

**MEMORANDUM OF ASSOCIATION OF AGENCY TO BE REGISTERED UNDER THE SOCIETIES REGISTRATION ACT 1860 (ACT XXI OF 1860)**

**MEMORANDUM OF ASSOCIATION OF HARYANA STATE HORTICULTURE DEVELOPMENT AGENCY**

**1. NAME OF THE SOCIETY**

The name of the Society shall be Haryana State Horticulture development Agency (herein after to be referred to as HSHDA”).

**2. REGISTERED OFFICE**

The REGISTERED OFFICE of the Agency shall be situated in the Panchkula District of Haryana State and at present is situated at Horticulture Directorate, Sericulture Complex, Sector 21, Panchkula-134112, Haryana.

**3. (A) AIMS & OBJECTIVES**

The aims and objectives of the Agency shall be: -

- i) To promote holistic growth of the horticulture sector through area based regionally differentiated strategies.
- ii) To undertake, assist, aid, finance and promote horticultural activities.
- iii) To enhance the horticulture production and to assure nutritional security and income support to farmhouse holds and others.
- iv) To establish convergence and synergy among various on going and planned programmes in the field of horticulture.
- v) To promote, develop and disseminate technologies involving district level societies, farmers associations and NGOs.
- vi) To generate employment for skilled and unskilled persons, especially unskilled youth.
- vii) To catalyze horti and agro industrial growth in different parts of the State through diversification of agriculture and to increase food production and export of horticultural production in both primary and processed forms.
- viii) To sponsor specific and relevant research projects and technology demonstrations.
- ix) To organize input, material supply and production services through public, private and cooperative sectors.
- x) To identify and promote post-harvest processing/manufacturing units in the public, private and cooperative sectors.
- xi) To promote organization of marketing chains both for domestic and export marketing.

- xii) To build a cadre of skilled managers for managing the affairs of various units being established as a part of the development process.
- xiii) To review and strengthen local institutions of the farming community as instruments of decentralization/development process in horticulture sector.
- xiv) To promote measures for increasing the utilization of irrigation potential, water conservation and its efficient management.
- xv) To organize/catalyse the primary producers in suitable groups towards the performance of activities related to the achievement of the objectives of the Agency.
- xvi) To influence Government policies for correcting the terms of trade to make them favourable for agriculture, thereby increasing the flow of resources and augmenting the rate of capital formation in agriculture sector.
- xvii) To pave the way for establishment of integrated producers organizations with forward and back ward linkages.
- xviii) To assist and promote programmes aimed at conservation of the environment and natural resources, and
- xix) To prepare, print and publish papers, periodicals, monographs and books in furtherance of the objectives of the Agency.

**3(B) Pursuant of the aforesaid objectives, the Agency may:**

- (a) Make rules and by-laws for the conduct of the affairs of the Agency and add to, amend, vary or rescind them from time to time.
- (b) Raise funds and accept donations (in cash or kind) grants of money, securities, property of any kind, and undertake and accept the management of any endowment trust, fund or donation not inconsistent with the objectives of the Agency.
- (c) To buy, sell, exchange, install, produce, work, alter, improve, manipulate, and prepare inputs required for the development of horticulture in the State.
- (d) To apply for tender purchase, or otherwise acquire any contract concession for or in relation to the execution of horticulture extension activities.
- (e) To purchase, take on lease or acquire by exchange on hire or otherwise absolutely or conditionally solely or jointly with other any property rights or privileges which the Agency may think necessary or convenient for the purpose of its business and attainment of its objectives.
- (f) To establish, provide promote maintain and conduct or otherwise subsidies in India educational and training institution, research laboratories and experimental workshop for development of Horticulture.
- (g) To enter into any agreement with the Govt. of India or of a State or with authorities or otherwise or with landholders or with any persons for the purpose of directly or indirectly carrying out the objects of the Agency.
- (h) To employ and to have a contact the persons for the attainment of objectives of the Agency for the benefit of the State.

