

MINUTES OF THE THIRTEENTH MEETING OF THE BOARD OF DIRECTORS (13/2019-20) OF NAGPUR SMART AND SUSTAINABLE CITY DEVELOPMENT CORPORATION LIMITED (NSSCDCL) HELD ON SATURDAY, 8TH JUNE 2019 AT 10.00 AM AT NEW ADMINISTRATIVE BUILDING, NAGPUR MUNICIPAL CORPORATION, PALM ROAD, CIVIL LINES NAGPUR-440001.

DIRECTORS PRESENT:

1.	Mr. Praveensingh Pardeshi (IAS)	Hon. Chairman, Mentor and Nominee Director
2.	Mr. Pradip Pohane	Hon. Standing Committee Chairman and Nominee Director
3.	Mr. Tanaji Wanve	Hon. Leader of Opposition and Nominee Director
4.	Mr. Mohammad Jamal	Nominee Director
5.	Mr. Mangala Gavare	Nominee Director
6.	Mr. Abhijit Bangar (IAS)	Hon. Municipal Commissioner & Nominee Director
7.	Mr. Deen Dayal	Nominee Director (GOI)
8.	CA Jaydeep Shah	Independent Director
9.	CA Anniruddha Shenwai	Independent Director
10.	Dr. Ramnath Sonawane	Executive Director

SPECIAL INVITEE FOR BOD MEETING;

1. Shri. Krishna Khopade Hon. MLA (Nagpur East)

KMP PRESENT:

2. Dr. Ramnath Sonawane Chief Executive Officer
3. CS Parag Dasarwar Consultant Company Secretary

In Attendance:

1. Mr. Rajtilak Roushan (IPS): DCP, Nagpur
2. Mr. Vijay Banginwar: Technical Advisor (NMC)
3. Mr. Ajay Ramteke & Other: On behalf of L & T
4. CA Devendra Indurkar: On behalf of A.S. Kulkarni and Associates,
Internal Auditors
5. Mr. Arun & Others: On behalf of Grant Thornton (GT)

Addressing the Board:

Dr. Ramnath Sonawane, Chief Executive Officer, welcomed all the Directors present for the 13th meeting of the BOD. Further Board of Directors, congratulated Hon. Chairman for being appointed as Commissioner of most prestigious Corporation of India “Mumbai Municipal Corporation’ and further. After ascertaining the quorum, the Chairman called the meeting to be in order and allowed to commence the proceedings of the meeting.

Item No. 01: To grant Leave of Absence, if any

Leave of absence was granted to Smt. Nandatai Jichkar, Hon. Mayor, NMC and Nominee Director, Mr. Sandip Joshi, Hon. Ruling Party leader and Nominee Director, Mr. B K Upadhye, Hon. Police Commissioner & Nominee Director, Mr. Ashwin Mudgal, Hon. District Collector, Nagpur and Nominee Director, Mrs. Shital Ugale, Hon. Chairman NIT and Nominee Director.

BOD noted the same.

Resolution No. 151 (13)/19-20

“**RESOLVED THAT** Leave of Absence was granted to Smt. Nandatai Jichkar, Hon. Mayor, NMC and Nominee Director, Mr. Sandip Joshi, Hon. Ruling Party leader and Nominee Director, Mr. B K Upadhye, Hon. Police Commissioner & Nominee Director, Mr. Ashwin Mudgal, Hon. District Collector, Nagpur and Nominee Director, Mrs. Shital Ugale, Hon. Chairman NIT and Nominee Director, has expressed their inability to attend the meeting due to unavoidable circumstances. BOD noted the same.”

Item No.02: To confirm and approve the minutes of the meeting of the Board of Directors held on 19th January 2019.

The Twelfth meeting of the Board of Directors of the Company was held on Saturday 19th Day of January 2019 at the Registered Office of the company; the draft minutes of the same were circulated earlier for obtaining confirmation of all Board Members.

The BOD considered the same and passed the following resolution in this regard;

Resolution No. 152(13)/19-20

“**RESOLVED THAT** the minutes of the 12th meeting of the Board of Directors of the Company which was held on Saturday 19th Day of January 2019 at the registered office of the company as circulated earlier and placed before the Board be and is hereby read, signed, confirmed and taken on record.”

However under item No. 20 Resolution No. 137 (12)/18-19. Hon. Chairman asked the representative of L & T about the date of completion of Command Control Centre, would be completed by 15th August, 2019. Hon. Chairman directed that after the expiry of 15th August 2019 grace period of another 15 days shall be given, post which penalty would be imposed on L & T. BOD noted the same.

Under item no. 26 Resolution No.143(12) /18-19. Hon. Chairman Directed the General Manager (Environment Division) to submit the details about Environmental Clearances obtained by the M/s Vitya Consultants Pvt Ltd, 4th Floor, Laxmi Plaza, Adjacent to Shenoy Nursing Home, East Marredpally, Secunderabad- 500026 , consultant appointed by NSSCDCL in the next BOD meeting in order to evaluate the experience of the consultant. BOD noted the same.

Item No. 03: To discuss, consider and approve the appointment of newly elected Hon 'ble Chai rman S tand in g Commit tee. Nag p u r Mu n icip al Corp oration S h ri. Prad ip

Pohane as Nominee Director and to accept the resignation of Shri. Virendra Kukreja, f orme r Hon 'ble Ch airman S tand ing Committee, Nagpur Municipal Corporation.

