

Article 1

GENERAL

In the context of these Rules and Regulations, also referred to as the Constitution, the Indian Association of Cardiovascular-thoracic Surgeons shall be termed simply 'Association' The 'Journal' shall mean the Indian Journal of Thoracic and Cardiovascular Surgeons and generally, unless repugnant to the context, the singular shall include the plural and masculine the feminine and vice-versa and writing shall include print, lithograph or other substitute for writing.

The name of the Association shall ordinarily be abridged to IACTS, but for the sake of easy pronunciation and brevity, the abbreviation used on the certificates of fellowship "F.I.AC.S" for the Fellow of the Indian Association of Cardiovascular-thoracic Surgeons.

Article 2

Membership

- Membership of the Association shall be open to all those who have acquired a recognized qualification in General Thoracic and / or Cardiac and / or Vascular Surgery; or
- Are engaged in the practice of research pertaining to General Thoracic, Cardiac and / r Vascular Surgery exclusively, for at least four years after having acquired a recognised qualification in surgery or.
- Are undergoing postgraduate training in General Thoracic and / or Cardiac and Vascular Surgery or are engaged in the practice closely allied to General Thoracic, Cardiac and / or Vascular Surgery; or are men of distinction, including laymen, residing in India or abroad, who have outstanding contribution to the progress of General Thoracic, Cardiac and / or Vascular Surgery.
- A post graduate degree / diploma in Cardiac or Vascular or General Thoracic Surgery and / or any combination of the foregoing three subjects shall be the recognized qualification for the membership of the Association under Article 2 (a) (1) above

MEMBERSHIP SHALL COMPRISE OF SEVEN CATEGORIES, NAMELY:

FELLOWS:

A Life Member or Overseas Life Member of the Association, who has completed five years as Life Member / Overseas Life Member, shall ordinarily be elected as a Fellow of the Association (F.I.A.C.S.) by the Executive Committee and upon his election he shall be conferred a Certificate of Fellowship.

HONORARY FELLOW

A Life Member or Overseas Life Member of the Association, who has completed five years as Life Member / Overseas Life Member, shall ordinarily be elected as a Fellow of the Association (F.I.A.C.S.) by the Executive Committee and upon his election he shall be conferred a Certificate of Fellowship.

LIFE MEMBER

A Member of the Association of at least one year's standing who contributes the minimum stipulated

subscription for Life Membership may be elected by the Executive Committee as Life Member; provided that the Executive Committee may elect unanimously an Associate Member of five years' standing as a Life Member on application accompanied by the prescribed subscription for Life Membership.

Provided further that the Executive Committee may directly elect as Life Member a person, who is otherwise qualified to be a Member, if his application is sponsored by two Fellows and it is accompanied by the prescribed fees for Membership as well as life Membership.

MEMBER

A person shall be called a Member of the Association only when he is so elected Executive Committee after having qualified for the membership under Article 2 (a) (1) (ii) above, and pays the prescribed membership subscription.

ASSOCIATE MEMBER

A person shall be called an Associate Member of the Association only when he is so elected by the Executive Committee, after having qualified for the membership, and pays the prescribed membership subscription under Article 2 (a) (1) (ii) above.

OVERSEAS MEMBER

A person resident abroad shall be called an Overseas Member only when he is so elected by the Executive Committee after having qualified for membership under Article 2 (a) (1) (ii) above, and pays the prescribed subscription.

OVERSEAS LIFE MEMBER

An Overseas Member of the Association of at least one year's standing, who contribute the minimum stipulated subscription for Overseas Life Membership may be elected by the Executive Committee as an Overseas Life Member provided that the Executive Committee may directly elect as an Overseas Life Member a person, who is otherwise qualified to be an Overseas Member, if his application is sponsored by two Fellows and is accompanied by the prescribed fees for Overseas Membership as well as Overseas Life Membership.

- There shall be no numerical limit to the membership under any of the categories cited above.
- Fellows other than those residing abroad, Life Members and Members shall be referred to as "Full Members" of the Association.
- Proposals for any category of membership other than Fellows and Honorary Fellows shall be made on official forms supplied for the purpose. Every proposal shall be signed by least one Full Member of the Association and forwarded to the Secretary who shall place it before the Executive Committee for consideration.
- The Executive Committee may in their discretion and without assigning any reason therefore, decline or refuse to elect any person or persons to any of the categories of membership.
- Elections to the different categories of membership other than to the category of Fellows and Honorary Fellows shall ordinarily be ratified by a simple majority of the General Body of the Association at the Annual General Body Meeting.
- The decision of the Executive Committee with regard to the election for Fellows and Honorary Fellows shall be final.
- At the time of submission of the application for membership an Initiation Fee shall be paid by the

prospective Member / Associate Member / Overseas Member.

