

**EXPORT PROMOTION COUNCIL FOR HANDICRAFTS**  
EPCH-House, Pocket 6&7, Sector-C, Local Shopping Centre, Vasant Kunj, New Delhi -110070  
Phone no 011-26135256-58 website. [www.epch.in](http://www.epch.in) email. [mails@epch.com](mailto:mails@epch.com)

**NOTICE OF EXTRA-ORDINARY GENERAL MEETING**

**Notice** is hereby given that the Extra Ordinary General Meeting of Export Promotion Council for Handicrafts will be held on Thursday, 30<sup>th</sup> October, 2025 at 11:30 AM at Govt. Servants Co-operative House Building Society Ltd., Kalyan Kendra, 9, Paschimi Marg, Vasant Vihar, New Delhi – 110057 to transact the following business:

**SPECIAL BUSINESS**

**1. Adoption of New set of Articles of Association (AOA)**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to Section 14 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder (including any statutory amendment (s) or modification (s) or re-enactment thereof, for the time being in force), the consent of the members of the Council be and is hereby accorded for approval and adoption of new set of Articles of Association (AOA), copy of which as placed before the meeting and duly initialed by the Chairman of the meeting for the purpose of identification, in substitution to existing set of Article of Association (AOA).

**RESOLVED FURTHER THAT** the Committee of Administration be and is hereby authorized to take all necessary steps, including filing of requisite forms with the Registrar of Companies and to agree such variation or modifications of the said alteration of Article of Association as may be suggested by Registrar of Companies (ROC), while granting its approval and to do all such acts, deeds, and things as may be necessary to give effect to the said resolution.”

-----  
New Delhi,  
09<sup>th</sup> October, 2025

By order of Committee of Administration

Sd/-  
(RAJESH RAWAT)  
SECRETARY

**Notes:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed to this Notice.
2. A member entitled to attend and vote is entitled to appoint an authorized representative/nominee in accordance with Section 113 of the Companies Act, 2013. Such authorization must reach the registered office of the Council at least 48 hours before the meeting.
3. Copies of the proposed Articles of Association are available for inspection at the registered office during business hours up to the date of the meeting.

4. Pursuant the Companies Act, 2013 read with relevant Rules made there under, companies can serve EGM Notice and other communications through electronic mode to those Members who have registered email address with the Company. The notice is being sent to all the members, whose names appeared in the Register of members as on **30.09.2025**. The notice is also posted on the website of the company, [www.epch.in](http://www.epch.in) and other procedure be followed by council as per companies act 2013 for EGM. The Notice of EGM, Explanatory statement and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company, unless the Members have registered their request for the hard copy of the same. For members who do not have any email registered with the Company, physical copies are being sent by the permitted mode
5. Members who have received the Notice of EGM, Explanatory statement and Attendance Slip in electronic mode are requested to fill the Attendance Slip and take the print out and submit a duly filled Attendance Slip at the Registration Counter at the EGM. Authorized Representative attending the meeting on behalf of members are also requested to submit a duly filled in Attendance Slip at the Registration Counter of the EGM.
6. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management & Administration) Rules, 2014 substituted by Companies (Management & Administration) Amendment, Rules, 2015, the council is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at EGM by electronic means. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the EGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
7. The members may cast their votes on electronic voting system from place other than the venue of the meeting (remote e-voting). **The remote e-voting period will commence on Saturday, October 25, 2025 at 10:00 A.M. and will end on October 29, 2025, Wednesday at 5.00 p.m.** thereafter the remote e-voting facility shall be disabled by NSDL. However, the facility for voting in person through polling paper, shall be available at the EGM for those members who have not casted their vote through remote e-voting. Members cannot change their vote once casted
8. The Company has appointed Mr. Vaibhav Jain, Practicing Chartered Accountant (M. No. 515700), to act as the Scrutinizer for providing facility to the members of the council to scrutinize the entire voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.
9. Members whose names are recorded in the Register of Members with the company as on the Cut-off date i.e. September 30, 2025, shall be entitled to avail the facility of remote e-voting or voting facility available at the meeting, as the case may be.

## 10. PROCEDURE FOR REMOTE E-VOTING

- 1) **To obtain user id and password**, open the attached PDF file viz.: “e-voting.pdf” with your **Membership Number** as Password.
  - 2) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
  - 3) Once the home page of e-Voting system is launched, **click on the icon “Login” which is available under ‘Shareholder / Member/Creditor section**.
  - 4) Click on Login button at **Shareholder/ Member/Creditor** tab. The system will prompt you enter your user id. Enter the **User ID** received in PDF attached with E-mail and opt for any one of the two **Login Types** available (namely **Password or OTP**) and proceed as follows for each-
    - i) **Password**- Enter the User-id and the password provided by NSDL in the PDF attached with E-mail. Enter the verification code and agree to all terms and conditions. The system will prompt for resetting of the Password (one time) to a Password of your own choice (**your new password must contain (minimum one Capital, one Special character & one numeric) minimum of 8 digits**). After you change the Password, and re-login using the new Password the default page of NSDL E-Voting will be displayed.
  - 5) After successful login, Home page of evoting will be displayed.
  - 6) Click on Even Number to Caste the Vote. Cast your vote by selecting appropriate options i.e. assent or dissent and click on “Submit” and also “Confirm” when prompted.
  - 7) Upon confirmation, the message, ‘**Vote Cast successfully**’ will be displayed.
  - 8) You can also take the printout of the vote cast by you by clicking on the print option on the confirmation page.
  - 9) Member voters who need assistance, can contact Ms. Pallavi Mhatre, Senior Manager at [evoting@nsdl.com](mailto:evoting@nsdl.com) / or call on Landline number - 022 - 4886 7000.
11. A person who is not a member as on the cut-off date should treat this notice for information only.
12. The facility for voting through E-Voting / polling paper shall be made available at the meeting only for those members who have not casted their votes through remote e-voting or members whose email ids/ links face unexpected errors, if any, shall be able to exercise their voting rights at the EGM. Members who have casted their votes through remote e-voting may attend the EGM but shall not be entitled to cast their votes again.

13. The Chairman shall with the assistance of the Scrutinizer order voting for all those members who will be present in the EGM but have not casted their vote electronically using the remote e-voting facility only after the discussion of the proposed resolution in the Extra Ordinary General Meeting.
14. The Scrutinizer shall immediately after the conclusion of voting at the Extra Ordinary General Meeting, count the votes casted at the Extra Ordinary General Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and will make a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, and submit the same to Chairman not later than three days of conclusion of the Extra Ordinary General Meeting, which shall be countersigned by the Chairman.
15. The Chairman or a person authorized by him in writing shall declare the result of voting forthwith.
16. The results of the electronic voting shall be declared after the EGM. The results along with the Scrutinizer's Report, shall also be placed on the company's website [www.epch.in](http://www.epch.in) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

#### **CONTACT DETAILS**

- Company : Export Promotion Council for Handicrafts  
EPCH House, Pocket 6 & 7, LSC, Sector - C,  
Vasant Kunj, New Delhi - 110070  
CIN: U20299DL1986NPL023253  
Email: [mails@epch.com](mailto:mails@epch.com)
- E-voting agency : National Securities Depositories Ltd.  
<https://evoting.nsdl.com>  
contact on Toll free number 1800-222-990
- Scrutinizer : Mr. Vaibhav Jain  
Practicing Chartered Accountant  
Email: [vaibhavjain@inmacs.com](mailto:vaibhavjain@inmacs.com)

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013.**  
**IN RESPECT OF SPECIAL BUSINESS SET OUT IN THE NOTICE**

**Adoption of New set of Articles of Association (AOA)**

The Council received the **Model Articles of Association / Bye-Laws** from the Ministry of Commerce & Industry (MoC & I) on 22<sup>nd</sup> December, 2023. After extensive discussions with all Export Promotion Councils (EPCs), the MoC & I issued the **revised Model Articles of Association / Bye-Laws (2024)** for implementation in EPCs and FIEO.

The matter was placed before the Committee of Administration (CoA), which recommended certain changes to address the specific requirements of the handicrafts industry. Based on the Council's request, the MoC&I approved the proposed Articles of Association vide letter No. **13/3/2023-E&MDA-DoC dated 03.04.2025**. This approval considered the Council's recommendation for modifications and clarifications of Articles of Association so that it could become more suitable for the governance and operational needs of council.

As per **Article 24(h)** of the existing Articles, the Council's Commodity Board is the **Office of the Development Commissioner (Handicrafts), Ministry of Textiles**. In compliance with statutory procedure, the MoC&I- approved version of the amended Model Bye-Laws was forwarded to the Office of DC(H) for concurrence. The Office of DC(H) granted its approval vide letter No. **M-11013/2(4)/2015-MSS(IM)/28 dated 22.09.2025**.

