



PUNJAB GOVERNMENT

Punjab State E-Governance Society (PSEGS)

In the matter of Society Registration Act, XXI of 1860 being an act for the registration of Literary, Scientific and Charitable Societies

And

In the matter of Punjab State E-Governance Society (PSEGS) (hereinafter referred to as the Society) pertaining to Rules and Regulations of Society for the administration and implementation of Information Technology and E-Governance projects.

MEMORANDUM OF ASSOCIATION

1. Preamble

The primary objective of the Punjab State e-Governance Society (PSEGS) is to administer the implementation of E-Governance projects for the overall benefit of the citizens and public by setting up the necessary administrative, financial, legal and technical framework, implementation mechanism and resources in the State of Punjab. It will facilitate establishment of service centres through the district level Sukhmani Societies/ District e-Governance Societies or through other innovative solutions as way of providing public facilitation and citizen services where citizens can get various desired information and services.

It is considered expedient to provide the Society a legal entity by getting it registered under The Societies Registration Act, 1860.

2. (a) **Name:** The name of the Society shall be Punjab State E-Governance Society, (PSEGS for short).
- (b) **Office:** The Registered office of the Society shall be at Chandigarh.

3. Definitions: In this Memorandum and the Rules made under there unless the context otherwise requires:

- a. "The 'Act' means the Societies Registration Act 1860, (Punjab Amendment Act, 1957) as applied to the State of Punjab or any statutory modification thereof for the time being in force."
- b. "Board of Governors" shall mean the body which is constituted as the "Board of Governors of the Society" by the Government.
- c. The "Chairman", "Senior Vice Chairman" and "Vice Chairman" shall mean the "Chairman", "Senior Vice Chairman" and "Vice-Chairman" of the Board of Governors.
- d. GR shall mean Governance Reforms.
- e. IT shall mean Information Technology.
- f. Member means :
 - i. The ex-officio members of the society as per the constitution of the society or
 - ii. The members of society nominated by the Government as per the constitution of the society or
- g. "Member Secretary" means Member Secretary of the Board of Governors of Punjab State E-Governance Society. Director, Governance Reforms or Special Secretary, Governance Reforms, Government of Punjab shall be the ex-officio Member Secretary.
- h. "The Society" means the Punjab State E-Governance Society known by the name, style and manner of PSEGS.
- i. "State Government" shall mean the Government of Punjab in the Department of Governance Reforms or in any other way it is known as.
- j. "IT/ e-Governance experts" shall mean a specialist from the field of Information Technology/ e-Governance, computers, communication or electronics with a formal graduate degree in computers / Information Technology / communication/ electronics/ management or other related

fields with atleast 10 years of experience and can contribute his expertise & experience to achieve the objectives of the Society.

4. Objectives and functions of the Society:

- a. To take all necessary steps to promote efficiency, reduce delay; enhance accountability, transparency and objectivity in the functioning of the government.
- b. To assist the Department of Governance Reforms (GR) in formulating and implementing policies, procedures and guidelines for the adoption of Information Technology and e-governance for improvement of citizens services through various government departments & agencies and ancillary activities & services. To promote and disseminate Information Technology culture in the State so that the common man could avail the benefit of information technology and e-governance.
- c. To administer the implementation of E-Governance projects for ensuring use of Information Technology for masses. To lay down the necessary administrative, financial legal and technical framework and resources for the IT enabled Citizen Services.
- d. List and prioritise the areas for Citizen Services in consultation with the concerned Departments and take all steps for improving Citizen Services to the use of IT. To facilitate implementation of Citizen Charters framed by the other departments through the use of E-governance and IT as a tool.
- e. To workout revenue models and modalities for providing Citizen Services through use of IT on a public-private partnership model for its self sustainability and to encourage private sector initiative in IT related infrastructure and services. This would include working out all commercial modalities and revenue model including Franchise Model in citizen services.
- f. To collect revenue and to issue receipts on behalf of the various Departments and Organizations. Such receipts shall have same legal

validity as if it were an actual receipt issued by the concerned department of organization. Transfer the revenue collected to the concerned departments and organizations. Or to authorize a suitable authority, committee, sub-committee or society for these purposes on behalf of the E-Governance Society.

- g. To work with Government Departments, Private and Public Organisations and others to analyse key issues in e-Governance, identify solutions and help in developing action plans.
- h. To formulate and implement policies, procedures and guidelines for the adoption of E-Governance in the state of Punjab.
- i. To provide support to the Government departments in all interdependencies, overlaps, conflicts, standards, overreaching architecture, security, legal aspects etc. across various e-governance projects as well as shared core and support infrastructure.
- j. To facilitate inter-departmental coordination in all e-Governance related matters and to devise modalities for information sharing so as to avoid duplication of data entry, development of software and creation of e-governance infrastructure.
- k. To implement and integrate e-Governance processes across various departments.
- l. To create and maintain state wide common infrastructure required for e-Governance.
- m. To establish a service delivery platform and make it available with full international connectivity and secured access to information through Internet, Intranet, web portals, web sites, service delivery gateways, mobile governance, payment gateways, cloud computing or any other mode of communication/ connectivity/ hosting of services, applications and regulate their use in the state.

- n. To manage State Data Centre, State Wide Area Network, State Service Delivery Gateway and any other matter related to e-governance core infrastructure.
- o. To implement e-governance projects sponsored by Govt-of India under National e-Governance Program (NeGP).
- p. To implement any other e-governance project sponsored by Govt. Of India or Govt. Of Punjab from time to time.
- q. To conduct training programs for creating awareness in e-Governance among decision makers and other stake holders in the Government Departments.
- r. To work as storehouse of knowledge and best practices in e-Governance both nationally and internationally.
- s. To maintain centralized information-repository, data warehouse including state level databases, and software – library to be shared by all Departments, Institutions, Agencies and wherever possible, the general public.
- t. To simplify and modernise the storage, retrieval, transmission, distribution and exchange of information in electronic format.
- u. To work out procedures for data entry and its verification, validation, security, storage and updating on regular basis.
- v. To create and manage a cadre of professionals & for providing necessary technical and professional assistance to the Government Departments, Institutions and agencies for e-governance activities.
- w. To integrate e-Governance projects with UID for authentication and verification purposes.
- x. To buy, sell, let on hire, repair, import, export, lease, trade and otherwise deal and provide all IT resources and support, required by any Department for e-governance applications including hiring of professionals, consultancy services, procurement of hardware and

software, development of special purpose software projects involving application of Information Technology on turnkey basis.

