

# MEMORANDUM OF ASSOCIATION OF THE BOARD

## **Name of the Society:**

1. The name of the Society will be “Central Wool Development Board” herein after called “The Board” (An Organisation under the Ministry of Textiles, Government of India). Area of operation will be all over India.

## **Location of the Office:**

2. The registered office of the Board shall be at Jodhpur (Rajasthan).

## **Aims and objectives:**

3. The aims and objectives for which the Central Wool Development Board is framed are:
  - a) To promote the growth and development of wool and Woollen product;
  - b) Evolve an integrated approach to wool production and its utilization in the matter of formulation of schemes, extension work, implementation and evaluation of scheme aimed at augmenting wool production and upgrading the quality thereof;
  - c) To promote or undertake arrangements for better marketing and stabilizing the price of wool and products made thereof;
  - d) To promote standardization of wool and woollen products;
  - e) To propogate and/or undertake measures for quality control for wool and woollen products;
  - f) To sponsor, assist, co-ordinate and encourage scientific, technological and economic research into the matters of animal husbandry practices, production utilization and marketing of wool with a view to improve the quality, yield and utilization thereof;
  - g) To promote or undertake surveys/studies aimed at collection and formulation of statistics regarding wool, woollen products, employment and income potential in the sector.
  - h) To propogate information useful to the growers and dealers of wool and manufacturers of woollen products;

- i) To improve the existing market and develop new areas in the uses of wool;
- j) To advise the Central Government on matters relating to the growth and development of wool including import and export of wool and products made thereof.
- k) To assist, promote, co-ordinate & harmonies the activities of various agencies including private and Non Governmental Organizations for development of wool and woollen products.
- l) To carry out such of the duties as may be prescribed from time to time;
- m) Board will not work for profit and commercial purposes.

**4. Pursuant to the aforesaid objectives the Board may:**

- i) Accept grants of money, securities or property of any kind and undertake and accept the management of any endowment, trust, funds or donations not inconsistent with the aims and objectives of the Board, on such terms and conditions as may be fitted with the objects of the Board and be prescribed by the Government of India from time to time;
- ii) Recommend creation of all posts irrespective of scales of pay for approval by the Government of India and make appointments thereto in accordance with the Rules and Regulations of the Board.
- iii) Establish a Provident Fund for the benefit of the staff of the Board or any other sections thereof;
- iv) Make rules and bye-laws for the conduct of the affairs of the Board and add or amend, vary or rescind them from time to time provided that pending formal adoption of separate service rules/by-laws etc. by the Board, the service conditions of the officers and employees of the Board shall be regulated by the Government of India rules as amended from time to time;
- v) Advise Central Government on matters relating to the growth, development, import and export of wool and woollen products.
- vi) Furnish to the Central Government or such other authorities as may be prescribed, such reports, returns and information, on the matters relating to the activities of the Board, as may be specified from time to time.

- vii) Do all such other lawful acts and things either alone or in conjunction with other organisations or persons, as the Board may consider necessary, incidental or conducive to the attainment of the above objectives.
  - viii) Do all such lawful acts and things whether incidental to objectives in force or not, as may be requisite in order to furtherance of the objectives of the Board for study and research and development of wool and woollen products.
5. All property, movable or immovable shall vest in the Board.
  6. The income and property of the Board howsoever derived, shall be applied towards the promotion of the objects as set-forth in this Memorandum of Association subject, nevertheless, in respect of expenditure of grants made by Government of India, to such direction as the Government of India may from time to time give. No portion of the income and property of the Board shall be paid or otherwise transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to persons who at any time are or have been members of the Board, or to any of them or to any person claiming through them, or any of them, provided that nothing herein shall prevent the payment in good faith of remuneration to any member or other person in return for service rendered to the Board or for traveling allowance, halting allowance and other similar charges.
  7. If on the winding up or dissolution of the Board, there shall remain after the satisfaction of its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Board or any of them, but shall be dealt with in the manner provided in the Societies Registration Act, 1958.

