

**Memorandum, Regulations
&
Bye-Laws

OF THE
INDIAN TEA ASSOCIATION**

(A Society Registered under the
West Bengal Societies Registration Act, 1961)

West Bengal Form No. 264.



কলিকাতা-১৯৬১ সালের ২৬ নং
বি.সি.সি. আইন-১৯৬১
বিশেষ: বাণিজ্যিক

Registration granted in
anticipation of the
information/facts stated
in the document being
correct and true

Certificate of Registration of Societies

WEST BENGAL ACT XXVI of 1961

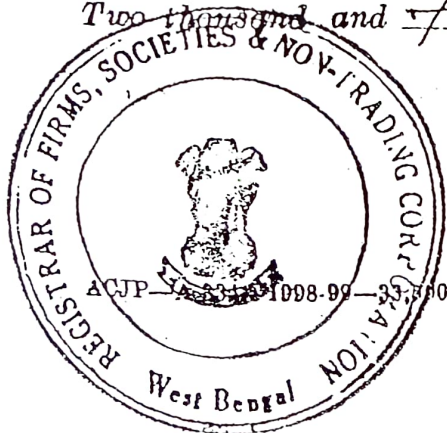
Serial 29908 of 2005-2006

I hereby certify that Indian Tea Association

has this day been registered under the West Bengal Societies
Registration Act, 1961.

Given under my hand at Kolkata
this Second day of June

Two thousand and five



[Signature]
Registrar of Firms, Societies &
Non-Trading Corporations,
West Bengal.

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MEMORANDUM OF THE INDIAN TEA ASSOCIATION (ITA)

1. NAME

The name of the Society shall be known as the "Indian Tea Association" hereinafter referred to as the "Association".

2. REGISTERED OFFICE

The registered office of the Society shall be situated at 6 Netaji Subhas Road, Kolkata 700 001 in the State of West Bengal.

3. OBJECTS

The objects for which the Society is established are :-

- (a) To promote the common interests of all persons concerned in the tea industry in India;
- (b) To promote consideration and discussion of all matters with a view to enhancing the contribution of the tea industry to the growth and development of the Indian economy;
- (c) To work for furtherance and promotion of tea consumption in India and abroad;
- (d) To assist and facilitate for growth and development of tea industry;
- (e) To collect, analyse, interpret and circulate statistics and information of all kinds or of general interest to the members of the Association and/or persons associate with the tea industry and/or public concerning the tea industry and in this connection to set up databanks and data networks as may be deemed necessary;
- (f) To assist the advancement of information and knowledge on tea through information dissemination, media publicity campaigns, conventions, seminars, conferences, exhibitions, trade fairs, etc., at all levels by itself or in co-operation with other like-minded bodies, and to arrange meetings and gatherings of all descriptions to encourage the growth and development of the tea industry;
- (g) To carry on and undertake solely or jointly with others surveys, researches and developmental works in relation to tea in furtherance of any of the objects of the Association or any project or scheme sponsored by the Association;
- (h) To assist Central or State Government in arranging security cover to tea estates if they so desire;
- (i) To represent to the Central Government, State Governments, Tea Board, courts of law, local and other authorities, public bodies, institutions and corporations and all statutory and other authorities in or outside India, the views and interests of members and the tea industry and seek and obtain their interest in and assistance for the tea industry;
- (j) To communicate with Chambers of Commerce or apex Chamber bodies and other

mercantile and public bodies throughout the world and concert and promote measures for the protection of interest of the members and/or people concerning the tea industry;

- (k) To take all steps by lawful means, which may be necessary for promoting, supporting or opposing legislation or other measures affecting the tea industry and/or the members of the Association and/or persons engaged in the cultivation and/or production of tea;
- (l) To initiate legal action on its own or on behalf of members jointly or severally in court established by laws of the Republic of India or in the respective countries, as may be applicable, whether by authorisation of its members or by its own initiative, on all matters affecting the larger interests of the members of the Association;
- (m) To undertake various projects for the purpose of benefit of tea workers and other public and to establish, support, or aid in the establishment and support of the Association and institutions calculated to benefit the public in general;
- (n) To undertake activities for social welfare and community development by itself or in collaboration and/or conjunction with Central and State Governments, public bodies, institutions and authorities, social welfare organisations, Non-Government Organisations (NGOs), United Nations or its associated organisations and other international bodies;
- (o) To institute awards, scholarships and stipends and take other measures for the promotion of the advancement of scientific and technical education in tea plantation and tea technology;
- (p) To print and publish any newsletter, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects; and
- (q) To do all such other lawful things as are incidental or conducive to the attainment of the above objects;

The income and properties of the Society whatsoever derived or obtained shall be applied solely towards the promotion of the object of the Society and no portion thereof shall be paid to or divided amongst any of its members by way of profits. The objects and activities of the Society will be restricted within the scope of Section 4(2) of the West Bengal Societies Registration Act, 1961 and without any individual personal profit motive.

4. NAMES OF NATIONAL COMMITTEE

The names of the first members of the National Committee are :

No.	Name	Address	Post
1	C K Dhanuka	Tezpore Tea Co Ltd 4A Woodburn Park Kolkata 700 020	Chairman
2	K S David	Goodricke Group Ltd 14 Gurusaday Road Kolkata 700 019	Vice Chairman

No.	Name	Address	Post
3	P T Siganporia	Tata Tea Limited 1 Bishop Lefroy Road Kolkata 700 020	Member
4	Bharat Bajoria	The Bormah Jan Tea Co (1936) Ltd 3 Netaji Subhas Road Kolkata 700 001	Member
5	Subir Das	B & A Ltd 113 Park Street Kolkata 700 016	Member
6	C S Bedi	Rossell Tea Ltd 14B Gurusaday Road Kolkata 700 019	Member
7	V K Goenka	Warren Tea Ltd. 31 Chowringhee Road, Kolkata - 700 016	Member
8	S K Dhall	Hindustan Lever Ltd Brooke House 9 Shakespeare Sarani, Kolkata 700 071	Member
9	A K Jajodia	Assam Co Ltd 52 Chowringhee Road Kolkata 700 071	Member
10	D M Kapur	Bazaloni Group Ltd. 15C Hemanta Basu Sarani, Kolkata - 700 001	Member
11	Aditya Khaitan	Eveready Industries India Ltd. 4 Mangoe Lane, Kolkata - 700 001	Member
12	A R Mukherjee	Williamson Tea Assam Ltd 11/1, Sarat Bose Road Kolkata 700 020	Member
13	Amitava Palchoudhuri	Washabarie Tea Co Pvt Ltd P-17 Ganesh Chandra Avenue Kolkata 700 013	Member
14	A K Bhargava	AFT Industries Limited 15 Park Street Kolkata 700 016	Member
15	S S Rathore	Gillanders Arbuthnot & Co Ltd A-1 Gillander House, 8 N S Road Kolkata 700 001	Member

No.	Name	Address	Post
16	N F Tankariwala	Moran Tea Co (I) Ltd 5B Rawdon Street Kolkata 700 017	Member
17	D P Maheshwari	Jayshree Tea & Industries Ltd 10 Camac Street Kolkata 700 017	Member
18	G G Dalmiai	Bateli Tea Co. Ltd. 130 Cotton Street, Kolkata - 700 007	Member
19	Shashank Prashad	Darjeeling Dooars Plantations (Tea) Ltd., Nicco House, 2, Hare Street, Kolkata - 700 001	Member
20	Sudhir Prakash	Darshanlal Anand Prakash & Sons Pvt. Ltd., 41, Chowringhee Road, Kolkata - 700 071	Member
21	M Das Gupta	Indian Tea Association 6 Netaji Subhas Road Kolkata 700 001	Secretary General

5. DECLARATION

We, the undersigned, are desirous of forming a Society named Indian Tea Association under the West Bengal Societies Registration Act, 1961 in pursuance of this Memorandum of Association.

