

## **Alteration of Memorandum and Articles of Association of the The Indian Institute of Welding**

*During the Extra Ordinary General Meeting held in Calcutta on 26th February 1994 members present unanimously approved the amendment of our Existing Memorandum & Articles of Association of the Institute are as follows*

*RESOLVED that the existing Articles 7, 30, 32, 34 and 52 of the Articles of Association shall be substituted by the following new Articles. These amendments would be effective with immediate effect.*

There shall be following classes of adherents :-

- "7 (a) Honorary Members being Past Presidents of the Company and other individuals honoured by Resolution of the Council.
- (b) "Associates" being individuals possessing educational qualification approved by the Council and craftsman with such qualification or registration as the Council may approve".
- "30 The Council shall unless otherwise determine consists of :-
- 1) One President
  - 2) The two most recent Past Presidents, if available
  - 3) Three Vice Presidents
  - 4) The Honorary Secretary
  - 5) The Honorary Joint Secretary, if nominated by the President
  - 6) The Honorary Treasurer
  - 7) The Chairman of the General Purposes Committee, if not otherwise a Member of the Council.
  - 8) The Chairman of Standing Sub-committees of the General purposes Committee, if not otherwise members of the Council.
  - 9) The Chairman of each of the Standing Committees of the International Committee, Technical Committee and other Standing Committee/s to be framed and/or constituted by the Council in future, if not otherwise a member of the Council.
  - 10) Five representatives from the Industrial Corporate Members representing Private and Public Sector Undertaking, Research and Technical Institutes and Standardisation Societies.
  - 11) Five representatives out of which one representing Fellows, three representing Members, and one representing Associate Members elected by appropriate classes of Company Members.
  - 11) One representative elected annually by the Committee of each Branch of the Company and one additional member elected annually by the Committee of each Branch with a membership exceeding 300."
- "32 The Members of the Council must be individual (and not corporate bodies, firms and other association) and appointees of the Industrial Corporate Member who are not Members of the Company in their own right may be elected to the Council and they can join in Local Board formed and/or to be formed from time to time and shall also enjoy all the rights and privileges of other Council Members of the Company save and except that appointer shall have the option at any time to remove any such

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Council Member in his place and instead such appointees of the Industrial Corporate Members need not possess any prescribed qualification."

"34. The outgoing Council shall select the President from the three outgoing Vice-Presidents or from amongst members of the company of good professional reputation.

"52 Among the Committees thus appointed there shall be -

- a) A Finance Committee, to advise the Council on all matters concerning the finances of the Company and to act for the Council in such matters as Council may delegate to them. The Finance Committee shall consist of eleven Members of whom the President, three Vice Presidents and Treasurer shall be the ex-officio members and three other Members of whom one shall be appointed by the Chairman, General Purposes Committee (if extant) or one of his nominee at their first meeting after the Annual General Meeting in each year and the others by the Council. All the Members shall retire yearly at the Annual General Meeting and shall be eligible for re-appointment. Four Members shall form a quorum. The Treasurer shall be the Chairman of the Committee. At the first meeting in each year the Committee may elect a Vice Chairman to serve until the next Annual General Meeting. In the absence of the Treasurer from a meeting the Vice Chairman shall take his place and have full powers to act in his stead. If the Chairman or the Vice Chairman is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their member to be the Chairman of the meeting.
- b) A General Purposes Committee, to advise and act for the Council in matters relating to the Membership, Meetings, Library Information Service, Publication, Branches and other activities of the Company, and to education as effecting welding, appointing such sub-committees as they may deem convenient and subject to the authority of the Finance Committee in matters involving a charge upon the funds of the Company. The General Purpose Committee shall be appointed annually by the Council at their first meeting after the Annual General Meeting. All the members shall retire at the next Annual General Meeting and shall be eligible for re-appointment. The membership shall not exceed twelve in number, of whom four shall be the President and three Vice Presidents, as ex-officio members and at least one other shall be a Member of the Council. Three members shall form a quorum. At the first meeting in each year the Committee shall elect a Chairman and may elect a Vice Chairman to serve until the next Annual General Meeting. The Chairman shall be a member of the Council as ex-officio, and in his absence from a meeting the Vice Chairman shall take his place and have full powers to act in his stead. If no such Chairman or Vice Chairman is elected, or if at any meeting the Chairman or Vice Chairman is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their member to be the Chairman of the meeting.

