

**TRANSACTION OF BUSINESS
REGULATIONS, 1988.**



**NATIONAL DAIRY DEVELOPMENT BOARD
ANAND - 388001**

**THE NATIONAL DAIRY DEVELOPMENT BOARD
(TRANSACTION OF BUSINESS)
REGULATIONS, 1988.**

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राष्ट्रीय डेरी विकास बोर्ड
अधिसूचना

नई दिल्ली, 30 अप्रैल, 2009

राष्ट्रीय डेरी विकास बोर्ड (कार्य संचालन) संशोधन
विनियम, 2009

सं. दि.: एनडीडीबी-01/09.—राष्ट्रीय डेरी विकास बोर्ड अधिनियम, 1987 (1987 का 37) की धारा 48 द्वारा प्रदत्त शक्तियों तथा इस ओर से प्राप्त अन्य सभी शक्तियों का प्रयोग करते हुए, निदेशक मण्डल एतद्वारा निम्नलिखित विनियम बनाते हैं, अर्थात् :—

1. लघु शीर्षक और प्रारम्भ :

(1) ये विनियम राष्ट्रीय डेरी विकास बोर्ड (कार्य संचालन) (संशोधन) विनियम, 2009 कहे जाएंगे।

(2) इन विनियमों में जब तक अन्यथा न कहा जाए, ये उपबन्ध भारत के राजपत्र में प्रकाशित होने की तिथि से प्रवृत्त होंगे।

2. राष्ट्रीय डेरी विकास बोर्ड (कार्य संचालन) विनियम, 1988 में संशोधन :

- (1) विनियम 14 के उप-विनियम (2) में, "प्रबन्ध निदेशक" शब्दों के स्थान पर, "पूर्णकालिक निदेशक" शब्द रखे जाएंगे।
- (2) विनियम 14 के उप-विनियम (7) में, "प्रबन्ध निदेशक" शब्दों के स्थान पर, "पूर्णकालिक निदेशक" शब्द रखे जाएंगे।
- (3) विनियम 19, में "प्रबन्ध निदेशक" शब्दों के स्थान पर, "पूर्णकालिक निदेशक" शब्द रखे जाएंगे।

दीपक टिक्कू, प्रबन्ध निदेशक
[विज्ञापन/III/4/132/09-असा.]

NATIONAL DAIRY DEVELOPMENT BOARD
NOTIFICATION

New Delhi, the 30th April, 2009

The National Dairy Development Board (Transaction of Business) (Amendment) Regulations, 2009

No. DEL : NDDDB-01/09.—In exercise of the powers conferred by Section 48 of the National Dairy Development Board Act, 1987 (37 of 1987) and of all other powers enabling them in that behalf, the Board of Directors hereby make the following regulations, namely:—

1. Short title and commencement :

(1) These regulations may be called the National Dairy Development Board (Transaction of Business) (Amendment) Regulations, 2009.

(2) Save as otherwise provided in these regulations, the provisions thereof shall come into force on the date of their publication in the Gazette of India.

2. Amendments to the National Dairy Development Board (Transaction of Business) Regulations, 1988 :

- (1) In sub-regulation (2) of Regulation 14, for the words "Managing Director", the words "whole-time Director" shall be substituted.
- (2) In sub-regulation (7) of Regulation 14, for the words "Managing Director", the words "whole-time Director" shall be substituted.
- (3) In Regulation 19, for the words "Managing Director", the words "whole-time Director" shall be substituted.

DEEPAK TIKKU, Managing Director

[ADVT/III/4/132/09-Exty.]

**NATIONAL DAIRY DEVELOPMENT BOARD
(TRANSACTION OF BUSINESS)
REGULATIONS, 1988.**

In exercise of the powers conferred by section 48 of the National Dairy Development Board Act, 1987 (37 of 1987) and of all other powers enabling him in that behalf, the Chairman of the National Dairy Development Board performing the functions of the Board of directors in accordance with section 40 of the said Act hereby makes the following regulations, namely:

CHAPTER I

INTRODUCTORY

1. Short title and commencement

- (1) These regulations may be called the National Dairy Development Board (Transaction of Business) Regulations, 1988.
- (2) They shall come into force on the date of their publication in the Gazette of India.