- The Initiation Fee shall be equal to twice the Annual Subscription for the category of membership for which the application is submitted and upon election of the applicant to the desired category of membership. Fifty percent of the Initiation Fee shall be considered as his membership subscription for the current year and the other fifty percent shall be credited to the Consolidated Fund of the Association.
- Provided that, in the event of the application for the membership being unsuccessful, the Initiation Fee shall not be refunded and, instead, all of it shall be credited to the Consolidated Fund of the Association.
- The membership subscription for different categories of membership shall be as follows :
- The Annual Subscription rate for Members, Associate Members and Overseas Members shall be as stipulated in the By-laws of the Association.
- A Life Member and an Overseas Life Member shall be required to pay in a single installment; ten times the Annual Subscription of a Member and of an Overseas Member respectively.
- Fellows and Honorary Fellows shall not be required to pay any membership subscription.
- The annual subscription from Members, Associate Members and Overseas Members shall fall due on the 1st April each year and is payable in advance. The amount so collected shall be credited to the General Account of the Association.
- Fifty percent of the subscription paid by the Life Members and Overseas Life Members shall be credited to the Account of the Journal and the other fifty percent to the General Account of the Association.

Article 3

PRIVILEGES OF MEMBERSHIP

- The Full Members of the Association shall have the privilege of participating in all activities of the Association including the right to attend the General Body Meeting, the right to vote, the right to take part in the elections to the Executive Committee of the Association and the right to propose the names for the membership of the Association.
- The Honorary Fellows, Associate Members, Overseas Members, Overseas Life Members and Fellows residing abroad shall have the privilege of participating in the scientific meetings and social events organized by the Association and of engaging in scientific discussions and educational programmes conducted by the Association, after paying the requisite fees, if any. However, they shall not have the right to attend the General Body Meetings or the right to vote or to take part in the elections to the Executive Committee of the Association. Further, the Honorary Fellows and Associate Members shall not be entitled to propose names for the membership of the Association.
- Everyone belonging to any of the categories of membership of the Association receive free of cost a copy of the Journal, as and when it is published.
- A Member or Associate Member or Overseas Member, whose membership subscription to the Association is in arrears for three consecutive years and remains unpaid after three reminders sent through certified post at monthly intervals to his address listed in the records of the Association, shall

automatically lose all the privileges of membership unless corrective steps are taken by him before the 31st December of the year the reminders have been sent, his name shall be deleted from the records of Membership of the Association by the Executive Committee.

- Corrective steps in the context of the aforesaid clause (Article 3d) shall mean full payment of all the arrears of Membership Subscription due from the concerned person. Privileges of Membership may also be withdrawn from a person, whose continued membership, in the opinion of the Executive Committee, is detrimental to the interest of or is likely to bring disrepute to the Association. However, before taking this step on such grounds, the person concerned shall be given an opportunity to explain his conduct either in person or in writing and, before deleting his name from the records of Membership of the Association, the approval of the General Body by a simple majority of Full Members present and voting, shall have to be obtained.

- Recommendation of withdrawal of the privileges of Membership can be made by the Executive Committee only when the decision to that effect has been reached by the majority opinion of the entire Executive Committee and not merely by the majority opinion of the members of the Executive Committee participating in the process of voting.

- Any person, who ceases to be a member of the Association from any cause whatsoever, shall immediately lose all the privileges of membership and he shall not be entitled to refund of the Membership Subscription paid by him to the Association.

- Any person from any of the categories of Membership may resign his membership of the Association. Upon acceptance by the Executive Committee, such resignation shall be immediately effective and the concerned person shall no longer enjoy any Privileges of the Membership including the right to use the abbreviation F.I.A.C.S. after his name.

- All the properties and funds of the Association shall belong to the Association collectively and no individual Fellow, Honorary Fellow, Life Member, Associate Member, Member or Overseas Member or Overseas Life Member shall have any property right over any of the said properties or funds.

