

THE WEST AFRICAN COLLEGE OF SURGEONS

REVISED CONSTITUTION

2005

*Published by*

THE WEST AFRICAN COLLEGE OF SURGEONS

## DEFINITIONS

In this constitution, the following words shall apply unless there is something on the subject or context inconsistent therewith: -

1. The "*West African College of surgeons/ college ouest africain des chirurgiens*" means the institution established by the resolution of the members of the association of surgeons of West Africa at the annual general meeting of the association held in Benin City, now Edo state of Nigeria on 03 February 1973.
2. "surgical college" means west African college of surgeons.
3. "council" means the council of the west African college of surgeons.
4. "fellow" means A fellow of the surgical college
5. "diplomate" means a non-specialist medically qualified practitioner who has satisfied the prescribed examinations for middle-level manpower development.
6. "These rules" means these documented rules as originally framed or as from time to time altered and/or adopted by resolutions and /or declarations.
7. "WEST AFRICA" MEANS THAT AREA OF Africa with its neighboring islands that lies between latitudes 20 degrees north and south of the equator and longitudes 20 degrees east and west of the Greenwich meridian.

## CHAPTER ONE

### 1. Name

The name of the Organization shall be "The West African College of Surgeons" hereinafter referred to as "THE SURGICAL COLLEGE".

### 2. Objectives

The objectives of the SURGICAL COLLEGE shall be

- (a.) The promotion, organization and conduct of postgraduate education and training in Surgery, related disciplines and specialties in West Africa through the composition of Faculties. In this regard, SURGERY shall be deemed to include
- (i) Anaesthesiology
  - (ii) Dental Surgery
  - (iii) Obstetrics and Gynaecology
  - (iv) Ophthalmology
  - (v) Oto-rhino-laryngology
  - (vi) Radiology
  - (vii) General Surgery and related Sub-specialties as the SURGICAL COLLEGE may determine from time to time
  - (viii) Any other Specialties as the SURGICAL COLLEGE may determine.
- (b) The fostering and coordination of education and research in Surgery and related disciplines.
- (c) Cooperation with appropriate national and international bodies worldwide with aims and objectives likely to promote, assist, develop and advance the interests of the SURGICAL COLLEGE in the pursuit of its objectives.
- (d) The preparation and publication of journals, pamphlets and memoranda, singly or in collaboration with other bodies or organization as may be considered useful in support of these objectives.
- (e) The conduct, participation in and appointment of representatives or delegates to meetings, symposia, conferences and other bodies on medical and related disciplines, and setting up appropriate committees for the consideration of the objectives of the SURGICAL COLLEGE.

### 3. Composition

The composition of the SURGICAL COLLEGE shall reflect fully the specialties and related sub-specialties, etc, within broad professional areas of Surgery as contained in clause 2(a), (i-viii) herein.

### 4. Fellowship of the College

Fellowship of the SURGICAL COLLEGE shall be made up as follows: -

- (i) Medical Practitioners who, in fulfillment of the training requirements, have passed the appropriate examinations and are certified as such in specifically approved disciplines of the SURGICAL COLLEGE shall be admitted as Fellows, having taken or signed The Oath as prescribed in clause 23 of this Constitution.
- (ii) Medical Practitioners who have been adjudged suitable by training, learning and character to be worthy of professional association with the SURGICAL COLLEGE without the examinations as prescribed by the College but who have qualifications recognized by it as of equivalent status, shall be admissible as Fellows 'ad eundem'. Such Fellows shall be nationals of any of the member countries of the SURGICAL COLLEGE who must have had registrable or recognized practice experience at any level in the West African Sub-region for a period of not less than 12 calendar months anytime in the professional life of the applicant and no less than 5 years after obtaining an equivalent qualification. Such Fellows shall also be required to subscribe / swear The Oath as prescribed in clause 23 of this Constitution.
- (iii) Honorary Fellows who shall be citizens of any nationality and of any professional calling and have been recommended and approved for fellowship *honoris causa* after due process as prescribed by Council. Such Fellows must have made significant contributions to the science and art of surgery or to the advancement of surgical education, research, training and practice directly or indirectly. The SURGICAL COLLEGE shall separately keep an appropriate register of such Fellows. Not more than fifty (50) Honorary Fellows shall be alive at any point in time.

