



नीवे NIWE

(ISO 9001:2008)

MEMORANDUM OF ASSOCIATION

RULES AND REGULATIONS

&

BYE-LAWS

NATIONAL INSTITUTE OF WIND ENERGY

**(An Autonomous Research & Development Organization under
Ministry of New and Renewable Energy [MNRE], Government of India)**

Velachery - Tambaram Main Road, Pallikaranai

CHENNAI – 600 100 (India)

MEMORANDUM OF ASSOCIATION



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(ISO 9001:2008)

**NATIONAL INSTITUTE OF WIND ENERGY
CHENNAI**

MEMORANDUM OF ASSOCIATION

OF

NATIONAL INSTITUTE OF WIND ENERGY (NIWE)

- 1.0.0** The name of the Society shall be "**National Institute of Wind Energy**" (NIWE).
- 2.0.0** The registered office of the Society shall remain in the State of Tamil Nadu and at present it is at the following address.

**Survey No.657/1 A2,
Velachery - Tambaram Main Road,
Pallikaranai,
CHENNAI - 600 100.**

3.0.0 OBJECTIVES

- 3.1.0** The objectives for which the Society is established are:
- 3.1.1** To serve as the technical focal point for wind power development in India; for promoting and accelerating the pace of utilization of wind energy; and, support the growing wind power sector in the country.
- 3.1.2** To develop and strengthen the facilities and capabilities, evolve strategies, promote, conduct, co-ordinate and support research and development programmes to achieve and maintain reliable and cost effective technology in wind power systems.
- 3.1.3** To analyze and assess wind resources based on the data available from various sources and prepare wind energy density maps/wind atlas/reference wind data.
- 3.1.4** To prepare and establish standards including guidelines, procedures, protocols for design, testing and certification of wind power systems, sub-systems and components, taking into consideration the Indian conditions, and in line with internationally recommended practices and standards, and update the same based on the feedback.

- 3.1.5** To establish world class facilities, conduct and/or co-ordinate testing of complete wind power systems, sub-systems and components according to internationally accepted test procedures and criteria, whereby the total performance such as the power performance, power quality, noise level, dynamics, operation and safety systems are tested according to agreed protocols.
- 3.1.6** To accord type approval/type certification which verifies conformity with safety related requirements as per standards, guidelines and other rules for design, operation and maintenance, as well as adequate documentation of quality issues such as power performance, noise, life expectancy and reliability.
- 3.1.7** To monitor the field performance of wind power systems, sub-systems and components; effectively utilize this feedback for fulfillment of the above objectives and review of certification; establish and update the data bank on a continuous basis and serve as information Centre for selective dissemination.
- 3.1.8** To undertake Human Resource Development programmes for the personnel working in the wind energy sector ***in collaboration / tie-up with other academic institutions, Universities as a Centre of Excellence in India or abroad. Also, to conduct short term / long term courses in the field of Renewable Energy in collaboration / tie-up with other renewable energy related academic institutions, Universities as a Centre of Excellence.***
- 3.1.9** To promote commercial exploitation of know-how, know-why results, and offer various consultancy services to the customers.
- 3.1.10** To promote the development and commercialization of any other wind energy systems, including stand-alone systems, hybrid systems or combination of Wind-Solar-Bio-mass and Hybrids.
- 4.0.0** The Institute will be managed with an institutional frame work with independent and autonomous authority, responsibility and flexibility for dynamic operation in order:
- 4.1.0** To institute and award fellowships, scholarships, prizes and medals.
- 4.2.0** To create administrative, technical, clerical and other posts under the Society and to make appointments thereto.
- 4.3.0** To establish and maintain pension, provident and other funds for the benefit of the employees and of the Institute.

- 4.4.0** To receive grants, gifts, loans, subscriptions, donations or any other financial contributions in cash and securities, and of any property, either movable or immovable from within the country and/or abroad, including UN, World-bank, DANIDA and other international agencies, Other Ministries / Organizations of Government of India, subject to the prevailing Laws, and to invest and deal with funds and moneys of the Institute, and to vary, alter or transfer such investments from time to time.
- 4.5.0** To impose and recover affiliation and other fees and charges for services rendered.
- 4.6.0** To maintain a fund to which shall be credited: -
- i. All funds provided by the Government of India;
 - ii. All fees and other charges received by the Society, grants, gifts, donations, benefactions, bequeaths or transfers; and
 - iii. All funds received by the Society in any other manner or from any other sources.
- 4.7.0** To invest the money of the Society, not immediately required, in any securities authorized under the Indian Trust Act or, with the sanction of the Government of India in any other manner.
- 4.8.0** To draw, make, accept, endorse and discount cheques, notes or other negotiable instruments.
- 4.9.0** To pay all expenses, preliminary or incidental to the formation and registration of the Society, and for its management and administration out of the Fund.
- 4.10.0** To borrow or raise moneys, with or without security, or on the security of mortgage, charge, hypothecation, or pledge overall or any property belonging to the Society or in any other manner whatsoever.
- 4.11.0** To create with the prior approval of the Central Government any reserve fund, sinking fund, insurance fund, or any other special fund, or for repairs, improving, extending or maintaining any of the properties or rights of the Society, and/or for recoupment of wasting assets, and for any other purpose for which the Society deems fit, expedient or proper to create or maintain any such fund or funds.
- 4.12.0** To build and construct buildings and workshops and alter, extend, improve, repair, enlarge or modify the same, and to provide and equip the same with light, water, drainage, furniture, fittings, machines and all other necessities.

