

**MEMORANDUM OF ASSOCIATION**  
**OF**  
**INSTITUTE OF LIFE SCIENCES, BHUBANESWAR**  
*(a society registered under the Societies Registration Act, 1860)*

**(1) NAME:**

The name of the society shall be “**Institute of Life Sciences**” hereinafter referred to as the “Institute of Life Sciences”.

**(2) REGISTERED OFFICE:**

The registered office of the Institute of Life Sciences shall be situated at Bhubaneswar in the State of Orissa.

**(3) OBJECTIVES:**

The main objectives for which the Institute is established are:

- a) To conduct and promote basic and applied researches in the frontier areas of Life Sciences.
- b) To foster interaction amongst Scientists of various disciplines and to encourage them to carry out research in areas that interface between physical and biological sciences.
- c) To carry out inter-disciplinary research in collaboration with other Research Institutions, various Science Departments of Universities, Medical Colleges and Agriculture Colleges.
- d) To provide expert advice to various agencies for the application of the new findings.
- e) To organize Symposia, Workshops, Conferences and Summer Schools in frontier areas of Life Sciences for the advancement of knowledge.
- f) To collaborate with teaching Institutions for raising the level of teaching and research in Life Sciences.
- g) To provide advanced training to post – M.Sc. students leading to Ph.D. degree.
- h) To conduct refresher programmes.
- i) To accept grants, scholarships, donations, subscriptions and endowments and administer the same in fulfillment of the objectives of the Institute.
- j) To do all such other acts and take all such steps as may further all or any of the aforesaid objectives.

**(4) POWERS AND FUNCTIONS OF THE INSTITUTE :**

To carry out the aforesaid objectives and for the management of the affairs of the Institute, the Institute shall have the following powers subject to the provisions of Rules and Byelaws of the Institute:

- 4.1 To appoint and hire services or discharge/ terminate the services of the personnel and to pay them in return for the services rendered to the Institute, salaries, wages, gratuities, provident fund and other allowance, remunerations and benefits in accordance with the Rules and Byelaws of the Institute;
- 4.2 To create administrative, technical, ministerial and other posts under the Institute and to make appointments thereto in accordance with the Rules and Byelaws of the Institute;
- 4.3 To accept grants of money, securities and properties of any kind on such terms as may be expedient;
- 4.4 To invest and deal with funds and money of the Institute;
- 4.5 To raise from Banks or financial institutions, bodies corporate or any other financier or public or private entities, loans and advances with or without securities including pledge, hypothecation or mortgage of the properties and assets of the Institute; provided that prior approval in writing of the Central Government is obtained in that behalf;
- 4.6 To issue appeals and apply for money and funds in the furtherance of the objectives of the Institute and to raise or collect funds by gifts, donations, subscriptions or otherwise of cash and securities and any property either movable or immovable and to grant such rights and privileges to the donors, subscribers and other benefactors as the Institute may consider fit and proper;
- 4.7 To acquire and hold by gift, purchase, exchange, lease, hire or otherwise howsoever any property movable or immovable which may be necessary or convenient for the purpose of the Institute and to build, construct, improve, alter, demolish and repair such buildings, works and constructions as may be necessary for carrying out the objectives of the Institute;
- 4.8 To sell, mortgage, lease, exchange and otherwise transfer or dispose of all or any property, movable or immovable of the Institute for the furtherance of its objectives or any of them;

- 4.9 To accept and undertake the management of any endowment or trust fund or donation to further the objectives of the Institute;
- 4.10 To constitute such committee or committees as it may deem fit for the disposal of any business of the Society or for rendering advice in any matter pertaining to the Institute;
- 4.11 To co-operate with educational and other institutions and organizations in any part of the world, having objects wholly or partly similar to those of the Society, by exchange of faculty and generally in such manner as may be conducive to their common objectives;
- 4.12 To create patronship, affiliation and other classes of professional or honorary membership or office as the Society may consider necessary;
- 4.13 To make rules and regulations and Bye-laws for the conduct of the affairs of the Society and to add, amend, vary or rescind these from time to time; and
- 4.14 To do, perform and exercise such other powers, authorities and functions as are necessary or incidental for carrying out the aforesaid objectives.

**(5) INTERPRETATION OF THE OBJECTIVES:**

The Institute is established for public benefit and accordingly the objectives of the Institute set forth above will be interpreted in accordance with the applicable laws to mean such objectives and purposes as are regarded in law to be a public and charitable in nature.

**(6) INSTITUTE OPEN TO ALL:**

- 6.1 The Institute shall be open to all persons of whatever race, religion, creed, caste, class, gender and geographical area of the country. No test or condition shall be imposed as to religious belief or occupation in admitting or appointing members, students, teachers, and workers or in any other connection whatsoever.
- 6.2 No capitation fee shall be charged in any form in consideration for admission.
- 6.3 The Institute shall not accept any benefaction that involves conditions and obligations, which are inconsistent with the objectives of the Institute.

