

Version History for R & R Document

Version No.	Version change approved by GBM	GBM Revision Date	Description of Changes
3.0	GBM# 19	Jan. 24, 2023	R&R Clause 12.1 with additional text which provides obligation on the officials, while representing TSDSI.
2.0	GBM# 13	Jan. 29, 2020	Base Version.



**TELECOMMUNICATIONS STANDARDS
DEVELOPMENT SOCIETY, INDIA (TSDSI)**

RULES AND REGULATIONS

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RULES AND REGULATIONS

1.0 RULES OF THE TELECOMMUNICATIONS STANDARDS DEVELOPMENT SOCIETY, INDIA (TSDSI)

These Rules and Regulations may be called “Rules of the Telecommunications Standards Development Society, India (TSDSI)”.

2.0 PREAMBLE

2.1 There is a pressing need to project Indian interests, articulate service providers’ requirements, and promote Indian IPRs into International standards and products. This will go a long way in helping to create an ecosystem for Telecom / Digital communication equipment manufacturing in India, which is not a viable business proposition today due to significant outflow towards IPR licensing costs. Establishing a national Telecommunication Standards Development Organization is key to achieving these objectives. A standards development organization (SDO) for Telecom / Digital communication will help Indian companies to develop standards for the Telecom / Digital communication products and services to meet India specific requirements, which is expected to promote indigenous R&D and manufacturing. The developmental process will also help in creating Indians IPRs. With the development of new national standards, India will be in a position to influence various international telecom Standards Development Organisations and Forums in the development of global standards and in the inclusion of Indian IPRs in them.

2.2 While fully recognizing the overall objective of developing R&D and manufacturing capabilities in Telecom equipment in India under the National Telecom Policy, 2012, Telecommunications Standards Development Society, India (TSDSI) has been constituted as an autonomous “not for profit” Standards Development Organisation for Telecom products and services in India. The Society shall follow the principles of openness, transparency, fairness, consensus and due process in conducting its activities. It shall maintain technology

neutrality and provide a uniform playing field for all of its Members. It will consistently endeavour to prioritize Indian IPR.

- 2.3 The Society shall draw the synergy of all Telecom / Digital communication stakeholders viz. manufacturers, research and development centres, academic institutions, service providers with the object of facilitating coordinated development of Standards for Telecom / Digital communication, especially suited to Indian environment. The Society shall play a key role in the development and deployment of new products and services based on these Standards.

3.0 COMPOSITION OF THE SOCIETY

- 3.1 The Society shall be an autonomous body with effective participation of the Government, Industry, R&D Centres, Service Providers, and Academic Institutions to drive consensus regarding Standards to meet National requirements including security needs. It will facilitate access for all the stakeholders in the International Standards Development Organisations and act as an advisory body for preparation of National contributions for incorporation of Indian requirement/ IPRs/ Standards in the International Standards.
- 3.2 It shall, having regard to the principle of universality and the desirability of universal participation in the Society, be composed of entities whose primary work/product is related to the Telecom / Digital communication activities.

4.0 MEMBERSHIP

4.1 ELIGIBILITY FOR CORPORATE / ASSOCIATE MEMBERS

- a. **Corporate Member:** Entities registered in India, viz., Manufacturing Companies, Research and Development Centres, Network and Terminal Vendors, Network Operators, Service Providers, Regulatory Bodies, Government Departments/Bodies, Academic Institutions

- b. **Associate Member:** Associations of Stakeholders, Foreign Entities etc.
- c. **Guest/Expert Member:** Professional experts and researchers in their individual capacity as observers

4.1.1 Corporate membership of the Society is open only to a company, institutions, research centres or Govt. Department/body, but not to an individual or association of industries/societies. A small group of companies cannot join collectively as one Member, that is, no such collective representation is allowed for corporate membership.

4.1.2 Where a company is a Corporate Member of the Society, any other company that is a subsidiary of such Corporate Member, or of which, such Corporate Member is a subsidiary [as defined in the extant Companies Act of India] shall not be eligible to become or remain a Corporate Member of the Society.

4.1.3 Companies or organizations that are eligible to apply for Society Membership are given below. Of these, only Entities registered in India can be Corporate members:

- a) Companies registered in India (holding a valid license/registration as per the Companies Act of Government of India) and whose primary work/ product is related to the Telecom / Digital communication industry in India. Industry associations and societies (registered under the RCS Act, Govt. of India) whose Members have primary work/product related to the Telecom / Digital communication industry in India.
- b) Departments, PSUs or Agencies of the Government of India whose work is closely related to the Telecom / Digital communication sector.
- c) Research and Development (R&D) centres, universities or academic institutions registered in India and whose primary work/product is related to the Telecom / Digital communication sector in India.
- d) Foreign companies, organizations, associations, universities, R&D laboratories, etc. that have material interests

in supporting the development of the Telecommunications sector in India and are willing to commit to uphold the goals and principles of Society. These entities can be Associate members or Guest members and will not have any voting rights.

4.1.4 For being eligible to become a corporate member under different type of verticals, following minimum qualifying criteria shall be applicable.

Sl. No.	Type of vertical	Minimum Qualifying Criteria
1.	Telecom Network Equipment Manufacturers with Indian product related IPR / Licensed Indian design or technology	<p>The applicant Company should be registered in India and headquartered in India</p> <ol style="list-style-type: none"> a. The applicant should have ownership of substantial IPR related to a telecom Product or should be a manufacturer of a telecom Product using substantial IPR licensed from an Indian owner of the design/technology/IPR. b. Manufacturing of a telecom product should be one of the objectives listed in the MoA (or a legally equivalent document) of the applicant company, c. Manufacturing of the product should be undertaken through applicant's own facility in India or through contract manufacturing in India
2.	Domestic Telecom Network Equipment Manufacturers	<p>The applicant Company should be registered in India</p> <ol style="list-style-type: none"> a. Manufacturing of a telecom product should be one of the objectives listed in the MoA (or a legally equivalent document) of the applicant company, b. Manufacturing of telecom product should be undertaken through applicant's own facility in India or through contract manufacturing in India.
3.	Telecom Service Providers	<p>The applicant Company should be registered in India</p> <ol style="list-style-type: none"> a. The telecom services should be one of the objectives listed in the MoA (or a legally equivalent document) of the applicant company, b. The Company should be holding valid license from Department of Telecommunications to provide one or more telecom services namely access NLD, ILD under Unified License (UL) or Unified Access Service License (UAS) except for those mentioned in Sl. No. 4

4.	Any Other Service Providers like Service providers under UL other than those in SI No. 3. Above /ISP /VNO/ Cloud Service Providers, Broadcasters, etc	<p>The applicant Company should be registered in India</p> <ol style="list-style-type: none"> The telecom services should be one of the objectives listed in the MoA (or a legally equivalent document) of the applicant company The applicant Company should be holding one or more valid license from Department of Telecommunications to provide Services under UL other than those in SI No 3 above like ISP/VNO services/Cloud services or any other services based on valid license/registration /empanelment for Digital Communications from the Government in India.
5.	Applications/ Solutions Developers/ Application Software / Service Platform Developers/ Digital communication Software Developers or providers of services mentioned here (but not covered in 3 and 4 above)	<p>The applicant Company should be registered in India</p> <ol style="list-style-type: none"> Applications/ Solutions Development/ Application Software / Service Platform Development/ Digital communication Software Development should be one of the objectives listed in the MoA (or a legally equivalent document) of the applicant company, The applicant company should be in the business of development of Application Solutions, Platforms /Application Software / Service Platform / Digital communication Software providing services in these areas in India.
6.	Semiconductor components designer/manufacturere	<p>The applicant Company should be registered in India</p> <ol style="list-style-type: none"> Semiconductor components design/manufacturing should be one of the objectives listed in the MoA (or a legally equivalent document) of the applicant company. The applicant company should be in the business of Semiconductor components design/manufacturing accredited as applicable, in India.
7.	Terminal Equipment Manufacturers: Manufacturers of Mobile Device / CPE/ End User Devices	<p>The applicant Company should be registered in India</p> <ol style="list-style-type: none"> The Manufacturing of the telecom related product should be one of the objectives listed in the MoA (or a legally equivalent document) of the applicant company, The applicant should be engaged in manufacturing of products listed in the column 'Type of vertical' through its own facility in India or through contract manufacturing in India

8.	R&D organizations	<p>The applicant Company/entity should be registered in India</p> <p>a. R&D should be primary activity of the organisation as stated in the MoA and it should be recognised/ accredited as a R&D institution by the Government of India.</p>
9.	Academic Institutions	<p>Indian academic institutions having courses in telecommunication engineering / IT/ Computer engineering/ technology/ management etc. recognized/ accredited by appropriate authority in India.</p>
10.	Government Department/ Statutory or Autonomous bodies/organisations set up by the Government or Statutory or autonomous bodies	<p>Following organisations under Central/State Government</p> <p>a. Central/State Government Ministries/ Departments/Institutions</p> <p>b. Organisations owned or controlled by Central/ State Government</p> <p>c. Organisations set up by statutory/autonomous bodies</p>
11.	Any other entity in ICT enabled product manufacturing/ service/ solution provider domain (not covered elsewhere)	<p>The applicant Company/entity should be registered in India</p> <p>a. The applicant should be engaged in the business of products manufacturing/service/solution provider domain listed in the column 'Type of vertical' through its own facility in India with applicable accreditation/registration/license or any other applicable approvals in India.</p>