## 5. Status, Rights, Duties and Obligations of Fellows

- (a.) Fellows shall enjoy full rights, benefits, and other privileges as may from time to time be declared by Council, and shall be subject, *mutatis mutandis*, to the obligations and burdens howsoever declared by Council from time to time.
- (b.) Past Presidents shall retain their seats in Council and shall be exempted from payment of annual dues on the attainment of the age of 70 years. No Past President shall be eligible to contest for any office of the Surgical College but may be co-opted for its services on the invitation of the Council of the SURGICAL COLLEGE.
- (c.) Honorary Fellows shall enjoy all the rights, benefits and privileges of Fellows except the right to vote and be voted for at any meeting of the SURGICAL COLLEGE, and shall not be required to pay any subscriptions, levies or any such fees as imposed by the SURGICAL COLLEGE except such Fellow decides otherwise voluntarily.
- (d.) The SURGICAL COLLEGE, as often as it is necessary, on the recommendation of Council shall fix annual subscriptions or any such dues/levies as may be required for its sustenance, growth and development.

## 6. Diplomat of the College

Diplomates of the College are medical practitioners who have fulfilled the training requirements and passed the appropriate non-specialist examinations in non-Fellowship programmes approved for middle-level manpower development in disciplines approved by the Surgical College.

## 7. Status, Rights, Duties and Obligation of Diplomates

Diplomates shall enjoy full rights, benefits and other privileges as may from time to time be declared by Council, and shall be subject, *mutatis mutandis*, to the obligations and burdens howsoever from time to time declared by Council. Such Diplomates shall **not**

- (i) Take The Oath as prescribed in clause 23 of the Constitution;
- (ii) Wear the College gowns or be adorned in any regalia indistinguishable from those of Fellows;
- (iii) Hold any office in the SURGICAL COLLEGE by election, selection, nomination or co-option;
- (iv) Be eligible to vote or be voted for; and

- (v) Pay more than 50% of the dues and levies, or such other proportion applicable to Fellows of the SURGICAL COLLEGE as specifically or severally determined on the recommendation of Council.

## 8. Officers of the College

- (a). Officers of the SURGICAL COLLEGE shall be
  - (i) The President
  - (ii) First Vice - President
  - (iii) Second Vice - President
  - (iv) Secretary-General
  - (v) Honorary Treasurer
  - (vi) Assistant Secretary-General
  - (vii) Assistant Honorary Treasurer
- (b). Election of Officers
  - (i) The President shall be elected at an Annual General Meeting from amongst Fellows of a least 10 years standing who must have served as members of Council of a Faculty Board and occupied the office of First Vice - President.
  - (ii) The First Vice - President (otherwise designated as President Elect when in Office) and the Second Vice - President shall be elected at an Annual General Meeting from amongst Fellows of at least 10 years standing who must have served as members of Council and of a Faculty Board.
  - (iii) The Secretary-General shall be elected at an Annual General Meeting from amongst Fellows of at least 7 years standing who must have served as members of Council of a Faculty Board.
  - (iv) The Honorary Treasurer shall be elected at an Annual General Meeting from amongst Fellows of at least 7 years standing who must have served as members of Council and of a Faculty Board.
  - (v) The Assistant Secretary-General shall be elected at a meeting of Council from among two (2) nominees of the Secretary-General who must be Fellows of at least 5 years standing.
  - (vi) The Assistant Honorary Treasurer shall be elected at a meeting of Council from two (2) nominees of the Honorary Treasurer who must be Fellows of at least 5 years standing.