Note : Members of any Committee may consist wholly or partly of suitable qualified individual who must be Member of the Institute.

- c) The International Committee, to advise and to act for the Council in matters relating to International Institute of Welding and/or to such overseas bodies and subject to the authority of the Finance Committee in matters involving a charge upon the funds of the Company. The International Committee shall be appointed annually by the Council at their first meeting after the Annual General Meeting. The minimum number of the members shall be eight and maximum number of members shall be eleven and of whom four shall be the President and three Vice Presidents as Ex-officio members; three members shall form a quorum. At their first meeting in each year the Committee shall elect a Chairman and may elect a Vice

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Chairman to serve until the next Annual General Meeting. The Chairman shall be an member of the Council and in his absence from a meeting, the Vice Chairman shall take his place and have full powers to act in his stead. If no such Chairman or Vice Chairman is elected, of if any meeting the Chairman and or Vice Chairman is not present within five minutes after the time appointed for holding the meeting, the members, present may choose one of their member to be the Chairman of the meeting.

Note : Members of any Committee may consist wholly or partly of suitable qualified individuals who must be member of the Institute

- "d) The Technical Committee, to advise and to act for the Council in matters relating to welding science and technology and other allied matters directly or indirectly connected with welding science and technology. It would also be responsible for formation and monitoring of activities of the various Technical Commissions. The Chairmen of the various Technical Commissions, will report to the Committee, and subject to the authority of the Finance Committee in matters involving a charge upon the funds of the Company. The Technical Committee shall be appointed annually by the Council at their first meeting after the Annual General Meeting. All the members shall retire at the next Annual General Meeting and shall be eligible for re-appointment. The minimum number of members shall be six and maximum number shall be eleven and of whom four shall be the President and three Vice Presidents as ex-officio members ; three members shall form a quorum. At their first meeting in each year the Committee shall elect a Chairman and may elect a Vice Chairman to serve until the next Annual General Meeting. The Chairman shall be an Ex-officio member of the Council and in his absence from a meeting, the Vice Chairman shall take his place and have full powers to act in his stead. If no such Chairman or Vice Chairman is elected, of if at any meeting the Chairman and or Vice Chairman is not present within five minutes after the time appointed for holding the meeting, the members, present may choose one of their member to be the Chairman of the meeting".

*"RESOLVED that the following new articles shall be incorporated in the Articles of Association of the Company as follows -*

### **Responsibility of the Office Bearers**

"57A 1) **PRESIDENT**

The President shall preside at all meetings of the National Council, the Annual General Meetings, Ex-ordinary General Meetings all meetings of members and all deputations. He shall be the Chairman of the International Committee.

2) **VICE PRESIDENTS**

The Vice Presidents shall generally promote the objects of the Company and shall render necessary help and assistance for overall growth of the Company. They will also act as the liase between the Branches and the Head office.

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### **3) HONORARY SECRETARY**

The Honorary Secretary shall conduct the day to day correspondence of the Institute and the Council and to sign all notices, papers and letters emanating from the Institute and carry on all other ministerial work under the directions and subject to the control of the Council.

He shall invite members to act on Committees or Sub-Committees on the advice of available members of the Council and subject to confirmation at the next Council Meeting.

He shall prepare Minutes of all the proceedings of the meetings of the Council the Institute.

He shall prepare and keep up to date Register of Members and to prepare submission to the Annual Meetings a complete list of the members of the Institute.

