

BYE- LAWS

**RHAND CREDIT UNION
CO-OPERATIVE SOCIETY LIMITED**

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Established in

1947



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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 instalment in respect of a loan;
 - v. "Inactive member" means a member who fails to make timely and regular contributions to their share account, demonstrated by the member failing to deposit at least the equivalent value of twelve (12) shares during the preceding twelve (12) month period.
 - vi. "Member in good standing" means a member who consistently meets the following criteria:
 - a. is not an inactive member.
 - b. is a member who has not violated the terms of his/her Loan Agreement and fulfils all financial obligations to the Credit Union in a timely manner specific to the product.
 - c. complies with all applicable laws and regulations of Trinidad and Tobago, bye-laws, and policies of the Credit Union.
 - d. maintains positive account balances and has no outstanding fees, penalties, or charges owed to the Credit Union.
 - 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. The words “he”, “his” and “him” shall also mean “she”, “hers” and “her”.
 - xi. “Income” means members’ earnings from any source, not necessarily tied to formal employment e.g. from freelance work, investments, rental income, pensions, government grants, or business profits.
 - xii. “Employed” means working for an employer and receiving compensation for labour, e.g. salaried or hourly wage, for part-time or full-time, temporary, contracted or permanent work.
 - xiii. “Share Account” means the primary account for savings which establishes and maintains membership in the credit union.
 - xiv. “Meeting of the Society” means any General Meeting or any meeting of the Board or the Credit, or the Supervisory Committee whether in person virtual or hybrid.
 - xv. A “hybrid meeting” means a meeting of the Society at which there is a combination of both in-person and virtual participants.
 - xvi. An “Officer” includes the President, Secretary, Treasurer, other Member of the Board or any other person empowered under the Act, Regulations or under the Bye-laws of the Society to give directions with regard to the business of the Society.
- 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;

4. MEMBERSHIP

a. Qualification

The following are eligible to apply for membership:

- i. An individual who is in receipt of a consistent income.
- ii. A member's child under the age of 18 years
- iii. An adult child of a member not older than the age of 29 years who attending or is enrolled full-time in a registered educational facility
- iv. Other registered Co-operative Societies in Trinidad and Tobago

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 on the following grounds:
 - 1) Default on loan payments exceeding ninety (90) days without satisfactory arrangements.
 - 2) Conduct that brings disrepute to the credit union, including but not limited to fraudulent or unethical behaviour.
 - 3) Failure of a newly admitted member to make any further contributions to their shares, from the date of becoming a member, for more than twelve (12) consecutive months, without reasonable justification.
 - 4) Breach of the Board-approved Code of Conduct and Code of Ethics of the Society.
- ii.** Where the member has been accused of any of the circumstances in (i) above, the following procedure shall be utilised:
 - a.** The Board shall, in writing, inform the member within seven (7) days of receipt of the allegation, that an allegation was made, the nature of the allegation, and that an investigation is being undertaken.
 - b.** The investigation shall be conducted and concluded within thirty (30) days following the receipt of the letter at (a) above. The findings of the investigation shall be submitted to the Board within the said thirty (30) days.
 - c.** The Board shall within seven (7) days of receipt of the report at

- (b) above, inform the member in writing of the findings of the investigation and set out the date, time and location at which the member is to appear at a meeting. The member shall be advised that they are entitled to be represented at the meeting by a person of their choice. The meeting, of which the member shall be provided with seven (7) days notice in writing, shall be scheduled within fourteen (14) days of the date of the letter. The letter is deemed to have been served on the member within seven (7) days of the date of dispatch by e-mail or regular mail.
- d. If a decision to suspend or expel is taken at the meeting held at (c) above, the Order of same shall be served on the member at the meeting.
 - e. If no decision is taken to suspend or expel the member, this must be conveyed to the member in writing.
- iii. An appeal from the decision of the Board may be made by a suspended or expelled member by letter in writing addressed to the Secretary, to reach him within fifteen (15) days of the date of service of the Order of Suspension/Expulsion upon the suspended or expelled member.
 - iv. Where a suspended/expelled member lodges an appeal against their suspension/expulsion with the Secretary, the Board shall convene a Special General Meeting within thirty (30) days of the receipt of the notice of the appeal. The Special General Meeting shall review the facts and issues involved and shall have the power, by a vote of a majority of members present, to confirm or disallow the suspension/expulsion of the appellent.
 - v. Where the Board fails to meet with the member at (ii) (c) above, the allegations against the member shall be automatically rescinded and the matter discontinued.
 - vi. Where the Board fails to hold a Special General Meeting within the

thirty (30) days allowed under this Bye-law, the suspension/expulsion of the appellant shall automatically be rescinded.

