

**REGULATIONS  
OF  
WEST BENGAL FOREST AND BIODIVERSITY CONSERVATION SOCIETY.**

**1. Title**

These regulations may be called the Regulations of West Bengal Forest and Biodiversity Conservation Society.

**2. Definitions**

In these regulations, unless the context otherwise requires,

- (a) "accounting year" means an accounting year of the Society, being the period commencing from the 1<sup>st</sup> April of a year to the 31<sup>st</sup> March of the following year.
- (b) "Act" means the West Bengal Societies Registration Act, 1961;
- (c) "annual report", used with reference to an accounting year, means the annual report on the working of the Society for that accounting year;
- (d) "balance sheet" means a balance sheet of the Society;
- (e) "body" includes a committee or sub-committee, as the case may be;
- (f) "books of account" means the books of account of the Society;
- (g) "Chairperson" means the Chairperson of the Society;
- (h) "Chairperson of such meeting", used with reference to a meeting of the Society, means the member who presides over that meeting;
- (i) "chartered accountant" means a person as such within the meaning of the Chartered Accountants Act, 1949;
- (j) "common seal" means the common seal of the Society;
- (k) "General Body" means the General Body of the Society as defined under sub-regulation (2) (b) of Regulation 3;
- (l) "general meeting of the members" means an Annual General Meeting of the General Body or a Special General Meeting of the General Body;
- (m) "Government" means both Central and State Governments
- (n) "Governing Body" means the Governing Body of the Society as described under regulation 5;
- (o) "meeting of the Society" means a –
  - (i) meeting of the Governing Body;
  - (ii) special meeting of the Governing Body; or
  - (iii) general meeting of the members;
  - (iv) Special General Meeting of the members
- (p) "meeting of the Governing Body" does not include a special meeting of the Governing Body;
- (q) "member", unless specifically stated, shall ordinarily mean an Ex-Officio Member of the Society as defined under sub-regulation (1) (a) under regulation 3 and shall include the Secretary;
- (r) "memorandum" means the Memorandum of Association of the Society;
- (s) "nominated" means nominated by a notification;

- (t) "officer of the Society" includes a member;
- (u) "registered office" means the registered office of the Society;
- (v) "regulation" means a regulation of these regulations;
- (w) "Secretary" means the Secretary of the Society;
- (x) "Society" means West Bengal Forest and Biodiversity Conservation Society;
- (y) "State Government" means Government of West Bengal;
- (z) "sub-regulation" means a sub-regulation of the regulation in which the word occurs;
- (aa) "total strength of the members of the Governing Body" means the strength of the members of the Governing Body, if there is no vacancy in the membership of the Society;

### 3. Members

#### (1) Types of members :-

- (a) Ex-Officio Members: Following officials of the State Government, shall be the members of the Society in their ex-officio capacity and on transfer of charge one shall cease to be such member of the society and the new incumbent shall become member of the Society in his/her ex-officio capacity –
  - (aa) All signatories to the Memorandum of Association
  - (ab) All members of Governing Body of the Society;
  - (ac) All officers of Indian Forest Service in the rank of Addl. Principal Chief Conservator of Forests, under the State Government
- (b) Invitee Members: Any member other than the Ex-Officio members, who, in the opinion of the Governing Body, may be useful for advancing the objectives of the Society. Provided, that inclusion of such members may be considered by the Governing Body on the basis of the recommendation of at least three official members. Further provided, that the Invitee Members shall not be entitled to vote in any meeting.
  - (i) The power to admit Invitee Members shall be the sole and absolute power of the Governing Body and the Governing Body may refuse to admit any person as an Invitee Member without assigning any reason thereof.

#### (2) Membership and fees

- (a) The signatories to the Memorandum of Association shall be the first members of the Society.
- (b) All members specified under Regulation 3 (1)(a) and 3 (1)(b) shall constitute the General Body of the Society.
- (c) There shall be no membership fee for becoming a member.

#### (3) Term of membership

- (a) The term of Invitee Members nominated under sub-regulation 3(1)(b) shall ordinarily be for a period of two years. Provided that such a member may, in writing under his hand, addressed to the Society, resign from the office of member, before expiry of his term of membership for reasons to be communicated in writing.
- (b) Any member, either ex-officio or invitee, may be terminated, by notification, from the office of member by the Governing Body on account of –
  - (i) soundness of mind



- (ii) insolvency,
- (iii) conviction by a Court of law,
- (iv) commission of an act involving moral turpitude, or
- (v) involvement in any act detrimental to the objectives specified in the memorandum.