## 9. Terms of Office of Officers

The following terms of office shall apply:

- (i) The President shall hold office for a term of two (2) years only and shall not be eligible for re-election following the expiration of his/her term of office.
- (ii) The First Vice - President shall hold office for a term of two (2) years, after which he/she shall succeed the incumbent President on the expiry of his/her term of office.
- (iii) The Second Vice - President shall hold office for a term of two (2) years, and shall be eligible for re-election to the same office or election into any other office.
- (iv) The Secretary-General shall hold office for a term of two (2) years and shall be eligible for re-election for not more than an additional maximum term of four (4) years in two consecutive elections at an Annual General Meeting. Following a continuous period of six (6) years as Secretary-General, he/she shall not be eligible for re-election for a period of four (4) years immediately following the expiration of his/her third term in office.
- (v) The Honorary Treasurer shall hold office for a term of two (2) years and shall be eligible for re-election for a further term of two years, but shall not be eligible to contest for the same office for a period of four (4) years immediately following the expiration of his/her second term in office.

#### 10. Powers and Duties of The President

The President shall be the Chief Officer of the Surgical College and shall preside at all meetings and activities of the SURGICAL COLLEGE and its Committees of Council in which he/she is present by virtue of his/her office. Such activities shall not include the chairmanship of a Faculty Board or any of its sub-committees to which he/she may rightly belong by professional specialization.

#### 11. Deaths, Resignation, Incarceration or Permanent Disability of Principal Officers & Chairmen of Faculty Boards:

- (a) In the event of death or inability of the President to perform his/her duties due to mental or physical incapacity, resignation or prolonged incarceration by a civil court of competent jurisdiction in any of the member countries, by the acceptance of a national service likely to be in conflict with the duties and status of his office in the SURGICAL COLLEGE (for example: appointment as an Ambassador or Minister of State) the First Vice President shall be sworn in as President at the Council Meeting immediately following such event for the remaining unexpired term of the incumbent President without prejudice to the provisions of clause 8(b) of the Constitution.

- (b) In the event that the First Vice President is not available to take office in accordance with clause 8(b) (i-ii) and 9 (i-ii) for reasons similar to clause 11(a) above, the Past Presidents shall nominate one of their number to act in that office for the duration of the unexpired tenure of the incumbent President.
- (c) In the event that the Chairman or Secretary of a Faculty Board is unable to take or hold office for the reasons given in respect of other officers in clause 11(a) the President shall nominate a member of the respective Faculty Board to oversee the functions of the Faculty for the unexpired tenure of the incumbent Chairman until the next meeting of the Faculty during which the nomination shall be subject to review by the Faculty. The nomination of such person by the President shall be without prejudice to his/her right to contest for the office of Chairman if eligible to do so under the regulations normally in force for the purpose. In the case of a Secretary of Faculty, the same shall apply except that the Chairman shall be expected to have made the nomination to The President for his/her consideration.

## 12. Composition of Council

The following shall be members of Council

- (i) The President
- (ii) The First Vice - President/ President Elect
- (iii) The Second Vice- President
- (iv) The Secretary-General
- (v) The Honorary Treasurer
- (vi) The Assistant Secretary-General
- (vii) The Assistant Honorary Treasurer
- (viii) Sixteen (16) Fellows of at least 5 years standing elected at an Annual General Meeting
- (ix) Six (6) Fellows nominated by Council to represent member countries not adequately represented through the electoral process of which not more than two (2), when necessary, shall represent special interests of the SURGICAL COLLEGE resident outside West Africa.
- (x) Past Presidents of the SURGICAL COLLEGE
- (xi) Chairmen of Faculties.
- (xii) Fellows referred to in clause 12 (viii) herein, shall hold office for a term of 2 years and shall be eligible for re-election for further 2 terms provided that no Fellow shall serve for more than 6 continuous years in Council and shall not be

eligible for re-election for a period of 4 years immediately following their 6<sup>th</sup> year in Council.