- y. To enter into collaborations, MoUs, partnerships, agreements and contracts with Indian and/or foreign individuals, companies or other organizations for transfer, sale, purchase of equipment and for technical, financial or any other assistance for carrying out all or any of the objects of the Society.
- z. To enter into any agreement with any Government or authorities (Municipal local or otherwise) or any corporations, companies, or persons which may seem conducive to the Society's objects or any of them and to obtain from any such Government authorities, corporations, companies, societies or persons any contracts, rights, privileges and concessions which the society may think desirable and to carry out, exercise and comply with any such contracts rights, privileges and concessions.
- aa. To hire professionals, consultants and other specialized agencies as found necessary for efficient handling and conduct of the business of the society.
- bb. To provide and/ or arrange to provide all technical assistance & help to create, organise, and maintain centralised data-warehouse, departmental databases, information-repository, and software-library to be shared by all Departments, Institutions, Agencies and wherever possible, the general public. To facilitate inter-departmental coordination in all e-Governance related matters and to devise modalities for information sharing so as to avoid duplication of data entry and development of software. To enable, simplify and modernise the storage, retrieval, transmission, distribution and exchange of information in electronic format. To work out procedures for data entry and its verification, validation, security, storage and up-dation on regular basis.

- cc. To handle intellectual property rights in Information Technology/, e-Governance and other new technology areas. All the software created in any government Department would be jointly held with the Department of Governance Reforms (GR) through the Society.
- dd. To workout and notify the Standard of Service and Service Level Agreements in E-governance and IT for citizen services.
- ee. To decide upon and approve the recommendations of the Sukhmani Societies/ District e-Governance Societies and to settle disputes and issues raised by the Sukhmani Societies/District e-Governance Societies.
- ff. To take all means for the safety and security of data and to lay policies procedures guidelines and rules for achieving the objectives of security and authentication. This would include use of digital signatures and public key infrastructure.
- gg. To take all the steps necessary to fulfil the objectives of the Department of Governance Reforms, good governance for the overall benefit of the citizens and public in the State of Punjab. To do all such other lawful things as may be necessary, incidental or conducive to the attainment of the above objects.
- hh. To obtain licenses, certificates and privileges for all purposes from all persons, local authorities and the Central and State Government, to renew the same and transfer the same in favour of any person or authorities.
- ii. To lend or deposit moneys belonging to or entrusted to or at the disposal of the Society or to Sukhmani societies/ District e-Governance Societies or franchisees and other having dealings with the society with or without security, upon such terms as may be thought proper and to guarantee the performance of contracts by such persons or company provided that the Society shall not carry on banking business as defined in Banking Companies Regulation Act 1949.

- jj. To borrow and raise money with or without security or to receive money and deposit on interest or otherwise in such manner as the Society may deem fit.
- kk. To draw, issue, accept and to endorse discount and negotiate promissory notes, hundies, bills of exchange, delivery orders, warrants, warehouse, keeping, certificates and other negotiable or commercial or mercantile instruments connected with the business of the Society.
- ll. To establish and maintain any agencies and franchises in the State for the conduct of the business of the Society.
- mm. To apply for tender, purchase or otherwise require any contracts and concessions for or in relation to the construction, execution, carrying out, equipment, improvement, management, administration or control of improvement, management, administration or control of works and conveniences and to undertake, execute, carryout, dispose of or otherwise turn to account the same.
- nn. To improve, manage, work, develop, alter, exchange, lease, mortgage, turn to account, abandon or otherwise deal with all or any part to the property rights and concessions of the Society.
- oo. To let out on hire all or any of the properties of the Society including every description of apparatus appliances of the Society.
- pp. To open account or accounts with any bank or banks and to pay into and to withdraw moneys from such account or accounts.
- qq. To invest, apply for and acquire, or otherwise employ moneys belonging to or entrusted to or at the disposal of the Society upon securities and shares or without securities upon such terms as may be thought proper and from time to time and vary such transactions in such manner as the Society may think fit.
- rr. To guarantee the payment of money to guarantee become sureties for the performance of any contracts or obligations.

- ss. To create any depreciation fund, reserve fund, sinking fund, insurance fund or any special or other fund whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Society and to transfer any such fund or part thereof to any of the other funds herein mentioned.

5. Funding of Society its resources, operations and management

- a. The expenditure on e-Governance resources, IT resources, operations and management of the state-level Society would be funded mainly through the share of user charges and other income of society.
- b. The Society may approach Government of India, Government of Punjab, any financial institutions or sources for funding the project depending upon the policy at that time and the project structuring/ requirement.
- c. **Sources of income of the Society:** The Society will facilitate/ execute/ implement various E-Governance projects and also provide integrated services on behalf of various Government Departments at a service charge to be decided by the Government or the Board of Governors (BoG).
- d. **Operations and Management (O & M) of the society:** Any required operating, administrative, technical and other manpower may be hired on society rolls and on job work, contract or outsourcing basis from project to project basis Any expenditure on manpower would be met by the Society out of its own resources like the service charges collected by the Society in lieu of providing services.
- e. The income and property of the Society howsoever derived shall be applied towards the promotion of the objects thereof as set-forth in this Memorandum of Association.
- f. No part of income and property of the Society shall be paid or transferred, directly or indirectly, by way of profit, to the persons/ body who are, or, at any time, have been or shall be members of the Society

or Board of Governors or to any of them or to any persons claiming through them or any of them.

