

MEMORANDUM OF ASSOCIATION

INFOPARKS KERALA

1. The name of the Society shall be **INFOPARKS KERALA** (Abr."Infopark "or "Park").
2. The Registered Office of the Park shall be situated at Kochi-SDF IT Building, Infopark, Kusumagiri P.O., Kakkanad, Kochi – 682 030.

3.1 Objectives and Basic Philosophy

- 3.1.1 The objects and function of the Park shall be to take over from KINFRA / KEPIP the Infrastructure facilities for IT Industries created by them at Kakkanad Export Industrial Park, Kochi and to develop the same to an Infopark.
- 3.1.2 To take over from the Government or any other agency any such Parks or establishments and to establish, set up market, promote, run, manage and carry on the development, administration and management of Infoparks in Kerala and to acquire any land / any properties for the purpose of the Society, and to sell, lease, transfer, invest in Joint Ventures and to fix the land value at concessional rates if necessary.
- 3.1.3 To undertake in a time bound and mission oriented basis the planning, establishment and management of IT/ITES parks in Kerala so as to create the infrastructure and environment required for setting up high technology IT/ITES/BPO units and Research, Design and Development and training establishments.
- 3.1.4 To encourage local entrepreneurship and attract Non Resident Indians and Companies to set up IT/ITES/BPO units, support facilities in Hospitality, recreation, HRD, health and research, design, development and training in the Park and in Kerala in general.
- 3.1.5 To undertake a major initiative to assist in setting up of software development IT/ITES/BPO units in Kerala.
- 3.1.6 To attract/catalyze IT/ITES/BPO investments and to establish the State/Park as a pre-eminent IT destination.
- 3.1.7 To provide a nurturing and enabling environment consistent to the vigorous growth of the IT/ITES/BPO industries.
- 3.2 With a view to attain the objectives set out in Para 3.1 above, the Park may:
 - 3.2.1 Directly plan, establish and manage software, IT/ITES/BPO Parks in Kerala with all the necessary infrastructure and support facilities to facilitate setting up of IT/ITES/BPO units.
 - 3.2.2 Set up incubator and pilot production facilities for entrepreneurs.
 - 3.2.3 Support software developers by installing high performance computers and advanced data communication facilities.

- 3.2.4 Set up information bureau, library documentation center and communications facilities for use by entrepreneurs.
- 3.2.5 Support entrepreneurs by setting up centralized seminar, conference and recreation facilities.
- 3.2.6 Contract project feasibility and product identification studies for IT/ITES/BPO activities.
- 3.2.7 Provide all necessary assistance for entrepreneurs to obtain Govt. and financial clearances.
- 3.2.8 Set up/assist joint ventures with Indian and Foreign Companies for the setting up of high technology IT/ITES/BPO units in Kerala.
- 3.2.9 Conduct local, national and international seminars, conference, workshops, training programme, study tours and marketing campaigns in India and abroad.
- 3.2.10 Form marketing team to promote Park facilities and attract entrepreneurs from India and abroad.
- 3.2.11 Undertake planning, execution and management of Technology and Knowledge Parks in Kerala in the information Technology and IT enabled sector and to undertake and implement such policies of the Government as contained in the IT Policy from time to time in as much as it relates to the establishment of infrastructure in the IT related areas.
- 3.2.12 Encourage entrepreneurship initiatives in IT related industries and supporting facilities in hospitality, recreation, training etc. to create the IT Parks in Kerala as a destination for IT related Industries from all over the world.
- 3.2.13 Undertake a major initiative to assist in setting up of software development units in Kerala.
- 3.2.14 Undertake publications in the form of papers, books, audio/video cassettes and journals.
- 3.2.15 Encourage and support continuous interaction between the Universities, research organizations and industry for product/services oriented applied research.
- 3.2.16 Encourage sabbatical programmes between the Universities and industry in Kerala and those abroad.

- 3.3 The park shall be managed with an institutional framework with independent and autonomous authority, responsibility and flexibility for dynamic operation to achieve the following:
 - 3.3.1 Competent people from within the country as well as expatriate Indians abroad and others are encouraged and attracted to participate in the activities of the Park.
 - 3.3.2 Mobility of staff from other organizations including the various Govt. Departments State/Central Public sector undertakings and Autonomous organizations and Societies to the Society and back is made possible is ensure rapid build up of trained and skilled manpower to achieve the objectives of the Park.
 - 3.3.3 Special procedures are established to facilitate and enable smooth functioning of the Society and various activities including matters relating to personnel, finance, administration, purchase, travel, etc.
- 3.4 To constitute or cause to be constituted parks at places in Kerala, interalia, to utilize local talent to implement programmes undertaken by the Park/Society.

