

KENYA SOCIETY OF ANAESTHESIOLOGISTS

CONSTITUTION

1. NAME

The name of the society shall be Kenya Society of Anaesthesiologists.

2. OBJECTIVES

- a. To promote and encourage the science and art of anaesthesia.
- b. To arrange regular meetings of members of the society for scientific and social purposes.
- c. To recommend desirable standards for training of practice in anaesthesia

3. MEMBERSHIP

The Society shall consist of full members and associate members.

i. Full Members

Any qualified physician anaesthesiologist shall be eligible for full membership of the society.

- i. Being in full or part time practice of anaesthesia in Kenya
- ii. Pays annual subscription fee of KES 5,000 or as shall be set by the Society members

Full members shall be entitled to vote at the meetings.

ii. Associate members

Any :

- a) qualified medical doctor in anaesthesia training,
- b) registered clinical officer Anaesthetist
- c) registered clinical officer in Anaesthetic training
- d) registered nurse Anaesthetist
- e) registered nurse Anaesthetist in training

shall be eligible to associate membership upon paying annual membership fee of KES 2,000 or as set by full society members at the AGM.

Associate members shall be allowed to select a representative who shall sit in the Executive Committee. Associate members shall not be entitled to vote in the meetings but they will be encouraged to contribute to discussions.

iii. Corporate Members

Any corporate entity incorporated within or outside Kenya that is involved in the field of medicine or anaesthesia in any manner shall be eligible to become a member provided it pays such registration and annual subscription as shall be set by the members

iv. Honorary Members

Honorary members will be appointed or nominated at the discretion of the executive committee. They shall not be entitled to vote or hold office. They shall not be required to pay membership or yearly subscription fee.

4. SUBSCRIPTIONS

The registration and annual subscription fee shall be revised from time to time by the executive committee with the approval of the society members. The subscription fee shall be paid by June 30th of every year. If the payment is not made by July 31st, first reminder will be sent. If by August 30th no payment has been made a second and final reminder will be sent. One shall cease to be a member of the society if the subscription remains unpaid unless a satisfactory written explanation to the executive committee is made: a member may be allowed to continue with his/her membership on payment of all arrears owed to the society.

5. RESIGNATION

Any member desiring to resign from the Society shall submit resignation to the secretary, which shall take effect from the date or receipt of such notice by the secretary.

6. DISCIPLINE

The committee shall have powers to suspend a member from his/her membership until the next AGM of the society. Following such suspension, a member whose expulsion is proposed shall have the right to address the General Meeting at which his expulsion is to be considered.

7. EXPULSION

A member may be expelled from the society by a vote of two-thirds majority

8. OFFICE BEARERS

The office bearers of the society shall be

- (a) The Chairman
- (b) The Vice Chairman
- (c) The Secretary
- (d) The Assistant Secretary
- (e) The Treasurer
- (f) The Assistant Treasurer
- (g) Two elected additional members

The office bearers shall be eligible for reelection for a single term of two years in the same position.

Duties of the Office Bearers

a) Chairman

- i. The Chairman shall, unless prevented by illness or other sufficient case, preside over all meetings of the committee and at general meetings.
- ii. Any full member who has served on the Executive Committee is eligible to be elected as Chairman. The Chairman may be re-elected, but not serve for more than two consecutive terms.
- iii. The chairman shall be elected by full society members at the Annual General Meeting through the secret ballot.

b) Vice Chairman

The vice chairman shall perform all duties of the chairman in his absence

c) Secretary

- i. The Secretary is the Executive Officer. The Secretary shall deal with all the correspondence of the society under general supervision of the committee. In cases of urgent matters where the committee cannot be consulted, he shall consult the chairman or if he is not available, the Vice chairman. The decisions reached shall be subject to rectification otherwise the next committee meeting. He shall issue notices convening all meetings of the committee and all general meetings of the society and shall be responsible for keeping minutes of all such meetings of the society and the committee.
- ii. The Secretary shall be elected by full society members

d) Assistant Secretary: In the absence of the secretary the assistant secretary shall perform all the duties of the secretary and such other duties as shall be designed to him by the secretary or committee whether the secretary is present or not.

e) Treasurer

- i. The treasurer shall receive and shall also disburse all monies under the directions of the committee. The treasurer is responsible to the committee and to the members that proper books of the account of all moneys received by the society are written up preserved and available for inspection
- ii. The treasurer shall be elected by the full society members during the annual general meeting.
- iii. Any full society member shall be eligible to elect for a term of two years but maybe re-elected not more than twice consecutively.

f. Assistant Treasurer-

The assistant treasurer shall perform such duties as may be specifically assigned to him by the treasurer or by the committee and in the absence of the treasurer shall perform the duties of the treasurer.

The treasurer shall be elected by the full society members during the annual general meeting.

9. EXECUTIVE COMMITTEE and CASUAL VACANCIES

- a) The Executive Committee shall consist of all elected Office Bearers of the society. Committee Members shall be elected every two years at the AGM.
- b) Any casual vacancies for members of the committee caused by death or resignation shall be filled by the committee until the next annual general meeting of the society.

Duties of Executive Committee

(a.) The committee shall be responsible for the management of the society and for that purpose may give directions to the office bearers as to the manner in which they shall perform their duties. The committee shall have the power to appoint such sub-committees as it deems necessary so as to ensure the smooth running of the society.