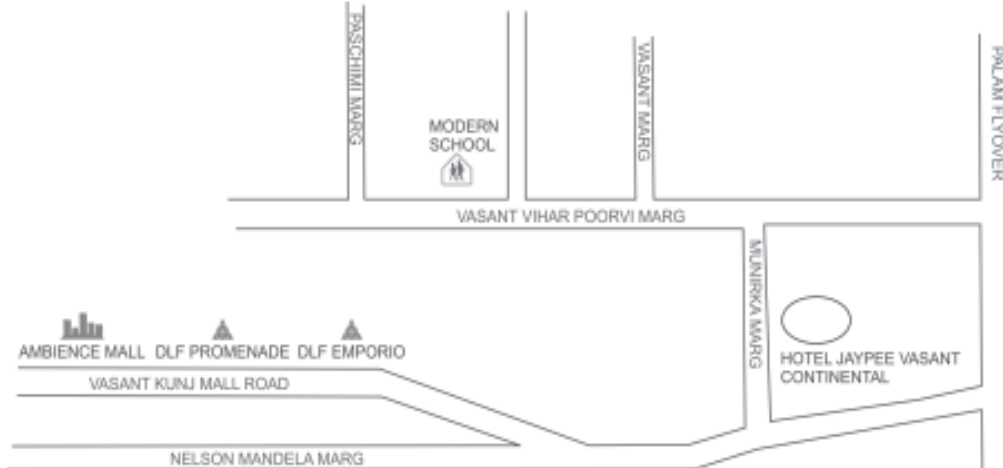
The proposed Articles of Association which replace the existing Articles in their entirety. Accordingly, members' approval by way of a **Special Resolution** is required under Section 14 of the Companies Act, 2013. Adoption of the new Articles will align the Council's constitutional document with the revised Model Bye-Laws, current statutory requirements, and administrative guidelines, while also ensuring that the governance framework is tailored to the Council's structure and functions.

The **Committee of Administration** recommends that members vote in favour of the Special Resolution to adopt the new set of Articles of Association in substitution of the existing Articles of Association. Other than their membership in the Council, none of the members of the Committee of Administration has any direct or indirect interest in this resolution.

A copy of the proposed new set of Articles of Association, attached as **Annexure 'A'**, is available for inspection at the Council's registered office during normal business hours. Members may also request a copy from the Council's Secretary.

Export Promotion Council for Handicrafts  
CIN: U20299DL1986NPL023253

**Venue of EGM - Route Map**



**\*Address of Venue:**

Govt. Servants Cooperative Housing Building Society Ltd.  
Kalyan Kendra, 9, Paschim Marg,  
Vasant Vihar,  
New Delhi-110057

**Nearest Landmark:**

Modern School, Vasant Vihar,  
New Delhi-110057

## Form No. MGT-11

## Proxy Form

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19 (3) of the Companies (Management and Administration) Rules, 2014)

## EXPORT PROMOTION COUNCIL FOR HANDICRAFTS

EPCH-House, Pocket 6&7, Sector-C, Local Shopping Centre, Vasant Kunj, New Delhi -110070

Phone No: 011-26135256-58; Fax 011-26135518-19; Email: mails@epch.com; Website:

www.epch.in

CIN: U20299DL1986NPL023253

Extra Ordinary General Meeting on Thursday, 30<sup>th</sup> October, 2025

Name of the Member (s):	
Registered Address:	
Email Id:	
Membership No.	

I / We, .....of .....in the District of .....being the member(s) of Export Promotion Council for Handicrafts, hereby appoint.

1. Name.....Address.....Email Id.....Signature or failing him
2. Name.....Address.....Email Id.....Signature or failing him
3. Name.....Address.....Email Id.....Signature or failing him

as my / our proxy to attend and vote (on a poll) for me/us on my/our behalf at the Extra Ordinary General Meeting of Export Promotion Council for Handicrafts to be held on Thursday, the 30<sup>th</sup> Day of October, 2025 at 11:30 A.M at Hall of Government. Servants Co-operative House Building Society Ltd. "Kalyan Kendra", 9, Paschimi Marg, Vasant Vihar, New Delhi – 110057 and at any adjournment thereof in respect of such resolution as are indicated below –

#### 1. Adoption of New set of Articles of Association (AOA)

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to Section 14 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder (including any statutory amendment (s) or modification (s) or re-enactment thereof, for the time being in force), the consent of the members of the Council be and is hereby accorded for approval and adoption of new set of Articles of Association (AOA), copy of which as placed before the meeting and duly initialed by the Chairman of the meeting for the purpose of identification, in substitution to existing set of Article of Association (AOA).

**RESOLVED FURTHER THAT** the Committee of Administration be and is hereby authorized to take all necessary steps, including filing of requisite forms with the Registrar of Companies and to agree such variation or modifications of the said alteration of Article of Association as may be suggested by Registrar of Companies (ROC), while granting its approval and to do all such acts, deeds, and things as may be necessary to give effect to the said resolution.”

As witness my/our hand(s) this ..... day of ..... 2025.

Affix  
Revenue  
Stamp

(Signature of Member / Proprietor / Partner / Managing Director / Karta)

Signature of Stamp / Seal of the Organization  
proxy holder

N.B. 1) This form to be effective should be duly completed, signed and must be deposited with the Council's office not less than 48 hours before the meeting. In case of Pvt Ltd Company/Ltd Company /Public Ltd company/Co-operative Society, please attach a certified true copy of resolution while appointing their Authorized Representative.

2) Proxy can be given to EPCH member only



ATTENDANCE SLIP

EXPORT PROMOTION COUNCIL FOR HANDICRAFTS

EPCH-House, Pocket 6&7, Sector-C, Local Shopping Centre, Vasant Kunj, New Delhi -110070  
Phone No: 011-26135256-58; Fax 011-26135518-19; Email: mails@epch.com; Website: www.epch.in  
CIN: U20299DL1986NPL023253

Please complete this attendance slip and hand it over at the entrance of the meeting hall.

Name & address of the Member Organization (in block letters)

.....  
.....  
.....  
.....  
.....  
.....  
.....

Membership Number .....

(To be filled in by the member / Proxy/ authorized representative for the registered member)

I hereby record my presence at the Extra Ordinary General Meeting of Export Promotion Council for Handicrafts being held at 11:30 AM on Thursday, 30<sup>th</sup> October, 2025 at Hall of Govt. Servants Co-operative House Building Society Ltd. “Kalyan Kendra”, 9, Paschimi Marg, Vasant Vihar, New Delhi – 110057.

.....  
(Signature of the Registered Member / Proxy/Authorized Representative)

Note: Members are requested to bring the Attendance Slip with them when they come to the meeting and handover it at the gate after their signature on it.

## THE COMPANIES ACT, 2013

### ARTICLES OF ASSOCIATION

#### OF

### EXPORT PROMOTION COUNCIL FOR HANDICRAFTS

(Company not for profit under section 8 of the Companies Act, 2013)

#### ARTICLE 1: DEFINITIONS AND INTERPRETATIONS

1.1 In the interpretation of these Articles, the following words and expressions shall have the following meanings, unless repugnant to the subject or context:-

- a) **"The Act"** means the Companies Act, 2013 and the Rules framed thereunder or any modification or re-enactment for the time being in force.
- b) **"Agency"** means the National Securities Depository Limited, the Central Depository Services (India) Limited or any other entity approved by the Ministry of Corporate Affairs.
- c) **"Annual General Meeting" or "AGM"** means a General Meeting of the members held in accordance with the provisions of section 96 of the Act.
- d) **"Article"** means an article forming part of these Articles;
- e) **"Auditors"** means the person or persons properly qualified appointed in compliance of the Companies Act, 2013.
- f) **"Chairman"** means Chairperson or as per the gender in place for the time being of the Council.
- g) **"Committee"** means Committee of Administration (CoA) duly constituted by the Members of the Council, which shall exercise the powers vested in a Board of Directors of a company and, in relation to Council, shall be equivalent to such Board for the purposes of the Act.
- h) **"Council"** means Export Promotion Council for Handicrafts, being a company registered under section 8 of the Companies Act 2013.
- i) **"Director General"** means the Director General (DG) of the Council and includes any officer of the Council appointed by the Committee for the purpose.
- j) **"Elected Member"** means an ordinary member and his authorized representative whose name is entered into the register of the ordinary member of the Council.
- k) **"Export Promotion Council"** means organizations of exporters, set up with the objective to promote and develop Indian exports. Each Council is responsible for promotion of a particular group of products/ projects/services as given in Appendix 2T of FTP;
- l) **"Executive Director"** means the Executive Director (ED) of the Council as appointed by the Committee and performing executive functions as per his/her role and responsibilities defined by the Committee.
- m) **"Meeting"** means any Annual General Meeting (AGM) or Extra Ordinary

General Meeting (EGM) of the Council.

- n) **"Extraordinary General Meeting"** means an Extraordinary General Meeting of the members duly called and constituted and any adjourned meeting thereof.
- o) **"Member"** means a member of the Council for the time being and whose name is entered in the Register of Members of the Council in one of the following categories:-
  - I. **Associate member** – Associate member means a member of the Council for the time being and whose name is entered in the Register of Associate Members of the Council.
  - II. **Ordinary member** – Ordinary member means a member of the Council for the time being and whose name is entered in the Register of Ordinary Members of the Council.
- p) **"MSME"** means micro, small and medium enterprise as defined in the Micro, Small and Medium Enterprises Development Act, 2006 including its subsequent amendment, modification, re-enactment, or successor;
- q) **"Office"** means the Registered Office of the Council.
- r) **"Panel"** means a panel of a group of the Handicrafts constituted under these Articles.
- s) **"Prescribed"** means prescribed by the Committee; by virtue of a power conferred by these articles;
- t) **"Product Convenor"** means the convenor appointed/determined by the Committee for each Panels of the Products.
- u) **"Handicrafts"** includes handicrafts defined in 2T of the Foreign Trade Policy or otherwise determined by the Central Government from time to time for the purpose of export from India.
- v) **"Regional Committee"** means a Regional Committee constituted under these Articles;
- w) **"Regional Convenor"** means Regional Convenor holding office under these articles;
- x) **"Rules"** means the rules of the Council. for the time being in force, made under these Articles or under any enactment for the time being in force;
- y) **"Secretary"** means the Secretary of the Council and includes any officer of the Council performing secretarial functions;
- z) **"Startup"** means an entity as defined under G.S.R 127(E) issued by the Ministry of Commerce and Industry (Department of Promotion of Industry and Internal Trade) or its subsequent amendment, modification, re-enactment or successor(s) policies;
- aa) **"Vice-Chairman"** means Vice-Chairman of the time being of the Council and will be eligible to be elevated as Chairman in due course as per relevant clauses of Article.
- bb) **"Small scale industry"** means an industry so specified by the Central Government in its policy on the subject as announced from time to time and tiny and cottage industries so specified in such policy.
- cc) **"Young Entrepreneur"** means the entrepreneurs with less than 40 years of age as on 31<sup>st</sup> March of the year of election.
- dd) **"The Seal"** means the common seal of the Company.
- ee) **"Authorised Representative"** or **"Authorised Representative of a Member"** means a person registered as such.
- ff) **"Bye Law"** means the Bye Laws of the Council for the time being in force, made under or in pursuance of the Articles of Association for the time being or under or by virtue of any enactment.
- gg) **"Year"** means financial year from April 1<sup>st</sup> to March 31<sup>st</sup>.