BOD was updated about the provisions of Government of Maharashtra, Government Decision No. Smart C.– 2016/No. 58/Ward No.261/Navi-23 dated 18.06.2016, regarding the appointment of Director and constitution of BOD, in pursuant to the provision of above GOM GR, nomination from Nagpur Municipal Corporation in BOD of NSSCDCL, shall required to be considered.

Hon. Pradip Pohane, recently elected as Standing Committee Chairman, NMC, in order to ensure the compliance of the terms of above GOM GR, it was proposed to appoint Hon. Pradip Pohane, Standing Committee Chairman, NMC, as Nominee Director (Ex-officio) of the NSSCDCL and to accept the resignation of Hon. Virendra Kukreja, former Standing Committee Chairman with an immediate effect as Nominee Director (Ex-officio) of the NSSCDCL.

Board of Directors has discussed the same and passed the following resolution in this regard.

Resolution No. 153 (13/19-20)

“RESOLVED THAT pursuant to the provisions of Government of Maharashtra, Government Decision No. Smart C.– 2016/No. 58/Ward No.261/Navi-23 dated 18.06.2016, section 161 (3) of the Companies Act, 2013, Rules made thereunder and as per the provisions of the Articles of Association of the Company, The consent of the Board of Directors of the Company be and is hereby accorded to appoint Hon. Pradip Pohane, newly elected Standing Committee Chairman, NMC as Nominee Director (Ex-officio) of NSSCDCL.”

“RESOLVED FURTHER THAT in compliance to the terms of above GOM GR, the resignation of Hon. Virendra Kukreja, former Standing Committee Chairman, NMC and Nominee Director (Ex-officio) shall be considered and accepted with an immediate effect.”

“RESOLVED FURTHER THAT Mr. Parag Dasarwar, Company Secretary in Practice, bearing C.P NO. 8227 be and is hereby authorized to digitally sign and file the necessary E-Forms with the Registrar of Companies, Maharashtra.”

Item No. 04: To review the progress of safe and smart city project being implemented by L&T since last BOD meeting. (PPT by L&T).

The progress report since last BOD meeting prepared by L&T in terms of implementation of project under safe and smart city project was placed before the BOD. Further it was brought to the notice of the Chairman that the contract of PMC for Safe and Smart City Project has expired, accordingly Chairman directed that Principal Secretary (IT) and the Chairman Maha IT should either consider reappointment or extension of the existing consultant or appoint another PMC as soon as possible.

BOD has given following directions to the L & T:

- 1) Hon. Chairman has directed to complete the Command and control center by 30 Aug 2019. Post which pending completion will cost heavy penalty to L&T.
- 2) 65 nos. Kiosk work to be completed by 30 Aug'19 also the functionality of kiosk was discussed and it was directed that
 - a. Collector office services to be integrated along with user department ,
 - b. Local Travel agents , rail reservation, air reservation services also to be incorporated
 - c. Kiosk to be installed in traffic zonal offices for traffic e-challan payment
- 3) It was instructed to segregate WIFI user as new and repeated to analyse usability. It was discussed to improve the usability. Agencies like Facebook, Google or any agency interested for monetization of City Wifi network shall be approached .
- 4) It was directed to undertake Third party impact assessment from reputed organization for the Nagpur safe and smart city project in terms of its usability for Citizens of Nagpur. The impact assessment report to be put up before BOD.
- 5) To improve the overall efficiency of cameras, artificial intelligence solution to be incorporated for which L&T was instructed to submit the proposal.

BOD took note of the same.

Item No. 05: To place before BOD monthly progress reports submitted by Grant Thornton LLP (PMU) since last BOD meeting

In accordance with the direction of MoUHA vide letter bearing no. K-15016/157/2015-SC-I dated 28th February, 2018, the progress reports for five months w.e.f. January 2019 to May 2019 were prepared by Grant Thornton LLP (PMU) and placed before the BOD. The said reports were submitted to the Ministry of Housing and Urban Affairs within stipulated time. The BOD has reviewed the progress reports and noted the same.

Item No. 06: To review the progress of Project TenderSURE being implemented by M/s. SPCPCL (PPT by GT & SPCPCL).

The progress of Project Tender SURE since last BOD meeting was reviewed and the report prepared by GT (PMU) was placed before the BOD. BOD has reviewed the same. The BOD has given following directions to ensure speedy and successful implementation of this project;

- a. BOD has directed the Technical Advisor NSSCDCL, that the robust drainage system should be designed to avoid any incidences of future water logging in the ABD area. Surface runoff should be discharged through storm water drains in adjacent nallah or Nag/Pili River.

- b. In terms of Shifting/ relocation of PAPs following options to be explored;
 - i. The PAPs whose land or structures are appropriated for the construction of road, written commitment to be given to the PAPs regarding the final plot or the tenement which will be allocated to them.
 - ii. **Rent:** Payment of reasonable rent to the PAPs, who are willing to vacate their existing structures and handover vacant and peaceful possession of structure to the SPV.
 - iii. Payment of compensation as decided by the Arbitrator to both partially and fully affected structures in three equal instalments, if the PAPs opt for monetary compensation instead of rehabilitation.
- c. The BOD directed CEO to revise the R & R policy if required.

BOD took note of the same.

Item No. 07: To discuss and Approve the proposal for an extension of tenure of appointment of CEO, NSSCDCL for a further period of 2 years.

