

# **MUMBAI SURGICAL SOCIETY, MUMBAI**

## **CONSTITUTION, RULES & REGULATIONS and MEMORANDUM**

### **NAME OF THE SOCIETY:**

The name of the society is '**MUMBAI SURGICAL SOCIETY.**'

### **REGISTERED OFFICE:**

The principal office of the society shall be situated in MUMBAI in the state of Maharashtra in republic of India.

### **AIMS & OBJECTIVES:**

Objects for which the society is established are:

1. To encourage and advance: study & practice of science and art of surgery.
2. To promote social exchange among surgeons of the society & surgeons of other organisations, National, International and Scientists from other specialties.
3. To encourage scientific research & experimental work on surgical problems.
4. To organise scientific programmes like Post Graduate teaching program, CME, conferences, seminars, symposia, workshops, quiz, etc.
5. To establish & maintain reference libraries of books, journals, periodicals, magazines, newspapers, audio-visual materials etc. relating to surgery.
6. To hold diagnostic and operative surgical camps for the benefits of poor population.
7. To educate common masses regarding surgical disease as through posters, banners and public lectures etc.
8. To watch & advise legislation affecting members.
9. To publish journals or bulletins devoted to surgical allied subjects. It shall be the official publication of the Society.
10. To organise exhibition of surgical & allied instruments & equipment's and to encourage their improvement.
11. To make rules when necessary inter-alia deemed related to discipline and professional conduct of members.
12. To do all such things as may be incidental or conducive to the attainment of all or any of the above objectives.
13. To protect the rights & privileges of the members.
14. To look into & solve the grievances of the members and help them as much as possible.
15. The Society shall not take part in any of the political activities.
16. The Society is authorised to receive donations, subscriptions or other income, to hold funds and to utilize the funds for fulfilling the objectives of the Society.
17. The income and property of the Society whenever derived shall be applied solely towards the promotion of the objects of the Society as set forth in this constitution of the Society and no promotion shall be paid to individual members, as dividends bonus or gifts.
18. The Society shall have power to purchase, construct to acquire on lease or in exchange or hire or by gift or otherwise any real or personal property and any rights or privileges necessary or convenient for purpose of the Society and to improve, develop, manage, sale, lease, mortgage, dispose off, turn to account or otherwise deal with all or any part of the property of the Society. Society will work on the concept of mutuality i.e. by the members and for the members.
19. To affiliate to organisations/associations/societies with similar aims and objective and still maintain its independence in functioning of its Executive Council.

20. To do all such acts, matters and things as are incident or conducive to the attainment of the aims and objective.

## **MANAGEMENT**

The management of the Society shall be looked after by Executive committee/Council and the Ad-Hoc Committee formed herewith.

## **RULES & REGULATIONS**

### **1. REGISTRATION**

This constitution of MUMBAI SURGICAL SOCIETY, MUMBAI may be registered with Bombay Public Trust act, 1950 or India Society Registration act, 1960.

### **2. PRELIMINARY:**

- a) The "Society" means Mumbai Surgical Society, Mumbai.
- b) "Committee" & "Council" means the Executive committee of the Society.
- c) "Member" means full member or an associate member of the Society.
- d) President, President-Elect, Secretary, and Treasurer means the President, and President-Elect, Secretary, & Treasurer of the Society. Together they will form the Executive Committee.
- e) Person means & includes any individual, corporate, trusts, or association of persons.

### **3. OFFICE**

The office of the Society shall be located in the city of Mumbai, at a place as may be fixed from time to time by the executive committee.

### **4. MEMBERSHIP**

- a) *LIFE MEMBER*
- b) *ASSOCIATE MEMBER*
- c) *OVERSEAS ASSOCIATE LIFE MEMBER*

#### **LIFE MEMBER**

Any Person Qualified to carry on the profession of surgeon in India and actually practicing or reemployed or engaged as a surgeon in any of the under mentioned specialities shall be eligible to become an Life Member of the Society: General Surgery, Plastic Surgery, Urology, Paediatric Surgery, Orthopaediac surgery, Cardio-Thorasic Surgery, Onco-surgery, Colorectal surgery, GI Surgery and Neuro surgery.

#### **ASSOCIATE MEMBER**

Persons engaged in the practice of surgery including post graduate in surgery, other ancillary branches of medical sciences and persons interested in the welfare of the Society may be admitted by the Society as an Associate life member. Any person who is a student of Surgery in any one of the specialities stated above, in any medical college or education institute or hospital, shall be eligible to become an Associate member of the Society.

