

HIMACHAL PRADESH LOAD DESPATCH SOCIETY (HPLDS)

In the matter of Himachal Pradesh Society Registration Act, 2006 being an act for the registration of Literary, Scientific and Charitable Societies

And

In the matter of Himachal Pradesh Load Despatch Society (HPLDS) (hereinafter referred to as the Society) pertaining to Rules and Regulations of Society.

MEMORANDUM OF ASSOCIATION

1. Preamble:

The primary objective of the Himachal Pradesh Load Despatch Society (HPLDS) is to assist the State Govt. in managing the State Load Dispatch Centre (SLDC) under the Electricity Act, 2003 and any other issues connected power.

It is considered expedient to provide the Society a legal entity by getting it registered under the Himachal Pradesh Society Registration Act, 2006.

2. (a) Name: The name of the Society shall be Himachal Pradesh Load Despatch Society (HPLDS).

(b) Office: The registered office of the Society shall be at Shimla.

3. **Definitions:** In this Memorandum and the Rules made there under unless the context otherwise requires:

(a) "The 'Act' means the Himachal Pradesh Society Registration Act, 2006.

(b) "General Body" shall mean the body that is constituted as the "General Body of the Society".

(c) The "Chairman" shall mean the "Chairman" of the General Body.

(d) "Member Secretary" means Member Secretary of the General Body of Himachal Pradesh Load Despatch Society (HPLDS)

(e) "The Society" means the Himachal Pradesh Load Despatch Society (HPLDS) known by the name, style and manner of HPLDS.

(f) SLDC means State Load Dispatch Centre in H.P.

4. Functions of the Society:

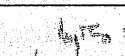
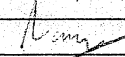

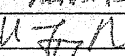

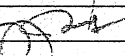
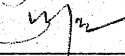

- Managing the affairs of SLDC.
- SLDC charges as mandated by the HPSERC, any fees/receipts.
- Out of the money collected such amounts may be transferred to the Govt. treasury and such amounts retained by the society as may be directed by Government from time to time.
- To conduct studies, trainings, workshops etc.
- To perform such functions as the State Govt. may assign from time to time.

5. **Funding of Society its resources, Operation and management:**

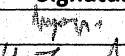
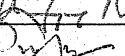
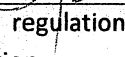
- The operation and management of the state level Society would be funded from such part of fees/receipts in shape of SLDC charges and fees, other charges and fees from various functions, interest earned, any other income of the Society as the Society is allowed to retain by the Government and such Grants-in-Aid as may be given by the Government.
- The income and property of the Society howsoever derived shall be applied towards the promotion of the objects thereof as set-forth in this Memorandum of Association.
- No part of income and property of the Society shall be paid or transferred, directly or indirectly, by way of profit, to the persons/body who are, or, at any time, have been or shall be members of the Society or General Body or to any of them or to any persons claiming through them or any of them.

6. **Present General Body:**

The name, designations and address of the present members of the Executive Body, to whom the management of the affairs of the Society is entrusted as required under Section 6 of the Himachal Pradesh Society Registration Act, 2006 shall be as under:-

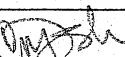

Sr. No.	Designation	Name	Designation	Signature
1.	Pr. Secretary (MPP & Power)	Sh. Ajay Tyagi (IAS)	Chairman	
2.	CMD, HPSEB Ltd.	Sh. Subhash Negi	Member	
3.	M.D., HPPCL	Sh. Tarun Kapoor (IAS)	Member	
4.	M.D., HPPTCL	Sh. Tarun Kapoor (IAS)	Member	
5.	Director (Energy)	Sh. K. Sanjay Murthy (IAS)	Member	
6.	Special Secretary (MPP & Power)	Sh. B. D. Suyal (IFS)	Member	
7.	Special Secy. (Finance)	Sh. Rajneesh Kumar (IAS)	Member	
8.	S.E., SLDC	Er. Rajesh Kapoor	Member Secretary	

It will have an executive Committee as follows:-

Sr. No.	Description	Remarks	Signature
1	Principal Secretary (MPP & Power)	Chairman	
2.	Director (Energy)	Member	
3.	S.E., SLDC	Member Secretary	

7. **Rules and Regulations:** The General Body is authorised to frame rules and regulations for conducting the business of the Society based on this Memorandum of Association.