The following office bearers have been entrusted with the responsibilities to carry out the functions of the Society: -

Sr. No.	Name	Occupation/Address
1.	Shri T.S.R. Subramanian	Secretary, Ministry of Textiles, Government of India, Udyog Bhawan, New Delhi-110011 & Chairman, Central Wool Development Board, Jodhpur.
2.	Shri B.L. Sharma	Joint Secretary (Wool), Ministry of Textiles, Government of India, Udyog Bhawan, New Delhi. & Vice Chairman, Central Wool Development Board, Jodhpur.
3.	Shri J.P. Meena	Executive Director, Central Wool Development Board, Ministry of Textiles, Govt. of India, Jodhpur

We, the undersigned, detailed as under, apply for the registration of the Central Wool Development Board, Jodhpur as a Society in accordance with the relevant rules in force: -

Sr. No.	Name	Occupation/Address
1.	Shri T.S.R. Subramanian	Secretary, Ministry of Textiles, Government of India, Udyog Bhawan, New Delhi, & Chairman, Central Wool Development Board, Jodhpur.
2.	Shri B.L. Sharma	Joint Secretary (Wool), Ministry of Textiles, Government of India, Udyog Bhawan, New Delhi & Vice Chairman, Central Wool Development Board, Jodhpur.
3.	Shri J.P. Meena	Executive Director, Central Wool Development Board, Jodhpur
4.	Mrs. (Dr.) S. Patwardhan	Director, Wool Research Association, Thane (Mumbai)
5.	Shri K.R. Nair	Textile Commissioner, O/o the Textile Commissioner, Mumbai
6.	Shri Kirti Kumar	Director (Finance), Ministry of Textiles, New Delhi
7.	Shri V.N. Maira	Managing Director, Gujarat Sheep & Wool Development Corporation, Ahmedabad.

“RULES & REGULATIONS OF THE CENTRAL WOOL DEVELOPMENT BOARD”

I -THE SOCIETY- **CENTRAL WOOL DEVELOPMENT BOARD**

1. **Short title, extent, commencement and application:**

- a) These rules may be called the Rules of the Central Wool Development Board,
- b) In their scope and application these Rules extend to the Headquarter and other units of the Central Wool Development Board,
- c) These Rules shall come into force immediately after registration of the Society under Societies Registration Act, 1958.

2. **Definitions:**

- a) The “Board” means the Central Wool Development Board registered as Society under Societies Registration Act, 1958.
- b) “The Governing Body” means the body constituted under these Rules as the Governing Body of the Central Wool Development Board.
- c) “The Chairman” means the chairman of the Central Wool Development Board.
- d) “The Executive Committee” means the Committee constituted under these rules as the Executive Committee.
- e) “The Vice Chairman” means the Vice Chairman of the Central Wool Development Board.
- f) “The Executive Director” means the Chief Executive Officer of the Central Wool Development Board.
- g) “Year” means unless otherwise specified by the Governing Body, the financial year of the Government of India.

3. **Headquarters of the Board:**

The office of the Board shall be situated at Jodhpur (Rajasthan). Area of operation will be all over India.

4. **Members of the Board:**

The Board shall have the following Members constituted by the Ministry of Textiles, Government of India: -

- a) “**Chairman**” to be nominated by the Ministry of Textiles, Government of India.

B	“Joint Secretary (Wool)”, Ministry of Textiles, Government of India.	Vice-Chairperson
C	Five representatives from the Ministries/ Offices of the Central Government, which are related to development of wool & wool industry.	Member
D	Four representatives from the State Government of wool producing states, not below the rank of Director.	-“-
E	Four representatives from the Federations/ Boards/Corporations of the wool producing states, involved in development of sheep and wool.	-“-
F	Two representatives from research institutions involved in the research work of wool and woollen development.	-“-
G	Three representatives from the various Organizations of wool sector	-“-
H	Eight representatives from progressive sheep breeders and Non Governmental Organizations engaged in woollen sector in various wool producing states.	-“-
I	Executive Director, Central Wool Development Board.	-“-

5. The representation may be by name or by designation.

6. **Register of Members:**

The Board shall maintain a roll of members indicating their full names, addresses and occupations and every members shall sign the same.