No.	Name	Address	Occupation	Signature
1	C K Dhanuka	Tezapore Tea Co Ltd 4A Woodburn Park Kolkata 700 020	Industrialist	
2	K S David	Goodricke Group Ltd 14 Gurusaday Road Kolkata 700 019	Managing Director	
3	P T Siganporia	Tata Tea Limited 1 Bishop Lefroy Road Kolkata 700 020	Managing Director	
4	Bharat Bajoria	The BormahJan Tea Co (1936) Ltd 3 Netaji Subhas Road Kolkata 700 001	Industrialist	
5	Subir Das	B & A Ltd 113 Park Street Kolkata 700 016	Chief Executive Officer	

No.	Name	Address	Occupation	Signature
6	C S Bedi	Rossell Tea Ltd 14B Gurusaday Road Kolkata 700 019	Executive Director	
7	V K Goenka	Chairman Dooars Branch ITA Mechpara Tea Estate P.O. Kalchini, Jalpaiguri, WB	Industrialist	
8	S K Dhall	Hindustan Lever Ltd Brooke House (Plantation Division) 9 Shakespeare Sarani Kolkata 700 071	Executive Director (Plantation)	
9	A K Jajodia	Assam Co Ltd 52 Chowringhee Road Kolkata 700 071	Industrialist	
10	D M Kapur	Bazaloni Group Ltd. 15C Hemanta Basu Sarani, Kolkata - 700 001	President	
11	Aditya Khaitan	Eveready Industries India Ltd. 4 Mangoe Lane, Kolkata - 700 001	Industrialist	
12	A R Mukherjee	Williamson Tea Assam Ltd. 11/1, Sarat Bose Road Kolkata 700 020	President Sales & Marketing	
13	Amitava Palchoudhuri	Washabarie Tea Co Pvt Ltd P-17 Ganesh Chandra Avenue, Kolkata 700 013	Industrialist	
14	A K Bhargava	AFT Industries Limited 15 Park Street Kolkata 700 016	Executive Director	
15	S S Rathore	Gillanders Arbuthnot & Co Ltd. A-1 Gillander House, 8 N S Road Kolkata 700 001	Managing Director	
16	N F Tankariwala	Moran Tea Co (I) Ltd 5B Rawdon Street Kolkata 700 017	Managing Director	
17	D P Maheshwari	Jayshree Tea & Industries Ltd. 10 Camac Street Kolkata 700 017	President (Cachar Upper Assam & South India)	

No.	Name	Address	Occupation	Signature
18	G G Dalmiai	Bateli Tea Co. Ltd. 130 Cotton Street, Kolkata - 700 007	Industrialist	
19	Shashank Prashad	Darjeeling Dooars Plantations (Tea) Ltd., Nicco House, 2, Hare Street, Kolkata - 700 001	Industrialist	
20	Sudhir Prakash	Darshanlal Anand Prakash & Sons Pvt. Ltd., 41, Chowringhee Road, Kolkata - 700 071	Industrialist	
21	M Das Gupta	Indian Tea Association 6 Netaji Subhas Road Kolkata 700 001	Secretary General	

Witness :

The above persons have signed in our presence :

1. Name : ARIJIT RAHA

Signature :

Address : Indian Tea Association
6 Netaji Subhas Road
Kolkata 700 001

Occupation :

2. Name : SUKHENDU BOSE

Signature :

Address : Indian Tea Association
6 Netaji Subhas Road
Kolkata 700 001

Occupation :

REGULATIONS
OF THE
INDIAN TEA ASSOCIATION (ITA)

1. SHORT TITLE

These Regulations may be called the Regulations of the Indian Tea Association

2. DEFINITIONS & INTERPRETATION OF TERMS

In these Regulations unless there is something in the subject or context inconsistent therewith, the following words shall have the meanings assigned in the table below:-

Words	Meanings
The Association	Indian Tea Association.
The Members	The members for the time being of the Association except where specifically mentioned, whose names shall have been duly entered in the Register of Members and who have not ceased to be members by virtue of any of the provisions of these Regulations.
National Committee	The Governing Body of the Association as per these Regulations, which will be elected by members of the Association,
The Chairman	The Chairman of the Association for the time being as elected by the National Committee.
Vice-Chairman	Vice-Chairman of the Association for the time being as elected by the National Committee
Additional Vice-Chairman	Additional Vice-Chairman of the Association as elected by the National Committee.
Secretary General	The Principal/Chief Executive Officer of the Association as selected by the National Committee.
The Bye-Laws	The Bye-Laws as existing from time to time and framed in accordance with these Regulations and or as framed and varied by the National Committee under the powers contained in these Regulations.
The Office	The Registered Office for the time being of the Association
Region/Branch	For the time being, the four tea growing regions covered by the respective Branches of the ITA in North East and East India, are:- Assam - covering the Brahmaputra Valley comprising of the districts of Dibrugarh, Tinsukia, Naharkatia, Sibsagar, Sonari, Jorhat, Golaghat, Nagoan, North Lakhimpur, Darrang, Mangaldai, Tezpur, Sonitpur, Kamrup and Karbi Anglong in the State of Assam and the States of Arunachal Pradesh, Manipur, Meghalaya and Nagaland. Surma Valley - covering the Barak Valley area comprising of the districts of Hailakandi, Karimganj and Silchar in the State of Assam and the States of Tripura and Mizoram.

	Dooars - covering the foothills of the Bhutan Hills comprising of the districts of Jalpaiguri and Cooch Behar in the State of West Bengal.
	Terai - covering the foothills of the Darjeeling Hills and comprising of the Siliguri Subdivision of Darjeeling district as also Uttar Dinajpur district in the State of West Bengal and the State of Bihar.
Other branches	In any place in India or abroad as per law of the country.
Tea	The plant or product of the plant <i>camellia sinensis</i> (L. O Kuntze)
Green Tea Leaf (green leaf)	The raw tea leaves of tea plant
Made Tea	The processed green tea leaf as per common manufacturing parlance. For the purpose of subscriptions or otherwise 4.5 kilograms of green tea leaf may be equated with one kilogram of made tea.
Year	A period of twelve months beginning on the first day of April and ending on the last day of March of the following calendar year.
Month	Calendar month.
in writing	Includes printing, lithography, typewriting, dot-matrix, inkjet and laser printing
Proxy	A member entitled to attend and vote at a meeting shall be entitled to appoint another member as his proxy to attend and vote instead of himself; but a proxy so appointed shall not have any right to speak at such meetings.

- Words denoting the singular number also include the plural and vice versa.
- Words denoting the masculine gender also include the feminine and vice versa.
- Words denoting persons include firms, proprietors, partnerships, companies (public or private), co-operatives and bodies corporate.

3. HISTORY OF INDIAN TEA ASSOCIATION

The Indian Tea Association was established on 18th May, 1881 and still is an unregistered association of persons. Four branch associations known as :-

- Assam Branch Indian Tea Association
- Surma Valley Branch Indian Tea Association
- Dooars Branch Indian Tea Association
- Terai Branch Indian Tea Association

which are similar associations of persons operating in four tea growing areas of North-

East and East India as branches of the Indian Tea Association are being merged with the Indian Tea Association with effect from 1st April, 2002.

4. POWERS OF THE ASSOCIATION

Whenever it shall appear to the National Committee, that it is advisable to alter, extend or abridge any of its purposes within the meaning of the West Bengal Societies Registration Act or to amalgamate the Association either wholly or partially with any other Society, Association or Body, the National Committee shall submit the proposition to the members of the Association in a written report, and shall convene a special meeting thereof for the consideration of the Association as per the provisions of the West Bengal Societies Registration Act, 1961;

Provided that no such proposition shall be carried into effect unless such report shall have been delivered or sent by post to every member of the Association within twenty-one days previous to the Special General Meeting convened by the National Committee for consideration thereof, nor unless such proposition shall have been agreed to by the votes of three-fourths of the members delivered in person or by proxy.

5. TYPES OF MEMBERSHIP AND ELIGIBILITY

- (a) The membership structure of the Association shall consist of the following categories of members whose eligibility criteria is also laid down:-

(1) Ordinary Members

- (i) Individual and juridical person engaged solely in tea cultivation or both in tea cultivation and tea manufacturing having tea estates exceeding 50 hectares in India shall be eligible for ordinary membership of the Association.
- (ii) It shall be a condition of ordinary membership of the Association that the applicant shall be a member in respect of his entire production of made tea from all his tea estates; or of his entire production of green tea leaf from all his tea estates in case the applicant has no factory.

(2) Associate Members

For the time being there shall be three categories of Associate Members as given below:-

(i) Category 1 :

The firms, proprietors, partnerships, companies (public or private), co-operatives and bodies corporate engaged solely in manufacturing of tea, otherwise known as Bought Leaf Factories (BLF) in India shall be eligible for associate membership of the Association.

(ii) Category 2 :

The firms, proprietors, partnerships, companies (public or private), co-operatives and bodies corporate engaged solely in cultivation of tea in India whose area under tea cultivation is less than 50 hectares (Small Growers) shall also be eligible for associate membership of the Association.

(iii) **Category 3 :**

Any other category which the National Committee may from time to time decide.

(3) **Affiliated Member**

Any Society, company or body of persons, other than those mentioned in Regulation 5(a)(1) and 5(a)(2), as may be decided by the National Committee.

(b) The Committee may allow a new company or an individual firm, as the case may be, to continue as a member in place of the old company or individual firm if:-

(i) The firms, proprietorships, partnerships, companies (public or Any company is amalgamated with any other company or is otherwise taken over as a going concern by any other company or its assets are assigned to any other company; or

(ii) If any individual firm be dissolved and is taken over as a going concern by any other individual, firm or company and its business is carried on in the old name or in any new name.

(c) For the time being, membership shall apply only in respect of the member's tea production in the States of Assam, Arunachal Pradesh, Tripura, Manipur, Nagaland, Mizoram, Meghalaya, Bihar and West Bengal.

6. RESPONSIBILITIES & PRIVILEGES OF MEMBERSHIP

(a) Members, on admission, shall assume the responsibilities entailed by membership of the Association and shall be deemed to have contracted with the Association to abide by the Regulations and Bye-Laws of the Association for the time being in force.

(b) A member shall be required to provide all relevant information required by the Association.

(c) A member shall be entitled to the benefits and privileges of membership, save where subscription is in arrears, unless and to the extent this is condoned by the National Committee.