#### 4. Rights of members

Every member shall have the right –

- (a) to inspect, upon giving due notice to the Secretary, any register or book, including any of the registers or books comprising the books of account, of the Society, at the place where it is available for inspection or, as the case may be, usually kept,
- (b) to submit agenda for consideration in any meeting of the Society,
- (c) to be present and cast a vote in any meeting of the Society, and
- (d) to require the Secretary to convene, subject to the provisions contained in sub-regulation (2) of regulation 11, a meeting of the Society for transacting a particular agenda or some particular agenda of business in such meeting.

#### 5. Composition of Governing Body

There shall be a Governing Body comprising of the following members –

	Name	Designation
(i)	Addl Chief Secretary / Principal Secretary to Govt. of West Bengal, Department of Forests	Chairperson
(ii)	Principal Chief Conservator of Forests, Head of Forest Force, West Bengal	Member
(iii)	Principal Chief Conservator of Forests, General, West Bengal	Member
(iv)	Principal Chief Conservator of Forests, Wildlife and Chief Wildlife Warden, West Bengal	Member
(v)	Special Secretary to the Govt of West Bengal, Department of Finance	Member
(vi)	Special Secretary to the Govt of West Bengal, Department of Forests	Member
(vii)	Managing Director West Bengal Forest Development Corporation Ltd.	Member
(viii)	Managing Director West Bengal Wasteland Development Corporation Ltd.	Member
(ix)	Addl Principal Chief Conservator of Forests, Human Resource Development and Vigilance, West Bengal	Member
(x)	Addl Principal Chief Conservator of Forests, - looking after Social Forestry	Member
(xi)	Principal Chief Conservator of Forests /Addl Principal Chief Conservator of Forests, - looking after Research & Training	Member
(xii)	Project Director, WBFBC Project	Member-Secretary

22

32

## 6. Chairperson

The Chairperson shall have general superintendence over the functions of the Secretary, subject to the overall direction, control and superintendence of the Governing Body.

Provided that the Chairperson shall have the power to appoint, by notification, members in the Governing Body, as provided under sub-regulation (1) (h) and sub-regulation (1) (i) of Regulation 5, for such time as may be specified, subject to the prior approval of the State Government.

## 7. Secretary

(1) The Secretary shall be directly responsible for the management of the affairs of the Society, subject to the overall direction, control and superintendence of the Governing Body. He shall act as the Chief Executive Officer of the Society.

(2) The Secretary shall have such further duties, responsibilities and powers as may, from time to time, be entrusted to or conferred upon him by the Governing Body.

## 8. Powers of Governing Body

(1) The overall administration of the Society shall vest in the Governing Body and the Governing Body shall have all the necessary powers for that purpose, including the powers necessary or proper for the achievement and the furtherance of the objectives specified in the memorandum.

(2) Without prejudice to anything contained in sub-regulation (1), the Governing Body shall have the power –

- (a) to manage all affairs, funds and properties belonging to the Society,
- (b) to sanction posts and appoint employees of the Society and regulate the terms and conditions of their services.
- (c) to negotiate, enter into and execute agreements and contracts for and on behalf of the Society and alter, vary, rescind or terminate such agreements and contracts,
- (d) to borrow or raise money for the purposes of the Society, with prior approval of the State Government, upon bonds, debentures, promissory notes and other obligations or securities of the Society or by mortgage, charge, hypothecation or pledge of any property belonging to the Society,
- (e) to acquire, by purchase, exchange, gift, lease, hire or otherwise from the Government or other public bodies or private individuals, moveable or immovable properties for the purposes of the Society with no attendant obligation or with such attendant obligation as is not inconsistent with the objectives specified in the memorandum,
- (f) to exchange, sell out, gift out, lease out, let out or otherwise dispose off or alienating any property, in part or whole, belonging to the Society,
- (g) to appoint or engage any advisory or expert body or other body for such purposes of the Society as the Governing Body may deem fit and also to alter, vary, rescind or terminate appointment or engagement of such body or to dissolve such body,
- (h) to induct Invitee Members in the Governing Body as provided in sub-regulations 3(1)(b) and 3(1)(b)(i),
- (i) to fix or levy such fees and other charges for service rendered by the Society,
- (j) to access funds from the State or Central governments or Public Sector Undertakings, reputed organizations, NGOs for taking up projects or schemes in keeping with the objectives of the Society laid down in the Memorandum of Association of the Society,