4.2 RIGHTS AND OBLIGATIONS OF MEMBERS

4.2.1 Members shall have the rights and shall be subjected to the obligations provided for in these Rules.

4.2.2 Rights of members in respect of their participation in the conferences, meetings and consultations of the Society are as:

- a) All members shall be entitled to participate in conferences and meetings of Study Groups and Working Groups of TSDSI
- b) Only Corporate Members shall be eligible for election to the Governing Council and shall have the right to nominate candidates for election as officials of the Society.
- c) Each Corporate Member shall have one vote at all General Body Meetings.
- d) Each Corporate Member shall also have one vote in all consultations carried out by correspondence.
- e) All Corporate Members shall have one vote each for all Governing Council positions.
- f) A Corporate Member becomes an Eligible Corporate Member (ECM) of the corresponding Group for the purposes of voting in the Group based on their participation as specified in TSDSI working procedures.
- g) Every ECM shall have one vote in each of the corresponding Group activities
- h) Only Corporate Members can participate in meetings of national and international standards bodies of which TSDSI is a partner organization

4.2.3 In respect of their participation in activities of the Society, members shall be entitled to participate fully in the activities of the sector in which they are interested, subject to relevant provisions.

4.2.4 If an academic institution becomes a member, its faculty and students can participate based on nomination by the institution. However, if an association/ society becomes a member, only its nominee, who is its employee or elected official, can participate in the proceedings of the Society.

4.2.5 Summary of Rights:

S.No.	Rights	Corporate	Associate	Guest/ Expert
1.	Participation in General Body Meetings, test events, seminars, workshops	Yes	Yes	By invitation
2.	Inclusion in mailing list for information about events	Yes	Yes	By invitation
3.	Online access to initial draft Standard formulated by TSDSI	Yes	Yes	By invitation
4.	Online submission of comments on initial draft Standard formulated by TSDSI	Yes	Yes	By invitation
5.	Participation in technical committees, working groups of TSDSI	Yes	Yes	Yes
6.	Participation in meetings of standards bodies in which TSDSI is a Partner Organization	Yes	No	No
7.	Representation in the Governing Council	Yes	No	No
8.	Voting rights in General Body and in relevant specific technical issues	Yes	No	No
9.	Voting rights in Corresponding Study / Work Groups	Yes, when an ECM	No	No
10.	Validity of membership	Per Rules of membership	Per Rules of membership	Six months for guest / by invitation for expert
11.	Request for formulation of a fresh Standard	Yes	Yes	No

4.2.6 GUEST MEMBERS

4.2.6.1 Guest Members can be individuals or organizations who shall be observers or Members with limited privileges. They will be invited by the Chairperson. Following can be considered to be invited as Guest Members:

- a) Individuals/bodies identified by the Governing Council to participate in Working Groups or other committees as Guest Members. The Guest Members should be experts in a specific area whose expertise a SG/WG is keen to leverage, but who may not be available as a consultant. The organization, if any, which employs the individual Guest Member, must give its concurrence before the individual is invited. The tenure of the Guest Member shall be specified while inviting him to join the SG/WG/committee.
- b) In case of organizations which wish to explore the need for becoming a Member before taking up Corporate or Associate Membership, the Guest Membership shall be provided only for six months and shall not be renewed for three years unless the organization becomes a Corporate or Associate Member during that period.

4.2.6.2 RIGHTS, BENEFITS AND OBLIGATIONS OF GUEST MEMBERS

- a) Guest Members have the right to attend the SG/WG meetings but shall have no voting rights in the SG/WG or any other group in the Society.
- b) Technical contributions to the SG/WG may be accepted from Guest Members at the discretion of Study Group/Working Group Chair for discussion in Working Group. However, this contribution may or may not be adopted or even put to vote.
- c) Guest Members may also submit non-technical documents to the SG/WG for consideration.
- d) Guest Members need not pay Membership fees. However, they may be required to pay certain charges associated with the

conduct of some meetings, if needed, which other Members may not have to pay.

4.2.7 Code of Practice for Members

It is expected that all members and their activities (in intent and action) will be aligned with the stated goals and objectives of TSDSI. The Governing Council may choose to specify and invoke appropriate “Codes of Practice” to help ensure alignment with the R&R as well as efficient operations of TSDSI.

4.3 MEMBERSHIP ADMISSION PROCEDURE / APPLICATION

4.3.1 ADMISSION PROCEDURE

4.3.1.1 Any person seeking admission as a Corporate Member or an Associate Member of the Society shall make an application in writing to the Director General in the prescribed form.

4.3.1.2 The said application shall be duly signed and stamped by the applicant and shall be accompanied with:

- a) The acceptance of an agreement to abide by these Rules.
- b) Such information including details of registration, license, turnover, etc., as may be stipulated by the Governing Council from time to time.

4.3.1.3 Such an application shall be reviewed by the Director General for eligibility and if satisfied then the Director General shall place the application before the Governing Council for its decision in the first following meeting of the Governing Council.

4.3.1.4 In no event, such application for admission will be kept pending for more than three months.

4.3.1.5 The Governing Council shall decide on the eligibility, admission/rejection or otherwise of the candidate seeking admission as a Member of the Society and their decision in the matter shall be final and they shall not be bound to assign any reason for their decision. In such matters, decisions of Governing Council shall be final.

- 4.3.1.6 The Membership of each applicant will commence from the date of paying the applicable fees (admission and membership fees). Membership fees payable shall be for a full financial year. If membership is sought to be effective from 2nd half of the financial year, half the membership fee shall be charged.
- 4.3.1.7 Every Member shall register with the Director General its corporate/registered address in India. Any change in the same shall be intimated by the Member(s) forthwith.

4.3.2 RENEWAL PROCEDURE

- 4.3.2.1 An existing Member shall continue to remain a Member of the Society by paying the Membership Fees prescribed by the Society from time to time.
- 4.3.2.2 The Secretariat shall raise invoices on behalf of the Society to the Members.
- 4.3.2.3 The invoice shall include a minimum of the Membership fee details, the deadline for fee payment and a date for submission of undertaking for renewal of Membership. The date of undertaking shall be prior to the payment due date, both dates prescribed by the Society from time to time
- 4.3.2.4 The period for the payment of fees shall be three months from the date of invoice for which the member shall provide an undertaking to pay the same as stipulated above. In case of non-payment within three months, one additional month to pay the fees, with interest at the prevailing rates may be allowed subject to the condition that the undertaking to pay, as mentioned above had been submitted. If the payment is not made within four months, the membership shall be deemed as suspended. The GC may extend this period if the Member is able to justify force majeure conditions, i.e., conditions beyond the control of the Member, which prevented the payment on time.

4.4 TERMINATION OF MEMBERSHIP

4.4.1 The Membership in Society may be terminated by resignation, revocation or by default on payment of Membership fees/dues. There shall be no refund of fees in any of the cases. Details of instances for termination of Membership are as below: -

4.4.1.1 RESIGNATION

- a) A Member may resign from Membership by giving notice to the Director General. The resignation shall take effect from the first of the following month from submission of resignation.
- b) Any Member may withdraw from the Membership of the Society by giving one month notice in writing, to the Director General of the intention to do so and it shall take effect upon its acceptance by the Director General. The Director General shall take the decision within fifteen days of receipt of such notice. Such notice/resignation shall not absolve the Member from paying the pending Membership charges/applicable dues accrued as on the date of Director General's decision. There shall be no refund of subscriptions that have already been paid.
- c) Such notice period for the resignation can be waived or reduced at the discretion of the Director General.

4.4.1.2 REVOCATION OF MEMBERSHIP

- a) Revocation of the Membership of any Member including a Corporate Member may be proposed by the Governing Council, if it has reason to believe that the Member is acting against the interest or objectives of the Society or against National interest or there is substantial breach of its obligations as a Member or that their conduct is detrimental to or has harmed or brought into disrepute the Society or the Indian

Telecom / Digital communication industry. The same will be ratified by the General Body before proceeding with revocation of membership. It will be the responsibility of the Director General to initiate proceedings against such Member and issue a show cause notice and bring the response to the same to the notice of the Governing Council for their decision in the matter.

- b) Provided that such Member shall be given fifteen days' notice by the Director General to explain their point of view to the Governing Council whereupon the Governing Council shall within fifteen days thereafter take its decision to expel or not to expel the Member and the Governing Council shall not be bound to assign any reason for their decision. However, in matters of National interest, the decision of Governing Council shall be Final in revoking any membership.
- c) Any such person, firm, company, corporation, association or other legal entity shall, thereafter, cease to be a Member of the Society and cease to have the rights and privileges of Membership.