6. Board of Governors:

The names, designations and address of the members and office bearers of the Board of Governors, to whom the management of the affairs of the Society is entrusted as required under Section 2 of the Registration of Societies Act, 1860 (Act XXI of 1860) read with Punjab Amendment Act of 1957, shall be as under:

	Designation and address
Ex-officio Chairman	Minister In-Charge, Department of Governance Reforms, Punjab
Ex-officio Senior Vice Chairman	Chief Secretary, Punjab
Ex-officio Vice Chairman	Secretary, Governance Reforms, Punjab
Ex-officio Members	Principal Secretary, Finance, Punjab
	Any six Administrative Secretaries in charge of the following departments, which are part of State Mission Mode Project (SMMP) under National e-Governance Plan (NeGP): a. Revenue b. Excise & Taxation c. Transport d. Local Government e. Rural Development & Panchayat f. Information Technology g. School Education h. Health i. Agriculture j. Food, Civil Supplies and Consumer Affairs k. Police
	Managing Director, Punjab InfoTech
Member Secretary	Director, Governance Reforms, Punjab or Special Secretary, Governance Reforms, Punjab

	Designation and address
Nominated Members	Two persons to be nominated by Department of Governance Reforms from among experts in e-Governance

- 7. Rules and Regulations:** The Board of Governors is authorized to frame rules and regulations for conducting the business of the Society based on this Memorandum of Association.

RULES
OF
Punjab State E-Governance Society (PSEGS)

1. **Registered Office:** The Registered Office of the Society shall be situated at Chandigarh.
2. **Short title and commencement**
 1. This Society may be called the Punjab State E-Governance Society.
 2. These rules may be called the Punjab State E-Governance Society Rules.
 3. **Definitions:** In this Memorandum and the Rules made there under unless the context otherwise requires:-
 - (a) "The 'Act' means the Societies Registration Act 1860, (Punjab Amendment Act, 1957) as applied to the State of Punjab or any statutory modification thereof for the time being in force."
 - (b) "Board of Governors" shall mean the body which is constituted as the "Board of Governors of the Society" by the Government.
 - (c) "Executive Committee" means the Executive Committee of the society.
 - (d) The "Chairman" and Vice Chairman" shall mean the "Chairman" and "Vice-Chairman" of the Board of Governors and Executive Committee.
 - (e) GR shall mean Governance Reforms.
 - (f) IT shall mean Information Technology.
 - (g) "E-Governance" shall mean Electronic Governance, Systems, methods, policies.
 - (h) Member means :
 - i. The ex-officio members of the society as per the constitution of the society or
 - ii. The members of society nominated by the Government as per the constitution of the society or

- (i) "Member Secretary" means Member Secretary of the Board of Governors of the Punjab State E-Governance Society. Director, Governance Reforms (GR) or Special Secretary, Governance Reforms (GR) Government of Punjab shall be the ex-officio Member Secretary.
- (j) "The Society" means the Punjab State E-Governance Society known by the name, style and manner of PSEGS.
- (k) "State Government" shall mean the Government of Punjab in the Department of Governance Reforms (DGR) or in any other way it is known as.
- (l) "IT/ e-Governance experts" shall mean a specialist from the field of Information Technology/ e-Governance, computers, communication or electronics with a formal graduate degree in computers / Information Technology / communication/ electronics/ management or other related fields with atleast 10 years of experience and can contribute his expertise & experience to achieve the objectives of the Society.
- (m) "Eminent citizens" shall mean well-known, distinguished, renowned or reputed persons from the general public duly recommended by the district/ state administration.

3. Authorities of the Society: The Authorities of the Society shall consist of the following:

- a. The Board of Governors
- b. The Chairman of the Board of Governors
- c. The Senior Vice Chairman of the Board of Governors and Chairman of the Executive Committee.
- d. The Vice Chairman of the Board of Governors and the Executive Committee.
- e. The Member Secretary of the Society
- f. Apart from the Member Secretary, the officers as may be appointed by the Board of Governors from time to time shall be officers of the Society.

4. The Board of Governors :

- a. The Society shall have its **Board of Governors** as the Supreme Authority and source of all powers, functions and activities.
- b. The general superintendence, direction and control of the affairs of the Society and of its income and property shall be vested in the Board of Governors of the Society hereinafter referred to as "The Board" or "The Board of Governors".

5. Constitution of the Board of Governors

The Board of Governors of the society would comprise the following members:

Sr. No.		Designation and address
1	Ex-officio Chairman	Minister In-Charge, Department of Governance Reforms, Punjab
2	Ex-officio Senior Vice Chairman	Chief Secretary, Punjab
3	Ex-officio Vice Chairman	Secretary, Governance Reforms, Punjab
4	Ex-officio Members	Principal Secretary, Finance, Punjab
5-10		Any six Administrative Secretaries in charge of the following departments, which are part of State Mission Mode Project (SMMP) under National e-Governance Plan (NeGP) to be nominated by the Chairman: <ol style="list-style-type: none"> a. Revenue b. Excise & Taxation c. Transport d. Local Government e. Rural Development & Panchayat f. Information Technology g. School Education h. Health i. Agriculture j. Food, Civil Supplies and Consumer

		Affairs k. Police
11		Managing Director, Punjab InfoTech
12	Member Secretary	Director, Governance Reforms, Punjab or Special Secretary, Governance Reforms, Punjab
13-14	Nominated Members	Two persons to be nominated by Department of Governance Reforms from among experts in e-Governance

6. MEMBERS OF THE SOCIETY:

- a. The Society shall consist of
 - i. **All the ex-officio members** as per the provision at Sr. no. 1 to 12 of para 5 in the constitution of the Board of Governors.
 - ii. The **members nominated** by the Government as per the provision at Sr. no. 13 to 14 of para 5 in the constitution of the Board of Governors.
- b. **Termination of Membership:**
 - i. Where a person becomes a member of the Society by reason of the office or appointment he holds, his membership of the Society shall terminate when he ceases to hold that office or appointment.
 - ii. Whenever a member other than the ex-officio member, desires to resign from the membership of the Society, he shall address his resignation to the Member Secretary of the Society and submit the same to him. The membership of such person shall stand terminated from the date of his resignation.
 - iii. A nominated member of the Society may be removed by the State Government at any time, without giving any notice or compensation to such member.