**(7) INCOME AND PROPERTY OF THE INSTITUTE TO BE APPLIED FOR PURSUING THE OBJECTIVES OF THE INSTITUTE ONLY:**

- 7.1 Subject to the provisions of Rules and Byelaws, the Institute is authorized:
- 7.1.1 To receive grants, donations and contributions in cash, in kind or in other forms from the Government of India, State Govts, Charitable Trusts/ Institutions, and industry within the country.
  - 7.1.2 To receive, with prior approval of the Central Govt, monetary assistance from foreign sources including international organizations for training programs, scientific research and other activities.
  - 7.1.3 To acquire by way of gift, purchase, exchange, lease, hire or otherwise howsoever any property movable and/ or immovable and to construct, develop, improve, turn to account, alter, demolish or repair buildings and structures as may be necessary or convenient for carrying out the activities of the Institute.
  - 7.1.4 For the purpose of the Institute, to draw and accept, make and endorse, discount and negotiate promissory notes, bills of exchanges, cheques or other negotiable instruments, debentures, bonds, commercial papers, debt instruments and other instruments.
  - 7.1.5 To establish, open, maintain, operate and close bank account(s), deposit account(s), and other accounts with banks, financial institutions, and other legal entities and bodies corporate;
  - 7.1.6 To invest or deposit moneys and funds of the Institute in such deposit accounts, securities, instruments and investments options as the Governing Body may approve from time to time and to withdraw, encash, transfer, sell, transpose or otherwise dispose of such deposits, securities, instruments and investments.
  - 7.1.7 For investing the funds or money of the Institute or entrusted to the Institute, to open such securities or in such manner as may from time to time be determined by the Governing Body and to sell or transpose such investments.
  - 7.1.8 To do all other such things as may be necessary, incidental or conducive to the attainment of all or any of the above objectives;
- 7.2 The income and properties of the Institute, howsoever derived, shall be applied towards promotion of the objectives of the Institute.

**(8) INCOME AND PROPERTY OF THE INSTITUTE NOT BE PAID OR DISTRIBUTED BY WAY OF PROFIT OR DIVIDEND:**

All the incomes, earnings, movable and immovable assets and properties of the Institute shall be solely utilized and applied towards the promotion of its objectives only as set forth in this Memorandum of Association. No portion of the income and property of the Institute shall be paid or distributed, directly or indirectly, by way of profit or dividend or otherwise, to persons, who are, or have been, members of the Institute or to any of them, provided that nothing herein contained shall prevent the payment in good faith of remuneration or providing any benefit to any member thereof or other persons in return for any service rendered to or on account of the Institute or for traveling, halting and other similar charges. No member of the Institute shall have, by virtue of being a member of the Institute, any right, interest or claim in any of the assets, properties, income or receivables of the Institute or make any profits.

**(9) REVIEW AND INSPECTION:**

9.1 The Central Government shall have the right to cause an inspection to be made of the Institute, its buildings, laboratories examinations, teaching and other work conducted or done by the Institute; and to cause an enquiry to be made, if considered necessary by the Central Government in respect of any matter of the Institute.

9.2 Following the inspection, the Central Government may issue directions to the Institute that shall be binding on the Institute.

**(10) MANAGEMENT OF THE INSTITUTE:**

The management of the Institute shall vest in the Governing Body. The first members of the Governing Body shall comprise all the subscribers to the Memorandum of Association, whose names and addresses are set forth in Clause 11 below. The Governing Body shall be reconstituted in accordance with the Rules of the Institute, within six months from the date of registration of the Institute as a society under the Societies Registration Act, 1860.

**(11) SUBSCRIBERS TO THE MEMORANDUM OF ASSOCIATION:**

We, the undersigned, are desirous of forming a society, namely Institute of Life Sciences, under the Societies Registration Act, 1860 in pursuance of this Memorandum of Association.

## **RULES OF NAME OF THE SOCIETY**

*(a society registered under the Societies Registration Act, 1860)*

**(1) SHORT TITLE:**

These rules shall be called the “**Rules of the Institute of Life Sciences**” (the “Rules”).

**(2) REGISTERED OFFICE OF THE INSTITUTE:**

The registered office of the **Institute of Life Sciences** shall be situated at **Bhubaneswar** in the State of Orissa.

**(3) DEFINITIONS:**

In these Rules, unless the context otherwise requires, the following expressions shall have the meaning assigned to them respectively.

“**Act**” means the Societies Registration Act, 1860 (Act No.21 of 1860), as amended or replaced or re-enacted from time to time.

“**Authorities**” means the authorities of the Institute.

“**Bye-Laws**” has the meaning assigned to it in Rule 28.

“**Central Government**” means Government of India acting through its various Ministries and Departments as per the Rules of Business.

“**Institute**” shall mean the Institute of Life Sciences.

“**Chairman**” shall mean the Chairman of the Governing Body of the Institute.

“**DBT**” means the Department of Biotechnology in the Ministry of Science and Technology in the Government of India.

“**Director**” means the Director of the Institute.

“**Society of the Institute**” means the Society of members of the Institute;

“**Governing Body**” means the Governing Body of the Institute.

“**Memorandum of Association**” or “**Memorandum**” means the memorandum of association of the Institute, as amended and replaced from time to time;

“**President**” means the President of the Institute.

“**Rules**” mean the Rules of the Institute, as amended from time to time;

“**Secretary**” means the Secretary of the Society and shall be the person referred to in Rule 11.3.5.

Words importing the singular number shall include the plural number and vice-versa. Words importing the masculine gender shall include the feminine gender.

**(4) MEMBERS:**

4.5 The Institute shall have a minimum of seven members and a maximum of not more than [fifty (50)] members.

4.5 The subscribers to the Memorandum shall be the first members of the Institute.

4.5 Unless removed earlier in accordance with these Rules, a member of the Institute, other than ex-officio member, shall continue to be a member for a period of three (3) years; from the date he has become a member of the Institute. On completion of three-year term, a member, other than ex-officio member, shall automatically vacate his office of membership of the Institute. Any person, who has served as a member of the Institute for one full term will normally not be considered for reappointment. However, in case of some special expertise or knowledge, he may be considered for reappointment for one more term after which he shall not be eligible for reappointment as a member of the Institute.

