

# ASIAN FISHERIES SOCIETY

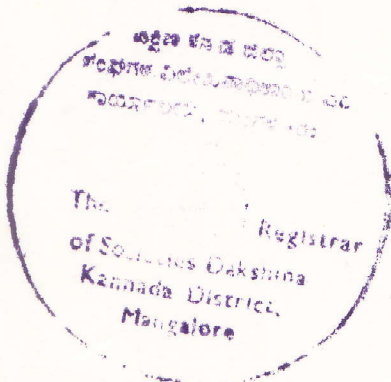
## INDIAN BRANCH



# CONSTITUTION

### Registered Address :

Asian Fisheries Society  
Indian Branch  
C/o College of Fisheries  
Mathsyanagar  
Mangalore 575 002  
INDIA.



# Constitution and Articles of the

## Asian Fisheries Society Indian Branch

### CONSTITUTION

#### ARTICLE I - NAME

The name of the Society is the ASIAN FISHERIES SOCIETY, Indian Branch, hereinafter called "the Society".

#### ARTICLE II - INTERPRETATION

"General Assembly" means a general meeting of members convened in accordance with Articles XI - XII.

#### ARTICLE III - OBJECTIVES

The primary objectives of the Society are :

1. To promote effective interaction and cooperation among the scientists and technicians involved in fisheries research and development in India with a view to encouraging and facilitating research activity complementation, sharing of information, and publication of research results.
2. To create and propagate an awareness of the importance and the ways of sound utilization, cultivation, conservation and development of aquatic resources in the country.
3. The furtherance of the above objectives by :
  - a) providing an effective mechanism, in the form of newsletter, etc. for the dissemination of research and other relevant information;
  - b) holding, on a regular basis, an Indian Fisheries Forum as a gathering of scientists and technicians who, in their professional capacities, can freely discuss broad issues and specific topics related to fisheries, and publishing the proceedings;
  - c) providing further opportunities as appropriate for fisheries scientists and technicians to foregather by the holding of meetings, symposia, workshops, conferences or other gatherings;
  - d) addressing important issues related to fisheries interests in the country.

Fisheries

4. In addition to the primary objectives of the Society, the objectives and purposes of the Society shall be deemed to include :

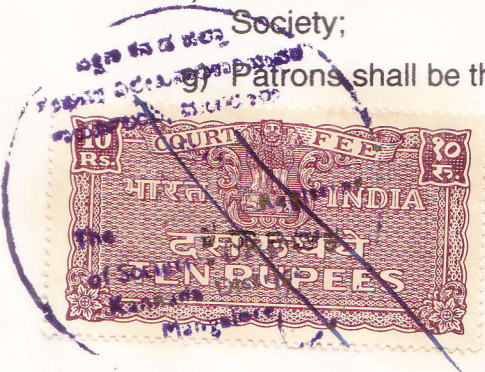
- a) the accepting of any gift, whether subject to special trust or not, for any one or more of the objectives or purposes of the Society;
- b) by taking of such steps from time to time as the Executive Committee or the members in general meeting may deem expedient for the purpose of procuring contributions to the funds of the Society, whether by way of donations, subscriptions, or otherwise;

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of Societies  
Kannada District  
Mangalore.

- c) the printing and publishing of such newspapers, periodicals, books, leaflets, or other documents as the Executive Committee or the members in general meetings may think desirable for the promotion of the objectives and purposes of the Society;
  - d) the borrowing and raising of money in such manner and on such terms as the Executive Committee may think fit or as may be approved or directed by resolution passed at a general meetings' and securing the repayment of money so raised or borrowed or the payment of a debt or liability of the Society;
  - e) the investment of any moneys of the Society not immediately required for any of its objectives or purposes in such manner as the Executive Committee may from time to time determine;
  - f) the making of gifts, subscriptions, or donations to any funds, authorities, or institutions in such a manner as the Executive Council may from time to time determine;
  - g) the establishment and support, or aiding in the establishment and support, of any other association formed for any of the basic objectives of the Society;
  - h) the doing of all such other lawful things as are incidental or conducive to the attainment of the objective of the Society or any of the objectives and purposes specified in the foregoing provisions.
- 5) The benefits of the Society shall be open to all irrespective of caste, creed or religion.

