

NAGPUR SMART AND SUSTAINABLE CITY DEVELOPMENT CORPORATION LIMITED

REGD OFF: NEW ADMINISTRATIVE BUILDING, NAGPUR MUNICIPAL CORPORATION, PALM ROAD, CIVIL LINES NAGPUR-440001

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NOTICE

Date:04.05.2017

To

All the Hon. Directors of
Nagpur Smart And Sustainable City Development Corporation Limited

Notice is hereby given that the Third Meeting of the Board of Directors [03/2016-17] of the Company will be held on 12.05.2017 at 7.00 Pm at the Registered office of the Company at New Administrative Building, Nagpur Municipal Corporation, Palm Road, Civil Lines Nagpur-440001 to transact the following business:

Sr. No.	Item
1.	To grant leave of absence, if any.
2.	To confirm and approve the minutes of the meeting of the Board of Directors held on 15 th Day of October 2016.
3.	To Consider and Approve the reconstitution of Board of Directors of the Company.
4.	To discuss, consider and place before the Board of Directors, status report of Nagpur Smart City project since last BOD meeting.
5.	To take note of appointment of Shri. Deen Dayal (DIN- 07744846) as a Nominee Director (u/s 161 of the Companies Act, 2013) of (NSSCDCL) pursuant to the Government of Maharashtra, GR dated 18.06.2016.
6.	To discuss and approve the contribution of Nagpur Municipal Corporation in terms of amount to be paid to Maharashtra IT Corporation Limited (SPV of DIT) Government of Maharashtra to the tune of Rs. 103 Crore for implementation of Nagpur Smart & Safe City Project Phase-I.
7.	To discuss and consider the appointment of Consultant for preparation of Town Planning Scheme (TPS) for retrofitting of the areas of Pardi, Bharatwada, Punapur, identified as the Area Based Development (ABD) proposal under the Nagpur Smart City Project
8.	To consider and finalize the Organisational Structure & Hierarchy of the SPV along with Designations and Pay Scales of Officers and Servents.
9.	To discuss and consider the constitution of City Level Advisory forum as per the Direction of Government of Maharashtra
10	To discuss, consider and approve the proposal for construction of dedicated office for Smart City, in new administrative office of NMC on 7 th floor (B & C wing) and block estimate along with expenditure to the tune of Rs. 5,84,63,037/-
11	Any other business with the permission of Chair.

Kindly make it convenient to attend the meeting.

Thanking You,

Yours Faithfully,

For Nagpur Smart And Sustainable City Development Corporation Limited

Company Secretary

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No.1	To grant leave of absence, if any
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CEO of the Company hereby welcomes all the Board of Directors of NSSCDCL to the Third Board meeting, and would like to inform that Mr. and Mr., Directors of the Company have expressed their inability to attend the meeting due to unavoidable circumstances.

A copy of Letter of intimation regarding their inability to attend meeting received from respective directors is placed on the table be and is hereby noted. Board is requested to grant necessary leave of absence to the absentee Director(s), if any.

Board of Directors may pass the following resolution(s) with or without modification(s) as deemed fit.

DRAFT RESOLUTION

“RESOLVED THAT Leave of Absence was granted to Mr., Director and Mr., Director of the Company, who have expressed their inability to attend meeting due to unavoidable circumstances. Copy of Letter of intimation regarding their inability to attend meeting received from respective Director be and is hereby noted”.

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No. 2	To confirm and approve the minutes of the meeting of the Board of Directors held on 15 th Day of October 2016.
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The Second meeting of the Board of Directors of the Company was held on Saturday 15th day of October, 2016 at the Registered Office of the company, the draft minutes of the same were circulated earlier for obtaining confirmation of all Board Members. The Board is requested to consider and pass the following resolution:

DRAFT RESOLUTION

“RESOLVED THAT the minutes of the Second meeting of the Board of Directors of the Company which was held on Saturday 15th day of October, 2016 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.”

