



BENGAL CULINARY ASSOCIATION

Empowering Culinary Arts • Hospitality • Skill Development • Social Welfare

Registered under Section 8 of the Companies Act, 2013 | Ministry of Corporate Affairs, Government of India

CIN: U88900WB2024NPL270122 | PAN: AAMCB5395E | TAN: CALB26091C

BCA INTERNAL GOVERNANCE BYLAWS

Bengal Culinary Association | Public Copy

This document sets out the internal governance framework for Bengal Culinary Association (BCA). It is designed for public transparency and institutional clarity while remaining subject to the Memorandum of Association, Articles of Association, Companies Act, 2013, applicable rules, and Board approvals.

Document Control	Details
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Supersedes	All previous internal draft bylaws, if any

Important note:

- This public copy is for information and governance transparency only.
- It does not replace the official Memorandum of Association, Articles of Association, statutory registers, or filings with the Registrar of Companies.
- Website publication copy approved under Board Resolution No. BCA/BR/2025-26/001 dated 31 March 2026.

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CHAPTER I: PREAMBLE, NAME, LEGAL STATUS & SCOPE

1. Name. The name of the organization is Bengal Culinary Association, hereinafter referred to as BCA, the Association, or the Company.
2. Legal character. BCA is a company registered under Section 8 of the Companies Act, 2013, limited by guarantee and not having share capital. It shall operate on a not-for-profit basis and shall apply its income and property only for the promotion of its objects.
3. Registered office. The registered office of BCA shall remain in the State of West Bengal or at such place as may be approved and recorded in accordance with the Companies Act, 2013 and applicable MCA/RoC requirements.
4. Area of operation. BCA may operate throughout India and may engage with international culinary, hospitality, educational, and welfare networks where such engagement supports its approved objects.
5. Scope of bylaws. These bylaws govern internal administration, membership, chapters, office bearer responsibilities, discipline, finance, and institutional transparency. They are supplementary to the MOA and AOA.
6. Supremacy. In case of conflict, the Companies Act, 2013, statutory rules, MOA, AOA, and valid Board/General Meeting resolutions shall prevail over these bylaws.

CHAPTER II: OBJECTS AND MISSION ALIGNMENT

BCA shall work within the objects stated in its Memorandum of Association and shall not conduct activities outside its approved not-for-profit scope.

7. Core mission. To empower culinary arts, hospitality skill development, social welfare, educational support, and sustainable livelihood development through structured programs, training, mentorship, community engagement, and recognized institutional platforms.
8. Permitted object areas include:
 - Culinary and hospitality skill development, workshops, seminars, competitions, forums, camps, and training programs.
 - Educational welfare, vocational development, student support, and professional capacity building.
 - Women empowerment, youth development, home chef development, and entrepreneurship support.
 - Promotion of art, culture, commerce, education, social welfare, environmental awareness, and related public-interest programs.
 - Collaboration with institutions, hotels, colleges, government bodies, NGOs, and industry partners for non-profit objectives.
 - Publication of training materials, newsletters, research notes, reports, certificates, and member development resources.
9. Non-profit restriction. No part of BCA income or property shall be distributed to members by way of dividend, bonus, private profit, or unauthorized benefit. Reimbursement and professional payments may be made only where permitted by law, Board approval, and actual service requirements.



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10. No trade union function. BCA shall not act as a trade union or impose trade-union-style restrictions on members or the public.

CHAPTER III: MEMBERSHIP FRAMEWORK

11. Membership categories. BCA may maintain the categories listed in Schedule A and such additional categories as approved by the Board, provided they remain aligned with the objects of BCA.

12. Eligibility. Any chef, home chef, culinary student, hospitality professional, trainer, food entrepreneur, institution, or person supportive of BCA objectives may apply for membership, subject to eligibility and approval.

13. Application. Membership applications shall be submitted in the prescribed form with required identification, professional details, declarations, and applicable fees.

14. Admission. Admission is not automatic. The Board or delegated membership committee may approve, defer, or reject an application based on eligibility, reputation, compliance, and alignment with BCA objectives.

15. Membership fee. Admission, renewal, upgrade, certification, event, or chapter fees shall be fixed by the Board and may be revised from time to time. Any upgrade to a higher category shall require payment of the full applicable fee for the desired category unless the Board approves a specific written concession.