Article 4

OFFICERS OF THE ASSOCIATION :

- The Officers of the Association shall be a President, a Senior Vice-President, a Junior Vice-President, A secretary and a Joint Secretary cum Treasurer.

- All Officers shall be honorary.

PRESIDENT :

- The tenure of the President shall be from the day of his installation to the day of the installation of his successor.

- He shall preserve, protect and uphold the Constitution and shall guide the other Officers in the discharge of their duties.

- He shall preside over the General Body Meetings, the Meetings of the Executive Committee and of the Editorial Board, and over any function organized by or behalf of the Association.

- He shall chair the scientific session when any of the Orations of the Association is delivered.

- He shall be an ex-officio member of the Commissions/Committees representing the Association.
- He shall have the honour of delivering, before laying down his office, a Presidential Address at the Annual Scientific Meeting of the Association.

SENIOR VICE-PRESIDENT :

- The tenure of the Senior Vice-President shall ordinarily be one Association – year at the end of which he shall be installed as the President in the Annual General Body Meeting without any formal election.
- He shall be the ex-officio Chairman of the Scientific Programme Committee of the Scientific Meetings of the Association and shall be primarily responsible for giving the scientific Meetings their final shape and content in conformity with the guidelines laid down by the Executive Committee.
- He shall be Returning Officer for the elections to the Executive Committee, and declarations by him regarding the validations of the nominations and votes, and regarding the results of elections shall be binding unless reverted by the President.
- He shall discharge all the duties of the President in the latter's absence and shall substitute the President on the Editorial Board of the Journal until such time as when the President resumes his duties or the new President is installed, whichever is earlier.
- In the event of death of the Junior Vice-President or of the Junior Vice-President relinquishing his office before the end of his tenure, the Senior Vice-President shall additionally function as the Counselling Editor for the Indian Journal of Surgery and prior to his installation as the President of the Association, the offices of the Senior Vice-President as well as the Junior Vice-President shall be filled through election.

JUNIOR VICE-PRESIDENT :

- A Junior Vice-President shall be elected by the General Body at the Annual General Body Meeting each year.
- He shall remain the Junior Vice-President until the next Annual General Body Meeting after which he shall automatically become the Senior Vice-President.
- He shall be the Consulting Editor for the Indian Journal of Surgery and shall advise regarding the suitability for publication in that journal any article or abstract pertaining to General Thoracic, Cardiac or Vascular Surgery.
- He shall discharge all the duties of the Senior Vice-President in the latter's absence until such time as when the Senior Vice-President resumes his office or he (the Junior Vice-President) is installed as Senior Vice-President, whichever is earlier.
- In the event of death of the Senior Vice-President or of the Senior Vice-President relinquishing his office, by resigning from the Executive Committee, before or at the end of his tenure, the Junior Vice-President shall become the Senior Vice-President of the Association, and, prior to his installation as the President of the Association, the offices of the Junior Vice-President as well as of the Senior Vice-President shall be filled through election. Provided that he shall continue to be Consulting Editor for the Indian Journal of Surgery until such time as a new Junior Vice-President is duly elected.

SECRETARY :

- The Secretary shall be elected by the General Body at the Annual General Body Meeting for a tenure of three Association-years and in no case for more than two consecutive consecutive tenures. The Secretary, subject to the superintendence and general control of the Executive Committee and directions and guidance, shall have full administrative control over the working of the Association in all its spheres of activities and functions and it shall be his duty and responsibility to translate into action the Objects of the Association as stated in the Memorandum of Association and the resolutions passed by the General Body of the Association.
- He shall be the principle executive officer of the Association and shall sign and execute all contracts, deeds or other documents in the name of the Association. He shall manage the day-to-day affairs and implement all the policies and programmes of the Association, in consultation with the President, and shall place his reports thereon at the meetings of the Executive Committee.
- He shall present an Annual Report on the activities and affairs of the Association at the Annual General Body Meeting, after getting the said report approved by the Executive Committee. He shall prepare and keep the minutes of all the Meetings of the Executive Committee and of the General Body.
- He shall be the custodian of all assets, documents and papers and of the rights and properties other than the funds of the Association.
- He shall be an ex-officio member of all the Commissions / Committees and Sub-Committees of the Association.
- He shall have, for the discharges of his duties, the authority to spend money from the 'Secretary's Contingency Fund' the size of which shall be as determined by the Executive Committee from time to time. Provided that he shall maintain proper accounts of the money spent from the 'Secretary's Contingency Fund' and shall submit an audited account of the same to the Treasurer for final auditing by the Auditors appointed by the General Body.
- He shall have the authority to appoint upto two Administrative Assistants or any other category of staff members of his choice on part-time basis to aid him in the discharges of his duties.
- The Association shall sue or be sued through the Secretary. Provided that any such suit shall be filed / defended by the Secretary after consulting and in accordance with the direction given by the Executive Committee or election, whichever is earlier.