- hh) **"Term"** means Annual General Meeting to Annual General Meeting.
- ii) **"Co-opted Member"** means a member who has been co-opted by the Committee.
- jj) **"Central Government"** means the department and/or Department of Government of India concerned with the promotion of export of handicrafts.
- kk) **"Exporter"** means any person, firm or company or any other persons or bodies engaged in the export of Handicrafts from India.

## **1.2 Certificate**

For the purpose of determining whether an industry is a Micro, Small or Medium Enterprises, the MSME certificate issued by the Ministry of Micro Small and Medium Enterprises or export performance certificate issued by qualified Chartered Accountant shall be conclusive. For startups, the certificate issued by Department for Promotion of Industry and Internal Trade (DPIIT) shall be conclusive.

## **1.3 Words Defined in the Companies Act, 2013**

Words and expressions used and not defined in these articles, but defined in the Act have the meanings respectively assigned to them by the Act.

## **1.4 Repugnancy to Companies Act**

Where, in relation to a Council to which the Companies Act, 2013 or any other Act applies, there is a repugnancy between the provisions of these articles and the procedures of that Act, the procedures of the Act shall to the extent of the repugnancy overrule the provisions of these articles.

## **1.5 BYE LAWS**

The Council may from time to time frame such Bye-laws as may be considered appropriate for the efficient conduct of the affairs of the Council including, but not limited to, Bye-laws relating to admission of members to the Council for determination of the representation to the Council to be granted to industrial, commercial or public bodies specifying the period for which they shall be continued as member in conformity with provisions of the Act. The Council may in like manner at any time and from time to time rescind or alter or add to any of the Bye-laws passed by special resolution.

## **ARTICLE 2: ARTICLES TO BE SUBJECT TO FOREIGN TRADE POLICY**

The provisions of these Articles shall be subject to those of the Foreign Trade Policy under ITC (HS) Classification/ Central Product Classification (CPC) and Handbook of Procedures, as notified by the Central Government from time to time.

## **ARTICLE 3: CATEGORIES OF MEMBERS AND ELIGIBILITY OF MEMBERSHIP**

### **3.1 Categories of members of the Council**

The Council shall have the following categories of members, namely:

- (a) Associate Members;
- (b) Ordinary Members

### **3.2 Eligibility of Associate Member**

A person shall be eligible for admission to the Council as Associate Member on receiving the Importer - Exporter Code (IEC) from the Directorate General of Foreign Trade (DGFT), Government of India, in respect of the product with which the Council is concerned.

### **3.3 Eligibility of Ordinary Membership**

In order to be eligible for ordinary membership of the Council, a person must satisfy the following requirements, namely:

- (a) He/ She or the entity represented by him/ her, must have been an Associate Member of the Council for at least two years; and
- (b) He/ She or the entity represented by him/ her must have to his/ her or its credit during the two financial years immediately preceding average annual exports of Handicrafts products (as defined in 2T of FTP) of not less than Rs. 10 lakhs.

**Note:** *In order to obviate the necessity of updation/revision of the eligibility criteria, the export criteria as prescribed above shall be automatically enhanced by 10% after every 5 years.*

### **3.4 Conversion into Associate membership**

If the average exports of a product (as defined in 2T of FTP) by an Ordinary Member is below the pecuniary limits mentioned in above clause(b) of Ordinary member, during the immediately preceding last **two** financial years, the Committee may, after giving the member reasonable opportunity of hearing, convert the Ordinary Membership into Associate Membership, unless specifically exempted.

In the event of associate member being upgraded to ordinary member, however, the member may opt for not interested in the ordinary membership and may remain as Associate member.

## **ARTICLE 4: ELIGIBILITY FOR ELECTIONS**

### **4.1 Right to Vote and contesting elections etc.**

- (a) Ordinary members shall have the right to vote.

- (b) Associate members having been completed 3 continuous years, and not fulfilling the eligibility criteria for Ordinary Member, however, having average annual exports of Rs. 2.5 lakhs in preceding three financial years, shall also have the right to vote.
- (c) Eligibility for contesting elections: Only an Ordinary member shall offer him/herself as a candidate at elections to various positions in the Council.

#### 4.2 Eligibility of Ordinary Members to Contest in Elections

A candidate for election to any position in the Council must satisfy the following conditions:

- (a) He/ She or the entity represented by him/ her must have to his/ her or its credit during the two financial years immediately preceding the election the average annual exports of the Handicrafts products (as defined 2T of FTP time to time) of not less than Rs. 15 Lakh.
- (b) where a Committee member is contesting for election as Chairman or Vice-Chairman he/ she or the entity represented by him/ her must have minimum average of exports of the handicrafts product to his/ her or its credit during the two financial years immediately preceding not less than Rs. 2.5 crores.
- (c) A certificate issued by a Chartered Accountant shall be required for the purposes of fulfilment of conditions at (a) and (b) above.

**Note 1:** *The election of Chairman shall be via Vice-Chairman route. The Vice-Chairman shall elevate as Chairman after completion of two year tenure as Vice-Chairman of the Council.*

**Note 2 :** *The Present Vice-Chairman -II will be elevated as Vice-Chairman and further elevated to Chairman in due course of time. This provision will be one-time approval of Ministry of Commerce & Industry. In future only Vice-Chairman be elected and elevated to the office of the Chairman of the Council.*

### ARTICLE 5: APPLICATION FOR MEMBERSHIP

#### 5.1 Form of application

Any person, HUF, firm, or association of person, joint stock company or other Corporation or co-operative society who shall be engaged/intend to be engaged in the business of export of handicrafts and who shall satisfy the requirements of the membership Rules, if any, framed by the Council in this behalf.

Online Application for membership of the Council as an Associate member shall be made to the Council in the prescribed application form along with document on a common digital platform of DGFT.

## **5.2 Accompaniments**

The application for membership shall be sent to the Council, along with requisite documents which may include the following:

- (a) a copy of the active IEC number by the applicant;
- (b) a certificate of financial soundness from the applicant's bankers;
- (c) proof of payment of the prescribed fee which, along with any other payments to the Council, shall be through online mode only, as per Income-tax Rules, 1962; and
- (d) name and contact details of person representing the organization.

## **5.3 Decision on the application**

- (a) All applications for membership shall be sent to the Secretary along with details of Cheque / Demand Draft/online payment for the prescribed entrance and annual fees and the required documents. The committee shall have the power to prescribe the form of application.
- (b) On receipt of any such application the Secretary will process the same within 45 days from the receipt of a properly completed application and have it approved by Secretary and in his absence Chairman or Vice-Chairman. The Secretary shall issue a membership certificate and put up it for ratification of such membership in ensuing meeting of Committee of Administration.
- (c) If any application is rejected, the Secretary shall notify the applicant of such rejection. The applicant has a right to appeal to Committee for re-consideration / review of his admission.
- (d) If the Committee accepts any application, the Secretary shall notify the applicant of such approval and thereupon the applicant shall immediately become a Council Member; provided that all fees and other dues payable by such applicant to the Council have been paid by him and no newly admitted member shall be permitted to enjoy any of the privileges of a member until he shall have first paid his subscription and entrance fee and other fees to the Council. Should a new admitted member fails to pay his subscription and such other fees as aforesaid within one month of the date of admission, such admission shall be considered void and the application shall deemed to have been rejected.

## **5.4 Commencement of membership**

Where the application for membership is accepted by the Committee, the membership of the applicant shall commence from the beginning of the financial year during which the application is accepted.

## **ARTICLE 6: ENTRANCE AND ANNUAL FEES**

- 6.1 An entrance and subscription fees shall be paid by every member (other than members of the council - nominated, co-opted and special invitees) as prescribed by the Committee of Administration from time to time. The Committee may levy charges payable by members of the Council for various services rendered like sending circulars, participation in trade fairs recommendation for Government grant etc.
- (a) Associate member: An entrance fees Rs. 2500/- and annual subscription fees Rs. 5000/- shall be paid by every Associate member.
  - (b) Ordinary member: An annual subscription fees Rs.7500/- shall be paid by every Ordinary member.
- 6.2 The Committee may grant concession in entrance / annual fee for women entrepreneurs and start-ups.