- (k) to institute, conduct, defend, compromise, compound or abandon any suit or legal proceeding by or against the Society,
  - (l) to make bye-laws, not being inconsistent with the provisions of these regulations, for efficient disposal of the functions of the Society, including regulating the procedure of the working of various bodies working under the Society, and for matters connected therewith or incidental thereto,
  - (m) to do all such acts and things as are incidental or conducive to the achievement of the objectives specified in the memorandum, and
  - (n) to do such other acts and things, not being inconsistent with the provisions of these regulations, as may be considered proper to be done by the Governing Body.
- (3) Notwithstanding anything contained in sub-regulation (1) or (2), prior approval of the State Government shall be obtained by the Society in the following cases:
- (a) sanctioning posts and appointing employees of the Society and regulating the terms and conditions of their services, and
  - (b) exchanging, selling out, gifting out, leasing out, letting out or otherwise disposing off or alienating any property, in part or whole, belonging to the Society.
- (4) Notwithstanding anything contained in sub-regulation (1), (2) or (3), the Governing Body shall reserve for the decision of the State Government any proposal which is, in its opinion, of such nature of importance as requiring the decision of the State Government.
- (5) Subject to the provisions contained in sub-regulations (3) and (4), the Governing Body may, from time to time, entrust to or confer upon any body or the Secretary or other officer of the Society such of its administrative, financial and other powers as it deems fit for the proper administration of the Society. Such body or the Secretary or other officer of the Society may, subject to the directions, if any, of the Governing Body, further delegate any of those powers, in so far as they relate to the matters of general administration or matters otherwise requiring the delegation, to such other body or such officer of the Society as may be specified by such body or the Secretary or other officer of the Society, as the case may be;

Provided that the Governing Body or such body or the Secretary or other officer of the Society may specify the limits within which those powers are to be exercised and may, from time to time, also issue directions in the matter of exercise of those powers.

#### 9. Meeting of Governing Body

- (1) (a) Meeting of the Governing Body shall be held at least twice a year
  - (b) Such meeting shall be held at such place, date and time as the Chairperson may, from time to time, appoint.
  - (c) The Secretary shall seek direction from the Chairperson as to the place, date and time so appointed and shall, accordingly, convene such meeting.
- (2) Notice of every meeting of the Governing Body, setting out therein the business to be transacted in such meeting, shall be given to every member of the Governing Body by leaving the same at, or sending the same to, the last known address of such member at least seven days before such meeting. Provided that the Secretary, with the approval of the Chairperson, may invite persons, as Invitee Members as specified in sub-regulation 3(1)(b).

- (3) Not less than half of the total strength of the members of the Governing Body shall constitute the quorum for a meeting of the Governing Body. If no quorum is present within one hour of the appointed time of the meeting of the Governing Body, the same shall be adjourned and a subsequent meeting of the Governing Body may, at such place, date and time as the Chairperson may appoint, be convened on the basis of the same agenda by giving a further notice left at, or sent to, the last known

address of every member of the Governing Body at least three days before such subsequent meeting.

- (4) The Chairperson or, in his absence in the meeting of the Governing Body, a member of the Governing Body, elected by the members of the Governing Body present at such meeting from amongst themselves, shall preside over such meeting.
- (5) (a) All decisions in the meeting shall be taken after discussion and consensus. In case there is a difference amongst the members of the Governing Body over any piece of business being transacted in any meeting of the Governing Body, the majority shall prevail.  
  
(b) Each member of the Governing Body, including the Chairperson, present at the meeting of the Governing Body, shall have one vote. The Chairperson shall have a casting vote in addition to his own vote, which he shall exercise in case of a tie. Provided that the Invitee Members shall not have the right to vote.  
  
(c) The votes may, subject to the direction of the Chairperson of such meeting, be cast in any of the following manners:-
  - (i) voice vote,
  - (ii) raising the hands or raising in the places, and
  - (iii) ballots.
- (6) The Secretary shall record the minutes of every meeting of the Governing Body, or cause the same to be recorded, in a register kept for this purpose and the Chairperson of such meeting shall sign the same. This register shall, except on the day on which a meeting of the Society is to be held, be available at the registered office for inspection by any member at any time during the working hours of the registered office who may, upon due notice to the Secretary, inspect the same.  
  
*Explanation* – For the purposes of this sub-regulation, “register” means a register, the pages of which are serially numbered and which is pre-certified by the Secretary as to the number of pages contained therein.
- (7) Notwithstanding anything contained in sub-regulation (2) or (3), the proceedings of a meeting of the Governing Body shall not be invalidated by reason of –
  - (a) any unintentional omission to give the notice of such meeting to any member of the Governing Body,
  - (b) any unintentional lapse by reason of leaving such notice at, or sending the same to, an address other than the last known address of a member of the Governing Body,
  - (c) such notice being left at, or sent to, the last known address of a member of the Governing Body less than seven days or three days, as the case may be, before such meeting.
  - (d) Non-receipt of such notice by any member of the Governing Body,
  - (e) Any piece of business transacted in such meeting not being set out in such notice,
  - (f) Any other irregularity in respect of giving such notice or setting out in such notice any piece of business to be transacted in such meeting.
- (8) Notwithstanding anything contained in sub-regulation (6), the proceedings of a meeting of the Governing Body shall not be invalidated by reason of any unintentional error with respect to the recording of such minutes.
- (9) No proceedings of a meeting of the Governing Body shall be invalid by reason of any vacancy in the membership of the Society.



