

# BYE LAWS

Revised January 2020



**RHAND**  
**Credit Union**  
Co-operative Society Limited

## **TABLE OF CONTENTS**

<b>1. INTERPRETATION</b>	<b>3</b>
2. NAME, REGISTERED ADDRESS & AREA OF OPERATIONS	4
<b>3. OBJECTIVES</b>	<b>4</b>
4. MEMBERSHIP	6
<b>5. LIABILITY OF MEMBERS</b>	<b>8</b>
6. COMPOSITION OF CAPITAL	9
<b>7. SHARES</b>	<b>9</b>
8. DEPOSITS	10
<b>9. INVESTMENTS</b>	<b>11</b>
10. APPLICATION OF FUNDS	11
<b>11. LIEN</b>	<b>12</b>
12. SURPLUS	12
<b>13. STATEMENTS OF ACCOUNTS</b>	<b>13</b>
14. NOMINATIONS	14
<b>15. GENERAL MEETINGS</b>	<b>15</b>
16. MOTIONS	20
<b>17. NOMINATIONS COMMITTEE</b>	<b>20</b>
18. BOARD OF DIRECTORS	21
<b>19. EXECUTIVE COMMITTEE AND POWER OF THE COMMISSIONER</b>	<b>25</b>
20. DUTIES OF OFFICERS	26
<b>21. EDUCATION COMMITTEE</b>	<b>27</b>
22. LOANS	28
<b>23. CREDIT COMMITTEE</b>	<b>30</b>
24. SUPERVISORY COMMITTEE	32
<b>25. GENERAL RULES FOR THE BOARD AND COMMITTEES</b>	<b>35</b>
26. FINANCIAL YEAR	38
<b>27. SEAL</b>	<b>38</b>
28. AUDIT	39
<b>29. AMENDMENTS</b>	<b>39</b>
30. RESERVE FUND	40



**BYE-LAWS OF  
RHAND CREDIT UNION  
CO-OPERATIVE SOCIETY LIMITED**

**1. INTERPRETATION**

a. In these Bye-Laws, unless the context otherwise requires:

i. "The Act" means the Co-operative Societies Act, 1971, Chapter 81:03, and any amendments thereto;

ii. "The Board" means the Board of Directors;

iii. The "Commissioner" means the Commissioner for Co-operative Development;

iv. "Delinquent member" means a member who is in default in the repayment of a loan or the payment of an installment in respect of a loan;

v. "Inactive member" means a member who has not purchased the equivalent of a minimum of twelve (12) shares during the preceding twelve-month (12) period.

vi. "Member in good standing" means a member who is neither delinquent nor inactive;

vii. "The Regulations" means the Co-operative Societies Regulations, 1971, and any amendments thereto;

viii. "The Rules" means the Rules as provided for in Bye-Law No. 18 (d) (xiv);

ix. "The Society" means the RHAND Credit Union Co-operative Society Limited and;

- x. Add “the member” anywhere “he”, “his”, or “him” appear as the case may be.
- b. These Bye-Laws are supplementary to the provisions of the Act and the Regulations made thereunder and shall be read and construed so as to be in conformity with the Act and the Regulations.

## **2. NAME, REGISTERED ADDRESS & AREA OF OPERATIONS**

- a. The Society shall be called “RHAND Credit Union Co-operative Society Limited”. The registered address shall be 57-61 Abercromby Street, Port of Spain or such other place as the Board may from time to time decide. In the event of any change of the registered address notice of such change shall be sent to the Commissioner within thirty (30) days.
- b. The area of operations shall be Trinidad and Tobago.

## **3. OBJECTIVES**

The objects of the Society shall be:

- a. The promotion of the economic and social welfare of its members by:
  - i. promoting thrift and savings among its members;
  - ii. providing loans to members upon such terms and conditions as agreed by the Board for provident and productive purposes including loans on mortgage of freehold or leasehold property;
  - iii. (1) providing insurance coverage for shares;  
(2) providing a benefit by protecting the members’ estate

against loans outstanding in his/her name at RHAND Credit Union;

With reference to (iii) (1) and (iii) (2), the limit will be determined by Board Policy from time to time.

- iv.** purchasing and developing residential lands for resale to members;
  - v.** purchasing and developing residential lands and constructing homes thereon for sale, lease or rent to members;
  - vi.** providing other services for the promotion of the economic welfare of members as may be approved in general meeting;
- b.** To encourage the spirit and practice of thrift, self-help and co-operation among members and to promote the development of co-operative ideas by:
- i.** educating members in co-operative principles and practices;
  - ii.** affiliating or collaborating with any other co-operative society or organization.
- c. i.** To hold, purchase, acquire any interest in and exercise all privileges of ownership over any freehold or leasehold land as may be necessary or suitable for the conduct and operation of its business or for the carrying out of any of its objects and may, subject to the term of the conveyance or lease, sell, exchange, mortgage, lease, build upon, or alter, pull down or re-build buildings upon any such freehold or leasehold land.

- ii. To rent land and may, subject to the terms of the tenancy, transfer, assign, sublet or build upon, or alter, pull down or re-build buildings upon any such land.
- d. To do all such lawful things incidental or conducive to the attainment of the objects and exercise of the powers of the Society.