- 4.13.0** To deal with any property belonging to, or vested in the Society, in such a manner as may be deemed fit for advancing the objectives of the Society, provided that prior approval of the Central Government is obtained for transfer of any immovable property.
- 4.14.0** To negotiate and enter into contracts on behalf of the Society, and vary or rescind such contracts, and sign, execute and deliver such contracts, deeds and instruments as may be necessary.
- 4.15.0** To Constitute such Committees or Sub-Committees as it may deem fit for the disposal of any business or for tendering advice in any matter pertaining to the Society.
- 4.16.0** To delegate any of its powers to the Governing Council of the Society or any of the Committees or Sub-Committees constituted by it.
- 4.17.0** To make rules and regulations and bye-laws for the conduct of the affairs of the Society, and to add, amend, vary or rescind them from time to time with the approval of the Government of India.
- 4.18.0** To constitute, or cause to be constituted, centres at places in India, inter-alia to utilize local talent to implement programmes undertaken by the Institute.
- 4.19.0** To do/get done all such other lawful things, as are incidental to the administration of the Institute and fulfillment of its objectives.
- 4.20.0** To carry out any other activity in the field of Renewable Energy for R&D as may be assigned to it by the Ministry of New and Renewable Energy (MNRE) from time to time.
- 4.21.0** *To carry out CSR activities for the welfare of the Society at large including awareness creation for Renewable Energy sources.*

5.0.0 GOVERNING COUNCIL / GOVERNING BODY

The management of the affairs of the Society is entrusted in accordance with the Rules and Regulations of the Society to the Governing Council. The erstwhile members are: -

SL. NO.	NAME	ADDRESS	OCCUPATION
1	Shri Swarn Singh Boparai, K.C.	Block No. 14, CGO Complex, Lodi Road, New Delhi – 110 003.	Secretary, MNRE
2	Ms. Susan Mathew	Secretariat, Fort St. George, Chennai	Secretary (Energy), Tamilnadu Govt.
3	Dr. T.S. Prahlad	National Aerospace Laboratory, Vimanpura (Kodihally), Bangalore	Director
4	Shri P.S. Das	Manak Bhavan, 9, Bahadur Shah Zafar Marg, New Delhi -110 002	Director General, Bureau of Indian Standards
5	Shri R.N.Srivastava	Seva Bhawan, R.K. Puram, New Delhi	Chairman, Central Electricity Authority
6	Shri Anup Singh	Punjab Technical University, P.O. REC, Jalandhar – 144 011	Vice-Chancellor,
7	Shri T.L.Sankar	Administrative Staff College of India, Hyderabad	Principal
8	Dr. Vasant Gowarikar	Pune University, Pune	Vice-Chancellor
9	Dr. V. Bakthavatsalam	I.R.E.D.A., Core 4A, East Court, 1 st Floor, India Habitat Centre, Lodi Road, New Delhi - 110 003	Managing Director
10	Shri J.S. Maini	M.N.E.S., New Delhi	Financial Adviser
11	Shri Ajit K. Gupta	M.N.E.S., New Delhi	Adviser & Head, Power Group

The present Members of Governing Council are :

1.	The Secretary, MNRE, New Delhi	Chairman (Ex Officio)
2.	Secretary (Energy), Government of Tamilnadu, Chennai	Member (Ex Officio)
3.	Joint Secretary, [Wind Energy], MNRE, New Delhi	Member (Ex Officio)
4.	Joint Secretary and Financial Adviser, MNRE, New Delhi	Member (Ex Officio)
5.	Director General, Bureau of Indian Standards, New Delhi	Member
6.	Member Planning, Central Electricity Authority, New Delhi	Member
7.	Director, National Aerospace Laboratories, Bangalore	Member
8.	Chairman & Managing Director, IREDA, New Delhi	Member
9.	Chairman, R&D Council, C-WET	Member
10.	Chairman, IWTMA, Chennai	Member
11.	Director, National Institute of Ocean Technology, Chennai	Member
12.	Director General, NIWE, Chennai	Member-Secretary
	<p><u>Fellow Autonomous Bodies of MNRE</u> (i) Director, Sardar Swaran Singh National Institute of Renewable Energy (ii) Director General, National Institute of Solar Energy <u>Investors Association</u> (i) Indian Wind Power Association (ii) Wind Independent Power Producers Association (WIPPA)</p>	<p>SPECIAL INVITEE (In line with GC of NISE)</p>

ASSETS & CLAIMS

The following should be ensured:

6.0.0

All the incomes, earnings, movable and /or immovable properties of the Institute shall be solely utilized and applied towards the promotion of objectives as set forth in this Memorandum of Association of the Society, and no excess thereof shall be paid or transferred directly or indirectly by way of dividends, bonus, excess, or in any manner whatsoever, to the present or past members of the Society, or to any of them or any manner through anyone or more of the members provide that nothing herein contained shall prevent the payment in good faith of remuneration to any member thereof or other persons in return of any service rendered to the Society whatsoever to the members of the Society or to any person or persons claiming through anyone or more of the members. No member of the Society shall have any personal claim on any movable and/or immovable properties of the Society, or make any physical / monetary gain whatsoever, by virtue of his/her membership of this Society.