4.4.1.3 CESSATION OF MEMBERSHIP

- a) A Member shall ipso facto cease to be a Member of the Society, if:
 - i. The Member resigns in the manner laid down in Para 4.4.1.1 above.
 - ii. In the case of a Corporate Member, the license/ registration granted to the Member by the Govt. of India (or State Government) is revoked or suspended by a competent authority.
 - iii. The Member otherwise ceases to be eligible as a Member of the corresponding category;

- iv. In the case of Member being a firm, it is dissolved, or such firm is adjudicated insolvent, or is merged with any other entity; or the partner(s) thereof are convicted of an offence involving moral turpitude. Provided that a firm shall not cease to be a Member of the Society by reason only of a change caused by the death or retirement of a partner or partners or by reason only of a mere change in the name of the firm without affecting materially the composition of the partners of the firm.
- v. In the case of Member being a company, body corporate or association, upon voluntary winding up or upon an order made by a competent court for winding up of the company, body corporate or association or upon being adjudged as insolvent.
- vi. Provided however, a firm, company, body corporate or association shall not cease to be a Member of the Society upon any change being made in the conventional or corporate name of the firm, company, corporation or association.
- vii. Any Member whose Membership renewal charges are in arrears for a period exceeding five months from the date of any invoice as aforesaid is raised (first demand excluding reminders), such Member shall cease to be Member of the Society. In the event that on such cessation, if the defaulter company (Member entity) pays all its dues together with interest at the prevailing rate thereon within one-month from the end of the five month time period, then the Membership of such Member company will stand restored on the date of making such payment. However this extension of time for making the payment of arrears shall not apply to a Member who has defaulted for the second time. In case the said payment is not made within the period of six months or in case of a repeat defaulter, the restoration of Membership shall be at the sole discretion of the Governing Council and on such terms and conditions as may be decided by

the Governing Council. The GC may take into account force majeure conditions, wherever applicable. Beyond the five-month period, when the non-payment issues is not settled, the Member shall have no voting rights and shall have no right to take up any of the Society positions in the Governing Council, or SG / WG / JWG Groups. The Member shall also not be able to participate in any National and International Standards body meetings as Society Member.

4.4.2 READMISSION

4.4.2.1 In case of a person/entity who ceases to be a Member of the Society on account of any reason provided in Clause 4.4.1 above and/or whose Membership has been revoked for reasons provided in Clause 4.4.1, such person/entity can re-apply for the Membership of the Society upon rectifying the reason for which he/she ceased to be a Member.

4.4.2.2 The readmission procedure shall be the same as prescribed for Admission.

4.4.2.3 Notwithstanding anything contained in Admission Clause, the Governing Council may, at its sole discretion, waive the payment of admission fee or part thereof from any person/entity applying for readmission, subject to such terms as the Governing Council may specify.

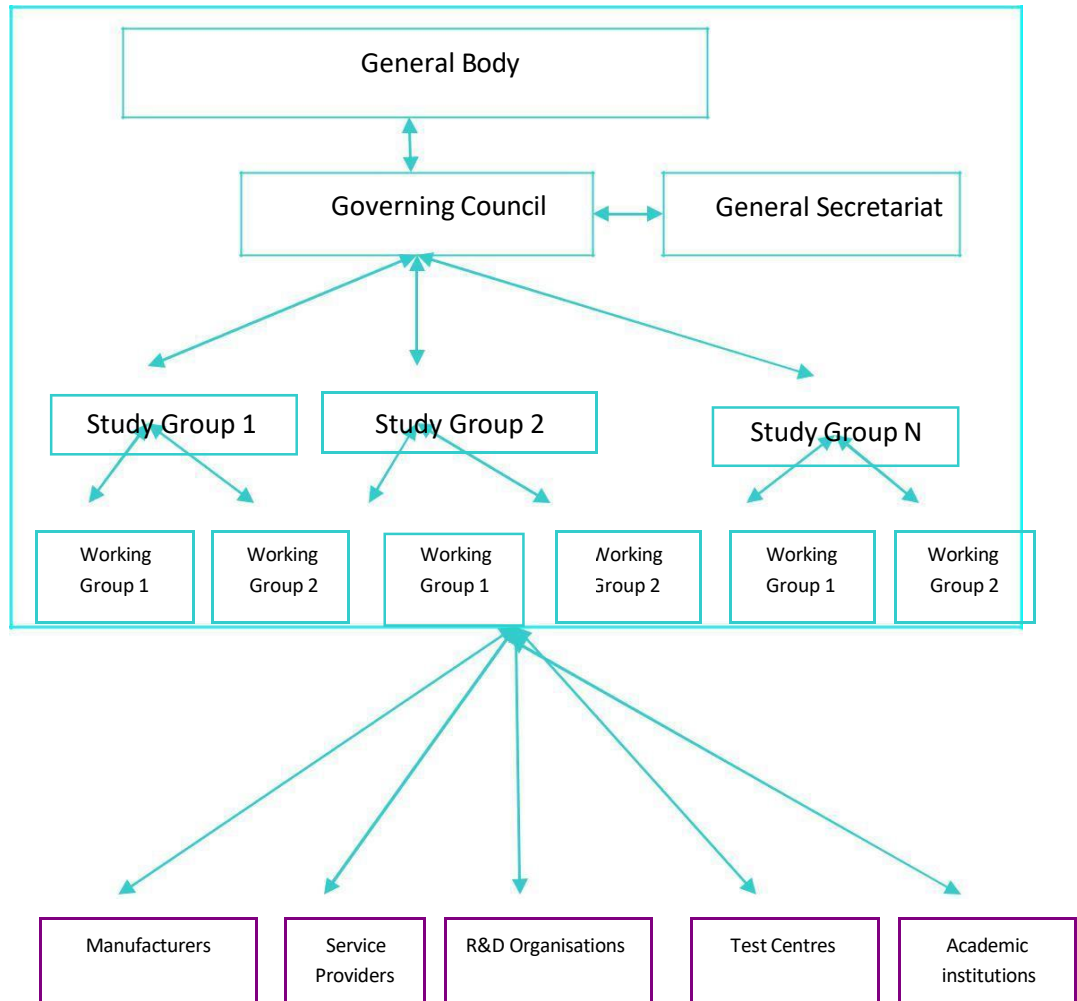
4.4.3 REGISTER OF MEMBERS

The Director General shall maintain two separate Registers of Members, for Corporate, and Associate Members respectively, containing the names and corporate/registered addresses of the Members and such other particulars as may be decided from time to time by the Governing Council. Such Register shall be open for inspection by the Members or their authorized representatives at the Registered Office of the Society during normal working hours by giving one week's prior notice.

5.0 STRUCTURE OF THE SOCIETY

5.1 The Society will have a multi-tier structure, comprising:

- a) the General Body, which shall be the supreme organ of the Society
- b) the Governing Council, which shall act on behalf of the General Body to steer the Society
- c) the Study Groups, which shall handle the activities related to a particular Telecom / Digital communication vertical allocated by the Governing Council
- d) the Working Groups, which shall assist Study Groups in the deeper technical aspects of the particular Telecom vertical
- e) The Joint Working Groups, which shall handle, when required, topics of common interest to several Work Groups
- f) The General Secretariat, headed by the Director General, which shall manage the day-to-day activities and support functions.
- g) TSDSI will specify detailed working procedures for all the entities in the structure



6.0 GENERAL BODY

6.1 COMPOSITION AND FUNCTIONS

6.1.1 General Body shall be composed of representatives of all the members of the Society except guest members. However, only Corporate Members shall have voting rights.

6.1.2 Only Corporate Members of General Body shall be eligible to elect Chairperson and Vice Chairperson for the General Body.

- 6.1.3 Every Corporate Member shall nominate one representative to the General Body to act on its behalf, called as Notified representative. The Member company shall be entitled to nominate another person in his place, with prior notification to the Secretariat
- 6.1.4 The Chairperson/ Vice Chairperson of the Governing Council shall preside over the General Body
- 6.1.5 It shall be mandatory to hold one General Body meeting annually. It shall be called Annual General Body Meeting (AGM). One more GBM shall be required to be convened. Any additional GBMs, to be called Extra-ordinary or Emergency GBM can be convened as needed.
- 6.1.6 On the basis of proposals by members and taking account of reports by the Governing Council, the General Body meetings shall:
- a) determine the general policies for fulfilling the purposes of the Society prescribed in these Rules.
 - b) consider the reports by the Governing Council on the activities of the Society since the previous General Body Meeting and on the policy and strategic planning of the Society
 - c) in the light of its decisions taken, establish the strategic plan for the Society and the basis for the budget of the Society, and determine related financial limits, until the next General Body Meeting, after considering all relevant aspects of the work of the Society in that period
 - d) establish, using the laid down procedures, the annual contributions
 - e) provide any general directives dealing with the staffing of the Society and, if necessary, fix the basic salaries, the salary scales and the system of allowances and pensions for all the officials of the Society
 - f) examine the accounts of the Society and finally approve them, if appropriate
 - g) elect the members which are to serve on the Governing Council

- h) elect the Chairperson, the Vice Chairperson and Members of the Governing Council, and the Head and Vice-Head of the Study Groups/Working Groups of the Society
- i) consider and approve draft standards developed by the Study Groups.
- j) consider and adopt, if appropriate, proposals for amendments to these Rules, put forward by members, in accordance with the provisions contained herein, within the purview of the extant government policies
- k) conclude or revise, if necessary, agreements between the Society and other organisations, examine any provisional agreements with such organisations concluded by the Governing Council on behalf of the Society, and take such measures in connection therewith as it deems appropriate
- l) adopt and amend the general rules of conferences, assemblies and meetings of the Society
- m) deal with such other Telecom / Digital communication issues as may be necessary

Any resolution passed by the General Body in accordance with the Rules shall be binding on all Members for Standard development and constitution of Working Groups.