(10) The Chairperson, may, on his own, or through the Secretary, convene a special meeting of the Governing Body for considering therein any piece of business involving a matter of special importance or of urgent nature.

(11)(a) The provisions contained in sub-regulations (2) to (9) in respect of the meeting of the Governing Body shall apply *mutatis mutandis* to the special meeting of the Governing Body.

(b) Notwithstanding anything contained in this sub-regulation, a special meeting of the Governing Body or, in case the same is adjourned for want of quorum, a subsequent special meeting of the Governing Body may be convened by giving an immediate notice, verbally or otherwise.

#### 10. Books of account and audit

(1) The funds and the properties, moveable and immovable, belonging to the Society, shall vest in the Governing Body.

(2) The funds and the properties, moveable and immovable, belonging to the Society shall be in the safe custody of the Secretary or any other officer of the Society authorized by the Governing Body.

(3) The funds of the Society shall consist of, amongst others, --

(a) the grants, loans and the donations received from the Government, public bodies, and other sources,

(b) the charges received against business transacted or consultancies rendered, if any,

(c) the profits and the proceeds arising out of its properties.

(4) (a) The Society shall keep at the registered office proper books of account in which shall be entered accurately --

(i) all sums of money received and the source thereof and all sums of money expended by the Society and the object or purpose for which such sums are expended, and

(ii) the assets and liabilities of the Society.

(b) The books of account shall be available at the registered office for inspection by any member at any time during the working hours of the registered office of the Society, who may, upon due notice to the Secretary, inspect the same.

(5) All moneys received by or on behalf of the Society shall be paid in one or more accounts opened in the name of the Society with one or more nationalized banks, subject to the directions issued, from time to time, by the Governing Body, and no money shall be withdrawn there from, except according to the directions issued, from time to time, by the Governing Body.

(6) The fund of the Society shall be invested in such manner as may, from time to time, be directed by the Governing Body.

(7) The books of account of every accounting year shall be audited by a Chartered Accountant appointed as the auditor, and the balance sheet of every accounting year shall be prepared by him, within three months from the date of expiration of such accounting year. The auditor shall also submit to the Society a report showing the exact state of the financial affairs of the Society. Three copies of the balance sheet and the auditor's report shall be certified by the auditor.

#### 11. General meeting of members

(1) (a) Annual General Meeting of the members shall be held every year within four months from the date of expiration of the accounting year of the Society to transact the following pieces of business:-

- (i) to accept the annual report of such accounting year by the Secretary for and on behalf of the Governing Body.
  - (ii) to pass the balance sheet, and to accept the auditor's report, of such accounting year,
  - (iii) to pass annual programme of activities and projected budget of the Society for the current accounting year,
  - (iv) to pass annual statement of the estimated receipts and expenditure of the Society for the current accounting year,
  - (v) to appoint a Chartered Accountant as the auditor for the current accounting year and fix his remuneration, and
  - (vi) to transact any other piece of business which may be considered proper to be so transacted with regard to the objectives of the Society.
- (b) Not more than fifteen months shall elapse between two successive Annual General Meetings of the members.
- (2) Special General Meeting of the members may be held at any time to transact any of following pieces of business:-
- (a) to pass annual programme of activities of the Society for the first accounting year,
  - (b) to pass annual statement of the estimated receipts and expenditure of the Society for the first accounting year,
  - (c) to appoint a Chartered Accountant as the auditor for the first accounting year and fix his remuneration,
  - (d) to pass any proposal for alteration of the memorandum or these regulations,
  - (e) to pass any proposal for amalgamation of the Society with any other society or dissolution of the Society,
- (3) The provisions contained in regulation 9 in respect of the meeting of the Governing Body, shall apply *mutatis mutandis* to the Annual General or Special General Meetings of the members. Provided that the number of times such meeting is to be held shall be guided by the provisions under sub-regulation 1(a) and sub-regulation (2) under regulation 11, for Annual General and Special General Meetings respectively.
- (4) Notwithstanding anything contained in these regulations, -
- (a) no proposal for alteration of the memorandum or these regulations or for amalgamation of the Society with any other society, or dissolution of the Society shall be transacted as a piece of business in a Special General Meeting of the members, unless such meeting has been convened specifically for that purpose,
  - (b) not less than three-fourths of the members shall constitute the quorum for such meeting, and
  - (c) no such proposal shall be deemed to have been passed in such meeting, unless such proposal has been passed with the votes of at least three-fourths of the members present

