**BYE-LAWS OF THE LABOUR CO OPERATIVE SOCIETY LTD.,**

**SHORT TITLE AND COMMENCEMENT**

1. The name of the Society shall be \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Society Ltd., duly registered under the Goa Cooperative Societies Act, 2001 and its registered address shall be \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_. Any change in the address as mentioned above shall be notified to the Registrar within 30 day thereof as per Section 36 of the Goa Cooperative Societies Act, 2001 read with Rule 28 of the Goa Cooperative Societies Rules, 2003 as in force in this State and the Bye-laws shall be got amended accordingly.
2. The area of the operation shall be confined \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_
3. **DEFINITION :**

Unless as otherwise specifically defined the following expressions shall carry the meanings as assigned to each of them in these Bye-laws as under :-

1. “ Act” means the Goa Cooperative Societies Act, 2001 as applied to the State of Goa and amendments affected or that may be affected thereto and may also include any other Act which may replace the one in force;
2. “Bye-laws” means the Bye-laws of “\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Labour Cooperative Society Limited” as approved by the Registrar and shall also include any additions made thereto from time to time with the approval of the Registrar.
3. “Cooperative Year” means the period commencing from 1st April of every year and concluding on 31st March, of the subsequent year;
4. “Registrar” means a person appointed to be the Registrar of Cooperative Societies under the Act and include any other subordinate Officer to whom the powers of the Registrar may stand delegated.
5. “Rules” means the Goa Co-operative Societies Rules, 2003 as in force in the State of Goa.
6. **OBJECTS**

The Objects of the Society shall be as under :-

1. To promote Economic Status of the Members of the Society and to encourage a sense of self help and thrift amongst its members.
2. To provide avenue for profitable employment for the members of the Society in Labour Contract by obtaining contracts from Govt., Public Bodies, Private Bodies or Individuals or by executing these contracts through itself or with the help of members.

...2...

1. To undertake any other activities conducive in fulfilling the aforesaid objects.
2. **FUNDS MAY BE RAISED :-**
3. By Shares from Members and State Government ;
4. By Loans and deposits from Members as well as State Coop. Bank;
5. By Entrance Fee:
6. By donations and Subscription;
7. By financial assistance from Govt;
8. The authorised share capital of the society shall not exceed Rs.\_\_\_\_\_\_\_ of \_\_\_\_\_\_ shares of Rs.100/- each and every member shall be entitled to subscribe to the share capital of the society \_\_\_\_\_\_\_\_\_\_ or as per the limit prescribed in Cooperative Societies Act, and rules. The limit of authorised Share Capital may be enhanced with the prior approval from the Registrar.
9. **DEPOSITS AND LOANS :**
10. Deposits and Loans may be received for fixed periods as may be determined by the Managing Committee, provided that the total loans and deposits shall not exceed ten times the paid up share capital plus the Reserve Funds and Building Fund minus accumulated losses.
11. The funds of the Society when not employed in the business of the Society, shall be invested or deposited in the manner as laid down under Section 55 of the Act and Rule 39.
12. **MEMBERSHIP**

No person shall be eligible for the membership of the Society unless :-

1. His/ Her application for membership in the prescribed form has been approved by the Managing Committee
2. He/She has subscribed to at least one share and paid the entrance fee of Rs.10/-.
3. Any person/Labour who has attained majority and of sound mind residing in the area of operation of the Society shall be eligible for admission of Membership.

...3...

1. Admission to membership shall not be refused to any person qualified under the Bye-Laws without sufficient cause. Where a person is refused membership, the decision with reason for doing so shall be communicated within 15 days from the date of decision to that effect of within three months from the date of application, whichever is earlier. Any person aggrieved by the decision of the Managing Committee may appeal to the Registrar as provided under Section 22(3) whose decision thereabout shall be final.
2. After a period of one year from the date of registration any member may withdraw his/her Membership from the Society at any time after giving clear three months notice to the Managing Committee of his/her desire to do so, provided his/her resignation is accepted by the Society and provided that he/she is not indebted to the Society either as a borrower or surety.

Provided further that in any one year, the refund of the capital shall not exceed 10 percent of the aggregate Paid up Share Capital of the Society as it stood on 31st March of the preceding year.