7. Meeting of Board Of Governors

- a. The Board shall ordinarily meet atleast twice a year.

- b. Every meeting of the Board of Governors shall be presided over by the Chairman of the Board of Governors and in his absence, the Senior Vice Chairman, shall preside over the meeting.
- c. The Chairman or the Senior Vice-Chairman may, whenever he thinks fit, and shall, on the written requisition of not less than four members, call a special meeting of the Board of Governors.
- d. Notice and quorum for the meetings of the Society:**
 - i. Every notice calling a meeting of the Board of Governors shall state the date, time & place at which such meeting will be held and shall be served upon every member not less than 48 hours before the day & time appointed for the meeting;
 - ii. Provided that the Chairman for reasons to be recorded shall have the authority to call a special meeting on such shorter notice as he thinks fit.
 - iii. If the Chairman of the Board of Governors is unable to attend any meeting, then the Senior Vice Chairman shall preside over such a meeting.
- e. The Board of Governors can further constitute committees and sub-committees and delegate the necessary powers and authorizations to such committees for the specific purposes.
- f. **Quorum:** Seven Members, out of whom at least three must be Ex-official members, shall constitute the Quorum.

8. Conduct of Business of the Board of Governors

- a. The **Board of Governors** may function notwithstanding any vacancy in its constitution provided however, that at no time the number of vacancies shall be such that the total number of members is less than the quorum required for a meeting of the Board of Governors.
- b. **Acts and Proceedings not to be invalidated by vacancies etc:** No act or proceeding of the Board of Governors or any authority of the Society or any committee constituted under this, shall be questioned on

the ground merely of the existence of any vacancy or defect in the election, nomination or appointment of a person acting as a member thereof or any irregularity in its procedure not affecting the merits of the case.

- c. Subject to the provisions herein contained, the **Board of Governors** may, with the previous approval of the Punjab Government in the Department of Governance Reforms, frame and vary from time to time, as it thinks fit, bye-laws for the conduct of its business.
- d. In case of difference of opinion amongst the members, the opinion of the majority shall prevail.
- e. Each member of the Board, including the Chairman, shall have one vote & if there are an equal number of votes on any question to be determined by the Board, the Chairman shall, in addition, have and exercise a casting vote.
- f. Any resolution, except such as may be placed before the meeting of the Board, may be adopted by circulation among all its members, and any resolution so circulated and adopted by a majority of the Members who have given their approval, such Resolution shall be as effectual and binding as if such Resolution has been passed at a meeting of the Board, provided that in every such case, at least 5 members of the Board shall have recorded their approval to the Resolution.

9. Powers, functions, duties and responsibilities of the Board of Governors:

Subject to the Memorandum of Association and these Rules, but without prejudice to the generality of powers, the **Board of Governors** shall have the full functional autonomy and shall exercise the following **powers** and carry out the following **functions, duties and responsibilities** inter-alia:

- a. Take decision on matters of policy relating to the general superintendence, direction and control of the affairs of the Society and of its income, expenditure, assets & liabilities.

- b. Issue directions for the formulation of overall plans and policies of the Society with an aim to promote e-Governance at all levels and improve citizen service delivery in the State of Punjab.
- c. Consider and approve the overall policies of the society.
- d. Consider and approve programmes and plans of the Society..
- e. Consider and approve the annual budget of the society.
- f. Consider and approve the annual accounts and annual report of the society.
- g. Consider and approve the Rules, Regulations and Bye-laws for the conduct of the affairs of the Punjab E-Governance Society and the Sukhmani Society/ District e-Governance Society (DeGS) and to add, amend, or repeal the rules and regulation from time to time .
- h. Approve the rules and amendments therein for the fulfillment of the objects of the society.
- i. To create duly empowered administrative mechanism, through such participations, as may be deemed necessary of various departments and autonomous agencies of the central and state government, for the achievement of the objectives of the society
- j. To establish for the implementation of e-Governance projects, administrative arrangements at the divisional, district, sub-divisional, block, and Village levels, and to delegate to them the necessary powers to enable them to discharge their responsibilities.
- k. Appoint Committees or Sub-Committees, by whatever name called, comprising member(s) of the Society and such outside experts and officers of the Society as may be nominated by it for specific tasks, for the disposal of any of its business or for tendering advice on any matter pertaining to the administration and management of the Society.
- l. Delegate, to such extent as it may deem necessary, any of its powers to the Executive Committee or to any other Officers or the Committees constituted by the Board.

- m. The Board may co-opt members of the society.
- n. Acquire by gift, purchase, exchange, lease, hire or otherwise any property, movable or immovable, and to construct, improve, alter, demolish or repair buildings, space, works and constructions as may be necessary or convenient for carrying on the activities of the Society;
- o. Approve the award, prizes and medals for innovative e-Governance and citizen services applications
- p. Approve the acquisition and alienation of immovable Property by the society.
- q. The Board may accept the resignation of the nominated members.
- r. With the approval of its Board of Governors (BoG), the Society may accept contributions from statutory bodies created under the Acts of Parliament or of the State Legislature, the national and International organizations, NRIs, industry etc. for the furtherance of the objects of the Society
- s. The contribution may also be accepted from Private institutions and individuals with the approval of Board of Governors (BoG)
- t. To do all such acts and things as are incidental or conducive to the discharge of the functions and attainment of any of the objects of the Society.