8. **Witness:**

Sr. No.	Designation	Name	Address	Signature
1.	Sr. Executive Engineer	Er. V M Joshi	Directorate of Energy, Shimla	
2.	Section Officer	Smt. Sheela Sood	-do-	

RULES OF HIMACHAL PRADESH LOAD DESPATCH SOCIETY (HPLDS)

1. **Registered Office:** The Registered Office of the Society shall be situated at Thakur Vatika, Khalini, Shimla-171002.
2. **Short title and Commencement:**
 - i) The Society may be called the Himachal Pradesh Load Despatch Society (HPLDS).
 - ii) These rules may be called the Himachal Pradesh Load Despatch Society (HPLDS) Rules, 2010.
 - iii) **Definitions:** In this memorandum and the Rules made there under unless the context otherwise requires:-
 - (a) "The 'Act' means the Himachal Pradesh Society Registration Act, 2006, or any statutory modification thereof for the time being in force".
 - (b) "General Body" shall mean the body that is constituted as the "General Body of the Society".
 - (c) "Committee" means the Executive Committee of the Society.
 - (d) The "Chairman" shall mean the "Chairman" of the General Body.
 - (e) Member shall mean the ex-officio members as per the constitution of the Society.
 - (f) "Member Secretary" means Member Secretary of the General body of the Society.
 - (g) "The Society" means the Himachal Pradesh Load Despatch Society, Shimla known by the name, style and manner of HPLDS.
3. **Authorities of the Society:** The Authorities of the Society shall consist of the following:
 - (a) The General Body
 - (b) The Chairman of the General Body
 - (c) The Member Secretary of the Society
 - (d) Apart from the Member Secretary, the officers as may be appointed by the General Body from time to time shall be officers of the Society.
4. **The General Body:**
 - (a) The Society shall have its General Body as the Supreme Authority and source of all powers, functions and activities.
 - (b) The general superintendence, direction and control of the affairs of the Society and of its income and property shall be vested in the General Body of the Society hereinafter referred to as "The General Body".



5. **Constitution of the General Body:**

Initially the General Body of the Society would comprise the following members:

Sr. No.	Designation	Name	Signature
1.	Pr. Secretary (MPP & Power)	Sh. Ajay Tyagi (IAS)	Chairman
2.	CMD, HPSEB Ltd.	Sh. Subhash Negi	Member
3.	M.D., HPPCL	Sh. Tarun Kapoor (IAS)	Member
4.	M.D., HPPTCL	Sh. Tarun Kapoor (IAS)	Member
5.	Director (Energy)	Sh. K. Sanjay Murthy (IAS)	Member
6.	Special Secy. (MPP & Power)	Sh. B. D. Suyal (IFS)	Member
7.	Special Secy. (Finance)	Sh. Rajneesh Kumar (IAS)	Member
8.	S. E., SLDC	Er. Rajesh Kapoor	Member Secretary

6. **Members of the Society:**

- The Society shall consist of all the ex-officio members as per the provision at Sr. No. 1 to 10 of Para 5 in the constitution of the General Body.
- A member of the Society shall cease to be a member, if General Body so desire.
- Any Government Officer/Official may be accepted in future as Co-opted member as per terms and conditions of eligibility as may be laid down and approved by the General Body.

7. **Meetings of the General Body:**

- The General Body shall ordinarily meet 2 times in a year but the gap between one meeting and the other shall not be more than 180 days.
- Every meeting of the General Body shall be presided over by the Chairman of the General body and in his absence, the Member Secretary, shall preside over the meeting.
- Notice and quorum for the meetings of the Society:
 - Every notice calling a meeting of the General Body shall state the place, date and time at which such meeting will be held and shall be served upon every member not less than 48 hours before day & time appointed for the meeting.
 - Provided that the Chairman for reasons to be recorded shall have the authority to call a special meeting on such shorter notice as he thinks fit.
 - If the Chairman of the General body is unable to attend any meeting, then Member Secretary shall preside over such a meeting.
- The General body can further constitute committees and sub-committees and delegate the necessary powers and authorizations to such committees for the specific purposes.