7. **Term of membership:**

A member of the Board shall hold office for a period of two years from the date of his nomination or as may be specified by the Government of India.

8. **Resignation from membership and date of its effect:**

When a member desires to resign his membership of the Board, he shall forward his letter of resignation to the Chairman for the consideration. The resignation shall take effect from the date of its acceptance by the Chairman.

9. **Filling up of Casual Vacancy:**

If the Casual Vacancy arises due to resignation, death, dismissal of a member, such vacancy shall be filled in like manner as the original vacancy and such member hold office for the unexpired portion of the tenure.

10. **Chief Executive Officer:**

The Executive Director shall be the Chief Executive Officer of the Board, who should be appointed by the Government of India.

## **II-GOVERNING BODY**

### **Composition and meetings:**

- 1) There shall be a Governing Body of the Bard and it shall be composed of all the members of the Board;
- 2) The Governing Body shall meet as often as necessary but shall at least meet once in six month;
- 3) Every notice calling a meeting of the Governing Body shall state the date, time and place at which such meeting will be held and shall be served upon every member of the Governing Body not less than fifteen clear days before the day appointed for the meeting;
- 4) The accidental omission to give notice to, or the non-receipt of notice by any member or other person, to whom it should be given, shall not invalidate the proceedings at the meeting;
- 5) The Chairman may convene a special meeting of the Governing Body whenever he thinks fit, and shall do so on the written requisition of not less than one third of the members of the Body. For such a special

meeting, every member shall be given not less than seven clear days notice;

- 6) The Chairman shall preside over the meeting of the Governing Body and in the absence of the Chairman, the Vice Chairman shall preside over the meeting;
- 7) Ten members shall form a quorum. No quorum shall be required for an adjourned meeting which may be held at the appointed place not less than one hour after the appointed time without further written notice;
- 8) All disputed questions at meetings of the Governing Body shall be determined by vote;
- 9) Each member of the Board shall have one vote;
- 10) In case of an equality of votes the person presiding over the meeting shall have the casting vote;
- 11) The Chairman may invite any person other than a member, to attend a meeting of the Governing Body. Such invitee shall not, however, be entitled to vote at the meeting;
- 12) The Governing Body shall function notwithstanding any vacancy therein and notwithstanding any defect in the appointment or nomination of any member and no act or proceedings of the Governing Body shall be invalidated or nullified merely by reason only of the existence of any vacancy therein or any defect in the appointment, nomination or election of any member;
- 13) Where for any reasons it is not possible for the Governing Body to meet, any business which may be necessary for the Governing Body to perform may be carried out by taking the approval of the Chairman after due recommendation by the Executive Committee, provided that the ex-post facto approval of the Governing Body shall be obtained at its next meeting.

### **Functions and Powers:**

A The Governing Body shall have the following powers and functions, namely to:



1. Observe the provisions of the Memorandum of Association, these rules and such instructions of Government of India, as may be issued from time to time;
2. Exercise general control and issue such directions for the efficient management and administration of the affairs of the Board as may be necessary;
3. Recommend creation of all posts irrespective of scales of pay for approval by the government of India and make appointments thereto in accordance with the Rules and Regulations of the Board.
4. Nominate members of the Executive Committee in accordance with rules;
5. Approve the annual budget of the Board;
6. Consider and approve the annual report of the Board
7. Consider the balance sheet and audited accounts of the Board;
8. Add and amend the Rules of the Board;
9. Frame bye-laws, rules, regulations etc. not inconsistent with these rules, and the Memorandum of Association for the management, administration and regulation of the business of the Board for the furtherance of its objects;
10. To perform such other functions as are entrusted to it under these rules;
11. The Governing body may by resolution delegate to its Chairman, Vice-Chairman, to any other Committee, or to the Executive Director or to any other officer of the Board, such of its powers for the conduct of business as it may deem fit.