#### **4. MEMBERSHIP**

##### **a. Qualification**

Subject to Bye-Law 15 (a) and Bye-Law 25 (a) the following persons are eligible to apply for membership:

- i. A person who is employed or who holds a salaried post in the Public Service, a Statutory Authority or such other quasi-governmental body as the Board may from time to time determine.
- ii. An employee of the Society.
- iii. A spouse of a member
- iv. A child who had attained his/her tenth birthday
- v. A nominee or beneficiary of a deceased member.

##### **b. Admission**

- i. A person who satisfies the requirements set out in Bye-Law 4 (a) may apply for admission to membership in the Society.
- ii. An application under Bye-Law 4 (b) (i) shall be made on

the prescribed form addressed to the Secretary and shall be signed by the applicant and by at least one member who is in good standing.

iii. At the submission of the application, the applicant shall pay-

(1) a non-refundable processing fee as the Board may from time to time prescribe; and

(2) for the cost of one full share in the Society which the Society shall refund to the applicant if the application is unsuccessful.

iv. The Board shall consider the application and its decision shall be final.

#### **c. Termination**

Subject to these Bye-Laws, a person admitted to membership shall enjoy full rights of membership and shall continue to be a member until his or her death or insanity, or resignation or expulsion in accordance with these Bye-Laws.

#### **d. Resignation**

A member shall have the right to resign from the Society provided that the member is not indebted to the Society directly or indirectly.

#### **e. Suspension and Expulsion**

i. The Board may, by a two-thirds (2/3) majority vote of its members present at a meeting convened for the purpose, suspend or expel from the Society any member who has acted in any manner contrary to the best interest of the Society. A concise statement in writing of the grounds alleged



for such suspension or expulsion must first have been served upon the member who must also have been given a reasonable opportunity of being heard in his own defense.

ii. An appeal against the finding of the Board may be made by the member in writing to the Secretary within fifteen (15) days after the suspension or expulsion notice has been served. A General Meeting shall be called within ninety (90) days for the purpose of hearing the appeal and a majority of the members present at the General Meeting may confirm or disallow the suspension or expulsion of the appellant.

iii. If the appellant is dissatisfied with the decision of the General Meeting he/she may proceed in accordance with the provisions of Section 67 of the Act.

iv. Subject to Bye-Law 4 (e) (i) to (iii), the suspension shall be on such terms and conditions as the Board shall determine.

## **5. LIABILITY OF MEMBERS**

a. The liability of a member for debts of the Society shall be limited to his share capital.

b. The liability of a past member for the debts of the Society as they existed at the time when the member ceased to be a member, shall continue for a period of two (2) years from the date of the member's ceasing to be a member.

c. The estate of a deceased member shall be liable for a period of two (2) years from the date of the member's decease for the debts of the Society as they existed at the time of the member's death.

## **6. COMPOSITION OF CAPITAL**

The Capital of the Society shall include the following:

- a.** Shares – an unlimited number as contributed by members.
- b.** Deposits – Savings Deposits which can be withdrawn at any time subject to the notice required by the Board.  
Fixed Deposits which shall be for specific periods.
- c.** Any sums capitalised from the annual surplus of the Society with the authority of the General Meeting.
- d.** Loans – which may be accepted from members and/or non-members which include the Credit Union Bank and other commercial banks.

Loans and Deposits, whether from members and/or non-members shall be subject to the maximum liability fixed by members at a General Meeting and approved by the Commissioner.

## **7. SHARES**

### **a. Value**

Shares shall be valued at five dollars (\$5.00) each and shall be paid for by payroll deduction or directly to the Society.

### **b. Transfer**

- i.** Subject to these Bye-Laws, the Regulations and the Act, a member may on the prescribed form make application to the Board to transfer a portion or all of the shares of the member to another member of the Society.

ii. The Board may grant the application to transfer any share subject to such terms and conditions, including terms for the repayment of any indebtedness of the member, as it may deem fit.

iii. No transfer of shares shall be effected without an order of the Board and no transfer shall be valid and effective until it has been registered by the Society.

iv. All share transactions shall be at par value.

v. If the whereabouts of any member are not known to the Society and no claim is made within one (1) year from the date of the member's last transaction with the Society, the Board may transfer that member's shares and interest after deducting any sum due to the Society to an Unclaimed Share Account. Any sums remaining unclaimed in this account for three (3) years may be transferred to the Reserve Fund.

### **c. Withdrawal**

A member may withdraw any portion of the member's share capital not otherwise pledged to the Society on demand, except that the Board may require notice of a period not exceeding six (6) months of the member's intention to withdraw the whole or any part of the amount paid by the member on the member's share account.

## **8. DEPOSITS**

a. A member may deposit money in sums of not less than one dollar (\$1.00) at any one time to an account hereinafter referred to as a Deposit account.

- b. Interest shall accrue on such Deposit account at a rate determined by the Board and will be credited to such account at a time and in a manner fixed by the Board provided, however, that no interest shall be paid on fractional parts of one dollar (\$1.00).
- c. The Board may require a member wanting to make a withdrawal to give a written notice not exceeding seven (7) days for each withdrawal.

## **9. INVESTMENTS**

- a. The Society may invest or deposit its funds:
  - i. in any bank approved by the Commissioner, or
  - ii. in any securities issued or guaranteed by the Government; or
  - iii. in shares or on the security of any other society, provided that no such investment shall be made in the shares of any society other than one with limited liability; or
  - iv. in any other manner permitted by the Commissioner.