- vii.** Pending the determination of any appeal as aforesaid, a suspended/expelled member shall continue to enjoy all the rights of membership.
- viii.** An expelled member shall be entitled to accrue any dividends, patronage refunds, or other interest payable to members up to the date on which they ceased to be a member; and may receive these payments anytime thereafter when it becomes due and payable.
- ix.** No member who is a witness in any proceedings under this Bye-law or has any direct or indirect interest therein shall sit in the position of Chairman at any Board or Special General Meeting held under this Bye-law or be present when any charge or appeal is being determined. In the event that such a person contravenes the foregoing, the whole of such proceedings shall be null and void and of no effect.
- x.** At the hearing of any appeal under this Bye-law, the appellant shall be at liberty to call witnesses in his defence and to be represented by a person of his choice.
- xi.** Any member suspended/expelled in accordance with these Bye-laws shall have the right to file an appeal to the Commissioner within fourteen (14) days against the findings of the Board or the Special General Meeting on the grounds that:
 - a.** he was denied the right to a fair hearing; or
 - b.** the procedures for the hearing and determination of the charge or appeal were contrary to the laws of natural justice; or
 - c.** the penalty imposed on him was harsh and/or oppressive or not warranted at all.
- xii.** Upon such an appeal being lodged with the Commissioner, the Commissioner shall hear and determine the appeal.

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 print-ed 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 there-upon 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 de-ceased 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.

b. Annual

- i.** The Annual General Meeting shall be convened by the Board as early as possible and not later than three (3) months after the report on the audit of the accounts of the Society is received by the Board. The Report shall be deemed to be received by the Board within five (5) days of the Report being lodged at the Society's registered address.

- ii. 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, passbook 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.

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.

- iii. To appoint an Auditor for the ensuing term from the list of Auditors approved by the Commissioner;
 - iv. Where necessary, to amend Bye-laws;
 - v. To approve or amend the budget for the current financial year;
 - vi. To approve or amend any rules made by the Board under Bye-law 18(d)(xiv);
 - vii. To approve or vary the quantum of honorarium recommended by the Board for an unsalaried officer;
 - viii. 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
 - ix. 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

- i.** 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.
- ii.** If a vacancy occurs on the Board of Directors, it shall be filled by the 1st Substitute to the Board, and any subsequent vacancy by the 2nd Substitute. All vacancies filled under this Bye-law shall have effect until the next Annual General Meeting.

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.
- vi.** Members of the Board and its Committees shall be bound by the Board-approved Code of Conduct and Code of Ethics of the Society.

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, suspend or dismiss the General Manager of the Society, to determine his duties and powers to fix the salaries and emoluments of all paid staff.
- v. To appoint, suspend or dismiss other paid employees of the Society. The Board may delegate this power to the General Manager subject to such conditions as it may impose.
- 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

An application for a loan shall be made on the prescribed form signed by the member desiring the loan, showing the name of applicant, date, amount required, time and method of repayment, the purpose for which the loan is required, the security offered (if any), and any other relevant information required by the Credit Committee.

c. Approval

- i. 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.
- ii. The Board may appoint lending officers and specify the limits of their authority. Loans to Officers of the Society shall be outside of the jurisdiction of such lending officers.
- iii. 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.

d. Loans to Officers

No loan to an Officer of this Society shall exceed the amount of his holdings in the Society as represented by shares, deposits and accumulated dividends and interest thereon; nor may any Officer endorse for borrowers beyond the amount of his holdings as aforesaid; provided however, that a loan (or endorsement) in excess of such holdings may be made (or accepted) if approved by the vote of a two-thirds (2/3) majority of all the other members of the Board, Credit and Supervisory Committees all sitting together or is made with the consent in writing of all the said members other than the borrowing officer.

e. Loan Approval Process

The procedure to be followed in the granting of loans will be set out in a Credit/Loan Policy for guidance of members and the Credit Committee. The Board may from time to time revise the Loan Policy.

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.
- v. If a vacancy occurs on the Credit Committee, it shall be filled by the 1st Substitute to the Credit Committee, and any subsequent vacancy by the 2nd Substitute. All vacancies filled under this Bye-law shall have effect until the next Annual General Meeting.

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.** Members of the Credit Committee shall be bound by the Board-approved Code of Conduct and Code of Ethics of the Society.

- f.** 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.