6.1.7 Extraordinary General Body Meetings

- a) All General Body Meetings other than the Annual General Body Meeting shall be called Extraordinary General Body Meetings.
- b) An Extraordinary General Body Meeting may be called by the Chairperson or as the case may be by the Vice Chairperson or Director General and it may also be called on a requisition signed by not less than 50% of the Corporate Members of the Society presented to the Chairperson for considering matters of urgent nature.
- c) The Chairperson shall call an Extraordinary Meeting within four weeks of the receipt of such requisition.

- d) An Emergency Meeting of the General Body may be convened at any time by shorter notice.

6.2 NOTICE OF ANNUAL GENERAL BODY MEETING

- 6.2.1 Not less than 21 calendar days" notice of an Annual General Body Meeting shall be given to the Members specifying the day, time and venue of the meeting along with a statement of the business to be transacted at the said meeting.
- 6.2.2 The notice of the Annual General Body Meeting shall be given to the Governing Council, the Corporate Members, and the Auditors. The non-receipt of such notice will not invalidate the proceedings at any such meeting.
- 6.2.3 Any notice required by these Rules to be given to a Member shall be deemed to be sufficiently served if sent by registered post/courier/fax/E-mail properly addressed to the last known registered address in India.
- 6.2.4 Each Member shall give their updated contact details to the Society so that such notice is duly served.

6.3 QUORUM FOR THE MEETINGS

- 6.3.1 For all purposes, the quorum for an Annual General Body Meeting shall be 33% of the majority of Corporate Members entitled to vote present in person through their notified Representative. In an Extraordinary General Meeting the quorum of 33% could also be through participation by any other authorized representative, with the said authorization being communicated in writing in advance to the Society Secretariat.
- 6.3.2 No business shall be transacted/concluded at any meeting, unless the requisite quorum is present at the commencement of business.

6.4 CHAIRPERSON FOR THE MEETINGS

6.4.1 The Chairperson or in his absence, the Vice Chairperson shall take the chair at the meetings of the General Body. In the absence of Chairperson and Vice Chairperson, the powers and duties of the Chairperson shall be exercised and discharged by one of the Members of the Governing Council who shall be elected by the members present.

6.4.2 Adjournment of the Meetings

- a) If within half an hour from the time appointed for the meeting, the quorum is not present, the Chairperson may with consent of the Members present at the meeting, or in exceptional circumstances without such consent, adjourn any meeting to such time and place provided that no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- b) If, at the expiration of half an hour from the time appointed for holding such adjourned meeting, no quorum is formed, the meeting, if called upon the requisition of the Members shall stand dissolved and in any other case the Meeting shall stand re-adjourned as Chairperson may determine and if at such re-adjourned meeting a quorum is not formed at the expiration of half an hour from the time appointed for holding the meeting, the Members present shall be a quorum, and may transact the business for which the meeting was called.
- c) When a meeting is adjourned for 30 days or more, fresh notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give notice of an adjournment or of the business to be transacted at any adjourned meeting.

6.5 VOTING IN THE MEETINGS

- 6.5.1 Unless otherwise stated herein, the decisions of the General Body shall be taken by a “simple majority” of votes of the Members eligible to vote and each Member shall be entitled to vote as provided in Rules.
- 6.5.2 On a poll every Member whose name appears in the Register of Members (as a Corporate Member) and who is not otherwise ineligible shall have voting rights as per Rules, as amended from time to time.
- 6.5.3 In case of an equality of vote in the General Body meeting, the Chairperson or in the absence of whom, the Chairperson of the meeting, shall have the deciding vote.
- 6.5.4 The tenure of the Governing Council Member shall be for a period of two years from the date of their appointment at the Annual General Body Meeting subject to the validity of membership of the organization. The Corporate Member(s) is entitled to re-appoint the same person in the following Governing Council.
- 6.5.5 In case of a person ceasing to hold his office with the Member company for any reason, the Member company shall be entitled to appoint another person in his place. Further, the Member company shall be entitled to withdraw its Governing Council Member and appoint another person in his place at any time during the tenure of the Governing Council.
- 6.5.6 In case a Member company fails/delays to appoint its representative to the Governing Council, the decisions taken by the Governing Council shall not be held defective/void.

7.0 ELECTIONS AND RELATED MATTERS

7.1 ELECTION GUIDELINES

The General Body Meeting, at any elections referred to in these Rules, shall ensure that:

- a) the members of the Governing Council are elected with due regard to the need for equitable representation of the seats on the Governing Council among all categories of stakeholders
- b) the Chairperson, the Vice Chairperson, the Head and Vice-Head of the Study Groups/Working Groups shall be elected among the candidates proposed by members as their representatives, and at their election due consideration should be given to equitable representation amongst the categories of stakeholders
- c) Department of Telecommunications (DoT)/Telecommunications Engineering Centre (TEC)/ Ministry of Electronics and Information Technology (MeitY) nominees on the Governing Council may be considered for any position in General Body and Governing Council by the members of the Society.
- d) Only entities which are members before March 31 of the year of election and have paid their dues for the current year as per schedule announced by the Returning Officer, will be eligible for nominations.
- e) Elections for various positions will be conducted in July
Provisions relating to duties, vacancy and re-eligibility of elected members are contained in the Rules.

7.2 ELECTION PROCEDURES

7.2.1 NOMINATION OF CANDIDATES

7.2.1.1 The Director General shall ascertain from each Corporate Member at least four weeks prior to the holding of the Annual General Body Meeting, nominations for its representatives (who are qualified for the purpose) for election as Chairperson or Vice Chairperson or members to the Governing Council or Head/Vice-Head Study Groups/Working Groups. However, such time period can be waived/ reduced at the discretion of the Director General. The Director General shall also ascertain the mode of election preferred by the respective Corporate Members.

- 7.2.1.2 Corporate Member companies nominating any of their representatives for the aforesaid positions/posts shall state the name of the person and the position for which he/she is being nominated and shall declare that he/she is qualified for the purpose under the rules. The statement/declaration/nomination has to be signed by an authorized representative of the Corporate Member company. At the time of the elections, the members have to compete in the vertical where they have initially entered or declared the vertical at the time of renewal of membership.
- 7.2.1.3 Every nomination shall be supported by a declaration signed by the candidate that he/she has given his/her consent to the nomination. If consent is given to more than one nomination, all the nominations will be treated as invalid.
- 7.2.1.4 Such statement/declaration shall be sent within seven days from the date of nominations by the Members.
- 7.2.1.5 The nomination papers and the declaration by the candidate shall be sent to the Director General of the Society so as to reach him/her at such address and by such date as may be mentioned by him/her.

7.2.2 SCRUTINY OF NOMINATIONS

- 7.2.2.1 Prior to the holding of the Annual General Body Meeting, the Governing Council shall appoint a person(s) to scrutinize the nomination papers received from Corporate Members. Such person(s) may reject such nominations that in his/her opinion are invalid. If no such person(s) is appointed by the Governing Council, the Director General of the Society shall be deemed to be so appointed with powers to scrutinize the nomination papers and reject such nominations as in his/her opinion are invalid.

7.2.3 WITHDRAWAL OF NOMINATIONS

7.2.3.1 A candidate nominated by a Corporate Member for election as Chairperson or Vice Chairperson or member to the Governing Council/Study Groups/Working Groups may withdraw his/her candidature by intimation addressed to the Director General and delivered before 5:00 PM on the day before the day of the Annual General Body Meeting.

7.2.4 ELECTION OF CANDIDATES

7.2.4.1 If the nominations submitted are less than the stipulated number in each category, the nominees shall automatically stand elected for the ensuing tenure.

7.2.4.2 If the nominations are in excess of the numbers stipulated, then the Director General shall issue a notice for Elections, not less than two weeks before the Annual General Body Meeting to all the Members embodying the names thus submitted.

7.2.5 METHOD OF VOTING

7.2.5.1 The Director General shall cause voting papers to be prepared setting forth the names of candidates for the election as Chairperson or Vice Chairperson and/or Governing Council Members.

7.2.5.2 The voting papers shall be authenticated by a person(s) authorized by the Director General and shall be issued under the authority of the Director General by any other person(s) on the day of the Annual General Body Meeting considered fit and expedient by the Chairperson, when the arrangements for polling have been completed. The voting papers shall be issued to such delegates as are authorized by the Corporate Members to receive them and are returnable by such delegates immediately after such issue.

7.2.6 DECLARATION OF RESULTS

7.2.6.1 The result of the election shall be declared at the Annual General Body Meeting.

7.2.6.2 The persons so declared as elected shall function in spite of any irregularity in the election until such irregularity is established as hereinafter provided.

7.2.6.3 Whenever there is equal voting during election of Governing Council or Study Group position, the Chairperson or in the absence of whom, the Chairperson of the meeting shall have the deciding vote.

