant may within twenty-one days of the notification of the counter complaint or within such extended time, submit a statement in reply to the counter complaint.

(d) Step 4

Three copies of all statements, replies and other documents and papers, as well as appended documents, must be supplied to the Secretary General.

(e) Step 5: Mediation to Settle the Dispute

The Secretary General or nominated representative of the Secretary General being the Chairman of the Trust or any other nominee in case of the absence of the Chairman, provided that where one of the complainant or the respondent is the Secretary General himself – in which case the Chairman of the Trust or the nominee of the Chairman of the trust in the absence of the Chairman of the trust as the case may be, shall :-

- i. mediate between the parties for a peaceful and amicable settlement at a time and venue suitable to all the parties involved,
- ii. seek legal and technical advice from within the Trust body and / third party(ies) outside the Trust at the cost of the original complainant,
- iii. make all reasonable attempts to settle all disputed between the parties and record the settlement, once achieved, duly counter signed by all the parties present as a legally enforceable settlement agreement.

Should all attempts at mediation fail, the Secretary General or the Chairman of the Trust or the nominated mediator, as the case may be, shall initiate the Arbitration procedure as per under mentioned rules.

(f) Step 5: Arbitration process & Arbitrators to Settle the Dispute

- I. Where the matter is related to disputes of non-financial nature or where the matter is related to dispute of financial nature less than or equal to INR 10 crore, the arbitration will be arbitrated by a single arbitrator being the Chairman of the Trust. Where the complainant or the respondent is the Chairman of the Trust, in such case the single arbitrator shall be the Secretary General of the Trust.

- II. Where the amount involved in the dispute is more than INR 10 crore and less than or equal to INR 15 Crore, the Trust will be duty bound to provide the parties with three arbitrators, one of which being the Chairman of the Trust. If the party insists the arbitration is to be instituted by a sole arbitrator in such case, the Trust will be duty bound to comply with the demands of the parties to a dispute and appoint the Chairman of the Trust as the Single Arbitrator. Where the complainant or the respondent is the Chairman of the Trust, in such case the single arbitrator shall be the Secretary General of the Trust.

- III. The selection of the Arbitrator as per the Bye Laws of the Trust cannot be challenged, defied or dis-regarded.

- IV. Where a complainant does not file all the requisite documents, papers, etc. or does not deposit the appropriate fees, the arbitration procedure will come to a halt.

- V. In such a case, the arbitration proceedings will proceed as it is assuming the presence and awareness of the respondent.

4.2. Place of Arbitration.

The place or venue of arbitration shall be Kolkata. The Arbitration proceedings shall be held at such place or places in South Kolkata as the arbitral tribunal may determine to have regard to the convenience of the arbitrators and the parties.

4.3. ARBITRATION RULING:

The final order of the arbitrator(s) shall be considered final, enforceable and shall not be challenged by either party.

THIS BYE LAWS OF THE TRUST CREDO (2018) IS BEING EXECUTED ON THE
..... DAY OF.....2017

FOR CONFEDERATION OF REHABILITATION, EMPOWERMENT &
DAEDALORGANISATIONS, A PUBLIC CHARITABLE TRUST NOT FOR PROFIT
BY THE FOLLOWING :

Settlor Trustee:

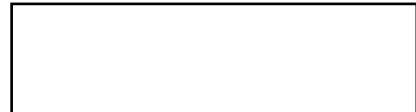
Pinaki Roychowdhury,
S/o Pannalal Roychowdhury
Flat B&C, 2nd floor,
152 Peary Mohan Roy Road,
P.S. Chetla, P.O.Chetla,
Kolkata 700 027
PAN : ADIPR9736K
Occupation: Business

Signature:



TRUSTEES:-

1. ShoolPani Singh,
S/O Narendra Pratap Singh
Moti Bhavan, Contractors'Area,
Road No.1,
P.S.Bistupur, P.O. Jamsedhpur,
Jamsedhpur,
Jharkhand - 831001
PAN: AKXPS58686B
Occupation: Social worker



2. Sudeshna Roychowdhury,
W/O Pinaki Roychowdhury,
Flat B&C, 2nd floor,
152 Peary Mohan Roy Road,
P.S. Chetla, P.O.Chetla,
Kolkata 700 027



PAN : AFCPR9908P
Occupation: Economist (Professional)

3. PijushKanti Paul,
S/o P C Paul,
CG-2, Benubon,
93/2 Kankulia Road,
P.S. Lake, P.O.LakeMarket,
Kolkata-700029.
PAN- AFQPP9984F
Occupation: Chartered Accountant (Professional)

4. Sujata Singh,
W/o ShoolPani Singh,
Moti Bhavan, Contractors'Area,
Road No.1,
P.S. Bistupur, P.O. Jamsedhpur,
Jamsedhpur, Jharkhand - 831001
PAN: BIDPS3984F

Occupation: Social Worker

5. Zakaria Mohiuddin
S/o Ghulam Mohiuddin
47 Shamsul Huda Road,
P.S.Karaya, P.O. Circus Avenue,
Kolkata 700017
Pan AFAPM6357D

Occupation: Business

6. Ms.Tuntun Chowdhury
D/o Late Pronob Kr. Chowdhury
31/N Block B,
P.S. New Alipore, P.O. New Alipore,
Kolkata 700053
PAN: ACRPC8157D

Occupation: I.T. Professional

NAME- Rupa Bhattacharjee
Father Name- Dilip Bhattacharjee
Address- D/2 sagardeep appt.
Raghnathpur VIP Road Kolkata- 700059

Post Office - Rajarhat Gopalpur
Police Station- Arjunpur
Pan no.- BAIPB1697M
Profession - Salaried