



DEHRA DUN CLUB LTD.

15, New Survey Road, Dehra Dun 248 001

MINUTES of Managing Committee Meeting

MINUTES OF THE FOURTH MEETING OF THE OF THE BOARD OF DIRECTORS OF DEHRADUN CLUB LIMITED HELD ON 25.08.2020 AT 1.00 PM IN THE CLUB PREMISES.

Present -

- i) Mr Samraant Virmani, President - Present
- ii) CA Inder K Batta, Vice President - Present
- iii) Mr Anil Agarwal - Present
- iv) PP Iqbal Wasu - Present
- v) PP Vimal Deep Singh - Present
- vi) CA Anurag Sangal - Virtual
- Army Mess Representatives –
- vii) Col Vipul Saini, Uttarakhand Sub Area - Regret
- viii) Col J S Bajaj, Indian Military Academy - Regret

It was an emergent meeting to which all the members agreed to and the requirement of prior notice was dismissed by unanimous agreement.

1. Confirmation of Minutes of 31-7-20 MC Meeting

The Minutes of the last meeting were circulated by the President to the directors. It was resolved that the minutes be approved and be recorded in the Minutes book.

The President informed the Directors about various actions taken as stated in the notice.

2. Action Taken on the decisions taken therein, viz.,

- i) Circulation of the list of few members remaining for whom the mail id/mobile number could not be updated.**

Mr. Iqbal Wasu informed the Directors that he has asked Mr. Nayeem to work out and complete the remaining pending Mail ids and Mobile Numbers of the members which could not be updated earlier due to non availability of the same. He informed that the exercise for the same is in progress and suggested that the list of such members with membership numbers will be circulated by email to all members of the club so that the non existing email ids and contact numbers are traced .Thereafter the following resolution was passed:

RESOLVED that the list of members whose contact details are pending to be updated, should be circulated to all the members so that the necessary updation may be completed with help of the Club Members who are known to such pending details.

ii) Salary revision of Staff

Mr. Inder Batta informed the Directors that this issue has been resolved with the Staff Union and has been noted in the Minutes of Meeting of 31.07.20. The decision was taken after meeting with the club staff members and with their consent 20% salaries of all the staff members have been reduced due to lockdown which shall be further reviewed in the month of December 2020 on the basis of the situation prevalent at that time.

iii) Relieving of Staff Members on Medical/Efficiency grounds

The committee was informed that the under mentioned Employees be relieved after consulting the Labour Law Consultant.

- 1) Mr. Sanjay Joshi
- 2) Mr. Devender Prasad
- 3) Mr. Atul Negi
- 4) Mr. Sanjay Panwar
- 5) Mr. Dilwar
- 6) Mr. Rajender Panwar
- 7) Mr. Prem Singh
- 8) Mr. Rashid
- 9) Mr. Budhi Singh
- 10) Mrs. Shobha

Thereafter, the following resolution was passed:

RESOLVED that the above employees be relieved from duty on ground of medical and efficiency reasons after consulting the labour lawyer.

iv) Appointment of Accounts Manager

The Board discussed and unanimously agreed to appoint Mr. Ajay Saxena as Accounts Manager on a salary of Rs 30,000 per month initially for 3 months. Thereafter keeping in view his work performance, if found suitable his salary shall be increased by Rs 5,000 after 3 months. Thereafter the following resolution was passed.

“RESOLVED that Mr. Ajay Saxena be appointed as Accounts Manager from the date to be decided, on a monthly salary of Rs.30,000/-.

RESOLVED FURTHER that in case Mr. Ajay Saxena's, salary be increased by Rs. 5000/- per month after reviewing his work for 3 months.

v) **Appointment of the Chief Executive**

The Directors resolved that the appointment be deferred till next meeting.

Thereafter the following resolution was passed:

RESOLVED that Appointment of Chief Executive Officer be deferred till the next Board Meeting.

vi) **Update on Statutory Audit**

The Board was apprised that pursuant to Section 129(3) and its proviso of the Companies Act, 2013 the Audited Financial Statement of the Company has to be approved by the board of directors before presenting the same in the Annual General Meeting.

Due to Corona Virus COVID – 19 the Statutory Auditor of the Company is unable to audit the Financial Statements of the CLUB for the Financial Year 2019 -20.

On account of Pandemic COVID – 19 the Club had earlier applied for and had obtained an extension from the ROC to convene the AGM by 30th September, 2020, however the club convened the AGM and adjourned it on 29.06.2020, since the finalization of Accounts and audit was pending.

However, the club is not able to finalize & provide Annual Audited Accounts for the Financial Year 2019 – 20 before 30th September 2020 since the Statutory Auditor, whose office is situated in Delhi, is unable to undertake and conduct the audit till the due date, further the finalization of accounts as per the requirement of Companies Act, 2013 is not possible before 30th November 2020 since the Accounts Head Mr. Taman Singh Rana is on leave due to medical problem (Dialysis thrice in a week and Covid Scare) he has informed the club that he is unable to resume office due to his serious medical conditions, after reviewing the above the Board is of the opinion to get extension of the date of holding of adjourned Annual General Meeting on 31th December, 2020.