4.4 The composition of the Members of the Society of ILS will be as under :

- |  |   |                  |
|--|---|------------------|
| 1. Union Minister, Science and Technology                              | - | President        |
| 2. Chief Minister, Orissa  | - | Vice-President   |
| 3. Minister, Science & Technology, Orissa                              | - | Member           |
| 4. Secretary, Dept. of Biotechnology, Govt. of India                   | - | Member           |
| 5. Vice-Chancellor, Utkal University                                   | - | Member           |
| 6. Secretary, Science & Technology Department,<br>Government of Orissa | - | Member           |
| 7. JS & FA, Dept. of Biotechnology, Govt. of India                     | - | Member           |
| 8. Nominee, Dept. of Biotechnology, Govt. of India                     | - | Member           |
| 9. Nominee, Indian Council of Agricultural Research                    | - | Member           |
| 10. Scientist Nominated by DG, ICMR                                    | - | Member           |
| 11. Chairman – SAC, ILS  | - | Member           |
| 12. Eminent Expert, Area of Life Sciences                              | - | Member           |
| 13. Eminent Expert, Area of Life Sciences                              | - | Member           |
| 14. 2 State Level Experts<br>(Nominated by the Chief Minister, Orissa) | - | Member           |
| 15. One Professor of the Institute by rotation                         | - | Member           |
| 16. Two Representatives of NGOs/ Industry                              | - | Member           |
| 17. Director, Institute of Life Sciences                               | - | Member Secretary |

- 4.5 The provisions regarding disqualification set forth in Rule 26 of these Rules shall apply *mutates mutandis* to the members of the Institute.
- 4.6 The Institute shall keep a register of members, giving their names, addresses and occupations of the members.
- 4.7 Once in every year, a list of members of the Institute and members of the Governing Body shall be filed with the Registrar of Societies, as required under Section 4 of the Act.

**(5) AUTHORITIES OF THE INSTITUTE:**

The following shall be the authorities of the Institute:

- 1. Society of the Institute
- 2. Governing Body
- 3. Scientific Advisory Committee
- 4. Finance Committee;
- 5. Such other authorities as may be constituted/ appointed as such by the Governing Body.

**(6) SOCIETY OF THE INSTITUTE:**

- 6.1 The Society of the Institute shall comprise of all the members of the Institute referred to in Clause 4 hereof. A meeting of the Society of the Institute shall be held annually at such time, date and place as the Governing Body may decide (the “**Annual General Meeting**”).
- 6.2 The Society of the Institute shall have the following powers:
  - a) To consider and adopt the Annual Report and audited accounts of the Institute;
  - b) To lay down general policy directions consistent with the objectives of the Institute;
  - c) To issue, if necessary, directives in specific cases for better functioning of the Institute.
- 6.3 At the Annual General Meeting, the Annual Report and the Audited Accounts of the Institute, together with the Auditor’s Report thereon shall be submitted for consideration and approval by the Society of the Institute.
- 6.4 An extraordinary meeting of the Society of the Institute may be convened by the Governing Body on its own motion at any time or at the requisition of majority of members for the time being of the Institute.



- 6.5 Any requisition so made by the members of the Institute shall specify the purpose for which the extraordinary general meeting is being requisitioned. At the extraordinary general meeting, no business other than those stated in the notice of the meeting or requisition, as the case may be, shall be taken up for consideration. Excepting as otherwise provided in the Byelaws, all meetings of the Institute shall be called by notice under the signature of the Director or any other person authorized by the Governing Body.
- 6.6 Every notice convening a meeting of the Institute shall state the date, time and place at which such meeting will be held and shall be issued to every member of the Institute not less than fifteen clear days before the days before the day appointed for the meeting.
- 6.7 Any accidental omission to give notice to or the non-receipt of notice by any member shall not invalidate the proceedings at the meeting.
- 6.8 The President of the Institute shall preside over all meetings of members of the Institute. If the President is not present at any meeting, or in his absence, the Chairman of the Governing Body shall preside at such meeting. In case the Chairman of the Governing Body is also not present, or unwilling to chair the meeting, then the members present may elect any one from the members present at such meeting to chair the meeting.
- 6.9 Seven members of the Institute or fifty percent of the membership of the Institute, whichever is less, present in person, shall form a quorum at every meeting of the Society, provided that no quorum shall be required for a meeting adjourned for want of quorum.
- 6.10 Unless otherwise required by the Bye-Laws, all businesses placed before meeting of the members may be transacted by a simple majority of votes of members present and voting at such meeting. Each member shall have one vote. In case of equality of votes at any such meetings, the Chairman shall have a second or casting vote.

**(7) GOVERNING BODY:**

**7.1 POWERS AND FUNCTIONS:**

Subject to the provisions of the Act, the Memorandum, the Rules and the Bye-laws, the Governing Body shall be entitled to exercise all such powers, and to do all such acts, deeds and things as the Institute is authorized to exercise or do. Without limiting the generality of the foregoing, the Governing Body shall be the principal executive body of the Institute and shall, in addition to all powers vested in it, have the following powers namely:

- 7.1.1 The Governing Body shall generally carry out and pursue the objectives of the Institute as set forth in the Memorandum of Association. The management of all the affairs and funds of the Institute shall, for this purpose, vest in the Governing Body.
- 7.1.2 The Governing Body shall exercise all the powers of the Institute, subject nevertheless to such limitations as the Government of India may from time to time impose.
- 7.1.3 In particular and without prejudice to the provisions of these Rules and the Bye-laws, the Governing Body shall have power to:
- 7.1.3.1 Consider the annual and supplementary budgets placed before it by the Director from time to time and recommend them with such modifications as the Governing Body may think fit for being passed by the Society of the Institute.
- 7.1.3.2 Enter into contracts or engagements with the Government of India and with the State Governments and other public or private legal entities, bodies corporate, societies, trusts, firms or individuals for securing and accepting grants-in-aid, endowments, donations or gifts to the Institute, on mutually agreed terms and conditions provided that such terms and conditions, if any, shall not be contrary to, inconsistent or in conflict with the objectives of the Institute; provided that, for any such arrangement with foreign and/or international agencies or organizations, the prior approval of the Government of India shall be obtained.
- 7.1.3.3 Acquire by purchase, gifts, exchange, lease or hire or otherwise from the Government of India, State Governments and other public bodies or individuals, institutions, libraries, laboratories, immovable properties, endowments or other funds together with any attendant obligations and engagements; provided that for such transaction with any foreign and/or international agency or organization, the prior approval of the Government of India shall be obtained.
- 7.1.3.4 Appoint committees and sub-committees for such purpose and with such powers as are not inconsistent with these Rules or objectives of the Institute and for

such periods and on such terms as it may deem fit and dissolve any of them.