16. Membership identity. BCA may issue digital or physical membership ID cards, certificates, badges, and member numbers. These remain property of BCA and may be withdrawn upon cessation or disciplinary action.

17. Non-transferability. Membership is personal or institution-specific and cannot be sold, transferred, assigned, licensed, or used by another person.

CHAPTER IV: RIGHTS, DUTIES, RENEWAL & CESSATION OF MEMBERSHIP

18. Member rights. Subject to category and good standing, members may participate in BCA programs, receive communications, apply for certificates, attend eligible events, and access member benefits approved by the Board.

19. Voting rights. Voting rights shall be governed by the AOA, applicable law, Board-approved membership rules, and category eligibility. Honorary, advisory, guest, and non-voting members shall not vote unless expressly approved by BCA rules and law.

20. Member duties. Members shall:

- Uphold BCA values, professional ethics, food safety awareness, and respectful conduct.
- Avoid misusing BCA name, logo, certificates, identity cards, or social media identity.
- Not collect funds, promise appointments, issue certificates, or represent BCA without written authorization.
- Pay applicable fees on time and update contact/professional details when required.
- Avoid conduct that harms BCA, its members, partners, students, or public reputation.

21. Renewal. Annual membership shall be renewed within the prescribed renewal period. Non-payment beyond the permitted grace period may lead to suspension or removal from the active member list.

22. Cessation. Membership may cease by resignation, death, dissolution of institutional member, non-payment, expiry, disciplinary termination, or any other reason approved by the Board under these



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bylaws.

23. Resignation. A member may resign by written notice to BCA. Fees already paid shall not be refundable unless a written refund policy permits otherwise.

CHAPTER V: GENERAL BODY AND MEMBER MEETINGS

24. General Body. The General Body shall consist of members entitled to participate under applicable law, the AOA, and Board-approved membership rules.

25. Powers. The General Body may consider annual reports, audited financial statements, major governance matters, amendments requiring member approval, and such business as the Board places before it.

26. Annual General Meeting. The AGM shall be held within the statutory timeline applicable to BCA. Notice may be issued physically or electronically as permitted by law.

27. Extraordinary General Meeting. An extraordinary general meeting may be called by the Board or as required by law, AOA, or valid member requisition.

28. Quorum and voting. Quorum, voting method, proxy, electronic participation, and resolution procedure shall be as per the Companies Act, AOA, and valid Board rules.

29. Minutes. Minutes of General Body meetings shall be maintained in physical or electronic form and approved as per statutory practice.

CHAPTER VI: BOARD OF DIRECTORS AND EXECUTIVE COMMITTEE

30. Board authority. The Board of Directors shall be the primary governance body of BCA, responsible for strategy, compliance, finance control, approvals, appointments, chapters, and protection of BCA integrity.

31. Composition. The Board shall be constituted as per the Companies Act, 2013, the AOA, and valid filings/approvals. BCA may maintain additional operational committees for administration, subject to Board authority.

32. Executive Committee. The Board may create an Executive Committee for day-to-day implementation, consisting of such office bearers and functional heads as approved by Board resolution.

33. Board powers include:

- Approving annual plans, budgets, policies, memberships, chapters, partnerships, and major programs.
- Maintaining statutory registers, filings, accounts, audit, tax, and regulatory records.
- Approving use of name, logo, bank accounts, digital assets, certificates, and official documents.
- Appointing advisors, consultants, auditors, coordinators, chapter heads, and committees as needed.
- Taking disciplinary action to protect the Association and its members.

34. Meetings. Board meetings shall be convened as required under law and business necessity. Notice, quorum, voting, minutes, and circular resolutions shall follow applicable law and the AOA.

35. Delegation. Delegation to committees, officers, chapters, or coordinators shall be written, limited, revocable, and subject to Board oversight.

CHAPTER VII: OFFICE BEARERS AND FUNCTIONAL ROLES

36. Office bearer roles. BCA may designate President/Chairperson, Vice President, General Secretary, Joint Secretary, Treasurer, Chapter Heads, Program Heads, and other functional roles for operational convenience. These titles do not override statutory directorship unless separately recorded as required by law.