#### **ARTICLE IV - MEMBERSHIP**

1. Membership of the Society is by application and approval of the Executive Committee.
2. Categories of membership
  - a) Full members shall be individuals who are or have been engaged in a branch of fisheries research and who either possess appropriate academic qualifications or because of knowledge and experience occupy positions that ordinarily would, in the opinion of Executive Committee require academic qualifications;
  - b) Students members shall be individuals who are studying relevant subjects at the post-secondary level and have not yet completed their award requirements;
  - c) Associate members shall be individuals who are interested in the objectives of the Society, but do not qualify for full membership;
  - d) Honorary membership may be conferred upon an individual by virtue of distinguished professional achievements in a field of fisheries science or meritorious service to the Society. Such membership may be recommended by Executive Committee and conferred by approval of a majority two-thirds of the full members present at a General Assembly;
  - e) Sustaining members shall be those companies or organizations who support the objectives of the Society;
  - f) Institutional members shall be those institutions which support the objectives of the Society;
  - g) Patrons shall be those persons who support the objectives of the Society.

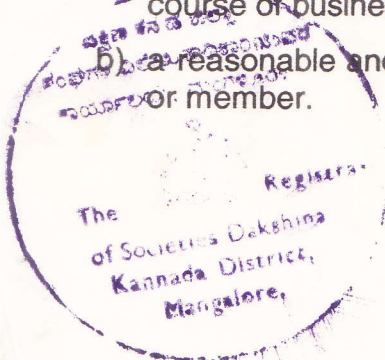


### 3. Approval

- a) A person who is approved for membership as provided in these Articles is eligible to be a member of the Society on payment of the entrance fee prescribed in, or fixed under Article XXVII.
- b) Application for membership of the Society shall be made in the prescribed form and shall be signed.
- c) A member of the Society may, at any time, resign from the Society by delivering or sending by post to the Secretary a written notice of resignation.
- d) Upon receipt of a notice under provision 3 (c) of this Article, the Secretary shall remove the concerned name from the register of members, whereupon that member ceases to be member of the Society.
- e) The Executive Committee, at its discretion and upon such terms as it thinks fit, may re-enroll any person who has ceased to be member.
- f) A right, privilege, or obligation of a person by virtue of his membership of the Society;
  - i) is not capable of being transferred or retransmitted to another person; and
  - ii) terminates upon the cessation of his membership, whether by death, resignation, or otherwise.
- g) Members of the Society shall not be liable to contribute towards the debts and liabilities of the Society, or to the costs, charges and expenses of dissolving the Society.

### ARTICLE V - INCOME OF THE SOCIETY

1. The income of the Society, however derived, shall be applied solely towards the promotion of the objectives and purposes of the Society and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise, to any member of the Society
2. The funds of the Society shall be invested in the modes specified under the provisions of section 13 (1) read with section 11(5) of the income Tax Act, 1961 as amended from time to time.
3. The Society shall not
  - a) appoint a person who is a member of the Executive Committee to any office of the Society to the holder of which there is payable any remuneration by way of salary, fees, or allowances; or
  - b) pay to any such person any remuneration or other benefit in money or money's worth (other than the repayment of out-of-pocket expenses).
3. Nothing in the foregoing provisions of this Article prevents the payment in good faith to a servant of member of the Society of :
  - a) remuneration in return for services actually rendered to the Society by the servant or member or for goods supplied to the Society by the servant or member in the ordinary course of business;
  - b) a reasonable and proper sum by way of rent for premises let to the Society by the servant or member.



## ARTICLE VI - ACCOUNTS

1. True accounts shall be kept :
  - a) of all sums of money received and expended by the Society and the manner in respect of which the receipt or expenditure takes place; and
  - b) of the credits, and liabilities of the Society, and subject to any reasonable restrictions as to time and manner of inspecting them that may be imposed by the Society for the time being, those accounts shall be open to the inspection of the members of the Society.
2. The Treasurer of the Society shall faithfully keep all general records, accounting books, and records of receipts and expenditure connected with the operations and business of the Society in such form and manner as the Executive Committee may direct.
3. The accounts, books, and records referred to in provisions (1) and (2) of this Article shall be kept by the Treasurer at a place decided by the Executive Committee.
4. The books of accounts of the Society shall be closed every year on the 31<sup>st</sup> of March.