- 3.5 To receive grants, gifts, loans, fixed deposits, debentures, subscriptions, donations or any financial contribution in cash and securities and of any property, either movable or immovable within the country or/and abroad including U.N. and other international agencies, subject to pre-laws, and to invest and deal with funds and moneys of the society and to vary, alter or transfer investments from time to time.
- 3.6 To offer prizes and awards in furtherance of the objectives of the Park.
- 3.7 To do/get done all such other lawful things that are conducive or incidental to administration of the Park and the attainment of the above objectives.
- 3.8 To establish and maintain pension, provident and other funds for the benefit of the employees or for the purpose of the Park.
- 4 All the incomes, earnings, movable and or immovable properties of the Park, shall be solely utilized and applied towards the promotion of the objectives only, as set forth in this Memorandum of Association and no portion of thereof shall be transferred directly or indirectly by way of dividends, bonus, profits or any manner whatsoever, to the members of the Park, or any person or persons claiming through any one or more of the members. No member of the Park shall have any personal claim or any movable or immovable properties of the Park or make any profit whatsoever by virtue of his membership.
 - 4.1 Frame, alter, modify or rescind the Rules with the prior approval of the Government.
 - 4.2 Deal with any property belonging to or vested in Society in such manner as the Society may deem fit for advancing the objects of the institution, provided that the Society shall not sell / dispose of in any manner any immovable property without the prior approval of the Government.
 - 4.3 Co-operate with educational or other institutions in any part of the world having objects wholly or partly similar to those of the Park/Society by exchange of technical persons and scholars and generally in such manner as may be conducive to their common objects and
 - 4.4 Do all such things as may be necessary, incidental or conducive to the attainment of all or any of the objects of the Park/Society.
 - 4.5 The Registrar is empowered to correspond with the Registrar of Societies.

5. **General Body**

The first General Body of the Park, to whom the management of the Park is entrusted, shall consist of the following members:

1. Hon. Minister for Industries and Information Technology, Chairman
2. Secretary, Department of Information Technology, Government of Kerala, ex-officio - Vice Chairperson
3. Secretary, Finance, Government of Kerala, ex-officio.
4. Principal Secretary, Industries, ex.-officio
5. Director of IT Mission, Government of Kerala, ex-officio
6. Managing Director, KSIDC, ex-officio
7. CEO of the Park, ex-officio

Two members to be nominated by Government from the IT/ITES/BPO industry.

6. **RULES AND REGULATIONS**

A copy of the Rules and Regulations of the Society certified to be true copy by the members of the Society is filed with the District Registrar along with the Memorandum of Association.

7. **DISSOLUTION**

- (1) Notwithstanding any thing herein contained, in case the Government is satisfied that the Society is not functioning properly, and or that the Board of Governors persistently makes default or is negligent in the performance of duties imposed on it or commits any act which is prejudicial to the interest of the Society or willfully disobeys or willfully fails to comply with any orders or directions of the Government, the Government may, after giving the Board of Governors as the case may be, an opportunity to be heard, the Government shall have the power to remove the Board of Governors and take over the administration and assets of the Society.
- (2) If, on the windings up or dissolution of the Society, there shall remain, after satisfaction of all its debts and liabilities, any assets and property whatsoever, the same shall not be paid to or distributed among the members of the Society or any of them but shall be dealt with in such manner as the Government may determine, subject to the provisions of the Travancore Cochin Literary Scientific and Charitable Societies Registration Act of 1955.

We the several persons whose names and addresses are given below, having associated ourselves for the purpose described in this Memorandum of Association, do hereby subscribe our names to this Memorandum of Association and set our several and respective hands hereunto and form ourselves into a Society under Act XII of 1955 this the 27th day of OCTOBER, 2004.

S.No.	Names	Address	Designation	Occupation	Signature
1	Shri.P.K.Kunhali Kutty	Minister of Industries, Government of Kerala	Chairman	Minister	
2	Smt.Aruna Sundarrajan	Secretary, Information Technology, Government of Kerala	Vice Chairperson	Government Service	
3	Shri.K Mohandas	Principal Secretary, Industries, Government of Kerala	Member	Do	
4	Shri.V.Senthil	Secretary, Finance, Government of Kerala	Do	Do	
5	Shri.P.H.Kurian	Managing Director, KSIDC	Do	Do	
6	Shri.Roy Mathew	Director, Kerala Information Technology Mission	Do	Do	
7	Shri.K.G.Girish Babu	Chief Executive Officer, Infoparks	Do	Do	

INFOPARKS KERALA
RULES AND REGULATIONS

1. SHORT TITLE

These rules and regulations may be called "Rules of Infoparks Kerala".

2. DEFINITIONS

In this Rules or Memorandum of Association, hereinafter referred to as MOA and Rules unless the context otherwise requires -

"General Body "means the General Body of the Park"

"Board" in relation to the Park means the "Board of Governors"

"Central Government", means the "Government of India"

"Chairman" means the "Chairman of the Board"

"Government" means the Government of Kerala State

"CEO" means the "CEO" of the Park

"Rules" and "Regulations", means the "Rules" and "Regulations" of the Park

"Park" means the "Infoparks"

"Year" means financial year from April to March

3. ADMINISTRATION AND MANAGEMENT

Subject to these Rules and such Rules as may be made from time to time, the administration and management of the Park shall vest with the General Body who will be assisted by the Board of Governors. The Board has the right to authorize any of its members in addition to the CEO to sign and execute documents and contracts on behalf of the Park.

4. GENERAL BODY

4.1 COMPOSITION OF THE GENERAL BODY

The General Body shall consist not less than 9 and not more than 15 members to be constituted as under:

1. Hon. Minister for Industries and Information Technology, Chairman
2. Secretary, Department of Information Technology, Government of Kerala, ex-officio - Vice Chairman
3. Secretary, Finance, Government of Kerala, ex-officio
4. Principal Secretary, Industries, ex-officio
5. Director of IT Mission, Government of Kerala, ex-officio
6. Managing Director, KSIDC, ex-officio
7. Managing Director, KINFRA, ex-officio
8. District Collector, Ernakulam
9. CEO of the Park, ex-officio

The above constitution of the General Body can be modified by the General Body with the concurrence of the Chairman.