2. Definitions

- (1) In these regulations, unless the context otherwise requires —
 - (a) "Act", means the National Dairy Development Board Act, 1987 (37 of 1987);
 - (b) "Board", means the Board of directors of the National Dairy Development Board constituted under section 8;
 - (c) "Chairman", means the Chairman of the National Dairy Development Board being the full time Chief Executive thereof;
 - (d) "Chief of Accounts", means an officer designated as such by the Chairman;
 - (e) "director", means a director on the Board of the NDDB;
 - (f) "Managing Director", means an officer of the NDDB holding a post designated as Managing Director thereof;
 - (g) "Managed Unit", means an organisation or a project managed by the NDDB but not owned by it;
 - (h) "National Dairy Development Board" or "NDDB", means the body corporate constituted under section 4;
 - (i) "section", means the section of the Act;
 - (j) "Subsidiary Company", means any subsidiary of the NDDB which has been registered as a Company under the Companies Act, 1956 (1 of 1956);
 - (k) "subsidiary Unit", means a Unit or a project which is owned by NDDB whether managed by it or not.
- (2) All words and expressions used and not defined in these regulations but defined in the Act, shall have the meanings respectively assigned to them under the Act.

CHAPTER II

THE BOARD AND ITS MEMBERS

3. Meetings of the Board

- (1) The Board shall meet as often as may be necessary for the conduct of business but not less than four times in a year.
- (2) The meetings of the Board shall be held at the Head Office of the National Dairy Development Board or at any of its Offices on such dates as the Chairman may direct.
- (3) Meetings of the Board shall be convened by the Chairman or in the absence of the Chairman by a Managing Director authorised in this behalf by the Chairman and the agenda for the meeting shall be approved by them.
- (4) Ordinarily a notice, of not less than ten days, shall be given of any meeting of the Board indicating the business to be transacted at the meeting and the same shall be sent to every director:
Provided that in case the Chairman considers it necessary to hold the meeting of the Board urgently, the period of notice may be reduced to such extent as he may deem fit under the circumstances and notice need be given only to the members who are in India then.
- (5) Any defect, in respect of the appointment of a director or in relation to any vacancy in the Board, or any defect or omission in relation to any meeting of the Board in the matter of giving notice to, or the receipt thereof by, any director or other person, shall not be a ground for treating the proceedings at any meetings as invalid.
- (6) No business other than that for which the meeting was convened shall be discussed at the meeting of the Board, except with the consent of the Chairman of the meeting.
- (7) Four directors shall form the quorum for the transaction of business at a meeting of the Board.
- (8) The Chairman of the National Dairy Development Board shall preside over the meeting and in his absence a Managing Director duly nominated by the Chairman.
- (9) Every director shall have one vote and in the case of equality of votes, the Chairman or the person presiding shall have the right to exercise a second or casting vote.
- (10) If at any meeting of the Board, there is no quorum, the meeting shall stand adjourned to a date within ten days to be fixed by the Convenor of the meeting and to be communicated to the members by giving three clear days notice and at such adjourned meeting, if no quorum is present, the directors present shall form the quorum but no business other than that specified in the original notice shall be transacted.
- (11) A copy of the proceedings of every meeting of the Board shall be circulated for the information of the directors as soon as possible after the minutes of the meeting are approved by the Chairman.

4. Disclosure of interest of a director or member of committee

Every director of the Board or member of any committee appointed by the Board, who is directly or indirectly concerned or interested in any contract, loan, appointment or arrangement entered into or to be entered into by or on behalf of the NDDDB, shall disclose the nature of his concern or interest to the Board or to the committee, as the case may be, and shall withdraw from the meeting of the Board or committee, when such contract, loan, appointment or arrangement is discussed:

Provided that in the case of any such contract, loan or arrangement, proposed to be entered into with a company, or a cooperative institution, it shall not be necessary for a director to withdraw from a meeting, when his concern or interest consist in his holding, either singly or together with any other director or directors of the Board in the aggregate, not more than two per cent of the paid-up share capital in such company or cooperative institution:

Provided further that any holding of shares in a company or cooperative institution for or on behalf of the NDDDB shall not be taken into account in determining the concern or interest of any member of the Board.

5. Resolution adopted by circulation

Any resolution in writing circulated to all the directors then in India and approved by at least four directors shall, if it includes the Chairman or a Managing Director authorised by the Chairman under sub-regulation (3) of regulation 3, amongst its endorsees, be as valid and effective as a resolution passed by the Board on the date on which it is signed by the last signatory:

Provided that every resolution passed as aforesaid shall be placed before the next meeting of the Board for information.