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No.3	To Consider and Approve the reconstitution of Board of Directors of the Company.
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1. The Government of Maharashtra vide GR Government of Maharashtra Government Decision No. Smart C.- 2016/No. 58/Ward No. 261/Navi-23 dated 18.06.2016 enclosed as annexure pg no. _____communicated its Nominee Directors on the Board of NSSCDCL which is as under.
 - Shri. Praveen Singh Pardeshi- PS to Hon. CM as Mentor/Chairman
 - Police Commissioner, Nagpur
 - Chairman, Nagpur Improvement Trust
 - District Collector, Nagpur
2. The Government of Maharashtra vide same letter/GR dated 18.06.2016 communicated representatives of Nagpur Municipal Corporation on the Board of NSSCDCL as Nominee Directors which is as under.
 - Mr. Pravin Datke, Hon'ble Mayor
 - Mr. Dayashankar Tiwari, Hon'ble Ruling Party Leader
 - Mr. Sudhir Raut, Hon'ble Standing Committee Chairman
 - Mr. Vikas Thakre, Hon'ble Leader of Opposition
 - Two other Directors from political parties with desending order of elected representative in house.
3. In pursuant to the General Elections 2017,the following office bearers have assumed the office of;
 - Smt. Nanda Jichkar as Hon'ble Mayor
 - Mr. Sandeep Joshi, Hon'ble Ruling Party Leader
 - Mr. Sandip Jadhav, Hon'ble Standing Committee Chairman
 - Mr. Sanjay Mahakalkar, Hon'ble Leader of Opposition as Nominee DirectorTwo other Nominee Directors nominated by the corporation from political parties with desending order of elected representative in house.
 - Smt. Mangala Gavare
 - Mr. Mohammed Jamal
4. In view of above Board of Director of NSSCDCL is required to be reconstituted as per GR dated 18.06.2016
5. Accordingly Board of Director is requested to take a note, consider and approve Appointment of following representative from NMC as Nominee Directors of NSSCDCL;

- Smt. Nanda Jichkar, Hon'ble Mayor as Nominee Director
- Mr. Sandeep Joshi, Hon'ble Ruling Party Leader as Nominee Director
- Mr. Sandip Jadhav, Hon'ble Standing Committee Chairman as Nominee Director
- Mr. Sanjay Mahakalkar, Hon'ble Leader of Opposition as Nominee Director

Two other Nominee Directors nominated by the corporation from political parties with descending order of elected representative in house

- Smt. Mangala Gavare- Nominnee Director
- Mr. Mohammed Jamal- Nominee Director

Further Board of Director is requested to note that the following office bearers cease to be directors of the BOD

1. Mr. Pravin Datke, Hon'ble Mayor
2. Mr. Dayashankar Tiwari, Hon'ble Ruling Party Leader
3. Mr. Sudhir Raut, Hon'ble Standing Committee Chairman
4. Mr. Vikas Thakare, Hon'ble Leader of Opposition, NMC

Board of Director may pass following resolution as may be deemed fit.

"RESOLVED THAT pursuant to the provisions of section 161 (3) of the Companies Act, 2013, Rules made thereunder and the amendments thereto and as per the provisions of article No. 12 of Articles of Association of the Company, The consent of the Board of Directors of the Company be and hereby accorded to appoint :-

1. Smt. Nanda Jichkar, Hon'ble Mayor as Nominee Director;
2. Mr. Sandeep Joshi, Hon'ble Ruling Party Leader as Nominee Director;
3. Mr. Sandip Jadhav, Hon'ble Standing Committee Chairman as Nominee Director
4. Mr. Sanjay Mahakalkar, Hon'ble Leader of Opposition as Nominee Director

Two other Directors from political parties with descending order of elected representative in house.

5. Smt. Mangala Gavare- as Nominnee Director
6. Mr. Mohammed Jamal- as Nominee Director

"RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorised to digitally sign and file the necessary E-forms with the Registrar of Companies and to do all the needful in order to give effect to the said resolution."