- (i) To make, draw, accept, endorse, discount, execute and issue cheques, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments.
- (j) Borrow money required for the purpose of the Agency with or without security upon such terms and in such manner as may be determined by the Board of the Agency.
- (k) Invest any money of the Agency not immediately required for any of its objects in such a manner as the Board may in its absolute discretion determine.
- (l) Meet out of the funds of the Agency all expenses, which the Agency may incur with respect to the formation, registration and operations of the Agency.
- (m) Open Bank Accounts of any type including overdraft account and to operate the same in ordinary course of business.
- (n) Own, establish or have and maintain offices, branches and agencies in or outside India for the purpose of carrying on its business.
- (o) Promote, form, conduct or associate in the promotion, formation or conduct of companies, subsidiaries, societies or such other associations of persons as it may deem fit.
- (p) Sell or dispose off the undertaking of the Agency or any part thereof for such considerations as the Agency may think fit, and in particular for shares, debentures or securities of any other company having objects altogether or in part similar to those of the Agency.
- (q) Enter into partnership or any joint venture with any company, Agency, association or person, or to cooperate with or subsidize or assist in any way such company, Agency, association or any person, and
- (r) Do all other such things, as the Agency may consider necessary, incidental or conducive to the attainment of its objectives.

3(C) The objects of the Agency extended to Haryana and other State in India.

3(D) All the income, earnings, moveable, and immovable properties of the Agency shall be solely utilized and applied towards the promotion of its aims and objects only, as set forth in the Memorandum of Association, and no profit on thereof shall be paid or transferred directly or indirectly by way of dividends, bonus, profits or in any manner whatsoever to the present or past Members of the Agency. Also, no Member of the Agency shall have any personal claim on any moveable or immovable properties of the Agency or make any profits whatsoever, by virtue of his membership, provided, however, that nothing herein contained shall prevent the payment, in good faith, of remuneration to any member thereof, or other person, in return for any services rendered to the Agency, or for any services rendered to the Agency, or for traveling allowances, halting or similar charges.

#### **4. BOARD OF MANAGEMENT**

The designation address, occupations and of the members of the Board of Management to whom management of the Agency is entrusted as required under section 2 of the Societies Registration Act, 1860, as applicable to the Haryana State are as follows: -

- |   |                  |
|---|------------------|
| 1. Financial Commissioner & Principal Secretary to Govt. Haryana, Agriculture/Horticulture Department | President        |
| 2. Financial Commissioner & Principal Secretary to Govt. Haryana, Cooperation.                        | Member           |
| 3. Financial Commissioner & Principal Secretary to Govt. Haryana, Industries Department               | Member           |
| 4. Horticulture Commissioner, Govt. of India, Ministry of Agriculture.                                | Member           |
| 5. Representative of Planning Department, Haryana   | Member           |
| 6. Representative of Finance Department, Haryana  | Member           |
| 7. Nominee of CII Northern Region   | Member           |
| 8. Nominee of the PHD Chamber of Commerce and Industry  | Member           |
| 9. Two nominees from progressive horticulturist/NGOs  | Members          |
| 10. Director of Horticulture, Haryana   | Member Secretary |

**5. EXECUTIVE COMMITTEE**

At operational level an Executive Committee of Haryana State Horticulture Development Agency is constituted as: -

1.	Financial Commissioner & Principal Secretary to Govt. Haryana, Agriculture/Horticulture Department	Chairperson
2.	Director of Agriculture, Haryana	Member
3.	Chief Administrator, Haryana State Agriculture Marketing Board.	Member
4.	Managing Director, HAFED, Haryana	Member
5.	Managing Director, HSDC, Haryana	Member
6.	Managing Director, HSIDC, Haryana	Members
7.	Managing Director, HAIC, Haryana	Member
8.	Director, Research, CCS HAU Hisar	Member
9.	Horticulture Commissioner, Govt. of India.	Member
10.	Joint Director Horticulture Haryana, Panchkula	Member
11.	NHB-One Nominee	Member
12.	ICAR- One Nominee	Member
13.	Director Horticulture, Govt. of Haryana	Member Secretary

Five farmers will be nominated as **Non-Official member of Executive Committee** out of the progressive growers of horticultural crops as follows: -

1. Progressive grower of Fruits
2. Progressive grower of Vegetables
3. Progressive grower of Mushrooms
4. Progressive grower of Medicinal & Aromatic Plants
5. Progressive grower of Flowers

## HSHDA

We the several persons whose name and addresses are given below, having associated ourselves for the purpose described in the Memorandum of Association do hereby subscribe our names to this Memorandum of Association and set our several respective of hands hereunto and form ourselves into a Society under Act Xxi of 1860 on this \_\_\_\_\_ day of \_\_\_\_\_, Year of 2005 at Panchkula.