JOINT SECRETARY-CUM TREASURER :

- He shall be a resident of the city of Bombay where the registered office of the Association is located and shall manage the office under the direction of the Secretary. He may be referred to simply as Treasurer.
- He shall be elected by the General Body at the Annual General Body Meeting for a tenure of three Association years. Ordinarily, he shall not be re-elected for a second consecutive tenure.
- He shall keep the accounts of the finances of the Association including those of the journal and shall get the accounts audited by the Auditors appointed by the General Body.
- He shall present the Annual Audited accounts for the previous financial year and the unaudited accounts upto and inclusive of the 31st December of the current financial year before the Executive Committee and thereafter in the Annual General Body Meeting of the Association.

•He shall be the custodian of all the funds of the Association including those of the Journal, except the 'Secretary's Contingency Fund' and the 'Managing Editor's Contingency Fund' and shall have the authority to sign receipts, cheques and other negotiable instruments on behalf of the Association and the Journal after receiving instructions to that effect from the Secretary.

•He shall have the authority to appoint one administrative assistant or any other category of staff member on part-time basis to aid him in the discharge of his duties.

•He shall have, for the discharge of his duties, the authority to spend money from the 'Treasurer's Contingency Fund', the size of which shall be determined by the Executive Committee from time to time.

•He shall discharge the duties of the Secretary in the latter's absence until such time as when the Secretary resumes his duties or a new Secretary is elected, whichever is earlier.

Article 5

EXECUTIVE COMMITTEE:

- The Officers of the Association together with the two Immediate Past-Presidents available and willing, the Managing Editor of the Journal and six Ordinary Members elected from amongst the Full Members on the roll of the Association, by the General Body at the Annual General Body Meeting, shall constitute the Executive Committee of the Association.
- The tenure of each of the six Ordinary Members of the Executive Committee shall be three Association - years, provided that each year at least two of these six members retire necessitating fresh election to fill the vacancies thus created.
- A retiring Ordinary Member of the Executive Committee shall be eligible for reelection but in no event for more than two consecutive tenures as Ordinary Member of the Executive Committee.
- The Managing Editor of the Journal shall be elected by the General Body at its annual meeting for a tenure of three Association - years and in no case for more than two consecutive tenures. He may be referred to simply as Editor.

The Executive Committee shall :

- Be the Governing Body of the Association and in them shall be vested the powers of managing the affairs of the Association in accordance with the with the Memorandum of the Association, the Constitution and the By-laws of the Association.
- Exercise general control and supervision over the Officers and Committee of the Association and over the Managing Editor of the Journal.
- Scrutinize all proposals for membership of the Association and shall elect, if it deems fit any person to an appropriate category of membership as per the provisions of Article No.2.
- Recommend, from time to time, the rate of subscription for different categories of membership of the Association and shall take appropriate steps to get the revised rates entered in the By-laws of the Association.
- Determine the sizes of the 'Secretary's Contingency Fund', the 'Managing Editor's Contingency Fund'

and the 'Treasurer's Contingency Fund' and lay down guidelines for the functioning of the Editorial Board of the Journal.