"RESOLVED FURTHER THAT Mr. Parag Dasarwar, Company Secretary bearing C.P NO. 8227 be and is hereby authorized to digitally sign and file the necessary E-form DIR-12 with the Registrar of Companies, Maharashtra Mumbai."

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No. 4	To consider, discuss and place before the Board of Directors, status report of Nagpur Smart City project since last BOD meeting.
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Nagpur Smart And Sustainable City Development Corporation Limited, a special purpose vehicle (SPV) registered under the provisions of the Companies Act, 2013 on 1st Day of July, 2016 to implement Nagpur Smart City project in compliance to mission statement and guidelines as stipulated by Ministry of Urban Development from time to time. The said company was formed in compliance to the Government of Maharashtra Resolution No. Smartcity- 2016/ANS-58/CR-261/Navi-23 dt- 18.06.2016. Nagpur has been selected as Smart City in second round of Smart City Challenge.

After formation of SPV, company has held two BOD meeting i.e. on 6th August, 2016 and 15th October 2016. The status of the project implementation since last BOD meeting is being annexed herewith as 'Annexure 1'

BOD may take note of the project implementation status and advice future line of action as well.

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No. 5	To take note of appointment of Shri. Deen Dayal (DIN- 07744846) as a Nominee Director (u/s 161 of the Companies Act, 2013) of (NSSCDCL) pursuant to the Government of Maharashtra, GR dated 18.06.2016.
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In order to give effect to the provisions of Government of Maharashtra Government Decision No. Smart C.- 2016/No. 58/Ward No.261/Navi-23 dated 18.06.2016 in terms of appointment of Director and constitution of BOD, nomination from Government of India shall be required to be considered, accordingly Ministry of Urban Development vide their letter of dated _____ nominated Mr. Deen Dayal, under secretary MRTS, Ministry of Urban Development as Nominee Director of SPV. BOD discussed the same and passed the following resolution:

“RESOLVED THAT pursuant to the provisions of Section 161 (3) of Companies Act, 2013, Rules made thereunder and Any other Applicable Provisions, the Board of Directors has taken note of the nomination of Mr. Deen Dayal as Nominee Director representing Central Government of India in the BOD of Nagpur smart And Sustainable City Development Corporation Limited, and in compliance to the terms and conditions of GOM GR dated 18.06.2016.”

“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, Mumbai.”

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No. 6	To discuss and approve the contribution of Nagpur Municipal Corporation in terms of amount to be paid to Department of Information Technology (DIT), Government of Maharashtra to the tune of Rs. 103 Crore for implementation of Nagpur Smart & Safe City Project Phase-I.
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As per Ministry of Urban Development (MoUD), Government of India Smart City Mission guidelines, Nagpur city had submitted its Smart City Challenge Proposal (SCP) which intends to cover various PAN City ICT based solutions.

Also, Directorate of Information Technology (DIT), Government of Maharashtra has already undertaken the initiative of "Nagpur Smart & Safe City Project" for the development and implementation of ICT based Smart City Solutions like City NetworkBackbone, City WiFi, Citizen Facilitation Kiosk, City Surveillance and "Smart Strip" solutions for the Nagpur City parallel to the MoUD Smart City Mission.

As per NSSCDCL's shortlisted Smart City Challenge Proposal (SCP) and MITCL's Nagpur Smart and Safe city project, it was observed that both the projects i.e. have above mentioned common ICT based interventions being ICT enabled solid Waste Management System shall not be a part of ICT based PAN city initiatives, which estimated to INR 103 cr, and in order to avoid duplication of expenditure on the same set of ICT based interventions, it is imperative to ensure proper convergence of both the projects. In this regard, Nagpur Municipal Corporation would contribute maximum of INR 103 crore for the proposed ICT based solutions (as per Nagpur SCP estimates) through MoUD Smart City Programme funding. This shall be subject to provisioning of suitable arrangement in the Memorandum of Understanding (MoU) to be signed between NMC's Special Purpose Vehicle (SPV) i.e Nagpur Smart And Sustainable City Development Corporation Limited (NSSCDCL) and Maharashtra IT Corporation (SPV Company of DIT).