Sr. No.	Name	Designation	Signature
1.		Financial Commissioner & Principal Secretary to Govt. Haryana, Agriculture/Horticulture Department	Chairperson
2.		Director of Agriculture, Haryana	Member
3.		Chief Administrator, Haryana State Agriculture Marketing Board.	Member
4.		Managing Director, HAFED, Haryana	Member
5.		Managing Director, HSDC, Haryana	Member
6.		Managing Director, HSIDC, Haryana	Members
7.		Managing Director, HAIC, Haryana	Member
8.		Director, Research, CCS HAU Hisar	Member
9.		Horticulture Commissioner, Govt. of India.	Member
10.		Joint Director Horticulture Haryana, Panchkula	Member
11.		NHB-One Nominee	Member
12.		ICAR- One Nominee	Member
13.		Director Horticulture, Govt. of Haryana	Member Secretary

## **ARTICLES OF ASSOCIATION OF HARYANA STATE HORTICULTURE DEVELOPMENT AGENCY**

### **1. Name of the Society**

The name of the Agency shall be Haryana State Horticulture Development Agency herein referred to as 'Agency' or HSHDA

### **2. Membership of the Agency**

The members of Board of Management and Executive Committee as mentioned in the Memorandum of Association are the primary members of the Agency.

### **3. Admission of Members**

The Board of Management and Executive Committee shall be final authority for laying down the procedure and conditions; and for determining the eligibility and suitability on admission for members of Board of Management and executive committee.

### **4. Cessation of Membership**

A member shall cease to be a member by not fulfilling the conditions laid down by the Board of Management and Executive Committee or due to reason adjudged by the Board of Management and Executive Committee as injurious to the functioning of the Agency. Violation of Section 15 of S.R. Act of 1860 shall also be a disqualification for the Members.

### **5. Board of Management**

There shall be a Board of Management consisting of 11 members. The State Agriculture Minister shall be the President of the Board of Management and the State Agriculture Secretary shall be its Vice President. The Member Secretary of the HSHDA Executive Committee shall be the Member-Secretary of the Board.

- a) The President from the growers of Haryana State shall nominate the two non-officio members.

**6. General Body Meeting.**

- a. General Body of the Agency shall consist of all the members of the Agency.
- b. The Agency shall hold an Annual General Meeting at least once a year and not more than 18 calendar months shall lapse between two successive Annual General Meetings. A notice of clear 7 days convening such a meeting shall be given to the members of the Agency. The business of the Annual General Meeting shall be:
  - i. To consider and adopt the Annual Report and Audited Accounts of the Agency together with the Auditor's statements on the accounts;
  - ii. To appoint Auditors for the ensuing year;
  - iii. To amend the Memorandum and Articles of Association of HSHDA if necessary;
  - iv. To elect members to the Executive Committee at later stages; and
  - v. To transact any other business as may be laid before it by the Executive Committee or brought forward by a member of the General Body with the permission of the Chairman of the meeting.
- c. The president of the Board of Management or in his absence the Vice-President shall preside over the meeting of the General Body.

**7. Term of Office**

- i. Nominated members would hold office at the pleasure of the President, whoever is the nominating authority.
- ii. The term of non-officio members would be 2 years.
- iii. The membership of person who becomes a member of the Agency by reason of the office or post he holds shall terminate when he ceases to hold that office or post and his successor shall automatically replace him on the Board.
- iv. A nominated member may, at any time, resign from the office by sending his resignation to the President of Board of management. Such resignation shall take effect from the day it is accepted.



## **8. Functions of Board of Management:**

The Board of Management of the HSHDA shall have all such powers as are considered necessary or expedient for the purpose of carrying out its functions. Without prejudice to the generality of the foregoing power, such power would include the powers:

- i. To consider the policy issues concerning the areas of functioning of the Agency & give necessary guidelines and directions to the Executive Committee.
- ii. To review the programmes and progress of implementation of projects.
- iii. To evaluate the effectiveness of various programmes and projects undertaken by the Agency & to suggest appropriate corrective measures required if any.
- iv. Any other matter referred to it by the Board of Management.

## **9. Meeting of the Board of Management**

- a) The meeting of the BOM shall be convened by the Member-Secretary with the approval of the President of the BOM. Meetings of the BOM shall be ordinarily held once in a year. The quorum of the meeting shall be 1/3<sup>rd</sup> of the total strength.
- b) The president of the BOM or in his absence, the Vice President shall preside over the meeting of the Board. In the absence of both President and Vice President the members present shall elect President for the meeting from amongst themselves.

## **10. Executive Committee:**

There shall be an Executive Committee consisting of 20 members. The Financial Commissioner & Principal Secretary to Govt. Haryana, Agriculture/Horticulture Department shall be the Chairman of the Executive Committee. The Director Horticulture shall be the Member Secretary of the Executive Committee.

- a) There shall be 15 official and five non-official members that shall be nominated by the Chairman from the growers of Haryana State.