- 6.1.0** The Institute shall be organized in such a way that unbiased, impartial and customer oriented organizational culture is established. This unbiased, impartial attitude should prevail in all transactions without exception including those among different units of the Institute.
- 6.2.0** The Institution is irrevocable.
- 6.3.0** In case of Winding up / dissolution, the net funds would be transferred to institutions having similar objects and enjoying Exemption under Section 11 and 80G of the Income Tax Act, 1961.
- 6.4.0** ***Any amendment to the instrument which influences any of the Income Tax rules/provisions shall be carried out with the approval of Director of Income Tax (Exemptions).***
- In all other cases copy of the amendment carried out shall be filed before the Director of Income Tax (Exemptions) for information.***
- 6.5.0** The Activities would be carried out within and outside the territory of India. However, the income generated out of activities carried out outside the territory of India, if any, shall be applied within India only.
- 6.6.0** The activities would be of purely Research and Development nature not motivated for profit.
- 6.7.0** The funds of the institution would be invested as per Section 11(5) of the Income Tax Act, 1961.
- 7.0.0** We, the several persons, whose names and address are hereunder subscribed, are desirous of being formed into a Society in pursuance of this Memorandum of Society under the Tamil Nadu Societies Registration Act, 1975. We also authorize Director General, NIWE, Chennai and Member-Secretary of the Governing Council or any other officers authorized by him to correspond with the Registrar of Societies, Tamil Nadu, Chennai.

SL. NO.	NAME	ADDRESS	OCCUPATION	SIGNATURE
1	Shri Swarn Singh Boparai, K.C.	Block No. 14, CGO Complex, Lodi Road, New Delhi – 110 003.	Secretary, MNRE	-Sd-
2	Ms. Susan Mathew	Secretariat, Fort St. George, Chennai	Secretary (Energy), Tamilnadu Govt.	-Sd-
3	Dr. T.S. Prahlad	National Aerospace Laboratory, Vimanpura (Kodihally), Bangalore	Director	-Sd-
4	Shri P.S. Das	Manak Bhavan, 9, Bahadur Shah Zafar Marg, New Delhi -110 002	Director General, Bureau of Indian Standards	-Sd-
5	Shri R.N.Srivastava	Seva Bhawan, R.K. Puram, New Delhi	Chairman, Central Electricity Authority	-Sd-
6	Shri Anup Singh	Punjab Technical University P.O. REC, Jalandhar – 144 011	Vice-Chancellor,	-Sd-
7	Shri T.L.Sankar	Administrative Staff College of India, Hyderabad	Principal	-Sd-
8	Dr. Vasant Gowarikar	Pune University, Pune	Vice-Chancellor	-Sd-
9	Dr. V. Bakthavatsalam	I.R.E.D.A., Core 4A, East Court, 1 st Floor, India Habitat Centre, Lodi Road, New Delhi - 110 003	Managing Director	-Sd-
10	Shri J.S. Maini	M.N.E.S., New Delhi	Financial Adviser	-Sd-
11	Shri Ajit K. Gupta	M.N.E.S., New Delhi	Adviser & Head, Power Group	-Sd-

Witness: -

1. -Sd-

Shri B.M.L. Garg,

Director,

Ministry of Non-Conventional Energy Sources,

C.G.O. Complex, Lodhi Road, New Delhi - 110 003.

2. -Sd-

Shri K.J. Sundararamoorthy,

Deputy General Manager,

Tamil Nadu Energy Development Agency,

E.V.K. Sampath Maaligai, College Road, Chennai - 600 094.

RULES AND REGULATIONS



नीवे NIWE

(ISO 9001:2008)

**NATIONAL INSTITUTE OF WIND ENERGY
CHENNAI**

NATIONAL INSTITUTE OF WIND ENERGY (NIWE)

RULES AND REGULATIONS

1. The Rules and Regulations may be called the "Rules and Regulations of the National Institute of Wind Energy (NIWE)".

2. DEFINITIONS

- a) "Society" or "Institute" means the National Institute of Wind Energy (NIWE).
- b) "President" shall mean the President, National Institute of Wind Energy.
- c) "Governing Council" (GC) means the body which according to Rule 29 shall exercise full powers on behalf of the Society.
- d) "Director General" means the Principal Officer appointed under the rule 16(b).
- e) "Director (F&A)" means the Officer appointed under Rule 16(c).
- f) The word "Rule" means any of the Rules and Regulations of the Society.
- g) The "Management Committee" (MC) shall mean the body constituted by the Governing Council NIWE under Rule 57(a).
- h) The "Research & Development Council" (RC) shall mean the body constituted by the Governing Council NIWE under Rule 57(b).
- i) The "Finance Committee" [FC] shall mean the body constituted by the Governing Council NIWE under Rule 57(c).
- j) The word "Year" shall mean the calendar year except where it is specifically mentioned as financial year.
- k) "Financial year" shall mean the accounting year commencing from 1st April and ending on 31st March.
- l) The word "Government" means Government of India.

COMPOSITION OF THE SOCIETY

3. The Society shall consist of the following members: -
 - (i) The President of the Society who shall be ex-officio Chairman of the Governing Council.

(ii) The Members of the Governing Council.

(iii) Any other person or persons appointed by the Government of India.

4. The Secretary, Ministry of New and Renewable Energy (MNRE), appointed by the President of India, shall be ex-officio President of the Society.
5. If any member of the Society is unable to attend a meeting of the Society, and deposes his representative to attend that meeting on his behalf, the President shall have the discretion to allow the representative, so named, to participate in the meeting on behalf of the absenting member. Such a representative, if permitted by the President to participate in the meeting, shall have all the rights and privileges of the member of the Society, including the right to vote at the meeting only.
6. The Society shall keep a roll of members, giving their addresses and occupation, and every member shall sign the same.
7. If a member of the Society changes his address, he shall notify his new address to the Secretary, and the entry in the roll will be accordingly changed; but if he fails to notify his new address, the address in the roll of members shall be deemed to be his address.