He shall do all acts and things as are required to be him in these articles.

He shall be an Ex-officio Member of any Committee as appointed by the Institute.

### **4) HONORARY JOINT SECRETARY**

The Honorary Joint Secretary may be nominated by the President to assist him in the Company's work. He may liase with the Honorary Secretary at the instance of the President for follow up action. He shall be an Ex-officio member of the Council.

### **5) HONORARY TREASURER**

The Treasurer shall receive and hold all monies paid or belonging to the Company. He shall sanction all sums due by the Institute and shall keep proper accounts of all receipts and disbursements. He shall be responsible for preparing the Company's accounts and have it audited by an Auditor as appointed by the Institute. The Treasurer shall be an Ex-officio Member of any Committee or Sub-Committee as appointed by the Council.

### **6) CHAIRMAN - FINANCE COMMITTEE**

The Chairman, Finance Committee shall advise the Council on all matters concerning the finances of the Company. He shall arrange to send the annual grants to the Branches. He shall look after the financial aspect of the Company more particularly the income of the Company's various sources and the application and/or proper utilisation thereof.

### **7) CHAIRMAN - GENERAL PURPOSES COMMITTEE**

The Chairman, General Purposes Committee shall advise the Council on all matters concerning the Welding Educations, Meetings and Publications and Membership Sub-Committees. The Chairmen of all these Sub-Committees shall report to the Chairman. General Purpose Committee. He shall act for the Council in matters related to these sub-committees.

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7a) **CHAIRMAN - WELDING EDUCATIONAL SUB-COMMITTEE**

The Chairman Welding Educational Sub-Committee shall liaise with the Chairman G.P. Committee. He shall advise and assist the Controller of Examinations for smooth conduct of AM-IIW examinations. He shall be responsible for the appointment of paper setters and paper examiners in consultations with the Chairman G.P. Committee and the Controller of Examinations. He shall be responsible for all other affairs of educational areas of the Company including follow up with Government for recognition of examination and shall recommend up date of curriculum and syllabus of examinations being made by similar other Institutes.

7b) **CHAIRMAN - MEETINGS AND PUBLICATIONS SUB-COMMITTEE**

The Chairman Meetings and Publications Sub-Committee shall liaise with the Chairman G.P. Committee and advise him on matters related to the various Company meetings, publication and distribution of the Indian Welding Journal and publication of any other material for the Company. He shall, in association with the Editorial Board and the Editor of the Indian Welding Journal, ensure timely publication of the Journal and in coordination with the Assistant Secretary for prompt distribution of the Journal.

7c) **CHAIRMAN - MEMBERSHIP SUB-COMMITTEE**

The Chairman Membership Sub-Committee shall liaise with the Chairman G.P. Committee. He shall scrutinize membership application forms and forward to the Hony. Secretary for necessary action. He shall suggest ways and means to increase the Company's membership.

8) **CHAIRMAN - TECHNICAL COMMITTEE**

The Chairman, Technical Committee shall form and monitor the activities of the various Technical Commissions and shall advise and act for the Council in matters relating to Welding Science and Technology. He shall liaise with the Chairman G.P. Committee for publication of technical articles emanating from Technical Commissions in Indian Welding Journal. He shall assist the local branches in order to have the various technical papers presented during the National Welding Seminars evaluated and nominated for award winners approved from the Council. In this matter he shall be assisted by the Honorary Secretary and the Branch Chairman and the NWS Technical Committee.

9) **CHAIRMAN - INTERNATIONAL COMMITTEE**

The Chairman International Committee shall advise and act for the Council in matters related to the International activity on Welding. He shall recommend to the Council the participation from India to the Annual Assembly of the International Institute of Welding and other International Conferences in the area of welding science and technology. He shall take all possible steps to improve the Institute's image outside the Country. The President shall be the Ex-officio Chairman of the International Committee".

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