

MEMORANDUM OF ASSOCIATION

1. **Name of the organization** : The name of Society shall be "**Uttar Pradesh Social Audit Sangathan**",
(hereinafter referred to as "Organization")
2. **Registered office of the Organization** : The Registered Office of the Organization will be at Lucknow and its Address is **7th Floor, PCF Building, 32-Station Road, Lucknow.**
3. **Area of the Operation** : The area of operation of the Organization shall be the State of Uttar Pradesh.
4. **Nature of Work** : Organization shall be responsible for the following namely:-
 - a. to build capacities of Gram Sabhas for conducting social audit; and towards this purpose, indentify, train and deploy suitable resource persons at village, block, district and state level, drawing from primary stakeholders and other civil society Organizations having knowledge and experience of working for the rights of the people of Uttar Pradesh.
 - b. to prepare social audit reporting formats, resource material, guidelines and manuals for the social audit process;
 - c. to create awareness amongst the labourers about their rights and entitlements under the Mahatma Gandhi National Rural Employment Guarantee Act, 2005 (hereinafter referred to as "MGNREGA").
 - d. to facilitate verification of records with primary stakeholder and work sites;
 - e. to facilitate smooth conduct of social audit Gram Sabhas for reading out and finalising decisions after due discussions; and
 - f. to host the social audit reports including action taken reports in the public domain.
5. **Objective** : The objectives of the Organization is to work towards strengthening the Social Audit Processes in Uttar Pradesh so that Social Audit become an integral part of Mahatma Gandhi National Rural Employment

Guarantee Scheme (MGNREGS) in the State of Uttar Pradesh.

The Organization shall ensure that the autonomy and purity of the Social Audit process is maintained by all stake holders.

The specific objectives of the Organization are:

- (i) to create an enabling environment for the conduct of impartial and objective Social Audits ;
- (ii) to ensure- that the Social Audit process remains autonomous from mainstream government administration as well as the implementing agency at all times;
- (iii) to be responsible for Social Audits of the MGNREGS and other Government program/schemes as and when entrusted by State Government of Uttar Pradesh;
- (vi) to work towards building grassroots capacity (both civil society and citizens) to conduct Social Audits ;
- (v) to create a resource base for conducting social audit as well as to evolve processes to conduct Social Audit; and
- (vi) to do all such things as may be necessary, incidental or conducive to the attainment of all or any objectives of the Organization.

6. Governing body of the Organization

: Names, addresses, occupation and designation of the first members of the governing body to whom by rules and regulation of the Organization the management of the affairs of the Organization is entrusted are as follows:

S.N.	Name	Post	Status in the Organization	Signature
1.	Sri Alok Ranjan	Agriculture Production Commissioner, Government of Uttar Pradesh	President (Ex-Officio)	
2.	Sri Rajive Kumar	Principal Secretary, Rural Development, Government of Uttar Pradesh.	Member (Ex-Officio)	
3.	Sri Anand Misra	Principal Secretary, Finance Government of Uttar Pradesh.	Member (Ex-Officio)	

4.	Sri Raj Pratap Singh	Principal Secretary, Planning, Government of Uttar Pradesh .	Member (Ex-Officio)
5.	Sri B.M. Meena	Principal Secretary, Panchayati Raj, Government of Uttar Pradesh .	Member (Ex-Officio)
6.	Sri Anurag Srivastava	Commissioner, Rural Development Government of Uttar Pradesh .	Member (Ex-Officio)
7.	Dr. Adarsh Singh	Rozgar Guarantee Ayukt, Rural Development Government of Uttar Pradesh .	Member (Ex-Officio)
8.	Sri Ravindra Tiwari	Director, Local Audit Fund, Uttar Pradesh	Member (Ex-Officio)
9.	Sri Shankar Singh	Director, Social Audit Uttar Pradesh	Member Secretary (Ex-Officio)

7- A copy of the rules and regulation of the Organization certified to be a correct copy by three members of the Governing Body is filed with memorandum of Association.