- 7.1.3.5 Delegate such administrative and financial powers as it may think proper to the Chairman, the Director, or such other officers of the Institute as may be considered necessary;
- 7.1.3.6 Frame amend or repeal Bye-laws, for the administration and management of the affairs of the Institute nevertheless to such limitations as the Government of India may from time to time impose and in particular to provide for the following matters:
- a) Preparation and sanction of budget estimates, sanctioning of expenditure, entering into and execution of contracts, investment of the funds of the Institute, sale or alteration of such investments and maintenance and operation of accounts and their audit;
  - b) Procedure for recruitment of officers and establishment in the service of the Institute;
  - c) Terms and tenures of appointments, emoluments, allowances, rules of discipline and other conditions of service in the establishments of the Institute;
  - d) Such other matters as may be necessary for the administration of the affairs and funds of the Institute.
- 7.1.4 To manage and administer the revenues and properties of the Institute and to conduct all administrative affairs of the Institute not otherwise specifically provided for.
- 7.1.5 To create teaching and academic posts, to determine number, qualifications and cadres thereof as per guidelines, if any, of the University Grants Commission and the emoluments of such posts in consultation with the Finance Committee.
- 7.1.6 To lay down the duties and conditions of service of members of Faculty and other academic staff maintained by the Institute, in consultation with the Academic Council.
- 7.1.7 To provide for appointment of visiting fellows and visiting professors.
- 7.1.8 To create administrative, ministerial and other posts necessary or expedient in terms of the cadres laid down or otherwise and

to make appointments thereof in consultation with the Finance Committee.

- 7.1.9 To manage and regulate the finance, accounts, investments, property, income, expenditure and all other administrative affairs of the Institute and for that purpose to appoint such agent or agents or consultants or advisors as the Governing Body may deem fit.
- 7.1.10 To entertain and adjudicate upon and, if thought fit, to redress any grievances of the students, employees, teaching and non-teaching staff members of the Institute.
- 7.1.11 To select and approve an emblem and to have a common seal for the Institute and to provide for the custody and use of such seal.
- 7.1.12 To review and revise the fees and other charges levied by the Institute;
- 7.1.13 To appoint statutory auditors and internal auditors of the Institute and to approve their terms of appointment;
- 7.1.14 To issue appeals for funds for carrying out the objectives of the Institute and consistent with the provisions of the objectives clause of the Institute, to receive grants, donations, contributions, gifts, prizes, scholarships, fees and other moneys.
- 7.1.15 To draw, make, accept, endorse, discount or negotiate cheques, drafts, bills of exchange, promissory notes, and other negotiable instruments;
- 7.1.16 To sell, lease, transfer, exchange or otherwise dispose of the whole or any part of the immovable properties of the Institute;
- 7.1.17 To purchase, take on lease or hire or hire purchase or otherwise acquire immovable or movable properties including without limitation, land, buildings, premises, equipment, apparatus, furniture, fixtures, fittings and facilities required for carrying on the operations of the Institute;
- 7.1.18 To execute deeds, documents and instruments including without limitation conveyance deed, re-conveyance deed, transfer deed, mortgages, leases, leave and licenses, bonds and other deeds, documents and instruments as may be required for purchase, lease, license or otherwise acquisition or for sale, transfer, lease,

license, mortgage or otherwise disposal of any movable or immovable assets and properties of or for the Institute;

- 7.1.19 To raise and borrow money on bonds, mortgages, promissory notes or other obligations or securities founded or based on any of the properties and assets of the Institute or without any securities and upon such terms and conditions as the Governing Body may think fit and to pay out of the funds of the Institute, all expenses, incidental to the raising of money and to repay and redeem any money borrowed.
- 7.1.20 To invest the funds of the Institute or money entrusted to the Institute in or upon such securities and in such manner as the Governing Body may deem fit and from time to time to sell, transfer or otherwise dispose of such securities and/ or transpose any such securities.
- 7.1.21 To maintain a fund to which shall be credited:
- a) All moneys provided by the Central or State Governments and/ or any other Government agency.
  - b) All fees and other charges received by the Institute.
  - c) All moneys received by the Institute as grants, gifts, donations, benefactions, bequest or transfers and
  - d) All money received by the Institute in any other manner or from any other source.
- 7.1.22 To deposit all moneys credited to the fund in scheduled banks or to invest them in consultation with the Finance Committee;
- 7.1.23 To maintain proper books of account and other relevant records and prepare annual statements of account including the Income and Expenditure Account and the Balance Sheet as on close of every financial year, in such from as may be prescribed by law as may be applicable to the Institute;
- 7.1.24 To constitute, for the benefit of the academic, technical, administrative and other staff members, in such manner and subject to such conditions as may be prescribed by the Bye-laws such insurance, provident fund, gratuity and other retirement benefit plans as the Governing Body may deem fit for the benefit of the employees of the Institute and to aid in the establishment, support and management of associations,

- 7.1.25 To delegate all or any of the powers of the Governing Body to any committee or sub-committee constituted by it or to the Director of the Institute or to any other officer of the Institute;
- 7.1.26 To establish, maintain and manage hostels for the scholars and employees of the Institute;
- 7.1.27 To approve or authorize expenditure on a project or scheme as per the approved budget or as per the policies in force from time to time for approval of such expenditure;
- 7.1.28 The Governing Body shall be principal executive body of the Institute and shall have the powers to take all necessary decisions for the smooth and efficient functioning of the Institute.