(d) The rights and privileges of members as defined in these Regulations in the case of a firm admitted in the conventional name as a member of the Association, shall be exercised by any partner in such firm or by any such person authorised by power of attorney or letter of procuration or otherwise to the satisfaction of the Committee to sign the name of the firm or to sign such name per procuration and may, in the case of a company or other corporation admitted in their corporate name as a member of the Association, to be exercised by a Director, Manager, Secretary or any other responsible officer of the company, corporation or other body corporate or a person authorised by power of attorney to exercise the same or any other person who, in the opinion of the National Committee, is competent to exercise the same on behalf of the firm, company, corporation, or other body corporate subject, nevertheless to the following reservations, namely:-

- (i) The representatives of a firm, company, corporation or other body corporate, entitled to exercise the rights and privileges of membership must have their names registered in the books of the Association in order to exercise their rights and privileges; and
- (ii) For each act of exercising the rights and privileges of membership by a firm, company, corporation or other body corporate, only one representative of the member shall be authorised to vote.

7. MEMBERSHIP ADMISSION PROCEDURE

- (a) All applications for membership of the Association shall be made in writing to the Secretary General of the Association, in the requisite proforma and signed by the authorised signatory of the applicant firm, company, corporation or other body corporate and shall be submitted to the National Committee at the Association's headquarters in Kolkata.
- (b) The application shall contain an acceptance of, and an agreement to abide by, the Regulations and Bye-Laws of the Association.
- (c) Admission of members, other than the first members as stated in Regulation 7(c), shall be by a majority vote of the National Committee.
- (d) The National Committee shall decide any question, which may arise as to the eligibility or otherwise of an applicant firm, company, corporation or other body corporate for admission as a member of the Association and its decision shall be final and it shall not be bound to assign any reason for its action.
- (e) The National Committee shall cause to be properly entered up a Register of Members, showing the names and address with which each Member is registered, and the membership subscription payable in the current year including the dues to the Association of members who have resigned, ceased to be members or have been expelled under Regulations 8 to 10. The Registrar will be kept open for inspection of the members on requisition.
- (f) If an application for admission is received from a member who has resigned or ceased to be a member or has been expelled under Regulations 8 to 10, against whose name there are outstanding dues to the Association, whether written off or not, then the National Committee may consider the application for re-admission by such an applicant provided that the whole or part of the dues, as may be decided by the National Committee, are cleared.

8. SUBSCRIPTION

- (a) For the purpose of defraying the expenses of the Association annual subscriptions for different categories of members shall be fixed by the National Committee subject to confirmation at the Annual General Meeting of the Association held after such fixation and shall be payable by each member to the Association in quarterly/semi-annual or annual instalments in advance provided that the National Committee may whenever it thinks fit and from time to time fix the amount of additional subscription payable by the members or any category or section thereof.
Provided that the subscription rates may be varied by the National Committee from time to time

relating to estates of members in different tea districts under the various Branches of the Association.

- (b) For the time being, the subscription basis for different categories of members shall be as follows:-
- (i) Ordinary Members - on the basis of every kilogram of made tea or of green leaf produced in the members' own estates.
 - (ii) Associate Members - on the basis of such amounts or rates for each category (BLF, small growers and others) as may be fixed by the National Committee.
 - (iii) Affiliated Members - on the basis of such amounts or rates as may be fixed by the National Committee.
- (c) Save as aforesaid, a member shall pay two instalments of membership and any other subscription in advance as may be applicable in the event of his being admitted into membership.

9. RESIGNATION

Any member may resign his membership by giving to the Association at least six months' notice in writing to the Secretary General of his intention to do so provided that he shall have to pay in full his subscription or other monies due from him to the Association up to the date of resignation.

10. SUSPENSION OF MEMBERSHIP

If any member shall fail to pay the membership subscription as provided in Regulation 8(a) or any additional subscription for a period of one year, a notice thereof shall be sent to the member calling his attention and if he does not pay the amount of the said subscription or subscriptions within 30 days from the posting of such notice, he shall ipso facto be suspended from the rights and privileges of membership;

Provided that if at any time such member gives to the National Committee a satisfactory explanation, this suspension may be revoked temporarily for a period of normally not more than one year, upon payment of the said subscription(s) in arrears, in instalments or in lump-sum as decided by the National Committee. The National Committee would, in such cases, require the member to submit post-dated cheques to the Association as may be decided.

Provided further that if the said member does not clear the dues as agreed upon, the suspension shall automatically be invoked and ipso facto Regulation 11(b) shall come into force.

11. CESSATION OF MEMBERSHIP

Without prejudice to Regulations 8 and 9 hereof, a member shall ipso facto cease to be a member of the Association on:-

- (a) His ceasing to be engaged in the cultivation and/or production of tea; or
- (b) His membership subscriptions and /or additional subscriptions have not been cleared for eighteen months; or

- (c) His being adjudicated an insolvent or being a firm being dissolved or being a company or body corporate being dissolved or wound up; or

12. EXPULSION

Without prejudice to the provisions of Regulation 11 hereof, if in the opinion of the National Committee, as determined by three-fourths majority of the members of the National Committee, a member has committed breach of any of the Regulations and Bye-Laws of the Association for the time being in force or in the opinion of the National Committee has acted or continues to act in a manner detrimental to the interests of the Association and the tea industry in general which renders him unfit for membership of the Association, the Committee shall convene a Special General Meeting of the Association and submit to the said meeting a resolution for expulsion of the said member and inform such member of the time and place of the said meeting and the nature of the complaints against him and at such meeting the said member shall be given an opportunity of being heard; and if at such meeting a resolution is passed by not less than three-fourths majority of the members present in person or by proxy and voting thereat, he shall upon the passing of such resolution stand expelled from the Association and shall forthwith cease to be a member of the Association.

13. OUTSTANDING SUBSCRIPTIONS AND LIABILITIES

- (a) In the event that a member has resigned or ceased to be a member or has been expelled under any of Regulations 9 to 12 herein-before, and there are outstanding subscriptions due to the Association by such a member which the member does not clear or refuses to settle within a period of two years, the Association reserves the right to proceed in a Court of Law to recover such dues.

Provided nothing in the above shall prevent the National Committee, after considering all aspects of the matter to write off the dues after a period of three years on being convinced that recovery of such dues may not be possible or expedient.

- (b) Notwithstanding the application of Regulation 13(a), if at any time, a firm, proprietor, partnership concern, company (public or private), co-operatives and body concern who has been suspended or has resigned or has been expelled, wishes to be re-admitted as a member and the re-admission has been approved by the National Committee, such firm, proprietor, partnership concern, company (public or private), co-operatives and body concern shall be required to clear all outstanding and liabilities (if any) to the Association standing at the time of his suspension, resignation or expulsion either in lump-sum or in instalments by post-dated cheques as may be decided by the National Committee.

14. NATIONAL COMMITTEE

National Committee is the Governing Body of the Association which shall be elected by the Members of the Association at its Annual General Meeting every year.

- (a) The National Committee of the Association shall have vested in it the management and control of the affairs of the Association and perform all such acts, including the management and control over the funds of the Association, as may be necessary and proper for the due management and conduct of the affairs of the Association.

and for carrying out and furthering the aims and objects and for securing and promoting the interests of the Association and its members.

- (b) The National Committee shall have the power to select the Secretary General of the Association at its head office and appoint other officers at its head office, branches, zones as well as any other offices in India and abroad, as the National Committee may from time to time deem necessary for such period and upon such terms and conditions as the National Committee may think fit.
- (c) The Chairman shall be the head of the National Committee. Action in any matter may be taken by the Chairman and the Secretary General in the first instance as necessary, subject to the post-facto approval of the National Committee wherever is required.
- (d) The National Committee shall consist of not more than thirty members out of which:-
 - (1) Twenty will be elected annually by the members of the Association as provided in Regulation 15 hereof;
 - (2) Four members shall be ex-officio members as under:-
 - (I) Chairman, Assam Branch Indian Tea Association
 - (II) Chairman, Surma Valley Branch Indian Tea Association
 - (III) Chairman, Dooars Branch Indian Tea Association
 - (IV) Chairman, Terai Branch Indian Tea Association
 - (3) Such person or persons (not exceeding six in number) from among the ordinary members, as the elected National Committee may think fit, as an additional member or members.
- (e) The members of the National Committee shall hold office until the next Annual General Meeting of the Association when they shall retire and they will be eligible for re-election. A member of the National Committee so elected shall be entitled to nominate a person from the firm, partnership, company or other body corporate or Branch (as the case may be) which he represents to act as his alternate on the National Committee during his absence for any cause whatsoever.
- (f) The National Committee shall meet as far as practicable once in every calendar month or at such other intervals as the National Committee may decide or more frequently (if so required) by an order of the Chairman or the Vice-Chairman or the Additional Vice-Chairman. The Chairman may, whenever he thinks fit, convene an Emergency Meeting of the National Committee, which may be called on three days' notice.
- (g) All decisions taken by the National Committee shall be binding on all members of the Association.
- (h) In the National Committee no member shall be represented concurrently by more than one person, except in respect of ex-officio members.
- (i) Seven members present at any meeting of the National Committee shall form a quorum.
- (j) The office bearers of the National Committee shall be the Chairman, Vice-Chairman, the Additional Vice-Chairman and the Secretary General.