RULES OF THE UTTAR PRADESH SOCIAL AUDIT SANGATHAN

1. **Name and extent of the Organization** : These Rules may be called the "**Uttar Pradesh Social Audit Sangathan**" Rules, 2015 and will be applicable in the State of Uttar Pradesh.
2. **Registered office of the Organization** : The Registered Office of the Organization will be at Lucknow and its Address is **7th Floor, PCF Building, 32-Station Road, Lucknow.**
3. **Definitions** : In these Rules, unless there is anything repugnant in the subject or context
 - (a) "Act" means the Society Registration Act, 1860 (Act no. xxi of 1860);
 - (b) "Director of the Social Audit" means the Director of the Organization;
 - (c) "District Programme Coordinator" means the Collector of the district or any other district level officer of appropriate rank designated as such by Government under section-14(1) of MGNREGA for implementation of MGNREGS in a district;
 - (d) "Executive Committee" means the Executive Committee of the Organization, constituted in rule-17 of these Rules;
 - (e) "Financial Year" means the year commencing from 1st of April to the 31st of March of the following year;
 - (f) "Governing Body" means the Governing Body of the Organization constituted under rule-5 of these Rules;
 - (g) **Deleted**

- (h) "Government" means the Government of Uttar Pradesh;
- (i) "Implementing Agency" includes any department of Central Government or Government a Zila Perished, Panchayat at intermediate level, Gram Panchayat or any local authority or Government undertaking or non-Governmental Organizations authorised by Central Government or Government to undertake the implementation of any work taken up under MGNREGS.
- (j) "MGNREGA" means Mahatma Gandhi National Rural Employment Guarantee Act, 2005 (Act of 42 of 2005);
- (k) "MGNREGS" means Mahatma Gandhi National Rural Employment Guarantee Scheme;
- (l) 'Organization" means- The Uttar Pradesh Social Audit Sangathan;
- (m) "Prescribed" means prescribed under guidelines issued by the Executive Committee and approved by the Governing Body from time to time;
- (n) "Programme Officer means the Block Development Officer or an officer appointed under section-15(1) of MGNREGA for implementation of MGNREGS;
- (o) "Rules" means the Uttar Pradesh Social Audit Sangathan Rules.
- (p) "SIRD" means The State Institute of Rural Development, Bakshi-Ka-Talab, Lucknow.
- (q) "State" means the State of Uttar Pradesh'

4. Composition of the Organization
The Organization shall consist of:-

- (a) Governing Body
- (b) Executive Committee

5. GOVERNING BODY OF THE ORGANIZATION :

It shall consist of the following members:

1.	Chief Secretary, Government of Uttar Pradesh	Chairperson (Ex-Officio)
2.	Agriculture Production Commissioner, Government of Uttar Pradesh	Vice-Chairperson (Ex-Officio)
3.	Principal Secretary, Rural Development, Government of Uttar Pradesh	Member (Ex-Officio)
4.	Principal Secretary, Finance, Government of Uttar Pradesh	Member (Ex-Officio)
5.	Principal Secretary, Planning, Government of Uttar Pradesh	Member (Ex-Officio)
6.	Principal Secretary, Law, Government of Uttar Pradesh	Member (Ex-Officio)
7.	Principal Secretary, Forest, Government of Uttar Pradesh	Member (Ex-Officio)
8.	Principal Secretary, Minor Irrigation, Government of Uttar Pradesh	Member (Ex-Officio)
9.	Principal Secretary, PWD, Government of Uttar Pradesh	Member (Ex-Officio)
10.	Principal Secretary, Irrigation, Government of Uttar Pradesh	Member (Ex-Officio)
11.	Principal Secretary, Labour, Government of Uttar Pradesh	Member (Ex-Officio)
12.	Principal Secretary, Panchayati Raj, Government of Uttar Pradesh	Member (Ex-Officio)
13.	Principal Secretary, Agriculture, Government of Uttar Pradesh	Member (Ex-Officio)
14.	Principal Secretary, Land Development & Water Resources, Government of Uttar Pradesh	Member (Ex-Officio)
15.	Principal Secretary, Horticulture, Government of Uttar Pradesh	Member (Ex-Officio)
16.	Director General, Deen Dayal Upadhyay State Institute of	Member