In accordance to the BOD's resolution bearing number 38(4)/17-18 passed at the Fourth BOD Meeting of NSSCDCL held on 25.06.2017 and in compliance to the provisions of section 203 of the Companies Act, 2013 read with rules frame thereunder, the BOD has appointed Dr. Ramnath Sonawane as full time Key Managerial Personnel in capacity of Chief Executive Officer (CEO) of Nagpur Smart And Sustainable City Development Corporation Limited on a contractual basis for a period of 2 years. BOD was informed that the said period of contractual appointment of 2 years will come to an end on 30.06.2019.

BOD took note of the proposal to consider the extension of tenure of Dr. Ramnath Sonawane for a further period of 2 years w.e.f. 01/07/2019 to 30/06/2021, received from Hon. Municipal Commissioner, NMC and Nominee Director, NSSCDCL. Further, it was discussed that the Nomination and Remuneration Committee shall recommend to the BOD about the remuneration of CEO and other terms and conditions of the appointment as per the guidelines issued for framing Human Resource Policy under smart city Mission by MoUHA vide letter bearing no F. No. K-14012/101(84)/2018-SC-III A dated 13th November, 2018.

Further it was proposed to authorize Hon. Municipal Commissioner, NMC and Nominee Director, NSSCDCL to send the proposal to Government of Maharashtra to obtain post facto approval.

Dr. Ramnath Sonanwane being an interested Director in the proposal has abstained from voting on the above proposal.

Board of Directors has discussed the same and passed the following resolution in this regard.

Resolution No. 154 (13)/19-20

“RESOLVED THAT BOD has accorded its approval to extend the tenure of Dr. Ramnath Sonawane, CEO, NSSCDCL as full time Key Managerial Personnel in capacity of Chief Executive Officer of Nagpur Smart And Sustainable City Development Corporation Limited on a contractual basis for further period of 2 years w.e.f. 01/07/2019 to 30/06/2021 .”

“RESOLVED FURTHER THAT Nomination and Remuneration Committee shall recommend to the BOD about the remuneration of CEO and other terms and conditions of the appointment as per the guidelines issued for framing Human Resource Policy under smart city Mission by MoUHA vide letter bearing no F. No. K-14012/101(84)/2018-SC-III A dated 13th November, 2018.”

“RESOLVED FURTHER THAT BOD has authorized Hon. Municipal Commissioner, NMC and Nominee Director, NSSCDCL to send the proposal to Government of Maharashtra for obtaining post facto approval.”

“RESOLVED FURTHER THAT Mr. Parag Dasarwar, Company Secretary in Practice, bearing C.P NO. 8227 be and is hereby authorized to digitally sign and file the necessary E-Forms with the Registrar of Companies, Maharashtra.”

Item No. 08: To discuss and approve the proposal for an appointment of full time CFO and CS.

BOD was updated that in 04th BOD Meeting convened on 25.06.2017, it was discussed that pursuant to the provisions of section 203 of the Companies Act 2013 read with Rule 8 of the Companies (Appointment & Remuneration of Managerial personnel) Rules 2014, Every Company belonging to such class or classes of Companies as may be prescribed (i.e. Every listed company and every other public company having a paid-up share capital of ten crore rupees or more shall have whole-time key managerial personnel) shall be required to appoint

whole-time key managerial personnel in capacity of Chief Financial Officer and Pursuant to the provisions of section 203 of the Companies Act 2013 read with Rule 8A of the Companies (Appointment & Remuneration of Managerial personnel) Rules 2014, Every Company belonging to such class or classes of Companies as may be prescribed (i.e. Every listed company and every other public company having a paid-up share capital of Five crore rupees or more) shall be required to appoint whole-time key managerial personnel in capacity of Company Secretary.

Accordingly, BOD has constituted a selection committee to facilitate the appointment of Chief Financial Officer (CFO) and full time Company Secretary (CS) vide BOD's resolution bearing number 39(4)/17-18 passed at the Fourth BOD Meeting of NSSCDCL held on 25.06.2017.

Further, it was discussed that the Nomination and Remuneration Committee shall recommend to the BOD about the remuneration of CFO and CS and other terms and conditions of the appointment as per the guidelines issued for framing Human Resource Policy under smart city Mission by MoUHA vide letter bearing no F. No. K-14012/101(84)/2018-SC-III A dated 13th November, 2018.

Further BOD took note of the letter submitted by Ms. Mona Thakur, CFO, NSSCDCL regarding her unwillingness to act as CFO of the Company (Additional Charge).

In view of above it was proposed to appoint full time key managerial personnel in capacity of CFO and CS in order to ensure compliance of provisions of section 203 of the Companies Act 2013 and rules framed thereunder. It was proposed to authorise CEO to initiate the process of recruitment after deciding the remuneration and terms and conditions of the appointment of CFO & CS by the Nomination and Remuneration Committee.

Board of Directors has discussed the same and passed the following resolution in this regard.

Resolution No. 155 (13)/19-20

“RESOLVED THAT pursuant to the provisions of section 203 of the Companies Act 2013 and rules framed thereunder the consent of the Board of Directors be and is hereby accorded to appoint whole-time key managerial personnel in capacity of Chief Financial Officer and Company Secretary.”

“RESOLVED FURTHER THAT Nomination and Remuneration Committee shall recommend to the BOD about the remuneration of full time CFO and CS and other terms and conditions of the appointment as per the guidelines issued for framing Human Resource Policy under smart city Mission by MoUHA.”

“RESOLVED FURTHER THAT after deciding the remuneration and terms and conditions of the appointment of CFO & CS by the Nomination and Remuneration Committee, CEO, NSSCDCL authorized to initiate the process of recruitment.”