## **10. APPLICATION OF FUNDS**

- a. The funds of the Society shall be used for achieving the stated objects.
- b. The Society may use its funds to hold, purchase, take or lease in its own name any lands, and may sell, exchange, mortgage, lease or build upon the same, or grant the same, with power to alter and pull down buildings and again rebuild.

## **11. LIEN**

The Society shall have a lien on the shares, deposits and dividends of a member for any sum due to the Society by such member or for any loans endorsed by the member.

For the purpose of enforcing a lien, the Board may transfer to a member, or to a person having the necessary qualifications for membership, the shares, deposits and dividends, the subject of such lien in such manner as it thinks fit; but no such transfer shall be made until notice in writing of the intention to transfer shall have been served on such member and default shall have been made by the member in the payment of such money for thirty (30) days after the service of such notice. The proceeds of such sale shall be applied in or towards the payment of such monies and the residue, if any, paid to the defaulting member.

## **12. SURPLUS**

### **a. Distribution**

Out of the net surplus of the Society, ten per cent (10%) shall be credited to the Reserve Fund and not less than five percent (5%) to an Education Fund. From the remaining net surplus, the General Meeting shall have the power to approve the following payments, subject to the recommendations of the Board and Bye-Law 15 (h) (ix) of these Bye-Laws:

i. A dividend on shares.

ii. A bonus (rebate or patronage refund) on interest paid by members. The Society shall apply such bonus (rebate or patronage refund) to a member's accounts in the following order:

(a) Towards any loan interest outstanding;

- (b) Towards any loan principal outstanding; and
- (c) To a member's share account.

iii. Honorarium to such officers or other persons being members of the Society as the Board may recommend.

iv. Payment into such Fund or Funds as may be approved at the General Meeting on the recommendation of the Board.

v. The balance of the net surplus may be used at the discretion of the General Meeting for the constitution of a Dividend Equalisation Fund, Special Reserve Fund, Educational Fund, Building Fund or carried forward to the succeeding year.

b. Subject to this Bye-Law, the Society shall credit any dividend or bonus declared to a member's share account or to such account as the Board may from time to time determine.

### **13. STATEMENTS OF ACCOUNTS**

RHAND Credit Union shall provide information on details of payments made on account of shares, deposits, RHANDeposits and repayment of loans, interest or fines to its members.

Such information shall be provided in either electronic or printed format and where a member so elects, that:

i. This information shall be made available in electronic format on a 24/7 basis, and/or

ii. This information shall be sent to the member's registered email address, or

iii. A printed statement shall be provided semi-annually upon request.

## **14. NOMINATIONS**

### **a. Appointment of a Nominee**

Every member may in writing under the hand of the member and attested by two witnesses and delivered to the office of the Society during the life time of the member, nominate one or more persons to whom or to whose credit the shares or interest or the value of such shares or interest, may in the event of death of the member be paid or transferred.

### **b. Revocation**

A member may from time to time revoke or vary such nomination in writing under his hand similarly attested and delivered. All such nominations, revocations or variations shall be recorded in a Register of Members.

### **c. Payments to Nominee**

On receiving satisfactory proof of the death of a member, the Board of Directors shall pay to the nominee, in the manner directed by the nomination, the sum representing the full value of the shares and the sum held on deposit less any sum due to the Society, subject to the limit set out in Bye-Law 14 (d). Entry of such payment shall be made in the proper book and thereupon the value so dealt with shall be extinguished.

#### **d. Limit**

Provided further, the Society shall unless prevented by order of a court of competent jurisdiction, pay to such nominee or nominees or to the legal personal representative of the deceased member, as the case may be, such sum of money not exceeding the limit which may from time to time be prescribed by the Act or Regulations which may be due to the deceased member from the Society. All other monies due to the deceased member from the Society shall fall into the estate of the member and be subject in all respects to the laws relating to inheritance.

### **15. GENERAL MEETINGS**

#### **a. Supreme Authority**

Subject to this Bye-Law, the Supreme Authority of the Society shall be vested in properly constituted General Meetings of members at which every member has the right to attend and vote on all questions. Provided that a member who is not in good standing shall not be eligible to attend or to vote at any such meeting.

#### **b. Annual**

The Annual General Meeting shall be held as early as possible and not later than one (1) month after receipt from the Auditor of his report on the audit of the accounts. At least seven (7) days written notice of the meeting shall be given to all members and shall be sent to the address as recorded in the Register of Members. The notice shall state the time and place of the meeting and the business to be transacted thereat.



### **c. Notification**

Notwithstanding anything to the contrary herein contained, notice of any General Meeting shall be deemed to have been given or served upon every member of the Society if a notice thereof be stuck up in a conspicuous place in the registered office of the Society for at least fourteen (14) days prior to the meeting. In addition, notice thereof shall be published in a daily newspaper circulating in the country once a week for at least two consecutive weeks immediately prior to such meeting.