## 7.2 **COMPOSITION:**

The Governing Body shall consist of the following persons as its members:

- |     |  |   |                  |
|-----|--|---|------------------|
| 1.  | Secretary, Dept. of Biotechnology, Govt. of India                  | - | Chairperson      |
| 2.  | Vice-Chancellor, Utkal University                                  | - | Member           |
| 3.  | Secretary, Science & Technology Department,<br>Govt. of Orissa     | - | Member           |
| 4.  | JS & FA, Dept. of Biotechnology, Govt. of India                    | - | Member           |
| 5.  | Nominee, Dept. of Biotechnology, Govt. of India                    | - | Member           |
| 6.  | Nominee, Indian Council of Agricultural Research                   | - | Member           |
| 7.  | Scientist Nominated by DG, ICMR                                    | - | Member           |
| 8.  | Chairman – SAC, ILS  | - | Member           |
| 9.  | Eminent Expert, Area of Life Sciences                              | - | Member           |
| 10. | Eminent Expert, Area of Life Sciences                              | - | Member           |
| 11. | 2 State Level Experts<br>(Nominated by the Chief Minister, Orissa) | - | Member           |
| 12. | One Professor of the Institute by rotation                         | - | Member           |
| 13. | Two Representatives of NGOs/ Industry                              | - | Member           |
| 14. | Director, Institute of Life Sciences                               | - | Member Secretary |

## 7.3 **TERM OF MEMBERSHIP:**

7.3.1 A member of the Governing Body shall cease to be a member on the happening of following events:

- a) If he resigns, becomes of unsound mind, becomes insolvent or is convicted of a criminal offence involving moral turpitude, or his employer refuses to grant him permission to serve on

the Governing Body, or he goes abroad for a continuous period exceeding one year or on his death or he is in the opinion of the Governing Body hindrance to the achievements of the aims and objectives of the Institute;

- b) If he does not attend three consecutive meetings of the Governing Body, without any sufficient cause(s) or permission of the Chairman.
- c) If he suffers from any of the disqualifications set forth in Rule 18 hereof.

7.3.2 Whenever a member desires to resign from the membership of the Governing Body, he shall forward a letter containing his resignation addressed to the Chairman and his resignation shall take effect only on its acceptance by the Chairman.

7.3.3 The members and ex-members of the Governing Body shall not be entitled to any remuneration from the Institute excepting the full time Director of the Institute. The non-official members of the Governing Body or any committee appointed by it shall be paid by the Institute such traveling and daily allowances and honorarium as may be provided for in the Bye-laws.

7.3.4 Holding the membership of the Governing Body by virtue of an office held by him (ex-officio), a member shall normally attend the Governing Body meeting himself in person but in exceptional circumstances shall have the right to nominate a representative to act on his behalf at a particular meeting of the Governing Body and the representative so nominated shall be entitled to take part in the proceeding of the meeting but not to vote thereat.

7.3.5 Subject to provisions of Rule 7.3.1 above and Rule 18 below, each non ex-officio member of the Governing Body shall relinquish his membership on expiry of three years from the date of which he became a member of the Governing Body; but, subject to other provisions of these Rules, such retiring member shall be eligible for re-appointment for another one term of three years. No member of the Governing Body who has served for two terms shall be eligible for re-appointment. In case of a casual vacancy, the person appointed to fill such vacancy shall hold office for the un-expired duration of office of the member, whose office has fallen vacant.

**7.4 MEETINGS OF THE GOVERNING BODY:**

- 7.4.1 The Governing Body shall endeavour to meet at least twice a year. The meetings of the Governing Body shall be organized such that at least one meeting is held in each half year. For the purposes of this Rule 7.4.1, a year shall comprise of 12 months period commencing on first day of April each year and terminating on the 31<sup>st</sup> day of March of the following calendar year.
- 7.4.2 Every meeting of the Governing Body shall be presided over by its Chairman, and in his absence by a member chosen by the members present from amongst himself shall preside over the meeting.
- 7.4.3 The Governing Body may transact any urgent business by circulating such business to all the members of the Governing Body. Any resolution so circulated and approved by a simple majority may be put to effect to the extent or urgency of the action but the same shall be put for approval before a duly convened and held meeting of the Governing Body.
- 7.4.4 Seven members of the Governing Body, present in person, shall constitute a quorum at any meeting of the Governing Body.
- 7.4.5 Not less than fifteen days clear notice of every meeting of the Governing Body shall be given to each member. The notice shall mention the date, time and place of the meeting. The accidental omission to give notice to or the non-receipt-of notice by any member shall not invalidate the proceedings of the meetings.
- 7.4.6 The Chairman may himself call, or by a requisition in writing signed by him may require the Secretary to call, a meeting of the Governing Body at any time. On receipt of such a requisition, the Secretary shall forthwith proceed to call such a meeting.
- 7.4.7 All decisions at the Governing Body shall be made by simple majority of votes of members present and voting. Each member of the Governing Body shall have one vote. In case of equality of votes at any meetings of the Governing Body, the Chairman of the meeting shall have a second or casting vote.



**7.5 CONSTITUTION OF STANDING COMMITTEES & AD-HOC COMMITTEES BY THE GOVERNING BODY:**

7.5.1 Subject to the provision of the Rules and Bye-laws of the Institute, the Governing Body may by a resolution constitute such Committees or Sub-Committees or Co-committees or Ad-hoc Committees for such purposes and with such powers and authorities as the Governing Body may think fit and for exercising any power or powers or discharging any functions of the Institute or for inquiring into reporting and advising upon any matter of the Institute.

7.5.2 The Governing Body may appoint or co-opt such persons as members of the committees referred to in Rule 7.5.1 above.

**7.6 POWERS OF THE CENTRAL GOVERNMENT:**

7.6.1 The Government of India shall have the power to issue such directives as it may consider necessary from time to time to the Institute for the purpose of carrying out or continuing the objectives set out in the Memorandum of Association.