15. ELECTION TO THE NATIONAL COMMITTEE

- (a) The procedure for election of members to the National Committee shall be as follows:
- (1) In the first week of March each year the Secretary General shall issue a notice to all ordinary members requesting them to send to him within twenty-one days from the date of the notice their nomination in writing of a candidate from their firm, company or body corporate for election;
 - (2) The Secretary General shall thereafter place the names of the candidates before the National Committee;
 - (3) If the number of candidates nominated under sub-paragraph (1) hereof is more than twenty then voting papers shall be circulated by the Secretary General to the members with voting rights and the result of the voting as laid down in Regulation 16 hereof shall be scrutinised and declared at the Annual General Meeting of the Association held first after the receipt by the National Committee of the voting papers from the members;
 - (4) The nomination by a member to the National Committee will *ipso facto* be rejected if the firm, company or body corporate has been found to be in default of any membership or additional subscriptions for one year or more.
- (b) The National Committee may from time to time invite such person or persons as the National Committee may think fit as Invitees, who shall have no voting rights, to the National Committee.
- (c) The National Committee shall be entitled to exercise its powers notwithstanding any vacancy or vacancies in the National Committee.
- (d) Any casual vacancy in the National Committee may be filled in by the National Committee in its discretion by appointing any person who may be nominated in that behalf by any member. Any person so appointed shall hold office until the next Annual General Meeting of the Association.
- (e) In all matters of whatsoever nature that may come up before the National Committee, and where there is division of opinion, each Member of the National Committee, excluding the Invitees, shall have one vote. In the case of equal voting the Chairman, and in his absence, the Vice-Chairman and in the absence of both of them, the Additional Vice-Chairman shall have a casting vote in addition to his vote as a Member of the National Committee.

16. VOTING RIGHTS

Voting rights are vested in Ordinary Members only. Associate and Affiliated members do not have any voting rights. The following shall apply:-

- a) In case of election of members to the National Committee or on any resolution placed before any Annual General Meeting or any Special General Meeting, each member shall be entitled to one vote for each kilogram of tea on which subscription levied under Regulation 8 hereof has been paid by the member.
- b) Voting by proxy by a member is allowed provided the proxy is a member of the Association.

- c) The instrument appointing a proxy shall be in the form annexed and in writing under the hand of the appointer or of his attorney duly authorised in writing and in case the appointer is a company or a body corporate under the hand of an officer or attorney duly authorised.
- d) The instrument appointing a proxy shall be deposited at the headquarters of the Association not less than 48 hours before the last date of submission of voting papers as may be decided by the National Committee.
- e) Save and except as provided in these Regulations, a resolution proposed at an Annual General Meeting or a Special General Meeting of the Association shall be passed by a majority of the votes of the members present in person or by proxy at the meeting and voting thereat.
- f) In the case of an equality of votes, whether at an Annual General meeting or a Special General Meeting of the Association, the Chairman of such meeting shall be entitled to a second or casting vote.

17. REGIONAL COMMITTEES AND SUB-COMMITTEES

- (a) The National Committee may from time to time form one or more Regional Committees or Sub-committees or Working Groups or Task Forces to advise the Association on the terms of reference set by the National Committee and on such matters as may from time to time be referred by the National Committee.
- (b) For the time being, there shall be three Regional Committees as listed below which will advise the Association on matters relating to local problems of their specific regions of operations:-
 - (1) The Assam Valley Regional Committee, which shall look into matters relating to the regions covered by the Association's Assam Branch.
 - (2) The Cachar & Tripura Regional Committee, which shall look into matters relating to the regions covered by the Association's Surma Valley Branch.
 - (3) The West Bengal Regional Committee, which shall look into matters relating to the regions covered by the Association's Dooars and Terai Branches.
- (c) The Regional Committees shall be constituted by the National Committee from nominations received from members having interests in the specific Region.
- (d) The Chairman and Co-Chairman (if any) of the Regional Committees shall be nominated by the National Committee from amongst the members of the National Committee who have interests in the specific region.
- (e) The Sub-Committees, Task Forces and Working Groups shall be constituted by the National Committee from time to time as may be required from nominations by members knowledgeable in the specific areas of reference to be covered by Sub-Committees/Working Groups/Task Forces.
- (f) The Chairman/Convenors of the Sub-Committees/Working Groups/Task Forces shall be nominated by the National Committee.

18. ASSOCIATION'S BRANCHES

- a) The Association shall have Branches, each covering the regions already defined,

and these Branches shall work closely with the National Committee and Regional Committees in the organisation and operations of the Association's work both on an all-India as well as Regional basis.

- b) The guidelines for management of the Branches shall be formulated by the National Committee and shall be incorporated in Part II of these Regulations.
- c) Any alteration to the guidelines for management of Branches may be made by a majority decision of the National Committee.
- d) In the event there is any dispute or differences between the Indian Tea Association and the Branches on any matter, the decision of the National Committee shall prevail and the Branches shall be bound to accept the decision of the National Committee.
- e) All resolutions passed and recorded decisions arrived at by the National Committee shall be binding on all the Branches of the Association.
- f) No action shall be taken by the Branches which is not within the overall objectives of the Association.
- g) The first founding Branches shall be the Assam Branch Indian Tea Association, the Surma Valley Branch Indian Tea Association, the Dooars Branch Indian Tea Association and the Terai Branch Indian Tea Association and the Branches shall continue to own, possess and occupy the properties, both moveable and immovable, in their respective names till the same are legally transferred to the Association.

19. ANNUAL GENERAL MEETING

- (a) The Annual General Meeting shall be held at least once in every year and not more than fifteen (15) months shall elapse between two successive Annual General Meetings.
- (b) The Annual General Meeting of the Association shall be held in the month of May every year or as soon thereafter as possible at such time and place as may be fixed by the National Committee but not later than the 30th day of September for which not less than twenty-one (21) days' notice shall be given by the Association to its members.
- (c) The business of the Annual General Meeting shall be :-
 - (1) to confirm the subscription as stated in of Regulation 8 hereof;
 - (2) to elect members to the National Committee;
 - (3) to appoint the Statutory and Internal Auditors for the year and fix their remuneration thereof;
 - (4) to receive and consider the annual audited accounts of the Association and the Branches and the Reports of the National Committee and the Branches and of the Auditors;
 - (5) to transact any other business which under these Regulations are required to be transacted at the Annual General Meeting.

- (d) Any member wishing to bring up any subject for discussion at the Annual General Meeting shall write to the Secretary General at least fourteen days prior to the date of the Meeting stating the subject matter.

20. SPECIAL GENERAL MEETINGS

A Special General Meeting of the Association shall be pursuant to a resolution passed by the National Committee or on the written requisition of not less than 50 percent of the voting strength of the total membership which must state the objects of the proposed meeting and must be signed by the requisitionists and deposited at the headquarters of the Association. Not less than 21 days' notice specifying the date, time and place of the Special General Meeting shall be given by the Association to the members.

PROVIDED that if the National Committee does not held within 30 days from the date of the deposit of the requisition proceed to convene a Special General Meeting the requisitionists themselves may convene a Special General Meeting in the same manner as nearly as possible as that in which Special General Meetings of the Association are Convened under these Regulations but any meeting so convened shall not be held after the expiration of one month from the said date.

21. QUORUM OF ANNUAL AND SPECIAL GENERAL MEETINGS

- a) One-third of the members, present in person or by proxy, shall be the quorum for an Annual General Meeting and for a Special General Meeting;
- b) No business shall be transacted at any meeting unless the requisite quorum shall be present at the commencement of the business.

22. NOTICE OF MEETINGS

- (a) Not less than twenty-one days' notice of a General Meeting (including Annual General Meeting) shall be given to members concerned specifying the place, day and hour of the meeting with a statement of the business to be transacted at the meeting;
- (b) The non-receipt of notice by any of the members shall not invalidate the proceedings at any such meetings;
- (c) Any notice required by these Regulations to be given to a member shall be deemed to be sufficiently served if sent by post properly addressed to his last known registered or administrative address in India, if any and, if none, by exhibiting the notice during its currency in a conspicuous place in or in the proximity of the Association's registered office. A notice sent by post shall be deemed to have been served at the time when it would have been delivered in the ordinary course of post.

23. PROCEDURES FOR MEETINGS

The Chairman shall preside as Chairman of every Annual General Meeting or Special General Meeting or if there is no such Chairman or if he shall not be present within 5 minutes after the time appointed for the holding of the meeting or is unwilling to act then the Vice-Chairman or the Additional Vice-Chairman shall preside as Chairman of such meeting and if there is no such Vice-Chairman or Additional Vice-Chairman or he shall not be present within 15 minutes after the time appointed for the holding of the meeting or

is unwilling to act, the members of the National Committee shall elect one of their members to be the Chairman of the meeting.