7.2.7 OBJECTIONS TO THE ELECTIONS

7.2.7.1 Any objection to the procedure or process of elections, eligibility of votes or candidates or Members, etc., shall be raised:

- a) With respect to candidature or eligibility of votes/Members – at the commencement of the Annual General Body Meeting.
- b) With respect to process or procedure – at the commencement of the respective process or procedure.
- c) In any other case – immediately on the irregularity having been noticed.

7.2.7.2 No objection(s), except as aforesaid, shall be entertained.

7.2.7.3 All objections shall be taken note of by the Annual General Body Meeting and decided upon by a “simple majority”.

7.2.7.4 In case of an equality of vote, the Chairperson shall have one casting vote in addition to the vote(s) he/she has as a Member.

7.2.8 ELECTION PROCEDURES FOR GOVERNING COUNCIL

7.2.8.1 Corporate members shall be eligible to be elected to the TSDSI Governing Council.

- a) Representatives to the Governing Council are elected by the Corporate Members of the Society.
- b) It is the Member Company who is elected to the Governing Council, and not an individual representing the company.

- c) Member companies that have completed two consecutive terms can apply for Governing Council positions only after a gap of two years. However, this condition can be waived by the GC if the total number of members elected to the GC in Telecom Service Providers vertical is less than 2.
- d) If a Member company resigns or its Membership gets terminated, a new Member is elected from the same category, for the remaining period only.
- e) The current Chairperson of the Governing Council moves the motion for election.

7.2.9 ELECTION PROCEDURES FOR STUDY GROUPS

- 7.2.9.1 Study Groups shall be created by the Governing Council on a need basis with an identified area to focus on.
- 7.2.9.2 Every Study Group will have a Head and Vice-Head elected by the Corporate Members who opt for the Study Group.
- 7.2.9.3 The positions of Study Group Head and Vice-Head are for individuals nominated by the Corporate Members, and the candidates shall be elected based on their individual credentials.
- 7.2.9.4 Study Group Head and Vice-Head positions shall be for a term of two years after which the individual can seek re-election for a term of two more years.
- 7.2.9.5 Individuals who have completed two consecutive two year terms can apply for the positions only after a gap of two years.
- 7.2.9.6 If a Member resigns, the Membership gets terminated or if the individual no longer represents the company, re-election is conducted for the position.
- 7.2.9.7 The Director General shall move the motion for election.

7.2.10 ELECTION OF THE CHAIRPERSON AND VICE-CHAIRPERSON OF THE GOVERNING COUNCIL

1. Elections to the Chairperson and Vice-Chairperson of the Governing Council will be held only during a General Body Meeting
2. The Chairperson and Vice Chairperson are elected from amongst the representatives of Members in the Governing Council
3. In case Chairperson/Vice Chairperson has to demit office for any reason, fresh election shall be held from amongst the GC members. The newly elected Chairperson/Vice Chairperson as per Clause 3.1 above shall have tenure which is conterminous with the tenure of incumbent GC.

7.2.11 ELECTION OF THE CHAIRPERSON AND VICE-CHAIRPERSON OF STUDY AND WORK GROUPS

1. The Chairperson and Vice Chairperson shall be elected by Eligible Corporate Members of the corresponding Group (as in Sec 4.2.1.2.f)
2. The positions of Chairperson and Vice- Chairperson shall be for individuals nominated by the Corporate Members for election to those positions
3. Elections to the Chairperson and Vice-Chairperson of the Study and Work Groups may be held independent of the Governing Council and the General Body Meetings, in a formal meeting of the corresponding Group
4. Group Chairperson and Vice-Chairperson shall be elected for a term of two years, after which they can seek re-election for a consecutive term of two more years.
5. Chairperson and Vice Chairperson of a corresponding Group, who have completed two consecutive terms of two years, can be nominated for the positions only after a gap of two years. Exceptionally, they may offer themselves for further consecutive terms, subject to the condition that no valid nomination is available for the vacant position(s) at the end of the announced election nomination deadline. The Election Officer shall employ a suitable process to address this exception case, keeping the schedule of election intact.

6. When,

- a) the Chairperson or Vice Chairperson resigns, or
- b) ceases to represent the original TSDSI Member for any reason, or
- c) is removed from the position for any reason, or
- d) his Member Company ceases to be a TSDSI Member for any reason

A new election will be conducted, only for the remaining term.

8.0 GOVERNING COUNCIL

8.1 COMPOSITION

8.1.1 The Governing Council (GC) shall be composed of members elected by the General Body Meeting in accordance with the provisions of these Rules.

8.1.2 Each member of the Governing Council shall appoint a person to represent it on the Governing Council.

8.2 COUNCIL MEMBERS

8.2.1 The Governing Council will comprise of the following:

- a) Chairperson and Vice Chairperson elected by the Corporate Members of the General Body.
- b) Director General: Director General of the Society Secretariat shall be appointed by the Governing Council and will be a full time functionary of Society and Member-Secretary of the Governing Council. Director General will not have voting rights and will be the main interface of the Council to the Study Groups/Working Groups and the Secretariat.
- c) Governing Council Members: There will be a maximum of 2 members in the Governing Council representing each of the Telecom/Digital Communications industry verticals as defined in 4.1.4.
- d) The composition of the Governing Council is as follows:

Sl. No.	Type of vertical	Maximum Number of members
1.	Telecom Network Equipment Manufacturers with Indian product related IPR / Licensed Indian design or technology	2
2.	Domestic Telecom Network Equipment Manufacturers	2
3.	Telecom Service Providers	2
4.	Any Other Service Providers like Service providers under UL other than those in Sl No. 3. Above /ISP /VNO/ Cloud Service Providers, Broadcasters etc	2

5.	Applications/ Solutions Developers/ Application Software / Service Platform Developers/ Digital communication Software Developers or providers of services mentioned here (but not covered in 3 and 4 above	2
6.	Semiconductor components designer/manufacturer	2
7.	Terminal Equipment Manufacturers: Manufacturers of Mobile Device / CPE/ End User Devices	2
8.	R&D organizations	2
9.	Academic Institutions	2
10.	Government Department/ Statutory or Autonomous bodies/organisations set up by the Government or Statutory or autonomous bodies	2
11.	Any other entity in ICT enabled product manufacturing/ service/ solution provider domain (not covered elsewhere)	1
12.	Government (DoT/TEC-6, MeitY-1, BIS-1) (Nominated)	8

8.2.2 There will be maximum of 29 members in Governing Council with a maximum of 8 members nominated by the Government (DoT/TEC-6, MeitY-1, BIS-1). All other members will be elected from the Corporate Membership of the Society. The Public Sector Undertakings (PSUs) shall be eligible for seat in Governing Council as per the category applicable to their main line of business.

8.2.3 Governing Council may invite any organisation as a special invitee for a Governing Council meeting or as a standing invitee for a fixed duration which can be extended as deemed fit by the Governing Council.

8.3 FUNCTIONS OF THE GOVERNING COUNCIL

8.3.1 The Governing Council shall have the following rights and obligations:

- a) The Governing Council of the Society shall be the final authority of the Society with respect to its powers provided herein.
- b) The Governing Council shall consider the report on the working of the Society.

- c) The Governing Council shall consider and adopt the report of the auditors and the statement of accounts of the Society for the previous year as submitted by the Secretariat.
- d) The Governing Council shall transact such other business as the General Body may delegate and the Study Groups may request, of which Notice shall have been given to the Governing Council, through the Director General.
- e) The Governing Council shall conduct such other business as may be permitted by the Chair.
- f) To review annual roadmap/work plan, working procedures and, define annual budget
- g) To draft changes to the Working Group procedures and Document Management Procedures
- h) To appoint Director General of the Society
- i) To create Study Groups / Work Groups / Joint Working Groups and approve Terms of Reference, as well as merge and disband such groups
- j) To deliberate on IPR matters.
- k) To issue orders for proper implementation of rules and working procedures
- l) To transact such other business as the General Body may delegate and the Study / Work / Joint Working Groups may request, of which Notice shall have been given to the Governing Council, through the Director General

- 8.3.2 In the interval between General Body Meetings, the Governing Council shall act, as Governing Body of the Society, on behalf of the General Body within the limits of the powers delegated to it.
- 8.3.3 The Governing Council shall take all steps to facilitate the implementation by the members of the provisions of these Rules, of the decisions of the General Body, and where appropriate, of the decisions of other conferences and meetings of the Society, and perform any duties assigned to it by the General Body.
- 8.3.4 The Governing Council shall consider broad Telecom / Digital communication policy issues in accordance with the guidelines given by the General Body to ensure that the Society's policies and strategy fully respond to changes in the Telecom / Digital communication environment.
- 8.3.5 The Governing Council shall prepare a report annually on the policy and strategic planning recommended for the Society, together with their financial implications, for the consideration of the General Body.
- 8.3.6 It shall ensure efficient coordination of the work of the Society and exercise effective financial control over the General Secretariat.