1. A member of the Society may be expelled by a vote of the General Meeting passed by 3/4th majority of the Members present and voting at a General Meeting held for the purpose on account of all or any of the following reasons :-
2. If he/she is a persistent defaulter to the Society in the repayment of his/her dues or in any respect ;
3. If he/she is found to have wilfully deceived the society by false statements;
4. If he/she is bankrupt or legally disabled;
5. If he/she is convicted of a criminal offence;
6. If he/she intentionally does any act likely to injure the credit of the Society;

Expulsion may involve forfeiture of all shares and interest held by the member in the Society. No resolution for expulsion shall be valid unless the procedure as laid down under Rule 26 has been followed and duly approved by the Registrar.

1. **A person shall cease to be a Member :**
2. On death;
3. On his/her resignation being accepted by the Managing Committee of the Society;
4. On expulsion under Bye-laws No.11;

...4...

1. A Member may transfer his/her shares after holding them for one year to another member with the prior approval of the Managing Committee subject to the provisions of Section 29 of the Act and Rule 22 of the Rules. The transfer will not be deemed to be complete unless the name of the transferee has been entered in the Share Member Register and such fees as the Managing Committee may prescribe have been paid.
2. The liability of a member shall not exceed the amount, if any unpaid on shares for which he/she or his/her estate is liable.
3. A Share Certificate bearing a distinctive number, seal and signature of Chairman and Secretary shall be issued for every fully paid shares subscribed to by the members.
4. In the event of expulsion/ceasure of membership under Bye-law No.11 or Bye-law No.12, the member shall be paid the amount arrived at by valuation based on the financial position of the Society in the last audited Balance Sheet preceding the resignation, death cessation of Membership of the Society in respect of such shares or interest, within six months provided further that the provisions to Bye-laws No.10 are not contravened.
5. Any member may nominate any person to succeed in the event of his/her death to his shares or interest in the Society. Such nomination shall in the event of his/her death be given effect to by the Society provided that :-
6. The nomination was signed by the deceased in the presence of two witnesses attesting the same.
7. A fee of Rs.10/- shall be charged for any revocation or variation in the nomination.
8. In the event of there being no person nominated by a deceased member under Bye-Law No.17, the person as may appear to the Committee to be his/her heir or legal representative shall be entitled to succeed to his/her shares or interest in the Society subject to Rule 23.
9. The amount standing to the credit of the deceased member by way of shares or interest in the Society shall subject to deductions on account of his/her liabilities be paid to the person nominated under Bye-Law No.17 as his/her heir or legal representative under Bye-law No.18 as the case may be on his/her executing a bond of indemnity with the Society. The deposits of the deceased member may be withdrawn by such heir only if the period of deposit is expired.

...5...

1. **GENERAL MEETINGS:-**

The Annual General Meeting shall be held within six months from the close of the Cooperative year as provided under section 72(2) of the Act. A list of members enrolled till 31st March and entitled to vote shall be prepared every year. Persons admitted as Members after this date shall not be entitled to participate in the General Meeting.

1. The Chairman of the Society shall preside over all the General Body Meeting. In the absence of the chairman, the Vice-Chairman shall preside over such Meetings and in the absence of both the General Body shall elect its own president for the Meeting amongst the member present at the Meeting.
2. The functions of the Annual General Meeting are :-
3. To appoint internal Auditor/Statutory Auditor for auditing the accounts of the Society and to fix the remuneration of Internal Auditor;
4. To receive from the Managing Committee the Balance Sheet, profit and Loss Account and its Annual Report of the preceding year and to sanction the distribution of profits;
5. To consider any communication or Audit Memorandum that may have been received from the Registrar or Auditor or any other business duly brought before it;
6. To consider amendments to the Bye-Laws.
7. To consider appeals against the orders of the Managing Committee where the right of appeal is reserved to the General Body and generally to exercise supreme authority in any matter relating to day to day working of the society subject to, the provisions of the Act, Rules and Bye-laws of the Society.
8. Notice of the general Body Meetings indicating the date, place and time of the meeting and the business to be transacted thereat shall be given by communication delivered or posted to each member and also affixed on the Notice Board of the Society and Public places in area of operation of the Society. Non-receipt of any such notice by any member shall not invalidate the proceedings of a General or Special General Meeting unless the rights of a large number of members are prejudiced thereby in which circumstances the Registrar shall decide about the validity of such meeting.

...6...