### **d. Special**

i. A Special Meeting shall be held at any time on the request of the Board, the Commissioner or a person authorised by him in writing, or on receipt by the Secretary of a written requisition signed by not less than two hundred (200) members in good standing at the date of submission of the request to the Secretary. Fourteen (14) days notice of the meeting shall be given to all members. Only such matters as are so listed on the Agenda shall be dealt with at the Special General Meeting.

ii. The requisition referred to in Bye-Law 15 (d) (i) shall contain, inter alia, the name in printed form, signature, pass book or account number and such other identification as the Board may from time to time notify of each signatory.

e. If the Board fails to call a Special General Meeting within sixty (60) days of the receipt of a valid requisition in keeping with Bye-Law 15 (d) (i) and (ii) the members applying for such a meeting shall have the right to convene and hold the meeting by notice which must contain the objects of the proposed meeting and a statement to the effect that the meeting has been convened as a result of the failure of the Board to

convene the meeting requested. All reasonable costs incurred by the said members in calling the meeting shall be borne by the Society upon presentation to the Board of valid receipts within ninety (90) days of the date of the meeting.

**f. Quorum**

- i. The quorum for any General Meeting shall be five percent (5%) of the membership or 200 members whichever is less.
- ii. If a quorum is not present on the expiration of one hour after the time fixed for such a meeting an adjournment shall be taken to a date not less than fourteen (14) days thereafter and members shall be notified accordingly at least five (5) days before the date thereof; such notification to be made in the same way as is provided in the case of a General Meeting. The decisions of the adjourned meeting shall be final irrespective of the number of persons present constituting a quorum.

**g. Decisions**

- i. Save in Bye-Law 29, decisions at a General Meeting shall be made by a majority of the votes recorded by members present. Each member shall have but a single vote whatever his share holdings, and there shall be no voting by proxy.
- ii. All resolutions passed or decisions made at a General Meeting shall be recorded in a Minute Book which shall be signed by the Secretary or the person recording same and shall be countersigned by the Chairman of the meeting at which the minutes are confirmed.

**h. The powers and duties of the Annual General Meeting shall be:**

i. To consider the accounts and reports presented by the Board and Committees for the preceding year together with any comments thereon made by the Auditor and/or the Commissioner;

ii. To elect by ballot a Board of Directors, Credit Committee and a Supervisory Committee as set out in Bye-Laws 18, 23 and 24. The Board and Committee members can either be re-elected or replaced.

iii. To elect two substitutes each for the Board of Directors, Credit and Supervisory Committees who will remain as substitutes until the next Annual General Meeting. The substitutes will be required to take up office when a vacancy occurs on the Board, Credit and Supervisory Committees and shall have effect until the next Annual General Meeting.

**Vacancy**

When a vacancy occurs on the Board of Directors, Credit or Supervisory Committee, it shall be filled, firstly, by the 1st Substitute and the 2nd Substitute thereafter. All vacancies filled under this Bye Law shall have effect until the next Annual General Meeting.”

iv. To appoint an Auditor for the ensuing term from the list of Auditors approved by the Commissioner;

v. Where necessary, to amend Bye-Laws;

vi. To approve or amend the budget for the current financial year;

**vii.** To approve or amend any rules made by the Board under Bye-Law 18 (d) (xiv);

**viii.** To approve or vary the quantum of honorarium recommended by the Board for an unsalaried officer;

**ix.** To approve or reject recommendations of the Board for the allocation of surplus from the previous year subject to the Act, Regulations thereunder and these Bye-Laws; and

**x.** To approve the maximum liability of the Society.

#### **i. The Procedure at General Meetings**

The Agenda for General Meetings shall include:

**i.** Adoption of Standing Orders;

**ii.** Reading and Confirmation of Minutes of previous meeting;

**iii.** Business arising therefrom;

**iv.** Reports of Board, Committees, Auditors and others;

**v.** Review of Bye-Laws;

**vi.** Motions;

**vii.** Elections; and

**viii.** General Business.

## **16. MOTIONS**

- a.** The Chairman of a General or Committee Meeting may propose any motion without previous notice provided that the majority of the members present agree thereto and provided further than he shall propose any motion when requested by the Commissioner so to do.
- b.** Seven (7) days clear notice shall be given to the Secretary in writing of any matter other than those on the Agenda at any General or Committee Meeting, and no member shall be entitled to ask any question or initiate discussion on any matter of which such notice has not been given except with the consent of the person presiding or of at least a three-fourths (3/4) majority of those present; provided that if the person presiding is of the opinion that the matter sought to be asked without giving requisite notice, cannot be discussed or answered adequately without sufficient notice, he may rule that the question shall not be answered or the matter shall not be discussed owing to insufficiency of notice, and his ruling shall be final and conclusive and binding on the meeting even though a three-fourths (3/4) majority of the meeting vote otherwise.

## **17. NOMINATIONS COMMITTEE**

- a.** Subject to the provisions of these bye-laws, the Board may appoint a Nominating Committee not exceeding five (5) persons whose duty shall be the selection of suitably qualified members who are willing to be considered for election to the Board and other Committees by the General Meeting.
- b.** The Nominating Committee shall submit its report to the Board not less than twenty-eight (28) days before the date of the General Meeting. At least fourteen (14) days before

the date of the General Meeting the Board shall consider the report of the Nominating Committee for submission to the General Meeting.

c. The Report having been presented to the General Meeting there shall be no nominations from the floor. Where, however, it is deemed necessary for the proper constitution of the Board and/or Committees the Chairman may invite nominations for election to vacant positions.