7.6.2 The Government of India may appoint one or more persons to review or inspect the working and progress of the Institute and to hold inquiries into the affairs thereof and to report thereon in such manner as the Government of India may decide. The Government of India may, upon receipt of such report, issue such directions as it may consider necessary in respect of any of the matter dealt within the report and the Institute shall comply with such directions.

7.6.3 The copies of the Annual Report, Annual and supplementary Budget, Bye-laws and the Audited Accounts of the Institute shall be furnished by the Institute to the Central Government which shall have power to issue necessary directions relating thereto.

**7.7 DELEGATION OF POWERS OF THE GOVERNING BODY:**

The Governing Body may by a resolution, delegate to the Director or any other officer of the Institute or to any Standing Committee or the Ad-hoc Committee such of the powers and authorities of the Governing Body as it may deem fit, subject to the condition that the action taken by the President or the Director or the officer concerned or the Standing Committee or the Ad-hoc Committee concerned in the exercise of the powers so delegated shall be reported at the next meeting of the Governing Body.

**(8) SCIENTIFIC ADVISORY COMMITTEE:**

The Scientific Advisory Committee shall consist of (i) a Chairman, who will be an eminent scientist in the relevant field, (ii) 8 reputed experts in related disciplines and (iii) the Director. The Director shall be the Member and Secretary of the Committee. It may also include three members from overseas. All the members other than the ex-officio members shall hold office for a term of two years. The rules governing the convening and conduct of the meeting of the Scientific Advisory Committee and transaction of business by the said Committee shall be set forth in the Bye-laws.

**(9) FINANCE COMMITTEE:**

**9.1 MEMBERSHIP OF THE FINANCE COMMITTEE:**

The Finance Committee shall consist of the following members:-

- |    |  |                                 |
|----|--|---------------------------------|
| 1. | Joint Secretary & Financial Advisor<br>Department of Biotechnology<br>Ministry of Science and Technology<br>Government of India, New Delhi | Chairperson, Ex-officio         |
| 2. | Director, Institute of Life Sciences   | Member, Ex-officio              |
| 3. | A nominee of the Governing Body  | Member                          |
| 4. | A representative of Dept. of Biotechnology,<br>to be nominated by Secretary, DBT   | Member                          |
| 5. | Finance & Accounts Officer<br>Institute of Life Sciences   | Member Secretary,<br>Ex-officio |

**9.2 TERM OF OFFICE:**

All the members other than the ex-officio members of the Finance Committee shall hold office for a term of three years.

**9.3 POWERS AND FUNCTIONS:**

The Finance Committee shall have the following powers and functions:

- 9.3.1 To consider in detail Annual Budget Estimates and Revised Estimates of the Institute and make recommendations thereon to the Governing Body;
- 9.3.2 To consider and approve proposals for incurring of expenditure on account of major works and purchases;

- 9.3.3 To consider proposals for creation of new posts and make recommendations to the Governing Body in keeping with the guidelines issued by the Government of India from time to time;
- 9.3.4 To consider revisions of pay scales, allowances and other terms and conditions of service of staff having financial implications and make recommendations to the Governing Body in keeping with the guidelines issued by the Government of India from time to time;
- 9.3.5 To review financial position of the Institute and make recommendations from time to time to the Governing Body;
- 9.3.6 To consider and recommend various projects and make recommendations to the Governing Body; and
- 9.3.7 To formulate and/ or approve the financial systems and controls, financial policies, expenditure authorization matrices and all other matters relating to the finance affairs.

**9.4 TERMS AND CONDITIONS:**

- 9.4.1 The Finance Committee shall meet at least twice in a financial year. Not less than 15 days notice shall be issued for a meeting of the Finance Committee. Non-receipt of notice by any member of the Committee or accidental omission in issue of notice shall not invalidate the meeting or the proceedings thereof.
- 9.4.2 The annual accounts and financial estimates shall be placed before and considered by the Finance Committee and thereafter submitted to Governing Body for approval, together with the comments of the Finance Committee;
- 9.4.3 To recommend to the Governing Body the creation of all types of posts.
- 9.4.4 The quorum for a meeting of the Finance Committee shall be presence of members representing one-third of the total number of members for the time being of the Finance Committee or two members, whichever is higher, provided always that such members shall include presence of the Financial Adviser of the Department of Biotechnology, to constitute a quorum at such meetings.
- 9.4.5 All decisions at meetings of the Finance Committee shall be made by a simple majority of votes of the members present and

voting. In case of equality of votes at any meetings, the Chairman shall have a second or casting vote.

9.4.6 The Finance Officer shall be the non-member Secretary to the Finance Committee.

9.4.7 The Finance Committee shall function in accordance with the Rules and Byelaws of the Institute and generally follow the relevant orders/ guidelines issued by the Government of India from time to time. Proposals involving expenditure of over Rs. 5.00 crores or such higher limits as may be specified by the Government of India from time to time, shall be referred to the Government of India for approval in accordance with the prescribed procedure of Expenditure Finance Committee/ Public Investment Board.

**(10) GRIEVANCE REDRESSAL MACHINERY:**

The Institute may with approval of the Governing Body appoint, in accordance with the provisions, if any, contained in the Byelaws, grievance redressal machinery for redressal of individual grievances and complaints.

**(11) PRINCIPAL OFFICERS OF THE INSTITUTE:**

11.1 The following shall be the officers of the Institute:

- a) President
- b) Director
- c) Finance Officer; and
- d) Such other officers as may be prescribed in the Bye-laws.

11.2 PRESIDENT

The Institute shall have a President, who shall be the Minister of Science and Technology or his nominee.

11.3 DIRECTOR

11.3.1 The Director of the Institute, who shall be a distinguished scientist, shall be a whole time salaried officer of the Institute and shall be appointed by the Administrative Ministry as per the Byelaws. The Director shall hold office for a term of 5 years, which term may be extended for further period or periods as per the Byelaws.