10. **Assets and Funds of Society**

- (a) The capital cost and corpus fund for the smooth functioning of the society may be contributed by Government of Punjab, Government of India, contributions from Public sector undertakings, Co-operative institutions, other Public sector organizations and Financial Institutions.
- (b) **Sources of income of the Society:** The Society will implement the various EGovernance projects and also provide integrated services on behalf of various Government Departments. Therefore, any receipts of the society including the receipt through the Sukhmani Societies for citizen services/ District e-Governance Societies , will consist of the following:

- i. Payments against the bills for various services rendered by the Departments which will be transferred by the Society into the accounts of the concerned departments or agency and proper accounts would be maintained;
 - ii. The fee prescribed by concerned Department of the Government for the certain categories of service would be transferred to the concerned department for depositing the same in the Government Treasury and;
 - iii. Lastly the approved user charges for providing the service by the Society which will be retained by the Society. These user charges will be apportioned between the Punjab E-Governance Society, Sukhmani Society/ District e-Governance Societies and any other Private channel partner to be selected on open tendering basis for meeting the expenditure on account of operations, management and maintenance of the IT resources for providing the services.
- (c) The recurring expenditure of the society would be met out of the share of service charges collected through the Common Service Centres (CSCs) / Sukhmani centres or any other service delivery channels from the citizen services and other income from resources and business of the society.
- (d) For expanding the scope and coverage of E-Governance services in the State the Society may approach Government of India, Government of Punjab or any financial institutions for funding the E-Governance project depending upon the project structuring/ requirement.
- (e) The services of the Society may be used as an institutional mechanism for the facilitation/ execution of various e-Governance projects which could be either fully or partially funded/ sponsored by Government of India, Government of Punjab or other financial institutions/ resources. The execution of such projects could be facilitated through the Society and any funds allocated for such projects could be utilized through the

Punjab State e-Governance Society, District Level Society for Citizen Services or any other society. The Society would be paid a service charge for facilitating/ executing such projects as decided by the Government in the Department of Governance Reforms from time to time.

- (f) The Society may accept contributions from statutory bodies created under the Acts of Parliament or of the State Legislature, the national and International organizations, NRIs, industry. The contribution may also be accepted from Private bodies and individuals subject to the approval of its Board of Governors or its Executive Committee.
- (g) The income and property of the Society howsoever derived shall be applied towards the promotion of the objects thereof as set-forth in this Memorandum of Association.
- (h) No part of income and property of the Society shall be paid or transferred, directly or indirectly, by way of profit, to the persons/ body who are, or, at any time, have been or shall be members of the Society or Board of Governors or to any of them or to any persons claiming through them or any of them
- (i) **Operations and Management (O & M) of the society:**
 - I. The required operating, administrative, technical and other manpower may be hired on society rolls and on job work, contract or outsourcing basis from project to project basis for ensuring the efficient operation and management of the projects.
 - II. Thus the hiring of manpower for the work of the Society would not be the liability of the Government and any expenditure on such account is proposed to be met out of the service charges/ other funds available with the Society.
 - III. The Society will outsource its work on job-work basis or even totally outsource the projects depending upon the requirements of the specific project on a case to case basis.

- (j) **Vesting of the assets and funds of the Society:** The Assets of the fund shall vest with the Society.
- i. **Assets register and accounts:** The Society shall maintain Assets Register (AR) and accounts as per the common corporate practices relating to IT industry.
 - ii. **The Treasurer of Fund:** The Chief Secretary, State or any other person authorized by the Executive Committee shall be the treasurer of the funds.
 - iii. **Operation of Bank Account:** The bank accounts of the Society shall be kept in the name of the Society and shall be operated upon by the Member Secretary of the Society or any other person authorized by the Executive Committee or Member Secretary.
- (k) Objects for which the Fund of the Society could be used:
- i. The objects of the fund shall be utilized or used as approved by the Board of Governors or the Executive Committee or the Member Secretary of the Society as the case may be.
 - ii. All decisions for utilization of funds would be recorded in Executive Office Order Register (EOOR).
 - iii. Some of the indicative objects for which the funds could be used are as follows:
 - a. For formulation of State e-Governance roadmap for the state of Punjab and updating the same periodically.
 - b. For carrying out the groundwork for providing overall direction, standardization and consistency through program management of the e-Governance initiatives in the State, for both Central and State funded projects.
 - c. For creation & maintenance of State wide common infrastructure required for e-Governance e.g. Punjab Wide Area Network (PAWAN) vertical connectivity, PAWAN horizontal connectivity.
 - d. Any new scheme initiated by centre or state government or adopting any related technological change.

- e. For establishing a service delivery platform and make it available with full international connectivity and secured access to information through Internet, Intranet, web portals, web sites, service delivery gateways, mobile governance, payment gateways, cloud computing or any other mode of communication/ connectivity/ hosting of services, applications and regulate their use in the state.
- f. For creating, maintaining, updating, upgrading and managing State Data Centre, State Wide Area Network, State Service Delivery Gateway and any other matter related to e-governance core infrastructure.
- g. For creating and managing a cadre of professionals & for providing necessary technical and professional assistance to the Government Departments, Institutions and agencies for e-governance activities.
- h. For implementation of e-governance projects sponsored by Govt-of India under National e-Governance Program (NeGP).
- i. For implement of any other e-governance project sponsored by Govt. of India or Govt. of Punjab from time to time.
- j. For taking up implementations of pilot or other projects, including technology demonstrators.
- k. For conducting training programs for creating awareness in e-Governance among decision makers and other stake holders in the Government Departments.
- l. For creating storehouse of knowledge and best practices in e-Governance both nationally and internationally.
- m. For developing & maintaining centralized information-repository, data warehouse including state level databases, and software – library to be shared by all Departments, Institutions, Agencies and wherever possible, the general public.
- n. For handling intellectual property rights in the areas of e-governance.