## **ARTICLE 7: RESIGNATION BY MEMBERS**

- 7.1 A member of the Council may resign by giving to the DG/ED/ Secretary notice in writing of his/her intention to do so and shall thereupon cease to be a member either immediately or from such date as may be mentioned in the notice in this regard.
- 7.2 A member who has resigned shall nevertheless continue to be liable to the Council for all amounts due from him/ her to the Council and for any other liability, which he / she might have incurred towards the Council.
- 7.3 Entrance fee / Annual fee once paid shall not be refunded on resignation.
- 7.4 Such resignation shall also not affect any liability of the member to contribute to the assets of the Council as provided in the Memorandum of Association. Notwithstanding anything to the contrary contained hereinabove, the Committee may refuse to accept the resignation of a member unless and until all arrears of subscription and any other sums which may be due on the date of receipt of notice of resignation by the member to the Council have been paid.

## **ARTICLE 8: DISQUALIFICATIONS FOR MEMBERSHIP OF COUNCIL**

### **8.1 Disqualification**

A person shall be disqualified for being, or for continuing as a member of the Council, if:

- (a) Found to be of unsound mind by a competent court;
- (b) Applies to be adjudicated as, or is adjudicated as, an insolvent;
- (c) Convicted by a court of an offence involving moral turpitude and is sentenced on such conviction to imprisonment for not less than six months, and a period of five years has not elapsed from the date of expiry of the sentence.
- (d) he/she or any firm in which he/ she is a partner or any private company of



which he/ she is a Director, commits a violation of relevant sections of the Act;

- (e) become disqualified by an order of the court or tribunal under relevant sections of the Act;
- (f) cease to be a member of the entity which he/ she represent or such entity ceases to be a member of the Council;
- (g) his/her name is removed from the Register of Associate/Ordinary Members; or
- (h) convicted of the offence dealing with related party transactions under relevant sections of the Act; at any time during the last preceding five years.

8.2 A member shall be disqualified for re-membership, if:

- (a) a period of five years has not elapsed from the date of expiry of the sentence;
- (b) they been convicted of any offence and has served a period of seven years or more.

8.3 The Committee or any other Committees designated by it may, after giving a member reasonable opportunity of hearing, remove the name of that member from the Register of Members, either for a specified period or indefinitely

8.4 The Membership of the Council shall ipso-facto cease if:-

- (a) the member voluntarily submits his resignation in writing to the Secretary of the Council, provided that, such member shall vacate such membership only after the acceptance thereof by the Committee.
- (b) a member being a corporate body or cooperative society or firm, a resolution is passed for its dissolution/winding up or an order for its dissolution/winding up is made by a court of competent jurisdiction.
- (c) a member shall cease to be a member of the Council in case of default in payment of subscription to Council or continue default in case of Central Government dues.
- (d) he ceases to be a member under any other article of the Articles of Associations of the Council.
- (e) In case of an individual, upon his death.
- (f) he is expelled from the Council by a resolution passed by 2/3<sup>rd</sup> (Two third) of its members present, by reason(s) of failure to observe the Articles of Association rules, regulations and bye-laws of the Council or any decision of arbitration of the Committee.
- (g) he is removed or de- registered in accordance with the Provisions of the FTP policy and Procedures in force.
- (h) such member being an individual, he, or if such member is a company or corporation, any officer or Director thereof as the case may be, is pronounced guilty of an offence which in the opinion of the Committee, amounts to an action conduct in contravention of the rules, regulations and/or bye laws of the Council or is otherwise detrimental to the interest of the Council.
- (i) he or firm of which he is a partner or a private company of which he is a Director, without the sanction of the Council, accepts or holds any

office of profit under the Council, other than that of a Legal Adviser, professional or of a Banker.

- (j) the Committee by a 3/4<sup>th</sup> (three fourth) majority decides that a member has ceased to exist or to represent the commercial interest which he sought to represent.
- (k) a member indulges in an act detrimental to the interest of the Council or of its members or against national/public interest.
- (l) a member engages in misconduct including moral turpitude unbecoming of an office bearer.

OR

- (m) A member indulges in the defamation of the Council.

## **8.5 Removal by the Committee**

The Committee or any other Committees designated by it may, after giving a member reasonable opportunity of hearing, remove the name of that member from the Register of Members, either for a specified period or indefinitely, if the Member:

- a) has violated any condition for membership; or
- b) has been in arrears in regard to the payment of membership fee or of any other amounts due from him/her to the Council for more than six months; or
- c) has been found guilty of disorderly conduct at meetings of the council or of the Committee; or
- d) has been found guilty of conduct unbecoming of a member; or
- e) has become disqualified under Article 8.1 and Article 8.4

## **ARTICLE 9: CONDUCT OF ELECTIONS**

### **9.1 Method of conducting election**

The Committee shall prepare its Election Rules for conducting the election. In order to make the Council participative in nature and for better governance & transparency, the Council, as registering authority, shall follow the below mentioned criteria for conducting elections:

- a) The Council shall prepare its Electoral Roll (Eligible Voter list) for every election and declare at least 15 days in advance.
- b) Election of the Committee and also for the post of Vice-Chairman (in case more than one candidate for the same position) shall be conducted through e-Voting, wherever required, as provided for in the Election Rules of the Council.
- c) A reputed agency may be appointed by the Council to conduct the election in a free and fair manner.
- d) Observer(s) for the election(s) for the election of Committee of Administration (COA)/ vice-Chairman- will be deputed by Ministry of Textiles/Commerce or Ministry in-charge of Handicrafts.
- e) The provisions under this article shall be subject to the provisions of the relevant Act, Foreign Trade Policy (FTP) and instructions, guidelines, advisories issued by Government of India from time to time.

## **9.2 Duty of Council**

- a) It shall be the responsibility of the Council to ensure that elections to various posts in the Council are held timely in free and fair manner and as prescribed under this Article 9.
- b) Elected members shall automatically retire on completion of their tenure.

## **9.3 Failure to hold elections**

If a Council fails to ensure timely elections as provided under this Article, the Central Government may after giving it a reasonable opportunity of being heard, direct the Committee to hold a fresh election to be held and may make such interim arrangements as may be necessary for that purpose.

## **9.4 Mode of conducting elections**

The following matters shall be provided for by rules to be made by the councilnamely:

- a) The tenure of members elected to various posts in the Council except as otherwise provided in these articles;
- b) Mode of conducting elections except as otherwise provided in these articles.

# **ARTICLE 10: AUTHORIZATION**

- 10.1 Any firm, which is a member of this Council, shall by consent of all partners authorize any one of its partners to act as its representative at any Meeting of the Council.
- 10.2 In the absence of any such authority in the case of any firm, any one partner whose name has been registered in the records of the Council shall be entitled to act as a representative of the firm at any Meeting of the Council.
- 10.3 Any Company or Co-operative Society or other Corporation which is a member of the Council shall, by a resolution of its Directors (or of any persons in the position of Directors) authorize any of its Directors or any person in the position of Directors to act as its representative at any Meeting of the Council. In case any employee of the above Company or Co-operative Society or Corporation is authorized to represent at any Meetings of the Council should be a regular employee of the Company or Co-operative Society or Corporation for at least three years and Form 16(D) of Income Tax Act should support such authorization.
- 10.4 A sole proprietary firm or Hindu Undivided Family firm shall be represented by its proprietor or Karta as the case may be.
- 10.5 A person, authorized to represent an entity by or under Articles 10.1, 10.2 or 10.3, shall thereupon be entitled to exercise the same rights and powers on behalf of the member whom he/she represent, as if he/she were an individual member of the Council, of the same class as the firm, company, society, or other corporation on, as the case may be.
- 10.6 Any authority granted under Article 10.1 or 10.3 shall be effective, only on expiry of seven days from the date on which it is lodged with the Council.
- 10.7 Such authorized representation should be on letter head of member organization and duly signed by authorized member. This authorization can be revoked by member organization at any time. On revocation of authorization representative ceases his/her right to attend any Meeting of EPCH.

## **ARTICLE 11: PRIVILEGES OF MEMBERS**

### **11.1 Ordinary member**

Apart from and without prejudice to any other rights and privileges conferred on Council Members either by the Memorandum of Association or by these Articles, Ordinary Members shall have the following right and privileges:

- (a) The right to stand as a candidate, and to vote at the election of the members of the Committee and the right to vote on all matters brought before a meeting of the Council, provided there are no arrears of subscription or other dues or charges payable by them to the Council on 30<sup>th</sup> June in the year of voting;
- (b) The right of requisition as mentioned hereinafter to call a Meeting of the Council in accordance to the act;
- (c) The right to receive the annual report of the Committee, on the terms fixed by the Committee from time to time. .
- (d) The right to receive publications of the Council on the terms fixed by the Committee from time to time.
- (e) The right to use all such facilities as may be made available to such Members by the Council from time to time on the prescribed conditions.

### **11.2 Associate Members**

Without prejudice to any other rights conferred on Associate Members by the Memorandum of Association of the Council, such Associate Members shall have the following rights and privileges namely:

- (a) right to receive the Annual Reports of the Committee, on the terms fixed by the Committee from time to time.;
- (b) right to receive the publications of the Council on such conditions prescribed by the Council from time to time. ;
- (c) right to use all such facilities as may be made available from time to time by the Committee on the prescribed conditions;
- (d) right to vote at the election of the members of the Committee and also on all matters brought before General meeting of the Council, provided that such Associate Member having fulfilled the conditions prescribed in Article 4.1(b), and there are no arrears of subscription or other dues or charges payable by them to the Council on 30th June in the year of voting.

### **11.3 Nominated, Co-opted and Special invitee Members**

A nominated/ co-opted/ special invitee member shall have no right to vote in the Committee meeting.

## **ARTICLE 12: VOTING RIGHTS**

### **12.1 Person who can vote**

- (a) An Ordinary Member (or his/ her authorized representative) and Associate Member as per Article 4.1(b), shall be entitled to vote at the general meetings, including AGM meetings and extra-ordinary general meetings, of the Council.
- (b) Every such member shall have only one vote
- (c) Each member of the council shall have right to cast number of vote(s) as per available vacancy(s) of CoA in their respective region at the time of Election.
- (d) The Chairperson shall have, in addition, a casting vote.