## **18. BOARD OF DIRECTORS**

### **a. Definition**

There shall be a Board of Directors which shall be entrusted with the general management of the affairs of the Society.

### **b. Composition**

The Board of Directors shall consist of twelve (12) members to serve for a term of three (3) years and to be elected at an Annual General Meeting. Provided that at each Annual General Meeting one third (1/3) of the members of the Board shall be outgoing. The outgoing members can either be re-elected or replaced.

### **c. Limitations**

i. No member of the Society shall be nominated for election to the Board at the Annual General Meeting if the member has been nominated for the Credit Committee.

ii. No member of the Society shall be eligible for election to the Board if the member is not in good standing in the Society. If a member of the Board is in this position at any

time and continues to be so for a period of two (2) months the Board shall declare the seat of the member vacant and proceed to appoint a substitute in the place of that member.

iii. No member of the Society shall be eligible for election to the Board if the spouse, child, brother, sister, parent of such member is the General Manager or Internal Auditor of the Society.

iv. No member of the Society shall be eligible for election to the Board if that member has been in paid employment/engagement of the Society. This restriction shall be in effect for a maximum of three (3) years of the member ceasing to be in the paid employment/engagement of the Society.

v. No member of the Society shall be eligible for election to the Board if that member has previously served a maximum of two (2) consecutive terms of three (3) years as a Board Member. The member shall be eligible for re-election after a one year waiting period.

#### **d. Powers and Duties of the Board**

The Board shall exercise all the powers of the Society except those reserved to the General Meeting of the members and in particular shall have the following powers and duties:

- i. To decide upon application for membership.
- ii. To decide upon suspension or expulsion of members.
- iii. To decide upon suspension of members of the Board. The procedure to be followed in this matter shall conform

with the provisions of Bye-Law 4 (e) save that the appeal shall be made by the suspended member to the next Annual General Meeting of the Society.

**iv.** To appoint the Manager, Internal Auditor and other staff of the Society.

**v.** To fix salary ranges for jobs in the Society.

**vi.** To determine the rate of interest on savings, deposits and on loans to members and to recommend bonuses or rebates on interest, also dividends on share holdings, consistent with the Act and Regulations.

**vii.** To determine the maximum amount which may be lent to a member, with or without security.

**viii.** To have charge of investments other than loans to members.

**ix.** To fix the amount of the bond of fidelity guarantee required of all financial officers.

**x.** To appoint an Education Committee in accordance with Bye-Law 21.

**xi.** To designate bank or banks in which funds of the Society shall be deposited.

**xii.** To appoint sub-committees and specify their area of operations.

**xiii.** To take all measures to provide for the management of the affairs of the Society for which no provision is specifically made in these Bye-Laws.



**xiv.** To make such rules for the conduct of the affairs of the Society as to them, from time to time, may seem necessary, and as would not be repugnant or contradictory to the Bye-Laws of the Society and shall cause a book containing all such rules to be kept open at all times for inspection by members or any person or persons authorised by the Commissioner. All such rules shall be ratified at the General Meeting following their formulation.

**e. Procedure at Meetings**

The Agenda for Meetings of the Board shall include:

- i.** Confirmation of Minutes of previous meeting and Business Arising therefrom.
- ii.** Disposition of correspondence including acceptance of applications for membership and continuing membership in the Society.
- iii.** Treasurer's and/or Manager's Report.
- iv.** Report of the Credit Committee.
- v.** Report of the Supervisory Committee.
- vi.** Other Reports.
- vii.** New Business.

## **19. EXECUTIVE COMMITTEE AND POWER OF THE COMMISSIONER**

### **a. Executive Committee**

i. The Board shall at its first meeting to be held within fourteen (14) days of the date of each Annual General Meeting, elect from its members the Executive Committee of the Society.

ii. Subject to Bye-Law 25 (a) (iii) a member of the Board shall be eligible for election to any position on the Executive Committee.

iii. The Executive Committee of the Society shall comprise the President, Vice President, Secretary, Assistant Secretary and Treasurer.

iv. The Executive Committee shall meet at least once before the date fixed for the Board's monthly meeting to see that all decisions of the previous Board Meeting(s) have been carried out and also that the routine correspondence has been dealt with, and to examine and discuss other correspondence and business in other correspondence and business in order to facilitate the expeditious conduct of the coming meeting of the Board. A brief minute describing disposition of business shall be prepared for reading at the Board Meeting.

### **b. Power of Commissioner**

i. The President of the Society shall on the request in writing of the Commissioner summon a Special Meeting of the Board at which the Commissioner or his representative shall attend and discuss any matter touching the affairs of the Society.

- ii. The Commissioner or his representative shall at all times be entitled to a seat at meetings of the Board and to take part in deliberations thereof but shall not vote.

## **20. DUTIES OF OFFICERS**

### **a. President**

It shall be the duty of the President to summon and preside at all meetings of members and the Board of Directors, to countersign cheques, notes and other instruments drawn up by the Society and to perform such other duties as appertain to his office.

### **b. Vice President**

It shall be the duty of the Vice President to perform the duties of the President in the event of the absence or disability of that officer and such other duties as may be assigned to him by the Board.