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(e) Quorum: At least six members shall constitute the Quorum.

8. **Conduct of Business of the General Body:**

- 1) In case of difference of opinion amongst the members, the opinion of the majority shall prevail.
- 2) Each member of the General Body, including the Chairman, shall have one vote & if there is an equal number of votes on any question to be determined by the General Body, the Chairman shall, in addition, have and exercise a casting vote.
- 3) Any resolution, except such as may be placed before the meeting of the General Body, may be adopted by circulation among all its members, and any resolution so circulated and adopted by a majority of the Members who have given their approval, such Resolution shall be as effectual and binding as if such Resolution has been passed at a meeting of the General Body, provided that in every such case, at least 5 members of the General Body shall have recorded their approval to the Resolution.

9. **Powers, functions, duties and responsibilities of the General Body:**

Subject to the Memorandum of Association and these Rules, but without prejudice to the generality of powers, the General Body shall have the full functional autonomy and shall exercise the following powers and carry out the following functions, duties and responsibilities inter-alia:

Powers of the General Body:

1. Take decision on matters of policy relating to the administration, working and control of the Society.
2. Consider and approve programmes and plans of the Society in conformity with the scope of the objectives of the Society mentioned in the Memorandum of Association and to sanction expenditure for the same.
3. Consider and approve eligibility conditions, duration, selection process etc for various initiatives for citizen services.
4. Frame Rules, Regulations and Bye-laws for the conduct of the affairs of the Society and to add, amend, or repeal the rules and regulation from time to time.
5. Consider, approve and authorize operation of the funds of the Society.
6. Appoint Committees or Sub-Committees, by whatever name called, comprising member(s) of the Society and such outside experts and officers of the Society as may be nominated by it for specific tasks, for the disposal of any of its business or for tendering advice on any matter pertaining to the administration and management of the Society.
7. Delegate, to such extent as it may deem necessary, any of its powers to any Officer or the Committees constituted by the General Body.
8. Create project based contract positions and handle the work on job-work and/or outsourcing basis for the Society, lay down terms and conditions and method of hiring such human resources.
9. Acquire by gift, purchase, exchange, lease, hire or otherwise any property, movable or immovable, and to construct, improve, alter, demolish or repair buildings, space, works

and constructions as may be necessary or convenient for carrying on the activities of the Society.

10. Negotiate, enter into and make contracts and deeds on behalf of the Society without any Government support. To enter into legal and corporate agreements for and on behalf of the society and to sue and defend all legal proceedings on behalf of the society.
11. Solicit and receive grants, gifts, donations or other contributions from the Central Government, State Government, tender cost, earnest money, security deposit, upfront premium, capacity enhancement charges, consultancy and funds in any other forms provided it is approved by the Executive Committee.
12. Do all such acts and things as are incidental or conducive to the discharge of the functions and attainment of any of the objects of the Society.

Functions, duties and responsibilities of the General Body:

1. To prepare and execute the detailed plans and programmes for working of the Society and to carry on its administration and management.
2. To have custody and ensure proper utilization of the funds of the Society and to manage all the resources of the Society.
3. To frame and prescribe guidelines and instructions for the implementation of Society and citizen service applications in conformity with the overall policy approved in this behalf by the State Government and General Body.
4. To provide the required operating, administrative, technical, ministerial and other manpower under HPLDC on job work, contract or outsourcing basis from project to project basis for ensuring the efficient operation and management of the projects and the affairs of the society and to prescribe the conditions for hiring and firing of such manpower by the other departments and organizations as and when required.