### **12.2 Chairman's Declaration of Result of Voting**

- (a) No objection shall be taken to the validity of any vote cast at a meeting, except at the meeting at which such vote was tendered and every vote not disallowed at such meeting shall be deemed to be valid for all the purposes of such meeting.
- (b) The Chairman of a meeting shall be the sole judge of the validity of every vote tendered at such meeting.

## **ARTICLE 13: SUSPENSION OF PRIVILEGES**

### **13.1 Non-payment of Subscription**

If a Member (Ordinary or Associate) fails to pay his/ her annual subscription by the 30<sup>th</sup> June of every year for which it has become due, then:

- (a) he/ she shall not be entitled to exercise any right or privilege as such Member; and
- (b) the Committee may suspend his/her membership, and such suspension shall remain operative until he/she pays the arrears and the Committee accepts in writing such arrears and restores his/her membership after revoking his/her suspension.

## **ARTICLE 14: CHANGE IN INTERNAL CONSTITUTION TO BE REPORTED**

Any changes in the constitution, ownership, its authorized business activities, address of Member will have to be notified within 3 months of such change to Committee. However, the Committee of the Council may, at its sole discretion, condone delay up to 3 months beyond initial 3 months' period provided it is satisfied that the delay in notifying the change was not due to willful negligence. Failure to notify such changes within the stipulated time will render the membership cancelled.

## **ARTICLE 15: REGISTER OF MEMBERS**

15.1 The Council shall keep a Register of Members (Ordinary, Associate, Co-opted, Nominated and Special Invitee) and enter there in the following particulars of its members, namely:

- (a) the name, email address, postal address and occupation of the Member;

- (b) registered office address, contact details, IEC/PAN/GST//CIN of the member applying, as applicable;
- (c) the class of membership of such member;
- (d) the date on which each member was entered in the register; and
- (e) the date on which he/she ceased to be a member.

## **ARTICLE 16: COMMITTEE OF ADMINISTRATION (COA)**

- 16.1 The Council shall have a Committee of Administration to perform the functions assigned to it by these Articles.
- 16.2 The composition of the Committee shall be as provided in Article 24.

## **ARTICLE 17: DISQUALIFICATIONS FOR MEMBERSHIP OF THE COMMITTEE**

- 17.1 A person shall be disqualified for being, or for continuing as, a Member of the Committee, if he/she becomes subject to any of the disqualifications enumerated in Article 8.1 in regard to the membership of the Council. The office of such disqualified Member of the Committee shall *ipso-facto* become vacant
- 17.2 In addition to the disqualifications provided in Article 8.1 & 8.4 vis-à-vis Article 17.1, the office of a Member of the Committee shall also *ipso-facto* become vacant if:-
  - (a) He/she absents from three consecutive meetings of the Committee or from all meetings of the committee for a continuous period of three months, whichever is longer, without obtaining leave of absence from the Committee.
  - (b) He/she or any firm in which he is a partner or any private company of which he is a Director accepts loan or any guarantee or security for a loan from the Council.
  - (c) He/she acts in contravention of provisions of the Act.
  - (d) He/she becomes disqualified by the order of Court under Section 164 of the Act.
  - (e) He/she is removed in pursuance of the provisions of the Act.

Provided that in case of members nominated by the Central Government such members may only be removed or replaced by the Central Government at its discretion and not otherwise except in the event of death of such member.

- 17.3 Before declaring a Member to be disqualified, the Committee shall give him/her a reasonable opportunity of being heard and shall follow such procedure as may be prescribed.

## **ARTICLE 18: CASUAL VACANCIES**

### **18.1 Casual Vacancies**

- (a) If there arises a casual vacancy in the office of any member of the Committee (other than members who are nominated or co-opted) it shall be filled up by the Committee, subject to the approval of the members in the next general meeting. Provided that when the vacancy is for a period not exceeding two months, the Committee may decide not to fill up the vacancy, so long as the number of vacancies so left unfilled does not exceed three.
- (b) A person appointed to fill up a casual vacancy shall hold office only for the remainder of the term of the Original Member.

### **18.2 Overseas Visits**

If the Chairperson or Vice-Chairperson desires to go out of India, they shall intimate to the DG/ED/Secretary the date of their expected return to India.

## **ARTICLE 19: REGIONAL CONVENOR**

- 19.1 Regional Convenor shall be elected amongst twenty elected Committee members of the Committee of Administration.
- 19.2 There may be more than one Regional Convenor as per the functional requirement of the Committee.
- 19.3 The territorial limit of each region is given in Article 24.3(iv) of these Articles.

## **ARTICLE 20: FUNCTIONS OF THE COMMITTEE OF ADMINISTRATION**

- 20.1 The functions of the Committee shall be as follows:

- (a) to administer the general affairs of the Council;
- (b) to determine the work to be undertaken and to arrange for the conduct of such work;
- (c) to set up committee or sub-committees generally or for particular purpose as the Committee may consider necessary.
- (d) to receive and accept or deal if so desired by the committee or sub-committees, if any with reports and recommendations of the Committee.
- (e) to arrange for the publication of reports and other documents issued by the Council;
- (f) to collaborate in related activities of other Export Promotion Councils and Apex Bodies in India and Foreign Countries and with international organization working in the field;
- (g) to control the finances of the Council;
- (h) to control the staff of the Council;
- (i) to make rules from time to time for the proper conduct and management of the affairs of the Council including matters which are to be prescribed under these Articles;
- (j) To provide a seal of the Council and also provide for its safe custody;

- (k) To do all such other lawful acts as would be conducive to the interests of the Council;
- (l) to take steps to conduct timely elections to various posts contemplated by these Articles.

## **ARTICLE 21: REGIONAL COMMITTEES**

### **21.1 Formation of Regional Committee**

- (a) The Regional Convenor in consultation with the Committee shall form the regional sub-committees amongst the members of the Council in the same region based on the functional requirement or for each region, each such committee consisting of Regional Convenor and such other number of members as may be nominated by the Committee.
- (b) The Committee shall also provide terms of reference for conducting affairs of the Regional Committee.
- (c) The geographical extent of Regional Committee shall be as per Article 24.2(iv).
- (d) The Regional Convenor shall hold the office till next AGM.

### **21.2 Functions of Regional Committees**

- (a) Each Regional Committee shall function under the general control, supervision and direction of the Committee of Administration.
- (b) Each Regional Committee shall:
  - (i) take steps to stimulate exports of the product from its region and
  - (ii) perform such other functions as the Committee may lay down from time to time.

## **ARTICLE 22: PANELS AND SUB-COMMITTEES**

- 22.1 The Committee may constitute Panels from amongst the twenty elected members of the Committee. The composition of the Panels shall be determined by the Committee. The products to be covered under 5 Panels shall be as under:

**Panel I** - Exports of Handicrafts of Houseware, Decorative, Home, Gifts & lifestyle

**Panel II** - Exports of Handicrafts of wood, furniture & Accessories

**Panel III** - Exports of Textiles based Handicrafts

**Panel IV** - Exports of Fashion Jewellery & Accessories

**Panel V** - Exports of Other Handicrafts not covered under above Panels

- 22.2 The Product Convenor for each Panel constituted above shall hold the office till next AGM.
- 22.3 The Committee may constitute Sub-Committee(s) from time to time for the purpose of considering and reporting on any of the affairs of the Council or carrying on or promoting any of the objects of the Council. The Committee may nominate any member of the Council to such sub-Committee(s). Such Sub-committee(s) shall be entitled to elect their own Chairman and Vice-Chairman to preside over their meetings.
- 22.4 Members of the Council invited to be members of its Sub Committee(s) will be reimbursed travel expenses comprising of Hotel accommodation and Travel fare.



The members of Sub-Committee will be reimbursed travel and hotel accommodation expenses as decided by the Committee.

### **ARTICLE 23: SEAL**

- 23.1 The Committee shall have a Seal and shall provide for its safe custody.
- 23.2 The Seal of the Council shall not be affixed to any documents except under the general or specific authority of the Committee and shall also not be affixed to any instrument except in the presence of two members of the Committee or such other persons as the Committee may appoint for the purpose and these two members or other persons shall sign every legal instrument to which the seal of the Council is so affixed in their presence.

### **ARTICLE 24: COMPOSITION OF THE COMMITTEE**

#### **24.1 Chairman and Vice-Chairman of the Committee**

The Chairman shall be elected by the Council or elevated from the position of Vice-Chairman on being endorsed by the committee. The Chairman:

- a. shall hold office for a period of two years and shall retire accordingly;
- b. shall not be eligible for re-election at the next election in the same Council;
- c. shall be eligible for re-election as Vice-Chairman/Chairman as the case may be, in the same Council, only after a cooling off period of not less than four years from the date of demitting/vacating office as the Chairman.
- d. can be removed by a "No Confidence Vote". Such resolution shall be passed by not less than two third of the Members of the Committee.

- 24.2 The Vice-Chairman of the Committee shall be elected by the Council and shall hold office for a period of two years and;

- a. o  
on completion of the period of two years, the Vice-Chairman shall be endorsed by the Committee to succeed the Chairman on completion of the Chairman's tenure, unless the Vice-Chairman is unwilling to accept Chairmanship or the Vice-Chairman has incurred any of the disqualifications enumerated in Article 8.1 and 17.2 regarding membership of the Council and Committee members;
- b. i  
in the event of the post of Vice-Chairman falling vacant due to any of the circumstances, the post shall be filled up as per the procedure laid down;
- c. s  
shall be eligible for re-election as Vice-Chairman in the same Council, only after the gap of four years from the date from which the Vice-Chairman has last held office as a Chairman or Vice-Chairman, whichever is later;
- d. c  
can be removed by a No Confidence Vote. Such resolution shall be passed by not less than two third of the Members of the Committee.