- Frame by-laws in harmony with the Rules and Regulations for the smooth functioning of the Association and shall take steps to delete, and after or add to the Rules & Regulations and by the By-laws as and when necessary, in accordance with the prescribed procedures, with a view to attaining all or any of the Objects of the Association.
 - The Executive Committee may withdraw the privileges of membership of the Association from a person in accordance with Article No.3 (f) and 3(g).
 - Without prejudice to the authority of the General Body of the Association the External Committee may also exercise the powers as under:
 - To appoint Committees, Commissions and Sub-Committees and delegate certain functions and powers to them as it may deem necessary.
 - To nominate from amongst the Full Members of the Association, three members to the Editorial Board of the Journal and to choose the Consulting Editors for the Journal.
 - To co-opt any Life Member, Member, Associate Member or any other person to any commission/committee/ sub-committee.
 - To nominate delegates from amongst the Full Members of the Association, to represent the Association at conferences or meetings in India and abroad
 - To purchase, hire, take on lease, for build or otherwise acquire any number of years and hold land, buildings, machineries, plants, furniture, vehicles, books and other movable and / or immovable properties that may be found necessary or advantageous to the objects of the Association, for and in the name of the Association, and to sell, rent, lease or mortgage any such property or all the properties for the benefit of the Association.
 - To receive grants, funds by membership fees, donations, subscriptions or any other benefaction, by such other means and in the name of the Association or the Journal, and to utilize the funds so collected for fulfilling the objects of the Association.
 - To constitute Trusts / Foundations or to create Endowments for specific activities of the Association, and to invest a part of the Funds of the Association in such securities and in such manner from time to time as may be deemed beneficial to the interests Association; and
 - To authorize disbursement from the General Accounts of the Association and the accounts of the Journal.
 - To issue certificates, diplomas, or give prizes / awards, or confer honors, if and when deemed fit.
 - To engage such officials or other staff persons, paid or honorary, as may be found necessary for the proper conduct or management of the affairs of the Association inkeeping with its Objects. to pay either in cash or otherwise for any property or right acquired and for services rendered;
 - The Executive Committee, with the approval of the General Body, may borrow, gurantee, raise or otherwise procure money from financial institutions for carrying on all or any of the activities of the Association.
 - Except as herein otherwise specifically stated, the decision of the Executive Committee on matters of the Association including those of the Journal shall be final, subject only to an appeal to the General Body, provided that any action legally taken by the Executive Committee in good faith shall not be reversed by the General Body with retrospective effect.

- The new Executive Committee shall be deemed to have taken over along with the installation of the President.
- The Executive Committee shall meet at least once during each of the Scientific Meetings organized by the Association so that they meet ordinarily twice during a financial year of the Association, provided that at least one meeting of the Executive Committee shall be held within twenty-four hours prior to the commencement of Annual General Body Meeting of the Association.
- The Executive Committee may, without meeting together, transact business by mail, telegram, telex or telefax by voting upon matters transmitted to the members of the Executive Committee by the Secretary with the approval of the President.
- In the event of the vacancy occurring in the office of the Treasurer or of two or more other Officers of the Association, through any cause whatsoever, during the period between two consecutive Annual General Body Meetings, the remaining members of the Executive Committee, at their next meeting or through voting by mail, telegraph, telex or telefax may fill the vacancies by co-opting any of the Full Members of the Association until the next Annual General Body Meeting.
- The Executive Committee or any of its members shall not be held responsible for the damage to or loss of any property or fund of the Association incurred as a result of any action taken in good faith.

Article 6

ELECTION:

- The election for filling up the vacancies in the Executive Committee shall be held annually at the Annual General Body Meeting after due notice to Full Members on the roll of the Association.
- The Secretary shall call for nominations for the impending vacancies, and for the existing vacancies, when there are any, in the Executive Committee by sending to each of the full Members a notice at least six weeks before the Annual General Body Meeting.
- The last date and time for filing a nomination paper shall be the date and time as notified by the Secretary, provided that if there is no valid nomination then nomination papers can be filed for the said post at the time of the meeting of the Executive Committee which immediately precedes the Annual General Body Meeting of the Association.
- All valid nominations shall be duly proposed and seconded by at least one Full Member each of the roll of the Association and shall have the written consent of the nominee.
- Withdrawal of nomination can be made on the floor of the house at the time of the Annual General Body Meeting or earlier in writing, provided that the President shall have the power to call for fresh nominations from the house at the time of the Annual General Meeting, in the event of a valid nomination getting nullified by the withdrawal of the candidature by the person whose name had been proposed or if there is no valid nomination left in the field for filling up any of the vacancies in the Executive Committee.
- The members of the Executive Committee, in their individual capacity may propose or second nominations for the election to the Executive Committee, but no such nominations shall be proclaimed to be that of the Executive Committee, provided that a nomination paper on behalf of any member of the Executive Committee shall not be filed unless the said member's tenure is coming to an end or he submits his resignation from his current post in the Executive Committee.