11.3.2 Subject to the supervision, direction and control of the Governing Body and the Rules and Byelaws, the Director shall have general supervision and disciplinary control over the

officers and employees of the Institute, and assign their duties and functions.

- 11.3.3 The Director shall exercise such powers and authorities as are vested in him or as may be delegated to him from time to time.
- 11.3.4 The Director shall co-ordinate and exercise general supervision over all the activities of the Institute.
- 11.3.5 The Director of the Institute shall be the Secretary of the Institute. For the purpose of Section 6 of the Societies Registration Act (XXI of 1860), the Secretary shall be considered the Principal Secretary of the Institute and the Institute may sue or be sued in the names of the Secretary of the Institute.
- 11.3.6 The Director may delegate any of his powers to any of the officers of the Institute, as per the Byelaws.
- 11.3.7 The Director shall have the power to convene or cause to be convened meetings of the various bodies of the Institute.
- 11.3.8 The Director shall have and shall be entitled to exercise all such powers and authorities as are necessary for proper management and conduct of operations of the Institute.

#### 11.4 FINANCE OFFICER

- 11.4.1 The Finance Officer shall be whole time salaried officer of the Institute and shall be appointed as per Byelaws.
- 11.4.2 The Finance Officer shall work under the supervision of the Director and is accountable to the Governing Body through the Director. He would be the Ex-officio Member Secretary of the Finance Committee. He would be an advisor to the Director for financial matters.
- 11.4.3 Subject to the control of the Governing Body to manage property and investment of Institute, he shall be responsible for the preparation of annual estimates and statements of account for submission to the Finance Committee and the Governing Body.

#### **(12) DELEGATION OF POWERS:**

Subject to the provisions of these Rules and Bye-Laws, any officer or Authority of the Institute may delegate his or its power to any other Officer or

Authority or person under their respective control and subject to the condition that the overall responsibility for exercise of the powers so delegated shall continue to rest in the Officer of Authority delegating such power.

**(13) DISPUTE AS TO MEMBERSHIP:**

If any question arises, whether any person has been duly appointed as or is entitled to be a member of any Authority or any Committee of the Institute, the matter shall be referred to the President of the Institute, whose decision thereon shall be final.

**(14) RIGHT TO GOVERNMENT OF INDIA TO INSPECT THE INSTITUTE:**

14.1 The Central Government shall have the right to cause an inspection to be made by such person or persons as it may direct, of the Institute, its buildings, fixtures and fittings, laboratories and equipment as also examinations, teaching and other work carried on or done by the Institute and, if necessary, to cause an inquiry to be made in respect of any matter connected with the administration or finances of the Institute.

14.2 Where an inspection or inquiry has been caused to be made by the Government of India, the Institute shall be entitled to appoint a representative who shall have the right to be present and to be heard at such inspection or inquiry.

14.3 The Government of India may communicate the result of such inspection or inquiry together with such advice as it may be pleased to offer as to the action to be taken by the Institute, to the Director of the Institute who shall communicate the same to Governing Body.

14.4 The Governing Body shall give proper consideration to the said communication regarding the result of inspection or inquiry and the proposals for action by the Institute and communicate to the Government of India the action, if any, which it proposes to take or has taken upon the result of such inspection or inquiry.

**(15) RESIGNATION:**

Any member of the Institute may resign by a letter addressed to the Chairman, Governing Body and the resignation shall take effect as soon as the President accepts it.

Any member other than ex-officio member of any Authority or Committee may resign by a letter addressed to the Chairman, Governing Body and the resignation shall take effect as soon as the Chairman, Governing Body accepts it.

**(16) ACTING CHAIRMAN OF THE MEETING:**

Where no provision is made for a Chairman to preside over a meeting of an Authority of the Institute or any Committee of such Authority, or if the Chairman so provided is absent, the members shall elect one from amongst themselves to preside over at such a meeting.

**(17) VALIDATION OF CERTAIN ACTS/ DECISION:**

No act or proceedings of any Authority or any body or any Committee of the Institute shall be invalid merely by reason of :

- a) Any vacancy therein or any defect in the constitution thereof, or
- b) Any defect in the nomination or appointment of a person acting as a member thereof, or
- c) Any accidental omission in issue of the notice of the meeting; or
- d) Any irregularity in conduct of the meeting or decision not affecting the merits of the case.

**(18) DISQUALIFICATION:**

- a) A person shall be disqualified for being considered for appointment as member of or holding office of member of any of the Authorities of the Institute, if he/she
  - i) Is of unsound mind; or
  - ii) If he/she is an un-discharged insolvent, or
  - iii) If he/she has been convicted by a court of law of an offence.
- b) If any question arises as to whether a person is or has been subjected to any disqualifications, the question shall be referred to the President for his decision and his decision shall be final and binding. No suite or proceedings shall lie in any civil court against such decision.

**(19) FILLING OF CASUAL VACANCIES:**

Casual vacancies among the members (other than ex-officio members) of the Institute or any Authority or any other Committee of the Institute shall be filled as soon as it may be convenient by the person or the Authority who appointed or co-opted the member whose place has become vacant. The provisions contained in these Rules shall be applicable to filling of casual vacancies. Subject to the provisions of these Rules, the person appointed or co-opted to a casual vacancy shall hold office for the remainder of the term of the member, whose office had fallen vacant.

**(20) BYE-LAWS:**

Subject to the provision of the Memorandum of Association and the Rules, the Governing Body shall have, in addition to all other powers vested in it, the powers to frame Bye-laws (the “**Byelaws**”) necessary for internal management and smooth working of the Institute and all matters incidental thereto. In framing the Byelaws, the Governing Body shall abide by any directions or orders issued by the Central Government.

