

MEMORANDUM OF ASSOCIATION

OF

**GUJARAT ENERGY TRAINING &
RESEARCH INSTITUTE
(GETRI)**

**Opp. Kalpavruksh Building,
Gotri Road,
VADODARA - 390 021.**

7th APRIL, 2006

MEMORANDUM OF ASSOCIATION

1. **NAME :**

The name of the Society shall be Gujarat Energy Training & Research Institute (GETRI), Gotri, Vadodara.

2. **REGISTERED OFFICE :**

The registered office of the society shall be at the following address:

Gujarat Energy Training & Research Institute (GETRI)
Opp. Kalpavruksh Building, Gotri Road,
Vadodara - 390 021.

3. **JURISDICTION :**

The Society's jurisdiction shall extend to the whole of Gujarat.

4. **OBJECTS :**

- (i) To work as an autonomous training and research institution and provide a platform for continuous training & research and documentation of information on strategies, policies and best practices in power sector at all levels and the state and national arena and to use such knowledge to provide advisory services/consultancies to the players including electricity consuming organizations in the power sector on reasonable payment basis.
- (ii) To provide state of the art facilities for training and skill development of all categories of employees of the Promoter Companies and also, when opportune, the personnel of various power sector organizations (including the employees of power consumers) at the State as well as National level for generating income for the Society in its effort to become financially self-sufficient.
- (iii) To organize or to assist in organizing training programmes, seminars, conferences, discussions, dissertations, exhibitions, research studies, field surveys, symposia, workshops and capsule courses.

- (iv) To carry out research in training & development of human resources in power sector for up gradation of skills at all levels.
- (v) To provide induction training and in-service training to the recruits and employees of the Society's promoter companies and other Power sector companies of the state and the nation.
- (vi) To impart training on Electricity Act, 2003 and regulations thereunder and its impact. Over and above training on related laws pertaining to power sector including Indian Contract Act,1872; Labour Laws, Arbitration Act,1940; Indian Penal Code,1860; Civil Procedure Code,1908; Criminal Procedure Code,1898, any other law, code, policy having bearing on power sector.
- (vii) To provide training to the power sector personnel of countries other than India if state government and government of India provide such opportunities or agrees to such arrangements.
- (viii) To strive to become a world class institution in research and training of Power Sector.
- (ix) To develop courses for awarding certificates, diplomas and degrees in power sector operations and management consistent with state and national training policies and programmes.
- (x) To take up consultancies and research to eventually become financially self-supporting.
- (xi) To coordinate with other related sector organizations like the Non-conventional and Nuclear energy and others and ensure formulation of training and research programmes to maximize efficiency of power sector and further the relevant goals on national power policy to ensure availability of power to every citizen.
- (xii) To design training models for new initiatives for distribution of electricity in rural areas.
- (xiii) To design training modules to take care of the environment and ecology and collaborate with institutions specifically set up for these purpose.

- (xiv)** To formulate and implement training policies for power professionals aimed at providing necessary knowledge inputs to all class of employees with the object to upgrade their skills.
- (xv)** To identify the present and future training needs of all class of employees of the Promoter Companies and others engaged in power sector and to organize suitable training programmes to bridge the skill gaps.
- (xvi)** To undertake or sponsor, coordinate or promote research programmes or projects for the development of human capital of power sector undertakings so as to make them high performing organizations.
- (xvii)** To collaborate with other training agencies in the country or abroad in the field of research, training & development of strategies for power sector and human resources.
- (xviii)** To take up consultancy assignments/ research from the power sector players in the State and elsewhere on matters pertaining to competency building of human resources by filling the skill gaps from time to time and to undertake on its own or in collaboration or other arrangements with national or international agencies engaged in research in the area of training & development of human resources.
- (xix)** To undertake or sponsor studies pertaining to impact of training programmes on over all performance of the Promoter Companies and or other power sector including impact analysis of projects and schemes.
- (xx)** To undertake, as paid assignment, independently or in collaboration with others, formulation of training programmes meant for development of human resources in various organizations engaged in power Generation, Transmission and Distribution.
- (xxi)** To establish and develop information tools for training & research and to promote exchange of information among the participating organizations by establishing interactive website for the same.