- Voting shall take place if there are more than one nominations for anyone vacancy and the winner shall be declared on the basis of the simple majority of the number of the valid votes cast, provided that in the event of two or more candidates polling the some of valid votes, the winner shall be declared by drawing lots.
- Voting for the elections to the Executive Committee shall be by secret ballot, to be held during the Annual General Body Meeting transacting the business of such elections, and each voter shall cast his vote by marking 'X' against the name of each of the contestant / constantants of his choice for any of the posts.
- Ordinarily the Senior Vice-President shall be the Returning Officer for the election.
- In the event of the decision of the Returning Officer for the elections of the Executive Committee with regard to the validity of the nominations and votes and the results of the said elections, being reversed or set aside by the President, the General Body shall immediately appoint a panel of three members chosen from those attending the said General Body Meeting. The President shall then adjourn the Annual General Body for 15 minutes or, if required, longer at the end of which the said panel shall give its verdict which shall be binding on all parties.

Article 7

Publication:

- The official organ of the Association shall be the Indian Journal of The Cardiovascular Surgery.
- The frequency of publication of the Journal shall be half yearly unless and until altered by the Executive Committee.
- The Editorial Board of the Journal shall consist of :
 - Managing Editor: 1
 - Associate Editor: 2
 - Members (nominated): 3
 - President of the Association: 1 (ex-officio)
 - Immediate Past President (available and willing): 3 (ex-officio)
 - Secretary of the Association: 1 (ex-officio)
- A limited number of Consulting Editors from India and abroad may be co-opted provided that they agree to function as reviewers of articles for the Journal.
- Whereas the Managing Editor shall have to be duly elected in an Annual General Body Meeting, the Executive Committee shall nominate the three Nominated Members of the Editorial Board for a specified period and also choose the Consulting Editors.
- The Editorial Board shall meet at least once during a financial year of the Association, provided that one meeting of the Editorial Board shall be held during that Annual Conference.
- Six members shall form the quorum at a Meeting of the Editorial Board.

Managing Editor:

- He, subject to the superintendence of the Secretary and general control of the Editorial Board, shall have full administrative control over the publication of the Journal.
- He shall enjoy full freedom regarding the selection of the two Associate Editors belonging to any of the categories of the Membership of the Association, to assist him in getting the Journal published.
- He shall also have the freedom regarding the choice of articles to be published and in consultation with the Nominated Members of the Editorial Board, shall choose the format and the size of the Journal.
- He shall be the convener of the Editorial Board.
- He shall have the authority to appoint upto two Administrative Assistants or one Administrative Assistant and another staff member of his choice to aid him in the discharge of his duties.
- He shall have for the discharge of his duties, authority to spend money from the 'Managing Editor's Contingency Fund' the size of which shall be as determined by the Executive Committee from time to time. Provided that he shall maintain proper accounts of the money spent from the 'Managing Editor's Contingency Fund' and shall submit an audited account of the same to the Treasurer for final auditing by the Auditors appointed by the General Body.
- In the event of the death of the Managing Editor or the Managing Editor relinquishing his office before the end of his tenure, the Executive Committee shall nominate any of the other members of the Editorial Board of the Journal to function as the Managing Editor until fresh elections are held to fill the office of the Managing Editor.

Article 8

Publication:

- The Financial Year of the Association shall run from the 1st April of one calendar year to the 31st March of the following calendar year both days inclusive. The books of the Association shall be kept and audited on this basis.
- All property and money of the Association shall be vested and held in its name, while the specific fund allotted to the Journal by the Executive Committee, shall be vested and held in the name of the Journal.
- The amount realized from the Initiation Fees shall be placed in a special fund called the Consolidated Fund of the Association, while the specified portions of the Membership Subscription shall be credited to the General Account of the Association and to the Account of the Journal.
- The Consolidated Fund of the Association shall be held reserve for meeting extraordinary expenses, as determined by the General Body of the Association.
- The income from the Consolidated Fund and all other sources. Shall be credited to General Account of the Association. Disbursal from this General Account shall be made as per the decision of the Executive Committee unless otherwise specified.
- The accounts of the Association and of the Journal shall be maintained in the names of the Association and the Journal respectively at a bank or banks authorized by the Executive Committee.
- The Treasurer shall operate and maintain the Consolidated Fund and the General account of the Association as well as the Account of the Journal, and shall operate the bank accounts thereof.