“RESOLVED FURTHER THAT Mr. Parag Dasarwar, Company Secretary in Practice, bearing C.P NO. 8227 be and is hereby authorized to digitally sign and file the necessary E-Forms with the Registrar of Companies, Maharashtra.”

Item No. 09: To discuss and approve the proposal of Reconstitution of Nomination and Remuneration Committee

BOD was updated about the resolution bearing number 64(6)/17-18 passed in the Sixth BOD Meeting of NSSCDCL held on 13.10.2017 in compliance to the provisions of section 178 of the Companies Act, 2013 read with rules frame thereunder, the BOD had constituted the Nomination and Remuneration Committee, to determine and to recommend the BOD about the remuneration of Directors, Key Managerial Personnel and Senior Management, comprising of following Non- Executive Directors (in ex-officio Capacity):

Nomination & Remuneration Committee Members:

Sr. No.	Name	Designation
01	Chairman, Nagpur Improvement Trust	Chairman
02	Municipal Commissioner	Member
03	District Collector	Member
04	CFO	As Member Secretary

Further, BOD was updated about the resolution bearing number 130 (12)/18-19 passed in the Twelfth BOD Meeting of NSSCDCL held on 19.01.2019 and in pursuant to the provisions of

Government of Maharashtra, Government Decision No. Smart C.– 2016/No. 58/Ward No.261/Navi-23 dated 18.06.2016, regarding appointment of Independent Directors. BOD took note of appointment of CA. Jaydeep Shah and CA. Aniruddha Shenwai as Independent Directors of the Company.

BOD took note of provisions of section 178 of the of the Companies Act, 2013 read with rules frame thereunder according to which Nomination & Remuneration Committee shall consist of 3 or more Non-Executive Directors of which not less than one half shall be Independent Directors. Accordingly, it was proposed to reconstitute the said Nomination & Remuneration Committee in terms of Appointment of Independent Directors as members of the said Committee.

BOD took note of the proposed Nomination & Remuneration Committee comprising of following members;

Sr. No.	Name	Designation
01	Municipal Commissioner	Member
02	Independent Director (CA. Jaydeep Shah)	Member
03	Independent Director (CA. Aniruddha Shah)	Member
04	CFO	As Member Secretary

Board of Directors has discussed the same and passed the following resolution in this regard.

Resolution No. 156 (13)/19-20

“RESOLVED THAT the consent of the Board of Directors be and is hereby accorded to reconstitute the Nomination and Remuneration Committee comprising of following members;

Sr. No.	Name	Designation
01	Municipal Commissioner	Member
02	Independent Director (CA. Jaydeep Shah)	Member

03	Independent Director (CA. Aniruddha Shenwai)	Member
04	CFO	As Member Secretary

“RESOLVED FUREHR THAT CEO, NSSCDCL authorized to take all the necessary actions in this regard”.

Item No. 10: To discuss and approve the proposal of Reconstitution of Audit Committee

BOD was updated about the resolution bearing number 74(7)/17-18 passed in the Seventh BOD Meeting of NSSCDCL held on 18.12.2017 in compliance to the provisions of section 177 of the Companies Act, 2013 read with rules frame thereunder, the BOD has constituted the Audit Committee, comprising of following Members:

Audit Committee Members:

Sr. No.	Name	Designation
1.	Municipal Commissioner	Chairman
2.	Independent Director	Member (to be appointed)
3.	Independent Director	Member (to be appointed)

Further BOD took note of the resolution bearing number 130 (12)/18-19 passed in the Twelfth BOD Meeting of NSSCDCL held on 19.01.2019 and in pursuant to the provisions of Government of Maharashtra, Government Decision No. Smart C.– 2016/No. 58/Ward No.261/Navi-23 dated 18.06.2016, regarding appointment of Independent Directors, BOD took note of appointment of CA. Jaydeep Shah and CA. Aniruddha Shenwai as an Independent Directors of the Company, accordingly it was proposed to consider the above appointment and nominate the Independent Directors as members of the Audit Committee in order to ensure compliance of the BOD’s resolution bearing number 74(7)/17-18 passed in the Seventh BOD Meeting of NSSCDCL held on 18.12.2017. BOD noted the same.

Item No. 11: To discuss and approve the proposal of revision of HR policy as per the guidelines issued by MoHUA.

BOD was updated about the provisions of Article 12.10 (A) (ii) (c) of the Articles of Association of NSSCDCL, it is the function of CEO to formulate and submit to the BOD for approval HR Policy, the said policy had been already formulated by CEO and approved by BOD vide Board Resolution bearing No. 52(5)/17-18 passed in the 5th Meeting of the Board of Directors of NSSCDCL held on 12th August, 2017 along with Organizational Structure and Establishment Schedule.

Further, BOD was updated that in the 12th BOD Meeting convened on 19.01.2019 CEO, NSSCDCL placed before the BOD model HR policy for guidance and reference received through letter bearing no. F.No. K -14012/101(84)/2018-SC-III A from Ministry of Housing and Urban Affairs (MoHUA). Further BOD took note of the above guidance letter and decided to adopt and implement the HR policy approved by BOD in the 5th Meeting of the Board of Directors of NSSCDCL.

Now, it was proposed to revise the approved HR policy of NSSCDCL as per model HR policy for guidance and reference received through letter bearing no. F.No. K - 14012/101(84)/2018-SC-III A from Ministry of Housing and Urban Affairs (MoHUA).

Board of Directors has discussed the same and passed the following resolution in this regard.