#### **OVERSEAS ASSOCIATE LIFE MEMBER**

As Indian surgeons practising in countries other than India may be admitted as overseas associate life member. If he/she shifts permanently to India he would be treated as life member.

## **ELIGIBILITY OF MEMBER**

The executive committee shall have the rights to decide eligibility or otherwise of the category to which a person could be admitted as member & its decision shall be final.

## **TERMINATION OF MEMBERSHIP**

If a member is found to be indulging in undesirable activities, he/she shall be served with a notice of 3 months in writing informing him/her of action proposed to be taken. He/She shall be given an opportunity to present his/her case before the executive committee. If the executive committee passes a resolution to terminate his/her membership by a majority of three fifth of total executive committee membership, and if this action is confirmed in General Body meeting by two third majority of members present, then his/her membership is deemed as terminated.

## **PRIVILEGES OF MEMBERSHIP**

- A) All members (Except associate members) shall be entitled to participate in all activities of the Society including the right to vote & to contest elections. They shall receive the official publication of the Society, when published.
- B) All associate members shall be entitled to participate in all activities of the Society. *However they shall not be entitled to vote or to contest elections.* They shall receive the official publication of the Society, when published.
- C) Members in arrears shall not be entitled to vote or to contest elections or to hold office.

## **INCOME**

Income of the Society shall include:

- a) Subscription & fee received from members.
- b) Life membership and/or admission fees received from associate members of the Society.
- c) Donations & Grants.
- d) Miscellaneous.

## **PROPERTY OF THE SOCIETY**

The Society shall have the power to purchase, construct or acquire on lease or in exchange or hire or by gift or otherwise any real or personal property and any rights or privileges necessary or convenient for the purpose of the Society and to improve, develop, manage, sale, lease, mortgage, dispose off, turn to account or otherwise deal with or any part of the Society.

## **LOGO-MONOGRAM**

Monogram/Logo of the Society will be created and be the sole property of the Society. As an official mark of the Society, it will not be used for any other purpose by anyone other than authorised Executive committee members and official stationary. Trade mark and copy right regulations will be applicable of its use, with permission of the President and Secretary.

## **UTILISATION OF FUNDS**

The Society shall utilize it's funds only for the purpose of fulfilling its objects. All income and assets of the Society, whenever and from whereas ever sources derived, shall be applied and utilised solely or the attainment and promotion of the aims and objectives of the Society set forth in the Memorandum

of Society and no portion thereof shall be paid or used or transferred in any manner directly or indirectly by way of dividend, bonus or otherwise by way of profit to any past or present members of the Society.

Provided, however, that nothing herein shall prevent any payment in good faith remuneration to any officer or servant of the Society or to any person in return for any services rendered to the Society.

#### **FINANCE, ACCOUNTS & AUDIT**

- a) That the accounting year of the Society shall end on 31 st March each year.
- b) All the funds & other assets shall be held in the name of the Society.
- c) Bank account or accounts shall be opened in the Scheduled or Nationalised Bank and should be operated jointly by the president or secretary & treasurer from time to time.
- d) The treasurer shall keep proper accounts of all income and expenditure on behalf of Society.
- e) The accounts of this Society shall be audited by a chartered accountant appointed by annual general meeting.
- f) The treasurer shall submit the budget for the coming year for discussion which shall be approved by the general body meeting.
- g) No member shall keep the collection or other money of the Society for more than one month with him. Cash in hand shall be deposited in bank latest by the end of the following month of the accounting year.

#### **MANAGEMENT**

The Management and Power of the Society shall be vested in the Executive committee consisting of:

- a) President
  - b) Immediate past president
  - c) President Elect.
  - d) Secretary
  - e) Treasurer
  - f) Seven Members
  - g) Immediate Past Secretary and President would be the Ex-Officio members of the executive body.
  - h) Previous five year Past-President would be the Ex-Officio member of the executive body.
- A) The executive committee or any of its members shall not be held responsible for loss of any property unless it is due to willful default or negligence.
  - B) The executive committee shall have full powers of control & management of the affairs of the property of the Society, to engage such officials, other staff or other persons as may be found necessary for proper conduct & management of the affairs of the Society in carrying out its objectives.
  - C) The executive committee shall have power to invest and deal with the money of the Society and borrow such sums as it may resolve as per needs of the Society.
  - D) Formation of an Ad-hoc Ex. committee consisting of 5 members from the executive committee was proposed. Members would be: President, Hon. Secretary. Treasurer, and Three Exe. Member. The Ad-hoc committee will have powers to take decisions on behalf of the Executive committee and the General Body. The Committee will convene every 3 months or less to assess the progress of the Society and its various activities. This Committee will overlook the

functioning of the Society, ie: Membership, Municipal registration, Fund raising, Interaction with Medical Institutes and Conduct Elections. The Tenure of the Committee will be for five years, or as decided by the General Body.