(C.)The quorum for meetings of the committee shall be not less than 3 members.

10. GENERAL MEETINGS

(a.) There shall be two classes of general meetings:- annual general meetings (AGM) and special general meetings (SGM).

The AGM shall be held annually on or before the 31st of August.

- i. The agenda for any AGM shall consist of the following:-
 - a) Confirmation of the minutes of the previous annual general meeting;
 - b) Matters arising thereon;
 - c) Reports from the Chairman and Secretary;
 - d) Audited accounts;
 - e) Election of office bearers and the committee members;
 - f) Appointments of auditors;
 - g) Election of trustees;
 - h) Such other matters as the committee may decide or as to which notice shall have been given in writing, by a member or members, to the secretary at least four weeks before the date of the meeting.
 - i) Any other business with the approval of the chairman.

(b)The SGM may be called for any specific purpose by the committee. Notice in writing of such meeting shall be sent to all members and such meeting shall be held within 21 days of the date of requisition. The notice for such meeting shall be as shown in rule 8(c) and no matter shall be discussed other than that stated in the requisition.

(d.) The Quorum for all General Meetings shall not be less than 30 members. In the absence of a Quorum, the meeting shall be adjourned and reconvened after 20 minutes. At this time all the present members shall constitute the necessary quorum.

11. PROCEDURE AT MEETINGS.

- a) At all meeting of the society the chairman or in his absence, the vice chairman or in the absence of both these officers, a member selected by the meeting, shall preside over the meeting.
- b) The chairman may at his discretion limit the number of persons permitted to speak in favour of and against any motion.
- c) Resolutions shall be by simple majority and voting shall be a show of hands. In the case of equality of votes, the chairman shall have a casting vote.

12. TRUSTEES

- a) Three (3) Trustees shall be elected at the AGM.
- b) The Trustees will have served on the Executive Committee in the past and shall be fully paid up members of the society. The Trustees shall serve for a period of three (3) years. The Trustees shall, among themselves, elect a Chairman of the Trustees.
- c) The Trustees shall, as and when called upon, guide the Executive Committee on issues pertaining the smooth running of the society.
- d) In cases where the Executive Committee ceases to hold office for any reason whatsoever, the Trustees will take over the running of the society until the next AGM, when fresh elections shall be held.
- e) The trustees can be elected for a second three year term.
- f) The property of the society shall be vested in the trustees

13. AUDITOR

- a) An auditor shall be appointed for the following year by the AGM. All the society accounts, records and documents shall be open for inspection by the auditor at any time.
The treasurer shall produce receipts and evidence of payments and a statement of assets and liabilities made up to a date which shall not be less than six weeks and not more than three months before the date of AGM. The auditor shall examine such annual accounts and statements and either certify that they are correct, duly vouched and in accordance with the law, or report to the society in what respect they are found to be incorrect, unvouched or not in accordance with the law.
- b) A copy of the auditors' report on the accounts and statements together with such accounts and statements shall be furnished to all members at the same time as the notice convening the AGM is sent out .and the auditor may be paid such honorarium for his duties as may be resolved by the AGM appointing him.
- c) The auditor shall not be a member of KSA

14. FUNDS

- a) The fund of the society may only be used for the purpose of the objectives.
- b) All money and funds shall be received by and paid to the treasurer and shall be deposited by him in the name of the society in any bank approved by the committee.

- c) The signatories to the accounts shall be THREE (3) i.e. chairman, secretary, treasurer, but in any event any two can sign cheques/withdraw.
- d) No payment shall be made out of the bank account without a resolution of the committee authorizing such payment and all cheques on such bank account shall be signed by the treasurer, chairman, secretary.
- e) A sum not exceeding KES 20,000 may be kept as petty cash by the Treasurer. A proper account of this sum shall be kept and presented at every Executive Committee meeting.
- f) The committee shall have power to suspend any office bearer who it has reasonable cause to believe is not properly accounting for any of the funds or property of the society, and shall have power to appoint another person in his place. Such suspension shall be reported to a general meeting to be convened on a date not later than two months from the date of such suspension and the general meeting shall have full power to decide what further action shall be taken in the matter
- g) The financial year of the society shall be from 1st July of the current year to 30th June of the following year.

15. AMENDMENTS TO THE CONSTITUTION.

Amendment to the Constitution of the society must be approved by at least two-third majority of the members present at the AGM or SGM provided the quorum has been met.

16. DISSOLUTION

- a) The quorum at the meeting shall be at least two-thirds (2/3) of the fully paid up members.
- b) Provided, however, that no dissolution shall be affected without prior permission in writing of the registrar, obtained upon application to him made in writing and signed by three of the office bearers.
- c) When the dissolution of the society has been approved by the Registrar, no further action shall be taken by the committee or any office bearer of the society in connection with the aims of the society other than to get in and liquidate for cash all the assets of the society, the balance thereof shall be distributed in such other manner as may be resolved by the meeting at which the resolution for dissolution is passed.

17. INSPECTION OF ACCOUNTS AND LIST OF MEMBERS

The books of accounts and all the documents relating thereto and a list of members of the society shall be available for inspection at the registered office of the society by any officer or member of the society on giving not less than seven (7) days notice in writing to the society.

AUGUST 2016