Resolution No. 157 (13)/19-20

“RESOLVED THAT the Board of Directors be and is hereby approved the revised HR policy as per the guidelines issued by MoHUA.”

“RESOLVED FURTHER THAT CEO, NSSCDCL authorized to take all the necessary actions in this regard”.

Item No. 12: To discuss and approve the proposal of change in land parcel for Affordable Housing Project – Home Sweet Home.

BOD was updated about its approval its approval to the DPR of the project “Construction of Dwelling Units along with Infrastructure Facilities and Amenities for resettlement and rehabilitation of project affected persons at Pardi, Bharatwada, Punapur and Bhandewadi area under Area Based Development of Nagpur Smart City Project (‘Home Sweet Home’)” in the 11th BOD meeting held on 19th July 2018.

Further, it was updated that the Board has also accorded its approval to the revised cost of Rs. 247.95 Crores against the earlier cost of Rs. 201.22 Crores for the said project vide BOD resolution bearing no. 136(12)/18-19 passed in the 12th BOD Meeting held on 19th January 2019.

M/s. Shanti Constructions (Guj) Pvt. Ltd. was selected as the preferred bidder through competitive bidding process with the lowest quoted amount of Rs. 222.09 Crores which was 6.45% below than the project estimated cost. Subsequently, the agreement was signed between NSSCDCL & M/s. Shanti Constructions (Guj) Pvt. Ltd on 7th March 2019 with the contract value of Rs. 222.09 Crores and the notice to proceed/work order was issued to M/s. Shanti Constructions (Guj) Pvt. Ltd. on 8th March 2019.

Proposal regarding Change in Designated Land Parcels

BOD was updated that as per the approved DPR & RFP, the project was to be executed on three designated land parcels having FP No. 396, 382 & 327. However, during the ongoing arbitration process, it was realized that taking advance possession of the said land parcels would be time consuming.

In order to facilitate timely execution of the project, it was proposed that land parcel bearing FP No. 323, admeasuring area 27523 sq.mt which was also reserved for EWS housing, be allocated for the project. The arbitrator has given hearing to the owner of the said land parcel to make it available for the project. However, the owner of the land parcel has requested to swap the reservation from FP No. 323 to his other land parcels bearing FP No. 66/1 & 66/2 and part of FP No. 66/3.

BOD was updated that the land owner is willing to give a peaceful and vacant possession of his other lands to the Planning Authority and NSSCDCL, subject to Planning Authority and NSSCDCL willing to accept such swap of land reservation.

Hence, it was proposed to obtain the approval of BOD for the change in land parcels of the Project – Home Sweet Home.

Board of Directors has discussed the same and passed the following resolution in this regard.

Resolution No. 158 (13)/19-20

“**RESOLVED THAT** the BOD has acknowledged the reasoning mentioned in the proposal and has accorded its approval for the change in the land parcels from FP No. 396, 382 & 327

to land parcels bearing FP No. 66/1 & 66/2 and part of FP No. 66/3 for the project of “Construction of Dwelling Units along with Infrastructure Facilities and Amenities for resettlement and rehabilitation of project affected persons at Pardi, Bharatwada, Punapur and Bhandewadi area under Area Based Development of Nagpur Smart City Project (‘Home Sweet Home’)”

“**RESOLVED FURTHER THAT** CEO, NSSCDCL is authorized to take all the necessary actions in this regard”.

Item No. 13: To discuss and approve the Draft DPR for Development of Internal Roads of ABD area under Nagpur Smart City Project.

The BOD was updated about the demand from Public representatives regarding the development of Internal Roads of ABD area, which were not envisaged under the Project Tender SURE.

BOD was further updated about the views of local MLA representatives was to enhance the riding quality of internal roads, enhance the living standards of the residents in ABD area and avoidance of road damage while maintaining the underground utilities.

Draft DPR has been prepared considering the Development of existing available Internal roads in the ABD area of 1730 Acres.

1. Project Components:

a. Major Components:

Rigid pavements/Flexible Pavements with signages & Marking

- Sewer line
- Storm water drain
- Paved Shoulder
- HDPE Utility duct provision
- LED Streetlights with underground cabling

Project Configuration

Road Configuration	Number of Internal Roads	~ Length (In Km)
6 Meter Existing RoW	122	28

9 Meter Existing RoW	3	1
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- Total Block Estimated Project Cost is Rs.95 Crores inclusive of applicable taxes.
- Construction Period is 18 Months.

BOD was updated that technical sanction to the draft DPR will be obtained from Technical Advisor, NSSCDCL. Post technical sanction from Technical Advisor, the final DPR shall be prepared.

Board of Directors has discussed the same and passed the following resolution in this regard.

Resolution No. 159 (13)/19-20

“RESOLVED THAT BOD has accorded its approval to the Draft DPR for Development of Internal Roads of ABD area under Nagpur Smart City Project”

Item No. 14: To discuss and approve the Laying of underground cable and related accessories in ABD Area of Nagpur City.

BOD was updated that as per the TenderSURE specifications, it was essential to keep all utilities including electric cables underground. However, as per tender conditions, NSSCDCL’s responsibility was limited to only temporary relocation & reconstruction of above-surface electric cables and construction of underground ducts for cabling. The laying of the underground electric cables in the ducts was considered to be the responsibility of MSEDCL/SNDL.