- The accounts of the Association and the Journal shall be audited annual officially appointed auditors and the audited reports of the previous financial year along with the unaudited accounts up and inclusive of the 31st December of the current financial year shall be placed before the Executive Committee and thereafter at the Annual General Body Meeting by the Treasurer.

- The income and properties of the Association whensoever derived shall be applied solely to the promotion of the Objects of the Association as set forth in the Memorandum of the Association and no portion thereof shall be paid or transferred to individual Members or Officers of the Association as dividend, bonus or gift or as compensation other than by way of reimbursement of actual expenses incurred for managing the affairs of the Association.

Article 9

MEETINGS:

SCIENTIFIC MEETINGS:

- There shall be at least one scientific meeting, otherwise referred to as conference organized by the Association, anywhere within the territorial limits of India, during one financial year and this shall be called the Annual Scientific Meeting, or simply Annual Conference, of the Association.

- The Annual Conference shall ordinarily commence on the 26th February and conclude on the 28th February of each year, but, unless an emergency arises, not before the 15th February or later than the 15th March of each year.

- The second Scientific Meeting, if and when held, shall ordinarily be held in the month of September but, unless an emergency arises, not before the 1st August or later than the 15th October of each year.

- Each scientific meeting shall have a Scientific Programme Committee headed by the Senior Vice-President, and have as members, the local Organizing Secretary of the Meeting and another local person drawn from the Membership of the Association. The Secretary of the Association shall be the ex-officio member of the Programme Committee.

- For the benefit of members of any other professional association or society, the Association shall organize, if so requested by the said association or society, symposia or panel discussions or continuing medical education programme, pertaining to General Thoracic, Cardiac and / or Vascular Surgery, but not a regular scientific meeting.

- An Association-year shall be from the first day of the conclusion of the one Annual Conference to the last day of the immediate following Annual Conference.

EXECUTIVE COMMITTEE MEETINGS:

- The frequency of the Meetings of the Executive Committee shall be as per Article No. 5 (K).

- Five members shall form the quorum of the Meeting of the Executive Committee.

- Each meeting of the Executive Committee shall confirm the minutes of the immediate preceding Executive Committee Meeting, before transacting other business.

GENERAL BODY MEETING:

- A meeting of the General Body of the Association shall be held on the second day of the Annual Conference of the Association. This Meeting shall be designated the Annual General Body Meeting and shall ordinarily be conducted as the afternoon session of the Conference that day, preceded only by one or two Guest Lectures or a scientific not exceeding ninety minutes, if needed.
- An Extraordinary General Body Meeting shall be called by the Secretary, if so decided by the Executive Committee unanimously or requisitioned in writing by not less than one-fifth of the total number of Full Members on the rolls of the Association.
- The Extraordinary General Body Meeting shall be convened by the Secretary on the date decided by the Executive Committee to that effect or within eight weeks from the date of receiving the written demand to that effect from the required number of requisitionists of the same.
- Only Full Members of the Association are eligible to attend a General Body Meeting.
- The quorum for the Extraordinary General Body Meeting shall be one-eighth of number of Full Members eligible to attend the said Meeting.
- The quorum for the Annual General Body Meeting shall be one-tenth of the total number of Full Members eligible to attend the said meeting, provided that, if there is no quorum, then the Meeting shall be adjourned upto fifteen minutes and if at such adjourn General Body Meeting too, the required quorum is not available then the Full Members, with the right to vote, present in the Meeting shall constitute the quorum and this meeting shall go through the already circulated agenda with a view to transacting the routine business of the Annual General Body Meeting.
- The quorum for the General Body Meeting discussing Amendments of the Constitution of the Association shall be one-sixth of the total number of Full Members eligible to attend the said Meeting, provided that if there is no requisite quorum, then the meeting shall be adjourned up to fifteen minutes. If after this period of adjournment there is still no quorum, but the Secretary reports that more than one-sixth of the eligible Full Members of the Association have returned the proxy vote forms duly signed, then the President may declare that the requisite quorum is present and proceed with the business of the meeting.
- In the absence of the requisite quorum, an Extraordinary General Body Meeting shall not be be valid and consequently, while such a General Body may discuss the already circulated agenda, any of the decision taken at this meeting shall not be construed as anything more than a mere suggestion for further consideration.
- Each meeting of the General Body shall confirm the minutes of the immediate preceding General Body Meeting before transacting other business.
- Notice for the Annual General Body Meeting / Extraordinary General Body Meeting along with its agenda shall be sent through certified post by the Secretary to all the eligible full Members of the Association, at least four weeks before the scheduled date of the Annual General Body Meeting / Extraordinary General Body Meeting.
- Any decision other than those pertaining to the amendments of the Constitution or dissolution of the Association taken at the meeting of the Executive Committee or the General Body, which is duly convened and held and where there is a requisite quorum, shall be deemed to have the same effect as that which is passed under the signature of all the members of the respective bodies, unless otherwise specifically stated elsewhere in this Constitution.