	Rural Development , Uttar Pradesh	(Ex-Officio)
17.	Principal Accountant General (General & Social Sector Audit) Uttar Pradesh	Member (Ex-Officio)
18.	Director, Local Audit Fund, Uttar Pradesh	Member (Ex-Officio)
19.	Special Secretary, Rural Development, Government of Uttar Pradesh	Member (Ex-Officio)
20.	Commissioner, Rural Development, Uttar Pradesh	Member (Ex-Officio)
21.	Rozgar Guarantee Ayukt, Uttar Pradesh	Member (Ex-Officio)
22.	Additional Commissioner, Accounts (Commissioner, Rural Development), Uttar Pradesh	Member (Ex-Officio)
23.	Representatives of those Departments whose programmes have been covered under Social Audit but who are not members of the Governing Body	Special Invitees
24.	Director, Social Audit, Uttar Pradesh	Member Secretary (Ex-Officio)

6. In case Director, Social Audit, Uttar Pradesh is absent, a Senior Officer of the Directorate, who has held a position not below the rank of Special Secretary in Government, shall officiate as Director and accordingly act as Member Secretary of Governing Body.

7. Special Invitee Members

There would also be a provision for special invitees of the representatives of Community representatives/PRI representative to the meetings of Governing Body with the permission of the Chairpersons of Governing Body.

8. Powers & functions of Governing Body:

The Governing body shall have powers to:

- a. to undertake all activities necessary for the fulfillment of the objective of the Organization;
- b. to expand/modify the strength of its membership. Assign specific role and function to its members for carrying out the objective of the Organization. Recognize change in address related to its office and members;
- c. to add, modify or amend the Memorandum of Association and the Rules; provided that all such additions, modifications or amendments shall be aimed at promoting the objectives of the Organization;

- d. to create duly empowered administrative mechanisms through such participation as may be deemed necessary, of various departments and agencies of Central Government and Government and other Organizations for the achievement of the objectives of the Organization;
- e. to create academic, technical, administrative, managerial, training and other posts in the Directorate of Social Audit and/or within the Organization;
- f. to ratify rules and regulations for conduct of the affairs of the Organization and to amend them from time to time;
- g. to accept grants of money, securities or property of any kind and undertake and accept the management of any endowment, trust, fund or donation, not inconsistent with the objectives of Organization;
- h. to acquire movable/immovable property by purchase, lease, hire, exchange or otherwise and to construct, alter, maintain any building or buildings as may be necessary for carrying out the objectives of the Organization;
- i. to delegate to the Executive Committee or to any of the officers and authority of the Organization such powers and impose such duties as it deems proper;
- j. to approve the Annual Report, Balance Sheet and Annual Accounts of the Organization; and
- k. to undertake all such activities, form such committees/task groups as may appear necessary or incidental for the achievement of the objectives of the Organization.

9. Governing Body Meetings:

- a. Meeting of the Governing Body of the Organization shall be held at such time, date and place as may be decided by the Chairperson of Governing Body. Meeting shall be held once normally in a year. However, an emergent meeting may be called by the Chairperson of Governing-Body at any time.
- b. Meeting of the Governing Body of the Organization shall be presided over, by the Chairperson of Governing Body and in his/her absence, by the Vice-Chairperson of Governing Body.
- c. All the issues deliberated in the meeting would be decided by the majority vote. in case there is equal number of votes in favour of or against any issue, the casting vote of the Chairperson of Governing Body would decide the issue.

10. Information for Governing Body Meeting:

Except as otherwise provided in these rules, all meetings of the Governing Body shall be called on notice issued under the signature of the Member-Secretary of Governing Body. A written notice would be dispatched to every member through a messenger or by post at least ten days before the date fixed for the meeting. However, in case of emergent meeting notice may be served 3 days prior to the meeting.

11. Quorum:

The presence of one third of the members of Governing Body in a meeting of the Governing Body would constitute the-quorum of the meeting. However, no quorum would be required in case of the meeting called after the adjourned meeting.