Approval of BOD would be required for the Contribution to the tune of Rs. 103 CR to be paid to Maharashtra IT Corporation (SPV Company of DIT), for the implementation of "Nagpur Smart & Safe City Project Phase-I".

Further, approval would be required to enter into Memorandum of Understanding (MoU) to be signed between NMC's Special Purpose Vehicle (SPV) i.e Nagpur Smart

And Sustainable City Development Corporation Limited (NSSCDCL) and Maharashtra IT Corporation (SPV Company of DIT).

Board of Directors may pass the following resolution(s) with or without modification(s) as deemed fit.

DRAFT RESOLUTION

"RESOLVED THAT the contribution to be made by NSSCDCL to Maharashtra IT Corporation (SPV Company of DIT), to the tune of Rs. 103 crore for implementation of "Nagpur Smart & Safe City Project Phase-I" be and is hereby approved.

"RESOLVED FURTHER THAT BOD has approved the provisioning of suitable arrangement in the Memorandum of Understanding (MoU) to be signed between NMC's Special Purpose Vehicle (SPV) i.e Nagpur Smart And Sustainable City Development Corporation Limited (NSSCDCL) and Maharashtra IT Corporation (SPV Company of DIT)."

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No. 7	To discuss and consider the appointment of Consultant for preparation of Town Planning Scheme (TPS) for retrofitting of the areas of Pardi, Bharatwada, Punapur, identified as the Area Based Development (ABD) proposal under the Nagpur Smart City Project
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In terms of Smart City Mission statement and guidelines stipulated by MoUD, GOI, Smart City Proposal are classified into two components i) ABD and ii) Pan City based on the principle of retrofitting. NSSCDCL is a jointly owned Company of NMC and State Government of Maharashtra, responsible for implementation of Nagpur Smart City Project.

In order to speed up the Implementation of project within given time frame and as per the project guidelines, NSSCDCL vide Board Resolution bearing No. 22(1)2016-17 dated 06.08.2016 has accorded its approval and authorized Municipal Commissioner to initiate the process in terms of RFP required to be floated for selection of said consultant for identified area as mentioned above. Accordingly the said RFP was floated on QCBS basis and in response to the same in second call 5 proposals have been received. All the 5 proposals have been found qualified and eligible based on their technical bid and clarification submitted as per the requirement of NSSCDCL, accordingly their financial bids were opened and based on the same, combined evaluation statement has been prepared as follows;

SR.NO	BIDDER NAME	AMOUNT	COMBINED TECHNICAL SCORE (ST)	FINANCIAL SCORE(SF) SF=100 X FM/F (F= Amount of financial proposal)	COMBINED SCORE (S) S=ST X 0.8+SF X 0.2
01	Creative Circle	6999360.00	73	100.00	78.40
02	HCP Design planning and Management	7132500.00	83.50	98.13	86.43
03	Alia Consulting solutions Private Limited	10855665.00	74	64.48	72.10
04	Mashal-NGO	17142726.00	79.50	40.83	71.77
05	V K Associates	92247000.00	70	7.59	57.52

Based on the combined evaluation statement **HCP design planning and management** emerged as a responsive L-1 Bidder.

Therefore, it is proposed to obtain approval of the Board for the Appointment of Consultant for preparation of Town Planning Scheme (TPS) for retrofitting of the areas of Pardi, Bharatwada, Punapur, identified as the Area Based Development (ABD) proposal under the Nagpur Smart City Project and to issue Letter of Award to the responsive L-1 bidder i.e. HCP design planning and management.

Board of Directors may pass the following resolution(s) with or without modification(s) as deemed fit.