## **11. Term of Office.**

- i. Nominated members would hold office at the pleasure of the Chairman whoever is the nominating authority.

- ii. The term of nominated member would be 2 year.
- iii. The membership of person who becomes a member of the Agency by reason of the office or post he holds shall terminate when he ceases to hold that office or post & his successor shall automatically replace him on the Executive Committee.
- iv. A nominated or elected member may, at any time, resign from the office by sending his resignation to the Chairman of the Executive Committee. Such resignation shall take effect from the day it is accepted.

## **12. Functions of the Executive Committee.**

The Executive Committee of the HSHDA shall have all such power as are considered necessary or expedient for the purpose of carrying out its functions. Without prejudice to the generality of the foregoing power, such power would include the powers.

- i. To admit members and terminate membership of the Agency
- ii. To approve the budget estimates
- iii. To appoint, transfer, suspend or remove the staff of the Agency of which Executive Committee is the appointing authority.
- iv. To frame regulation for appointment of staff, conduct of business, supervision & management of the Agency.
- v. To authorize persons to sign on behalf of the Agency bills, notes, receipts, acceptance, endorsements, cheques, release, contracts & other documents,
- vi. To determine terms & conditions of collaboration with other institutions & organizations.
- vii. To appoint such Committees, sub-Committees as may be necessary & delegate to them or to the Chief Executive, and other officers of the Agency, such powers as may be appropriate.

## **13. Meeting of the Executive Committee**

- a. The meeting of the Executive Committee shall be convened by the Member Secretary with the approval of the Chairman of the Executive Committee. Meetings of the Executive Committee shall be ordinarily held once in six months. The quorum of the meeting shall be 1/3<sup>rd</sup> of the total strength.
- b. The Chairman of the Executive Committee or in the absence the members present in the meeting shall elect a chairman for the meeting from amongst themselves.
- c. All matters in the meeting shall be decided by majority of the members present and voting by each member of the Executive Committee shall have one vote. In the event of a tie or equality of votes the Chairman shall have a second or casting vote.

**14. Chief Executive.**

- i. There shall be a Chief Executive by whatever designation called, who shall be the Principal Executive Officer of the Agency. The Chief Executive shall be the Director, Department of Horticulture, Haryana.
- ii. The Chief Executive shall be the Member Secretary of the BoM and the Executive Committee of the Agency.

**15. Functions of the Chief Executive.**

The Chief Executive shall exercise the powers and discharge the functions specified below:

- a) To take appropriate action as may be necessary to implement the decisions of the Board or Executive Committee.
- b) Day to day management of the business of the Agency.
- c) Operating the accounts of the Agency and making arrangements for safe custody of cash.
- d) Signing of the documents for and on behalf of the Agency.
- e) Making arrangements for the proper maintenance of various books and records of the Agency.
- f) Convening meetings of the General Body the BOM and maintaining proper records of such meetings.
- g) To create posts necessary for the management of the affairs of the Agency.
- h) Making appointments to posts in the Agency in accordance with the rules framed by the Executive Committee.
- i) Assisting the Executive Committee in the formulation of policies, programmes and work plans.
- j) Furnishing to the Board periodical information necessary for appraising it of the operations and functions of the Agency.
- k) Performing such other duties and exercising such other powers as may be assigned.

**16. Grants Donations etc.**

The Agency may receive gifts grants, donation and benefactions from Government or any other source in or outside India and the same shall be used by the Agency for exercising its functions and discharging its responsibilities subject to the condition that any acceptance from foreign agencies, institutions and Governments will be on such terms as may be prescribed by the Government of India from time to time.

**17. Fund**

- a. The Agency shall maintain a Fund to be called the HSHDA Fund to which shall be credited:
  - i. all sums of money that may be provided by Government;
  - ii. all sums of money generated from gift commodities by the Agency or received by it by way of grants and donations; and
  - iii. all sums of money received by the Agency in any other manner or from any other source.
- b. All sums of money credited to the said Fund shall, subject to the regulations, if any, made in this behalf be deposited with any bank or public finance institution approved by Executive Committee.
- c. The said Fund shall be applied towards meeting the administrative and other expenses of the Agency including expenses incurred in the exercise of powers and the discharge of its functions and responsibilities or in relation to any of the activities referred to in the Articles.

**18. Preparation of Accounts and Balance Sheet**

- a. The Balance Sheet and the Accounts of the Agency shall be prepared in such form and in such manner as may be prescribed by the Executive Committee
- b. The Executive Committee shall cause the books and accounts of the Agency to be closed and balanced as on the 31<sup>st</sup> day of March each year.