## 12. Register of members

- (a) The Society shall maintain a register of members at the registered office mentioning therein all the relevant details, including address and occupation of every member
- (b) The register of members shall be available at the registered office for inspection by any member at any time during the working hours of the registered office



### 13. Common Seal

- (1) The Governing Body shall provide a common seal and shall have the power, from time to time, to destroy the same and substitute a new common seal in lieu thereof.
- (2) The common seal shall be in the custody of the Secretary or any other officer of the Society authorized by the Governing Body.

### 14. Representation

- (1) The Society shall have its name mentioned in all documents executed in its favour or for and on its behalf.
- (2) All properties shall be referred to as the properties of the Society,
- (3) All contracts and assurances of property made for and on behalf of the Society shall be executed by the Secretary or any other officer of the Society authorized by the Governing Body and shall be affixed with the common seal.
- (4) (a) Every suit or legal proceeding by or against the Society shall be filed and prosecuted in the name of the Secretary or any other officer of the Society authorized by the Governing Body.  
  
(b) Every decree or order against the Society in any suit or legal proceeding shall be executable against the properties belonging to the Society and not against the person or property of any officer of the Society or of any member.

### 15. Furnishing of Information etc.

- (1) The Secretary shall furnish to the State Government at such time and in such manner as the State Government may direct such information, facts and particulars in respect of any matter or activity of the Society as the State Government may require from time to time.
- (2) The Secretary shall forward a copy of the annual report of every accounting year accepted in the annual general meeting of the members, along with –
  - (a) the balance sheet passed, and
  - (b) the auditor's report,to the State Government, or any other organization/ institution as may be decided by the Governing Body, as soon as may be, after it is so accepted;

### 16. Power to make bye-laws

- (1) The Governing Body may, by notification, make bye-laws, not being inconsistent with the provisions of these regulations, for carrying out the purpose of these regulations.
- (2) Without prejudice to anything contained in sub-regulation (1), such bye-laws may provide for all or any of the following matters:-
  - (a) constitution of Management Units at different levels for proper implementation of approved programmes and schemes, with prior approval of the State Government;
  - (b) the functions and responsibilities of the officers at various levels of Management Units who are to perform on behalf of the Society, which are specified in these regulations, with prior approval of the State Government;
  - (c) any matter which may, in the opinion of the Governing Body, be provided in the bye-laws for the purpose of carrying out these regulations

### 17. Alteration of Memorandum and Regulations


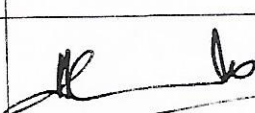

Subject to the passage of the proposal for alteration of the Memorandum or these Regulations in a special general meeting of the members, and the concurrence of the State Government, the Memorandum or these Regulations, as the case may be, may be altered in accordance with the provisions contained in the Act and the rules made there under.

### 18. Amalgamation or Dissolution

Subject to the passage of the proposal for amalgamation of the Society with any other society, or dissolution of the Society in a Special General Meeting of the members and the concurrence of the State Government, the Society may be amalgamated with any other society or dissolved, as the case may be, in accordance with the provisions contained in the Act and the rules made there-under.

We, the undersigned members of the Society, do hereby certify that the above is a true copy of the Regulations of the Society.

Signatures of the members of the Society.

Sl. No.	Name, Office and Address	Designation	Signature
1.	Dr. A.K. Raha, IFS Principal Chief Conservator of Forests, General, West Bengal Aranya Bhawan, Block LA-10A, Sector – III, Salt Lake City, Kolkata – 700 098	Member	
2.	Sri P. Shukla, IFS Addl. Principal Chief Conservator of Forests, Aranya Bhawan, Block LA-10A, Sector – III, Salt Lake City, Kolkata – 700 098	Member	
3.	Sri M. Pandey, IFS Addl. Principal Chief Conservator of Forests, Aranya Bhawan, Block LA-10A, Sector – III, Salt Lake City, Kolkata – 700 098	Member	
4.	Sri S. Dhaundyal, IFS Project Director, WBFBC Project Aranya Bhawan, Block LA-10A, Sector – III, Salt Lake City, Kolkata – 700 098	Member-Secretary	