**Notwithstanding the provision mentioned at 24.1 above, the Council may also consider direct elections for the post of Chairman by adopting a resolution with 2/3 majority of the Committee of Administration.**

### 24.3 Composition of the Committee

- (i) The Committee of Administration shall be elected by the Council. The CoA members shall have a maximum of two tenure of three years each followed by a cooling off period of two years.
- (ii) The superintendence / directions and management of the affairs of the Council shall vest in the Committee which shall have not more than twenty five members consisting of:
  - (a) twenty elected members (out of twenty seats, three seats of members shall be reserved i.e. one seat for woman, one seat for hilly/North East region and one seat for Young Entrepreneur/Startup); and;
  - (b) five co-opted members.
- (iii) Out of twenty elected members, Eighteen members are from: (i) seven regions (including reserve seat for Hilly / North East region); and (ii) two members (reserve seat i.e., 1 seat for woman and 1 seat for Young Entrepreneur/ Startup) from the region having more than 2 representatives as elected members in the Committee.
- (iv) Twenty members to be elected by the members of the Council on the basis of proportionate representation amongst members in each of the seven regions of the country, subject to a minimum of one member from each region. The number of seats for each region shall be determined by the Returning Officer appointed by the Committee. In case no Returning Officer is appointed, the Secretary in his capacity as the ex-officio Returning Office shall determine the same. Territorial limits of each of the Seven Regions shall be as under:

WESTERN REGION	Goa, Gujarat, Maharashtra, Chhattisgarh, Dadar & Nagar Haveli, Daman & Diu
NORTHERN REGION	Punjab, Haryana, Delhi and Chandigarh
CENTRAL REGION	U.P., Bihar, Jharkhand
SOUTHERN REGION	Tamil Nadu, Karnataka, Kerala, Pondicherry, Telangana, Andhra Pradesh and Lakshaadweep.
EASTERN REGION	West Bengal, Orissa, Andaman & Nicobar
NORTH EASTERN AND HILLY REGION	Tripura, Manipur, Meghalaya, Nagaland, Assam, Mizoram, Arunachal Pradesh, Sikkim, Himachal Pradesh, Jammu & Kashmir, Ladakh and Uttarakhand
NORTH WEST REGION	Rajasthan & Madhya Pradesh

- (v) Two seats shall be reserved i.e., one seat each for woman and one seat for Startup/Young Entrepreneur to ensure suitable representation in the Committee. These reserved seats will be filled amongst the region where representation of committee members is more than two. First time reservation of this category shall begin by draw-of-lot in the Committee before conducting election of the Committee. The persons in the category so elected shall be rotated in the region in due course. Further, to begin with, woman and Startup/ Young Entrepreneur seat will rotate on completion of their term amongst the region where the seats are more than two and on completion of one cycle the same will go to other regions. *As far as reservation for North East/Hilly region is concerned, please note, there is provision for North East*

*region in the existing article and the scope of the same has been enhanced to include other four hilly regions thus making it North East/Hilly region.*

- (vi) In case no startup and women entrepreneur contesting election in the respective region, the Committee shall be empowered to nominate the Committee Member from these categories.
- (vii) Not more than one member from any firm/entity shall be eligible to be elected on the Committee of the Council in any capacity.
- (viii) The Council shall send a report to the Ministry of Textiles/Commerce or Ministry in-charge of Handicrafts within 45 days after conclusion of election process.

#### **24.4 Co-opted Members/Special Invitee**

- (a) The Committee shall have the power to Co-opt 5 members in the Committee. The Co-opted members may be the following:-
  - (i) The eminent person in the trade and industry including the past Chairman.
  - (ii) A person of repute in society who can guide on a specific subject or product or market.
  - (iii) A person who can contribute to research, scientific, philanthropic activities.
  - (iv) A person from trade and industry whom committee feels deems fit.
- (b) Not more than 2 members can be co-opted from a particular region.
- (c) The terms of co-opted members shall be from the date of appointment till the conclusion of next immediate Annual General Meeting. The retiring co-opted members are eligible for re-appointment.
- (d) These co-opted members shall not have voting powers and shall not be eligible for any remuneration, fees, etc. but shall be entitled for payment or reimbursement of out of pocket expenses or reasonable travelling or other expenses incurred or to be incurred for attending the meetings of the committee.
- (e) Special invitee: The Committee shall be empowered to invite four special invitee(s) from time to time for the specific meeting. These special invitees shall not have voting powers and shall not be eligible for any remuneration, fees, etc. but shall be entitled for payment or reimbursement of out of pocket expenses or reasonable travelling or other expenses incurred or to be incurred for attending the meetings of the committee.
- (f) Travel expenses shall be reimbursed to Committee members/co-opted members/special invitees to Committee meetings as given below :-

##### **a) Domestic Travel**

- (i) if government invites Committee member / Chairman / Vice-Chairman the Council will reimburse the travel expenses to Committee member.
- (ii) if Committee member is taking a delegation, the Committee will decide the reimbursement of travel expenses.
- (iii) all other travel by Committee member / Chairman, Vice-Chairman will be funded by himself / themselves.

**b) Overseas Travel**

- (i) if member is a part of Government delegation, the Council will make the payment for to and fro business class air travel, hotel, per diem and entertainment allowance equal to Secretary (Textiles).
  - (ii) if Committee member travel as a member of delegation of Sales-cum-Study Team travel expenses shall be reimbursed as per Government rules.
  - (iii) all other travel by Committee member / Chairman / Vice-Chairman will be funded by himself/ themselves.
- c)** The Committee will decide the reimbursement of out of pocket expenses to a member as a part of Delegation / Buyer Seller Meets / Exhibition. The out of pocket expenses will consist of hotel accommodation, travel charges & per Diem. The criteria / selection of such members will be decided by the Committee.
- d)** In case Chairman is the leader of delegation/ other official business engagements duly deputed by the Committee for the purpose, the Council will make the payments for to and fro business class air travel, hotel, per diem and entertainment allowance etc. The scale of such allowance shall be decided by the Committee.

**24.5 Other Provisions for Nominated Members**

- (a) The term of office of Members of the Committee who are nominated by the Central Government shall be co-terminus with the term of the Committee. Provided that, if a Member is nominated during the term of the Committee his/ her term of office shall be such as the Central Government may specify.
- (b) The Central Government may, at any time, require such a nominee to relinquish his/ her office and may appoint another person in his/ her place.

## **24.6 Retirement of Elected Members**

- (a) One third of the elected members of the Committee shall automatically retire on the completion of their tenure, but shall be eligible for re-election, as per laid down procedure in the Election Rules.
- (b) The names of the members who shall retire on the expiry of the first and the second tenure (of three years each) respectively, shall be determined by lot/ in accordance with the seniority (long serving members of Committee will retire first).
- (c) Election process of the retiring members may be started before the AGM of that year.
- (d) There shall be a “cooling off” period of two years after two consecutive tenure of the elected member of Committee.
- (e) If a Member gets elected to Vice Chairman in his second tenure and eligible to succeed the post of Chairman on completion of his/her tenure, he/she shall be deemed member of the Committee during his/her period as Chairman of the Council.

## **24.7 Elections of the Committee and Returning Officer**

- (a) The election of the Members of the Committee shall be held at the end of every term to elect new members in place of those who are retiring, as per Election Rules so framed by the Committee and circulated in advance. Eligible Members shall be entitled to vote at the time of election of the Committee by electronic means of e-voting process and the procedure as contained in Companies Act, 2013.
- (b) The Committee shall appoint a Returning Officer to conduct elections.

## **24.8 Rules**

The Committee shall make provisions regarding the elections of the member of Committee, offices of the Vice-Chairman and Chairman in accordance to these Articles.

### **ARTICLE 25: CHAIRMAN**

The Chairman of the Council shall ordinarily be the Chairman of the Committee and shall be responsible for the proper functioning of the Council.

The Chairman shall preside over all the Meetings of the Committee and all General Meetings of the Council. He shall perform all such duties as are incidental to his office and shall also have power to countermand any orders, instructions and notices issued by the Director General/ Executive Director/ Secretary which Chairman deems to be prejudicial to the interests of the Council. The tenure of the Chairman shall expire on completion of two years or till his successor is appointed.

### **ARTICLE 26: VICE-CHAIRMAN**

In the absence Chairman, the Vice-Chairman shall have powers and perform the duties of the Chairman.

## **ARTICLE 27: REMUNERATION**

No remuneration or allowance of any kind shall be paid to any Member for attending any meeting of the Council.

## **ARTICLE 28: POWERS OF THE COMMITTEE**

- 28.1 The Committee shall be the governing body of the Council and in addition to the powers and authorities conferred by statute or by these Articles, may exercise all such powers and do all such acts and things as shall, by statute or by these articles be directed or authorized to be done by the Council in a general meeting.
- 28.2 Such acts of the Committee as are not regulated by statute or by these articles, shall be subject to such regulations or directions as may from time to time be decided upon or given at any annual or extra-ordinary general meeting of the Council.

Provided that no such regulation or direction shall invalidate any prior act of the Committee which would have been valid, if the regulation or direction had not been made or given.