8. **DURATION OF APPOINTMENT**

- a) Members of the Society appointed by the Government of India shall hold office for a period of three years, and shall be eligible for re-appointment.
 - b) Where a person is appointed as a Member of the Society by reason of the office or the appointment he holds, his membership of the Society shall be terminated when he ceases to hold that office or appointment.
 - c) The Government of India may terminate the membership of any member, or, at one and the same time, the membership of all members, other than the ex-officio members of the Society. Upon such termination, the vacancies shall be filled in by the Government of India.
9. If casual vacancies arise within the three years tenure, the persons appointed against such vacancy shall hold office for the unexpired period of tenure.

10. A member of the Society shall cease to be a member if
 - (a) He dies, resigns, becomes unsound mind, becomes insolvent, or is convicted of a criminal offence involving moral turpitude.
 - (b) He does not attend three consecutive meetings of the Society without proper leave of the President.
11. A resignation from membership shall be tendered to the Society through its Secretary, and shall not take effect unless it has been accepted on behalf of the Society by the President.
12. A member of the Society (other than the ex-officio members, or a member representing the Government of India) may resign by a letter addressed to the President of the Society, and such resignation shall take effect from the date it is accepted by the President.
13. Any vacancy in the membership of the Society caused by any of the reasons mentioned in Rule 10 shall be filled up by the Government of India at the request of the President.
14. The Society shall function notwithstanding that any person who is entitled to be a member by reason of his office is not a member of the Society for the time being, and notwithstanding any other vacancy in its body, whether by non-appointment or otherwise, and no act or proceedings of the Society shall be invalidated merely by reasons of the happening of any of the above events, or of any defects in the appointment of any of its members.

FUNCTIONS OF THE SOCIETY

- 15.(a) The Society shall be autonomous organization and its functions shall include the following:
 - (i) Review the progress and performance of NIWE.
 - (ii) Approve the annual report and the yearly accounts of NIWE.
 - (iii) Approve appointment of Statutory Auditors based on the recommendation of the Governing Council NIWE.

AUTHORITIES OF THE SOCIETY

15. (b) The following shall be the authorities of the Society:

- (i) The President of the Society;
- (ii) The Governing Council;
- (iii) The Director General;
- (iv) The Director (F&A); and
- (v) Such other authorities as may be constituted as such by the Governing Council from time to time.

OFFICERS OF THE SOCIETY

16. (a) The Institute shall function under the overall direction of the President of the Society.
- (b) The Director General shall be the Principal Officer / Chief Executive Officer of the Society. He shall be appointed by the Governing Council, and the terms of his office and other conditions shall be determined by the Governing Council, provided that all or any of the functions of the Director General may be exercised by such Officer or Officers of the Society, as may be delegated in that behalf by the Director General, NIWE.
- (c) The Director General will be assisted by the Director (F&A), and such other officers who may be appointed from time to time.

OFFICE OF THE SOCIETY

17. The office of the Society shall be situated at Chennai, or at such other place as the Governing Council may determine. At present it is at the following address:-

**Survey No.657/1 A2,
Velachery - Tambaram Main Road,
Pallikaranai,
CHENNAI - 600 100.**

PROCEEDINGS OF THE SOCIETY

18. (i) An Annual Meeting of the Society shall be held at such date, time and place as may be determined by the President. At such an Annual Meeting, the Society shall submit drafts of the Annual Report, and yearly accounts, for discussion and recommendations. The same shall, thereafter, be adopted and passed by the Society, with such modifications as may be deemed proper.
- (ii) Except, as otherwise provided in these rules, all meetings of the Society shall be called by notice under the hand of the Director General, NIWE.
19. The President may convene a special meeting of the Society whenever he thinks fit.
20. Every notice calling a meeting of the Society shall state the date, time and place at which such a meeting will be held, and shall be served upon every member of the Society not less than 21 clear days before the day appointed for the meeting.
21. A Notice may be served upon any member of the Society either personally or by post addressed to such member at his address in the roll of members.
22. Any notice so served by post shall be deemed to have been served on the day on which, in the ordinary course, it would have been delivered to the addressee, and proof that the envelopes containing such notice was properly addressed and duly posted, will be sufficient proof of the notice having been served.
23. If the President is not present at a meeting of the Society, the members of the Society shall choose one of the members present to be the Chairman of the Meeting.
24. No business shall be discussed at any meeting of the Society except the election of a Chairman whilst the Chair is vacant.
25. **One-third of the members** of the Society present in person shall form a quorum at every meeting of the Society.
26. Each members of the Society shall have one vote, and in case of a tie, the President shall have a casting vote.

27. The President may, in writing, delegate such of his powers as he may consider necessary to the Director General and / or Secretary of the GC, NIWE.
28. ***In emergent situation the President may cause to hold a meeting of the Society by Circulation and in such cases, the mandatory notice period of 21 days may be waived. The same has to be reported to the next meeting of the Society.***

THE GOVERNING COUNCIL

29. (a) The affairs of the Society shall be managed, administered, directed and controlled, in accordance with the rules and regulations of the Society and orders / directives received from the Government of India, by the Governing Council.
- (b) The Governing Council of the Society for the purpose of the Tamil Nadu Society's Registration Act of 1975, shall consist of the following: -
1. Secretary, MNRE - Ex-officio Chairman
 2. Director General, NIWE - Ex-officio Member- Secretary
 3. Head, (Wind Energy), MNRE - Ex-officio Member
 4. Financial Adviser, MNRE - Ex-officio Member
 - 5-7. Officials of the Central / State Governments and Undertakings, to be nominated by the Govt. of India - Member
 - 8-12. Experts / Persons of Eminence, Industry representative like IWTMA to be nominated by the Govt. of India. - Member
30. The Governing Council shall function notwithstanding that any person who is entitled to be a member by reason of his office is not a member of the Governing Council for the time being, and notwithstanding any other vacancy in its body, whether by non-appointment or otherwise, and no act or proceedings of the Governing Council shall be invalidated merely by reasons of the happening of any of the above events, or of any defects in the appointment of any of its members.