10. **Assets and Funds of Society:**

- a) The recurring expenditure of the society would be met out of the revenue collected in form of Govt. grants, tender cost, earnest money, security deposit, upfront premium, capacity enhancement charges and consultancy etc.
- b) The Society may accept contributions from statutory bodies created under the Acts of Parliament or of the State Legislature, the National and International Organizations, NRIs, Industry etc. The contribution may also be accepted from Private bodies and individuals subject to the approval of its General Body.
- c) Vesting of the assets and funds of the Society: The Assets of the fund shall vest with the Society.
 - i) Assets register and accounts: The Society shall maintain Assets Register (AR) and accounts.
 - ii) The Treasurer of Fund: Sr. XEN shall be the Treasurer and in his absence the Member Secretary or any other person authorized by the Executive Committee shall be the treasurer of the funds.

iii) Operation of Bank Account: The bank accounts of the Society shall be kept in the name of the Society and shall be operated upon by the Member Secretary and Treasurer jointly or any other person authorized by the Executive Committee.

d) Objects for which the funds of the Society could be used:

i) The objects of the fund shall be as approved by the General Body.

ii) All decisions for utilization of funds would be recorded in Executive Office Order Register (EOOR).

iii) Some of the indicative objects for which the funds could be used are as follows:

a) Refund of securities and earnest money

b) For creation, operation, management and maintenance of society for smooth running of Society.

c) For outsourcing manpower for the operation of the Society.

d) For any other purpose which seeks to achieve the objectives of the Society.

iv) Administrative expenses incurred by the Society or Committee such as salary and travelling allowances and daily allowances of the staff and legitimate charges on the funds of the Society in accordance with the provision of the rules of the Society.

11. Man Power:

The society may take man power on deputation/secondment basis or recruit its own man power. They will be governed by the rules framed and approved by the executive committee of the society.

12. Accounts and Audit:

a) The Member Secretary shall keep or cause to be kept proper accounts of the receipts and payments, income and expenditure and of the property, assets and liabilities of the Society. The Annual Accounts shall be made up by the end of the financial year.

b) The Credit Planning Officer (Account Officer), Accountant General shall audit the accounts of fund at least once in a year. The Chairman or his representative shall also conduct inspection of the account at least once in a year.

13. Arbitration and Reconciliation:

Any dispute between two or more members of the Society which has an impact on the functioning of the society, an arbitrator appointed by the Chairman upon the activities of the Society, shall be referred to and resolved amicably.

14. Executive Committee of the Society:

The following executive committee shall manage the routine decision making of the Society and its funds

Sr. No.	Designation	Name	Remarks
1.	Principal Secretary (MPP & Power)	Sh. Ajay Tyagi (IAS)	Chairman
2.	Director (Energy)	Sh. K. Sanjay Murthy (IAS)	Member
3.	S.E., SLDC	Er. Rajesh Kapoor	Member Secretary

- The Empowered committee will be empowered to take all administrative decisions.
- The Executive Committee will issue Administrative Approval (AA) and Financial Sanctions (FS) for all expenditure to be incurred.
- In case of urgency, the Executive Committee will take decisions and get the same ratified from the General Body in its next meeting.
- The Executive Committee may also further delegate any of its power to member Secretary of the Society.
- The Executive Committee shall exercise such other powers as delegated to it by the General Body.
- The Executive Committee shall meet at least once in six months. However, the Chairman can convey a special meeting before six months in case considered necessary.
- With the approval of the Chairman, any other members of the Society can be invited to attend the meeting of the Committee.

15. **Powers, Functions & Responsibilities of the Member Secretary:**

- The Member Secretary shall be the custodian of the record, the funds of the Society and such other property of the society as the General Body may commit to his charge. The Member Secretary shall have the accounts maintained and also arrange for the annual audit in accordance with the provisions in the Rules and Bye-laws of the Society.
- The Member Secretary shall have such other powers & perform other duties as may be delegated or assigned to him by the General Body. The Member Secretary may delegate any of his powers to any of his subordinate with the approval of the Executive Committee.
- The Member Secretary of General Body shall act as the Member Secretary of the Society and will record the proceedings of the meetings of the Society and of the General Body and maintain a proper record of these meetings in accordance with the provisions of the Bye-laws of the Society.
- The Member Secretary of General Body shall manage the projects, properties or the money under the fund, manage accounts, execute all contracts on behalf of the society and receive funds for the society through donations, grants-in-aid, contributions and raising money whenever required.
- The Member Secretary of General Body shall prepare the budget relating to the administrative expenses of the Society.
- The Member Secretary will be empowered to take all day-to-day administrative decisions where no policy is involved.