## **ARTICLE 29: RESOLUTION OF CIRCULATION**

- 29.1 Any business which may be necessary for the Committee to transact may, if the Chairman so directs, and subject to the provisions of Section 175 of the Act, be carried out by circulation of paper through electronics or physical means among all its members of Committee and any resolution so circulated and approved by majority of such members signing shall be as effectual and binding as if the resolution had been passed at a meeting of the Committee, provided that at least number of members who constitute the quorum of the Committee have recorded their views on the resolution.
- 29.2 When any business is so referred to the members of the Committee by circulation, a period of not less than five clear days shall be allowed for the receipt of replies from such members, such period being reckoned from the date on which the notice of the business is issued.
- 29.3 If a resolution is circulated, the result of the circulation shall be communicated through electronics or physical means to all members of the Committee and shall be recorded in minutes of the next meeting of the committee.

## **ARTICLE 30: DIRECTOR GENERAL (DG), EXECUTIVE DIRECTOR, SECRETARY, OFFICERS AND INTERNAL RESOURCES**

- 30.1 Director General / Executive Director**

- (a) There shall be a Director General (DG) /Executive Director (ED) and such other officer in the Council as may be determined from time to time by the Committee.
- (b) If necessary, the Council may have a Secretary who shall however work under the administrative control of the Director General / Executive Director.
- (c) The Committee may appoint and at its discretion, remove or suspend its employees. The Committee shall determine the powers and duties of all officers and staff and give / determine their salaries and emoluments. The Committee shall constitute staff Sub-Committee or competent authority as per service rules.
- (d) The Director General/Executive Director shall function as Chief Executive for ensuring implementation of policies and decisions of the Committee. The Director General/ Executive Director shall administer all business and affairs of the Council. The Secretary shall report to Director General/Executive Director. The Secretary shall keep accurate minutes of the Council and the Committee. The Secretary shall perform all the duties and functions as assigned to him by the Director General/Executive Director from time to time. The officers and staff of the Council shall report to the Director General/Executive Director.
- (e) The Director General/Executive Director / Secretary shall have such financial powers as assigned to them by the Committee from time to time which they will exercise jointly with the Members of the Committee. To exercise financial powers also include sub-delegation of powers to Senior Officers of the Council. Individual limits of financial powers for the Senior Officer shall be fixed by the Director General/Executive Director/ Secretary in consultation with the Committee.

### **30.2 Secretary, if appointed**

- (a) The Secretary shall have charge of all correspondence and shall keep an account of the funds of the Council and of funds connected with, or in any way controlled by, the Council.
- (b) The Secretary shall keep the approved minutes of all the meetings of the Council and of the Committees.
- (c) The Secretary shall issue meeting notice of all meetings of the Council of the committee.
- (d) The Secretary shall prepare an Annual Report of the Council.
- (e) The Secretary shall generally perform all such functions as are incidental to their office or as may be assigned to them by the Committee or Director General/ Executive Director, from time to time.

### **30.3 Officers**

The other officers of the Council shall devote themselves entirely to such business and affairs of the Council as may be assigned to them by the Committee or Director General/ Executive Director/ Secretary, as the case may be.

### **30.4 Internal resources**

At least 50 percent of the internal resources of the Council, except those derived from Government grants, shall be utilized for development and export promotion activities including market studies, dissemination of trade information, buyer-seller meets, participation in trade fairs in India and outside India.

## **ARTICLE 31: GENERAL MEETINGS**

### **31.1 Annual General Meetings (AGM) of the Council**

- (a) General Meeting of the Council shall be held within eighteen months of the incorporation of the Council thereafter once at least in every calendar year at such time, not being more than fifteen months after the preceding General Meeting and at such places (subject to the provisions of the Act) as the Committee may consider convenient for the dispatch of business, at which a report of the proceedings of the Committee for the year under review (copies of which shall be circulated amongst the members at least fourteen days prior to the date fixed for the holding of the General Meeting to which they are to be submitted) and yearly audited accounts including a statement of income and expenditure and a balance sheet made up to date not earlier than the General Meeting by more than six months shall be submitted. Such General Meeting shall be called Annual General Meetings.
- (b) The Council shall hold a general meeting which shall be styled its Annual General Meeting in accordance with the provisions of the Act.
- (c) The business of an Annual General Meeting shall be as follows:
  - (i) to receive and pass the report of the proceedings of the Committee.
  - (ii) to receive, consider and adopt the annual accounts and the Auditor Report for the preceding financial period.
  - (iii) to constitute the Committee as per available vacancies.
  - (iv) to appoint Auditors and fix their remuneration.

### **31.2 Extra-ordinary General Meeting (EGM) of the Council**

The Committee may, whenever it deems fit, or if one-tenth of the total voting power of all Members (having voting rights only) by requisition in writing setting forth the reasons therefore and signed by them and addressed to the Committee request the Committee to call a Meeting of the Council, the Committee shall, within twenty-one days of the receipt by them of the requisition, cause to be sent out a notice calling a Meeting of the Council for such date and time (subject to the provisions of Section 100 of the Act) as may be determined by the Committee. Such Meeting called by such requisition shall be known as Extraordinary General Meeting.

### **31.3 Notice of the General Meeting (AGM/EGM)**

- (a) Every General Meeting of the Council, not less than fourteen days' notice to the Members, specifying the place, date and time of meeting, shall be given. Agenda of the meeting shall be circulated sufficiently in advance of the



- meeting.
- (b) A notice may be given to members through electronic and / or physical mode at the registered email / postal address.
  - (c) Where a notice is sent by post, the service shall be deemed to have been affected at the expiry of 48 hours after it is posted.
  - (d) The non-receipt by any Member of any notice required by these Articles to be given to the Members shall not invalidate the proceedings at any Meeting or any resolution passed thereof.

## **ARTICLE 32: PROCEDURE OF MEETINGS OF THE COUNCIL**

### **32.1 Venue and Mode of General Meeting**

- (a) Every AGM of the Council shall be held in the city in which the registered office of the Council is situated or at any such place as may be decided by the Committee.
- (b) The Council can also hold a General Meeting through hybrid means or video conferencing or other audio-visual means, if permissible under the relevant Act, which are capable of recording and recognizing the participation of the members and of recording and storing the proceedings of such meetings along with date and time.

### **32.2 Dismissal and Adjournment of a General Meeting**

- (a) If after the expiration of half an hour from the time appointed for holding a General Meeting of the Council, the quorum is not present then:
  - (i) If the meeting is convened by or upon the requisition of the members it shall stand dissolved;
  - (ii) In any other case the meeting shall stand adjourned to the same day after one week (if that day is not a public holiday) at the same time and place or to such other day, time and place (in the same city) as the Committee may determine.
- (b) If in any such adjourned meeting quorum is not present at the expiration of half an hour from the time appointed for holding the meeting then the members present shall constitute the quorum and may transact the business for which the meeting was called.

### **32.3 Chairman**

- (a) Chairman of the Council shall be entitled to take the chair at every General Meeting of the Council.
- (b) if there is no Chairman or if they are not present within 15 minutes from the time appointed for holding such meeting or if they are unwilling to act then the Vice-Chairman of the Council, who is present and willing, shall preside.
- (c) If the Vice-Chairman is not present and willing, the members of the Committee who are present may, choose one of the members of the Committee present in the meeting, to preside over the meeting.
- (d) If no Member of the Committee is willing to take the chair, the eligible Members of the Council who are present shall elect one of the Ordinary Members to be the Chairman of the meeting of the Council.

### **32.4 Voting Right**

- (a) At any General Meeting, a resolution put to vote at the meeting shall be decided on a show of hands/e-voting unless a poll by secret ballot is ordered under clause (b) of this Article.
- (b) A poll by secret ballot (before or on the declaration of the result of voting on any resolution on show of hands):
  - i. May be ordered to be taken by the Chairman of the meeting of his/ her own notion;
  - ii. Shall be ordered by the Chairman, if it is demanded by at least five members having the right to vote on the resolution and present in person or by authorized representative.
- (c) A member may exercise his vote at a Meeting by electronic means in accordance with section 108 and shall vote only once.
- (d) At any General Meeting of the Council every eligible Member present shall be entitled to one vote and in the event of an equality of votes the Chairman shall have a casting vote, in addition to his own.
- (e) No person other than eligible member of the Council or an authorised representative appointed in accordance with Article 3 and subject to the provisions of the Act shall be entitled to vote at the meeting of the Council provided such intimation in writing is received in the Council's office at least 48 hours prior to the commencement of the meeting.
- (f) A firm, joint stock company or Corporation or Co-operative Society being a Member may nominate in writing a person to represent it at a Meeting of the Council and Vote on its behalf as defined in Article 3.

### **32.5 Minutes Conclusive**

An entry in the Minute Book of the Council in regard to any resolution moved at a meeting shall be conclusive evidence of the fact that the resolution was:

- (a) passed unanimously; or
- (b) adopted by majority; or
- (c) defeated, as the case may be.

## **ARTICLE 33: PROCEEDINGS AT MEETING OF THE COUNCIL**

### **33.1 Business and Quorum**

- (a) The valid quorum for a General Meeting of the Council shall be determined in accordance with Section 103 of the Act.
- (b) No business shall be transacted at any General Meeting of the Council unless the quorum of Members, present at the commencement of the business is in accordance with provisions of Section 103 of the Act and if no such quorum is present within half an hour from the time appointed for the commencement of the meeting, the meeting, if called upon the requisition of members shall be dissolved.
- (c) In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place or to such other day and at such other time and place as the Committee may determine.
- (d) If at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.

- (e) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (f) In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting at which the show of hands takes place, or at which the poll is demanded, shall be entitled to a second or casting vote.