12. **DELETED**

13. **DELETED**

14. **DELETED**

15. **DELETED**

16. **DELETED**

17. The Executive Committee of the Organization

(i) The Executive Committee shall comprise the following members –

- | | |
|---|-------------------------------------|
| 1. Principal Secretary, Rural Development, Government of Uttar Pradesh | President
(Ex-Officio) |
| 2. Secretary Finance or an officer authorised in his absence not below the rank of Special Secretary, Government of Uttar Pradesh | Member
(Ex-Officio) |
| 3. Secretary, Panchayati Raj or an officer authorised in his absence not below the rank of Special Secretary, Government of Uttar Pradesh . | Member
(Ex-Officio) |
| 4. Director General. SIRD, Bakshi-Ka-Talab, Lucknow | Member
(Ex-Officio) |
| 5. Commissioner, Rural Development, Uttar Pradesh | Member
(Ex-Officio) |
| 6. Rozgar Guarantee Ayukat, Uttar Pradesh | Member
(Ex-Officio) |
| 7. Special Secretary, Rural Development, Government of Uttar Pradesh. | Member
(Ex-Officio) |
| 8. Additional commissioner Accounts (Commissioner Rural Development), Uttar Pradesh. | Member
(Ex-Officio) |
| 9. Director, Social Audit, Uttar Pradesh. | Member
Secretary
(Ex-Officio) |

(ii) In case Director, Social Audit, Uttar Pradesh is absent, a Senior Officer of the Directorate, who has held a position not below the rank of Special Secretary in Government, shall officiate as Director and accordingly act as Member Secretary of Executive Committee .

18. Powers & Functions of the Executive Committee:

The Executive Committee shall;

- a. provide policy guidance and direction for functioning of the Organization;
- b. review project performance and undertake activities necessary for fulfillment of objective of the Organization;
- c. have power, to enter into agreements with other public or private organizations or individuals for furtherance of the objectives of the Organization;
- d. have power, to secure and accept endowments, grants-in-aid, donations or gifts to the Organization on mutually agreed terms and conditions. Provided that conditions of such grants-in-aid, donations or gift shall not be inconsistent or in conflict with the objects of the Organization or with the provisions of these Rules;
- e. have power, to take over and acquire, by purchase, gift or otherwise, from Government, and other public bodies or from private individuals, movable and immovable properties or other funds together, with any attendant obligations and engagements, not inconsistent with the objects of the Organization or with the provisions of these Rules;
- f. have power, to undertake or give contract for construction of buildings required, if any, for use of the Organization or Project, and to acquire stores and services required for the discharge of the functions of the Organization;
- g. subject to the provisions of Rules made, have power to sell or lease any movable or immovable property of the Organization provided, however, that no assets of the Organization created out of the Government grants shall, without prior approval of the Government, be disposed of encumbered upon or utilized for purposes other than those for which the grant was sanctioned;
- h. have powers, by resolution, to constitute standing/ad-hoc committees or task forces/groups, etc., required for facilitating and conducting Social Audit in MGNREGS implementation in State and decide in regard to their membership, powers, functions and liabilities;
- i. Have the powers, by resolution, to appoint Advisory Boards or other special committees for such purposes and with such powers as the Executive Committee may think fit, and to dissolve any such committee or Board at any time; and
- j. have power, to delegate to the President of Executive Committee or any of its members and/ or to a committee/ group or any officer such duties as it deems proper and also prescribe limitations within which the powers and duties so delegated shall be exercised or discharged by such member/ committee / group /officer.

- k. to provide Guidance in shaping and articulating the vision of the Organization;
- l. ensuring that the autonomy and purity of the Social .audit process and the Organization is maintained at all times;
- m. to review Annual Plans, Budgets, Audited Accounts and Annual Reports;
- n. to Undertake all activities necessary for the fulfillment of the vision and objectives of the Organization;
- o. to take corrective action if the autonomy and purity of the social audit process is being compromised;
- p. to oversee the establishment of Directorate of Social Audit;
- q. to Commission independent studies of the Social Audit processes in Uttar Pradesh; and
- r. to do all such things as may be necessary, incidental or conducive to the attainment of the objectives of the Organization.