**19. Audit**

- 1) The accounts of the Agency shall be audited by Auditors duly qualified to act as Auditors of Companies under the Companies Act and the appointment of Auditors and remuneration payable to them shall be subject to approval of the Executive Committee
- 2) Every Auditor in the performance of his duties shall have all reasonable time access to books, accounts and other documents of the Agency.
- 3) The Auditors shall submit their report to the Member Secretary of the Executive Committee.

**20. Annual List of Managing/Governing Body (Section 4 of the Act)**

Once in every year, a list of the office bearers and members of the Governing Body of the Agency shall be filed with the Register of Societies, Panchkula as required under Section 4 of the Societies Registration Act of 1860.

**21. Legal Proceedings (Section 6 of the Act)**

The Agency may sue or be sued in the name of the Chairman/Secretary as per the provisions laid down under section 6 of the Societies Registration Act, 1860 as applicable to the place of registration i.e. Panchkula. Any amendment in the Memorandum of Association or Rules will be carried out in accordance with the procedure laid down under Sections 12 and 12A of Societies Registration Act 1860.

**22. Dissolution and Adjustment of Affairs**

If the Agency needs to be dissolved, it shall be dissolved as per the provisions laid down under Sections 13 and 14 of the Societies Registration Act 1860 as applicable to the State of Haryana.

**23. Application of the Act.**

All the provisions under all the Sections of the Societies Registration Act 1860, as applicable to State of Haryana shall apply to this Agency.

**24. Essential Certificate**

Certified that this is the correct copy of the Rules and Regulations of the Agency.

Sd/-

(Chairman)

Sd/-

(Member Secretary)

Sd/-

(Treasurer)

**BY LAWS**  
**Haryana State Horticulture Development Agency**

**1. Name and Area of Operation**

- i. The Agency shall be called the Haryana State Horticulture Development Agency hereinafter referred to as HSHDA.
- ii. The headquarters of the HSHDA shall be at Panchkula
- iii. The area of operation of the HSHDA shall extend to the whole of Haryana State.

**2. Definitions**

In these By-Laws, unless the context otherwise provides:

- i. “Agency” means an Agency registered under the Societies Act 1860 applicable to a State or a Union territory in India in which it is established.
- ii. “Board” means the Board of Management constituted in terms of these by-laws,
- iii. “EC” means the Executive Committee constituted in terms of these by-laws.
- iv. “Chairman” means the Chairman of the Executive Committee under these by laws,
- v. “CE/CEO” means the Chief Executive/Chief Executive Officer of the Agency under these by-laws.
- vi. “President” means the President of Board of Management under these by-laws,
- vii. “Representative” means a person who is a member of a Agency or representative of the Government of India and Haryana or other agencies organizations or firms who are qualified to attend the meetings of the BoM & Executive Committee in accordance with these by-laws,

- viii. “Act” means the Societies Registration Act 1860, as is applicable in the State/Union Territory in which Head Office HSHDA is located,
- ix. Memorandum of Association” means the Memorandum of Association of the Haryana State Horticulture Development Agency;
- x. Articles of Association” means the Articles of Association of the Haryana State Horticulture Development Agency
- xi. Horticulture Produce” shall include fruits, vegetables, mushroom, spices, flowers, and aromatic & medicinal plants processed foods, seeds and seedlings.

### 3. **Functions & Activities**

In furtherance of the Aims & Objectives of the Agency indicated in the memorandum of Association, the HSHDA may undertake itself and/or cause to be undertaken by the concerned Departments/Agencies/Units one or more of the following tasks or activities in addition to any other tasks or activities as may be considered to be appropriate and necessary:

- I. Prepare Perspective and State Level Action Plan in consonance with Mission’s goals and objective.
- II. Execute Monitors and evaluate various schemes under Horticulture Mission.
- III. Organize/conduct of base-line studies in different parts (District, sub-District or a group of Districts) to determine the status of horticultural production, post-harvest management, processing and marketing of different horticultural products.
- IV. Organize, assist and help initiatives for improving the production and productivity levels of identified Horticultural crops and products.
- V. Provide assistance to the Farmers, Societies, NGOs, and State Level Institutions as per norms and plans approved by the National Mission.
- VI. Providing training, organize shows, seminars for the farmers & staff of the agency.
- VII. Evolve appropriate policies in connection with development of horticulture in the State.
- VIII. Introduction & demonstration of organic horticulture farming system & production of horticultural crops using organic system.