- (xxii) To Take special steps to develop a group of young professional trainers working in the various field of power sector i.e. Generation, Transmission, Distribution, Accounts, Finance, HRD, particularly at both the operational and cutting- edge levels.
- (xxiii) To maintain Library / Information Center and to collect and collate information regarding training & development of human resources in particular.
- (xxiv) To be part of all public internet domains and member of selected paid databases and information facilities pertaining to power sector, including operational policies and strategies.
- (xxv) To organize regularly brainstorming seminars where power policy experts and people who have worked or are working in the sector at operational or policy making levels exchange ideas to help Promoter Companies to assess their progress in their respective areas in the power sector and decide future policies and strategies including training and human resources policies.
- (xxvi) To act as “Think Tank” for Energy Department of the Government of Gujarat and the power sector.
- (xxvii) To bring about publications like journals, news letters, books and manuals including Training manuals.
- (xxviii) To do all such other things as may be incidental or conducive to the attainment of the above objects.
- (xxix) **In Pursuant to the objectives the Society may**
 - a. Accept donation, grants, contribution or financial assistances from governmental/quasi governmental or private institutions or persons or any other sources with a view to fulfill all or any of the above objects;
 - b. Charge and recover fees and charges for services rendered by it;
 - c. Employ logistic support structure for the Society and to make contractual appointment thereto in accordance with the rules of society (as decided by promoter companies).

- d. Make rules and bye-laws for the conduct of the affairs of the Society and add to, amend, vary or rescind them from time to time.
- e. Do all such other acts and things, either alone or in conjunction with other organizations or persons, as the Society may consider necessary, incidental or conducive to the attainment of the above objects.
- f. Acquire by gifts, purchase, exchange, lease, hire or otherwise under any law, buildings, easement rights and any other property both movable or immovable of the society including machinery, equipments or estate for the furtherance of all or any of the objects of the Society.
- g. Borrow and raise money by way of mortgage of the properties belonging to the Society or in any other manner with prior concurrence of the Promoter Companies.
- h. Sale, mortgage, charge, lease, exchange or otherwise transfer or dispose off all or any immovable or movable property of the Society with prior concurrence of the Promoter Companies.
- i. Obtain and accept from any person, firm, company, corporation, Institution, Local Body, or any authority of the State, or the Central Government, Donations, Grants, Gifts and Bequests of money and all kinds of property movable or immovable either unconditionally or on any special terms and conditions not being inconsistent with the object of the Society, as the Society may think fit.
- j. Invest and deal with the Money of the Society in such manner as may from time to time be determined by the Governing Body.
- k. Construct, maintain repair, extend alter, improve or develop any buildings or works necessary or convenient for the purposes of the Society.
- l. Pay out of the funds belonging to the Society or out of any particular part of such funds, all expenses that are incidental to the formation of the Society and for achieving its aims and

- objectives including management and administration of the Society.
- m. Assist Public and Private Organizations in the power sector to improve their administration and management through consultancy and by extension services, organizing conferences, seminars, workshops, exhibitions, meetings, discussion etc.
- n. Evolve and prescribe standards of proficiency, and award certificates, diplomas, certificates, medals and other prizes and distinctions to persons trained in the Institute as well as confer distinctions on persons rendering outstanding contribution to the cause of management in Power Sector.
5. The names, addresses and occupations of the Governing Body to whom the management of the Society has for the time being been entrusted until the formation of Governing Body are as follow :
- (1) Shri _____ Chairman & M.D., Gujarat Urja Vikas Nigam Ltd. (GUVNL), Vadodara.
- (2) Shri _____ Director (Admn.), GUVNL., Vadodara.
- (3) Shri _____ MD, Gujarat State Electricity Corporation Ltd.
- (4) Shri _____ MD, Gujarat Energy Transmission Corporation Ltd.
- (5) Shri _____ CMD, Dakshin Gujarat Vij Co.Ltd., Surat
- (6) Shri _____ CMD, Uttar Gujarat Vij Co.Ltd., Mehsana
- (7) Shri _____ CMD, Paschim Gujarat Vij Co. Ltd., Rajkot
- (8) Shri _____ CMD, Madhya Gujarat Vij Co.Ltd., Vadodara.
- (9) Shri _____ Director, GETRI, Vadodara. Member Secretary
6. The promoting members will have the right to nominate any other members in addition to or as substitute of above mentioned persons. Unless otherwise provided, membership shall be vested with and transferred according to the official designation held by the person.
7. The members of the governing body shall be trustees of the institute for the purpose of the Bombay Public Trusts Act, 1950.

8. The income and property of the Institute shall be applied towards promotion of the objects as set forth in this Memorandum of Association. No portion of income or property shall be paid or transferred directly or indirectly by way of dividends, bonus or otherwise howsoever by way of profits to the persons who may at any time be or have been members of the Society or to any of them or to any persons claiming through them, provided that nothing contained herein shall prevent payment in good faith of remuneration to any member or other person in return for any service rendered to the Institute.
9. If on winding up or dissolution of the Institute, there shall remain after the satisfaction of debts and liabilities any property whatsoever, the same shall not be paid or distributed among members of the Institute but shall be vested in the Gujarat Urja Vikas Nigam Ltd.
10. We the several members whose names and addresses are hereunder subscribed and desirous of being formed into a society in pursuance of this Memorandum of Association, do hereby subscribe our names to this Memorandum of Association and set our several and respective hands hereunto and from ourselves into a society under the Societies Registration Act, 1860 (Act of 21 of 1860) this _____ day of _____ 2005 at Vadodara.