Matters that may be dealt with in the Byelaws shall include, without limitation, the following:

- i) Institute of Life Sciences Recruitment & Promotion Rules;
- ii) Institute of Life Sciences Classification, Control & Appeal Rules;
- iii) Institute of Life Sciences Leave Rules;
- iv) Institute of Life Sciences Medical Attendance Rules;
- v) Institute of Life Sciences Provident Fund Rules;
- vi) Institute of Life Sciences Gratuity Rules;
- vii) Institute of Life Sciences Traveling Allowance Rules;
- viii) Institute of Life Sciences Leave Travel Concession Rules;
- ix) Institute of Life Sciences Conduct Rules.
- x) Rules for establishment of Committees, Sub-committees or Authorities, constitution of Committees/ Sub-committees/ Authorities, Membership of the Committees/ Sub-committees/ Authorities, rules governing convening and conduct of meetings of Committees/ Sub-committees/ Authorities, quorum for meetings of Committees/ Sub-committees/ Authorities, and all matters in relation thereto;
- xi) All other matters which by this Memorandum or the Rules may be provided for in the bye-laws;

**(21) INCOME & PROPERTY OF THE INSTITUTE TO BE UTILIZED FOR ITS OBJECTIVES ONLY:**

The income and property of the Institute howsoever derived shall be utilized solely for promoting the objectives of the Institute as set out in the Memorandum of Association.

To receive with prior approval of the Central Government, monetary assistance from foreign sources including international organizations for training programs, scientific research and other activities.



To receive grants, donations and contributions in cash or in other forms from the Government of India, State Governments, Charitable Trust/ Institutions and Industry within the country.

**(22) BAR ON PAYMENTS OR TRANSFERRING OF THE INCOME AND PROPERTY OF THE INSTITUTE BY WAY OF PROFIT:**

No portion of the income and property of the Institute shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to the persons who were at any time or are members of the Institute or to any of them provided that nothing herein contained shall prevent the payment in good faith remuneration to any member or other person as consideration for any service rendered to the Institute or for traveling or other allowances and such other charges.

**(23) ADJUSTMENT OF INCOME AND PROPERTY ON DISSOLUTION OF THE INSTITUTE:**

After, on the winding up or dissolution of the Institute there shall remain, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the members of the Institute or any of them but shall be transferred to other bodies in consultation with the agencies concerned who have helped in creation of those assets.

**(24) LEGAL PROCEEDINGS:**

24.1 For the purpose of Section 6 of the Registration of Societies Act, 1860, the person in whose name the Institute may sue or be sued shall be the Director of the Institute as Secretary/ Principal Secretary of the Society.

24.2 No suit or legal proceedings shall lie against the Central Government in respect of anything done or purported or intended to be done by the Institute or an Officer of the Institute or a Member of the Authority of the Institute in the pursuance of any article of Memorandum of Association or the Rules or Byelaws made there under.

**(25) ALTERATION, AMENDMENTS AND ADDITIONS IN THE RULES:**

The Rules and Byelaws of the Institute may be altered, amended and added to by the Governing Body in accordance with the provisions of the Registration Societies Act, 1860 as in force for the time being provided any such alterations, amendment and addition in the Rules of the Institute shall become effective only after receipt of concurrence of the Government of India.

**(26) FUNDS, ACCOUNTS, AUDITS AND ANNUAL REPORTS:**

26.1 The funds of the Institute shall be utilized solely for the purpose of the Institute.

- 26.2 The accounts of the Institute shall be maintained in the name of the Institute and not in the name of a particular trust or Society whether financing or sponsoring the Institute or not. The accounts of the Institute shall be kept in such forms as may be laid down by the Governing Body and shall conform to the rules, if any, prescribed by the Government of India. The accounts of the Institute will be open to examination by the Comptroller and Auditor General of the Government of India.
- 26.3 All funds belonging to the Institute or under the control of the Governing Body shall be shown separately in the accounts of the Institute.
- 26.4 Annual Reports, audited accounts and the audit reports shall be submitted to the Government of India within nine months of the closure of the accounting year for the purpose of being laid down on the Table of the Parliament.

**(27) RECORDS TO BE KEPT BY THE INSTITUTE:**

Records like proceeding register, stock register, cash book register etc, shall be maintained by the Institute and shall be properly audited annually.

**(28) ACCOUNT AND AUDIT:**

The Accounts of the Institute shall be audited by an auditor, who is a chartered accountant or by a firm of chartered accountants. The auditor shall be appointed by the Governing Body on nomination by the Central Government or from a panel of chartered accountants approved by the Central Government. The nature of audit to be applied and the detailed arrangements to be made in regard to the form of accounts and their maintenance and the presentation of Accounts for audit shall be prescribed by Byelaws to be framed by the Governing Body and approved by the Central Government.

**(29) ANNUAL REPORT:**

An Annual Report of the working of the Institute and of all works undertaken during the year shall be prepared by the Governing Body. The Annual Report together with the audited annual account of the Institute shall be presented to the Society of the Institute for its adoption at the Annual General Meeting. Thereafter, the Annual Report together with the audited annual account shall be submitted to the Government of India.

**(30) CONTINUANCE OF CERTAIN RULES:**

The Statutes, Regulations and Rules which were in force immediately before the commencement of these Rules, shall subject to such adaptations of modifications as may be made therein by the Director with the approval of the Governing Body in so far as they are not inconsistent with the provisions of

these Rules, be deemed to be Statutes, Regulations and Rules made under the appropriate provisions of these Rules.

**(31) AMENDMENT OF THE MEMORANDUM AND THE RULES:**

Any amendment in the Memorandum and the Rules may be made in accordance with the applicable provisions of the Act as applicable to the Institute.

**(32) DISSOLUTION OF THE INSTITUTE:**

If the Institute needs to be dissolved, it shall be dissolved in accordance with the provisions of the Act, as applicable to the Institute.

Certified that this is a correct copy of the Rules of Institute of Life Sciences.

*President*

*Secretary*

*Member*