19. Proceedings of the Executive Committee:

- a. Meetings of the Executive Committee shall be presided over by the President of Executive Committee.
- b. One-third of the members of the Executive Committee present in person shall constitute the quorum at any meeting of the Executive Committee, provided that no quorum shall be necessary in respect of an adjourned meeting.
- c. Not less than seven days notice of every meeting of the Executive Committee shall' be given to each member of the Executive Committee provided that:
 - (i) The President may call an emergency meeting at the notice of 24 hours, and
 - (ii) Any inadvertent omission to give notice of the meeting or its non receipt by any member shall not invalidate the proceedings of that meeting.
 - (iii) Every notice calling a meeting of the Executive Committee shall state the date, time and place at which such meeting will be held and shall be, except as otherwise provided in these Rules, issued under the signature of the Member-Secretary of Executive Committee.
- d. The Executive Committee shall meet as often as necessary but atleast twice in a year.
- e. Each member of the Executive Committee including the President of Executive Committee shall have one vote and if there shall be equality of votes on any question to be decided by the Executive Committee, the President shall, in addition, have a casting vote.

20. Functions & Powers of the Director, Social Audit:

- a. A Director for day to day overall management and conduct of the Organization shall be appointed by the Government.
- b. The Director, Social Audit shall be the Ex- officio Member Secretary of the Organization and Shall be responsible for proper administration of the day-to-day affairs and fund flows/financial operations of the Organization and implementation of its various activities. For the effective discharge of functions, he/she shall have powers to: -
 - (i) arrange meetings of the Governing Body and Executive Committee of the Organization and keep a record of the proceedings of these meetings and be responsible for implementation of the each decision taken in such meetings;
 - (ii) discharge such other functions as may be assigned to him/her by the Governing Body or Executive Committee of the Organization, in furtherance of the objects of the Organization;
 - (iii) constitute steering groups for each of the programme components and functional areas; Constitute task force, comprising heads of the Steering Groups, which would function as a cohesive team for the achievement of the objects of the Organization;
 - (iv) appoint consultants and resource persons in accordance with the Rules;
 - (v) prescribe, 'delegate powers and duties of all officers and staff of the Organization; and
 - (vi) exercise such supervision and disciplinary control as may be necessary Coordinate and exercise general supervision over the activities of the Organization, including branches and units setup at the district and other lower levels.

21. Process for conducting social audit:-

- (1) The Organization shall, at the beginning of the year, frame an annual calender to conduct at least one social audit in each Gram Panchayat every six months and a copy of the calender shall be sent to all the District Programme Coordinators for making necessary arrangements.
- (2) For facilitating conduct of social audit by Gram Sabha, the resource persons deployed by Organization along with primary stakeholders shall verify-
 - (i) the muster rolls, entry and payments made in the specified time period, by contacting the wage seekers whose names are entered in such muster rolls;

- (ii) the work site and assess the quantity with reference to records and also quality of work done;
 - (iii) the cash book, bank statements and other financial records to verify the correctness and reliability of financial reporting;
 - (iv) the invoices, bills, vouchers or other related records used for procurement of materials to testify such procurement was as per the estimate, as per procedure laid down and was economical;
 - (v) any other payment made by the Implementing Agency from the funds of the MGNREGS.
- (3) The social audit reports shall be prepared in local language by the Organization and displayed on the notice board of the Gram Panchayat.
- (4) The action taken report relating to the previous social audit shall be read out at the beginning of the meeting of each social audit.

22. Organization shall conduct Social Audit according to provisions of MGNREGA.

23. Funds of the Organization:

The funds of the Organization shall consist of the following:

- a. (i) Grants-in-aid and/or loan, assistance received from the Government of India and or the Government for furtherance of the objective of the Organization.
- (ii) Contribution from other sources.
- (iii) income from the assets of the Organization.
- (iv) Receipts from other sources and
- (v) Grant, donation, loan or assistance of any kind from any external agencies with prior approval of the Central Government/Government.
- b. (i) Separate Bank Account/Accounts of the Organization shall be opened in Nationalised Bank. The account of the Organization shall be operated by the joint signature of the Additional Director, Social Audit & Additional Director (Finance) of the Organization.

(ii) All funds shall be paid into the Organization account with the Nationalised bank, and shall not be withdrawn except through a cheque.

(iii) Mode of payment or disbursement of funds from the organization's account may be through cheque, demand draft, or otherwise, as prescribed by the financial rules.