Sr. No.	Name	Address	Signature of the Member
1.	Shri/Smt. _____ Chairman & M.D., Gujarat Urja Vikas Nigam Ltd., Vadodara	Sardar Patel Vidyut Bhavan, Race Course, Vadodara 390 007.	
2.	Shri/Smt. _____ Director (Admn.), Gujarat Urja Vikas Nigam Ltd., Vadodara	Sardar Patel Vidyut Bhavan, Race Course, Vadodara 390 007.	
3.	Shri/Smt. _____ Managing Director, Gujarat State Electricity Corpn.Ltd., Vadodara	Vidyut Bhavan, Ground Floor Race Course, Vadodara 390 007.	
4.	Shri/Smt. _____ Managing Director, Gujarat Energy Transmission Corpn.Ltd., Vadodara	Vidyut Bhavan, 1st floor, Race Course, Vadodara 390 007.	
5.	Shri/Smt. _____ Chairman & M.D., Dakshin Gujarat Vij Co.Ltd., Nana Varachha Road, Surat.	Dakshin Gujarat Vij Co.Ltd., Nana Varachha Road, Surat.	
6.	Shri/Smt. _____ Chairman & M.D., Uttar Gujarat Vij Co.Ltd., Mehsana	Uttar Gujarat Vij Co.Ltd., Mehsana	
7.	Shri/Smt. _____ Chairman & M.D., Paschim Gujarat Vij Co.Ltd., Rajkot.	Paschim Gujarat Vij Co.Ltd., Rajkot.	
8.	Shri/Smt. _____ Chairman & M.D., Madhya Gujarat Vij Co.Ltd., Vadodara.	Madhya Gujarat Vij Co.Ltd., Vadodara.	
9.	Shri/Smt. _____ Director, Gujarat Energy Training & Research Institute, Vadodara.	Gujarat Energy Training & Research Institute (GETRI), Gotri Road, Vadodara.	

GUJARAT ENERGY TRAINING & RESEARCH INSTITUTE (GETRI)(R U L E S)1. **SHORT TITLE** :

These rules may be called the "Rules of Gujarat Energy Training & Research Institute (GETRI)".

2. The Registered Office of the GUJARAT ENERGY TRAINING & RESEARCH INSTITUTE (GETRI) shall be situated at Vadodara.

3. **DEFINITIONS**:

In this Memorandum and the Rules made hereunder unless the context otherwise requires:

- (i) "Act" means the Societies Registration Act, 1860.
- (ii) "Central Government" shall mean the Government of India.
- (iii) "Chairman" means Chairman of the Governing Body of the GETRI.
- (iv) "Executive Council" means Council constituted under these rules.
- (v) " Executive Committee" means Committee constituted under these rules.
- (vi) "Director" means Director of the GETRI as created under these rules.
- (vii) "Financial Year" means 12 months commencing on the First April and ending on 31st March.
- (viii) "Governing Body" means the Governing Body as constituted under these rules.
- (ix) Gujarat Energy Training & Research Institute is referred to as GETRI in English in abbreviated form.
- (x) "He" also means "She".
- (xi) "Institute" means "Gujarat Energy Training & Research Institute (GETRI)".
- (xii) "Promoter Companies" mean the following Companies:
 1. Gujarat Urja Vikas Nigam Ltd. (GUVNL), Vadodara.
 2. Gujarat State Electricity Corpn.Ltd. (GSECL), Vadodara.
 3. Gujarat Energy Transmission Corpn.Ltd.(GETCO), Vadodara.
 4. Dakshin Gujarat Vij Co.Ltd.,Nana Varachha Road, Surat.
 5. Madhya Gujarat Vij Co.Ltd., Vadodara.
 6. Uttar Gujarat Vij Co.Ltd., Mehsana.
 7. Paschim Gujarat Vij Co.Ltd., Rajkot.

- (xiii) "Official Member" means a person who is a member of Gujarat Energy Training & Research Institute (GETRI) by virtue of his office.
- (xiv) "Society" shall mean " Gujarat Energy Training & Research Institute (GETRI), Gotri, Vadodara.
- (xv) "State Government" shall mean the Government of Gujarat.