31. A member who fails to attend three consecutive meetings of the Governing Council, without proper leave of the Chairman, shall cease to be member thereof.
32. (a) Members of the Governing Council appointed by the Government of India shall hold office for a period of three years, and shall be eligible for re-appointment.
(b) Where a person is appointed as a Member of the Governing Council by reason of the office or appointment he holds, his Membership of the Governing Council shall be terminated when he ceases to hold that office or appointment.
(c) The Government of India may terminate the membership of any member, or, at one and the same time, the membership of all members, other than the ex-officio members of the Governing Council. Upon such termination, the vacancies shall be filled in by the Government of India.
(d) If casual vacancies arise within the three years tenure, the persons appointed against such vacancies shall hold offices for the unexpired period of tenure.
33. Every meeting of the Governing Council shall be presided over by the Chairman, or in his absence by any member chosen by the meeting to preside over that meeting.
34. **One-third of the members** of the Governing Council (any fraction contained in that one-third being rounded off as one) present in person shall constitute quorum at any meeting of the Governing Council.
35. At least one meeting of the Governing Council shall be held every six months.
36. For the purpose of Rule 35, each year shall be deemed to commence on the 1st day of April and terminate on 31st day of March of the following calendar year.
37. The Chairman may himself call, or by a requisition in writing signed by him, require the Secretary to call a meeting of the Governing Council at any time.
38. Each member of the Governing Council shall have one vote, and in case of a tie, the Chairman shall have a casting vote.

39. Any business, except such that the Governing Council may, in general or by specific order, have directed to be placed before a meeting, may be carried out by circulation amount all its members, and any resolution so circulated and approved by majority of members signing, shall be effectual and binding, as if such resolution had been placed at a meeting of the Governing Council, provided that at least one-third of the members of the Governing Council (or any fraction contained in that one-third being rounded off as one), have recorded their views on the Resolution.
40. The Chairman may refer any question, which in his opinion is of sufficient importance, for the decision of the Government of India, and such decision shall be binding on the Society and its Governing Council.
41. Notwithstanding anything contained in any of these rules and regulations, the Government of India may from time to time issue such directives or instructions as they may think fit in regard to the finances and conduct of business and affairs of the Society, and the members of the Governing Council shall duly comply with and give effect to such directives or instructions.

FUNCTIONS AND POWERS OF THE GOVERNING COUNCIL

42. It shall be the function of the Governing Council generally to carry out the objects of the Society as set forth in the Memorandum of Association.
43. The Governing Council shall manage all the affairs and funds of the Society, and shall have authority to exercise all the powers of the Society as set out in these rules and regulations.
44. Subject to the provisions of the Memorandum, the Governing Council shall have full powers and authority to do all acts, matters, things and deeds which may be necessary or expedient for the purpose of the Society, and in particular the following:
 - (i) To prepare and execute detailed plans and programmes for the establishment of the Society, and to carry out its administration and management;
 - (ii) To look after and manage the affairs of the Institute, and properties of the Society, and to spend money required for this purpose;
 - (iii) To receive grants and contributions, and to have custody of the funds relating to the Institute;

- (iv) To enter into arrangement with the Government of India, State Governments and other public and private sector organizations, or individuals, in India and abroad, and to accept endowments, grants-in-aid, donations or gifts to the Society on mutually agreed terms and conditions, provided that these terms and conditions are not inconsistent, or in conflict with the nature or objects of the Society, or with the provisions of these rules;
- (v) To prepare the budget estimates of the Society for each year, and to sanction the expenditure within the limits of the budget;
- (vi) To establish procedures in respect of service and technical advice to be rendered by the Society, and the levy and collection of charges for the same;
- (vii) To lay down procedures for appointment of officers and staff under the Society; and terms and tenure of appointments, emoluments, allowances, and rules of discipline and other conditions of service, for the officers and staff of the Society;
- (viii) To create technical, administrative, and other posts under the Institute, and to make appointments thereto, and to prescribe for them terms and conditions of appointments, emoluments, allowances, rules and discipline and other conditions of service;
- (ix) To co-operate with any other organization, or enter into arrangements for and on behalf of the Society, for the fulfillment of the objects of the Society;
- (x) To execute contracts, including the investment of the funds of the Society, and the sale or alteration of assets of the Society;
- (xi) To delegate, to such extent as it may deem necessary, any of its powers to any officer or committee of the Society;
- (xii) The Governing Council shall have powers to frame, amend or repeal bye-laws not inconsistent with these rules for the management of the affairs of the Society.
- (xiii) The Governing Council may delegate powers to Chairman, Director General and such other officers of the Society as may be necessary for their efficient functioning.
- (xiv) To perform such other functions and to carry out such duties, as may from time to time be assigned to it by the Government of India.

45. Subject to the provisions of these rules and regulations, the Governing Council shall have the power to appoint officers and staff for conducting the affairs of the Society, and to fix the amount of the remuneration, and to define their duties.
46. The Governing Council shall have the power to take, or acquire by purchase, gift or otherwise, from the Govt. and other public bodies or private individuals, willing to transfer movable and immovable properties, endowments or other funds, together with any attendant obligations and engagements, not inconsistent with the objects stated in the Memorandum of Association and the provisions of these rules and regulations.

FINANCIAL AND OTHER COMMITTEES

47. The Governing Council shall have the power to constitute and appoint steering, executive, financial and other such committees or sub-committees for carrying out the objects of the Society, and to delegate any of its powers to the persons who are not members of the Society and may be appointed to such Committees or Sub-Committees.