The Registrar shall be the Secretary of the General Body.

4.2 ANNUAL MEETING OF THE GENERAL BODY

The general body will meet at least once a year to consider and adopt the accounts for the preceding year. The quorum for this meeting shall be five and the meeting will be presided over by the Chairman of the General body, or in the absence of the Chairman by the Vice Chairman of the General Body. The notice of the meeting will be sent at least 15 days prior to the date of the meeting signed by the Registrar. The period of notice may be reduced at the discretion of the Chairman of the General Body, if the circumstance so warrants.

5. COMPOSITION OF THE BOARD OF GOVERNORS

The Board of Governors shall have not less than three and not more than 9 members to be constituted as under:

1. Secretary, Information Technology, Government of Kerala, ex-officio Chairperson.
2. A representative of the Finance/Industries Department, Government of Kerala
3. Three persons, with experience in Industry, Information Technology, Management and Finance, to be nominated by the General Body or Government
4. CEO of the Park
5. The Registrar of the Park shall be the Secretary to the Board

The above composition of the Board can be modified by the General Body with the concurrence of the Chairman of the General Body.

The Board will hold its meetings at least once every quarter. The quorum for these meetings shall be three.

6. DURATION OF MEMBERSHIP OF GENERAL BODY/BOARD

Where a person becomes a member of the General Body/Board by reason of the office or appointment he holds, his membership of the same shall terminate when he ceases to hold that office or appointment. Other members shall hold office for five years unless the members resign or the authority, which nominated them, terminates their membership earlier, which they will have power to do.

7. SECRETARY TO THE PARK AND THE BOARD

The Registrar shall be the Secretary to the Park and the Board. He shall act as the Recorder to the General Body and the Board and shall have charge of all documents relating to the Park. He will send the minutes of all the meetings to the members.

8. VACANCIES

When a vacancy occurs in the office of the nominated members of the General Body /Board through death, resignation or for any other reason such vacancy shall be filled by a person nominated by the concerning nominating authority.

9. VACANCY NOT TO AFFECT PROCEEDINGS

If any vacancy in the office of a member of the General Body or Board has occurred, the continuing members shall act as if no vacancy had occurred and no act of proceedings of the General Body or Committee or Board shall be deemed to be invalid merely by reason of a vacancy or of a defect in the appointment of a person acting as a member. Nothing in this rule will derogate from the provision regarding quorum necessary in meetings of the General Body Committee/Board.

10. GENERAL BODY

The General Body shall be responsible for the management of the Park in accordance with these Rules through the Bye-laws and the Board of Governors.

11. BYE-LAWS

The General Body may frame bye-laws from time to time not inconsistent with these Rules and Regulations of the Park and may in particular provide for the following matters:

- (a) Conduct of business and the procedures to be adopted at meeting of the General Body/Board.
- (b) Finance and Accounts of the Park
- (c) Acceptance of grants, gifts, loans, fixed deposits, debentures, subscriptions, donations, or any financial contribution in cash/cheque and securities and/or

- any property, either movable or immovable from within the country or/and abroad including international agencies, subject to prevailing rules.
- (d) Investment of and dealing with funds and moneys of the Park.
 - (e) Term and tenure of appointments emoluments, allowances and other conditions of service of the officers and employees of the Park.
 - (f) Rules regarding discipline, suspension and dismissal of the officers and employees of the Park.
 - (g) Powers, duties and functions of the Board as well as other officers and employees of the Park;
 - (h) Promotional and other activities of the Park;
 - (i) Execution of contracts and other instruments, on behalf of the Park;
 - (j) Establishment and maintenance of pension, provident and other funds for the benefit of officers and employees or for the purpose of the Park;
 - (k) Conduct and defence of legal proceedings and manner of signing pleadings;
 - (l) Such other matters as may be necessary for the administration of the Park.

12. OFFICERS AND EMPLOYEE

Subject to the provisions of these Rules, the staff of the Park/Society will consist of:

- (a) Chief Executive Officer
- (b) Technical and Managerial (Engineers and Management Professionals)
- (c) Registrar
- (d) Administrative Staff
- (e) Such other officers and employees as may be considered necessary for the work of the Park

13. APPOINTMENT OF CHIEF EXECUTIVE OFFICER

The appointment of Chief Executive Officer shall be made by the Chairperson of the Board with the approval of the Chairman of the General Body. The Chief Executive Officer shall normally hold office for a period not exceeding five years at a time. The emoluments, allowances and other conditions of service shall be fixed by the General Body.

14. POWER OF DELEGATION OF THE BOARD

The Board may delegate some of its powers, functions and duties to any member of the staff of the Park.

15. APPOINTMENT OF TECHNICAL AND MANAGERIAL STAFF

The appointment of engineers and management professionals for the Park above certain grade (to be specified by the General Body) shall be approved by the Chairman of the General Body on the recommendations of the Board and below the specified grade, shall be made by the Board, or by an officer to whom the power has been delegated by the Board, for a period normally not exceeding five years at a time for all grades.