4. PATRON OF THE INSTITUTE :

The following shall be the Patrons of the institute.

- I. Minister In-charge of Energy Department: **Chief Patron**
Govt. of Gujarat.
- II. Principal Secretary, Energy & : **Patron**
Petrochemicals Deptt., Govt. of Gujarat

5. AUTHORITIES OF THE INSTITUTE :

The authorities of the institute shall be :

- (i) The Governing Body
- (ii) The Executive Council
- (iii) The Executive Committee
- (iv) Such other authorities as may be constituted by the Governing Body or the Executive Council.
- (v) Officers of the Institute :
Following shall be the officers of the Institute viz.
 - (a) The Director of GETRI
 - (b) Such other officers as may be appointed by the Governing Body or the Executive Council from time to time.

6.(A) MEMBERSHIP:

The GETRI shall consists of the following members:

- (a) First Members of the Governing Board and those who have subscribed to the Memorandum of Association.
- (b) Members nominated by the Gujarat Urja Vikas Nigam Ltd., (GUVNL) Vadodara with the concurrence of the Promoter Companies.
- (c) Any other category of members created by Governing Body.

(B) Membership fee shall be Rs.10/- only.

- 7. When a person is member of the GETRI by virtue of an office held by him, his membership of the GETRI shall end when he ceases to hold that office and the vacancy so caused shall be filled in by his successor in that office.
- 8. Whenever a member desires to resign from the membership of the GETRI, he shall send his resignation to the Chairman of GETRI. His resignation shall take effect only on its acceptance by the Chairman of the Governing Body.

9. Any vacancy in the membership of GETRI either by resignation or otherwise may be filled in by the Chairman of the Governing Body.
10. A person who is a members of the GETRI by virtue of his office held by him is unable to attend the meeting of the GETRI, he can authorize his nominee to attend the meeting. Such substitute shall be entitled to take part in the proceedings of that meeting for which he is nominated with right to vote.
11. The GETRI shall function notwithstanding that any person entitled to become a member by reason of his office is not represented on the GETRI for the time being. The proceedings of the GETRI shall neither be invalidated by the above reason nor by the reason of any vacancy nor defect in nomination of any of its members.
12. The Director of GETRI shall maintain a roll of members at its registered office and every member shall sign the required form stating his occupation and address.
13. A member of GETRI shall notify the Director any change of his address or occupation.
14. The Director shall ensure entry into the register of membership the following particulars:
 - (a) Name and address of each member.
 - (b) The date on which the member was admitted.
 - (c) The date on which the member ceased to be a member.
15. A member of the Governing Body or Executive Council or Executive Committee shall cease to be such a member if he-
 - (a) Dies or
 - (b) Resigns his membership or
 - (c) Becomes of unsound mind or
 - (d) Becomes insolvent or
 - (e) Is convicted of a criminal offence involving moral turpitude
 - (f) Is removed by the Gujarat Urja Vikas Nigam Ltd. with concurrence of the Promoter Companies.
 - (g) Is transferred
16. **GOVERNING BODY:**
 - (A) The Governing Body shall consist of not more than **15** persons including the Chairman of GUVNL who shall be the Chairman of Governing Body. All members of the Governing Body including the Chairman and Director, GETRI shall be appointed by the Gujarat Urja Vikas Nigam Ltd. with the concurrence of the Promoter Companies. Each one of the Promoter Companies will have atleast one representative on the Board.

(B) The tenure of the Governing Body shall be for three years from the date of its first meeting. The members retiring will be eligible for reappointment. Any casual vacancy shall be filled by the Gujarat Urja Vikas Nigam Ltd.

(C) The following persons will constitute the membership of the Governing Body.

(I)

- | | | |
|-----------------|--|------------------|
| (1) Shri _____ | Chairman & M.D., Gujarat Urja Vikas Nigam Ltd., Vadodara. | Chairman |
| (2) Shri _____ | Director (Admn.), GUVNL., Vadodara.- | Member |
| (3) Shri _____ | MD, Gujarat State Electricity Corp.Ltd. - | -do- |
| (4) Shri _____ | MD, Gujarat Energy Trans. Corp. Ltd. - | -do- |
| (5) Shri _____ | CMD, Dakshin Gujarat Vij Co.Ltd.,Surat - | -do- |
| (6) Shri _____ | CMD, Uttar Gujarat Vij Co.Ltd.,Mehsana - | -do- |
| (7) Shri _____ | CMD, Paschim Gujarat Vij Co.Ltd.,Rajkot - | -do- |
| (8) Shri _____ | CMD, Madhya Gujarat Vij Co.Ltd., Vadodara. | -do- |
| (9) Shri _____ | Secretary, Energy Deptt., Govt. of Gujarat. | -do- |
| (10) Shri _____ | Director, Gujarat Energy Training & Research Institute (GETRI) | Member Secretary |

(II)

Five members to be nominated by the Chairman of GUVNL from among persons who have been associated with the power sector at policy/management (including technical level or are recognized experts (both academic and technical) in the power sector.