FUNCTIONS AND POWERS OF THE CHAIRMAN

48. The Governing Council may, by resolution, delegate to the Chairman of the Council such of its powers for the conduct of business, as it may deem necessary.
49. The Chairman may in writing delegate such of his powers, as he may consider necessary, to the Director General.
50. The Chairman shall have the authority to review periodically the work and progress of the Society, to order inquiries into the affairs of the Society, and to pass orders on the recommendation of a review or inquiry committee constituted by him.

FUNCTIONS AND POWERS OF THE DIRECTOR GENERAL

51. The Director General shall prescribe, on behalf of the Council, the duties of all officers and staff of the Society, and shall exercise such supervision and disciplinary control, as may be necessary in accordance with the rules.
52. It shall be the duty of the Director General to co-ordinate and exercise general supervision over all the activities of the Society.
52. (a) In case of a company which has received certificate for the specific wind turbine model from NIWE is taken over by another

company/sold its division to another company and the company, which has taken over/bought a division, requests NIWE to transfer the certificate, already issued to erstwhile company for the specific wind turbine model, NIWE may transfer the certificate of the specific wind turbine model, subject to the fulfillment of the following conditions:

- (i) Shall submit Indemnity Bond in the required stamp paper indemnifying NIWE against all losses/damages that NIWE might suffer due to transfer of the certificate;
 - (ii) A certificate/letter from the company which has sold, clearly mentioning 'No Objection' to the proposed transfer of Certificate for the wind turbine model for which NIWE has issued the certificate.
 - (iii) The company, which has taken over/bought a division, shall pay the dues, if any, to NIWE before the transfer of the certificate.
53. (a) The Director General shall be responsible for the day-to-day management of the Affairs of the Society, and shall exercise powers as Head of the Department under the overall direction, Superintendence and control of the Chairman of the Governing Council [GC] NIWE, and shall have full powers to approve/sanction expenditure upto the sanctioned Budget subject to such restrictions as may be imposed by the Governing Council from time to time.
- (b) The Director General shall be responsible for realizing the mission of the Institute and creating an environment conducive for nurturing of innovation and high class Research and Development [R&D] and other Scientific and Technological [S&T] activities.
54. (a) The Director General shall be the ex-officio Secretary of the Governing Council, and such other committees or bodies as may be determined by the Council.
- (b) The Director General shall maintain a record of the proceedings of the Society and of the Governing Council, and shall perform such other authorities and duties, as may be determined by the Governing Council.

FUNDS OF THE SOCIETY

55. The funds of the Society shall consist of the following: -
- (a) Grants made by the Govt. of India/ State Governments.
 - (b) Contributions from other sources,

- (c) Income from Investments,
- (d) Remunerations received through consultancies, fees and services rendered,
- (e) Receipts of the Society from any other sources.

56. The Bankers of the Society shall be any scheduled Bank, to be decided by the Governing Council. All funds shall be paid into the Society's account with the Bank, and shall not be withdrawn, except by such officers as may be duly empowered in this behalf by the Governing Council, and countersigned by the Chairman, or by an officer authorized in this behalf by the Chairman.

57. MANAGEMENT COMMITTEE (MC) / RESEARCH AND DEVELOPMENT (R&D) COUNCIL (RC) / FINANCE COMMITTEE (FC)

(a) Management Committee (MC)

The Institute shall have a Management Committee constituted by the Governing Council with the following Composition:

Secretary, MNRE	Chairman
FA, MNRE	Member
DG, NIWE	Member

The terms of reference are :

1. To monitor and review the progress of NIWE periodically before the matter is proposed for consideration of GC.
2. To approve the draft MOU to be executed between NIWE and MNRE.
3. Any other matter that needs immediate attention.
4. The Committee shall meet at periodic intervals, and the frequency can be decided by Chairman.
5. The approved Minutes of the Management Committee shall be placed to GC for information.

(b) Research And Development Council (R&D Council)

The Institute shall have a R&D Council comprising

- (i) Eight Experts one of whom shall be designated as Chairman
- (ii) Representative from the Ministry
- (iii) Director General NIWE

- (iv) One Senior Scientist from NIWE
- (v) President NIWE or his nominee shall be a permanent invitee.
- (vi) Members at (i) and (ii) shall be nominated by the President NIWE
- (vii) Secretary of the R&D Council shall be nominated by the DG, NIWE

The term of the nominated members of the R&D Council shall be for a period of 3 (Three) years and the R&D council shall meet not less than 2 times a year.

The Chairman of the R&D Council shall preside the meeting and in his absence the members present shall elect a member to preside the meeting. The Chairman R&D Council shall be a ex-officio member of the Governing Council.

The approved Minutes of the Research & Development Council shall be placed to GC for approval.

Functions of the R&D Council

- (i) Guide the formulation of the Research, Development, Test and evaluation Programmes./ projects of the Institute;
- (ii) Recommend the annual R&D budget of NIWE for approval of the Governing Council;
- (iii) Guide the establishment of the inter linkages and networking of NIWE with other R&D Institutions labs, and academic bodies as necessary to implement the approved R&D programmes of NIWE;
- (iv) To review the implementation of the R&D programmes of NIWE;
- (v) Any other function as may be assigned by the Governing Council of NIWE from time to time.