#### **ARTICLE 34: PROCEEDINGS OF MEETINGS OF THE COMMITTEE**

- 34.1 The Committee may meet for the dispatch of business, adjourn and otherwise regulate its meetings as it thinks fit.
- 34.2 Save as otherwise expressly provided in the Act, question arising at any meeting of the Committee shall be decided by a majority of votes.
- 34.3 In the absence of the Chairman, the Vice-chairman shall preside over the meeting. If the Chairman and Vice-Chairman both are absent, the members present shall elect one amongst themselves to preside over the meeting.
- 34.4 At least four meetings of the Committee shall be held every year.
- 34.5 The Chairman shall call or on requisition in writing signed by the Members of the Committee having 1/10<sup>th</sup> of the total voting power shall require the Secretary to call Committee meeting at any time and on the receipt of such requisition the Secretary shall forthwith call such a meeting.
- 34.6 Not less than seven days' notice of every meeting of the Committee who shall for the time being in India.
- 34.7 At any meeting of the Committee, either 8 or 25% of the total strength of the Committee, whichever is less shall constitute a quorum as per Section 174 of the Act.
- 34.8 Each member of the Committee including the Chairman shall have one vote and in case of a tie, the Chairman shall in addition to his own vote, have a casting vote.
- 34.9 The record of the proceedings of the Committee shall be open for examination to the Committee members, subject to the provisions of the Act and to such regulations and inconsistent therewith as the Committee may from time to time deem expedient.
- 34.10 There shall be no proxy at meetings of the Committee.

#### **ARTICLE 35: VOTE OF MEMBERS**

- 35.1 At any Meeting of the Council every eligible Member present shall be entitled to one vote and in the event of an equality of votes the Chairman shall have a casting vote, in addition to his own.
- 35.2 No person other than eligible member of the Council or an authorised representative appointed in accordance with Article 10 and subject to the provision of the Act shall be entitled to vote at the meeting of the Council provided such intimation in writing is received in the Council's office at least 48 hours prior to the commencement of the meeting.
- 35.3 A firm, joint stock company or Corporation or Co-operative Society which is a Member may nominate by their board resolution and in writing its director or any other person as defined in above articles clauses to represent it at a Meeting of the Council and Vote on its behalf as defined in Article 10.
- 35.4 The Election of the members of the Committee shall be held at the end of every term to elect new members in place of those who are retiring, as per Election Rules so framed by Committee and circulated in advance. Members shall be entitled to vote at the time of election of Committee by electronic means of e-voting process and

the procedure as contained in Act.

## **ARTICLE 36: MINUTES**

Minutes of the meetings of the Council shall be kept in the manner prescribed under Section 118 of Act.

## **ARTICLE 37: BOOKS AND DOCUMENTS**

### **37.1 Books of Accounts**

- (a) The Committee shall maintain proper Books of Accounts with respect to:
  - (i) all sums of money received and expended by the Council and the matters in respect of which the receipt and expenditure took place;
  - (ii) all sales and purchases of goods by the Council; and
  - (iii) the assets and liabilities of the Council.
- (b) The Books of Accounts shall be kept at the Registered Office of the Council or at such other place(s) as may be decided by the Committee.

### **37.2 Inspection of Accounts**

- (a) The Books of Accounts shall be open for inspection by the members of the CoA during the office hours.
- (b) The Committee shall, from time to time by rules determine whether and to what extent and at what times and places and under what conditions the accounts and books of the Council or any of them shall be open for the inspection of the members of the Council.
- (c) No Member of the Council (not being Member of the Committee) shall have any right to inspect any account or book or document of the Council, except as provided by law or authorized by the Committee or by a resolution of the Council in a general meeting.
- (d) The accounts and books of the Council shall be open for inspection by an officer duly authorized by the Central Government for ascertaining or verifying the income and expenditure of the Council or for such purposes as may, by agreement between the Council and the Central Government, be specified in this regard.

### **37.3 Balance Sheet and Report**

A print/electronic copy of the audited Income and Expenditure Account and Balance Sheet of the Council, together with the report of the Auditor and of the Committee, shall be:

- a) Circulated through electronic and / or physical mode at registered email / postal address of every member, at least fourteen days prior to the AGM of the Council.
- b) kept at the registered office of the Council for the inspection of members during a period of at least fourteen days before the AGM.
- c) After the Balance Sheet and Income and Expenditure Account have been laid

before the members in the Annual General Meeting, three copies of the Balance Sheet signed by Chairman/ Vice-Chairman/ DG/ Executive Director/ Secretary, shall (in the case of a Council incorporated under the Act) be filed with the competent authorities as required by the Act.

### **ARTICLE 38: AUDITORS**

- 38.1 Auditors shall be appointed as per provisions of the Act at the AGM of the Council.
- 38.2 The rights and duties of the auditors shall be regulated in accordance with the provisions of the Act.
- 38.3 Any casual vacancy in the office of the Auditor may be filled by the Committee in accordance with the Act.

### **ARTICLE 39: BUDGET**

- 39.1 The Sub-Committee/Secretary shall each year prepare a Budget for the ensuing year and shall submit it to the Committee on or before such date as may be determined by the Committee.
- 39.2 No expenditure shall be incurred until the Budget is sanctioned by the Committee.
- 39.3 The budget shall be in such form as the Committee may direct from time to time.
- 39.4 Supplementary estimates of expenditure shall be submitted for the sanction of the Committee in such date as may be specified by the Committee.

### **ARTICLE 40: EXPENDITURE**

- 40.1 Subject to the provisions of these Articles and the rules framed there under, the Committee may:
  - (a) incur such expenditure as it may think fit and write off any sums.
  - (b) delegate to the Chairman or DG or Executive Director or other officer(s) of the Council, such financial powers as it may consider expedient.
- 40.2 The Committee may, subject to control of the Council, and the Council may, subject to the provisions of these Articles, incur expenditure, subject to the provisions of any law for the time being in force.

### **ARTICLE 41: CUSTODY, DISBURSEMENT AND INVESTMENT OF FUNDS**

- 41.1 The Committee shall make rules for the custody and disbursement of funds of the Council.
- 41.2 The Bank Accounts of the Council shall be opened in a Scheduled Bank, and all moneys at the disposal of the Council, with the exception of petty cash and imprest, shall be deposited into such Account.
- 41.3 The funds not required for current expenditure may be placed in fixed deposit with any Scheduled Bank or in any security in which trust property may lawfully be invested under the Indian Trust Act, 1882.

### **ARTICLE 42: HEAD OFFICE / REGIONAL OFFICE(S)**

The Registered Office of the Council shall be in the New Delhi. The Council may have Regional Offices at different places, as the Committee may consider appropriate.

## **ARTICLE 43: ROLE AND FUNCTIONS OF COUNCIL**

### **43.1 Basic Role**

Council shall work in association with the Government to facilitate country's exports through diversification of products and markets, adhering to standards and quality.

### **43.2 Functions of the Council**

- (a) The Council shall, from time to time obtain from its members, proposals for export and then prepare an integrated action plan for:
  - (i) the promotion of exports,
  - (ii) the generation of production for exports,
  - (iii) the setting of exports targets generally and also in relation to specific countries and commodities,
  - (iv) the signing of MoUs/ agreements, foreign collaborations with partner agencies,
  - (v) imparting export-oriented training programme to the member exporters, and
  - (vi) giving wide publicity for creating awareness among exporters about trade developments, Government policies and opportunities available.
- (b) Such plans shall be prepared for every financial year or for such longer or shorter period as may be considered desirable in the circumstances by the Council.
- (c) The Council shall make all possible efforts to secure prompt execution of such plans.
- (d) The Council shall have an official website which shall be regularly updated/ maintained. Also, have an official email ID which will be widely circulated amongst member.

## **ARTICLE 44: POWERS OF THE CENTRAL GOVERNMENT**

### **44.1 Power to give directions**

- (a) The Central Government shall have powers to give directions to the Council(s) as to the performance of its function, where that Government considers such directions to be necessary:
  - (i) in the interests of national security, or
  - (ii) in the interests of the national economy; or
  - (iii) otherwise in the public interest.
- (b) The Central Government shall also have power to call for such reports, returns and other information with respect to the property and affairs of the Council, the conduct of its business and other matters connected with the performance of its functions, as the Central Government may consider necessary.
- (c) The Council shall be bound to comply with all directions issued by the Central Government under paragraph (a) or (b) of Article 44.1 and all provisions

contained in the Foreign Trade Policy of the Central Government for the time being in force.

- (d) The Council not following the provisions contained in para 2.78 of the Handbook of Procedures 2023 and other guidelines of Foreign Trade Policy shall be ineligible to issue Registration-Cum-Membership Certificate (RCMC) and also shall be ineligible to get grants under Market Access Initiative.

#### **44.2 General power to Modify**

The Central Government may at any time direct, by an order in writing, that the provisions of these articles shall stand modified in such manner as the Central Government may direct as in relation to Councils in general or in relation to a group of Councils or a particular Council where such a direction appears to be necessary in public interest.

#### **44.3 Foreign Collaboration**

The Council may have agreements with any foreign collaborator.

### **ARTICLE 45: ALTERNATION IN ARTICLES**

No addition to, modification in, or deletion of, any of these articles shall be made without the prior approval of the Central Government and subject to provisions of the Act.

### **ARTICLE 46: MODIFICATION DURING THE TRANSITIONAL PERIOD**

To promote a smooth transition from the position prevailing before the adoption of these Articles to the position resulting from the application of these Articles, the Committee may make such additions to, or modification in these Articles subject to prior approval from Central Government. But no such power shall be exercised after the expiry of two years from such adoption.

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