Note : These nominated Members have no voting right.

17. POWERS AND FUNCTIONS OF THE GOVERNING BODY:

- (A) The Governing Body of the Institute will be its highest policy formulation body.
- (B) The general superintendence, direction and control of the affairs of the GETRI shall be vested in the Governing Body of the GETRI. Save as herein expressly provided all the duties, powers, functions and rights whatsoever or consequential and incidental to the carrying out of the objectives of the GETRI shall be exercised by the Governing Body.
- (C) In particular and without prejudice to the generality of the foregoing provisions and subject to the provisions of Memorandum, the Governing Body may –
- (i) make amend or repeal any bylaws relating to the administration and management of the affairs of the GETRI subject to the observance of the provisions contained in the Registration of Societies Act, 1860.
 - (ii) receive grants and contributions and have custody of the funds of the GETRI.

- (iii) approve the budget of the GETRI for each year and authorise the expenditure within the limits of the budget.
- (iv) prescribe guidelines for conducting courses of study, training seminar and research in power sector and in other related areas.
- (v) Institute and award, fellowship, prizes and medals;
- (vi) create logistic support and other posts for training and other activities under the GETRI and make appointments thereto.
- (vii) decide to co-operate with any other organization in the matter of training, research, finance and other things relating to Generation, Transmission & Distribution activities including power trading and development.
- (viii) consider arrangements for and on behalf of the GETRI.
- (ix) institute and defend all legal proceedings on behalf of the GETRI.
- (x) appoint committees for the disposal of any business of the GETRI or for tendering advice in any matter pertaining to the GETRI.
- (xi) delegate to such extent as it may deem necessary its powers to the Executive Council or Executive Committee, or any committee of Governing Body.
- (xii) consider and approve the annual reports, the annual accounts and the financial estimates of the GETRI.
- (xiii) make, adopt, amend, vary or rescind from time to time Bye-laws (i) for conduct of the business of Governing Body, Executive Council, Executive Committee and other committees to be appointed by it (ii) for delegation of its powers and (iii) for such other matters as it may deem necessary
- (xiv) perform such additional functions and carry out such duties as may from time to time be assigned to it by the promoter companies.

18. **CHAIRMAN OF THE GOVERNING BODY.**

Chairman of GUVNL shall be the Chairman of the Governing Body. The Chairman of the Governing Body shall preside over all the meetings of the Governing Body. He will also guide and supervise general working of the GETRI.

19. **TENURE OF NOMINATED MEMBERS :**

- (i) The tenure of the nominated members of the Governing Body shall be 3 years or as specified in the appointment order whichever can be varied or terminated at the pleasure of Governing Body.
- (ii) When a person including the Chairman who is a member of the Governing Body by virtue of his office, shall cease to be such member when he relinquishes the said office and the vacancy so arise shall be filled in by his successor in that office.

20. **RESIGNATION:**

A member of the Governing Body, other than Ex-Officio Member may resign his membership by a letter addressed to the Chairman of the Governing Body and such resignation shall take effect from the date of his acceptance by the Chairman.

21. **CASUAL VACANCY :**

- (i) Any casual vacancy arising on the Governing Body by resignation, death or otherwise, may be filled in by appointment or nomination of a member by the Chairman of the Governing Body and the member so appointed or nominated shall hold office for the remainder of the tenure of the Governing body.
- (ii) The Governing Body shall function notwithstanding any vacancy on the Governing Body and any defect in the appointment or nomination or any of its member, and no act or proceedings of the Governing Body shall be invalidated, nullified or called in question merely by reason of the existence of any vacancy on the Governing Body or by reason of any defect in the appointment or nomination of any its member.

22. **PROCEEDINGS OF THE GOVERNING BODY :**

- (i) The Governing Body shall ordinarily meet once in every Six months provided that the Chairman may himself on his own or a requisition of the simple majority of members of Governing Body require it to be called at any time. Not less than seven days notice shall be given for every meeting of the Governing Body and a copy of the proceedings of the meeting shall be circulated to members of the Governing Body as soon as practicable after the meeting provided that in case of any urgency a shorter notice may be given with the approval of the Chairman.

