

CIL Ethics and Integrity Club (CEIC)

CHARTER OF CONSTITUTION

1) Name

The name of the organisation shall be **CIL Ethics and Integrity Club (CEIC in short)**.

2) Origin

An action plan for Ethical Governance was finalized in the meeting at Shimla and circulated with the approval of Chairman, CIL vide ref. no. CIL/VIG/SECY/MK-7/1192 dated 23/24.08.2016. In furtherance of action plan, CIL Ethics and Integrity Club has been set up vide Memorandum No CIL/VIG/2015/34033/01/1275 dated 29.08.2016.

3) Place/Location of the Club

The Office of CVO, CIL and subsidiary shall function as the Office of the Club. The activities and meetings of the club shall be held at an appropriate place as decided by the Executive Committee. Office of the Secretary of the Club and Joint Secretary of the Club shall also assist in the functioning of the Club. For Area, NEC and IICM Chapters, the same shall be decided by their GM/ED.

4) Definitions

i) Club

The Club shall mean Ethics and Integrity Club CIL.

ii) Committee

The Committee shall mean the Executive Committee consisting of Working President, Secretary, Joint Secretary & 5 other Members.

iii) Chapter

The Chapter shall mean Chapters of Club set up at Subsidiary or Area, NEC & IICM as the case may be.

iv) General Body

The General body of the Club will consist of all members of the club.

5) Aims and objectives.

- i). Implement the action plan for ethical governance finalized at Shimla to enhance ethical standards in the company.
- ii) Hold sensitization programmes to disseminate the ideas of ethics and value system in CIL
- iii) Organize lectures, seminars, debates, discussions, workshops on issues relating to ethics and values.
- iv) Conduct studies to assess the ethical practices in different processes in the organization and suggest ways to improve the same.
- v) Prepare annual report on status of adherence to ethical practices in the company.
- vi) Organize training programmes on issues of ethics and values in administration.
- vii) Conduct feedback surveys among employees on ethical issues and develop a stake holders' perception index for company.
- viii) Bring cases of non-compliance to the notice of Chairman CIL/CVO, CIL/subsidiaries, Committee of CIL or Chapter
- ix) Organise Ethics Retreat
- x) Organise competitions, awareness and outreach programmes.
- xi) Any other activity added by General Body or Executive Committee

6) Membership

Any serving executive of clean reputation can become a member of the Club by showing his interest subject to the following condition:

- a) His name should not figure in ODI/Agreed List.
- b) There should not be any CBI case in the form of PE or RC.
- c) There should not be any Criminal case against him involving moral/ethical issues.
- d) The overall reputation of the Executives should be above board.

The Executive Committee will decide the no. of Members for the Club from time to time and modality for their enrolment.

7) Duties and Responsibilities of the Member

- i) Every member of the Club shall maintain absolute integrity and ethical behaviour in all walks of life.
- ii) Every member shall work in the best interest of the Company and the Club.
- iii) Every member shall actively participate in the activities of the Club.
- iv) Every member shall carry out the jobs assigned to him time to time related to the activities of the Club.
- v) Every member shall immediately inform to the Secretary or any member of the executive committee any matter against him which disqualifies him as a member. Failure on this part shall debar the member from membership of the Club in future.

8) Structure of the Club.

The President of the Club will be Chairman-cum-Managing Director of CIL. The Functional Directors and CVO opting to become member of this club will be Vice Presidents. The President may designate one of the Vice President as working President.

The day to day activities will be undertaken by an Executive Committee consisting of the following:

- i) Secretary - (One)
- ii) Joint Secretary –(One)
- iii) Member – (Five)

The Executive Committee may co-opt up to 03 members for its effective functioning.

9) Tenure of the Executive Committee:

The tenure of the Executive Committee shall be of two years. However, the President/working President may dissolve the Executive Committee pre-maturely and get a new committee elected in the General body meeting.

10) Election of Executive Committee.

The Secretary, Joint Secretary & Members shall be elected in the General Body Meeting of the Club in the manner as decided in the General Body Meeting.

11) Sub- Committee: -

CEIC can constitute sub-committees for any Specific purposes relating to its functioning as and when required.

12) General Body.

All members shall constitute the General Body which shall meet at least once in a year to transact the its business including the following:

- a) To review the activities of the Committee during the year and discuss the Annual Action Plan.
- b) To make any Bye Laws for any purpose as decided by the Executive Committee.
- c) Review and evaluate work of the Chapters
- d) To elect the Executive Committee
- e) Take any other policy decision.