(c) Finance Committee (FC)

The Institute shall have a Finance Committee constituted by the Governing Council with the following Composition:

❖ Financial Adviser MNRE	Chairman
❖ JS (WE) / Adviser (WE) MNRE	Member
❖ Energy Secretary, GOTN Chennai	Member
❖ Director General NIWE	Member

❖ Director (WE)	MNRE	Member
❖ Director (Finance)	MNRE	Member
❖ Director (F&A)	NIWE	Member-Secretary

The terms of reference of the Finance Committee shall be as under:

- (i) To review the financial performance at regular intervals and audit and accounting reports ;
- (ii) To consider and formulate guidelines and procedures required for financial and accounts management of the Institute and to oversee/review implementation thereof;
- (iii) To consider and render advice on matters/aspects as may be referred to it by the Governing Council NIWE;
- (iv) To monitor the operations of the Corpus Fund;

The Committee may meet at least twice a year. A copy of the approved minutes of the Finance Committee shall be placed before the Governing Council for approval.

58. ACCOUNTS AND AUDIT

- (i) The Society shall cause regular accounts to be kept of all its money and properties in respect of the affairs of the National Institute of Wind Energy.
- (ii) The accounts of the Society shall be audited annually by the Auditors appointed by the Government of India, and any expenditure incurred in connection with such audit shall be payable by the Society to the Auditors.
- (iii) The auditors so appointed in connection with the audit of the accounts of the Society, shall have the same right, privileges and authority in connection with such audit as the Comptroller & Auditor General has in connection with the audit of Government accounts, and in particular shall have the right to demand production of books, vouchers and other appropriate documentation.
- (iv) The results of the audit shall be communicated by the Auditor to the Governing Council, who shall submit a copy of the Audit Report, along with its observations, to the Government of India. The Auditor shall also forward a copy of the report direct to the Government of India.

ANNUAL REPORT

59.(a) The Annual Report and the yearly accounts of the Society shall be prepared by the Governing Council, and placed before the Society at its Annual General Meetings for consideration and approval. Copies thereof, as finally approved by the Society, shall be supplied to the members of the Society. The proceedings of the Society, together with the Annual Report, shall be sent to the Government of India and to the members of the Society for information.

(b) Internal Audit

The Chairman, GC, NIWE shall set up an independent internal audit system to look into the affairs of the Institute and its final report shall be submitted to the Governing Council through Finance Committee.

DATE OF FORMATION / REGISTRATION

60. Date of formation of the Society is 18th February, 1998 and the Date of Registration is 21st March, 1998.

LEGAL ACTION

- 61.** (i) The Institute may sue or be sued in the name of the Director (F&A) in all legal proceedings.
- (ii) The members of the Governing Council of the Society shall not be personally liable for all acts done in good faith.

ALTERATION OR EXTENSION OF THE PURPOSE OF THE SOCIETY

62. With the prior approval of the Government of India, the Society may alter or extend the purpose for which it is established in accordance with the provisions of the Tamilnadu Societies Registration Act, 1975.

ALTERATION OF THE RULES

63. The prior sanction of the Government of India shall be obtained before the Rules and Regulations of the Society, or any amendments to them, are brought into force. The said rules and regulations, except the Rule 63, may be altered at any time by a Resolution passed by a majority of the members of the Society.

DISSOLUTION OF THE SOCIETY

64. The Society shall not be dissolved without the consent of the Government of India and on such dissolution the assets of the Society shall be dealt in accordance with the provisions contained in the Tamilnadu Societies Registration Act, 1975.

Certified that the above are the Rules and Regulations of the Society.

SL. NO	NAME	ADDRESS	OCCUPATION	SIGNATURE
1	Shri Swarn Singh Boparai, K.C.	Block No. 14, CGO Complex, Lodi Road, New Delhi-110003.	Secretary, MNRE	-Sd-
2	Ms. Susan Mathew	Secretariat, Fort St. George, Chennai	Secretary (Energy), Tamilnadu Govt.	-Sd-
3	Dr. T.S. Prahlad	National Aerospace Laboratory, Vimanpura (Kodihally), Bangalore	Director	-Sd-
4	Shri P.S. Das	Manak Bhavan, 9, Bahadur Shah Zafar Marg, New Delhi -110 002	Director General, Bureau of Indian Standards	-Sd-
5	Shri R.N.Srivastava	Seva Bhawan, R.K. Puram, New Delhi	Chairman, Central Electricity Authority	-Sd-
6	Shri Anup Singh	Punjab Technical University P.O. REC, Jalandhar – 144 011	Vice-Chancellor	-Sd-
7	Shri T.L.Sankar	Administrative Staff College of India, Hyderabad	Principal	-Sd-
8	Dr. Vasant Gowarikar	Pune University, Pune	Vice-Chancellor	-Sd-
9	Dr. V. Bakthavatsalam	I.R.E.D.A., Core 4A, East Court, 1 st Floor, India Habitat Centre, Lodi Road, New Delhi - 110 003	Managing Director	-Sd-
10	Shri J.S. Maini	M.N.E.S., New Delhi	Financial Adviser	-Sd-
11	Shri Ajit K. Gupta	M.N.E.S., New Delhi	Adviser & Head, Power Group	-Sd-

Witness: - 1. -Sd-
Shri B.M.L. Garg, Director,
Ministry of Non-Conventional Energy Sources,
C.G.O. Complex, Lodhi Road,
New Delhi - 110 003.

2. -Sd-
Shri K.J. Sundararajamoorthy,
Deputy General Manager, Tamil Nadu Energy Development Agency, Chennai.