- IX. Promotion of R & D in technologies relating to production, post harvest management & processing.
- X. Bring more area under horticultural crops through diversification from traditional crops & adopting cluster approach for suitable crops.
- XI. Adoption of measures to improve availability of quality seeds/saplings, fertilizers & pesticides from India & abroad suitable for market and as well as for processing units & exporters.
- XII. Extension of appropriate technology to the farmers including high tech horticulture & precision farming.
- XIII. Improving post harvest management, processing for value addition & marketing infrastructure.
- XIV. Co-ordination approach & promotion of partnership, convergence & synergy among R&D processing & marketing agencies in the Govt. as well as private sector & between Central Government and State Government and Sub-State Agencies.
- XV. Promoting NDDDB model of co-operatives to ensure, support and adequate returns to farmers.
- XVI. Strengthening capacity building and Human Resources Development at all levels.
- XVII. Providing for management of risk for the farmers.
- XVIII. Organize, assist and help establishment of appropriate link/internal arrangements between production marketing.
- XIX. Facilitate development of a sound marketing infrastructure covering inter-alia establishment of processing units, quality control arrangements, market intelligence and information, transportation and storage and such other arrangements as may be necessary.
- XX. Arrange/promote market studies and/or specific commodity surveys at the field levels, both at home and abroad, with a view to identify the Horticulture products which have potential for exports.



## HSHDA

- XXI. Facilitate development of horticulture production through Integrated Nutrient Management (INM) and Integrated Pest Management (IPM) Arrange/conduct surveys of area and production horticulture crops;
- XXII. Arrange/facilitate the formulation of integrated commercial development programmes or projects preferably firm or unit-wise, setting out, inter alia, products for export targets, the import needs of raw materials, etc., processing arrangements between the producers and exporters, marketing, etc.;
- XXIII. Assist/organize mounting of Export Promotion Programmes including the sponsoring of marketing teams, participation in specialized fairs and exhibitions, holding of Department Stores Promotions, inclusive show in State/Centres and abroad;
- XXIV. Facilitate identification and establishment of arrangements for undertaking production for exports and help in meeting the import needs, ensuring quality standards, reaching suitable marketing tie-ups;
- XXV. Facilitate/monitor transport arrangements, under the specific programmes and projects that may be formulated;
- XXVI. Facilitate/monitor storage arrangements, under the specific programmes and projects that may be formulated; and
- XXVII. Facilitate/monitor the conclusion of contractual arrangements according to established commercial practices and norms.
- XXVIII. Monitor the production and supply of quality plantation produced by public and private sector.
- XXIX. Arrange/assist in improvement of profession capabilities and efficiencies by providing of optimum organizational institutional, infrastructural and training sports.
- XXX. Facilitate/monitor research development and production related to development activities of SAUs, public and private sector.
- XXXI. Assist/monitor latest water conservation techniques like micro/irrigation and use of plastic in the development of horticulture development, quality standards and specifications, competitive price levels, trading channels, delivery schedules, promotional measure, etc.;

4. **Board of Management, Executive Committee, their Functions/powers etc.**

The Agency shall carry on its functions and activities through the Executive Committee and the Board of Management as envisaged under the Articles of Association. For this purpose, the composition of the Board of Management, Term of office of the Members, Functions, and meeting of the Board & Executive Committee shall be according to the relevant provisions contained in the Articles of Association

5. **Term of Office of Nominated Members of Board of Management.**

Nominated members provided for in the Articles of Association shall hold office for a period of two years from the date of his/her nomination unless his/her membership ceases before the two years period as per the Articles of Association or is terminated by the Board of Management in the following circumstances:

- i. If a Member intentionally does any act or omission likely to injure the credit of HSHDA or fails to observe proper discipline in regard to the work of HSHDA
- ii. If a member does any act or omission which may be held by the Board to be dishonest or contrary to the stated objects or interest of the Agency;
- iii. If a Member without showing satisfactory reasons and without the permission of the Chairman or the President as the case may be, absents himself from three consecutive meetings of the Executive Committee as the case may be.
- iv. In the event of invocation of by-laws 5(i) and 5(ii), a show-cause notice shall be issued to explain his conduct and he/she shall be given an opportunity in his/her defence after issuance of notice. In the event of invocation of by-law 5(iii), he/she shall be given an opportunity in his/her defence after issuance of a Show-Cause Notice for his/her absence. However, if the Member requests for leave of absence, it shall not be denied to him/her without just and valid reason, to be recorded in writing.

6. **Meeting of the Board of Management.**

The Board may meet as often as necessary.