### 13. Statutory Committees of Council

- (a) The Executive Committee of Council shall consist of members of Council as described in clause 12 (i) –(vii) above and shall be responsible for the implementation of Council decisions and other urgent matters of a specific and general nature through the Finance and General Purposes Committee (F&GPC) of the SURGICAL COLLEGE.
- (b) There shall be a Finance & General Purposes Committee (F& GPC), which shall be responsible for matters related to finances of the Surgical College, and such other matters of a general nature (viz: appointments, promotion and discipline of staff among others) or of the utmost urgency for necessary action in-between the meetings of Council. The F& GPC shall report its activities to the next Council Meeting for notification or ratification where necessary. The President shall be the Chairman of the Committee and not less than 2 members of Council (not being officers) shall be members.

### 14. Powers and Duties of Council

Without prejudice to clause 2© of this Constitution, the Council shall;

- (i) Be responsible for the overall supervision and organization of the affairs of the SURGICAL COLLEGE, and the discipline of Fellows, Members and Staff.
- (ii) Be responsible for setting up Committees of Council in addition to those statutorily constituted by this Constitution, Faculties of the SURGICAL COLLEGE and other appropriate bodies in the pursuit of Surgical College objectives.
- (iii) Have powers to co-opt Fellows into its membership for specific reasons and for a specified duration without prejudice to the provisions of clause 10 of this Constitution.
- (iv) Determine the structure and function of the Surgical College Secretariat and appoint principal administrative officers on such terms and conditions of service as it may determine for the general administration of the Secretariat of the SURGICAL COLLEGE. The Head of Administration shall be responsible to Council and shall carry out such duties as are assigned to him/her under the overall policy guidelines and direction as conveyed by the Secretary-General.
- (v) Appoint Auditors who shall audit the account of the SURGICAL COLLEGE annually and place the Auditor's Report

and Statement of Account thereof before the Annual General Meeting for consideration.

### **15. Meetings of Council**

Meetings of Council shall be held at least three times in one year at such times and places as may, from time to time, be determined by Council. The Secretary-General shall convene an emergency meeting of Council whenever requested so to do in writing by the President, or by not less than one-third of the total membership of Council. Whenever practicable, meetings of Council shall be held in rotation in member countries. One third of the membership of Council or the nearest whole number shall be a quorum at any meeting of Council.

### **16. Powers and Duties of the Surgical College**

Without prejudice to the provisions of clause 2© of this Constitution, the SURGICAL COLLEGE shall have the following powers and duties:

- (i) To determine the criteria for the admission of Fellows to the SURGICAL COLLEGE and design and/or approve a structure that will enable the SURGICAL COLLEGE to discharge its functions.
- (ii) To prescribe standards and training programmes for postgraduate professional medical education in member countries.
- (iii) To establish boards of examiners for the conduct of appropriate postgraduate examinations and to make recommendations to Council on the basis of the results of such examinations for the award of the specialist Fellowship and other non-specialist certificates as the SURGICAL COLLEGE may from time to time determine.
- (iv) To approve external examiners and the alternates and determine examination fees and allowances/other fees payable to examiners and other persons connected with the conduct of examinations.
- (v) To carry out inspection of institutions providing postgraduate professional medical examination in order to assess eligibility of candidates of such institutions to sit the examinations leading to the award of the diplomas of the SURGICAL COLLEGE.
- (vi) To determine suitability of surgical posts in medical institutions for training in the various surgical specialties.
- (vii) To investigate and accredit programmes of professional postgraduate education in Surgery in the various member countries and to determine the criteria for recognition of postgraduate specialist qualification obtained elsewhere.

- (viii) To harmonize where necessary the standards, training programmes and syllabuses for professional postgraduate medical education of the SURGICAL COLLEGE, and other appropriate bodies duly recognized by the SURGICAL COLLEGE.
- (ix) To acquire, assign, mortgage or in other ways, dispose of such monies assets or real property, as may be necessary for the conduct of the business of the SURGICAL COLLEGE.
- (x) To make bye-laws, regulations and standing orders for the conduct of the business of the SURGICAL COLLEGE including elections to Council.
- (xi) To admit Fellows and Diplomates
- (xii) To establish jointly with the West African College of Physicians, a standing committee to be known as the "Joint Committee On Higher Professional Medical Education". The representatives of the Surgical College on the joint committee shall reflect the specialist groups within the SURGICAL COLLEGE.
- (xii) To do all such other things as may be considered necessary in furtherance of the objectives of the SURGICAL COLLEGE and to publish and/or assist in publishing books, pamphlets, journals and other educational materials.