### **c. Secretary and Assistant Secretary**

The Secretary shall keep correct records of the meeting of members and of the Board. He shall give due notice of all meetings in consultation with the President and in the manner prescribed by the Bye-Laws, and shall perform all other duties incidental to his office and such other duties as may be assigned to him by the Board of Directors. In the performance of his duties he shall be assisted by the Assistant Secretary.

### **d. Treasurer**

To perform such lawful duties as may be assigned to him by the Board.

#### **e. Manager**

- i.** To prepare for the consideration of the Board and Committees such budgets and financial or other statements as they may require.
- ii.** To sign cheques and other instruments of the Society if necessary together with the other persons appointed by the Board.
- iii.** To ensure safe keeping of the cash and to deposit within seventy-two (72) hours after receipt all funds in his possession in the banks or other financial institutions prescribed, except such sums as permitted by the Board. All accounts shall be in the name of the Society.
- iv.** To superintend the working of the office and business and to be responsible for the proper and punctual keeping of books, accounts, registers and other documents of the Society.
- v.** To perform such lawful duties as may be assigned to him by the Board.

#### **21. EDUCATION COMMITTEE**

- a.** The Board shall as soon as practicable after the Annual General Meeting and in any event not later than three weeks thereafter appoint a committee of five (5) persons, who may also be members of any other committee, to be known as the Education Committee. This Committee shall be in charge of publicity and education and shall supply strategic support to the Board of Directors in achieving the objectives of the Society.

**b.** The Vice President of the Society shall be the Chairman of the committee while the Committee shall select a Secretary from among its members no later than at the second meeting after its appointment. The Committee shall be empowered to co-opt persons who shall take part in all discussions but shall not have the right to vote.

**c.** The Committee shall, from time to time, submit to the Board a requisition to cover the cost of literature, etc., and be careful to see that the amount allocated is used for the purpose for which it is intended.

The use of the books and magazines shall be open to all members, but they shall not be removed from the office, except with the permission of the Manager or such other person designated by the Board.

**d.** The members of the Committee shall meet at least once a month and shall continue to serve until replaced.

## **22. LOANS**

### **a. Interest**

The Society shall make loans exclusively to its members and solely for provident and productive purposes. Interest on such loans shall be fixed in accordance with the Society's Credit Policy.

### **b. Application**

No loans shall be made except on written application signed by the member desiring the loan, showing name of applicant,

date, amount required, time and method of repayment, the purpose for which the loan is required and security offered, if any.

**c. Approval**

No loan shall be made unless approved by a majority of the members of the Credit Committee who are present at the meeting at which the application is considered. If there is a difference of opinion concerning the granting of a loan the decision shall be arrived at by ballot. In any event at least three (3) members must give approval before a loan can be made. The Board may, however, appoint loan officers from time to time and specify their authority.

**d.** No loan shall be made to a member who is indebted to the Society which results in the member remaining indebted to the Society on two (2) separate loans, neither of which is secured by a mortgage or charge on property owned by the member.

**e. Loans to Officers**

No loan to an officer of this Society shall exceed the amount of his holdings in the Society as represented by the value of his shares, deposits and accumulated dividends and interest thereon; nor may any officer endorse for borrowers beyond the value of his holdings as aforesaid; provided however that a loan or endorsement in excess of the value of such holdings may be granted (or accepted) if approved by the vote of a two thirds majority at a meeting of the other members of the Board, Credit and the Supervisory Committees all sitting together or is made with the consent in writing of all the members, other than the borrowing officer, constituting the Board, the Credit and the Supervisory Committees.

**f. Limit of Withdrawal while indebted**

No member may, whilst indebted to the Society or whilst continuing to be liable as an endorser or guarantor for another member, withdraw any money or portion of the money pledged to the Society except in accordance with the Society's approved policies and procedures.

**23. CREDIT COMMITTEE**

**a.** The Credit Committee shall be responsible for the general supervision of all loans to members.

**b. Composition**

**i.** Subject to this bye-law, the Credit Committee shall consist of five (5) members who shall be elected at an Annual General Meeting.

**ii.** At the first Annual General Meeting after the coming into force of this bye-law, the three members who shall have been elected to the Committee with the most votes shall serve for a period of two years while the other two members shall serve for a period of one year; thereafter, all members elected shall serve for a period of two (2) years unless a member is elected to serve the unexpired term of a member.

**iii.** At its first meeting, which shall be held within one week of an Annual General Meeting, the Committee shall elect from among its members a Chairman and a Secretary.

**iv.** The Secretary shall prepare and keep a full and correct record of all decisions of the Committee.

### **c. Ineligibility**

The following persons shall not be eligible to be nominated or to be elected to the Credit Committee at an Annual General Meeting:

- i.** A member of the Board;
  - ii.** A member of the Supervisory Committee
  - iii.** A member who is nominated for election to the Board or the Supervisory Committee; or
  - iv.** A member whose spouse, child, parent, brother or sister is the General Manager or the Internal Auditor of the Society.
  - v.** A member who is a member of the Board of Directors, Credit or Supervisory Committee, or who is the General Manager or the Internal Auditor of another Credit Union.
  - vi.** A member who has been in paid employment/engagement of the Society. This member shall not be eligible for election up to a maximum of three (3) years of the member ceasing to be in the paid employment/engagement of the Society.
  - vii.** A member who has served a maximum of two (2) consecutive terms of two (2) years as a member of the Credit Committee. The member shall be eligible for re-election after a one year waiting period.
- d.** The Committee shall have power to decide upon suspension of its members. The procedure to be followed in this matter shall conform with the provisions of Bye-Law 4(e) save that the appeal shall be made by the suspended member to



the next Annual General Meeting of the Society.