1. A requisitioned General Body Meeting shall be convened by the Chairman of the Society or by a majority of the Board of Directors, or on a requisition from the Registrar, or from one tenth of members as required under section 72(3) of the Act. It shall be the duty of the Chairman to call such a meeting within 30 days from the date of requisition.
2. In the case of Annual General Meeting clear 14 days notice and in the case of a Special General Meeting clear 7 days notice shall be given.
3. No resolution unless so ordered by the Registrar can be brought at a General Meeting disturbing the election of the Office bearers within 6 months from the date of such election and for cancelling a previous resolution of the General Body unless six clear months have expired after the passing of the original resolution.
4. With the permission of two third of the Members present at General Meeting, any member may bring forward a proposal not mentioned in the Agenda of notice convening the meeting provided that such proposal does not relate to the expulsion of a member or alteration of a Bye-laws.
5. The president shall have a casting vote in addition to his ordinary vote in case of tie.
6. Every Member shall have one vote only irrespective of the number of shares held by him/her provided that a member who is principal borrower against whom an arbitratory award has been passed and execution proceedings started for recovery of the awarded amount shall not be entitled to vote on the question of the Managing Committee and other Office bearers.
7. Two fifth of the total number of members or 25 (whichever is less) shall form a quorum at a General Meeting. If there be no quorum the meeting shall be adjourned to a later half an hour on the same day as may have been specified in the notice calling the meeting. In case all the business on the Agenda cannot be transacted on the date of which the General Meeting is held the meeting may be postponed to any other suitable date, not later than 30 days and at such adjourned meeting the business as per the Agenda shall be transacted, whether there is a quorum or not.

...7...

1. **MANAGEMENT**
2. The Management of the Society shall be carried on by a Managing Committee consisting of \_\_\_\_\_\_\_ Members. The Managing Committee shall meet at least once in every month or more if necessary to conduct the affairs of the society and to transact any other important matters. A notice for the Meeting will be circulated seven days in advance. All the questions before the Managing Committee shall be decided by a majority.
3. No person shall be eligible for appointment/election as member of the Managing Committee of the Society if he/she:-
4. Has been adjudicated as an insolvent.
5. Has been sentenced for any offence other than the offence of political character or an offence involving moral turpitude and such sentence not having been reversed or the offence pardoned provided that this disqualification’s shall not apply where more than five years have elapsed from the date of expiry of such sentence.
6. Is in default to the Society or any other Cooperative Society.
7. Is interested/involved directly or indirectly in any contract made by the Society or in any sale or purchase made by the Society privately or in auction in any contract or transaction of the Society (other than investment or borrowing)
8. The Committee shall be elected for a period of five years and all the elected members shall be eligible for re-election. The elected members shall elect from amongst themselves a Chairman Vice-Chairman and Secretary for a period of five years. Each member of the Managing Committee shall have one vote. The Chairman and in his absence the Vice-Chairman shall preside over the meeting of the Managing Committee.
9. Subject to the Bye-Laws and the resolution passed at a General Meeting the Managing Committee shall have full authority to carry on the business of the Society.
10. A member of the Managing Committee shall be deemed to have vacated his/her office even before the expiry of his/her normal term if:-
11. He/she resigns by a notice in writing provided his/her resignation has been accepted by the Managing Committee.

...8...

1. After receiving a notice of the date of meeting of the Committee he/she absents himself/herself at three consecutive meetings without taking prior leave of absence for reasons which in the opinion of the Managing Committee are satisfactory.
2. He/she becomes a defaulter during the terms of his/her Managing Committee Membership.
3. He/she is convicted of a criminal offence or offences.
4. Vacancies caused among the elected members of the Managing Committee due to death or any other cause may be filled up by the Managing Committee from eligible members by Co-option, if such vacancies are not more than one third of the total number of Directors of the Board.
5. A committee minute book shall be maintained by the Secretary in which the names of members present and the proceedings at such meeting shall be recorded.
6. No Member shall be present or vote on any matter in which he has a personal interest.

37A Members shall form a quorum.

1. The duties and powers of the Managing Committee shall be :-
2. To admit new members and to consider applications for allotment of shares and resignations from membership or refund of shares;
3. To appoint suspend, fine or dismiss all the salaried servants of the society.
4. To hear and deal with complaints;
5. To supervise and check the accounts;
6. To enquire into and take action in cases of default;
7. To prepare annual Statements of accounts and Annual Report of the Society for the preceding year and to place the same before the General Body;
8. To raise loans and deposits on such terms as may be decided upon;
9. To deal with any other matter within the framework of Act, Rules and Bye-laws of the Societies.
10. It shall be the duty of the auditors appointed under Bye-law No.22(i) to audit the accounts and documents of the Society and the Managing Committee shall produce all the requisite books for their inspection/audit. The internal audit shall be in addition to the Statutory audit under Section 74 of the Goa Cooperative Societies Act, 2001 as applied to the State of Goa.

...9...