- (ii) Four members excluding the nominated members shall constitute a quorum of the Governing Body.
- (iii) In case of difference of opinion amongst the members the opinion of the majority excluding the nominated members shall prevail.
- (iv) Each member of the Governing Body including the Chairman shall have one vote and if there shall be an equality of votes on any question to be determined by the Governing Body, the Chairman shall in addition, have and exercise a casting vote.
- (v) Every meeting of the Governing Body shall be presided over by the Chairman and in his absence by a Member chosen from amongst themselves by the Members present at the meeting excluding nominated members.
- (vi) Any resolution except such as may be placed before the meeting of the Governing Body may be adopted by circulation among all its members present in India and any resolution shall be as effective and binding as if such resolution had been passed at the meeting of the Governing Body.

23. **Accidental Omission :**

To give notice to any member or the non-receipt of the notice of any meeting by any member shall not invalidate the proceedings of that meeting.

24. The Chairman shall have the power to invite any person or persons, not being member of the Governing Body, to attend the meeting of the Governing Body as Special Invitee, but such invitees shall not be entitled to vote at the meeting.

25. **ANNUAL GENERAL MEETING OF GOVERNING BODY :**

- (i) The GETRI shall after giving atleast fourteen days' notice, hold an annual general meeting at least once in every year and not more than 15 months shall elapse between two successive annual general meetings.
- (ii) The Balance sheet, the Income and Expenditure Account, the Auditors Report and Annual Progress Report in respect of the financial year ending on the 31st March proceeding shall be placed at the Annual General Meeting for consideration.
- (iii) At least 5 members of the GETRI present at Annual General Meeting shall form a quorum.
- (iv) The Chairman of the Governing Body shall preside over the Annual General Meeting.

- (v) Meeting of the Board shall ordinarily be held at Baroda provided, however that meeting may be held at any other place within Gujarat as may be expedient or necessary.

26. **SPECIAL MEETING :**

The Chairman of the Governing Body may convene special meetings of the Board to consider any matter of special importance or urgency or on the written requisition of not less than five members of the Board, specifying the purpose for which the meeting is proposed to be called.

27. **REMUNERATION TO THE MEMBERS OF THE GOVERNING BODY:**

The Member of the Governing Body may be given remuneration from the GETRI for their service as member as decided by the governing body and they shall be paid such traveling allowance and daily allowance as decided by Governing Body from time to time for journey, for attending meeting or in connection with the other business of the GETRI.

28. **FUNDS OF GETRI. :**

The funds of the GETRI shall consist of the following:

- (a) Grants / Loans received from Promoter Companies/State and Central Governments or
- (b) Donations, Contributions and Loans from persons or bodies who may or may not members.
- (c) Income from investments
- (d) Income from other training fee, consultancy, contract, research
- (e) Income from any legitimate source

29. **CREATION AND MAINTENANCE OF CORPUS FUNDS :**

- (i) The institute shall create and maintain a Corpus Fund to which Promoter Companies & other may contribute in a Nationalized Bank or Post Office with a view to create a stable fund for development and for meeting the deficits in the Institute's Budget.
- (ii) The Institute shall deposit such part of its savings as may be approved by the Executive Council in to the Corpus Fund.
- (iii) The Institute may levy a charge on its consultancies / externally aided projects for augmentation of its Corpus Fund.
- (iv) The Institute shall only be entitled to draw the interest from the Corpus Fund subject to the approval of the Executive Council and shall not be competent to draw any of the principal amount except with the permission of the Governing Body.

30. The Bankers of the GETRI shall be appointed by the Executive Council. All funds of the GETRI shall be credited into the GETRI 's account with the said banks and shall not be withdrawn except on cheques jointly signed by the Director of the GETRI & General Manager (Finance), GUVNL or any Two officers empowered in this behalf by the Executive Council.

31. **ACCOUNTS AND AUDIT:**

The accounts of the GETRI shall be audited by a Chartered Accountant to be appointed by the governing Body. The form in which the accounts should be maintained and the manner in which they should be maintained and the manner in which they should be presented at the Annual General Meeting shall be prescribed by the bylaws to be framed by the Governing Body.

32. Within 30 days after holding of Annual General meeting, following documents shall be filed with the Registrar of Societies:

- (i) A list of the names, addresses and occupations of the members of the Governing Body including the Chairman and the Members and other office bearers of the GETRI.
- (ii) An annual report for the previous year along with the auditors' report thereon. Such list and the annual report shall be certified by the Director, GETRI and the General Manager (Fin.), GUVNL or other officer authorise by the Governing Body.

33. If any change occurs in the composition of the Governing Body or in the holder of the office of the Chairman or the Member, GETRI at any time for any reason, such change shall, within 30 days, be notified to the Registrar of Societies.