- o. Any required operating, administrative, technical, professional and other manpower may be employed on society rolls or may be deployed on job work, contract or outsourcing basis from project to project basis at no cost to the State exchequer. Any expenditure on manpower would be met by the Society out of its own resources
 - iv. Administrative and operating expenses incurred by the Society or Committee such as salary, allowances. Traveling Allowances, honorarium and daily Allowances etc. of the staff can be legitimate charges on the funds of the Punjab State E-Governance Society in accordance with the provision of the rules of the Society.

11. Accounts and Audit

- a. The Member Secretary shall keep or cause to be kept proper books of accounts as per the standard accounting principles/practice and statutory obligations, for all transactions of receipts and payments, income and expenditure and of the property, assets and liabilities of the Society. The Annual Accounts shall be made up by the end of every financial year;
- b. The books of accounts of the Society shall be audited and certified by the Accountant General (Audit), Punjab in respect of funds provided by the Government of Punjab.
- c. The books of accounts shall also be audited and certified by a firm of Chartered Accountants as appointed by the Executive Committee or any other competent authority of the PSEGS.

12. Arbitration and Reconciliation

- a. Any dispute between two or more members of the Society or the Sukhmani Societies or District e-Governance Societies which has an impact on the society, shall be either resolved amicably or by an arbitrator as appointed by the Chairman or the Senior Vice Chairman.

13. Executive Committee of the society:

- a. The Executive Committee (EC) shall be the main functional Body of the Society and will manage the day-to-day decision making of the Society and its funds.
- b. The Chief Secretary of Punjab Government shall be Ex-officio chairman of the Executive Committee of the society.
- c. Director Governance Reforms, Government of Punjab or Special Secretary, Governance Reforms, Government of Punjab shall be the ex-officio member Secretary .
- d. Executive Committee will consist of the following members:

1	Ex-officio Chairman	Chief Secretary, Punjab
2	Ex-officio Vice Chairman	Secretary, Governance Reforms, Punjab
3-6	Ex-officio Members	Any four Administrative Secretaries in charge of the following departments, which are part of State Mission Mode Project (SMMP) under National e-Governance Plan (NeGP) to be decided by Chief Secretary: <ol style="list-style-type: none"> a. Revenue b. Excise & Taxation c. Transport d. Local Government e. Rural Development & Panchayat f. Information Technology g. School Education h. Health i. Agriculture l. Food, Civil Supplies and Consumer Affairs j. Police

7		Principal Secretary, Finance, Punjab
8		Managing Director, Punjab InfoTech
9-10		Two Deputy Commissioners of the State to be nominated
11-12	Nominated IT Experts	Two persons to be nominated by Administrative Reforms, Governance Reforms, Government Of Punjab
13	Member Secretary	Director, Governance Reforms, Punjab or Special Secretary, Governance Reforms, Punjab

14. Meeting of the Executive Committee (EC):

- a. The Executive Committee shall ordinarily meet at every quarter in a year.
- b. Every meeting of the Executive Committee shall be presided over by the Chairperson of the Executive Committee and in his absence the senior member shall preside over the meeting.
- c. The Chairperson may, whenever he thinks fit, on the written requisition of the Member-Secretary, call a special meeting of the Executive Committee.
- d. Notice and Quorum for the meeting of the Executive Committee:
 - i. Every notice calling a meeting of the Executive Committee (EC) shall state the date, time & place at which such meeting will be held and shall be served upon every member not less than 48 hours before the day& time appointed for the meeting.
 - ii. Provided that the Chairperson for reasons to be recorded shall have the authority to call a special meeting on such shorter notice as he thinks fit.

- iii. The Executive Committee (EC) can further constitute committees and sub-committees and delegate the necessary powers and authorizations to such committees for the specific purposes.
- e. **Quorum: Seven** Members, out of whom at least three must be Ex-Officio members, shall constitute the Quorum.

15. Conduct of Business of the Executive Committee:

- a. Acts and Proceedings not to be invalidated by vacancies etc.: Not act or proceeding of the Executive Committee (EC) or any authority of the Society or any committee constituted under this, shall be questioned on the ground merely on the existence of any vacancy or defect in the election, nomination or appointment of a person acting as a member thereof or any irregularity in its procedure not affecting the merits of the case.
- b. In case of difference of opinion amongst the members, the opinion of the majority shall prevail.
- c. Any resolution , except such as may be before the meeting of the Executive Committee (EC) may be adopted by circulation among all its members, and any resolution so circulated and adopted by a majority of the Members who have given their approval , such Resolution shall be as effectual and bindings as if such Resolution has been passed at a meeting of the Executive Committee(EC) , provided that in every such case, at least 50% members of the Executive Committee shall have recorded their approval to the Resolution.

16. Functions and Powers of the Executive Committee:- The affairs of the Society shall be administered, subject to the bye-laws regulations and orders of the Society, by an Executive Committee (EC)

- a. It shall be the responsibility of the Executive Committee to endeavor to achieve the objects of the Society and discharge all its functions. The Executive Committee shall exercise all administrative, financial and technical authority in this behalf; including powers to create posts of all

description and make appointments thereon in accordance with the regulations.