#### **17. Meetings of the Surgical College**

- (i) The Annual General Meeting of the SURGICAL COLLEGE shall be held between the first week of January and the last week of March in each year at such time and place as Council may from time to time designate.
- (ii) The Secretary-General shall convene an extra-ordinary General Meeting at the request of the President or at the request of forty or more Fellows drawn from, at least 4 member countries.
- (iii) In between Annual General Meetings, the Council shall be responsible for the conduct of the affairs of the SURGICAL COLLEGE as prescribed in clauses 13 and 14 of this Constitution.
- (iv) Quorum of Extra-Ordinary general meetings shall be 70.

#### **18. Appointment and Function of Trustees of the Surgical College**

- (i) Not more than five (5) Trustees of the SURGICAL COLLEGE shall be appointed in each member country from among the Fellows resident in that country at an Annual General Meeting of the College on the recommendation of Council.

- (ii) The Trustees of the SURGICAL COLLEGE shall herein be referred to as "THE REGISTERED TRUSTEES OF THE WEST AFRICAN COLLEGE OF SURGEONS IN .....(Name of Country)....."
- (iii) The Trustees shall normally hold office for life but a Trustee shall cease to hold office if he/she: -
- (a) Resigns the office
  - (b) Ceases to be a Fellow of the West African College of Surgeons
  - (c) Becomes of unsound mind and medically certified to that effect
  - (d) Becomes an officially declared bankrupt
  - (e) Is convicted of a criminal offence involving dishonesty, theft, embezzlement or such similar offence by a Civil Court of competent jurisdiction
  - (f) Is recommended for removal from office by Council and the other Trustees of member countries by a simple majority of votes cast at an Annual General Meeting of the SURGICAL COLLEGE or
  - (g) Ceases to reside in the member country of which he is Trustee.
- (iv) Upon a vacancy occurring in the number of Trustees, another member shall be appointed at an Annual General Meeting of the SURGICAL COLLEGE on the recommendation of Council.
- (vii) All documents to be executed by the Trustees shall be signed by each of them and sealed with the Common Seal.
- (viii) The Trustees shall apply under the appropriate laws of member countries for the incorporation of the SURGICAL COLLEGE.
- (ix) The Trustees shall have power to accept and hold in trust, all lands belonging to the SURGICAL COLLEGE and to acquire land on behalf of the SURGICAL COLLEGE subject to such conditions as may be imposed by the laws of the respective countries.

#### 19. Discipline:

- (i) Without prejudice to the provision of clause 14 (i) of this Constitution, Council may by a simple majority of all its members expel, suspend, call for the resignation of or otherwise apply any other sanctions it considers appropriate for the discipline of any Fellow, Diplomate or Staff whose

conduct, being subject of an enquiry, is proved, upon a written complaint, to the satisfaction of Council on the recommendation of an investigating committee established by it, to be detrimental to the interest of the SURGICAL COLLEGE.

- (ii) Any Fellow, Member or Staff to be investigated shall have prior and appropriate notification and shall have adequate opportunity, including the right to legal representation, for his defense.