24. POWER AND DUTIES

- (a) To subscribe to, become a member of, or otherwise co-operate with any other body or bodies having objects similar to all or any of the objects of the Association;
- (b) To affiliate, admit to membership, take-over, aid and to receive aid from any other Society, Association, Company, Corporation, Firm, Partnership or person promoting or intending to promote any of the objectives of the Association and to subscribe to or aid any such Society, Association, Company, Corporation, Firm, Partnership or person with a view to obtaining any advantage or benefit for the purpose of the Association and to subscribe to any fund or any Society as may be considered deserving from time to time.
- (c) To subscribe, donate or to undertake and execute any trusts or guarantee money for any charitable, benevolent, public, general or useful purpose which may be conducive to any of the objects of the Association;
- (d) To constitute, maintain and control Regional Offices/Branch Offices or any other office in India and outside India with a view to furthering the objects of the Association and to modify or abolish the same;
- (e) To raise or borrow money which may be required for the purposes and objects of the Association upon bonds, debentures, bills of exchange, promissory notes or other obligations or securities of the Association or by mortgage or charge of the Association's property and repay the same;
- (f) To accept, receive, acquire, purchase, take on lease, hire, mortgage, loan, gift, grant, legacy bequest, grant of money, donation, subscriptions, moveable and immovable assets and other assistance from Government, institutions, public bodies, corporations, companies, persons or any bodies whatsoever;
- (g) To enter into any agreement with any Association or organisation, Government, local authority, Corporation, person, or any other body, for accepting, acquiring or taking over by way of lease, sub-lease, hire, purchase, mortgage, gift or otherwise of any land, building, fixtures, equipment, furniture, scientific records, experimental data, library and technical books, or properties movable or immovable of any kind, either tangible or intangible, or for giving aid or assistance on such terms and conditions as may be deemed expedient or reasonable for promoting the objects of the Association and to construct, erect, alter, improve and maintain any building and to manage, develop, sell, devise, let, mutate, mortgage, dispose of, turn to account or otherwise deal with all or part of the same, and any property, or invention process;
- (h) To own, purchase, acquire moveable and immovable properties and to hold the same now or hereafter vested in or possession of the Association or any of its Branches or any rights or privileges necessary or convenient for the purpose of the Association on such conditions as may be thought fit or expedient and to have the same mutated in any court of law of office (civil, revenue, municipal or estate) in the name of the Association;

- (i) To invest the money of the Association not immediately required in any one or more of the modes of investment for the time being authorised by law for the investment with full power to alter, vary or transfer such investments in accordance with the law for the time being in force.

25. DUTIES OF OFFICE BEARERS

- (a) **CHAIRMAN** : The Chairman shall be the head of the National Committee. Action in any matter may be taken by the Chairman and the Secretary General in the first instance as necessary subject to the post facto approval of the National Committee.
- (b) **VICE-CHAIRMAN** : The Vice-Chairman shall assist the Chairman in all affairs of the National Committee and in the absence of the Chairman, he shall have the powers of the Chairman and shall perform the duties of the Chairman.
- (c) **ADDITIONAL VICE-CHAIRMAN** : The Additional Vice-Chairman shall assist the Chairman and Vice-Chairman in all affairs of the National Committee and in the absence of the Chairman and Vice-Chairman, he shall have the powers of the Chairman and shall perform the duties of the Chairman.
- (d) **SECRETARY GENERAL** : The National Committee shall have the power to select the Secretary General of the Association at its head office and other officers at its head office, branches, zones as well as any other offices in India and abroad, as the National Committee may from time to time deem necessary for such period and upon such terms and conditions as the National Committee may think fit.
 - 1) The Secretary General and other employees shall undertake and exercise such duties and powers and comply with such Regulations and directions as the National Committee may from time to time direct, frame or give.
 - 2) The Secretary General shall be the Principal or Chief Executive Officer of the Association.
 - 3) The Secretary General Shall have powers to appoint or dismiss employees in the non-executive cadre of the Association.
 - 4) The Secretary General may, from time to time, delegate such authority and responsibility to other officers and employees of the Association as he may deem fit.

26. HONORARY OFFICE BEARERS

The National Committee shall elect its own Chairman, Vice-Chairman and Additional Vice-Chairman from amongst its members who shall also be the Chairman, Vice-Chairman and Additional Vice-Chairman of the Association.

27. RECORDS & DOCUMENTS

The National Committee shall keep or cause to be kept the following either in the Head Office or in the Regional (Branch) Office, properly entered up :-

- a) Register of Members of the Association showing the names and address with which each is registered, and the membership subscription payable in the current year. The Register shall be open to inspection of the members at such convenient times as may from time to time be fixed by the National Committee.

- b) Books of Accounts showing particulars of all receipts and payments and the assets and liabilities of the Association/Branch. The Books of Accounts of the Association at Branches shall be open to inspection of any officer or member of the Association at the registered office and/or Branch office during business hours on any working day;
- c) Minutes of the Meetings of the National Committee/Regional/Branch/Zone Committees and of any other Committee, Sub-Committee, Working Group and Task Force shall be open to inspection of the members at such convenient times as may from to time be fixed by the National Committee/Branch General Committee.
- d) The Minutes of the Proceedings of Annual and Special General Meetings of the Association shall be open to inspection of the members at such convenient times as may from to time be fixed by the National Committee.

28. ACCOUNTS AND MANAGEMENT OF FINANCES

- (a) True accounts shall be kept of the sums of money received or expended by the Association and the matter in respect of which such receipt and expenditure takes place, and of the property, credits and liabilities of the Association and subject to any reasonable restriction as to time and manner of inspecting the same that may be imposed in accordance with the Regulations of the Association, for the time being, shall be open to the inspection of members. The accounts of the Association shall be audited annually by the Auditor.
- (b) The funds and assets of the Association whensoever derived shall be applied solely towards the promotion of the objects of the Association as set in these Regulations and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to persons who at any time are or have been members of the Association to any of them.
- (c) The management and control over the investments and reserve funds of the Association arising out of any surplus, with power to sell the moveable and immovable property of the Association and to execute and register leases and sale deeds and to apply for mutation, shall be vested with the National Committee;

Provided that the National Committee may authorise such members of the National Committee or officers of the Association to take decisions on investments in fixed deposits, bonds, securities and other instruments and sale of such as may be required from time to time.
- (d) No remuneration or other benefit in money or money's worth will be given by the Association to any of the members or honorary officials except reasonable and proper interest on money lent or reasonable and proper rent on premises let to the Association as may be decided by the National Committee.
- (e) No member shall be appointed to any office under the Association, which is remunerated by salary, fees or in any other manner.

29. AUDITORS

- (a) The accounts of the Association shall once at least in each year be audited by Statutory and Internal Auditors.

- (b) The National Committee shall appoint the auditors of the Association. The appointments shall be confirmed at the Annual General Meeting of the Association and their remuneration fixed.

30. THE SEAL

The Association shall have a common seal and the National Committee shall provide for safe custody of the Seal and the Seal shall never be used, except by the authority of the National Committee previously given in the presence of the Chairman or the Vice-Chairman or the Additional Vice-Chairman who shall sign every instrument in which the Seal is affixed and every such instrument shall be countersigned by the Secretary General or any officer of the Association acting in this behalf provided nevertheless that any instrument bearing the Seal of the Association and issued for valuable consideration shall be binding on the Association notwithstanding any irregularity touching the authority of the National Committee to issue the same.

31. INDEMNITY

- (a) Every member of the National Committee and the Branch General Committees, the Secretary General and all other officers or servants of the Association and its Branches and offices shall be indemnified by the Association against any liability by virtue of holding any office of the Association, and it shall be the duty of the National Committee/Branch General Committees to pay all costs, losses and expenses which any such member of the National/Branch General Committees, Secretary General, officer or servant of the Association may incur or be liable to, by reason of any contract entered into or act or thing properly and lawfully done by him as such member of the National Committee/Branch General Committees, Secretary General or officer or servant of the Association or in any way in the discharge of his duties out of the funds of the Association and the amount for which such indemnity is provided shall immediately attach as a lien on the property of the Association and have priority as between the members over all other claims.
- (b) No member of the National Committee or Branch General Committees, Secretary General or other officer or servant of the Association shall be liable for the acts, receipts, neglects or defaults of any other member of the National Committee, Secretary General or officer or servant of the Association or for joining in any receipt or other to the Association through the insufficiency or deficiency of title to any property required by order of the National Committee for or on behalf of the Association or for the insufficiency or deficiency of any security in or upon which any of the moneys of the Association shall be invested or for any loss or damage of any person with whom any moneys, securities or effects shall be deposited or for any loss occasioned by error of any judgement or oversight on his part or for any other loss, damage, misfortune whatsoever, which shall happen in execution of the duties of his office or in relation thereto unless the same shall happen through his own dishonesty.

32. LEGAL PROCEEDINGS AND DOCUMENTS

- (a) Suits or legal proceedings by or against the Association may be instituted in the name of the Secretary General of the Association or any other officer of the

Association (authorised by the Chairman in writing) and the Secretary General or the officer so authorised (as the case may be) shall be entitled to sign any papers and pleadings required to be filed in or in relation to such suits or legal proceedings.

- (b) The Chairman may in writing authorise the Secretary General or any other office of the Association to sign or execute agreements and documents including deeds of sale and deeds of mortgage for and on behalf of the Association.