## ARTICLE VII - BANKING

1. The Treasurer of the Society shall, on behalf of the Society and forthwith after the receipt thereof record such receipts in the books of account.
2. The Executive Committee shall cause to be opened with such bank or banks as the Executive Committee selects a banking account (s) in the name of the Society in which all moneys received shall be paid by the Treasurer as soon as possible after receipt thereof.
3. The Executive Committee may receive from the Society's bank or bankers for the time being the cheques drawn by the Society on any of its accounts with the bank or bankers from and against all claims, actions, suits, or demands that may be brought against the bank or bankers arising directly or indirectly out of those cheques or the surrender thereof to the Society.
4. Except with the authority of the Council, no payment of a sum exceeding Rs. 100/- shall be made from the funds of the Society otherwise than by cheque drawn on the Society's bank account.
5. Notwithstanding anything in provision 7 of this Article, the Executive Committee may provide the Treasurer with a sum to meet urgent expenditure, subject to the observance of such conditions in relation to the use and expenditure thereof as the Executive Committee may impose.
6. No cheques shall be drawn on the Society's bank account (s) except for the payment of expenditure that has been authorized by representatives, whereupon a list of such payments shall be submitted to the next meeting of the Executive Committee.
7. All cheques, drafts, bills of exchange, promissory notes, and other negotiable instruments shall be signed by the Treasurer or in his absence, by such other member or members of the Executive Committee as the Executive Committee may nominate for that purpose, and shall be countersigned by the Chairman.

## ARTICLE VIII - AUDITOR

1. At each General Assembly of the Society, the members present shall appoint a person who is not a member of the Society as the auditor of the Society who is a qualified practising Chartered Accountant.
2. A person so appointed shall hold office until the General Assembly next after that at which he is appointed and is eligible for reappointment.
3. If a vacancy occurs in the office of auditor during the course of a financial year of the Society, the Executive Committee may appoint a person as the auditor and the person so appointed *shall hold office until the succeeding General Assembly.*

## ARTICLE IX - AUDIT

1. After the closure of the books of accounts every year, the accounts of the society shall be audited by a chartered accountant as explained in clause 1 of Article VIII and a Return of Income shall be filed with the relevant Income Tax authorities, enclosing the audited statements of accounts.
2. The auditor shall certify as to the correctness of the accounts of the Society and shall report thereon to the members present at the General Assembly.
3. In his report, and in certifying to the accounts the auditor shall state :
  - a) whether he has obtained the information required by him;
  - b) whether, in his opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Society according to the information at his disposal and the explanations given to him and as shown by the books of the Society; and
  - c) whether the rules relating to the administration of the funds of the Society have been observed.
4. The Treasurer of the Society shall cause to be delivered to the auditor a list of all the accounts, books and records of the Society.
5. The auditor :
  - a) has a right of access to the accounts, books, records, vouchers and documents of the Society;
  - b) may require from the servants and officers of the Society such information and explanations as may be necessary for the performance of his duties as auditor;
  - c) may employ persons to assist him in investigating the accounts of the Society; and
  - d) may, in relation to the accounts of the Society, examine any member of the Executive Committee or any servant of the Society.

## ARTICLE X - GENERAL ASSEMBLY

1. The Society shall hold a General Assembly at intervals of not more than 3 years.
2. The General Assembly shall be held on such day as the Executive Committee may determine.
3. The General Assembly shall be in addition to any other General meetings that may be held in the same year.
4. The General Assembly shall be specified as such in the notice convening it, and such notice shall be sent by post to all members not less than twenty-one-days before the date set down for the meeting.
5. The ordinary business of the General Assembly shall be :
  - a) to confirm the minutes of the last preceding General Assembly and of any general meetings held since that meeting;
  - b) to receive from the Executive Committee, auditor and servants of the Society reports upon the transactions of the Society since the last General Assembly;
  - c) to receive from the Executive Committee a report containing a survey of the activities of the Society during the period since the last General Assembly;
  - d) to elect the Executive Committee members of the Society;
  - e) to appoint the auditor.
6. The General Assembly may transact special business of which notice is given in accordance with these provisions.
7. All general meetings other than the General Assembly shall be called Special General Meetings.