- E) The council shall have full power and authority to do acts, matter, things and deeds which may be necessary or expedient for the purpose of the society without in any manner derogating from the generality of their power under these regulations or otherwise.
- F) To acquire in the name of the society by way of gift, purchase, exchange, lease, hire or otherwise any land, building, easements, rights, of common privileges or any other immovable properties for the benefit of the society's activities.
- G) To borrow or raise any money in India or abroad on security or otherwise that may be required by the society for the purpose of effective implementation of its objects on such terms and condition that may be deemed reasonable and by mortgage or charge on all or an of the immovable or movable properties belonging to the society and as per condition laid down in Bombay Public Trusts Act 1950 and the Income Tax Act 1961 prevailing from time to time.
- H) To print, publish, exhibit, circulate, subscribe and support books, periodicals, brochures, pamphlets, posters, leaflets, charts, diagrams or other matters that may be considered desirable for the benefit and attainment of the aims and objectives of the society.
- I) To hold exhibitions, charity shows, cinema shows, musical performances, dramas & plays, magic shows, etc. with a view to raise funds or contribution as may from time to time deemed expedient for the purpose of procuring funds for the society.
- J) To associate with or the makeover for conducting or management trusts/institutions with similar objects or to take over all properties, assets and funds of such trust/institution and also all the benefits enjoyed by them as well as their liabilities and debts properly incurred on behalf of such institutions or contracts entered into by such trust or institution and carry out into effect all such duties and instruction as may be necessary or desirable.
- K) To appoint any committee or sub-committee as they may think fit and may delegate any or all of their power to them and prescribe the functions and the procedures of any such committee.
- L) To make and form time to time repeal or alter bye-laws as to the management of the society and affairs thereof and as to the management of its institutions and as to the duties of any officer, employees or servants of the society or as to any of the matters or things within the powers or the control or the Managing Council provided that the same shall not be inconsistent with the Memorandum of Association or the Rules and Regulations.
- M) To negotiate, to enter into, vary, rescind, revoke, contracts on behalf of the society that would be beneficial to the society.
- N) To compromise, compound, abandon, submit to arbitration or otherwise, settle any actions, suits, proceedings, debits, claims, or such other things whatsoever arising out of the administration of the society or any institutions, maintain and to enter into, give execute and do such arrangement releases and other things as may deemed expedient without being liable or responsible for any loss occasioned by any act or things so done by their members in good faith.
- O) To promote, sponsor, take in its fold any other association, trust, society or institutions, societies and bodies corporate including companies limited by guarantee.

- P) To delegate by passing necessary resolution to the President or to any other member or members of the Managing Council or to any other person in power employed by law or conferred by statute provided however Council shall not be held responsible for any act or each other of any person or persons but only for their own respective acts and defaults.
- Q) To prepare and submit to the Annual General Meeting within 6 months of closing of the accounting year, audited statements of accounts and report for the completed accounting year.
- R) To do all such acts, matters and things as are incidental, necessary or conducive to the attainment or the objects as specified in the Memorandum of Association.

## **DUTIES OF OFFICE BEARERS**

### **THE PRESIDENT**

- A) The president shall preside over the general body & executive committee meetings.
- B) He/She shall see that the constitution of the Society is adhered to.
- C) He/She shall have the right to attend any committee meeting of the Society and when present he will chair such meetings.
- D) He/She will 'Chair' all meetings and put to vote during the proceedings of any meeting, any resolutions/proposal. And to have a casting vote, in addition to his vote as President, in case of a tie. In absence of the President, the President-Elect, or the Secretary or the treasurer or any Member from the Executive committee will 'Chair' the meeting and have same powers for that meeting.

### **PRESIDENT ELECT**

President Elect in absence of the president will perform all the duties of the president. As well as to co-ordinate and execute the activities of the Society as decided by the Managing Council.

### **SECRETARY**

- a) He/She shall be the principal Executive officer and look after the administrative requirements of the Society.
- b) He/She will execute all resolution of the executive committee.
- c) He/She will call meetings and keep the minutes of all general body meetings & executive committee meetings.
- d) It will be his/her duty to inform all the members the important decisions of the executive committee within 3 months of the executive committee meeting (it will not be necessary to inform about routine resolutions).
- e) He/She will be constant touch with the president and act accordingly to his/her advice & instructions.
- f) The executive committee may appoint a full time Administrative officer (non-member) who may be given specific duties & day to day management.
- g) He/She will be the custodian of the property, equipment's, books, furniture, and any such articles owned by the society. In case of loss of the property he/she should inform the executive committee who will investigate and will take action if there is negligence or willful default.
- h) To carry out all correspondence and keep and cause to be prepared and placed before the council or at General meetings all information as may be necessary.