33. DISSOLUTION

- (a) The Association may be dissolved by a Special General Meeting of the Association convened on the recommendation of the National Committee, or on requisition of not less than three-fourths of the members and a meeting to dissolve the Association must be composed of not less than three-fourths of the voting strength of the ordinary members of the Association and the resolution for dissolution shall not be effective unless passed by a majority consisting of 90 percent of the voting strength of the members present and entitled to vote and voting at such Special General Meeting of the Association.
- (b) The resolution passed under sub-regulation (a) hereof may direct that if upon the dissolution of the Association, there remains after satisfaction of all debts and liabilities of the Association, any property whatsoever, the same shall not be paid or distributed amongst the members of the Association but shall be given or transferred to some other society, having objects similar to the objects of the Association to be determined by the members of the Association at the aforesaid Special General Meeting or in default thereof by the High Court of judicature that has or may acquire jurisdiction in the matter.
- (c) If the Association shall be insolvent, the liability of the members, who were members on the first day of the year preceding the commencement of the winding up shall be limited to contributing towards the deficit to the extent of one year's annual subscription payable by them and if the same shall be a surplus available for distribution it shall, subject to sub-regulation (b) of this Regulation, be shared amongst the members at the date of the commencement of the winding up in the same proportion.

34. RECONSTRUCTION

If the Association shall by Special Resolution approve any Scheme of reconstruction or amalgamation, the whole or any part of the assets may be transferred accordingly.

35. COVERAGE OF REGULATIONS

These Regulations shall bind the Association, Regions, Zones, Circles, etc and members thereof, to the same extent as if they had respectively been signed and sealed by each member and contained covenants on the part of each member to observe all provisions thereof.

36. ALTERATION OF REGULATIONS

These Regulations may be altered, revoked or added to by a Resolution passed at a

Special General Meeting of the Association provided that the proposed alteration, revocation or addition (as the case may be) shall have been notified to the members at least twenty-one days before the date of the Special General Meeting convened for the purpose and shall have been passed by a majority of at least three-fourths of the votes of the members present in person or by proxy at the meeting and voting thereat.

37. CERTIFICATION

All the provisions of the West Bengal Societies Registration Act, 1961 will apply to this Society.

Certified that this is the correct copy of the Memorandum and Regulations of the Society.

Sl. No.	Name	Address	Designation	Signature
1	Mr C K Dhanuka, Chairman, ITA	Indian Tea Association 6 Netaji Subhas Road, Kolkata 700 001	Chairman	
2	Mr K S David Vice-Chairman, ITA	Indian Tea Association 6 Netaji Subhas Road Kolkata 700 001	Vice-Chairman	
3	M Das Gupta Indian Tea Association	6 Netaji Subhas Road Kolkata 700 001	Secretary General	

**BYE-LAWS
OF THE
INDIAN TEA ASSOCIATION
(ITA)**

GUIDELINES FOR MANAGEMENT OF THE BRANCHES

1. NAME

The Branches of the Indian Tea Association shall be called :-

- (a) The "Assam Branch Indian Tea Association" with its Headquarters located in Guwahati, Assam;
- (b) The "Surma Valley Branch Indian Tea Association" with its Headquarters located in Silchar, Cachar District, Assam;
- (c) The "Dooars Branch Indian Tea Association" with its Headquarters located in Binnaguri in Jalpaiguri District, West Bengal;
- (d) The "Terai Branch Indian Tea Association" with its Headquarters located in Bengdubi, Siliguri Sub-division, Darjeeling District, West Bengal.

2. OBJECTS

The objects of the Branches shall be the same as those of the Indian Tea Association with the further objects of :

- (a) Advising on and resolving problems and issues of tea estates in the membership of the Indian Tea Association on matters at local levels, relating to industrial relations, land, law and order or any other matter which may arise from time to time;
- (b) Generally watching over, protecting, and as far as possible to further the interests of the Tea Industry in the specific regions as defined for each Branch;
- (c) Keeping in the closest possible touch with the Indian Tea Association, other tea industry Associations and district administrations of the States in which they operate on all matters connected with the Industry

3. STRUCTURE

- (a) Zones and Circles/Sub-districts : For the purpose of effective administration, each branch shall have its own structure, which may be divided into zones and circles/ sub-districts as may be required.
- (b) Branch General Committees : For the conduct of the business of each Branch, a Branch General Committee shall be constituted.
- (c) Branch Employment : Each Branch shall employ clerical, technical and other subordinate staff as may be deemed necessary by the Branch General Committee for the efficient conduct of the Branch's affairs and the terms and conditions of employment of staff in the Branch shall be fixed by the concerned Branch subject to the approval of the Association.
- (d) Appointments : All appointments made by the Branches shall have the prior written approval of the Association.

4. COMPOSITION OF BRANCH GENERAL COMMITTEES

- (a) The composition of the General Committees of the Branches, as elected each year, shall be as follows:-

(1) Assam Branch

- The Branch Chairman
- The Branch Vice Chairman
- The Branch Additional Vice Chairman
- The Zone Chairmen
- The Zone Vice Chairmen
- The Circle Chairmen
- The Circle Vice Chairmen

(2) Surma Valley Branch

- The Branch Chairman
- The Branch Vice-Chairman
- The Branch Additional Vice-Chairman
- The Circle Chairmen
- The Circle Vice-Chairmen

(3) Dooars Branch

- The Branch Chairman
- The Branch Vice-Chairman
- The Branch Additional Vice-Chairman
- The Sub-District Chairman or his representative from each Sub-District Committee.

(4) Terai Branch

- The Branch Chairman
- The Branch Vice-Chairman
- Six representatives of members

- (b) The Branch General Committee may invite persons who are not members of that Committee to attend a meeting, but persons so invited shall not be entitled to vote at such meeting.

5. POWERS OF BRANCH GENERAL COMMITTEES

- (a) The General Committees of the Branches shall have vested in them the management and control of the affairs of the Branch and perform all such acts, including the management and control over the funds of the Branch, as may be necessary and proper for the due management and conduct of the affairs of the Branch and for carrying out and furthering the aims and objects and for securing and promoting the interests of the Branch and the Indian Tea Association.
- (b) The Branch Chairman, Vice-Chairman and Additional Vice-Chairman (wherever applicable) shall be ex-officio Chairman, Vice-Chairman and Additional Vice-Chairman (wherever applicable) of the respective Branch General Committees.

- The Branch Chairman shall be the head of the Branch General Committee.
- (c) The Branch Chairman shall be the head of the Branch General Committee.
 - (d) Action in matters may be taken by the Branch Chairman and the Branch Secretary in the first instance as necessary, subject to the post-facto approval of the Branch General Committee and thereafter the National Committee.
 - (e) Seven days' notice of a Branch General Committee Meeting shall be given in writing stating the date, time and place and the business to be considered.
 - (f) In all matters of whatsoever nature that may come up before a Branch General Committee, and where there is division of opinion, each Member, including the Branch Chairman, shall have one vote. In the case of equal voting the Branch Chairman, and in his absence, the Branch Vice-Chairman and in the absence of both of them, the Branch Additional Vice-Chairman (where applicable) shall have a casting vote in addition to his vote as a Member of the Branch General Committee.
 - (g) All resolutions passed and recorded decisions reached by a Branch General Committee, on receiving the approval of the National Committee or Regional Committee as may be applicable shall be binding on all members of the Branch. In the absence of comment by the National Committee or Regional Committee within one month of the issue of the relevant Minutes, such approval shall be automatically assumed. Any member who disregards or otherwise fails to give full effect to such decisions, or to a directive issued by the Branch with the authority of the Branch Chairman and with the approval of the National Committee or Regional Committee, shall be liable to action under these Regulations.
 - (h) Except in the case of Branches which also have Executive Committee besides a General Committee, at least one meeting of the Branch General Committee shall ordinarily take place during each quarter, for which at least seven days' notice in writing shall be given to members. The Branch Chairman may, whenever he thinks fit, convene an Extra-Ordinary Meeting of the Branch General Committee, for which not less than four days' notice in writing shall be given to members.
 - (i) In the case of Branches which have Executive Committees as well as General Committees, at least one meeting of the General Committee shall be held in each year, normally in the month of December, immediately prior to the Annual Meeting of the Branch, of which one month's notice in writing shall be given to members. Any subject for discussion should normally be in the Branch Secretary's hands at least two weeks prior to such a meeting.

6. COMPOSITION & POWERS OF EXECUTIVE COMMITTEE

- (a) Wherever necessary, the General Committee of each Branch shall form an Executive Committee consisting of the Branch Chairman, the Branch Vice-Chairman, the Branch Additional Vice-Chairman, the Zone Chairman and Zone Vice-Chairman to dispose of all matters which cannot await the next meeting of the General Committee. Meeting of the Executive Committee Members or their nominees shall normally be held at intervals of two months in each Zone by rotation.
- (b) The powers of the Executive Committee shall be delegated by the Branch General Committee from time to time.
- (c) At all meetings of the Branch Executive Committee, each member shall have one

vote. In case of a tie, the Branch Chairman shall have a casting vote in addition to his ordinary vote as a General Committee member.

- (d) In the event of any equality of votes, the Chairman of the Branch, or the Vice-Chairman if he is in the Chair, shall have a casting vote. At a Meeting of the Branch Executive Committee the attendance in person of not less than fifty percent of the members shall be required to form a quorum.
- (e) All resolutions passed and recorded decision reached by the Executive Committee, on receiving the approval of the Indian Tea Association, shall be binding on all members of the Branch.