16. APPOINTMENT OF ADMINISTRATIVE STAFF

The administrative staff of the Park shall be appointed by the Board or by an officer to whom the power has been delegated by the Board under Rule 15 for a period normally not exceeding five years at a time for all grades.

17. TENURE OF APPOINTMENT OF STAFF

The tenure of appointment for all Technical and Administrative Staff including the Chief Executive Officer shall be for a period of not more than 5 years at a time. The tenure may be extended for a further period of 5 years at a time by the appointing authority. These appointments shall be governed by the byelaws to be framed under Rule 11.

18. APPOINTMENT FOR REGISTRAR

The appointment of the Registrar shall be made by the Chief Executive Officer on the recommendations of the Chairperson of the Board and approved by the Chairperson of the General Body.

19. TERMINATION OF SERVICE OF STAFF

The termination of services of the officers and employees of the Park will be governed in accordance with the byelaws to be framed under Rule 11.

20. PROPERTIES AND FUNDS VESTED IN THE GENERAL BODY

The properties and funds of the Park / Society shall vest in the General Body and shall consist of:

- (a) Recurring grants made by the Government of Kerala
- (b) Any other grants made by the Government of India/State Governments
- (c) All buildings, machinery, plant, equipment and instruments (whether laboratory, workshop, prototype shop or otherwise), tools and journals, furniture, furnishings and fixtures belonging to the Park;
- (d) Grants, gifts and donations of cash and securities and of any properties, either movable or immovable, and
- (e) Remuneration received through rents, dividends, leasing, user charges, consultancy, design, development, technology transfer, contracts etc.
- (f) The General Body shall not sell/dispose off in any manner any immovable property vested in it without the specific prior approval of the Government.

21. LEGAL ACTION

The Chief Executive Officer may sue or be sued in the name of the Park in all legal proceedings

22. DISSOLUTION OF THE PARK

1. Notwithstanding any thing herein contained, in case the Government is satisfied that the Park is not functioning properly, and or that the Board of Governors persistently makes default or is negligent in the performance of duties imposed on it or commits any act which is prejudicial to the interest of the Park or State Government or willfully disobeys or willfully fails to comply with any orders or directions of the Government, the Government may, after giving the Board of Governors as the case may be, an opportunity to be heard, the Government shall have the power to remove the Board of Governors and take over the administration and assets of the Park.
2. If, on the winding up or dissolution of the Park, there shall remain, after satisfaction of all its debts and liabilities, any assets and property whatsoever, the same shall not be paid to or distributed among the members of the Park or any of them but shall be dealt with in such manner as the Government may determine, subject to the provisions of the Act.

23. AMENDMENTS

1. Subject to the prior approval of the Government, the Park may alter, extend or abridge any purpose or purposes for which it is established, provided that the procedure prescribed in that behalf by Act XII of 1955 has been followed.
2. These rules may be altered by the GENERAL BODY with the consent of the Government at any time by a resolution passed by a majority of three fifth of the members present at any meeting of the Park which shall have been convened for the purpose after giving due notice of such resolution to the members.
3. Only with the prior approval the Commissioner of the Income Tax, who has jurisdiction over the Park, THE PARK may alter, extend or abridge the purpose for which it is established or amalgamate the PARK either wholly or partly with any other PARK in accordance with the provisions of the Societies Registration Act, 1955 as applicable to the State of Kerala.

24. SEAL OF THE SOCIETY

The Chief Executive Officer is authorised to execute all documents and contracts and to put in use the seal of the Park on such documents on the directions of the Board. The custody of the seal would be with the Chief Executive Officer

25. BUDGET AND ACCOUNTS

- (a) The General Body shall frame the Annual Budget before the end of March and forward copies thereof to the Government of Kerala.
- (b) Moneys forming part of the funds of the Park vested in the General Body shall be deposited in the name of the Park in an approved Bank or Banks, which shall be, nationalized Banks.

- (c) All the incomes, earnings, movable and/or immovable properties of the Park will be solely utilized and applied towards the promotion of the objectives as set forth in the Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividends, bonus, profit or any manner, whatsoever, to the members of the Park or to any persons claiming through any one or more of the members. No member of the park shall have any personal claim on any movable and/or immovable of the Park or make any profit, whatsoever, by virtue of his membership.
- (d) The accounts of the Park shall be audited annually by a Chartered Accountant or Accountants to be proposed by the Board and approved by the General Body on such remuneration as may be fixed by the General Body.

26. ANNUAL REPORT

The General Body shall submit a Report on the working of the Park annually to the Government of Kerala, before end of September. Such Report shall contain particulars regarding the work of the Park during the previous year and shall be accompanied by a balance sheet duly audited showing the income and expenditure of the Park during the said year.

27. ALTERATION OF THE RULES

These rules may from time to time be altered, added to and modified by the General Body and the Rules (so altered added to and modified) shall operate from such date as shall be notified.

28. DISSOLUTION OF THE SOCIETY

The Park may be dissolved in accordance with the provisions of the Travancore Cochin Literary, Scientific and Charitable Societies Act XII of 1955, after obtaining the previous consent of the Government of Kerala in that behalf.

If, upon the dissolution of the park, there shall remain, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Park, but it shall not be paid to or distributed among the members of the Park, but it shall be lawful for the members to determine by majority of the votes of the members present personally at the time of dissolution of the Park, that at such property shall be given to the Government of Kerala to be utilized for any purpose referred to in the Societies Registration Act.