- i) In the absence of the President/President Elect, will perform all duties of President as acting President till Election of a new President and give up his post to next eligible committee member.

#### TREASURER

- a) He/She will keep accounts of the Society.
- b) He/She shall present the audited accounts for the previous year at the annual general body meeting.
- c) He/She shall present the budget for the next year at the annual general body meeting.
- d) He/She may delegate his/her function in writing to any other member of the executive committee when he/she is not able to function due to illness, going abroad, conferences etc. with the consent of the president.
- e) He/She will receive payments made to the Society and pass all necessary receipts and pay the liabilities of the Society to the extent as the fund of the Society may permit and to maintain books of account of the Society.
- f) To submit to the council for its approval the recommendations received from the committee for the services of any doctor, scientists, technicians, lawyers or other specialists on remunerations or otherwise for achieving the objects of the Society.
- g) To open an account in the name of the Society and operate jointly with either the President or Secretary.
- h) To act as the custodian of the important documents of the Society.
- i) In the absence of the President/President Elect/Secretary, will perform all duties of President as acting President/Secretary till Election and give up his post to next eligible committee member.

#### EXECUTIVE MEMBER

- a) In the absence of the Secretary/Treasurer, one member will conduct the functioning of Secretary/Treasurer, till Elections.
- b) Members will participate in the functioning of the Society by forming Committees/Sub-Committees and complete the quorum in all meetings called by the President for proceedings of the Society.
- c) Support the President/Secretary/Treasurer in all ways possible.
- d) In case an Executive member resigns or is elevated to a higher post, his/her place will be taken by an ordinary Life member by way of nomination till the next election, so that the functioning of the Ex Co body is not hindered.

#### ELECTIONS

- a) All the office bearers and the members of the executive committee would be elected in the general body meeting.
- b) The term of the First executive committee shall be of five year, subsequently, for one year.
- c) Any valid member of Society who has completed 2 years as member can contest the election for Committee Member.
- d) For the post of President, the candidate shall be executive committee member for at least five years or he/she should have worked as Secretary or Treasurer with 2 years as executive body member. For the post of Secretary and Treasurer, he/she should have worked as executive member for 3 years. If suitable candidate is not available, then conditions may be relaxed for these posts.
- e) Election will be held in annual general meeting.

- f) General guidelines for the elections are as follows:
- Nomination would be filled in the prescribed form.
  - Any member who registers after December 31<sup>st</sup>, will not have voting right in that particular year.
  - All nominations to be received 7 days prior to the date of election. Three days' time would be given for withdrawal.
  - Proposer, seconder and candidate should not be in arrears.
  - Election will be by secret ballots.
  - Election officer shall be appointed by the Executive committee. His/Her decision shall be final for all the matters of election.
- g) Election for the post of President Elect will be held during the AGM after 4 years. The election for the post of President Elect, Hon. Secretary, Treasures and five committee members, will be held during the AGM at the end of five years. Subsequently, every year before the end of March each year.

## **VACANCIES**

Vacancies occurring due to resignation or otherwise, of the President, President-Elect, Hon. Secretary, Treasurer or A member of Executive committee, in mid-term, shall be filled up as follows:

- a) The executive committee will fill the vacancy from its own members for the rest of the period.
- b) Resultant vacancy may be filled by co-opting any member from General body if it is desired by the executive committee.

## **MEETINGS**

### **CLINICAL MEETINGS**

Clinical meetings shall be called once in two months, as far as possible on any fixed day of the week as may be decided by the executive committee. Organise meetings once in two months or as convenient, pre decided by the committee at different dates and venues, preferably, Medical Colleges/Institutes and Hospitals, by rotation. Date, time and venue of the next meet is to be decided at every meet.

### **THE ANNUAL GENERAL MEETING**

The annual general meeting shall be held before 31st March of the year unless for very special reasons. Notice of the annual general body meeting shall be sent to the members at least 15 days before the day fixed for the meeting. Notice will have the place, date and the hour of the meeting and the agenda. Quorum of the annual general meeting shall be 1/6th of the members on the roll. If there is no quorum at the scheduled, the meeting shall be adjourned for half an hour and the members present in such adjourned are the quorum for the meeting. The business to be transacted at the annual general meeting shall be as follows:

- a) Confirmation of the minutes of the last general body meeting.
- b) Adoption of the Annual report of the previous year.
- c) Adoption of the audited statement of the account of the chapter of the previous year.
- d) Adoption of the budget.
- e) To appoint auditors.
- f) Elections.