## ARTICLE XI - SPECIAL GENERAL MEETING

1. The Executive Committee may, whenever it thinks fit, convene a Special General Meeting of the Society, by sending to all members, not less than twenty-one days before the date set down for such a meeting a notice specifying the business to be transacted at the meeting.
2. The Executive Committee shall, on the requisition in writing of not less than 50% of the full members, convene a Special General Meeting of the Society.
3. A requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the requisitionists and deposited at the office of the Society and may consist of several documents in the like form, each signed by one or more of the requisitionists.
4. If the Executive Committee does not cause a Special General Meeting to be held within thirty days from the date on which a requisition therefore is deposited at the office of the Society, the requisitionists, or any of them, may convene the meeting, but any meeting so convened shall not be held after ninety days from the date of the deposit of the requisition.
5. A Special General Meeting convened by requisitionists in pursuance of these provisions shall be convened in the same manner as early as possible as that in which those meetings are convened by the Executive Committee.

## **ARTICLE XII - BUSINESS AND QUORUM AT GENERAL MEETINGS**

1. All business that is transacted at Special General Meetings and all business that is transacted at the General Assembly with the exception of that specially referred to in these provisions as being the ordinary business of the General Assembly, shall be deemed to be special business.
2. No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that time.
3. Twenty five full members personally present (being members entitled under provision (1) of Article XVI to vote thereat) constitute a quorum for the transaction of the business of a general meeting.
4. If within one hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved, and in any other case it shall stand adjourned.

## **ARTICLE XIII - PRESENT AT GENERAL ASSEMBLIES**

1. The Chairman, or in his absence, one of the Vice-Chairman, shall chair at every general meeting of the Society.
2. If the Chairman and the Vice-Chairman are absent from a general meeting, the full members present shall elect one amongst them to preside as Chairman thereat.

## **ARTICLE XIV - ADJOURNMENT OF GENERAL MEETINGS**

1. The Chairman of a General meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
2. Where a meeting is adjourned of thirty days or more, the like notice of the adjourned meeting shall be given as in the case of the original meeting.
3. Except as provided in the foregoing provisions of this Article, it is not necessary to give any notice of an adjourned meeting.

## **ARTICLE XV - DETERMINATION OF QUESTIONS ARISING AT GENERAL MEETING**

A question arising at a general meeting of the Society shall be determined on a show of hands of full members only and unless before or on the declaration of the result of the show of hand a poll is demanded, a declaration by the chairman that a resolution has, on a show of hands, been carried, or carried unanimously, or carried by a particular majority or list, and an entry to that effect in the records of the Society is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

## **ARTICLE XVI - VOTES**

1. Upon any question arising at a general meeting of the Society, only a full member may vote and has one vote.
2. All votes shall normally be given personally.
3. The Executive Committee may, at its discretion and notwithstanding Provision 2 of this Article, permit a written vote (in absentia) or proxy of all full members upon matters which it deems important to the Society.
4. In the case of an equality of voting on a question the Chairman of the meeting is entitled to exercise a second or casting vote.

## **ARTICLE XVII - TAKING OF POLL**

If at a meeting a poll on any question is demanded it shall be taken at that meeting in such manner as the Chairman may direct, and the result of the poll shall be deemed to be the resolution of the meeting on that question.

## **ARTICLE XVIII - WHEN A POLL IS TO BE TAKEN**

A poll that is demanded on the election of a Chairman, or on a question of adjournment, shall be taken forthwith, and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairman may direct.

## **ARTICLE XIX - AFFAIRS OF SOCIETY TO BE MANAGED BY AN EXECUTIVE COMMITTEE**

1. The affairs of the Society shall be managed by a committee of management constituted as provided in Article XXI and to be known as the Executive Committee of the Asian Fisheries Society, Indian Branch.
2. The Executive Committee :
  - a) shall control and manage the business and affairs of the Society;
  - b) may, subject to these Articles, exercise all such powers and functions as may be exercised by the Society, other than those powers and functions that are required by these rules to be exercised by a general meeting of members of the Society;
  - c) subject to these Articles, has power to perform all such acts and things as appear to the Executive Committee to be essential for the proper management of the business and affairs of the Society.