“RESOLVED THAT BOD has accorded its approval to the combined Evaluation statement done by the Evaluation committee as below

SR.NO	BIDDER NAME	AMOUNT	COMBINED TECHNICAL SCORE (ST)	FINANCIAL SCORE(SF) SF=100*FM/F (F= Amount of financial proposal)	COMBINED SCORE (S) S=ST*0.8+SF*0.2
01	Creative Circle	6999360.00	73	100.00	78.40
02	HCP Design planning and Management	7132500.00	83.50	98.13	86.43
03	Alia Consulting solutions Private Limited	10855665.00	74	64.48	72.10
04	Mashal-NGO	17142726.00	79.50	40.83	71.77
05	V K Associates	92247000.00	70	7.59	57.52

And further authorized CEO to sign the agreement and issue the work order to the responsive L-1 bidder M/s HCP Design Planning and Management.”

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No. 8	To consider and finalize the Organisational Structure and Hierarchy of the SPV along with Designations and Pay Scales of the officers and servants.
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In the light of discussion held in the previous Board Meeting Held on 15th October 2016 pertaining to the finalization of Organisational Structure and Hierarchy of the NSSCDCL SPV, we have been advised by the Hon. Chairman to examine and analyse the organisational Structure & Hierarchy of smart cities elected in the 1st round of MOUD's Smart City Mission challenge. Accordingly we have approached the Concerned CEOs of those smart cities and requested them to share with us the Organisational Structure of their SPV, however till date no one has provided information, except Pune Smart City Development Corporation Limited (PSCDCL). We have examined the information received from PSCDCL.

It is proposed to have a thin Oraganisation structure of the SPV and a strong PMU.

At this stage it is proposed to appoint 28 officers on contractual basis. The Hierarchy/Pay Scale of all those contractual employees have been prepared and is being annexed herewith as Annexure---- for the consideration/approval of the BOD.

In the previous Board Meeting held on 15th October 2016, BOD has also accorded its approval for job descriptions/essentials/desirables for the Post of CFO & CS considered to be appointed as Key Managerial Personnel (KMP) pursuant to the provision of Section 203 of Companies Act, 2013 & Rules framed thereunder.

BOD is requested to consider the above proposal and accord its approval for the Organisational Structure /Hierarchy/Pay Scale, which will facilitate & ramp up the physical progress of SPV.

BOD may pass the following resolution(s) with or without modification(s) as deemed fit.

DRAFT RESOLUTION

“RESOLVED THAT the organisational structure, hierarchy and pay scale of the proposed 28 officers to be appointed on Contractual basis, as placed before the BOD be and is hereby approved and be implemented with an immediate effect.”

“RESOLVED FURTHER THAT CEO of the company be and is hereby authorised to do all the required needful in order to get it implemented in an effective and efficient manner and further authorised to modify, alter the said structure if required, subject to the approval of BOD.”

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No. 9	To discuss and consider the constitution of City Level Advisory forum as per the Direction of Government of Maharashtra
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In terms of GOI letter bearing No. D O No- K-15016/1(3)/2017- SC I dated 28.03. 2017 which was addressed to Hon. Chief Secretary, Government of Maharashtra, stating that for monitoring of the smart cities Mission at city level, the mission guidelines prescribe for constitution of a city level advisory forum to advise and enable collaboration among various stakeholders.

Further GOI advised to include the District Collector, MP, MLA, Mayor, CEO of the SPV, Local Youths, Technical Experts etc as member of the forum.

Government of Maharashtra has issued letter bearing No. C.No. 2017/203/UD-23 dated 02.05.2017 through which instruction has been given to set up city level advisory forum at the earliest.

Accordingly, BOD is requested to consider the above proposal and accord its approval to the constitution of sub-committee comprising of following ex-officio members;

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|------|---|----------|
| i. | Hon. Mayor,NMC & Nominee Director | Chairman |
| ii. | Hon. Ruling Party Leader,NMC & Nominee Director | Member |
| iii. | Hon. Municipal Commisioner, NMC | Member |
| iv. | CEO, NSSCDCL | Member |

The above committee will offer its recommendation to the BOD regarding selection of Local Youth and Technical Experts as members of City Level Advisory Forum.