6. Manner of filling vacancies among directors

(1) When a director of the Board, other than a ex-officio director, dies or resigns or is deemed to have resigned or removed from the office or becomes incapable of acting, the Central Government shall nominate a person to fill the vacancy in the manner provided in Section 8 of the Act.

(2) The Board shall continue to function notwithstanding any vacancy therein.

7. Duration of office of certain directors

(1) A person, who becomes a director by reason of the office or post he holds, shall cease to be a director of the Board if he ceases to hold that office or the post, provided that any such person may be reappointed.

(2) A person, appointed to fill a casual vacancy under sub-regulation (1) of regulation 6, shall hold office so long as the director, whose place he filled, would have been entitled to hold office if the vacancy had not arisen.

8. Resignation of directors

The resignation of any director of the Board shall be tendered to the Chairman and shall not take effect until it has been accepted by the Central Government.

9. Removal of directors from the Board

The Central Government, after consultation with the Chairman, may remove from the office, any director nominated by it—

- (a) if he is of unsound mind and stands so declared by the competent Court; or
- (b) if he is an undischarged insolvent; or
- (c) if he is convicted of an offence involving moral turpitude; or
- (d) if without the leave of the Chairman he fails to attend three consecutive meetings of the Board; or
- (e) if his conduct in any respect is, in the opinion of the Board, derogatory in character or prejudicial to the interests of the National Dairy Development Board; or
- (f) if he, without reasonable cause, fails to observe any of the provisions of the Act or of the regulations made thereunder.

10. Absence from India

Before a director goes out of India, he shall intimate the Chairman about the date of his departure and the date of expected return to India.

11. Membership Roll

- (1) The Chairman shall cause a record of the names of directors and their addresses to be maintained.
- (2) Every director shall keep the NDDDB informed of any change in his address and if he fails to inform the change of address, then the address in the official records shall for all purposes be deemed to be his address.

12. Allowance payable to certain directors

- (1) Every director, other than Chairman or a Managing Director, shall be paid by the NDDDB such allowances as the Central Government may determine in respect of each such director.
- (2) For the removal of doubts, it is hereby declared that the person associated with the Board as provided in sub-section (4) of section 8 of the Act shall be paid such amount (by way of allowance or otherwise) as the Board may, from time to time, determine.

CHAPTER III

MANAGEMENT COMMITTEE AND ITS MEMBERS

13. Constitution of Management Committees for Managed Units and subsidiary Units

- (1) In relation to such of the Managed Units and subsidiary Units of the NDDB, in respect of which the Board takes the view that the management of their affairs can best be done through Management Committees, it may constitute Management Committees as provided in section 12.
- (2) A senior officer of the NDDB designated for the purpose, or the senior-most officer of the subsidiary Unit or Managed Unit as the case may be, referred to in sub-regulation (1), shall be the Convenor of the Management Committee for that Managed Unit or subsidiary Unit and shall be responsible for its operations.

14. Meetings of Management Committee

- (1) Every Management Committee shall meet as often as may be necessary for the conduct of business but not less than four times in a year.
- (2) The Chairman of the NDDB, where he is a member of the Management Committee, shall be its Chairman, and where he is not a member, a Managing Director of the NDDB, who is member of the Committee, shall be the Chairman of the Committee.
- (3) The meetings of the Management Committee shall be convened by the Convenor referred to in sub-regulation (2) of regulation 13, and in his absence, by the Chairman of the Management Committee, and the Committee shall meet at the head office of the NDDB or at any of its offices or of the concerned Unit at such times as the Chairman of the Management Committee may direct.
- (4) Ordinarily a notice, of not less than ten days, shall be given for any meeting of the Committee indicating the business to be transacted at the meeting (the agenda for which shall be approved by the Chairman of the Management Committee), and shall be sent to every member provided that if the Chairman of the Committee considers it necessary to hold a meeting of the Committee urgently, the period shall stand reduced to five days and notice need be given only to the members who are in India then.
- (5) No business, other than that for which the meeting was convened, shall be discussed at the meeting of the Committee except with the consent of the person presiding.
- (6) Three members shall form the quorum for the transaction of business at the meeting of the Management Committee.
- (7) The meeting shall be presided over by the Chairman or a Managing Director as the case may be.
- (8) Every member shall have one vote and in the case of equality of votes, the person presiding shall have the right to exercise a second or casting vote.
- (9) A copy of the proceedings of every meeting of the Committee shall be circulated for the information of the members as soon as possible after the minutes of the meeting are approved by the Chairman of the Management Committee and shall be placed before the Board.