34. **PROPERTY OF THE GETRI:**

All property belonging to the GETRI shall be deemed to be vested in the Governing Body of the GETRI but shall be referred to as The Property of the GETRI ".

35. **SUITS & PROCEEDINGS BY AND AGAINST THE GETRI :**

The GETRI may sue or may be sued in the name of the Director of the GETRI or any office bearer authorised by the Governing Body in this behalf.

- (i) No suit or proceedings shall abate by reason of any vacancy or change in the holder of the office by the Chairman, the Member or any office-bearer authorised in this behalf.
- (ii) Every decree or order against the GETRI in suit or proceedings shall be executable against the property of

the GETRI and not against the person or the property of the Chairman, Director or any officer-bearer.

- (iii) Nothing herein shall exempt the Chairman or the Member, GETRI or any other officer bearer of the GETRI from any criminal liability under the Act or entitle him to claim any contribution from the property of the GETRI in respect of any fine paid by him on conviction by a criminal court.
36. Every member of the GETRI may be sued or prosecuted by the GETRI for any loss or its property for anything done by him detrimental to the interests of the GETRI.
37. The GETRI shall keep at its registered office proper books of accounts in which should be entered accurately the following:
- (a) All sums of money received and the sources thereof and all sums of money expended by the GETRI and the object or purpose for which sums are expended.
 - (b) The GETRI 's assets and liabilities.
38. Every member of the Governing Body shall have right of inspection of accounts and registers and proceedings of the meetings maintained by the GETRI during office hours.
- (i) A notice may be served upon any member of the GETRI either personally or by sending it through the post in an envelope addressed to such members at the address mentioned in the roll of members.
 - (ii) Any notice so served by post shall be deemed to have been duly served on the day following that on which the letter, envelope or wrapper containing the same is posted and in providing such service it shall be sufficient to prove that the cover containing such notice was properly addressed and put into the post office.
39. **CHANGE IN NAME OR OBJECTIVES :**
- If a change is desired in the name or the object of the Society, the procedure laid down under Section 2 or 12A of Societies Registration Act, 1860 will be followed.
40. **MISCELLANEOUS PROVISIONS :**
- (i) Amendments to the rules may be made by Governing Body at its Annual General Meeting or special meeting by a simple majority after giving a minimum 10 days notice of the proposed amendment(s) in writing to the members of the Governing Body.
 - (ii) The Society shall not transfer or disposed off any movable property or immovable property without the prior approval of the GUJARAT URJA VIKAS NIGAM LIMITED.

41. **COMPOSITION OF EXECUTIVE COUNCIL :**

Executive Council shall be composed of not more than Eleven members including the Director of GETRI.

The Council members shall be as under :

(1)	Director (Admn.), GUVNL	Chairman
(2)	Director (Technical), GUVNL	Member
(3)	Jt.M.D.,Gujarat State Electricity Corpn.Ltd. ...		-do-
(4)	Jt.M.D.,Gujarat Energy Transmission Corpn.Ltd.		-do-
(5)	Jt.M.D.,Dakshin Gujarat Vij Co.Ltd.,Surat		-do-
(6)	Jt.M.D.,Uttar Gujarat Vij Co.Ltd., Mehsana		-do-
(7)	Jt.M.D.,Paschim Gujarat Vij Co.Ltd.,Rajkot		-do-
(8)	Jt.M.D.,Madhya Gujarat Vij Co.Ltd.,Vadodara.		-do-
(9)	General Manager (Finance), GUVNL		-do-
(10)	Addl. Legal Advisor, GUVNL		-do-
(11)	Director, GETRI, Vadodara.		Member Secretary

42. **POWER AND FUNCTIONS OF THE EXECUTIVE COUNCIL :**

- (i) The Governing Body may delegate, from time to time, such powers and functions to the Executive Council as are considered necessary and expedient.
- (ii) The Executive Council may by resolution, delegate to Executive Committee, GETRI any of its powers as deemed necessary, fit and expedient for the efficient and expeditious conduct of the business of the Institute.

43. **TENURE OF THE EXECUTIVE COUNCIL :**

The term of the Executive Council shall be 3 years. The Council whose term has expired shall continue until the successor committee has constituted.

44. **MEETING OF THE COUNCIL :**

- (i) The Executive Council shall meet atleast once in Three Months or more often if necessary. The meetings of the Committee shall ordinarily be held at Vadodara, provided however, that meeting may be held at any other place within Gujarat as may be expedient or necessary.
- (ii) Every meeting of the Council shall be presided over by the Chairman of the Council and in his absence by a Member chosen from amongst themselves by the members present in the meeting. Three members of the Council constitute a quorum at any meeting of the Council.
- (iii) Any business of an urgent nature may be carried out by circulation among all members of the Council and any resolution so circulated and approved by a majority of the

members of the executive Council shall be as effective and binding as if such resolution had been passed at a meeting of the Council, provided that any business so transacted shall be reported at the next meeting of the Council.