BOD may pass the following resolution(s) with or without modification(s) as deemed fit.

DRAFT RESOLUTION

"RESOLVED THAT the City Level Advisory Forum comprising of members as advised by GOI i.e. District Collector, MP, MLA, Mayor, CEO of the SPV, Local Youths, Technical Experts etc be set up immediately."

"RESOLVED FURTHER THAT, approval of the BOD be and is hereby accorded to the constitution of BOD's sub-committee, comprising of following ex-officio members;

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|-------|---|----------|
| v. | Hon. Mayor,NMC & Nominee Director | Chairman |
| vi. | Hon. Ruling Party Leader,NMC & Nominee Director | Member |
| vii. | Hon. Municipal Commisioner, NMC | Member |
| viii. | CEO, NSSCDCL | Member |

to decide, consider and offer its recommendation to the BOD in terms of selection of Local youths and Technical Experts as members of City Level Advisory Forum."

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No.	To discuss, consider and approve the proposal for construction of dedicated office for Smart City, in new administrative office of NMC on 7 th floor (B & C wing) and block estimate along with expenditure to the tune of Rs. 5,84,63,037/-
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In the light of resolution passed in the second meeting of the BOD of NSSCDL vide BOD resolution bearing no. **Resolution No. 27(2)/16-17** dated 15.10.2016, it was decided to empower Hon. Municipal Commissioner NMC in consultation with Hon. Mayor, to decide and finalise premises for dedicated office of SPV, accordingly BOD has decided to finalise the premises situated at;

7th Floor "C" Wing of Chhatrapati Shivaji Administrative Building of Nagpur Municipal Corporation, the area of "C" wing of 7th Floor is about 7000 sq. ft.'

It was decided to engage empanelled consultant to prepare block estimate of expenditure for carrying out construction and interior work for such dedicated office of SPV, accordingly V K Associates, an empanelled Architech firm of NMC, had been engaged to prepare block estimate for above work. (Block Estimate of expenditure is being annexed herewith)

The block estimate for construction of dedicated office is prepared by V K Associates to the tune of Rs. 5,84,63,037 (Five Crore Eighty Four Lacs Sixty Three Thousand Thirty Seven) which require BOD's approval.

Further the approval of BOD to the proposal in terms of above expenditure to be incurred from the amount of interest accrued on Deposits of funds received from GOM, GOI and ULB's.

It is requested to accord BOD's approval for the following proposals i.e.

- i. Construction of dedicated office of SPV at premises situated at 7th Floor "C" Wing of Chhatrapati Shivaji Administrative Building of Nagpur Municipal Corporation, the area of "C" wing of 7th Floor is about 7000 sq. ft.'
- ii. Block estimate of expenditure to the tune of Rs. 5,84,63,037 (Five Crore Eighty Four Lacs Sixty Three Thousand Thirty Seven)
- iii. Above Expenditure to be incurred from the amount of interest accrued on Deposits of funds received from GOM, GOI and ULB's

BOD may pass the following resolution(s) with or without modification(s) as deemed fit.

DRAFT RESOLUTION

"RESOLVED THAT in the light of decision take by BOD in its second meeting vide resolution bearing no. **27(2)/16-17** dated 15.10.2016, the approval of the BOD be and is hereby accorded to the proposal for construction of dedicated office of SPV at premises situated at 7th Floor "C" Wing of Chhatrapati Shivaji Administrative Building of Nagpur Municipal Corporation, the area of "C" wing of 7th Floor is about 7000 sq. ft.'

“RESOLVED FURTHER THAT, the approval of the BOD be and is hereby accorded to the block expenditure to the tune of Rs. 5,84,63,037 (Five Crore Eighty Four Lacs Sixty Three Thousand Thirty Seven).”

“RESOLVED FURTHER THAT the approval of the BOD be and is hereby accorded to the above expenditure to be incurred from the amount of interest accrued on Deposits of funds received from GOM, GOI and ULB’s.”

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item	No.	Any other Business with the permission of Chair
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