7. ELECTION OF BRANCH HONORARY OFFICIALS.

- (a) All Honorary Officials shall be elected prior to the Annual Meeting of the Branch and shall take office from the 1st April of the succeeding year for a period of 12 months.
- (b) As per current Branch structures, election of honorary officials shall be as per following procedure for each Branch.

(1) Assam Branch

- (i) At the Annual Committee meeting, the General Committee members shall elect a Branch Chairman, a Branch Vice-Chairman and a Branch Additional Vice-Chairman, each being from a different Zone.
- (ii) Should any Zone or Circle representative be unable to attend the meeting, the Zone or Circle shall be at liberty to nominate any other member of that Zone or Circle to take his place on giving him a proxy for that purpose which shall be handed to the Branch Secretary at the commencement of the proceedings.
- (iii) Each member of the General Committee duly present in person or by proxy shall at such election be entitled to one vote.

(2) Surma Valley

- (i) The election of Branch General Committee Member (Circle Chairman) and Circle Vice-Chairman shall take place in accordance with procedures laid down by the Branch General Committee.
- (ii) Immediately prior to the Annual Meeting of the Branch, the members of the Branch General Committee shall elect from amongst themselves a Branch Vice-Chairman and a Branch Additional Vice-Chairman.
- (iii) Should any Circle representative be unable to attend the meeting, the Circle shall be at liberty to nominate any other member of that Circle to take his place on giving him a proxy for that purpose which shall be handed to the Branch Secretary at the commencement of the proceedings.
- (iv) As soon as the results of the election the Circle Chairmen and Vice-Chairmen are declared, the Branch Secretary shall circulate the names to all members and shall call for nominations for election of Branch Chairman within 14 days.

- (v) The names of candidates for Branch Chairman received shall be circulated to all members along with voting papers and the election shall take place by secret in accordance with the procedures laid down by the General Committee. The results of the election of the Branch Chairman shall then be communicated by the Secretary.
 - (vi) In the event of a Circle Chairman being elected as Branch Chairman, he shall be required to relinquish the post of Circle Chairmanship and re-election, therefore, shall take place in the Circle concerned for re-election of Circle Chairman within fourteen days of the announcement of the election of Branch Chairman in accordance with normal procedure.
- (3) **Dooars**
- (i) The Chairman, Vice-Chairman and Additional Vice-Chairman of the Branch shall be elected by the Branch General Committee at a meeting to be held as soon as possible after the Annual General Meeting in accordance with procedures laid down by the Branch General Committee and shall hold office for a year.
 - (ii) Each member of the General Committee duly present in person or by proxy shall at such election be entitled to one vote.
- (4) **Terai**
- (i) The Chairman and members of the General Committee shall be elected annually by Representative members of the Branch.
 - (ii) Nominations should be filed with the Secretary at least one month prior to the date of the Annual General Meeting.
 - (iii) Voting forms and accompanying letters of advice shall be in prescribed forms.
 - (iv) Representative members only are entitled to vote at Annual General Meetings and General Meetings. Voting powers is one vote for every kilogram of made tea produced.
 - (v) Provided that in respect of estates which do not have factories and produce only green leaf, the equivalent of one kilogram of made tea shall be taken as 4.5 kilograms of green leaf.
 - (vi) In case of equality of votes, the outgoing General Committee shall decide which member concerned shall be deemed to have been elected.

8. **VOTES AT BRANCH GENERAL COMMITTEE MEETINGS**

- (a) At all meetings of the Branch General Committee, each member shall have one vote. In case of a tie, the Branch Chairman shall have a casting vote in addition to his ordinary vote as a General Committee member.
- (b) In the event of a member being unable to attend a meeting of the Branch General Committee, he shall have the power to appoint in writing any other member of his Committee to act as his representative.

- (c) In the event of any equality of votes, the Chairman of the Branch, or the Vice-Chairman if he is in the Chair, shall have a casting vote.
- (d) At a Meeting of the General Committee the attendance in person of not less than fifty percent of the members shall be required to form a quorum.

9. ZONE COMMITTEES

- (a) Wherever necessary, Zone Committees may be formed in the Branches
- (b) Each Zone Committee shall consist of:
 - The Zone Chairman
 - The Zone Vice-Chairman
 - The Circle Chairman
 - The Circle Vice-Chairman
- (c) The Zone Chairman shall be ex-officio Chairman of the Zone Committee.
- (d) The Zone Committees shall meet at least once in each quarter. The notice for a meeting shall normally be not less than one week and at such a meeting fifty percent of the members of the Zone Committee shall constitute a quorum. In the event of there being no quorum the meeting shall stand adjourned to a date to be appointed not less than one week from the date of the original meeting and at such adjourned meeting the members present shall be deemed to constitute a quorum.
- (e) In an emergency the Zone Chairman may call an Extraordinary Zone Committee meeting without the prescribed notice at which the members present shall constitute a quorum.
- (f) The Zone Committee at the last meeting of their year of office shall elect a Chairman and Vice-Chairman for the succeeding year. The Zone Chairman or Vice Chairman need not be a Circle Chairman or Circle Vice-Chairman.
- (g) The Zone Committee may co-opt such other persons, as they deem fit to assist them in the performance of their function.
- (h) The Committee of the Zone shall not be competent to give effect to any decision, which is contrary to any ruling or direction of Branch, unless the previous concurrence of the Branch has been obtained.
- (i) At a meeting of the Zone Committee each member shall have one vote which may be given personally or by proxy.
- (j) In the event of any equality of votes the Zone Chairman shall have a second or casting vote.
- (k) A Zone Committee shall :-
 - (i) secure and promote the interests of members within the Zone;
 - (ii) consider any matter affecting Zone interests, and convey the Zone's opinion on such matters to the Branch;
 - (iii) effect co-ordination within the Zone in all matters concerning the general policy of the Branch and the Association.

10. CIRCLE/SUB-DISTRICT COMMITTEES

- (a) Wherever necessary, Circle or Sub-district Committees may be formed in the Branches
- (b) In each of the Circles/Sub-districts in the Branch, a Committee shall be formed which shall be known as the Circle/Sub-district Committee.
- (c) Each ordinary member of the Branch shall be entitled to one representative, either a Superintendent, Agent or Manager, on the Circle/Sub-District Committee within the area of which the concern is situated.
- (d) The members of each Circle/Sub-District Committee shall elect annually from among themselves as Chairman and a Vice-Chairman. The election shall take place as soon as possible after 1st December, but not later than 15th December, provided that the newly elected Chairman and Vice-Chairman shall assume office with effect from 1st April of each year. Election of Circle/Sub-district Chairman and Vice-Chairman shall take place in accordance with procedures laid down by the Branch General Committee.
- (e) The Circle/Sub-district Chairman's duties shall, inter alia, be :-
 - (1) to keep a register of all the proceedings of the Committee and forward the same to the Zone/Branch Secretary;
 - (2) to refer all matters to the said Zone/Branch Secretary requiring the attention of the General Committee; to send to the said Zone/Branch Secretary a copy of any references it may be found necessary by the Circle/Sub-District to make to Government Departments.
- (f) Circle/Sub-district Meetings shall be held preferably at monthly intervals and at least once in each quarter and the representatives of all Branch members in each Circle/Sub-district shall be entitled to attend all meetings of that Circle/Sub-district.
- (g) Circle/Sub-district Chairman shall call meetings, of which 7 days' notice shall ordinarily be given, provided that in case of urgency, three days' notice shall suffice. A report of the proceedings of the meetings shall be sent to the Zone (as applicable) and Branch Secretary.
- (h) Any member of the Circle/Sub-district Committee, who is unavoidably absent from a Meeting, may give his proxy to any other member of the same Committee; the proxy shall be presented to the Chairman of the Meeting at the commencement of the Meeting.
- (i) A simple majority of the Members present or represented, shall constitute a quorum.
- (j) A Circle/Sub-district Committee may discuss and pass a resolution on any subject affecting local planting interests either directly or otherwise. The Circle/Sub-district Committee shall thereupon require their representative on the respective General Committee to bring the Resolution before that Committee for consideration. No resolution passed by a Circle/Sub-district Committee shall be put into effect without the prior approval and consent of the respective Branch General Committee, and such approval and consent shall be communicated to the Chairman of the Circle/Sub-district concerned by the Branch Secretary in writing.