### **III-CHAIRMAN**

#### **Powers:**

1. The Chairman shall exercise such powers for the conduct of the business of the Board as may be vested in him by the Governing Body.

### **IV-EXECUTIVE COMMITTEE**

#### **Composition & Meetings:**

1. There shall be an Executive Committee of the Board and it shall consists of the following members:
  - i) Vice Chairman as Chairman of the Executive Committee;

- ii) Executive Director;
  - iii) Seven other members from the Governing Body.
2. If any member of the Executive Committee ceases to be a member of the Board, he shall automatically ceases to be a member of the Executive Committee.
  3. Every meeting of the Executive Committee shall be presided over by its Chairman.
  4. Four members of the Executive Committee present in person shall constitute quorum.
  5. For every meeting of the Executive Committee not less than seven days notice shall be given to each member, provided that the Chairman in special circumstances may call a meeting at a shorter notice.
  6. The meeting of the Executive Committee shall be held as often as necessary but not less than thrice in a year.
  7. Each member of the Executive Committee, including the Chairman shall have one vote and in case there shall be an equality of votes on any question to be decided by Executive Committee, its Chairman or in his absence the person presiding over the meeting shall in addition have a casting vote.
  8. The Chairman of the Executive Committee may invite any person, other than a member to attend a meeting of the Executive Committee. Such invitee shall not, however, be entitled to vote at the meeting.
  9. Any business which may be necessary for the Executive Committee to perform may be carried out by the circulation among all its members and any resolution so circulated and approved by a majority of the members signing shall be as effectual and binding as if the resolution had been passed by majority at a meeting of the Executive Committee.

**Functions and Powers:**

1. Subject to the general control and directions of the Governing Body, the Executive Committee shall be responsible for the management and administration of the affairs of the Board in accordance with these rules and the by-laws made

- there under for the furtherance of its objects and shall have all powers which may be necessary or expedient for the purpose.
2. Without prejudice to the generality of the foregoing sub rule, the Executive Committee shall have the following functions, namely:-
    - a) to prepare and execute detailed plan and programme for the furtherance of the objects of the Board;
    - b) to draw up the annual budget of the Board to be submitted for approval of the Governing Body;
    - c) to scrutinize and approve the annual report and balance sheet and audited accounts of the Board for the consideration of the Governing Body;
    - d) to lay down terms and conditions governing scholarships, fellowships, deputations, grants-in-aid, research schemes and projects;
  3. The Executive Committee may by resolution delegate to its Chairman, or to the Executive Director or to any other officer of the Board, such of its powers for the conduct of business as it may deem fit, subject, if deemed necessary, to the condition that the action taken by its own Chairman, or the Executive Director or other officers under the powers so delegated to him shall be subject to confirmation at the next meeting of the Executive Committee.

#### **V-VICE CHAIRMAN**

##### **Powers and functions:**

1. Besides the powers hereinafter enumerated in these Rules, the Vice Chairman shall exercise those powers, which may specifically be delegated to him by the Chairman.

#### **VI-EXECUTIVE DIRECTOR**

##### **Powers and functions:**

A. Subject to any order that may be passed by the Government of India, the Chairman, the Vice Chairman and decisions of the Executive Committee, the Executive Director as the Chief Executive Officer of the Board shall be responsible for:

1. The proper administration of the affairs and funds of the Board. To receive and to have custody of the funds of the Board and to manage the properties of the Board.
2. Prescribing the duties of all officers and employees of the Board.
3. Exercising supervision and disciplinary control over the work and conduct of all officers and employees of the Board.
4. Coordinating and exercising general supervision over all activities of the Board.
5. To incur expenditure subject to the provisions of the budget.
6. To prepare and execute plans and programmes and prepare annual budget for the Board and put before the Executive Committee and Governing body for approval.
7. Executive Director shall be custodian to all records relating to the Board and make correspondence on behalf of the Board.
8. He shall convene meetings of Governing Body and Executive Committee with the permission of the respective Chairman and take on records of all the minutes of such meetings.
9. To execute, contracts, collaboration agreements, general/special instruments, service agreements, agreements containing arbitration clauses, indemnity bonds, deeds in respect of or connected with sale/lease licenses, mortgage hypothecation or other deeds of a legal character of whatever description, powers of Attorney, enforce any other legal rights and incur legal expenses, provided that these powers are exercised for and on behalf of the Board.

10. Purchase, hire, take on lease, exchange or other-wise acquire a property movable or immovable or sell, hire lease exchange otherwise transfer or dispose of all or any property, movable or immovable of the Board provided that for the transfer of immovable property, the prior approval of the Government of India is obtained in that behalf.
11. Advising the government of India, State Governments and the Administrations of the Union Territories in the matters connected with wool and products made thereof.
12. The Executive Director may, in writing, delegate any of the powers conferred upon him to such officers of the Board working under him as may be considered necessary for effective and efficient functioning of the Board.

## **VII-GENERAL**

### **1. Establishment and Maintenance of Offices, Institutes etc:**

The Board shall establish and maintain its own office, Research institutes and Laboratories, Regional and Sub-offices etc.

### **2. Rules and Bye-laws:**

The Central Wool Development Board shall frame its own rules and regulations and bye-laws on following matters. Such rules and bye-laws will come into force with effect from the date these are approved by the Governing Body: -

- i) Financial rules and regulations of the Board.
- ii) The maintenance of the accounts of the receipts and expenditure of the Board, the form of the annual report of the board and the procedure and date by which it shall be submitted to the Governing Body.
- iii) The conditions subject to which and the manner in which contract may be entered into by or on behalf of the Board.

- iv) Recruitment and appointment of the staff to the various posts in the Board, the pay, Traveling Allowances and other allowances, leave, service conditions, conduct and discipline of the officers and other employees of the Board.
- v) Traveling and other allowances to the members of the Board and of the Executive Committee.
- vi) The maintenance of the registers and other records of the Board and of its Committees.
- vii) The conditions subject to which the Board may borrow funds.
- viii) The conditions subject to which the Board may incur expenditure out side the India.
- ix) Setting up Contributory Provident Fund for the officers and employees of the Board and the administration thereof.
- x) Any other matter, which may be considered necessary by the Governing Body for smooth functioning of the Board and its Committees.

### **3. Funds of the Board:**

The funds of the Board shall consist of the following:

- I. Lump sum and recurring grants, loans and donations made by the Government of India, State Governments or any organisations.
- II. Income from investments.
- III. Income & receipt from other sources.
- IV. Fees & charges imposed by the Board for services rendered by it.

### **4. Bankers of the Board:**

- a. The Bankers of the Board shall be as approved by the Governing Body.

- b) All funds shall be paid into the Board's accounts with its bankers and shall not be withdrawn, except by means of Cheque signed by the Executive Director or by such other officer of the Board as may be duly empowered by the Executive Director.

**5. Auditors:**

The accounts of the Board shall be audited by such person or persons as may be appointed for the purpose from time to time by the Board.

**6. Legal Advisor of the Board:**

The Board shall retain one or more legal advisor on whole time or part time basis on such fee as approved by the Executive Committee and he shall be responsible for advising the Board in all legal matters and for arranging contest/defence of legal proceedings instituted by or against the Board in any Court and for the vetting and drafting of all deeds, agreements and other legal documents.

**7. Annual Report:**

The audited accounts and the Annual Report of the proceedings of the Board and all work under taken during the year shall be prepared by the Chief Executive Officer for the consideration and approval of the Board and the audited accounts of the Board along with the Auditor's report thereon shall be placed before the Governing Body at its Annual General Meeting.

**8. Board will not work for profit and Commercial purposes.**