15. Fees for attendance at meetings of the Management Committee

Every member (other than the Chairman or Managing Director or an officer of the NDDB or of a subsidiary Unit or a Managed Unit or a Pilot Project) shall be paid by the NDDB for the attendance at any meeting of the Committee, a fee per day for each meeting at such rate as the Board may, from time to time, decide:

Provided that in the case of a member who is an official of the Central or State Government, he may claim travelling and halting expenses from the NDDB to the extent that he does not claim from the relevant Government.

16. Payment of travelling and halting allowance to members of the Committee

Every member of a Management Committee (not being a Chairman or Managing Director or officer of the NDDB or of its Managed Units or subsidiary Units) travelling to attend the meeting of the Management Committee shall, in addition to the fees to which he may be entitled under Regulation 15, be paid his travelling and halting expenses at the same rate as applicable to a Managing Director of the NDDB.

17. Duration of membership

When a person becomes a member of a Management Committee by reason of the office or post he holds, his membership of the Committee shall terminate when he ceases to hold that office or post, and the Board may replace him with his successor.

18. Removal of members from the Management Committee

- (1) The Board may remove a member from the Management Committee —
 - (a) if he is of unsound mind and stands so declared by the competent Court; or
 - (b) if he is an undischarged insolvent; or
 - (c) if he is convicted of an offence involving moral turpitude; or
 - (d) if without the leave of the Chairman he fails to attend three consecutive meetings of the Committee; or
 - (e) if he, without reasonable cause, fails to observe any of the provisions of the Act or of the regulations made thereunder.
- (2) Without prejudice to the right of the Board to terminate earlier the term of any member of the Management Committee, all the members shall cease to be members of the committee on the expiry of three years from the date on which they became members of the Committee, but they may be reappointed.
- (3) A person who is a member by virtue of his office shall attend the meeting of the committee himself and cannot authorise any other official to represent him at the meetings.
- (4) A member who fails to observe any direction issued or to comply with any decision taken by the Management Committee, or whose conduct in any respect is, in the opinion of the Management Committee, derogatory in character or prejudicial to the interests of the NDDB or any of its Managed Units or subsidiary Units, may be removed from the membership of the committee by the Board acting on the recommendations of the Chairman of the Management Committee.
- (5) A resignation of any member from the Management Committee shall be tendered to the Chairman of the Committee and shall not take effect until it has been accepted by him after obtaining the concurrence of the Board.

19. Resolution of Management Committee adopted by circulation

Any resolution in writing circulated to the members of a Management Committee and approved by the majority of them shall, if it includes the Chairman or a Managing Director amongst its endorsees, be as valid and effective as a resolution passed by the Management Committee on the date on which it is signed by the last signatory, subject to atleast three members (including the Chairman or Managing Director as the case may be) having approved the resolution provided that every resolution passed as aforesaid shall be placed before the next meeting of the Management Committee for information.

20. Special arrangements for Managed Units

- (1) In respect of any Managed Unit, the Chairman shall be competent to make such arrangements as he may deem fit for the management of the Unit and authorise the incurring of such expenditure as may be necessary in that connection.
- (2) Every arrangement or authorisation made by the Chairman under sub-regulation (1) shall, as soon as may be, be placed before the Board.

CHAPTER IV
GENERAL PROVISIONS

21. Manner and form in which contracts binding on NDDB may be executed

- (1) Contracts (including guarantee) on behalf of the National Dairy Development Board may be made in the following manner, namely:—
 - (a) Any contract, which if made between private persons would by law be required to be in writing and signed by the parties to be charged therewith, may be made on behalf of the NDDB provided it is made in writing and signed by the Chairman or a Managing Director duly authorised by the Chairman, and may, in the same manner, be varied or discharged.
 - (b) Any person, not below the rank of a Managing Director, duly empowered by the Chairman in this behalf may, subject to such restrictions as the Chairman may deem fit to impose, authorise in writing any other officer or officers of the Board or any other body, or organisation under the administrative control of the Board, to execute and sign contracts on behalf of the Board.
- (2) All contracts made according to the provisions of this regulation shall be effective in law and shall bind the NDDB and all other parties thereto and their legal representatives.
- (3) Contracts shall not be binding on the NDDB unless they are executed by the Chairman or a Managing Director or any officer authorised by the Chairman or the Managing Director.
- (4) Neither a Managing Director nor any officer authorised to sign contracts shall be personally liable under any assurances or contracts made by the NDDB and any liability arising under such assurances or contracts shall be discharged by the NDDB.