- (k) The Circle/Sub-district shall discuss all matters affecting the interests of Circle/Sub-district members and convey the Circle/Sub-district's opinion on such matters to the Zone/Branch.
- (l) The Circle/Sub-district shall bring to the notice of the District authorities through the Secretary of Zone/Branch all matters demanding Government assistance or intervention and refer to the Zone/Branch Secretary any such matters, which require representation at a higher Government level.
- (m) The Circle/Sub-district shall refer to the Zone/Branch Secretary any requests received from any Government Department which affect the Circle/Sub-district.
- (n) Provided that any matter which is of sufficient importance or is likely to affect the Industry or the interests of the Circle/Sub-district, shall forthwith be forwarded to the Zone/Branch Secretary for the attention of the General Committee.
- (o) The Circle/Sub-district shall effect co-ordination in all matters concerning the general policy of the Branch or the Association and ensure unanimity of action within the Circle/Sub-district.
- (p) At Circle/Sub-district meetings each member present or represented shall have one vote. In the event of equality of votes the Circle/Sub-district Chairman shall have a second or a casting vote.
- (q) In the election of the Circle/Sub-district Chairman and Vice-Chairman and in all other matters relating to Circle/Sub-district operations and functioning, each Branch member shall have one vote for every kilogram of made tea. In case of equal voting, the Circle/Sub-district Chairman shall have a casting vote.
- (r) To defray incidental expenses relating to meetings, clerical work, donations and other Circle/Sub-district specific expenses, Circle/Sub-district Chairman may raise a subscription which would be separate from the funds allocated to the Circle/Sub-district by the Branch. The income and expenditure on monies raised through this subscription shall be subject to audit.

11. POWERS AND RESPONSIBILITIES OF THE BRANCH CHAIRMAN

The Branch Chairman will be the head of the Branch General Committee which will administer the affairs of the Branch. In the absence of the Branch Chairman, his functions shall be performed by the Vice-Chairman.

12. POWERS AND RESPONSIBILITIES OF ZONE CHAIRMAN

- (a) The Zone Chairman shall advise and when necessary direct the Zone Secretary in the performance of his duties within the framework of the Branch policy.
- (b) He shall convene meetings of the Zone Committee and ensure that proceedings of meetings are sent to all members of the Zone Committee, Branch Executive Committee and to the Branch Secretary.
- (c) The Zone Chairman may attend all Circle meetings within his Zone and may request the Circle Chairman to convene extraordinary meetings.
- (d) He shall ensure that Branch is kept informed of his Zone's opinions on matters affecting its interest.

- (e) In the temporary absence of the Zone Chairman his functions shall be performed by the Zone Vice-Chairman.

13. RESPONSIBILITIES OF CIRCLE/SUB-DISTRICT CHAIRMAN

The responsibilities of Circle/Sub-district Chairman shall be:

- (a) To call a Circle/Sub-district meeting each month.
- (b) To keep a record of all transactions of his Circle Meetings and forward copies to his Circle Members, Branch and Zone Chairman and Branch and Zone Secretaries.
- (c) To refer to the Zone Secretary (wherever applicable) all matters requiring the attention of the Branch General Committee and matters of urgency relating to Law and Order, the food situation, labour relations and such other matters affecting the interest of Circle members.
- (d) In the temporary absence of the Circle Chairman his functions shall be performed by the Circle Vice-Chairman.

14. RESIGNATION OR PROLONGED ABSENCE OF HONORARY OFFICIALS

- (a) In the event of an Honorary Official dying, leaving or wishing to resign before the completion of his term of office, a meeting of the General Committee, Zone or Circle/Sub-district Committee of which he is a member shall be called forthwith to elect a successor until which time the resigning honorary official shall continue to act. In no case shall such election take place later than fourteen days following death or notification of resignation or departure.
- (b) In the event of the Chairman of the General Committee, Zone or Circle/Sub-district Committee proceeding on leave for a period exceeding two calendar months, the Vice-Chairman shall officiate as Chairman, during which period the Additional Vice-Chairman shall officiate as Vice-Chairman.
- (c) When Chairman of the General Committee, Zone or Circle/Sub-district Committee is absent, the Vice-Chairman shall normally officiate as Chairman, during which period the Additional Vice-Chairman shall officiate as Vice-Chairman. And if there is no Vice-Chairman, a Vice-Chairman be temporarily appointed.

15. RESPONSIBILITIES OF BRANCH SECRETARY

- (a) The Branch Secretary shall devote his energies to the promotion of the objectives of the Association and be responsible to the Branch Committee for the efficient administration of the Branch including the Branch Headquarters and any subsidiary offices and shall have the powers of a Manager under the Standing Orders in respect of all personnel employed by the Branch.
- (b) Wherever applicable, he shall also maintain supervision over the working of the Zones and shall bring to the notice of the members of the General Committee, either direct or through the Zone Secretaries, all matters of importance; similarly he shall keep the Association informed of all matters of importance concerning members either individually or collectively and shall furnish to the Association copies of such proceedings, papers, etc., relating to the conduct of the Branch's affairs as may be decided upon in consultation between the Branch and the Association.

- (c) The Branch Secretary shall further keep a general register of the proceedings of the General/Executive Committee.
- (d) The Branch Secretary shall also send to the Indian Tea Association, Kolkata, copies of all communications emanating from and proceedings of the General/Executive Committee.
- (e) He shall monitor all outstanding subscriptions and make efforts in recovering and liquidating the same in conjunction with the Association.
- (f) He shall conduct the financial administration of the Branch (including all matters concerning the terms and conditions of service of the clerical and sub-ordinate staff) through a system of executive orders which shall be subject to approval by the General/Executive Committee and the National Committee.
- (g) The Branch Secretary shall obtain the prior sanction of the General/Executive Committee for the annual Budget which he shall present to the General/Executive Committee before the Annual Meeting, showing :-
 - (1) increases compared with the previous year under different accounting heads (including zonal break-up where applicable) as required by the auditors;
 - (2) all increases in personnel in any category employed by the Branch;
 - (3) all pay increases, other than single annual increments in accordance with authorised pay scales;
 - (4) all promotions of the Clerical and Subordinate Staff of the Branch (except into authorised vacancies, at minimum rate or rates not higher than their present rate);
 - (5) all allowances other than those laid down in the recommendations of the Association or the Branch.

16. RESPONSIBILITIES OF ZONE SECRETARY

- (a) The Zone Secretary shall be responsible to the Association for his conduct and the performance of his duties which, in so far as they relate to the business and affairs of the respective Zone of the Branch.
- (b) He shall report to the Zone Chairman and Branch Secretary all matters of importance concerning the Zone and seek from them such advice and guidance as may be necessary.
- (c) The Zone Secretary shall manage the affairs of the Zone Office and keep account of expenditure incurred.
- (d) He shall advise members on all matters coming within the purview of the Zone and shall assist in arriving at settlements at bilateral level and attend Conciliation Proceedings on requests. He shall maintain close liaison with Government officials and Unions at district levels.

17. ANNUAL MEETINGS (AM)

- (a) The Annual Meetings of the Branches will normally and as far as possible be held as follows:-

- (1) Assam Branch : on any day in the month of January of each calendar year;
 - (2) Surma Valley : on any day in the month of February in each calendar year;
 - (3) Dooars Branch : on any day in the month of January of each calendar year;
 - (4) Terai Branch : on any day in the month of January of each calendar year.
- (b) Twenty-one days notice shall ordinarily be given to all Branch Members for holding the Annual Meeting.
- (c) The Annual Meeting shall have the following agenda:-
- (1) Election of Branch, Zone and Circle/Sub-district honorary officials
 - (2) Presentation of Branch Budgets
- (d) Any other subject for discussion for the Annual Meeting shall be sent so as to reach the Branch Secretary, at least fourteen days prior to the date of the Meeting.

(To be made out in Firm/Company's letterhead)

To
The Secretary General
Indian Tea Association
6 Netaji Subhas Road
Kolkata 700 001

Dear Sir,

Application For Membership
In Indian Tea Association

We wish to apply for membership of the Indian Tea Association in the category of Ordinary/
Associate/ Affiliate Member (strike out which is not applicable).

The details of tea estates/factories under the ownership of my firm/company are as follows:-

No.	Name of Estate/ Factory	Tea Board Regn. No.	TMCO No.	Postal & Telecom Address	Production of Made Tea in last three years in kilograms

We hereby certify that these are the only tea estates/factories under the ownership of the Company in the defined regions in North East & East India and that there are no other estates under the Company in North East & East India, as defined in the Regulations of the Memorandum & Regulations of the Indian Tea Association.

If admitted, we agree to abide by the Memorandum and Regulations of the Indian Tea Association, which we have fully read and understood.

Yours faithfully,
For (Name of Company)

(signed by authorised signatory with seal)

- Enclosed : 1. Copy of the latest Annual Report of the Company
2. Copy of Memorandum & Articles of Association of the Company

(To be made out in Firm/Company's letterhead)

To
The Secretary General
Indian Tea Association
6 Netaji Subhas Road
Kolkata 700 001

Dear Sir,

Nomination Form For Election To The National Committee

We wish to nominate the following person for election to the National Committee of the Indian Tea Association for the year 2003 -04 :-

Name :

Designation in Company :

Yours faithfully,
For (Name of Company)

(authorised signatory)

(To be made out in Firm/Company's letterhead and forwarded to
the Secretary General under sealed cover marked
"VOTING PAPER FOR ITA NATIONAL COMMITTEE)

VOTING FORM

Our Votes (in respect of average membership subscription base for the years 20.., 20.. and 20..) for ITA National Committee Members for 20... go to the following nominees:-

No.	Name	No.	Name
1		2	
3		4	
5		6	
7		8	
9		10	
11		12	
13		14	
15		16	
17		18	
19		20	

Yours faithfully,
For (Name of Company)

(signed by authorised signatory with seal)