24. Account and Audit:

- a. The Organization shall maintain proper accounts and other relevant records, and shall prepare annual accounts comprising the Receipts and Payment accounts, statement of liabilities in such form as may be prescribed by the Registrar of Societies or the Government in accordance With the Rules, subject to the conditions that in respect of grants from the Central Government, directions of the Central Government Shall also be adhered to.
- b. The accounts of the Organization shall be audited annually by Chartered Accountant, and in accordance with the provisions of the Act.
- c. The audited accounts shall be placed before - the Governing Body of the Organization, which will submit a copy of the Audit Report to the Government. The accounts of the Organization shall also be subject to the provisions the Comptroller and Auditor General (Duties, Powers and Condition Service) Act, 1971, as amended from time to time

25. Annual Reports:

The Annual Report on the working of the Organization and the work undertaken by it during the year together with the Balance Sheet, Audited Account and Auditor's Report shall be prepared and presented to the Executive Committee and to the annual Governing body meeting of the Organization each year. After approval by the Organization these shall be submitted to the Government.

26. Regulations:

The Organization may make Regulations providing for the following matters;

- a. Service matter pertaining to officers and staff, including creation of posts, setting of qualifications, selection procedure, service conditions, pay and emoluments, discipline and control rules. T.A. and D.A. rules, etc.

- b. Important financial aspects including formulation of budget, procurement procedures, delegation of financial powers, investment of funds: maintenance of accounts and audit, etc., and
- c. All such other matters as may be necessary-for the furtherance of the objects and the proper administration of the affairs of the Organization, provided that;
 - (i) In the management structure, staff, which may devolve permanent liability on the Government, shall not be appointed.
 - (ii) Till such time as the Organization formulates its own set of regulation, decisions by the President of Executive Committee in all such matters will be carried out.
 - (iii) Consideration of financial propriety and prudence shall be kept in view,

27-Amendments of Rules & Regulations:

- a. Amendments to these Rules shall be effected by the Governing Body of the Organization, by a majority of not less than half of the total members present and voting. However, all amendments will be applicable upon their registration under the Act.
- b. With the approval of the Government, the Organization may alter, extend, or abridge the purpose for which it is established, or amalgamate itself either wholly or partly with any other Society in accordance with the provisions of the Act.

28- Roll of Members:

The Organization shall keep a Roll of Members and every Members of Organization shall sign the roll and state therein his occupation and address. No person shall be deemed to be a member of Organization unless he has signed the Roll as aforesaid.

29. Legal Procedures:

- (i) The Organization shall sue and be sued against in all legal proceedings in the name of the member-Secretary of Governing Body.
- (ii) All contracts by or on behalf of the Organization shall be in the name of the Organization and shall be signed by the Member-Secretary of the Governing Body of the Organization.

(iii) Minutes-of the meeting shall be prepared by the Member-Secretary of the Executive Committee or Governing Body of the Organization, as the case may be. The minutes shall be placed for confirmation at the next meeting of Governing Body or Executive Committee as the case may be. After its confirmation, the same shall be recorded in Minute Book.

30. Maintenance of Records:

The Member-Secretary of Executive Committee shall be responsible to ensure proper maintenance of all records like membership register, minute's book, cash book and ledger, stock book, attendance register for office staff and meetings receipt/voucher of financial transaction etc.

31. Authentication-

All orders and decision of Governing Body or Executive Committee shall be authenticated by the signature of the concerned Member-Secretary.

32. Delegation of Powers:

- a. The powers delegated will be exercised as per the conditions laid down in the delegation orders and Rules and Regulations.
- b. The Director, Social Audit, Uttar Pradesh will exercise all the powers of head of the department of the Government.
- c. The powers delegated to a lower authority can be exercised by a higher authority.
- d. Further detailed regulations and procedures may be laid down by specific work groups/committees as may be constituted under these Rules.
- e. MGNREGS being a Centrally Funded Scheme, for the procedures regarding incurring of expenditures and project administration, the rules framed by MORD, GOI will form the basis of all the activities.

33. Common Seal: The Organization shall have a common seal.

34. Dissolution:

- (i) If the Organization needs to be dissolved, it shall be dissolved as per provisions of Act. per
- (ii) If, on the winding up or dissolution of the Organization, there shall remain, after the satisfaction of all debts and liabilities, any property whatsoever, the same shall not be paid to, or distributed amongst the members of the Organization or any one of them, but shall accrue to the Government, which will decide about its utilization.

A copy of the Rules of the Organization certified to be a correct copy by three members of Governing Body is filed with Memorandum of Association of Organization.