29. EFFECTIVE DATE

The above rules will come in to force on the date on which it is registered with the District Registrar.

We the several persons whose names and addresses are given below, having associated ourselves for the purpose described in this Memorandum of Association, do hereby subscribe our names to this Rules and Regulations of the Park and set our several and respective hands hereunto the 27th day of OCTOBER 2004.

S.No.	Names	Address	Designation	Occupation	Signature
1	Shri.P.K.Kunhali Kutty	Minister of Industries, Government of Kerala	Chairman	Minister	
2	Smt.Aruna Sundarrajan	Secretary, Information Technology, Government of Kerala	Vice Chairperson	Government Service	
3	Shri.K Mohandas	Principal Secretary, Industries, Government of Kerala	Member	Do	
4	Shri.V.Senthil	Secretary, Finance, Government of Kerala	Do	Do	
5	Shri.P.H.Kurian	Managing Director, KSIDC	Do	Do	
6	Shri.Roy Mathew	Director, Kerala Information Technology Mission	Do	Do	
7	Shri.K.G.Girish Babu	Chief Executive Officer, Infoparks	Do	Do	

INFOPARKS KERALA

BYE LAWS

(Framed under Clause 11 of the Rules and Regulations)

1. GENERAL BODY AND BOARD MEETINGS PROCEDURE

1.1 Meetings

Annual general meetings of the Park shall be held at least once a Year. The General body may also hold special meetings on the written requisition of at least five members of the general body or by the direction of the Government.

1.1.2 Board

Meetings of the Board shall be held once in every quarter or at shorter intervals, if necessary.

1.2 Place of meetings

All meetings of the General Body and the Board shall be held in at Infopark's premise or at a predetermined place as decided by the respective Chairperson.

1.3 Notice

There shall be fifteen days notice for the Annual General Meeting and seven days for the meeting of the Board. The meetings may be held even at shorter notice as directed by the respective Chairperson, if the circumstances so warrant.

1.4 Quorum and procedure for the meeting

For meeting of the General Body quorum shall be five.

For meeting of the Board the quorum shall be three, questions shall be decided by a majority of votes of members present and voting.

All questions shall be decided by a majority of votes of the members present and voting. In the event of a tie, the Chairman shall have a second or casting vote.

1.5 Adjourned meetings

If there is no quorum at the expiration of thirty minutes after the time fixed for the meeting, the meeting shall be adjourned for such a date as the Chairperson may fix. No quorum shall be necessary for a meeting adjourned for want of quorum

1.6 Chairperson of the meeting

The Chairman of the General Body/Board shall preside over all the meetings of the General Body / Board. In the absence of the Chairman, the Vice-Chairman shall preside over the meeting. In the absence of the Vice-Chairman the members present shall elect one from amongst themselves to preside over the meeting.

1.7 Nature of business of the meetings

1.7.1 General Body

The General Body shall meet to consider the Annual audited accounts and reports about the activities of the park submitted by the Board, to determine policy, for the guidance of the Board, to consider and pass the detailed Annual Budget Estimate as well as Revised Estimate submitted by the Board and to consider such matters as may brought before the General Body with the permission of its Chairperson.

1.7.2 Board

The Board shall meet to review, guide and plan and approve the activities of the Park. To prepare briefing papers for the meetings of the General Body and also to give effect to their decisions.

1.8 Minutes

The Registrar who is the Secretary to the General Body/Board shall keep minutes of the meetings and send a copy of the minutes of every such meeting to the address of every member as early as possible.

1.9 Vacancy

When a vacancy occurs in the office of a member of the General Body/Board through death, resignation or any other cause, the CEO shall, as soon as possible, notify the vacancy to the nominating authority concerned requesting it to nominate a member to fill the vacancy.

1.10 Business by circulation of papers

The General Body/Board may dispose of urgent matters by circulation of papers, if so desired by the respective Chairman.

1.11 Sub-committees

The General Body/Board may appoint sub-committees from among its own members or the staff of the Park, or both, and may assign to such sub-committees such powers and duties as are in accordance with the Rules and Regulations of the park.

2. FINANCE AND ACCOUNTS

2.1 Funds of the Park

The Park shall have its own funds and all the receipts of the Park through grants, donations, gifts, dividends, rents etc. as well as income from Investments, publications and remunerations received through consultancy, design development, technology transfer, contracts etc. and other sources shall be carried to the fund and all payments by the Park shall be made therefrom.

2.2 Receipts

All moneys received for or on behalf of the Park shall be placed, in the name of the park, in a current and/or savings and fixed deposits account with any of the nationalized / scheduled bank (s) or with a financial institutions of repute promoted by State/Central Government Institutions.

2.3 Payments

Payments by or on behalf of the Park exceeding Rs.10,000/- shall ordinarily be made by Cheques. All cheques shall ordinarily be signed by the Chief Executive Officer or by the Finance Officer and countersigned by any other officer duly empowered by the Board of Governors or Chief Executive Officer over certain limit prescribed by the Board.

2.4 Endorsements

All bills for payment shall bear an endorsement "Passed for payment" and the endorsement shall be signed by the Chief Executive Officer or by an officer to whom the power has been delegated by the Chief Executive Officer.