- g) The Member Secretary will have the authority to issue Financial Sanction (FS) for all expenditure up to Rs. 25,000/- and up to Rs. 2,50,000/- with the approval of Chairman. Any expenditure of more than Rs. 2,50,000/- would require the approval of the Executive Committee, as the case may be. The Executive committee may delegate financial power to other members/ staff of the society.
- h) In the event of the post of the Member Secretary remaining vacant or the Member Secretary being absent or unable to perform his duties or any reason, Treasurer and in his absence it shall be open to the General Body to direct any Officer or Officers in the service of the Society to exercise temporarily such power & perform such functions and duties of the Member Secretary as the General Body may deem fit.
- i) The Member Secretary shall be responsible for the proper day-to-day administration of the Society. All other staff of the society shall be subordinate to the Member Secretary. The Member Secretary shall carry out the general correspondence in connection with the work assigned to him/her by the Chairman of General Body and the Executive Committee from time to time.
- j) The Member Secretary of General Body shall hire & fire the manpower for the society and other staff in accordance with Rules, regulations and bye-laws of the Society. The Member Secretary of General Body shall represent the society in all its legal matters jointly or through any authorised representative.

16. **Withdrawal of Funds:**

1. Withdrawal of funds from the accounts of the society shall be regulated in a manner to be determined by the General Body or under its authority by the Executive Committee till then. The joint accounts shall be opened by Member Secretary and Treasurer i.e. Sr. Executive Engineer.
2. Such withdrawals shall be made by cheques on requisition (as the case may) signed by Member Secretary and Treasurer or an officer(s) authorized in this behalf by the General Body or under its authority by the Executive Committee.

17. **Suit by and Against the Society:**

The Society may sue or be sued in the name of the Society and the Member Secretary shall have all powers to defend any suits and sue in the name of the Society either by himself or acting through agents/officials duly appointed by the Member Secretary.

18. **Repeal and Savings:**

- i) Subject to the prior approval of the General Body, the Society may alter, extend or abridge any purpose for which it is established by following the procedure prescribed under these rules.
- ii) These Rules may be altered by the Society with the consent of the General Body at any time by a resolution passed by a majority of 2/3rd of the total members present at any

meeting of the Society which shall have been convened for the purpose after giving due notice of such resolution to the Members of the Society.


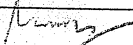
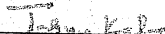

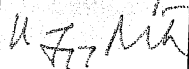


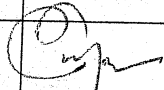
19. **Societies Registration Act to Apply:**

All clauses of HP Society Registration Act, 2006 shall apply to this Society (as are appropriately and expressly amended and altered or amended by these presents and such amendments are not inconsistent with the aforesaid Act).

20. **General:**

In respect of issue where the provision/rules framed by the Society are either inadequate or silent, the decision of General Body shall be final.

21. We, the following members of the General Body certify that the Rules of the Society given above are correct:

Sr. No.	Designation	Name	Remarks	Signature
1.	Pr. Secretary (MPP & Power)	Sh. Ajay Tyagi (IAS)	Chairman	
2.	CMD, HPSEB Ltd.	Sh. Subhash Negi	Member	
3.	M.D., HPPCL	Sh. Tarun Kapoor (IAS)	Member	
4.	M.D., HPPTCL	Sh. Tarun Kapoor (IAS)	Member	
5.	Director (Energy)	Sh. K Sanjay Murthy (IAS)	Member	
6.	Special Secretary (MPP & Power)	Sh. B D Suyal (IFS)	Member	
7.	Special Secy. (Finance)	Sh. Rajneesh Kumar (IAS)	Member	
8.	S. E., SLDC	Er. Rajesh Kapoor	Member Secretary	

Registered this Seventh day of February two thousand Eleven (07.02.2011) under the provisions of H.P. Societies Registration Act, 2006 (Act No. 25 of 2006) vide No: 438/2011

Registrar of Societies,
Himachal Pradesh
Shimla-171009