- b. The Executive Committee shall have under its control the management of all the affairs and funds of the society.
- c. The Executive Committee shall have the powers and responsibilities in respect of the following:-
 - a. to frame regulations with the approval of the state Government;
 - b. To frame bye-laws for the conduct of activities of the Society and furnishing its objects.
- d. The Executive Committee (EC) shall sanction expenditure for the execution of plans, and programmes of the Society as approved by Board of Governors (BoG).
- e. The Executive Committee (EC) may appoint Committees or Sub-Committees, by whatever name called, comprising member(s) of the Society and such outside experts and officers of the Society as may be nominated by it for specific tasks, for the disposal of any of its business or for tendering advice on any matter pertaining to the administration and management of the Society.
- f. Consider, frame and issue detailed regulations, instructions, guidelines, procedures and processes from time to time in conformity with the statues and rules for the fulfillment of the objects of the society.
- g. To authorize any change of procedure, limits, delegation etc. in the operation of the funds of the Society.
- h. Consider and approve the appointment of auditors of the society.
- i. Authorize the collection, payments and user charges to be charged from the general public for the delivery of citizen services on behalf of Governance Reforms and other Departments and agencies and transfer/ utilize the same in the manner prescribed subject to the overall guidelines of Punjab State e-Governance Society.

- j. Formulate and fix the user charges / facilitation charges subject to the instructions of the State Government from time to time.
- k. Fixation of remuneration and other TA/DA charges for members of various Committees and special invitees, while attending the meetings of the various Committees.
- l. Consider and approve eligibility conditions, duration, selection process etc for various types of service providers, vendors, resources including system integrators, developers, stake holders, financial collaborators, public-private partners, franchises, implementers, executors of the various e-Governance initiatives and other citizen services.
- m. Consider and frame the proposals, Request For Proposal (RFP) and other documents for the approval of the competent authority to achieve the objects of the society
- n. Consider and approve norms, guidelines and terms and conditions and service level agreements with stakeholders and franchises to establish service delivery Centres and to add to or amend them from time to time.
- o. To take necessary steps for implementing National e-Governance Plan (NeGP) and its components at the State level.
- p. To handle the projects on job-work and/or outsourcing basis for the Society, lay down terms and conditions and method of hiring such human and other Information Technology resources.
- q. Acquire by gift, purchase, exchange, lease, hire or otherwise any property, movable or immovable, and to construct, improve, alter, demolish or repair buildings, spaces, works and constructions as may be necessary or convenient for carrying out the activities of the Society.
- r. Negotiate, enter into and/or make contracts & deeds on behalf of the Society.
- s. To enter into legal and corporate agreements for and on behalf of the society and to sue and defend all legal proceedings on behalf of the society;

- t. Solicit and receive grants, gifts, donations or other contributions from the Central Government, State Government, user charges, cess, contributions, fee and funds in any other forms, provided it is approved by the Executive Committee;
- u. To issue Administrative Approvals (AA), Financial Sanctions (FS) for all project or items of work of value more than Rs. 1.00 crore (One Crore).
- v. Do all such acts and things as are incidental or conducive to the discharge of the functions and attainment of any of the objects of the Society
- w. The Executive Committee shall have the power to enter into arrangement with other public or private organizations or individuals for furtherance of its objects.
- x. The Executive Committee shall have the powers for securing and accepting endowments, grants-in-aid, donations, or gifts to the society on mutually agreed terms and conditions provided that conditions of such grant-in-aid, donations or gifts shall not be inconsistent or in conflict with the objectives of the society or with the provisions of these bye-laws.
- y. The Executive Committee shall have powers to undertake or give contract for implementation of e-Governance projects or activities required for use of the Society and to acquire IT products and services required for the discharge of the functions of the Society.
- z. The Executive Committee may delegate, to the Chairman, Member Secretary, or any of its members and / or to a Committee / group or any other officer of the Society such administrative, financial and academic powers and impose such duties as it deems proper and also prescribe limitations within which the powers and duties are to be exercised or discharged.
- aa. To take necessary steps for operation of the funds of the Society.

17. Contracts:

All contracts and other assurance shall be executed in the name of the Board of Governors and signed on their behalf by the Member Secretary of the Society or any other person duly authorized by the Board of Governors.

18. Powers, Functions & Responsibilities of the Director Governance Reforms (GR)-Cum-Member Secretary :

- a. The Member-Secretary of Board of Governors (BoG) shall act as the Member-Secretary of the Punjab State e-Governance Society (PSEGS).
- b. The Member-Secretary shall be responsible for the day-to-day functioning of the society and for providing the government services of various departments to the people.
- c. The Member-Secretary shall be responsible for implementing/ executing all decisions of Board of Governors (BoG), Executive Committee (EC). He shall also be responsible for implementing the directions of Empowered Committee on Computerization and Punjab State e-Governance Society.
- d. The Member-Secretary shall be responsible for implementing the Service Level Agreements (SLAs) in providing the Government services of various departments to the people.
- e. The Member-Secretary will record the proceedings of the meetings of the Society and of the Board of Governors (BoG), Executive Committee (EC) and maintain a proper record of these meetings in accordance with the provisions of the Bye-laws of the Society.
- f. The Member-Secretary shall be responsible for and the custodian of all the records pertaining to the Society, the funds of the Society & such other property of the society as the Board of Governors (BoG), or the Executive Committee (EC) may commit to his charge.
- g. The Member-Secretary shall have the accounts maintained in such manner as prescribed under the rules of the society, by following standard accounting principles/practices, following all type of legal obligations and the instructions of State Government from time to time.

- h. The Member-Secretary shall arrange for the annual audit in accordance with the provisions in the Rules and Byelaws of the Society.
- i. The Member-Secretary shall have such other powers & perform other duties as may be delegated or assigned to him by the Board of Governors (BoG), Executive Committee (EC).
- j. The Member-Secretary may delegate any of his powers to any of his subordinate with the approval of the Executive Committee (EC).
- k. The Member-Secretary shall manage the projects, properties or the moneys of the society, manage accounts, execute all contracts on behalf of the society and receive funds for the society through Government budget allocation, donations, grants-in-aid, contributions and raising money whenever required as per approval of the Board of Governors (BoG).
- l. The Member-Secretary shall prepare the budget relating to the administrative and operating expenses of the Society and Committee such as office expenditure, expenditure on TA/DA etc. of the members and staff which shall be a legitimate charge on the fund.
- m. The Member- Secretary shall accord Tour approvals of the staff of the Society.
- n. The Member-Secretary shall represent the society in all its legal matters jointly or through any authorized representative.
- o. To do all acts, deeds and things necessary for carrying out his functions as Member-Secretary.
- p. In the event of the post of the Member-Secretary remaining vacant or the Member-Secretary being absent or unable to perform his duties or any reason, it shall be open for the Board of Governors (BoG) or Executive Committee (EC) to direct any Officer or Officers in the service of the Society to exercise temporarily such powers & perform such functions and duties of the Member-Secretary as the Board of Governors (BoG) or Executive Committee (EC) may deem fit.