1. The Services of all the Members of the Managing Committee shall be gratuitous.
2. The duties of the Secretary shall be:-
3. To convene meetings of the General Body of the Society, the Board and the other committees constituted by the Board and maintaining of proper records/proceedings of such meetings;
4. To carry on the correspondence of the Society and to maintain all its books, accounts and registers;
5. To receive and disburse money on behalf of the Society under the orders of the Managing Committee and to prepare receipt and vouchers.
6. To attend all other business entrusted to him by the Managing Committee.
7. To maintain records and books of accounts.
8. To prepare and place before the Committee the statements of accounts viz. Profit and loss accounts and balance sheet within the prescribed time.
9. To rectify the objections mentioned by the Auditors and to place them before the Managing Committee and to send the rectification report to the Competent Authority within the specified time.
10. The duties of the Chairman of the Managing Committee shall be to preside over all General Body and Managing Committee Meetings of the Society and to exercise general supervision and control over the paid staff and to do such other things as are conducive to the best interest of the Society under the general direction of the Managing Committee.
11. All acts done in good faith by the Managing Committee or any person acting as a Managing Committee shall not withstanding that it is afterwards discovered that there was some defect in the appointment of such Board or person, be as valid as if the Managing Committee or every such person has been duly appointed.
12. During the absence of the Secretary the Managing Committee shall delegate the powers of the Secretary to any member of the Society temporarily.

...10...

1. **DISTRIBUTION OF PROFITS :-**

The net profit as arrived at in terms of provision of section 52, of the Act and Rule of the Rules shall be distributed accordingly as provided therein.

1. If the Dividend declared for a particular year is not claimed within a period of three years from the date of such declaration a notice shall be served on the concerned member requiring him/her to collect his/her dividend within a month from the date of issue of the notice failing which the amount of unclaimed dividend shall be credited to the Statutory Reserve Fund.
2. RESERVE FUND :-

The Reserve Fund so created in terms of Bye-law No.45 shall be utilized or invested in accordance with the provisions of Section 55 of the Act and Rule 39 of the Cooperative Societies Rules, 2003.

1. ACCOUNT AND RECORDS :\_

The books of Accounts and other records shall be maintained in the forms prescribed under the Goa Cooperative Societies Rules, 2003 with such alterations/additions the Board of Directors may deem expedient. The Chairman and the Secretary shall sign the Share Certificates on behalf of the Society.

1. AMENDMENT TO BYE\_LAWS :-

Subject to the rules framed by the State Government, Bye-Laws can be amended, provided that notice of the amendment has been given to the Members of the Society at least fourteen days prior to the Meeting. Amendments shall take effect after being registered under Section 11of the Act.

1. AFFILIATION TO FEDERAL BODIES :-
2. The Society shall take at least one share in the State Cooperative Bank after its registration.
3. The Society shall become a member of the State Cooperative Union.
4. The Society may become a member of any other Cooperative Institutions which deem fit.
5. CONTRACTS/WORKS:-

The Managing Committee shall be competent to enter into contract for the execution of public or private works or to undertake jobs, work s on behalf of the Society. These works shall be executed through or with the help of members. These works may be executed by employing them on daily wages or on piece work. When sufficient workers are not available the Secretary may employ persons other than members to such extent as may be necessary, to do

...11...

any work which the Society has in hand and pay them such remuneration/ payment as may be reasonable. The Managing Committee can enter into agreement with the member for due performance of work or work entrusted to them or of the work allotted to them from day to day.

1. **LIQUIDATION :-**

In the event, the Society is liquidated as per section 92 and Rule 127, 80% of the surplus assets shown as available in the final report of the liquidator shall be divided amongst the members as per the provisions of section 100 and Rule 130 and the remaining shall be placed at the disposal of the Registrar of Cooperative Societies for utilization in a suitable manner.

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| Sr. No. | Name of Directors | Designation | Signature |
| 1 | Shri/Smt.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |  |
| 2 | Shri/Smt.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |  |
| 3 | Shri/Smt.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |  |
| 4 | Shri/Smt.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |  |
| 5 | Shri/Smt.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |  |
| 6 | Shri/Smt.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |  |
| 7 | Shri/Smt.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |  |
| 8 | Shri/Smt.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |  |
| 9 | Shri/Smt.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |  |
| 10 | Shri/Smt.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |  |
| 11 | Shri/Smt.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |  |
| 12 | Shri/Smt.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |  |
| 13 | Shri/Smt.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |  |
| 14 | Shri/Smt.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |  |
| 15 | Shri/Smt.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |  |

Approved in the meeting held on : \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_