Article 10

GENERAL BODY AND AMENDMENT OF THE CONSTITUTION:

- There shall be at least one scientific meeting, otherwise referred to as conference organized by the Association, anywhere within the territorial limits of India, during one financial year and this shall be called the Annual Scientific Meeting, or simply Annual Conference, of the Association.
- All the Full Members of the Association who, as on the date of attending the General Body Meeting, are not in arrears for more than two consecutive years in respect of payment of their subscription to the Association and whose membership privileges have not been withdrawn, shall validly constitute the General Body.
- The General Body shall be supreme authority of the Association whence the Executive Committee derives its powers.
- It shall, by simple majority, function as the final arbiter in disputes arising out of differing interpretations of the Constitution.
- The General Body shall adopt By-laws non-consistent with this Constitution, embodying additional provisions with a view to clarifying the provisions in the Constitution and to facilitating the proper functioning of the Association.
- The General Body shall be competent to amend, delete, substitute or add to any of the provisions of the Memorandum of Association and of the Constitution of the Association or to frame new rules and regulations or to authorize disbursement from the corpus of the Consolidated Fund of the Association, as and when deemed fit, in accordance with the procedures laid down hereunder.
- The copies of the existing and proposed amendments / new provisions / special resolutions along with the proxy vote form shall be mailed through Certified Post to each of the Full Members of the Association having the right to vote, atleast six weeks ahead of the date of the General Body Meeting;
- The proposed amendments / new provisions / special resolutions shall be moved at the Annual General Body Meeting or at the Extraordinary General Body Meeting specifically convened for the purpose;
- The quorum for this General Body Meeting shall be as stated in Article 9 (C) (ii) and
- More than seventy five percent of the total eligible Full member on the roll of the Association vote in favor of the amendment / new provision / special resolution either in person or by proxy, including at least two-thirds of the members present at the said General Body Meeting; provided that any affirmative proxy vote shall be counted either when it is duly signed by an eligible Full Member on the roll of the Association or if a Full Member does not reply within four weeks from the date of mailing the proxy vote form to his address listed in the records of the Association, thereby indicating approval of the proposed amendment of the Constitution / new provision in the Constitution / special resolution.

Article 11

DISSOLUTION OF THE ASSOCIATION:

- The procedures to be followed for dissolving the Association shall be same as those laid down for amending the Constitution (Article10e) except that the decision regarding dissolution shall be valid only if at least three - fourths of the total eligible Full Members on the roll of the Association vote in favor of the resolution either in person or by proxy.

- If, upon dissolution of the Association, there remains, after clearance of all its debts and liabilities, any fund or property whatsoever the same shall not be transferred to the names of or distributed, in cash or kind, among the members of the Association; but instead the said property or fund shall be given or transferred to one or more Societies or Institutions having objects similar to all or any of the Objects of the Association as determined by the affirmative votes of not less than two-thirds of the members participating personally in a General Body Meeting held at or before the time of the dissolution. Provided that if for any reason whatsoever, effect cannot be given to the aforesaid provision then said fund or property shall be given or transferred to some other charitable Society or Institution.

Article 12

INDEMNITY:

- Neither any member of the Executive Committee nor any of the members of the Association shall be answerable to or held responsible for the loss or damage to any property or loss of any fund of the Association incurred as a result of any action taken in good faith, or for any error in judgment mere indiscretion on his part in the performance of his duties or otherwise except for willful negligence or fraud.

- Legal heirs, executors or administrators of the properties of any members of the Executive Committee or of the Association shall at all times to be indemnified and saved harmless out of the properties and funds of the Association.