The board after deliberation discussed and approved the same by passing the following resolution:

“RESOLVED THAT pursuant to the provision of proviso to section 96(1) and other applicable provision, if any, of the Companies Act 2013, the board is hereby accorded to make an application to the Registrar of Companies, Dehra Dun (ROC) seeking its approval to grant extension of 3 months’ time for holding the adjourned Annual General Meeting of the company i.e. on or before 31th December 2020 or such other date as allowed by the ROC.

RESOLVED FURTHER THAT Mr. Samrant Virmani, President of the Club be and are hereby authorized to prepare, sign and file the requisite application with the ROC, for and on behalf of the Managing Committee and do all such acts, deeds and things as may be required or considered necessary or incidental there to.

vii) Update on Company Affairs

It was discussed and unanimously agreed by the members present that all pending Notices of ROC have been responded to by the Club.

viii) Settlement of Account of Ms Kanika Arora

The Board unanimously decided that this should be kept pending and discussed in the next Board Meeting.

ix) Update on permission from District Magistrate for opening Sport facilities in the Club

It was brought to the notice of the Board, by the President that the permission has been sent to SDM by the District Magistrate and it can only be done after the guidelines of Unlock-4 is released by the Central Govt.

x) Update on Independence Day Program

It was brought to the notice of the Board, by the President that the Independence Day Celebrations went off well and have been uploaded on the website.

3. Consideration of Inquiry Committee Report with respect to Suspension of Mr Pradeep Datta

The Inquiry Committee Members comprising of Mr. Harish Virmani, Mr. Prashant Kochhar and Ms. Rachna Pandhi visited the club and submitted the Inquiry Committee report against the inquiry of the complaint received against the club member Mr. Pradeep Datta. In their report they have given their opinion the Directors should take Strict Action against the member for his Inappropriate Behavior.

Further the President informed the Managing Committee that as per Article 82 of the Club Constitution a copy of the report is required to be sent to concerned member for his comments thereon.

The board after deliberation discussed and approved the same by passing the following resolution:

“RESOLVED THAT pursuant to the provision of Article 82 of the Club Constitution, a copy of report be sent to Mr. Pradeep Datta for his comments and also for an unconditional apology from him within a week, before any further action is taken on the said matter.

4. To Consider celebration of Teachers' Day

The Board after deliberation discussed and approved the same as per the new programme circulated on 22.08.2020 and decided that the maximum cost to the club for the above function shall be Rs.2,000/-.

Thereafter the following resolution was passed.

“RESOLVED THAT the Celebration for Teachers Day Programme is approved as per the new programme circulated on 22.08.2020.

5. Review Financial position of the Club

Mr. Inder Batta informed the Directors that financial position of the club is at present not good due to the club being closed since March 2020 due to Covid Pandemic. He stated that the Club was not in the position of giving full salaries hence after discussion with the club staff the salaries have been reduced by 20%. He further suggested that only day to day club operational expenditure be only allowed and approved by the Board Members which were agreed by all Committee Members.

Receive and review of Internal Auditors Report

This point was deferred till the next meeting and it was unanimously decided that the Internal Auditors Report shall be sent to the Audit Committee.

6. Review of Club compliance of Statutory expenditures, viz., GST, PF, ESI, Excise Duty etc

The President brought to the notice of the members at present all the compliances of Revenue viz., GST, PF, ESI, Excise Duty etc have been completed till July 2020

7. Consider the need for Budget and EGM therefor under Covid19 pandemic

The Board Members decided that the need to revise the Budget is not required this year and the Budget for the current year shall be fixed at 10 % increase in the previous year budget, also no Capital Expenditure shall be done this year, hence there is no need for calling an EGM to approve the Budget.

8. Application of transfer of Membership from Mrs Parvinder Kaur and Mr Niranjn Prakash, Advocate

The Board unanimously agreed that as per Article 5 & Article 32 of the Articles of Association, the membership can be transferred to Son/ Daughter of the member and Lady Members after the death of their Husband who had been Permanent Member of the Club passed the following resolution:

“RESOLVED that pursuant to Article 5 & Article 32 of the Articles of Association of the Club, the membership of Sh. Jaspal Singh Arora be transferred to his wife Mrs Parvinder Kaur and membership of Mr. Niranjn Prakash advocate be transferred to his daughter Ms. Abhilasha Goel.

9. Application of Refund of Security Deposit from Dr Samir Swami

The Board discussed and unanimously agreed and passed the following resolution
“RESOLVED THAT the security deposit of Dr. Samir Swami be refunded.”

10. Any Other matter with the permission of the Chair

- i)** The Board unanimously agreed to appoint M/S Shashank Pandey and Shikhar Kakkar Law Firm on Retainership plus case to case fee basis and passed the following resolution
“Resolved that M/S Shashank Pandey and Shikhar Kakkar Law Firm be hereby appointed on Retainership plus Case to Case Fee basis to handle the ongoing legal cases of the Club.
Mr. Samrant Virmani , Mr. Inder Batta and Mr. Iqbal Wasu were authorized to finalize the terms with the law firm.

ii) Case filed in NCLT by Mr. Pradeep Dutta against the Club.

The President informed the Board that the appropriate reply is being prepared in response to the case filed in NCLT by Mr. Pradeep Datta (M.No.1542) and the same shall be sent within 10 to 15 days after approval of the Committee Members.

There being no other matter, the Meeting closed with a vote of Thanks to the Chair,

For and on behalf of the Managing Committee,

Yashwant Singh
Asstt Secretary