2.5 Permanent & temporary advances

Permanent and temporary advances for cash payment shall be sanctioned to any officer of the Park by the Chief Executive Officer or by an officer to whom the power has been delegated by the Chief Executive Officer.

2.6 Budget

The Board shall prepare, in such form and at such time each year as may be prescribed, a budget in respect of the ensuing financial year showing the estimated receipts and expenditure and forward the same to the General Body for the consideration and approval.

2.7 Accounts & Audits

2.7.1 Accounts

The Park shall cause to be maintained such books of accounts and other books in relation to his accounts on such manner as may, in consultation with the auditors of the Park, be prescribed. The Finance Officer shall be responsible for the accounts of the Park.

2.7.2 Financial Year

The financial year of the Park shall be from 1st April to 31st March every year.

2.7.3 Audit

The accounts of the Park shall be audited by such auditors as approved by the General Body.

3. TERMS OF THE CONDITIONS OF SERVICE OF THE STAFF OF THE PARK

3.1 Recruitment of staff

The employees of the Park, other than the Chief Executive Officer, are divided into two categories: -

- a. Technical staff comprising of Engineers and Management professionals, hereinafter referred as "Managers".
- b. Administrative staff, which includes Finance Officer, Personal Officer, Purchase Officer, Administrative Supervisors, Media Officer, Information and documents Officer, Secretaries and other members of the staff doing administrative work.

Recruitment of staff to the above categories shall be done as per the recruitment rules framed by the Park from time to time. Administrative staff shall be kept minimum by

- a. Use of large scale modern office equipment and entrusting staff with multiple functional responsibilities.
- b. By hiring agencies on contract basis to perform administrative and support services like house keeping, cleaning, security, transport, travel booking, maintenance etc.

3.2 Terms of appointment

3.2.1 Certificate of physical fitness

Every employee except those who have come on deputation from other Govt. or public sector organisations and who have already undergone pre-employment medical examination shall prior to taking up his or her appointment, be medically examined and be certified fit for services by a medical officer nominated by the Chief Executive Officer. They shall undergo a periodic (to be determined by the Chief Executive Officer) medical examination as long as they continue in the service of the Park.

3.2.2 Agreement

Every employee of the Park shall accept in writing the terms and conditions of his appointment before joining the Park, and again before taking up each subsequent appointment.

3.2.3 Salary

Every employee shall be paid a salary fixed for his post, every month, so long as he remains in the service of the Park and satisfactorily performs his duties.

3.2.4 Obedience to Rules and Regulations

During the period of his services every employee shall observe, obey and abide by the rules of the Park and the Bye-laws made from time to time by the General Body, and all standing orders passed by the Chief Executive Officer under Bye-law 4.3.2.

3.2.5 Specific work

Every employee shall perform such duties as may be entrusted to him and shall, to the best of his ability, carry out the lawful directions of the General Body, of the Board of the Chief Executive Officer, or of any other person to whose authority he may be subject according to the rules and Bye-laws of the Park and the standing orders of the Chief Executive Officer.

3.2.6 Whole time service

An employee shall devote his whole time to the service of the Park and shall not take active part in politics, or without the previous permission of the Chairperson of the Board in the case of the Chief Executive Officer or of the Chief Executive Officer in the case of others, engage directly or indirectly, in any trade, business, or occupation or enter into any remunerative commitment or absent himself from duty except in the case of accident or sickness certified by a competent medical authority. Members of the staff shall not stand for election or accept nomination to any other body or authority without the previous permission of the Chairperson of the Board in the case of the Chief Executive Officer and of the Chief Executive Officer in the case of others.

3.2.7 Transfer/Posting

Every employee shall be liable to be posted at the discretion of Chief Executive Officer to serve at any of the Park's /office/units or any other organisation for Park's work.

3.2.8 Detention on Sundays and holidays

The Chief Executive Officer or a member of the staff to whom the power has been delegated by the Chief Executive Officer may for urgent work, detain members of the staff on Sundays and holidays and grant compensatory holidays.

3.2.9 Discipline

The authority, which appoints a member of the staff of the Park may suspend, dismiss or otherwise punish him for any misconduct or for breach of the terms and conditions of his appointment.

3.2.10 Order of discharge or dismissal

No order of the discharge or dismissal shall be passed under the proceeding Bye-laws the specific charges on which such order is to be passed, are framed against the person in writing and given to the said person, so that he shall have reasonable opportunity of showing cause why the proposed action should not be taken against him, and submitting an explanation in writing within such time as may be prescribed by the appointing authority; provided that the requirements of this Bye-law may be waived if the facts, on the basis of which action is to be taken, have been established in a Court of Law, or where the person has absconded or where it is for any reasons impracticable to communicate with him. In every case where all or any of the requirements of this bye-law are waived, the reasons for so doing shall be recorded in writing.

3.2.11 Appeals

An employee who has been dismissed shall have a right of appeal against any order passed by the appointing authority to the authority to which the appointing authority is immediately subordinate, hereinafter referred to as "appellate authority" vide "Schedule" to these bye-laws. Every appeal shall comply with the following requirements:-

- (e) it shall be in writing
- (f) it shall be couched in concise, polite and respectful language, and be free from irrelevant matter
- (g) it shall contain all material statements and arguments relied on and shall be complete in itself;
- (h) it shall specify the relief desired;
- (i) it shall be submitted to the authority which made the order appealed against within a period of three months from the date on which the appellant receives a copy of the order appealed against, provided further that a copy of the appeal may be submitted direct to the appellate authority;
- (j) it shall not be addressed by name to the Chairman, Chief Executive Officer or to any Member of the General Body, and any such action shall be deemed a breach of discipline.