- g.** The Committee shall conduct a thorough inquiry into the financial standing of borrowing members and their guarantors to determine 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. Furthermore, the Committee may delegate its loan approval function in writing to appointed lending officers of the Society, who shall approve loans in accordance with the Credit Administration Policy set down by the Board.

- h.** 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. By the unanimous vote of all its members, if it deems such action to be necessary to the proper conduct of the affairs of the Society, suspend any Board or Committee member and convene a Special General Meeting within thirty (30) days to act on such suspension.

In the case of a member of the Supervisory Committee, by the unanimous vote of the remaining members, if it deems such action to be necessary to the proper conduct of the affairs of the Society, suspend such member and convene a Special General Meeting within thirty (30) days to act on such suspension.

Any such actions shall be premised on the conduct of a thorough investigation, where the rules of natural justice must apply.

The members present at such a Special General Meeting may, by majority vote, sustain such suspension and remove such member or reinstate such member.

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.
- v.** If a vacancy occurs on the Supervisory Committee, it shall be filled by the 1st Substitute to the Supervisory Committee, and any subsequent vacancy, by the 2nd Substitute. All vacancies filled under this Bye-law shall have effect until the next Annual General Meeting.

d. Members of the Supervisory Committee shall be bound by the Board approved Code of Conduct and Code of Ethics of the Society.

e. 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 another Credit Union.
- 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 (1) 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 prop-er 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 in accordance with the Mental Health Act of Trinidad and Tobago;
- iv.** Fails to attend three (3) consecutive meetings without the approval of the Board;
- v.** Is convicted of any offence involving dishonesty or criminality;
- vi.** Conducts himself in a manner that is in contravention of the Code of Conduct, Code of Ethics and or Governance Policy;
- vii.** Is not in good standing for a period of two (2) months;
- viii.** Becomes the General Manager or Internal Auditor of another Credit Union;
- ix.** Despite reasonable efforts by the Credit Union, refuses to provide updated records in accordance with the Credit Union's policies and regulatory and statutory obligations.

Where such a charge is laid against a sitting Director or Committee member, the Board shall refer the matter to the Supervisory Committee in accordance with the provisions of Bye-law 24 (a)(iii).

The Board shall immediately declare the member's seat vacant in the event of (vii) or (viii) occurring.

i. Filling of Vacancies

Vacancies occurring on the Board, Credit and Supervisory Committees shall be filled in accordance with Bye-laws 18(b)(ii), 23(b)(v) and 24(c)(v), respectively.

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 accounts of the Society shall be audited and submitted to the Commissioner within four (4) months of the end of the financial year.

29. AMENDMENTS

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.

k. 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.

l. 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 UTILIZATION

a. The Reserve Fund shall be indivisible, and no member shall be entitled to any specific share thereof.

b. The Reserve Fund may, subject to the approval of the Commissioner, be used in the business of the Society, or may be invested in accordance with the provisions of the Act.

c. The Reserve Fund may, with the approval of the Commissioner, be applied to meet bad debts or losses sustained through extraordinary circumstances over which the Society had no control.

COMMISSIONER'S DECLARATION

I, **DEBORAH-ANN SCOTT**, Commissioner for Co-operative Development Division, do hereby certify that the foregoing Amendment to Bye-Law Nos. l.(a).(v), l.(a).(vi), 1.(a).(x), l.(a).(xi), l.(a).(xii), l.(a).(xiii), l.(a).(xiv), l.(a).(xv), 1.(a).(xvi), 4.(a), 4.(e).(i), 4.(e).(ii), 4.(e).(iii), 4.(e).(iv), 4.(e).(v), 4.(e).(vi), 4.(e).(vii), 4.(e).(viii), 4.(e).(ix), 4.(e).(x), 4.(e).(xi), 4.(e).(xii), 15.(a), 15.(b), 15.(h).(iii), 18.(b).(i), 18.(b).(ii), 18.(c).(vi), 18.(d).(iv), 18.(d).(v), 22.(b), 22.(c), 22.(d), 22.(e), 23.(b).(v), 23.(d), 23.(f), 23.(g), 23.(h), 24.(c).(v), 24.(d), 24.(e), 25.(h), 25(h).(i), 28, 30 of RHAND CREDIT UNION CO-OPERATIVE SOCIETY LIMITED has been approved.

Dated this 10th day of March, 2026

Commissioner for Co-operative
Development





Respect Integrity Fairness
Trust Integrity
Fairness Respect
Honesty Trust



Produced: April 14, 2026

Honesty