The present Members of Governing Council are :

1.	The Secretary, MNRE, New Delhi	Chairman (Ex Officio)
2.	Secretary (Energy), Government of Tamilnadu, Chennai	Member (Ex Officio)
3.	Joint Secretary, [Wind Energy], MNRE, New Delhi	Member (Ex Officio)
4.	Joint Secretary and Financial Adviser, MNRE, New Delhi	Member (Ex Officio)
5.	Director General, Bureau of Indian Standards, New Delhi	Member
6.	Member Planning, Central Electricity Authority, New Delhi	Member
7.	Director, National Aerospace Laboratories, Bangalore	Member
8.	Chairman & Managing Director, IREDA, New Delhi	Member
9.	Chairman, R&D Council, C-WET	Member
10.	Chairman, IWTMA, Chennai	Member
11.	Director, National Institute of Ocean Technology, Chennai	Member
12.	Director General, NIWE, Chennai	Member-Secretary
	<u>Fellow Autonomous Bodies of MNRE</u> (i) Director, Sardar Swaran Singh National Institute of Renewable Energy (ii) Director General, National Institute of Solar Energy <u>Investors Association</u> (i) Indian Wind Power Association (ii) Wind Independent Power Producers Association (WIPPA)	SPECIAL INVITEE (In line with GC of NISE)

BYE - LAWS



नीवे NIWE

(ISO 9001:2008)

**NATIONAL INSTITUTE OF WIND ENERGY
CHENNAI**

BYE-LAWS

1. Budget Estimates, Appropriation and Re-Appropriation

Preparation of the Budget Estimation of the Society Appropriation and Re-Appropriation of funds and other related matters shall be regulated in accordance with the Scheme formulated by the Governing Council NIWE keeping in view the instructions issued by the Government of India from time to time.

2. Expenditure sanction

- (A) No expenditure from the funds of the Institute shall be incurred without the sanction of the competent authority.
- (B) The Governing Council, NIWE may delegate powers to Chairman, GC, NIWE as are considered necessary in addition to those exercised by a Secretary to the Government of India. The Chairman, GC, NIWE may delegate his powers to the Director General, NIWE and other officers of the Institute for the purpose of functional autonomy.

3. Contracts on behalf of the Society and litigations

All contracts shall be executed on behalf of the Institute by an Officer of the Institute as authorized by the Director General. The form and substance of all contracts shall be approved by the officers authorized by the Director General.

- 4. The Director (F&A) shall have the powers to file and defend suits, and sign power of attorney, pleadings and all other documents/petitions/applications to be filed in any Court/Tribunals and other proceedings on behalf of the Institute and shall have the power to compromise, settle or refer to arbitration any dispute relating to the Institute.

5. Investments

- (i) The funds of the Institute may be invested only in such manner as may be prescribed by the Governing Council NIWE without infringing the provision of Section 11 to 14 of the Income tax Act as amended from time to time.
- (ii) All investments of the funds of the Institute shall be made in the name of the Institute. All Purchases, sales or alterations of such

investments shall be effected on the authority of the Director General and all contracts transferees and other documents necessary for purchasing, selling or altering the investments of the Society funds shall be executed by an officer authorized by the GC / DG, NIWE.

6. Drawing of Funds

Fund will not be drawn from the bank except on a cheque signed and countersigned by such officers as may be duly empowered in this behalf, by Director General, NIWE.

7. Maintenance of Accounts and their Audit

The Institute shall maintain accounts as per the instructions issued from time to time for autonomous organizations and cause to lay the same on the table of both the houses of Parliament.

8. Management Committee (MC), Research and Development (R&D) Council and Finance Committee (FC)

Management Committee, Research and Development Council and Finance Committee shall be constituted as laid down in Rule 57. The Governing Council NIWE shall lay down their powers, functions and detailed procedure with regard to their meeting and conduct of business.

9. Recruitment and Promotion of Staff

Recruitment and Promotion including assessment and merit promotion in respect of all categories of the staff of the Institute shall be regulated in accordance with the detailed schemes formulated by the Governing Council of NIWE.

10. Conditions of Service

(a) The Central Civil Services [Classification, Control and Appeal] Rules and the Central Civil Services [Conduct] Rules for the time being in force shall apply so far as made applicable to the officers and establishment in the service of the Institute subject to the modifications that :

(i) Reference to the President and Government servants in the CCS (CCA) Rules shall be construed as reference to the President of the Society and Officers

and establishment in the services of the society respectively and

- (ii) Reference to Government and Government servants in the CCS (Conduct) Rules shall be construed as reference to the Society and Officers and establishment in the services of the society respectively.
- (b) Orders made in the name of the President and other offices of the society under CCS (CCA) Rules shall be authenticated by the signature of the officer designated for the purpose by the Chairman Governing Council NIWE.
- (c) The scales of pay applicable to all the employees of the society shall not be in excess of those prescribed by the Government of India for similar personnel, save in the case of Specialists.
- (d) In regard to all matters concerning service conditions of employees of the Society the Fundamental and Supplementary Rules framed by the Government of India and such other Rules and orders issued by the Government of India from time to time shall apply to the extent made applicable to the employees of the Society.
- (e) Notwithstanding anything contained in this Bye-law the Governing Council shall have the power to relax the requirement of any rule to such extent and subject to such condition as it may consider necessary.
- (f) The Governing Council may establish and maintain schemes providing for benefits to employees of the Society in Service and on Superannuation/retirement.
- (g) The Director General of the Institute shall be assisted by Director (F&A) who shall advise the Director General on all administrative and financial matters and be responsible for providing support services to all the scientific staff and bench level Scientists. The Director General shall have the power to overrule the advice of Director (F&A) after recording reasons thereof.

11. Schedule Caste / Schedule Tribe

The Government of India rules/orders issued from time to time regarding reservation of posts for SC/ST shall apply to the extent applicable in regard to appointment to posts to be made in the Institute.

12. Alteration to the Bye-Law

Any alteration in the Bye-law shall be carried out with the approval of Government of India. Further, any amendment to the instrument which influences any of the Income Tax rules / provisions shall be carried out with the approval of Director of Income Tax (Exemptions).