22. Representation in Suits and Proceedings

- (1) A Managing Director or any officer authorised by the Chairman shall be competent to file and defend any suit or other proceedings on behalf of the NDDB.
- (2) Plaints, written statements, affidavits and other documents concerned with legal proceedings may be signed and verified on behalf of the NDDB by a Managing Director or by any other officer duly authorised under sub-regulation (1) and every such officer may appear in or before the Court, Tribunal or other authority as the recognised agent of the NDDB for the purpose of the proceedings in that Court, Tribunal or other body and may execute vakalatnama, power of attorney or other authority in favour of any person for ensuring proper representation.
- (3) The Chairman, Managing Director or an officer authorised by the Managing Director in this behalf shall be competent to compromise, settle or refer to arbitration any dispute relating to any of the activities of the NDDB.

23. Powers on behalf of NDDB by whom to be exercised

- (1) Subject to the provisions of the Act, and the regulations made thereunder relating to expenditure to be incurred by or on behalf of the NDDB, and any direction which may be given by the Chairman either generally or in any particular case

in regard to the conduct of the business of the NDDB, any Managing Director may exercise all or any of the powers and do all or any acts or things which may be exercised or done by the NDDB.

- (2) Any other officer may, if so authorised by the Chairman, exercise all the powers in relation to matters pertaining to the department or office in which he is employed and in relation to such matters, do all acts and things which may be exercised or done by the NDDB to such extent as he may be authorised, subject however to the conditions hereinafter specified, namely:—
 - (a) the power to sanction or incur any expenditure on behalf of the NDDB shall be subject to such general or special directions as the Board or the Chairman may give from time to time;
 - (b) any other power exercised or action taken shall be exercised or taken subject to such directions if any, as may be given by any higher officer or authority in this behalf.
- (3) No power exercised, functions performed or act or thing done shall be deemed to be invalid or ineffective only on the ground that it is not a power exercised, function performed or act or thing done, by or on behalf of the NDDB, or that it is done otherwise than in exercise of proper performance of such functions or in doing any act or thing effect has not been given to any regulation or to any direction, or that any such regulation or direction has been wrongly acted upon.

24. Service of notice to NDDB

A notice may be served on the NDDB by delivering it to a Managing Director or to any officer authorised in this behalf by a Managing Director, or by sending it by registered post to the Head Office of the NDDB.

25. Control by the Board

- (1) Nothing in these regulations shall be deemed to affect the right of the Board to exercise powers of general superintendence, direction, control or management of affairs and business of the NDDB conferred on it under sub-section (1) of section 8 of the Act and it shall be competent to the Board to give any direction in pursuance thereof to the Chairman, Managing Directors or to the Management Committees, as the case may be.
- (2) Nothing contained in sub-regulation (1) or elsewhere in this regulation shall be deemed to affect the powers of the Chairman to discharge the functions of the Board in pursuance of sub-section (2) of section 11 and where the Chairman has so exercised the powers of the Board, the same shall be reported to the Board.

26. Power to relax

Where the Chairman is satisfied that it is necessary to relax any of the provisions contained in these regulations relating to conduct of business so as to facilitate the carrying on of the functions to be performed by the NDDB more efficiently, or for any other like purpose, he may, with the concurrence of the Board, relax the same to such extent as may be necessary under the circumstances.

27. Residuary powers of Chairman

Without prejudice to the generality of the powers conferred on him under the Act and these regulations to take any action for securing the performance of the functions of the

NDDB, it shall be competent to the Chairman, with the concurrence of the Board, to give interpretation, consistent with the tenor of these regulations, or to give elucidation in respect thereof, in relation to any case where a doubt arises.

28. Freedom and flexibility of operation preserved

The Board shall, in the conduct of its business, continue to have the freedom and flexibility of operation that was available to the erstwhile National Dairy Development Board immediately before the commencement of the Act.

29. Regulations to be placed before the Board

These regulations shall be placed before the Board at its first meeting.

**V. KURIEN
CHAIRMAN**

NATIONAL DAIRY DEVELOPMENT BOARD

29.02.1988.

Notification No. DEL: NDDB. Spl. in Gazette of India dated 29th February, 1988.