e. The Committee shall meet not less than once a week and in accordance with the policy set down by the Board of Directors. Additional meetings shall be held from time to time as business may require.

f. The Committee shall enquire carefully into the financial position of borrowing members and their endorsers so as to ascertain their ability to repay fully and promptly the obligations assumed by them, and ascertain whether the loan promises to be of benefit to the borrower. The Committee shall determine the terms upon which the loan shall be repaid.

g. Where there are pending more loan applications than can be granted with the funds available, preference shall be given to applications for small loans if the credit factors are nearly equal.

## **24. SUPERVISORY COMMITTEE**

### **a. Duties**

The Supervisory Committee shall be the statutory internal auditors of the Society and as such shall have the following powers and duties:

i. Make an examination of the affairs of the Society, including an audit of its books, at least semi-annually and, if the Committee thinks it necessary, make a report of its findings to the Commissioner.

ii. Make an annual report of its audit and submit the same to the Annual General Meeting of the members.

- iii. The Committee shall have power to decide upon suspension of its members. The procedure to be followed in this matter shall conform with the provisions of Bye-Law 4 (e) save that the appeal shall be made by the suspended member to the next Annual General Meeting of the Society.
- iv. Attest (at least one (1) member) the monthly statement prepared by the Treasurer or Manager of the Society.
- b. The members of the Supervisory Committee shall keep themselves fully informed as to the financial condition of the Society by examining, at least every six (6) months, the share and deposit accounts and loan balances, the securities, cash and accounts and all applications for loans made during the period under examination, satisfy themselves that for each loan proper documents are on file and that each application embodies the purpose for which the relative loan was made and the security offered and bears the approval of at least three (3) members of the Credit Committee. At least one (1) member of this Committee shall attest the balance sheet required to be submitted to the Commissioner.

**c. Composition**

- i. Subject to this bye-law, the Supervisory Committee shall consist of five (5) members who shall be elected at an Annual General Meeting.
- ii. At the first Annual General Meeting after the coming into force of this bye-law, the three members who shall have been elected to the Committee with the most votes shall serve for a period of two years while the other two members shall serve for a period of one year; thereafter, all members elected shall serve for a period of two (2) years unless a member is elected to serve the unexpired term of a member.

iii. At its first meeting, which shall be held within one week of an Annual General Meeting, the Committee shall elect from among its members a Chairman and a Secretary.

iv. The Secretary shall prepare and keep a full and correct record of all decisions of the Committee.

**d. Ineligibility**

i. A member of the Board;

ii. A member of the Credit Committee;

iii. A member who is nominated for election to the Board or the Credit Committee; or

iv. A member whose spouse, child, parent, brother or sister is the General Manager or the Internal Auditor of the Society.

v. A member who is a member of the Board of Directors, Credit or Supervisory Committee, or who is the General Manager or the Internal Auditor of another Credit Union.

vi. A member who has been in paid employment/engagement of the Society. This member shall not be eligible for election up to a maximum of three (3) years of the member ceasing to be in the paid employment/engagement of the Society.

vii. A member who has served a maximum of two (2) consecutive terms of two (2) years as a member of the Supervisory Committee. The member shall be eligible for re-election after a one year waiting period.

## **25. GENERAL RULES FOR THE BOARD AND COMMITTEES**

### **a. Qualification**

i. No person under the age of eighteen (18) years shall be eligible to serve on the Board, Credit or Supervisory Committee.

ii.

(a) To be eligible for nomination or election to the Board, Credit, Supervisory or any other Committee of the Society, a member must be in good standing in the Society or in any other Credit Union in which he or she may be a member. If any member of the Board, Credit, Supervisory or other Committee is in this position at any time for a period of two (2) months, the Board shall declare the seat of that member vacant.

(b) A member who is a member of the Board, Credit or Supervisory Committee, or who is the General Manager or Internal Auditor of another Credit Union shall not be eligible for nomination or election to the Board, Credit or Supervisory Committee of the Society. If a member of the Board, Credit or Supervisory Committee or becomes the General Manager or Internal Auditor of another Credit Union, the seat of the member shall be declared vacant on the receipt by the Board of evidence satisfactory to the Board of such election or appointment as the case may be, except for serving on the Co-operative Credit Union League (the League) of Trinidad and Tobago Limited or Chapter of the League.

iii. No member shall serve as Chairman or Secretary of the Credit, Supervisory or other Committee of the Society or hold the same position on the Executive Committee for any single period of more than three (3) consecutive years.

## **b. Meeting**

The Board and Committees shall meet as often as the business of the Society may require but not less than once each month. All Board or Committee meetings shall be called on the order of the Chairman or a majority of the members.

## **c. Quorum**

i. Seven (7) members shall constitute a quorum at any Board Meeting, three (3) members shall constitute a quorum at any Credit, Education and Supervisory Committee Meeting.

ii. If within half an hour of the time fixed for any Board or Committee meeting the numbers present are insufficient to form a quorum, the meeting may be adjourned by those present to another day, and the member absent shall be notified accordingly. The decision of the adjourned meeting shall be final irrespective of the number of members present.