8.4 MEETINGS OF THE GOVERNING COUNCIL

8.4.1 The Governing Council of the Society shall ordinarily meet once in 3 months.

8.4.2 Quorum for meetings & Adjournment of the Meetings

- a) Quorum for all GC meetings shall be 33% of the strength of the GC. If quorum is not established, then the meeting will be deferred.
- b) If within half an hour from the time appointed for the meeting, the quorum is not present, the Chairman/Chairperson may adjourn any meeting to such time and place provided.
- c) If, at the expiration of half an hour from the time appointed for holding such adjourned meeting, no quorum is formed, the meeting, shall stand re-adjourned as Chairman/Chairperson may determine

and if at such re-adjourned meeting a quorum is not formed at the expiration of half an hour from the time appointed for holding the meeting, no business shall be transacted for which the meeting was called.

d) When a meeting is adjourned for 30 days or more, fresh notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give notice of an adjournment or of the business to be transacted at any adjourned meeting.

9.0 STUDY GROUPS AND WORKING GROUPS

9.1 STUDY GROUPS (SG)

9.1.1 Study Groups (SG) shall be formed according to different technology verticals.

9.1.2 Each SG will be headed by a Head and Vice-Head (as applicable), as appointed by the General Body. An Editor would be appointed by the SG to assist in day-to-day functioning. Care shall be taken in such appointments to ensure equitable representations from all stakeholder groups.

9.1.3 To assist in the organization of the work, the SG may be organized into a number of Working Groups (WG). Each WG will coordinate a number of study items on a related theme.

9.1.4 Each WG will elect a Rapporteur and Assistant Rapporteur to carry out the proceedings of the meetings conducted by it. Each WG will also elect an Editor to record the outcomes of the proceedings and to modify/finalise the draft Standards on the basis of the deliberations/comments of the members.

9.1.5 All interested members may participate in the proceedings of the SG and WG.

9.1.6 DoT/TEC representatives shall be part of SG/WG to represent national requirements.

9.1.7 All the documents and outcomes will be shared amongst the members through electronic medium.

9.2 PROCEEDINGS

9.2.1 The technical work in Society shall be conducted through various Study Groups and their sub-elements with the assistance of the Secretariat Staff.

- a) The Chairperson may from time to time constitute such Study Groups to carry out such functions and specific tasks/projects as may be decided by the Governing Council from time to time.
- b) The Study Group shall be led by a Head who is elected by the General Body for a period of two years.
- c) The Study Groups may create Working Groups as needed to progress the work. Each Working Group will be headed by a duly elected Head and will report to the SG that created it.
- d) The Chairperson shall change the Head of the Study Group if a majority of the Members of the Governing Council and/or the concerned Study Group so petition to the Chairperson. The Chairperson may initiate re-election of the Head.
- e) All Heads of the Study Groups shall report on the functioning of the Study Groups/Working Group to the Chairperson, Vice Chairperson and to the Director General.
- f) A Study Group shall be wound up by the Chairperson or as the case may be by the Vice Chairperson, when any specific task assigned to it has been completed and a report in respect of the same has been submitted.
- g) The Chairperson, Vice Chairperson and Director General shall be permanent invitees on all Study Groups/Working Groups.

10.0 GENERAL SECRETARIAT

10.1 COMPOSITION OF SECRETARIAT

10.1.1 The General Secretariat shall be directed by a Director-General, assisted by such functionaries as may be approved by the Governing Council in the context of the scope of its activities.

10.1.2 The Director General shall act as the legal representative of the Society.

10.2 APPOINTMENT OF DIRECTOR GENERAL

10.2.1 The Director General shall be the administrative head of the Society staff and Secretariat.

10.2.2 The Governing Council shall approve the appointment and tenure of the Director General.

10.2.3 The day to day management and control over the affairs of the Society shall be vested with the Director General and his/her staff subject to the approval of the Governing Council. The functions and responsibilities of the Director General will be discharged by any other official authorized by the Director General in the absence of the Director General or when so directed by the Governing Council.

10.3 POWERS AND FUNCTIONS OF THE DIRECTOR GENERAL

10.3.1 The Director General shall assist the Chairperson and other office bearers of the Society in discharge of all their functions and responsibilities.

10.3.2 The Director General shall be empowered to make such decisions and take such actions that are in the overall interests of the Society.

10.3.3 The Director General shall report and be accountable to the Governing Council.

10.3.4 The Director General shall harmonize the activities of the SGs, and address issues arising out of liaison between the SGs that need attention.

10.3.5 The Director General shall place the recommendations on Standards and policies made by the Study Groups to the Governing Council and finally for approval by the General Body and communication to the Government.

10.3.6 The Director General shall take a formal approval of the Governing Council before initiating /filing any legal petition/appeal.

10.3.7 If any Member brings disrepute to the Society, the Director General shall initiate proceedings to issue a show cause notice to the errant Member and put forth the same to the Governing Council for a decision in the matter.

10.3.8 Without prejudice to the generality of the powers conferred by these Rules, the Director General shall have powers:

- a) To transact all business relating to the Society and to propose the order in which they shall be placed before the Governing Council meetings and generally to manage, superintend and control the affairs of the Society.
- b) To appoint office staff at salaries, allowances, gratuities and/or other privileges within the sanctioned budget and to define their powers and duties and to suspend or dismiss or dispense with their services as occasion may require.
- c) To appoint consultants/agencies to undertake special activities for the purposes of the work of the Society, within the sanctioned budget or with the agreement/consent of the Governing Council, if outside such sanctioned budget.
- d) To appoint in consultation with the Governing Council, where required; any in-house Study Groups/Committees or Sub-committees of the Members of the Committee or of the Members of the society or of other persons, technical expert etc., and such committee or sub committees may be permanent or temporary or for special purposes as may be determined.
- e) To propose strategies and give effect to schemes for the attainment of the objectives of the Society.
- f) To invest and deal with any of the monies of the Society not immediately required for the purpose thereof in such securities and in such manner as he/she may think fit or expedient and from time to time to vary or realize such investment.
- g) To receive and examine all accounts audited by the Auditor and put up the same for the general approval by the Governing Council.

- h) To dispose of any issues/ complaint raised by the Members.
- i) To invite guests and visitors to attend the Annual General Body Meeting or any other meeting of the Society or of the Study Groups/Committee or Sub Committees and address the same.
- j) To generally look after the business of the Society and take all possible measures and steps to promote the popularity of the Society with a view to achieve its aims and objects and to increase the status, dignity and honour of the Society and the Members thereof.

11.0 FINANCES

11.1 SOURCES OF INCOME

11.1.1 Sources of income of the Society shall be from membership subscription, donations, contributions, grants, seminars, publications, and other scientific and educational activities, and such other compatible sources.

11.2 MEMBERSHIP SUBSCRIPTION

11.2.1 The admission and annual subscription will be as under:

Category	Admission Fee	Annual Subscription
a. Corporate	Rs.2,00,000	
i. Turnover < Rs. 100 Crore		Rs. 5,00,000
ii. Turnover > Rs. 100 Cr. but <1000 Cr.		Rs. 10,00,000
iii. Turnover > Rs. 1000 Crore		Rs. 25,00,000
iv. R&D organisations/Test labs		Rs. 5,00,000
v. Academic institutions, not-for-profit R&D organizations, Govt.PSU	Rs. 1,00,000	Rs. 2,50,000
b. Associate	Rs.1,00,000	Rs. 2,50,000

11.2.2 The Governing Council shall from time to time fix the admission fees and annual subscription of the members subject to ratification by General Body in its next meeting.

11.2.3 The annual fees for less than 6 months will be half the above fees.

11.3 GRANTS

11.3.1 Grant-in-aid for the membership fees for taking up memberships in International Standards development organisations and forums, administrative expenses, corpus of society or for any activity of the society will be accepted from Government or other organisations engaged in development/promotion of such activities.

11.4 LOANS

11.4.1 The Governing Council shall have the power to raise loans from time to time for and on behalf of the Society.

11.5 EXPENSES

11.5.1 All the expenses incurred by the Society shall be met through contributions and internal resources.

11.6 APPROPRIATION OF FUNDS/ REVENUE

11.6.1 The funds, revenue and property of the Society, however derived, shall be applied solely for the promotion of its aims and objects, as set forth in the Memorandum of Association.

11.6.2 No portion of the funds, revenue or property aforesaid shall be paid or transferred, directly or indirectly by way of dividend, bonus or otherwise by way of profit, to persons who at any time, are or have been Members of the Society or to any one or more of them or to any persons claiming through any one or more of them.

11.6.3 True accounts shall be kept of the sums of money received or expended by the Society and the matter in respect of which such

receipt and expenditure takes place, and of the property, credits and liabilities of the Society and subject to any reasonable restriction as to time and manner of inspecting the same that may be imposed in accordance with regulations of the Society for the time being, shall be open to the inspection of Members. Once at least in every year the accounts of the Society shall be examined, and the correctness of the balance sheet ascertained by one or more properly qualified auditor or auditors.

11.6.4 The Director General shall cause to be prepared and submitted yearly Budgets of the Society to the Governing Council and finally to General Body for its approval.

11.7 BANK ACCOUNT AND SPENDING POWERS

11.7.1 The Governing Council / Chairperson shall authorize the Director General and any other officer of the Society, as may be decided from time to time by the Governing Council / Chairperson, to be the authorized signatories for the operation of the Bank account of the Society. The operation of the account shall be jointly by the said two authorized signatories. The account shall be opened in a Scheduled Bank.