- q. The Member Secretary shall be responsible for the proper day to day administration of the Society. All other staff of the society shall be subordinate to the Member-Secretary. The Member-Secretary shall carry out the general correspondence in connection with the work assigned to him/ her by the Board of Governors (BoG) or the Executive Committee (EC) from time to time.
- r. The Member-Secretary of Board of Governor shall hire & fire the manpower for the society and other staff in accordance with Rules, regulations and bye-laws of the Society. The Member-Secretary shall represent the society in all its legal matters jointly or through any authorized representative.
- s. The Member-Secretary shall be responsible for the training and execution of all IT and e-Governance projects as approved by the Board of Governors (BoG) or the Executive Committee (EC).
- t. The Member-Secretary will have the authority to issue Administrative Approval, Financial Sanction (FS) and Technical Sanction (TS) for all IT and e-Governance projects of value upto Rs. 1.00 crore (One Crore). Any project of value more than Rs. 1.00 crore (One Crore) would require approval of the Executive Committee or the Board of Governors, as the case may be.
- u. The Member Secretary shall have full power for release of payments due under the project, sanctioned by the competent authority in the Society.

19. Withdrawal of Funds.

- 1. Withdrawal of funds from the accounts of the society shall be regulated in a manner to be determined by the Board of Governors or under its authority by the Executive Committee.
- 2. Such withdrawals shall be made by cheques on requisition (as the case may be) signed by Member-Secretary or an officer(s) authorized in this behalf by the Board of Governors or under its authority by the Executive Committee.

20. Annual report.

Annual report along with audited, certified Annual Accounts of of the Society shall be got prepared by the 31st July of every year for the immediately preceding financial year by the Member Secretary and presented to the Government of Punjab after the approval of the Board of Governors.

21. Suit by and Against the Society:

The Society may sue or be sued in the name of the Society and the Member Secretary shall have all powers to defend any suits and sue in the name of the Society either by himself or acting through agents/ officials duly appointed by the Member Secretary.

22. Powers of the State Government to Give Directions to the Society.

The State Government in the Department of Governance Reforms(GR) may give the Society such directions in regard to the grants and funds provided by the State Government, as in its opinion, are necessary or expedient for carrying out the purposes of the funds or the Society. It shall be the duty of the Society to comply with such directions.

23. Repeal and Savings.

- I. Subject to the prior approval of the Board of Governors, the Society may alter, extend or abridge any purposes for which it is established by following the procedure prescribed under these rules.
- II. These Rules may be altered by the Society with the consent of the Board of Governors at any time by a resolution passed by a majority of 2/3rd of the total members present at any meeting of the Society which shall have been convened for the purpose after giving due notice of such resolution to the Members of the Society.

24. Societies Registration Act to Apply:

All clauses of Societies Registration Act, 1860 (Punjab Amendment Act, 1957) as applied to the State of Punjab shall apply to this Society save as are appropriately and expressly amended and altered or amended by these presents and such amendments are not inconsistent with the aforesaid Act.

25. We, the following members of the Board of Governors certify that the Rules of the Society given above are correct:

	Designation and address
Ex-officio Chairman	Minister In-Charge, Department of Governance Reforms, Punjab
Ex-officio Senior Vice Chairman	Chief Secretary, Punjab
Ex-officio Vice Chairman	Secretary, Governance Reforms, Punjab
Ex-officio Members	Principal Secretary, Finance, Punjab
	Any six Administrative Secretaries in charge of the following departments, which are part of State Mission Mode Project (SMMP) under National e-Governance Plan (NeGP): <ul style="list-style-type: none"> a. Revenue b. Excise & Taxation c. Transport d. Local Government e. Rural Development & Panchayat f. Information Technology g. School Education h. Health i. Agriculture j. Food, Civil Supplies and Consumer Affairs k. Police
	Managing Director, Punjab InfoTech
Member Secretary	Director, Governance Reforms, Punjab or Special

	Secretary, Governance Reforms, Punjab
Nominated Members	Two persons to be nominated by Department of Governance Reforms from among experts in e-Governance

ANNEXURE-1

R E S O L U T I O N

It is resolved that Punjab State E-Governance Society (PSEGS) may be got registered as Society under the Act XXI of 1860 and hereinafter may be referred as the Society.

	Designation and address	Signature
Ex-officio Chairman	Minister In-Charge, Department of Governance Reforms, Punjab	
Ex-officio Senior Vice Chairman	Chief Secretary, Punjab	
Ex-officio Vice Chairman	Secretary, Governance Reforms, Punjab	
Ex-officio Members	Principal Secretary, Finance, Punjab	
	Any six Administrative Secretaries in charge of the following departments, which are part of State Mission Mode Project (SMMP) under National e-Governance Plan (NeGP): a. Revenue b. Excise & Taxation c. Transport d. Local Government e. Rural Development & Panchayat f. Information Technology g. School Education h. Health	

	Designation and address	Signature
	i. Agriculture j. Food, Civil Supplies and Consumer Affairs k. Police	
	Managing Director, Punjab InfoTech	
Member Secretary	Director, Governance Reforms, Punjab or Special Secretary, Governance Reforms, Punjab	
Nominated Members	Two persons to be nominated by Department of Governance Reforms from among experts in e-Governance	