Generally, a notice of clear 15 days shall be given to the members for a meeting of the Board. An emergent meeting of the Board or the Executive Committee may be called at a shorter notice, at the discretion of the Chairman or the President of the Executive Committee/Board of Management. The Member-Secretary in accordance with the

relevant provision of the Articles of Association shall convene a meeting of the Executive Committee.

**7. Quorum**

The quorum of the meetings of the Board of Management shall be in accordance with the relevant provision of Articles of Association. If there is no quorum at any meeting of the Board or the EC the meeting shall be adjourned.

**8. Place of Meeting**

Chandigarh shall be the venue of the meetings of the Board or Executive Committee unless it is decided to hold it at any other place in India with the express approval of the Chairman of the Executive Committee as the case may be.

**9. Record of Minutes**

A record of minutes of the meetings of the Board and the Executive Committee shall be kept. The President or the Chairman shall sign the Minutes and be circulated to all members and shall be ratified by the Members of the Executive Committee as the case may be. Copies of the minutes should be readily available to all members of the Board or Executive Committee as the case may be and shall form an agenda item in the next meeting of the Executive Committee as the case may be.

**10. Establishment of the Committee**

- i. In pursuance of the relevant provisions of the Articles of Association, the Board or the EC may constitute, by passing a resolution through simple majority, Committee(s)/Sub-Committee(s) from amongst its members to deal with such specific issues, or subjects, as may be recommended by the Board or EC. Where necessary, individuals outside the members of the Board as the case may be, may be associated in the Committee(s)/Sub-Committee(s). Where, however, the subject/issues requiring attention becomes so urgent and inevitable that is not possible to wait for the meetings of the Board or EC, then the President or the Chairman, as the case may be, may constitute such Committees/Sub-Committee through an appropriate order, subject, however, to obtain ratification of the Board or the EC at its next meeting. The resolution of the Board/ Executive Committee or the order issued by the President or Chairman shall indicate the terms of reference, duration and modalities of operations of such Committees/sub-Committees.
- ii. Meeting of the Committee/Sub-Committee shall normally be held at Chandigarh/Panchkula unless decided otherwise by the Chairman of the Committee/sub-Committee, to hold it elsewhere in India.

11. **Chairman**

The Financial Commissioner and Principal Secretary to Government of Haryana, Agriculture/Horticulture Department shall be Chairman of the HSHDA.

12. **Chief Executive**

The Director Horticulture Haryana, shall be the Chief Executive Officer of the HSHDA

13. **Member Secretary**

The Chief Executive Officer of the HSHDA shall be the Member Secretary of EC and Board.

14. **Powers and Functions of the Chief Executive**

The powers and functions of the Chief Executive shall be these contained in the Articles of Association.

- I) The Director of Horticulture Haryana shall act as Chief Executive Officer of the HSHDA and shall exercise all such financial powers as are vested with Secretary, Finance, Govt. of Haryana and as per orders issued by Government of Haryana from time to time until specific rules and regulations regarding the financial and administrative powers of the CEO or other officers are framed and/or adopted by the HSHDA in consultation with the National Horticulture Mission or the State Government.
- II) The Chief Executive Officer shall grant administrative approval as well as technical sanction for all works executed by the Agency.
- III) The Chief Executive may designate any subordinate functionary under him, who is not below the rank of a group 'a' gazetted functionary of the government of Haryana, as head of office.
- IV) The Chief Executive can delegate a part or any of the powers vested upon him as head of the department of head of the office or any subordinate functionary except the statutory powers of head of the department.
- V) Residuary powers of the HSHDA shall vest in the Executive Committee of the HSHDA.
- VI) All such expenditure approved by the CEO shall be placed before the Executive Committee for final concurrence.

15. **Financial Adviser/treasurer**

There shall be a treasurer for the HSHDA who would also act as the Financial Adviser in the HSHDA. Joint Director Horticulture shall Act as treasurer of the HSHDA, unless and until separate arrangements are made for looking after the functions of financial adviser.

16. **Consultants/Experts**

- A) The HSHDA shall have the authority to engage/employ consultants/experts on contract basis not exceeding 3 years period initially specific to a particular activity or area on terms and conditions to be determined by the Agency through such rules as framed by the Agency and approved by the Executive Committee.
- B) The Agency, with the approval of its Chairman, may engage/employ consultants/experts, on such terms and conditions mutually agreed upon for a period not exceeding one year initially, for specific emergent activities or areas, subject, however, to ratification by the Executive Committee at its next meeting.