11.7.2 The Governing Council may from time to time lay down the maximum limits of the spending powers of the said persons who operate the Bank accounts.

11.8 AUDIT & ACCOUNTS

11.8.1 Appointment of an Auditor

- a) The Governing Council shall appoint an Auditor / Chartered Accountant to audit the accounts of the Society. The Chartered Accountant shall submit the report to the Governing Council through the Director General / any other official of the Society. The Director General / Accounts Division of the Society shall

provide all necessary books of accounts and cooperation to the auditor for the purpose.

- b) The Accounts of the Society shall once every year be audited by the Chartered Accountant / Auditors appointed under Clause 11.8.1(a) above.

11.8.2 Annual Report and Accounts

- a) The Annual Report of the Society shall be placed before the Annual General Body Meeting for information.
- b) The Accounts of the Society shall be audited by the auditor of the Society and the same shall be placed before the Annual General Body Meeting for approval.

11.8.3 Records and Documents

- a) In addition to the Register of Members hereinbefore referred to, Director General shall keep or cause to be kept properly entered up:
 - i. Books of Accounts showing particulars of all receipts and payments and the assets and liabilities of the Society.
 - ii. Minutes of meetings of the Society.
- b) The books of accounts of the Society shall be open to the inspection of the Member through an authorized representative, at the Registered Office of the Society during such hours as the office of the Society remains open on any weekday excluding holidays.

12.0 EXTERNAL REPRESENTATION

12.1 Only the Chairperson, Vice Chairperson and the Director General are authorised to make any statement to the media and/or at any public forums on behalf of the Society. When representing the Society, such officials are expected to voice only the established position of the Society, and refrain from making individual or independent comments, or that of their employers.

12.2 All liaison with external agencies shall be routed through the Director General

12.3 The Director General is authorized to represent the Members at any interaction with/make any representation to the Government and other agencies. In the absence of the Director General, the Director General

may authorize any Senior Representative(s) from the Secretariat for such interactions/representations in the overall interest of the Society. All interactions/participations/representations on behalf of the organization shall include a representative from the Secretariat.

13.0 LEGAL PROCEEDINGS

13.1 The Society may sue and be sued in the name of Society and any suits, cases, processes, proceedings, etc., as also all pleadings or other documents, etc. in connection therewith may be initiated, pursued, instituted, signed, verified, amended, filed, received etc. by the authorized signatory through the Power of Attorney on behalf of the Society i.e., the Director General or such other person as may be determined by the Governing Council from time to time. Such authorized signatories shall appoint / engage such advocates / professionals as he/she may deem fit for the said purposes and carry out such other functions as may be incidental or ancillary to the above functions.

14.0 SEAL

14.1 The Society shall provide for a Seal and for its Safe Custody.

14.2 The Seal of the Society shall not be affixed to any instrument except in the presence of the Chairperson or Vice Chairperson and Director General.

15.0 INDEMNITY

15.1 The Governing Council and the office bearers / officers and staff of the Society shall be indemnified in respect of each and all acts done by them in the capacity of a member / officer / officer bearer either jointly or/and severally for the Society in good faith and no office-bearer or Members of the Society / Governing Council shall be liable for any act done by another office-bearer or Member of the Society/ Governing Council.

16.0 AMENDMENT OF AIMS AND OBJECTS OF THE SOCIETY

16.1 To alter, extend or abridge aims and objects of the Society, the procedure prescribed in the Societies Registration Act of 1860 shall apply.

17.0 DISSOLUTION AND ADJUSTMENT OF AFFAIRS

17.1 The Society may be dissolved by a Society Extraordinary General Body Meeting convened on the recommendation of the Governing Council or on the requisition of not less than three fifths of the Members and the meeting to dissolve the Society must be composed of not less than three fifths of the Members of the Society and the resolution upon the dissolution shall not be effective unless passed by majority consisting of three fifths of the votes of the Members present and entitled to vote and voting at such special general meeting of the Society. Provided that if any Government is a Member of, or a contributory to, the Society, it shall not be dissolved without the consent of the Government.

17.2 The resolution passed under sub-clause 17.1 above hereof may direct that if upon the dissolution of the Society there remains after the satisfaction of all debts and liabilities of the Society any property whatsoever, the same shall not be paid to or distributed amongst the Members of the Society, but shall be given or transferred to some other society, institution or institutions having objects similar to the objects of the Society and similar Income Tax exemptions, if any, to be determined by the Members of the Society at the aforesaid Extraordinary General Body Meeting.

17.3 If the Society becomes insolvent, the liability of the Members, who were Members on the first day of preceding the commencement of winding up shall be limited to contributing towards the deficit to the extent of the year's annual subscription payable by them.

18.0 COVERAGE OF RULES AND APPLICATION OF THE ACT

- 18.1 These Rules shall bind the Society and Members thereof, to the same extent as if they had respectively been signed and sealed by each Member and contained covenants on the part of each Member to observe all provisions thereof.
- 18.2 All communications under these Rules can be made through one or more methods i.e. e-mail, fax, courier, post.
- 18.3 All the provisions under all the Clause(s) of the Societies Registration Act of 1860, as applicable to the National Capital Territory of Delhi, shall apply to this Society and the provisions of the Societies Registration Act of 1860 shall, in case of conflict, prevail over these Rules.

19.0 STANDARDS FORMULATION

19.1 FORMULATION OF DRAFT STANDARDS

- 19.1.1 The formulation process for a new Standard shall be as under:
- a) A Member of the Society may identify a Telecom / Digital communication issue in need of Standardisation. Alternatively, DoT may ask TSDSI to take up Standardisation of an issue of National interest.
 - b) For a new issue to be taken up, it is necessary that a number of members commit to support the work.
 - c) The Member shall submit the suggested research item to the Governing Council which shall allocate it to the relevant SG.
 - d) The SG shall approve the issue as a Study Item and allocate it to the relevant WG.
 - e) The WG will work to formulate a new Standard, in consultation with all interested members. It will develop text for the draft Standard taking all relevant inputs into account and consulting other relevant parts of the Society.
 - f) The issues will be addressed through technical studies in a particular area of Telecom / Digital communication Standardisation, and are driven by

contributions. An issue will normally be terminated once the defined work has been completed, or the task is revised in the light of developments, which can be technical, market-oriented, network or service driven.

- g) The finalised draft Standard, on the basis of a series of deliberations and resolution of issues, will be submitted to WG/SG meeting for approval.

19.2 APPROVAL OF STANDARDS

19.2.1 After a draft Standard is considered to be mature, and is consented by WG/SG, it shall be sent for approval as under:

- a) The draft Standard shall be circulated electronically to all the members who may send their comments, if necessary.
- b) If no comments, other than editorial changes, are received, the draft is considered as approved after the editorial changes are duly made.
- c) If substantive comments are received, all these comments shall be further discussed in WG/SG meetings.
- d) The process of seeking comments and discussions shall be repeated to resolve all the unsettled issues. After completion of this process, the draft shall be finalised for submission for approval to the General Body.
- e) After approval by the General Body, the proposed Standard shall be sent to DoT for approval and adoption as National Standard.

19.2.2 However, all proposed Standards which the General Body deems do not have regulatory implications, may be approved through a Fast Approval Process as under:

- a) The draft Standard shall be circulated electronically to all the members who may send their comments, if necessary, within a time period of 4 weeks.
- b) If no comments, other than editorial changes, are received within the time limit, the draft shall be considered as approved after the editorial changes are duly made.

- c) If substantive comments are received, all these comments shall also be circulated electronically for review within a time period of 3 weeks.
- d) If no comments, other than editorial changes, are received within the time limit, the draft shall be considered as approved.
- e) If substantive comments are received, the draft shall be sent to the General Body for further discussions, and possible approval.
- f) After approval by the General Body, the proposed Standard shall be sent to DoT for ratification and adoption as National Standard.

19.3 NATIONAL OPINION

19.3.1 Recommendations in the form of draft national opinion in all the technical matters concerning national interests shall be sent to DoT, at least 4 weeks in advance for consideration and approval, before taking up in any other National or International forums.

19.4 STANDARDIZATION ACTIVITIES WITH EXTERNAL ORGANIZATION

TSDSI may collaborate with external organizations to develop technical reports/standards/white papers which in the opinion of GC may be beneficial for TSDSI ecosystem and lies within the scope of standardization activities of TSDSI.

20.0 DOCUMENTATION AND RECORDS

20.1 MEETINGS, DOCUMENTATION AND RECORDS

20.1.1 Documentation and Records shall be maintained for all the Meetings that are conducted in the TSDSI. These include the following:

- a) General Body Meetings
- b) Governing Council Meetings
- c) Study Group Meetings
- d) Working Group meetings

20.1.2 The procedure for calling and conducting Governing Council and General Body meetings are given in the Clause 6.1 and 6.2 respectively.

20.2 SG MEETING NOTICES AND AGENDA

20.2.1 The notice for the Meetings shall be sent to all the relevant members and also be posted on the TSDSI web site. The agenda of the meeting shall be shared along with the meeting notice. The agenda shall include as a minimum of:

- a) The date, duration and place of the meeting
- b) Items to be discussed
- c) Any elections to be held in the meeting
- d) Any voting planned in the meeting

20.2.2 Meetings may be cancelled due to an emergency situation or if it is confirmed that there is no quorum possible for the meeting. The cancellation notice shall be sent to all members at the earliest possible.