In this regard a proposal for shifting of the Above-Surface Electrical Utilities into the underground ducts was sought from the Maharashtra State Electricity Distribution Company Ltd. (MSEDCL) vide Letter No.341/GM/MD/NSSCDCL/19-20. The details of the proposals as follows:

1. Proposal for laying underground electrical cables in the Complete ABD area of 1730 Acres
2. Proposal for laying underground electrical cables along the 51.97 KM of TenderSURE Roads under the Smart City Project.

MSEDCL/SNDL have shown their willingness to undertake the work. However, the cost of laying of underground cables cannot be met through their budget provisions. MSEDCL/SNDL has requested NSSCDCL to allocate funds for the work. MSEDCL/SNDL would undertake the work subject to NSSCDCL agrees to extend financial support.

Accordingly following two options have been proposed to execute the work:

Option 1: If MSEDCL/SNDL agrees to execute the work, NSSCDCL can undertake the work of laying underground cables in the ABD area as ‘Deposit Works’.

Option 2: If MSEDCL/SNDL does not agree to execute the work, NSSCDCL will engage a private contractor to lay the cables and pay supervision charges to the concerned supervising authority.

It was proposed to obtain the approval of the BOD to undertake the work of laying underground cables in the ABD area through one of the options discussed above.

Board of Directors has discussed the same and passed the following resolution in this regard.

Resolution No. 160 (13)/19-20

“RESOLVED THAT BOD has accorded its approval for Laying of underground cable and related accessories in ABD Area of Nagpur City under following option;

Option 1: If MSEDCL/SNDL agrees to execute the work, NSSCDCL can undertake the work of laying underground cables in the ABD area as ‘Deposit Works’.

Option 2: If MSEDCL/SNDL does not agree to execute the work, NSSCDCL will engage a private contractor to lay the cables and pay supervision charges to the concerned supervising authority.”

“RESOLVED FURTHER THAT CEO, NSSCDCL is authorized to take all the necessary actions in this regard”.

Item No. 15: To consider and approve the proposal received from the Project officer, Tribal Development, Gadchiroli and Aheri for providing consultancy services for Rain Water Harvesting System.

BOD was updated that, the Tribal Development Department, Government of Maharashtra is implementing Integrated Tribal Development Projects (ITDP) in Gadchiroli and Aheri. As a

part of this project, the Tribal Department is managing Ashram schools and hostels in seven talukas of Gadchiroli and three talukas of Aheri.

The Tribal Development Department intends to implement Rain Water Harvesting (RWH) system in 45 Ashram schools and hostels in Gadchiroli and 18 Ashram schools and hostels in Aheri.

BOD was updated that, in this regards NSSCDCL has received a request vide letter No. sikshan 2018/Pr. Kr./Ka 4(D)/1216 dated 01.06.2019 from the Project Officer, Tribal Development, Gadchiroli and Aheri to provide consultancy services for designing and implementation of Rain Water Harvesting (RWH) system in these Ashram schools and hostels in Gadchiroli and Aheri.

BOD was updated that, NSSCDCL, in accordance to clause 37 of the Memorandum of Association can act as consultant and give expert technical and managerial advice to any organization.

Hence, it was proposed to provide consultancy for rain water harvesting project covering the aspects like assistance for carrying out initial survey/ assessment, preparation of DPR, tender documents and support during implementation of RWH project.

It was proposed to grant permission to NSSCDCL to undertake consultancy project for implementing RWH system in 45 Ashram schools and hostels across seven talukas of Gadchiroli and 18 Ashram schools and hostels across three talukas of Aheri. It was proposed to authorizes the CEO to take all the decisions in the interest of the project.

Board of Directors has discussed the same and passed the following resolution in this regard.

Resolution No. 161 (13)/19-20

“RESOLVED THAT BOD has accorded its approval to provide the consultancy service to the Project Officer, Tribal Development, Gadchiroli and Aheri for implementing Rain Water Harvesting (RWH) system in 45 Ashram schools and hostels across seven talukas of Gadchiroli and 18 Ashram schools and hostels across three talukas of Aheri.”

“RESOLVED FURTHER THAT the BOD has authorized CEO, NSSCDCL to take all the decisions in the interest of the project.

Item No. 16: To discuss, consider and approve Draft MoU between Nagpur Smart and Sustainable City Development Corporation Limited (NSSCDCL) and Indian Green Building Council (IGBC) to propagate the concept of sustainable built-environment and move towards developing Nagpur as a Model Green City.

BOD was updated that the Indian Green Building Council (IGBC) is part of Confederation of Indian Industry (CII), formed in the year 2001 with a vision to “Enable sustainable built environment for all and make India one of the global leaders in sustainable built environment by 2025”. IGBC is a not-for-profit organization, representing the building industry, consisting of architects, builders, consultants, manufacturers, institutions and others. The council members work together to develop green building standards and guidelines and educational tools that enable the adoption of sustainable building designs and practices. IGBC certifies the green projects which are designed, constructed and operated as per IGBC Rating systems.

BOD was updated about the vision of NSSCDCL is “To Transform India’s heart – Nagpur into the most liveable Eco-friendly, Edu City that electronically, connects people with the Government to co create an inclusive eco system”. To make Nagpur liveable and eco-friendly city NSSCDCL and IGBC can jointly work towards development of Green Buildings in Nagpur. This may contribute in propagating the concept of sustainable built-environment and can move towards Model Green City.

In view of above, the topic was discussed with IGBC Vidarbha Chapter Chairman Shri. Ashok Mokha and IGBC suggested to enter into an MoU for a common cause of making Nagpur Green and Sustainable. Accordingly the draft MoU between Nagpur Smart and Sustainable City Development Corporation Limited (NSSCDCL) and Indian Green Building Council (IGBC) was prepared.