45. **COMPOSITION OF EXECUTIVE COMMITTEE :**

Executive Committee shall be composed of not more than 3 members including the Director of GETRI.

The Committee member shall be as under :

- | | | | | |
|----|----------------------------------|------|-----|----------|
| 1. | Director, GETRI | ... | ... | Convener |
| 2. | General Manager (Finance), GUVNL | ... | | Member |
| 3. | General Manager (HR), GUVNL | | | Member |

46. **POWER AND FUNCTIONS OF EXECUTIVE COMMITTEE :**

- (i) The Governing Body/Executive Council may delegate from time to time such powers and functions to the Executive Committee as are considered necessary and expedient.
- (ii) The Executive Committee shall ordinarily meet once in Two months.
- (iii) The senior most member of the Executive Committee shall Chair the meeting.

47. **DIRECTOR OF THE GETRI :**

- (i) The Director, GETRI shall be the Administrative Head of the Institute and can be either appointed by the GUVNL or on deputation from among its own employees with concurrence of the Promoter Companies on such terms, remuneration and conditions of service as may be decided.
- (ii) The Director shall have all such powers as may be delegated to him by the Governing Body and the Executive Council.
- (iii) The Director shall be responsible for day-to-day administration and proper conduct of affairs of the Institute and function under the general superintendence, direction and control of the Governing Body/Executive Council.
- (iv) He shall function as the Ex-Officio Secretary of the Governing Body and Executive Council and Convener of Executive Committee and/or convene or provide secretarial assistance to such other committees or sub-committees as may be constituted by the Governing Body or the Executive Council.

- (v) He shall be responsible for maintenance of the register of the Roll of members of the Society, arranging meetings, maintenance of the records of the meetings and their circulation to members.
- (vi) He shall implement the decisions of the Executive Committee and assist the Executive Committee in carrying out its functions.
- (vii) The Director shall be responsible for communicating with all on behalf of the GETRI. He shall formulate, coordinate and supervise all the programme and projects of the GETRI to ensure their successful completion and implementation.

48. **EMPLOYEES OF THE INSTITUTE :**

- (i) The Staff on Deputation from GUVNL & other Promoter Companies.
- (ii) Contract Staff

49. **MAINTENANCE OF BANK ACCOUNT :**

- (i) The Institute shall deposit all receipts in accounts to be opened with some Nationalised Bank(s) or Post Office except where provided otherwise in these rules for the operation of its accounts.
- (ii) All payments above Rs.5,000/- shall be made through Crossed Account Bank cheque.
- (iii) All accounts of the GETRI shall be operated jointly by the Director of the GETRI and G.M.(F&A), GUVNL OR Any Two persons authorized by Executive Council.

50. **GUEST FACULTIES :**

- (i) The Director with the concurrence of Executive Council shall select guest faculties of proven competence and eminence in different fields of studies.
- (ii) The Institute shall design a format for evaluation of the guest faculties whereby they shall be evaluated regularly and be acquainted with its results.

51. **DISSOLUTION :**

- (i) The Governing Body shall have the power to dissolve, the society for appropriate reasons.
- (ii) If the Society is to be dissolved, a procedure laid down under section 13, 14 of the Societies Registration Act, 1860 will be followed.

- (iii) In such an event the corpus, movable & immovable property and the management of the society would vest in the GUVNL.

52. We, the following members of the Governing Body hereby certify that the above is a true and correct copy of the rules framed and adopted by the said adaptation.

- (1) Shri _____ Chairman & M.D., Gujarat Urja Vikas Nigam Ltd., Vadodara. Chairman
- (2) Shri _____ Director (Admn.), GUVNL., Vadodara.- Member
- (3) Shri _____ MD, Gujarat State Electricity Corp.Ltd. - -do-
- (4) Shri _____ MD, Gujarat Energy Trans. Corp. Ltd. - -do-
- (5) Shri _____ CMD, Dakshin Gujarat Vij Co.Ltd., Surat - -do-
- (6) Shri _____ CMD, Uttar Gujarat Vij Co.Ltd., Mehsana - -do-
- (7) Shri _____ CMD, Paschim Gujarat Vij Co.Ltd., Rajkot - -do-
- (8) Shri _____ CMD, Madhya Gujarat Vij Co.Ltd., Vadodara. -do-
- (9) Shri _____ Secretary, Energy Deptt., Govt. of Gujarat. -do-
- (10) Shri _____ Director, GETRI .. Member Secretary