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37. President/Chairperson. The President or Chairperson shall preside over meetings, guide institutional direction, represent BCA in approved forums, and ensure that governance standards are maintained.

38. General Secretary. The General Secretary shall coordinate notices, minutes, correspondence, member communication, records, and program execution under Board supervision.

39. Treasurer. The Treasurer shall support budget preparation, accounts coordination, payment controls, donation/sponsorship tracking, and presentation of financial reports, subject to Board-approved financial controls.

40. Program and chapter heads. Functional leaders shall execute approved programs only within written scope, budget, brand guidelines, and reporting requirements.

CHAPTER VIII: STATE, DISTRICT AND INTERNATIONAL CHAPTERS

41. Chapter creation. BCA may establish state, district, regional, institutional, student, international, or thematic chapters by written Board approval.

42. No separate legal status. Unless specifically incorporated or authorized by the Board, chapters are operational units of BCA and shall not claim independent legal ownership of BCA name, logo, records, funds, or assets.

43. Chapter duties. Chapters shall conduct approved programs, maintain records, submit activity reports, follow financial controls, and protect BCA brand integrity.

44. Restrictions. No chapter or chapter officer may open bank accounts, collect money, issue certificates, sign MoUs, appoint office bearers, or use BCA seal/name commercially without written Board authorization.

45. Suspension. The Board may suspend or dissolve a chapter for inactivity, misconduct, financial irregularity, unauthorized representation, or reputational risk.

CHAPTER IX: FINANCE, ACCOUNTS, AUDIT AND ASSET CONTROL

46. Sources of funds. BCA may receive membership fees, donations, grants, sponsorships, partnership fees, training/event proceeds, publication proceeds, and other lawful income aligned with its objects.

47. Use of funds. Funds shall be used only for approved objects, program delivery, administration, statutory compliance, welfare, training, educational development, and reasonable institutional costs.

48. Bank operations. BCA bank accounts shall be operated only as authorized by Board resolution. All receipts and payments must be supported by proper documentation.

49. Accounting. Proper books of account shall be maintained for receipts, expenses, assets, liabilities, grants, restricted funds, and project-wise utilization where applicable.

50. Audit. Accounts shall be audited annually by an eligible Chartered Accountant or statutory auditor as required by law. Audited reports shall be placed before the Board/General Body as applicable.

51. Payments and reimbursements. Payments, reimbursements, honorarium, professional fees, travel, program expenses, and vendor bills shall require approval, invoice/bill support, and compliance with tax/TDS/GST rules where applicable.

52. Assets and intellectual property. BCA assets, records, logos, templates, digital content, member data, certificates, and official designs shall remain controlled by BCA.

CHAPTER X: PROGRAMS, CERTIFICATIONS, EVENTS AND PARTNERSHIPS



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53. Programs. BCA may conduct workshops, competitions, seminars, culinary camps, online sessions, mentorship programs, training tracks, and social impact initiatives.

54. Certificates and credentials. Certificates, IDs, awards, medals, letters, and recognitions may be issued only through approved templates and authorization processes. No unofficial certificate may be issued in the name of BCA.

55. Partnerships and sponsorships. Institutional partnerships, sponsorship packages, collaborations, MoUs, and brand associations require written approval and must align with BCA objectives, ethics, and reputation standards.

56. Use of brand. The BCA name, logo, seal, certificates, social media pages, website, and official communication channels shall be used only according to BCA brand guidelines and written approvals.

CHAPTER XI: ETHICS, DISCIPLINE, CONFLICT OF INTEREST AND GRIEVANCE

57. Code of conduct. All members, directors, office bearers, advisors, volunteers, and chapter representatives shall follow BCA Code of Conduct and uphold integrity, professionalism, inclusivity, respect, and lawful behavior.

58. Conflict of interest. Any person involved in BCA decisions must disclose personal, financial, family, employment, vendor, sponsorship, or institutional interests that may affect impartial decision-making.

59. Misconduct includes:

- Misuse of BCA name, logo, certificates, ID cards, email, letterhead, or social media identity.
- Unauthorized fund collection, appointment promise, sponsorship negotiation, or certificate issuance.
- Harassment, discrimination, abusive behavior, fraud, misrepresentation, plagiarism, or reputational harm.
- Non-compliance with food safety, event safety, financial controls, or official instructions.
- Publishing false information or speaking on behalf of BCA without authorization.