## **ARTICLE XX - OFFICERS OF THE SOCIETY**

1. The officers of the Society shall all be full members of the Society, in good financial standing, and will be :
  - (a) The Chairman
  - (b) Two Vice-Chairmen
  - (c) A Secretary
  - (d) A Treasurer
2. Provisions (2), (3) and (4) of Article XXIII, so far as they are applicable and with the necessary modifications apply to and in relation to the election of persons to any of the offices mentioned in provision (1) of this Article.

3. Each officer of the Society shall hold office until the conclusion of the General Assembly succeeding the date of his election but is eligible for re-election.
4. In the event of a vacancy in any office mentioned in provision 1 of this Article, the Executive Committee may appoint one of its members to the vacant office, and the member so appointed may continue in office up to and including the conclusion of the General Assembly next following the date of his appointment.

## **ARTICLE XXI - THE EXECUTIVE COMMITTEE**

1. The Executive Committee shall consist of nine full members of the Society; this includes the officers of the Society.
  - a) They shall be elected at the General Assembly of the Society as defined in Article XXIII.
  - b) The Executive Committee may, at its discretion co-opt not more than two additional full members of the Society to its body. One of these will be the outgoing Chairman.
2. Each Executive Committee member shall, subject to these Articles, hold office until the conclusion of the General Assembly following the date of his election, but is eligible for re-election for a second consecutive term of office. Thereafter, the member is not eligible for re-election until the expiration of a further term.
3. In the event of a vacancy arising in the committee, the Executive Committee may appoint a full member of the Society to fill the vacancy, and full member so appointed shall hold office subject to these Articles until the conclusion of the General Assembly next following the date of his appointment.
4. A Working Committee consisting of the Chairman, Secretary, Treasurer and local Executive Committee members, if any shall look after the day to day working of the Society on behalf of the Executive Committee.

## **ARTICLE XXII - RETURNING OFFICER**

When these Articles require an election to fill any vacancy on the Executive Committee, that body may appoint a Returning Officer with such duties as may be deemed expedient.

## **ARTICLE XXIII - ELECTION OF EXECUTIVE COMMITTEE**

Nominations of candidates for election as :

- a) Chairman, Vice-Chairman, Secretary, Treasurer and Executive Committee members shall be made in writing signed by two full members of the Society and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination);
- b) shall be accompanied by a brief biography of the candidate;
- c) shall be delivered to the Secretary of the Society at least twenty-one days before the date fixed for the holding of the General Assembly.

If insufficient nominations are received to fill all vacancies on the Council, the candidates nominated shall be deemed to be elected and further nominations shall be received at the General Assembly.

(d) The nomination for the positions of the Secretary and Treasurer shall be confined to those residing at the place of location of the branch headquarters in order to ensure smooth day to day functioning of the Society.

2. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

3. If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
4. The ballot for the election of Executive Committee members shall be conducted at the General Assembly in such usual and proper manner as the Executive Committee may direct.

#### **ARTICLE XXIV - VACATION OF OFFICE**

For the purpose of these Articles, the office of an officer of the Society or of an Executive Committee member becomes vacant if he/she :

1. dies;
2. becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his/her creditors;
3. becomes of unsound mind or is so physically incapacitated as to be unable to perform his/her duties;
4. resigns his office by writing under his hand addressed to the Executive Committee;
5. fails, without leaves granted by the Executive Committee, to attend three consecutive meetings of the Executive Committee;
6. ceases to be a member of the Society.

#### **ARTICLE XXV - MEETINGS OF THE EXECUTIVE COMMITTEE**

1. The Executive Committee shall meet at least once between General Assemblies at such a place and at such times as the Executive Committee may determine.
2. Special meetings of the Executive Committee may be convened by the Chairman, or any three of its members.
3. Notice shall be given to members of the Executive Committee of any special meeting, specifying the general nature of the business to be transacted, and no other business shall be transacted at such a meeting.
4. Any five members of the Executive Committee constitute a quorum for the transaction of the business of a meeting of the Executive Committee.
5. No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the same place at the same hour of the next day unless the meeting was a special meeting, in which case it lapses.
6. At meetings of the Executive Council :
  - a) the Chairman, or in his absence one of the Vice-Chairmen or
  - b) if the Chairman and Vice-Chairmen are absent, such one of the remaining members of the Executive Committee as may be elected by the members present, shall preside.
7. Questions arising at meetings of the Executive Committee shall be determined on a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.
8. Each member present at a meeting of the Executive Committee (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
9. Written notice of each Executive Committee meeting shall be served on each member of the Executive Committee by delivering it to him at a reasonable time before the meeting or by sending it by post in a letter addressed to him at his usual or last-known place of abode in time to reach him in due course of post before the date of the meeting.
10. A memorandum signed by at least two-thirds of members of the Executive Committee shall have the same effect as a resolution passed at a meeting of the Executive Committee.