## **d. Attendance at Meetings**

If any member fails to attend three (3) consecutive meetings of the Board or Committees without tendering a valid and proper excuse to the satisfaction of the Board or Committees, the member's office shall be declared vacant and the vacancy shall be filled by a substitute as provided in Bye-Law 15 (h) (iii).

## **e. Decisions**

Notwithstanding the provisions of Bye-Law 4 (e) (i) and 24 (a) (iii), other decisions at Board or Committees meetings shall be made by a majority of the members present and voting. Every member shall have one (1) vote only except that the member

presiding, in the event of an equality of votes, shall have a casting vote. No Board or Committee member shall be present when any matter is being decided and in which he has a direct interest.

**f. Secrecy**

All transactions of the Society with its members and all information respecting their personal affairs shall be held in the strictest confidence by all members of the Board and Committees of the Society.

**g. Responsibility**

In their conduct of the affairs of the Society the Board and Committee members shall exercise the prudence and diligence of ordinary men of business and shall be responsible for any loss sustained through acts contrary to the law, and any rules made under Bye-Law 18 (d) (xiv).

**h. Disqualification**

A Board or Committee member shall cease to hold office if he or she:

- i. Ceases to be a member of the Society.
- ii. Applies for bankruptcy, or is declared bankrupt.
- iii. Becomes of unsound mind.
- iv. Is employed by the Board and is in receipt of a salary or wage from the Society, provided that the granting to a member of a honorarium or allowance approved by the Board or by the General Meeting shall not be deemed to

disqualify such member from a seat on the Board or Committee as the case may be.

v. Is convicted of any offence involving dishonesty.

vi. Ceases to be a member in good standing.

**i. Filling of Vacancies**

Vacancies occurring on the Board, Credit and Supervisory Committees shall be filled in accordance with Bye-Law 15 (h) (iii).

**j. Resignation from Board and Committees**

The resignation of a Board or Committee member shall take effect when it is accepted by the Board or Committee in question.

**26. FINANCIAL YEAR**

The Financial Year of the Society shall begin on the first day of JANUARY each year and end on the last day of DECEMBER following.

**27. SEAL**

The Seal of the Society shall bear legibly engraved on it the registered name of the Society. It shall not be affixed to any instrument except by order of the Board, as entered on their minutes, and its due application shall be attested by two members of the Board present at the time. It shall be in the custody of the Secretary.

**28. AUDIT**

The Board shall submit the books of accounts of the Society to the Auditor appointed by the General Meeting in accordance with these Bye-Laws within two (2) months after the end of the Financial Year.

## **29. AMENDMENTS**

**a.** Amendments to these Bye-laws shall be made by resolution passed at a General Meeting by a three-fourths (3/4) majority of the members **present** at a meeting specially called for the purpose, or at the Annual General meeting, if prior notice to that effect shall have been given.

**b.** Provided however, that if a resolution under Bye-Law 29 (a) above is not favoured by the required majority of votes, the same resolution may unaltered, be proposed at a Special General Meeting convened not less than one (1) month and not later than two (2) months after the General Meeting where it was first proposed and at this Special General Meeting the resolution shall be valid and effective if a majority of the members present vote in favour of the resolution.

**c.** A copy of every resolution passed under Bye-Law 29 (a) and (b) above shall be forwarded to the Commissioner together with three (3) copies of the proposed amendment for his approval.



### **30. RESERVE FUND**

The Reserve Fund shall be indivisible and no member shall be entitled to any specified share thereof. The Reserve Fund may be used in the business of the Society, only with the approval of the Commissioner. The Reserve Fund may also be used against bad debts of the Society if approved at a General Meeting and finally approved by the Commissioner.

I, **ANDREA MC KENNA**, Commissioner for Co-operative Development Division (Ag.), do hereby certify that the foregoing Bye-Laws Nos. 1- 30 of the **RHAND CREDIT UNION CO-OPERATIVE SOCIETY LIMITED, Registration Number C-38** have been approved by me.

Dated this 12th day of November, 2019.

Signed:..........  
COMMISSIONER FOR  
CO-OPERATIVE DEVELOPMENT (Ag.)

<b>Bye-Law No.</b>	<b>Date Approved By Commissioner</b>
4	22.12.99
23	22.12.99
24	22.12.99
12 (a) (ii)	27.08.01
12 (b)	27.08.01
4 (a) (iii)	7.11.02
17	7.11.02
12 (a)	10.03.03
1 (a) (v)	29.11.10
13	29.11.10
3 (a) (iii)	05.05.11
4 (a)	18.06.12
13	17.10.13
12 (a) (i)	31.01.18

15 (d) (i)	31.01.18
15(f)(i)	31.01.18
15 (h) (iii)	31.01.18
15 (h) (iii) (a)	31.01.18
15 (h) (iii) (b)	31.01.18
17	31.01.18
22 (a)	31.01.18
22 (e)	31.01.18
22 (f)	31.01.18
29 (a)	31.01.18
18 (c) (iv), (v)	22.11.18
23 (c), (vi), (vii)	22.11.18
24 (d), (vi), (vii)	22.11.18



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