BOD was updated that as per MoU there will not be any kind of financial implications on NSSCDCL. It was proposed to approve the draft MOU between NSSCDCL and IGBC to propagate the concept of sustainable built-environment and move towards developing Nagpur as a Model Green City.

Board of Directors has discussed the same and passed the following resolution in this regard.

Resolution No. 162 (13)/19-20

“RESOLVED THAT BOD has accorded its approval to the Draft MoU between NSSCDCL and IGBC to propagate the concept of sustainable built-environment and move towards developing Nagpur as a Model Green City”.

“RESOLVED FURTHER THAT BOD has accorded its approval and authorized CEO, NSSCDCL to sign MoU with IGBC.”

Item No. 17: To take note of Notices of disclosure of interest and declaration, obtained in form MBP 1 under section 184(1) in the first board meeting of financial year.

BOD was updated about the provisions of section 184 (1) of the Companies Act 2013, pursuant to which every director shall at the first meeting of the Board in which he participates as a director and thereafter at the first meeting of the Board in every financial year or whenever there is any change in the disclosures already made, then at the first Board meeting held after such change, disclose his concern or interest in any company or companies or bodies corporate, firms, or other association of individuals which shall include the shareholding, in Form No. MBP – 1.

Accordingly, the declarations in prescribed form MBP-1 has been received from all the Directors of NSSCDCL were enclosed for information of the Board.

Board of Directors has discussed the same and passed the following resolution in this regard.

Resolution No. 163 (13)/19-20

“RESOLVED THAT pursuant to the provisions of Section 184 (1) Companies Act 2013 and Rules Framed thereunder the Notices of disclosure of interest and declaration in Form MBP-1 received from all the Directors of the Company and enclosed with the Board note, be and are hereby noted and taken on record.”

“RESOLVED FURTHER THAT the said declarations be kept in the safe custody of CEO, NSSCDCL.”

Item No. 18: Board of Directors has discussed the same and passed the following resolution in this regard.

BOD was updated about the provisions of section 164 (2) of the Companies Act 2013, pursuant to which no person who is or has been a director of a company which--

- a. has not filed financial statements or annual returns for any continuous period of three financial years; or
- b. has failed to repay the deposits accepted by it or pay interest thereon or to redeem any debentures on the due date or pay interest due thereon or pay any dividend declared and such failure to pay or redeem continues for one year or more, shall be eligible to

be re-appointed as a director of that company or appointed in other company for a period of five years from the date on which the said company fails to do so.

Accordingly, the declarations in prescribed form DIR- 8 has been received from all the Directors of NSSCDCL were enclosed for information of the Board.

Board of Directors has discussed the same and passed the following resolution in this regard.

Resolution No. 163 (13)/19-20

“RESOLVED THAT pursuant to the provisions of Companies Act 2013 the following declarations in DIR- 8 received from all Directors of the Company and enclosed with the Board note, be and are hereby noted and taken on record.”

“RESOLVED FURTHER THAT the said declarations & Statutory Registers be kept in the safe custody of CEO, NSSCDCL.”

Item No. 19: To discuss and approve the proposal for procurement of IT hardware for NSSCDCL in accordance to the procurement policy of Government of Maharashtra.

BOD was updated that Under Government of India (GoI) Smart Cities Project, the Nagpur Smart and Sustainable City Development Corporation Limited (the “Authority”), a Special Purpose Vehicle (SPV) for Nagpur Smart City Project has been established as a company under the Indian Companies Act 2013. NSSCDCL has 54 approved human resource posts with requirement of different area of expertise/domain/skills for better execution of the Nagpur Safe and Smart City project.

In order to manage day-to-day official work there was a requirement of IT hardware components with supportive pre-install software’s.

In this context NSSCDCL is in advance stage of inviting BID for ‘Supply and Installation of All in One Computer, Laptop, Tablet, Projector, Photo Copier, Printer, External Hard Disk, Flash Drive (Pen Drive), Antivirus and required supportive software’s at NSSCDCL, Nagpur

1. Project Components

- Procurement of IT Hardware/Software listed in the below tabular format:

Item No.	Item Name	Quantity
1	LAPTOP (With Windows OS)	34
2	ALL IN ONE DESKTOP (With Windows OS)	18
3	PRINTER	7
4	PROJECTOR	1
5	ANDROID OS BASED TABLET	15
6	PHOTO COPIER	1
7	ANTI-VIRUS	52
8	EXTERNAL HARD DISK	4
9	USB 3.0 FLASH DRIVE (Pen Drive)	10
10	MS OFFICE (Word, Excel, PowerPoint)	52

2. Project Cost

- Estimated Cost – Rs. 50.8 lakhs

3. Selection Method

- A. The Service Provider (SP) shall be selected on least cost basis.
- B. The RFP has been prepared in line with the procurement policies of Government of Maharashtra

4. Implementation Strategy

- Selection of a Service Provider (SP) for “Supply, Installation, Testing, Commissioning and Maintenance of All in One Computer, Laptop, Tablet, Projector, Photo Copier, Printer, External Hard Disk, Flash Drive (Pen Drive), Antivirus and required supportive software’s
- System Provider will deliver the proposed computer hardware/software within one month after contract signing
- Installation, Testing, commissioning of the hardware products will be completed within 15 days from the date of delivery of the products