All decisions at the General Body Meeting shall be taken by a simple majority of the members present. In case of any dispute, the decision of the President / Working President shall be final.

13) Functioning of the Club

- a. President - He will preside over all the meetings of the General Body and Executive Committee. In case of any dispute, his decision shall be final in any matter of the Club.
- b. Working President – He shall assist the President in discharge of his functions. In absence of the President, he will perform the duty of the President. Further he will oversee the day to day activities of the Club on behalf of President.
- c. Vice Presidents – They shall assist the President in discharge of his function and can function as President in his absence if assigned to do so by the President.
- d. Secretary – He is the Chief Executive Officer of the Club. He will be responsible for organising the activities of the Club. He will convene both the Executive Committee and General Body meeting of the Club with the permission of President / Working President. He would present the Annual Report of the Club in the AGM.
- e. Joint Secretary – He will assist the Secretary in discharging his duties. He will undertake work entrusted by the Secretary/Executive Committee. In the absence of Secretary, he will perform the duties of Secretary.
- f. Executive Members – They will be responsible to attend such activities / carry out such activities of the club which the Secretary/Executive Committee entrusts to them.
- g. The Executive Committee shall undertake activities to fulfil the objectives of the Club as mentioned in Article 5. It will prepare action plan for the activities of the Club and to implement the same. The Executive Committee will take all decisions relating to discharge of its responsibilities.

The Executive Committee shall have the power to accept or reject membership and also have the power to disqualify any member from the membership of the Club on the specified ground as mentioned in the Article 6 with intimation to the concerned member.

Periodical review of the working of the Club will be done by President/Working President/CVO.

14) Termination/Cessation of membership

The membership of the Club can be terminated/ceased on the following grounds:

- i) If his name has been included in ODI/Agreed List.
- ii) He has been issued charge-sheet.
- iii) CBI case in the form of PE or RC has been registered.
- iv) If he fails to carry out the duties assigned to him.
- v) If he is not actively associated with the activities of the Club.
- vi) If anything adverse regarding integrity / honesty / moral values comes to the notice of the Executive Committee.
- vii) If his activities adversely affect the functioning of the Club.
- viii) After Superannuation or separation from company in any way.

15) **Expenditure / Fund.**

All the arrangements for the activities of the Club shall be made by Administration Department, CIL/Subsidiaries/Area/NEC/IICM. In future, a separate fund for the activities of the Club may be created if the Management so decides.

16) **Use of Social Media.**

The Club may use Social Media for internal and external communication, such as, Facebook, Twitter and WhatsApp etc. But the use of Social Media or WhatsApp group should be for communication only regarding activities of the Club, information sharing and other posts related to Ethics, Integrity, Honesty, Moral values etc. Other types of loose posts, such as, daily wishes, jokes, Political and derogatory posts and other irrelevant information should be strictly avoided. The Executive Committee may remove any member from the membership of social media Apps if he is found indulging into undesirable activities.

17) **Formation of Chapters at Subsidiaries / Areas/NEC/IICM**

Chapter of CEIC shall be formed/constituted at Subsidiary and Area Level as well as at NEC and IICM. The structure of the office bearers shall be same as in the CEIC at CIL, HQ. Vigilance Department of subsidiary shall co-ordinate for formation of such chapters at Subsidiary and Area Level.

At Subsidiary, CMD shall be Ex-officio President and all FDs and CVO shall be Vice-Presidents. One of the Vice Presidents may be nominated by CMD as working President. Secretary, Joint secretary and 5 members of executive committee shall be elected in General Body Meeting.

At Area Level, Area GM shall be the Ex-officio President and Addl.GM/GM (Op) shall be ex-officio Vice-President. Secretary, Joint secretary and 5 members of executive committee shall be elected in General Body Meeting.

Chapters can Co-opt Members as per clause 8 of the Charter of Constitution.

The functions and activities of Subsidiary chapters as well as those at NEC & IICM shall be monitored by CEIC at Coal India Hq and Area chapters by the concerned Subsidiary Chapter.

18) **Amendment.**

Amendment in the provisions of the Charter of Constitution can be made in General Body of CIEC at CIL or by Executive Committee of CIL with the approval of President/Working President subject to ratification by next General Body meeting.



(Manoj Kumar)

CVO, CIL/ Working President, CEIC