### **ORDINARY GENERAL MEETING**



These shall be generally held as and when necessary after a clear notice of at least 7 days. Quorum shall be  $1/10$  th of the members on the roll.

#### EMERGENT GENERAL BODY MEETING

For emergent general body meeting, only 3 days clear notice shall be given to the members. Quorum shall be  $1/10$ th of the total members on the roll.

#### REQUISITION MEETING

A special requisition meeting of the general body shall be called within a fortnight on receipt of the requisition signed by  $1/5$ th of the members of the chapter stating the business for which the meeting is required. Nothing except the business for which it is called shall be discussed at this meeting. The quorum for this meeting shall be  $1/5$ th of the members on roll. If within 15 minutes from the appointed time a quorum is not present the meeting so convened shall stand cancelled.

#### EXECUTIVE COMMITTEE MEETING

For executive committee meeting notice of 7 clear days shall be given & for emergency 3 days notice shall be given. Quorum shall be  $1/2$  of the members of the executive committee. It shall be held as and when necessary.

#### RULES ABOUT MEETING

- a) Except with a special permission of the President, no resolution shall ordinarily be placed before the annual general meeting that has not been previously considered by the executive committee.
- b) No resolution adopted or negated at a meeting shall be reconsidered unless either six months have elapsed or  $1/5$ th of the members of the Society sign requisition for its reconsiderations.
- c) Any addition or modification or repeat of the rules shall be considered to have come into force only after proceeding of the meeting at which they were passed have been confirmed in a subsequent meeting.
- d) Proposal for any change in the rules shall ordinarily be considered at the Annual General Meeting and the proposed alteration shall be circulated along with the agenda of the meeting. They may however be considered at a special meeting of the general body convened for the purpose with 2 weeks' notice and should be passed with  $2/3$ rd members present.
- e) Minutes of all the executive committee meeting shall be correctly kept and would be approved by the members of the executive committee within 8 days of the meeting and shall be confirmed by the chairperson of the meeting at the following meeting.
- f) Minutes of the general body meeting shall be approved by the executive committee within 8 days of the meeting and will be confirmed by General body at the next General Body meeting.
- g) In every case of tie, President/Chairmen shall have casting vote.
- h) The voting may be by show of hands.
- i) Whenever it is found difficult to call for the meeting of the executive committee, and the secretary deems it desirable that the opinion of the executive committee should be obtained on any particular matter he/she shall do so by post and act in according with the views of the majority provided it is endorsed by the President.

## **AMENDMENT OF THE CONSTITUTION**

Constitution, rules and regulations of the Society can be amended by a special resolution passed in the Annual General Body Meeting or in the Special General Body meeting with 51 % of the total member voting in favour of the amendments, voting by proxy is allowed for this purpose. Or by the Ad Hoc Committee, if deemed mandatory for the betterment of the Societies functioning. As per the provisions of section 12 and 12A of the societies Registration Act,1860.

## **DISSOLUTION**

On dissolution of the Society after the payment of all its debts and liabilities if any property remain, the same shall not be paid or distributed among the members of the Society or any of them but shall be given or transferred to any other institutions having similar objectives to be determined by the votes of not less than 3/5th of the members present.

## **EXPULSION**

Any member of the society acting in contravention of the objects of the society or in any manner detrimental to the interests of the society or guilty of misconduct shall be liable for expulsion on the votes of two thirds of the members present in person and entitled to vote at a meeting convened specially for the purpose. No such meeting shall be held unless such person should have been previously given an opportunity or rendering his explanation or tendering his resignation and he shall not have explained his conduct to the satisfaction of the council or tendered his resignation. No appeal shall lie against such decision.

## **CONTRACTS**

All contracts made in relation to or concerning the affairs of the Society other than assurances relating to or concerning immovable properties or instruments of the society's funds shall be expressed to be made in the name of the council and shall be signed by two members of the council to be nominated by the council.

All assurance related to or concerning immovable properties or instruments of the society's funds all be executed by any two members of the council to be nominated by the council.

## **INDEMNITY TO OFFICE BEARERS AND OFFICERS**

Every member, office bearer and officer of the society shall be indemnified out of the funds of the society against all losses and expenses incurred in the discharge of his duties except as shall happen through his own wilful neglect and dishonesty and each one shall be chargeable only for such money, funds or property as he shall himself actually receive in the discharge of his duties unless the same shall happen through his own dishonesty or wilful negligence.