3.2.12 Consideration of appeals

In the case of an appeal against an order of discharge or dismissal, the appellate shall consider:-

- (a) whether the procedure prescribed in the preceding bye-laws has been complied with, and if not, whether such non-compliance has resulted in a miscarriage of justice and
- (b) whether the findings are justified, and
- (c) whether the penalty imposed is excessive, adequate or inadequate, and pass orders:-
 - i) setting aside, reducing, confirming or enhancing the penalty or
 - ii) remitting the case to the appointing authority or to any other authority with such direction as it may deem it in the circumstance of the case; provided that the appellate authority shall not impose any enhanced penalty unless the appellant is given an opportunity of making any representation which he may wish to make against such enhanced penalty.

3.2.13 Implementation of orders in appeal

The authority, which made the order appealed against shall give effect to the orders passed by the appellate authority.

3.2.14 Orders made by the General Body not appealable

Notwithstanding any thing contained in bye-laws, no appeal shall lie against any order made by the General Body.

3.2.15 General Body's power to review

Notwithstanding anything contained in bye-laws 3.2.11 to 3.2.15, the General Body may on its own motion or otherwise, after calling for the records of the case, review any order which is made or is appealable under these bye-laws, and

- (a) confirm, modify or set aside the order.
- (b) Impose any penalty or set aside, reduce, confirm or enhance the penalty imposed by the order.
- (c) Remit the case to the appointing authority which made the order to any other authority directing such further action or enquiry as it considers proper in the circumstances of the case, or
- (d) Pass any such other order as it deems fit, provided that an order imposing or enhancing the penalty shall not be passed unless the person concerned has been given an opportunity of making any representation which he may wish to make against such enhanced penalty.

3.2.16 Review of orders in disciplinary cases

The authority to which an appeal can be made against an order imposing any of the penalties specified in bye-laws 3.2.10 may, of its own motion or otherwise, call for the records of the case in a disciplinary proceeding, review any order passed in such a case, and pass such orders as it deems fit as if the employee had preferred an appeal against such an order;

provided that no action under this bye-laws shall be initiated more than six months after the date of the order to be reviewed.

3.2.17 Pay and allowances on acquittal

If a member of the staff of the park has been discharged or dismissed and the charges are not proved against him, the appellate authority may grant to him for the period of absence from duty if -

- (a) He is fully exonerated, the full pay to which he would have been entitled had he not been discharged or dismissed, and by an order to be separately recorded, any allowances of which he was in receipt prior to his discharge or dismissal or
- (b) Not fully exonerated, such preparations of pay and allowance as the appellate authority may prescribe.

The period of absence from duty will be treated as period spent on duty in case (a). It will not be treated as period spent on duty in case (b) unless the appellate authority directs to the contract.

3.3 Tenure of appointment

3.3.1 Period of Service

A period of the technical or administration staff shall in the first instance be appointed for a period normally not exceeding 5 years, which may include a probationary period (normally one year). On the satisfactory completion of a period of service of 5 years the appointment may be extended for a further period to 5 years at a time provided, however, that no such appointment shall extend beyond the age of superannuation (60 years) of the dissolution of the Park.

3.3.2 Extension

Extension beyond superannuation may be granted by the General Body, in special circumstance upto the age of 65 years to a member of the technical staff, such extension being, however given for not more than 2 years at a time if the General Body is satisfied that the member is competent and fit in all respects to render further service.

3.3.3 Termination of contract

3.3.3.1 Technical staff

Subject to any contract under bye-law 3.3.1 the agreement of service of any member of the technical staff shall be terminated by either party giving to the other not less than three months notice in writing except during the period of probation when the period of notice shall be as specified in the letter of appointment.

3.3.3.2 Administrative staff

Subject to any contract under bye-law 3.3.1, the agreement of service of any member of the administrative staff shall be terminated by either party giving to the other a period of notice of not less than that specified in the letter of appointment

3.3.3.3 Curtailment of period of notice

Notwithstanding anything contained 3.3.3.1 and 3.3.3.2

- (a) The service of any member of the staff may be terminated by giving a shorter notice than that specified in paragraphs 3.3.3.1 or 3.3.3.2 on payment to him of a sum equivalent to the amount of pay plus allowances for the period by which such notice falls short for the period specified
- (b) The appointing authority or authority to whom the power has been delegated, may accept a shorter period of notice from a member of the staff in special circumstance

3.3.3.4 Leave on termination of contract

Earned leave on full pay may be counted towards the period of notice required under bye-laws 3.3.3.1 and 3.3.3.2 and for any part not so utilized pay and allowances may be paid at the discretion of the Chief Executive Officer or a member of the staff to whom the power has been delegated by the Chief Executive Officer.

3.4 Emoluments and allowances

The General Body shall fix the scales of pay, allowances and perks of the staff of the Park from time to time.