20.3 WORKING LANGUAGE

20.3.1 The working language for Society shall be English.

- a) All meetings shall be conducted in English.
- b) All Society's Technical Specifications shall be prepared in English.
- c) All meeting documentation, communication and records shall be prepared in English.

20.4 SG MEETING REPORTS

20.4.1 The SG Head can take the help from the Secretariat for preparing meeting reports. In the absence of a Director, the SG Head is responsible for preparation of the report. The report shall include as a minimum of:

- a) The time, date and place of the meeting
- b) List of individuals who attended with name and affiliation
- c) List of all documents distributed before or during the meeting such as, technical contributions, test-results, etc.
- d) Decisions taken
- e) Action items assigned
- f) Significant unresolved issues
- g) Statement of any identified patent holders, if any

- h) Voting results
- i) Future meeting plans, if applicable

20.4.2 All paras of the meeting minutes shall be numbered sequentially for the complete year so that an efficient tracking process can be followed. Draft meeting reports shall be circulated amongst Members of the respective body within five working days of the conclusion of the meeting. After incorporating any comments, the meeting report shall be finalized by the SG Head within ten working days of the meeting.

20.4.3 The final meeting reports shall be circulated to all the Members by the SG Head and also posted on the TSDSI web site.

20.4.4 The Meeting reports shall be retained for a minimum duration of five years.

20.5 SG VOTING RESULTS

20.5.1 Voting records are held confidential by the SG Head of the respective body. Only the final results are made available to the respective Members, as part of the meeting minutes or upon written request.

20.5.2 Voting records shall be maintained for a period of one year and voting results shall be retained for a minimum duration of five years.

20.6 STANDARDS

20.6.1 The Standards specifications developed by the TSDSI shall be maintained by the Secretariat.

20.6.2 A listing of all the published Standards shall be maintained on the TSDSI website. All such listed versions of the Standards Documents shall be available for download from the TSDSI website. The draft versions of the Standards documents may not be available for public circulation or on the website.

20.7 WORK ITEMS DETAILS

20.7.1 A List of the TSDSI work items shall be available with the Director General and also published on the TSDSI web site.

20.7.2 Following details regarding the Work Item shall be available with the Work Item Study Group/Working Group and shall be provided to any Member on request:

- a) Work Item name
- b) Work Item description
- c) Work Item Timelines
- d) Work Item Milestones
- e) Status of the Work Item. The status shall reflect the following – Initiated, Initial Draft, Draft under Change Control, Suspended, SG approved, Governing Council Approved

20.8 CHANGE CONTROL

20.8.1 A Work Item shall be placed under Change Control as decided by the Study Group/Working Group of the Work Item. In general, it is done once the draft is in a stable shape or when any changes need to be closely tracked.

20.8.2 Once the item is under change control, any change can be done only through Change Requests. Change Request Forms will be available in the TSDSI web site.

20.9 CORRESPONDENCE AND RECORDS

20.9.1 The following correspondences and records shall be kept for a period of three years or as required for any valid legal requirements.

- a) All documents and correspondences related to development of Standard
- b) Correspondences related to Agreements
- c) Complaints

20.10 TEMPLATES AND FORMATS

20.10.1 All TSDSI departments and SGs shall follow Standard template and formats for the documentation listed below:

- a) Meeting Minutes
- b) Work Item Proposal
- c) Work Item Description

- d) Work Item Status Report
- e) Technical Specification
- f) Technical Reports
- g) Change Requests
- h) Liaison Statements

20.10.2 TSDSI may add more templates and formats from time to time for smooth functioning of the organization. These will be made available on the TSDSI website.

21.0 MISCELLANEOUS

21.1 CONFLICT OF INTEREST

21.1.1 Conflict of interest may occur when personal/professional considerations improperly influence an individual who holds a position or role in the TSDSI.

21.1.2 Issues arising out of conflict of interest, if any, need to be addressed by the Governing Council. Allegations of violation of any of the Rules by a TSDSI Member are to be submitted in confidence to the Governing Council. Complaints against elected Members in SG shall have to be made by a minimum of three Members in the respective body. Any complaints against a Governing Council Member shall be submitted by a minimum of three Corporate Members to the Governing Council Chairperson.

21.1.3 Upon receipt of a complaint, the Director General will initiate an investigation to find the details regarding the issue raised. Opportunity shall be given to the Member/individual to defend himself/herself before any decision is made regarding the complaint. A report containing the investigation details and recommendations shall be prepared and submitted to the Governing Council. The Governing Council shall discuss the same and take appropriate actions.

21.2 IPR POLICY

21.2.1 In the TSDSI IPR Policy, an IPR shall include:

- a) Copyright

- b) Patent
- c) Utility Model
- d) Registered Design
- e) Applications thereof.

21.2.2 An IPR shall not include:

- a) Trademarks
- b) Trade Secrets
- c) Confidential Information

21.2.3 The IPR Policy shall be finalised by the Governing Council and subsequently ratified by the General Body.

21.3 LICENCE TO UTILISE CONTRIBUTIONS TO STANDARDS

21.3.1 The Members of TSDSI will grant a free, non-exclusive, copyright license to the copyrightable portions of any contributions they make to TSDSI for purposes of developing the TSDSI Technical documentation.

21.4 NON-DISCLOSURE AGREEMENTS

21.4.1 The proceedings of a Study Group shall be regarded as non-confidential except as expressly provided below and all information submitted to a SG shall be treated as non-confidential and shall be available for public inspection unless:

- a) the information is in written or other tangible form; and
- b) the information is identified in writing, when submitted, as confidential; and
- c) the information is first submitted to, and accepted by, the chairperson of the SG as confidential.

21.4.2 Confidential Information incorporated in a Standard or Technical Specification shall be regarded as non-confidential by TSDSI and its Members, from the date on which the Standard or Technical Specification is published.

21.5 CONFIDENTIALITY

21.5.1 The Members (including authorized representatives of the Members companies) shall not reveal to any person any of the communications with the TSDSI, dealings or information concerning the TSDSI, business finances or affairs of the TSDSI which come to their knowledge during the Membership tenure and shall keep with complete secrecy all confidential information entrusted to the Members and shall not use or attempt to use any information in any manner and that this restriction shall continue to apply even after the termination of Membership without limit in point of time.

21.6 AMENDMENTS AND INTERPRETATIONS

21.6.1 From time to time, the Rules may require modification as part of TSDSI's normal review of processes and procedures to make TSDSI more efficient and effective. The procedure for making amendments to the Rules is given below. It would also be necessary that the Rules need to be interpreted from time to time to give better clarity for the members. Procedure for the same is also given below.

21.6.2 PROCEDURE TO PROPOSE AMENDMENTS TO RULES

- a) Requests identifying anomalies or highlighting areas of change should be made in writing to the Director General.
- b) Director General shall frame the amendments and circulate a written draft proposal amongst all Society voting Members.
- c) After receiving the feedback, Director General consolidates and submits the proposal to the TSDSI Governing Council for approval.
- d) TSDSI Governing Council shall approve the amendments by an three fourth (3/4) majority vote.
- e) The amendments will be adopted after ratification in the subsequent General Body Meeting.
- f) The outcome shall be informed to all TSDSI Members and also posted in the TSDSI web site. Revised Rules with the amendments included will also be made available in the TSDSI website.

- g) The revision will be communicated to the Government body.

21.6.3 PROCEDURE TO REQUEST INTERPRETATION TO RULES

- a) Requests for interpretation identifying specific areas of the Rules which may be subject to more than one interpretation should be made in writing to the Director General.
- b) Director General shall prepare a draft response and circulate it along with the request for interpretation to all the Governing Council Members.
- c) Once the Governing Council Members generate the interpretation, the same shall be consolidated and forwarded to the Member who has requested for interpretation.
- d) The request and the interpretation are to be documented for future references.

21.6.4 REVIEW

- a) The Governing Council may on its motion or otherwise, review any order made under these Rules and pass such orders as deemed necessary in the circumstances of the case.
- b) Provided further no action under these Rules shall be initiated after the expiry of six months from the date of order to be reviewed.

21.6.5 REMOVAL OF DOUBTS

- a) Where a doubt arises as to the interpretation or application of any of the provisions of the Rules, the decision of the Governing Council shall be final.

21.7 HEADINGS

20.7.1 The headings in these Rules are only for the sake of convenience and shall not have a bearing on the interpretation of the provisions contained herein.

22.0 ALTERATION / MODIFICATION OF RULES

22.1 These Rules shall not be altered, varied, modified, remade, rescinded, cancelled, or added to without the sanction of the General Body of the

TSDSI, passed by a majority of not less than three-fourths of the votes of the members present and entitled to vote and voting at the meeting at which such resolution is proposed. No issue pertaining to National interest shall be modified without express consent of the Government.

23.0 ESSENTIAL CERTIFICATE

23.1 Certified that this is a correct copy of the Rules and Regulations of the TSDSI.