- After Successful user acceptance testing, the Warranty period of the products considered as 3 years
- After successful completion of the 3 Years Warranty Period, Service Provider should provide 2 Years of Annual Maintenance Contract for the procured computer hardware

5. Work Completion Timelines and Deliverables:

- Expected project start date- August 2019
- Project Timelines:
 - Delivery of the Hardware/Software Products within 30 days after contract signing
 - Installation, Testing, commissioning of the products will be completed within 15 days from the date of delivery of the products
 - Receiving Acceptance Certificate from NSSCDCL within 15 days from the date of successful installation and testing of the products
 - 3 Years Warranty period will start after receiving of the acceptance certificate from NSSCDL
 - 2 Years of AMC period will start after completion of warranty period

Sr. No	Milestone	Deliverables	Timeline	Payment Terms
Supply and Installation of All in One Computer, Laptop, Tablet, Projector, Photo Copier, Printer, External Hard Disk, Flash Drive (Pen Drive), Antivirus and required supportive softwares' at NSSCDCL				
01	Acceptance of Work Order by the Successful Bidder		T	Nil
02	Acceptance of Project Implementation Plan by NSSCDCL	Project Plan	T+ 1 Week	Nil
03	Delivery of the	Delivery of Products with	T + 4	Nil

	Products	Invoices	Weeks	
04	Installation, Testing, Commissioning of the products.	Installation Reports, Supportive Software's and Manuals	T + 6 Weeks	Nil
05	Acceptance Certificate	Acceptance certificate	T + 8 Weeks	75% of contract value and remaining 25% shall be paid after furnishing of the Performance Security of 10 %.
<p>Warranty Period of three years will start after submission of Acceptance Certificate</p> <p>Submission of Acceptance Certificate Date = 'A'</p>				
06	1 Year	Warranty Period	A+1 year	Nil
07	2 Year	Warranty Period	A+2 year	Nil
08	3 Year	Warranty Period	A+3 year	Nil
<p>Comprehensive Annual Maintenance Contract for two year period will start immediately after expiry of 3 years of warranty period</p>				
09	4 th Year	Monthly submission of report on an attended call records	A+4 year	<p>Quarterly ¼ payment of Total AMC Cost for respective year. Final payment will be calculated as per the Service Level Agreement</p> <p>Total AMC cost will be 5 % of cost of the entire project cost submitted by the successful Bidder</p>
10	5 th Year	Monthly submission of report on an attended call records	A+5 year	<p>Quarterly ¼ payment of Total AMC Cost for respective year. Final payment will be calculated as per the Service Level Agreement</p>

				Total AMC cost will be 5 % of cost of the entire project cost submitted by the successful Bidder
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- Expected project completion date – September 2024

Board of Directors has discussed the same and passed the following resolution in this regard.

Resolution No. 164 (13)/19-20

“RESOLVED THAT BOD in accordance with the procurement policy of Government of Maharashtra, has accorded its approval for the Procurement of IT Hardware “Supply, Installation, Testing, Commissioning and Maintenance of All in One Computer, Laptop, Tablet, Projector, Photo Copier, Printer, External Hard Disk, Flash Drive (Pen Drive), Antivirus and required supportive software’s.”

“RESOLVED FURTHER THAT BOD has accorded its approval to the estimated project cost of Rs. 50.80 lacs and has authorized CEO, NSSCDCL to complete the entire bidding process and submit the proposal to the BOD for issuing work order to the L1 responsive bidder and enter into an agreement.”

Item No. 20: Any other business with the permission of Chair.

Following business item was transacted with the permission of Chair.

Item No. 20.1 To consider and approve the proposal received from the Deputy Director, Sports and Youth Services, Nagpur Division for providing Techno-Commercial and Techno-Legal Consultancy Services for Development of Divisional Sports Complex at Mankapur, Nagpur..

BOD was updated that NSSCDCL has received a request vide letter no. kra.vikris/niyukti/2019-20 ka-2/78 dated 21.03.2019 from the Deputy Director, Sports and Youth Services, Nagpur Division for providing Techno-commercial and Techno-Legal services for Development of Divisional Sports Complex at Mankapur, Nagpur on pro-bono basis.

It was updated that NSSCDCL proposed to provide the Techno-commercial and Techno-legal support in association with the expertise of PMU, M/s. Grant Thornton India LLP. The PMU has agreed to provide the required support for Development of Divisional Sports Complex at Mankapur, Nagpur on pro-bono basis. NSSCDCL, in accordance to clause 37 of the Memorandum of Association can act as consultant and give expert technical and managerial advice to any organization.

The BOD was requested to grant permission to NSSCDCL to undertake the assignment. It was also proposed to authorize the CEO to sign the MoU with the concerned authorities and take necessary steps for the successful implementation of the project.

Board of Directors has discussed the same and passed the following resolution in this regard.

Resolution No. 165 (13)/19-20

“RESOLVED THAT BOD has accorded its approval to permit NSSCDCL to provide the Techno-Commercial and Techno-Legal consultancy services for Development of Divisional Sports Complex at Mankapur, Nagpur.


“**RESOLVED FURTHER THAT** BOD has appreciated the support guaranteed by the GT PMU regarding making their services available for the above assignment on pro-bono basis.”

“**RESOLVED FURTHER THAT** the BOD has authorized CEO, NSSCDCL to sign the MoU with the concerned authorities and take necessary steps for the successful implementation of the project.

There being no other business to transact, the meeting concluded with vote of thanks to the Chair and the Directors

Date :

Place:



Praveen Pardeshi (IAS)
Chairman (NSSCDCL)