60. Disciplinary process. The Board or disciplinary committee may issue warning, suspension, removal, cancellation of benefits, chapter suspension, or legal action after giving reasonable opportunity to respond, except in urgent risk cases requiring interim suspension.

61. Grievance redressal. BCA shall maintain a process for receiving complaints from members, students, participants, partners, or the public. Complaints may be reviewed by a designated committee and escalated to the Board when required.

CHAPTER XII: RECORDS, TRANSPARENCY, DATA AND DOCUMENT CONTROL

62. Records. BCA shall maintain membership records, statutory registers, minutes, financial records, program files, chapter reports, policy files, certificate registers, and official correspondence as required.

63. Public documents. BCA may publish public copies of MOA, AOA, governance policies, compliance summaries, annual reports, and approved documents on its website. Personal data, private addresses, personal PAN/Aadhaar, bank statements, DSC details, and internal minutes should be masked or withheld from public upload.

64. Privacy. Member and participant data shall be collected only for legitimate BCA purposes and shall not be sold, misused, or disclosed without authority, except where legally required.



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65. Document control. Every public governance document should carry a title, version number, effective date, approval reference, and authorized signatory block.

66. Digital records. BCA may use digital platforms for membership, payments, meetings, training, records, and communications, provided reasonable access control and data protection practices are followed.

CHAPTER XIII: AMENDMENT, INTERPRETATION, DISSOLUTION AND SUPREMACY

67. Amendment. These bylaws may be amended by Board approval and, where required, General Body approval and/or RoC/MCA approval. No amendment shall contradict the MOA, AOA, Companies Act, or Section 8 conditions.

68. Interpretation. The Board shall interpret these bylaws in good faith, subject to the Companies Act, MOA, AOA, and professional/legal advice where required.

69. Dissolution and asset transfer. Upon winding up or dissolution, remaining assets shall not be distributed to members. They shall be transferred or dealt with only as permitted for Section 8 companies and as stated in the MOA/AOA and applicable law.

70. Severability. If any clause becomes invalid or unenforceable, the remaining clauses shall continue in force to the maximum extent permitted by law.

71. Review cycle. These bylaws should be reviewed at least once every two years or earlier if required by legal change, Board decision, program expansion, or governance need.

SCHEDULE A: MEMBERSHIP CATEGORIES

Category	Who it covers	Voting / Notes
Founder Members	Original promoters/subscribers and such persons recognized by Board records.	As per law, AOA and Board records.
Professional Chef Members	Chefs, culinary professionals, kitchen leaders, hospitality professionals and trainers.	Eligible benefits as approved.
Home Chef Members	Home chefs, home kitchen entrepreneurs, food creators and culinary artisans.	Eligible benefits as approved.
Student Members	Hospitality, culinary, hotel management or food studies students.	Usually non-voting unless rules provide otherwise.
Ordinary Members	General supporters and participants aligned with BCA objectives.	As per category rules.
Institutional Members	Hotels, restaurants, colleges, academies, brands, NGOs, and organizations.	Representative access as approved.
International Members	Overseas chefs, educators, associations and culinary supporters.	Subject to foreign contribution and compliance checks where applicable.
Honorary Members	Distinguished persons nominated for contribution to culinary arts, education or welfare.	Recognition category; normally non-voting.



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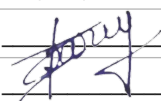
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Category	Who it covers	Voting / Notes
Associate / Volunteer Members	Volunteers, interns, supporters and project contributors.	Non-voting unless separately approved.

SCHEDULE B: DOCUMENT APPROVAL AND SIGNATURE BLOCK

These bylaws should be adopted by a Board Resolution before public upload. The following fields should be completed before final publication.

Approval Item	Details
Approved by	Board of Directors / Executive Committee
Board Resolution No.	BCA/BR/2025-26/001
Approval Date	31 March 2026
Effective Date	01 April 2026
Review Due	31 March 2027
Authorized Signatory	Dr. (Hon.) Chef Sushanta Banji, Founder & Director
Signature	
Seal / Stamp	

End of document.



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