4. POWER, DUTIES AND FUNCTIONS OF THE BOARD AND OFFICERS OF THE PARK

4.2 Power, functions and duties of the Board

Subject to the overall control of the General Body, the Board shall perform the following functions:

- (a) Monitor and review periodically the activities of the Park and take remedial measures, as deemed fit, to meet the aims and objectives of the Park.
- (b) Exercise full powers to approve and sanction expenditure under every head and item provided in the Annual and Supplementary Budget Grants approved by the General Body.
- (c) To determine the lease rent and other user fees and terms and conditions of allotting space or facilities in the Parks
- (d) Re-appropriate the sanctioned funds subject to the following conditions:

- a) Re-appropriations with the heads of Capital Expenditure to cover expenditure on an item not included in the Budget shall require prior consent of the General Body.
- b) No re-appropriations shall be made from the head of the Capital Expenditure to head of Revenue Expenditure.
- (e) Create posts and appoint from time to time Managerial / Technical and Administrative Staff.
- (f) Approve foreign travel of all staff (by Chairperson of the Board)
- (g) Delegate some of its powers, functions and duties to any member of the Park
- (h) Propose from time to time alterations, addition and modification to the Rules and Regulations of the Park to meet the aims and objectives of the Park for approval of General Body
- (i) Propose additions, alterations and modifications to the bye-laws for any matter for consideration and approval of the General Body.
- (j) Appoint from time to time sub-committees amongst its members and/or staff of the Park and assign and/or delegate to them some of its powers, duties and functions as it may deem fit.
- (k) Authorize import of equipment, components and other payments as provided in the sanctioned budget proposals.
- (l) Appoint consultations(s) for carrying out items of work included in the sanctioned budget proposals.
- (m) Grant awards or other monetary assistance, on such terms and conditions as it may select for any study on a subject in which the Park is interested.
- (n) Publish and/or to finance the publications, as it may deem fit, from time to time of the work done or work carried out on behalf of the Park.
- (o) Write off irrecoverable losses of stories and moneys in excess of Rs.100,000 in each case provided that -
 - (i) the loss is not due to theft, fraud or neglect and
 - (ii) it does not disclose a serious negligence on the part of any employee of the Park
- (p) Submit a detailed Annual Budget Estimate under various heads for consideration and approval of the General Body.
- (q) Submit the Annual Report of the Park for the consideration and approval of the General Body.

4.3 Duties of the Chief Executive Officer

4.3.1 Business of the park

It shall be the duty of the Chief Executive Officer to carry on the work of the Park under the control of the General Body and the Board in accordance with the rules and bye-law for the administration and management of the Park. In the case of an emergency, he may take such action as may be necessary and report it to the Board and the General Body.

4.3.2 Direction and control of the staff

All members of the staff of the Park shall be under the general control of the Chief Executive Officer, who may issue standing orders from time to time. The CEO may, with the approval of the Board delegate any of his powers, responsibilities and authorities vested in him by the Memorandum of Association and Rules to one or more members of the staff of the Park.

4.3.3 Sanction of expenditure

All expenditure within the budget grant shall be approved and sanctioned by the Chief Executive Officer, or a member of the staff to whom power has been delegated by the Chief Executive Officer subject to the following conditions:

- (a) Expenditure on certain heads and items, above a certain amount, to be specified by the General Body, shall require prior consent of the Board.
- (b) Expenditure on foreign travel of any employee of the Park shall be with the prior approval of the Chairperson of the Board.

4.3.4 Supervision of work

The Chief Executive Officer shall exercise general supervision over the programme of the park.

4.4 Annual Report

The Chief Executive Officer shall submit the Annual Report of the Park as approved by the Board to the General Body by the end of July each year.

4.5 Duties of the Registrar

4.5.1 Secretarial work

The Registrar shall act as Secretary to the Council/Committee/Board

4.5.2 Administrative and Personnel Work under the general control of the Chief Executive Officer.

In all matters concerning the Park, he shall act under the general control and order of the Chief Executive Officer

4.5.3 Correspondence

The Registrar shall be in charge of the correspondence relating to the Park subject to the instructions of the Chief Executive Officer

4.5.4 Office Management

The Registrar will be in charge of the administrative staff of the Park

4.5.5 Maintenance of premises

The Registrar will look after the maintenance and upkeep of the premises and the property of the Park.

4.6 Duties of Chief Finance Officer

4.6.1 Finance & Accounts

The Chief Finance Officer shall deal with all matters relating to Finance and Accounts of the Park. He shall be responsible for maintenance and upkeep of Accounts

4.6.2 Financial Management

The Chief Finance Officer shall be responsible for managing the funds of the Park. He shall see that all moneys received by the Park through grants, donations, gifts etc. are deposited in the Bank accounts of the Park and arrange payments on behalf of the Park there from.

4.6.3 Budget

The Chief Finance Officer shall prepare the Annual Budget, Supplementary Budget Estimates for the Chief Executive Officer for submission to the Board.

4.6.4 Banking

The Chief Finance Officer shall be responsible for the banking operations of the Park and for the maintenance of Annual Accounts etc.

5. EXECUTION OF CONTRACTS ON BEHALF OF THE PARK

5.1 With Chief Executive Officer

All contracts between the Park and the Chief Executive Officer shall be signed by the Chairperson of the Board or any other person authorised by the General Body for the purpose.

5.2 Other Contracts

All other contracts by or on behalf of the park shall be signed by the Chief Executive Officer or by an officer of the Park empowered by him.