17. **Other Staff/Employees**

- I. Subject to such rules as may be framed/adopted by the Agency, the Agency may appoint/engage such officers and employees as deemed necessary for efficient performance of the functions in accordance with such rules and regulation.
- II. Executive Committee shall have the authority to entrust the work to government functionaries on grant of honorarium to them in terms of relevant rules framed by the general body in the Executive Committee.

18. **FUNDS OF THE HSHDA**

- a) The resources of the Fund and maintenance shall be according to the relevant provision in the Articles of Association.
- b) The Management of funds will be accordance and concurrence with that of National Horticulture Mission.

19. **Reports and Returns**

- i. Annual report consisting details of Agency activities and a balance sheet shall be prepared financial year-wise and placed for approval before the annual meeting of the Executive Committee.

- ii. The annual report of the Agency after approval by the Executive Committee shall be presented to the Government of Haryana duly audited by auditors duly qualified to act as Auditors of Companies under the Companies Act. The appointment of auditors shall be in accordance with the Articles of Association.

20. **Service Rules and Regulations.**

- i. The Agency may frame and adopt rules and regulations as per their requirements for employees of the Agency with the approval of Executive Committee.
- ii. Wherever the Agency has not framed/adopted rules and regulations in terms of the relevant by laws, the Agency shall follow State Civil Service Rules for the purposes of appointment, service conditions and classification, control, appeal and superannuating matters.
- iii. Terms and conditions of Consultants or such functionaries engaged by the Agency for specific activities shall be governed by terms and conditions mutually agreed to by the Agency and Consultants or such functionaries at the time of their engagement.

21 **General**

- i. All matters not specifically provided for are to be decided in accordance with the Societies Registration Act, 1860.
- ii. For the purpose of any litigation, etc. the Agency shall come within the jurisdiction of the Courts in Panchkula.

22. **Power of Relaxation/Additions and Alterations.**

- i. The Board or Executive Committee at their discretion may delegate any powers, authority of the Board or Executive Committee to its President or Chairman as the case may be.
- ii. The Executive Committee may amend the by-laws by way of alteration, extension or abridgement in accordance with the procedures laid down in Sections 12 and 12 A of the Societies Registration Act, 1860, as made applicable to the State of Haryana time to time.

# MEMORANDUM OF ASSOCIATION, ARTICLES OF ASSOCIATION AND BY-LAWS

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## Annexure-1

**Board of Management of proposed Haryana State Horticulture Development Agency, Panchkula.**

- |     |  |                  |
|-----|--|------------------|
| 1.  | Financial Commissioner & Principal Secretary to Govt. Haryana, Agriculture/Horticulture Department | President        |
| 2.  | Financial Commissioner & Principal Secretary to Govt. Haryana, Cooperation.                        | Member           |
| 3.  | Financial Commissioner & Principal Secretary to Govt. Haryana, Industries Department               | Member           |
| 4.  | Horticulture Commissioner, Govt. of India, Ministry of Agriculture.                                | Member           |
| 5.  | Representative of Planning Department, Haryana   | Member           |
| 6.  | Representative of Finance Department, Haryana  | Member           |
| 7.  | Nominee of CII Northern Region   | Member           |
| 8.  | Nominee of the PHD Chamber of Commerce and Industry  | Member           |
| 9.  | Two nominees from progressive horticulturist/NGOs  | Members          |
| 10. | Director of Horticulture, Haryana  | Member Secretary |



**Executive Committee of proposed Haryana State Horticulture Development Agency, Panchkula.**

1.	Financial Commissioner & Principal Secretary to Govt. Haryana, Agriculture/Horticulture Department	Chairperson
2.	Director of Agriculture, Haryana	Member
3.	Chief Administrator, Haryana State Agriculture Marketing Board.	Member
4.	Managing Director, HAFED, Haryana	Member
5.	Managing Director, HSDC, Haryana	Member
6.	Managing Director, HSIDC, Haryana	Members
7.	Managing Director, HAIC, Haryana	Member
8.	Director, Research, CCS HAU Hisar	Member
9.	Horticulture Commissioner, Govt. of India.	Member
10.	Joint Director Horticulture Haryana, Panchkula	Member
11.	NHB-One Nominee	Member
12.	ICAR- One Nominee	Member
13.	Director Horticulture, Govt. of Haryana	Member Secretary

Five farmers will be nominated as **Non-Official member of Executive Committee** out of the progressive growers of horticultural crops as follows: -

1. Progressive grower of Fruits
2. Progressive grower of Vegetables
3. Progressive grower of Mushrooms
4. Progressive grower of Medicinal & Aromatic Plants
5. Progressive grower of Flowers