## **ARTICLE XXVI - PUBLIC STATEMENTS**

The Chairman, or any full member of the Society authorized by the Chairman, may make public statements on Society policy on behalf of the Society.

## **ARTICLE XXVII - JOURNAL**

Executive Committee shall publish a periodic newsletter of the Society and its discretion may publish special publications of the Society; including a journal. All publications of the Society may be offered for sale to members at a reduced price or shall at the discretion of the Executive Committee be issued free of charge.

## **ARTICLE XXVIII - ENTRY FEES**

There shall be an entry fee (life-time subscription) payable by each full, associate, student, sustaining and institutional member and patron, the amount of which shall be as fixed by the Executive Committee.

## **ARTICLE XXIX - FINANCIAL YEAR**

The financial year of the Society is the period beginning on 1<sup>st</sup> day of April in each year and ending on the 31<sup>st</sup> of March of the subsequent year.

## **ARTICLE XXX - SERVICE OF NOTICES**

A notice may be served by or on behalf of the Society upon any member either personally or by sending it through the post in a letter addressed to the member at his usual or last-known place of abode.

## **ARTICLE XXXI - EXPULSION OF MEMBERS**

A two-thirds majority of Executive Committee, after a fair and just investigation, expel a member from the Society if, in the opinion of the Executive Committee, the member has been guilty of conduct detrimental to the interest of the Society. The member has the right to be present and heard at such a meeting. The decision of the Executive Committee is final and unappealable.

## **ARTICLE XXXII - AMENDMENTS TO THE CONSTITUTION**

1. The Articles of the Constitution may be amended subject to clause 4 inserted herein below by a resolution passed by a two-third majority of the entire body of full members voting at a General Assembly or a Special General Meeting.
2. Notice of the proposed amendment shall be included in the notice calling the General Assembly or the special general meeting.
3. An amendment to the Articles of the Constitution of the Society shall not be effective until recorded in the minutes of the meeting.
4. No amendments to the constitution deed shall be made which may prove repugnant to the provisions of section 2 (15), 11, 12,13, 35 and 806 of the Income Tax Act , 1961, as amended from time to time. Further, no amendments shall be carried out with out the prior approval of the Commissioner of Income Tax, Karnataka III, Bangalore.
5. The Executive Committee of the Society is also empowered to make and execute any further amendments, modifications, changes and additions, to the Constitution Deed as directed by the Commissioner of Income Tax, Karnataka III, Bangalore for the purpose of obtaining approval of the Society u/s 12 A, getting recognition u/s 806 and exemption u/s 35 of the Income Tax Act, 1961 as amended from time to time.

### ARTICLE XXXIII - DISSOLUTION OF THE SOCIETY

1. The Society may be dissolved by resolution of a General Assembly or a special general meeting called for that purpose, at which meeting two-thirds of the full members shall vote in favour of the dissolution.
2. In the event of dissolution or winding up of the Society, the assets remaining as on the date of dissolution shall be under no circumstances be distributed among the members, but the same shall be transferred to another such Society / Trust whose objects are similar to those of the Society and which enjoys recognition under section 35 and/or section 806 of the Income Tax Act, 1961 as amended from time to time.
3. Upon such a dissolution paragraph (g) of provision (3) of Article IV shall be deemed to apply.
4. The Trust formed is irrevocable.

### ARTICLE XXXIV - SEAL OF THE SOCIETY

1. The seal of the Society shall be in the form of a stamp, inscribed with the name of the Society.
2. The seal of the Society shall not be affixed to any instrument except by the authority of the Executive Committee.
3. The seal shall remain in the custody of the Secretary.

ADOPTED in Mangalore, India, this fourteenth day of the month of August, in the year nineteen hundred and eighty six.

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REGISTRAR OF SOCIETIES  
D. K., MANGALORE