## **20. Conduct Detrimental to Interest of the Surgical College**

Without prejudice to the provisions of clauses 14 and 15 herein, the following shall, in each case, be considered to be conduct or conclusive evidence of conduct detrimental to the interest of, and inconsistent with the objectives of the SURGICAL COLLEGE:

- (i) Conviction in a civil court for a felony or any crime involving moral turpitude;
- (ii) Suspension or termination of the right to practice medicine in any state, province, and/or country, by reason of violation of any law, statute or governmental regulations controlling the practice of medicine in such state, province and/or country therein in force;
- (iii) Touting and/or soliciting for patients;
- (iv) Grossly immoral, dishonorable or unprofessional conduct as may be adjudged by Council or
- (v) Failure on the part of a Fellow or Diplomate to pay his/her dues and/or assessments for a continuous period of three (3) years or more, and has, upon notice in private communication/publication in college newsletter and/or college website, failed to meet his obligations to the SURGICAL COLLEGE and to give satisfactory and acceptable explanation thereof,

Shall be deemed guilty of conduct detrimental to the interest of the SURGICAL COLLEGE.

## **21. Amendment of the Constitution**

The provisions of this Constitution shall not be altered, amended or deleted except by Resolution duly passed at an Annual General Meeting by a two-thirds majority of members present and voting. Notice of motions for a review, alteration, amendment and deletions shall be submitted at an Annual General Meeting for consideration at

a subsequent Annual General Meeting. Such notice shall include the intention to revise the entire Constitution or the relevant portion of the Constitution for which an amendment is sought.

## **22. Supremacy of the Constitution**

All matters not provided for in this Constitution shall be vested in Council and shall be decided upon without prejudice to any or all of the provisions of this Constitution.

## **23. Fellowship Declaration:**

All Fellows duly admitted shall before their names are scrolled on the SURGICAL COLLEGE Register, make the following declarations and affirmations: -

**"I/ .....(name)...../do solemnly and sincerely/ declare and affirm/ that I will observe and obey/all the collegiate laws/ of the West African College of Surgeons/ in force from time to time. /**

**I hereby/ promise faithfully/ to defend the rights/ and maintain the reputation/ honour and dignity/ of the West African College of Surgeons."**

## CHAPTER TWO

### STANDING ORDERS

#### 1. Notice of Meetings:

- (a) A notice in writing of every meeting specifying the date, place and time of meeting shall be delivered or sent by post to each member within a reasonable time not less than three calendar months from the date of the meeting in the case of a *General Meeting of the SURGICAL COLLEGE*, to enable members to attend, and it shall be the duty of the *Secretary-General* when sending out notice of a meeting to give adequate notes.
- (b) In the case of a *Council Meeting* and of any of its sub-Committees, it shall also be the duty of the *Secretary-General* to attach to the notice of meeting the business to be transacted thereat and the relevant documents on the matters to be discussed.
- (c) No other business shall be transacted unless the meeting resolves to transact it by the adoption of the *Agenda* as presented or modified under '*Any Other Business*' at the commencement of the meeting.

#### 2. Absence of the President and Vice-Presidents:

In the absence of the President or lateness due to unavoidable circumstance, the First Vice-President shall act for the duration of the meeting, failing which the Second Vice-President shall act. In the event that the President and all the Vice-Presidents are unavoidably absent, the most senior of the Past Presidents shall preside. All such acting appointments shall be terminated on the arrival of any of the substantive office holders. All decisions taken shall be binding as if the President were in attendance.

#### 3. Absence of the Secretary-General and Honorary Treasurer

In the absence of the *Secretary-General* or the *Honorary Treasurer*, the *Assistant Secretary-General* and *Assistance Honorary Treasurer* shall act respectively. In the event that the *Secretary-General* and his *Assistant* are absent or unavoidably late to the meeting, the *Chairman* shall appoint any member present, other than a *Past President*, to act as *Secretary*.

#### 4. Admission to Meetings

Unless by prior approval of the *President-in-Council*, no person other than a *Fellow* or *Member of the SURGICAL COLLEGE*, a member of staff or a *Consultant* in any of the professions shall be present at any meeting of the *Surgical College, Council* or

any of its sub-Committees. Such attendance shall be for the purpose of transacting a specific item on the adopted Agenda.

#### **5. Business Proposition by Fellows**

Any Fellow desiring an item of business to be considered at a meeting shall send such proposal to the Secretary-General within a reasonable time in writing. It shall be the duty of the Secretary-General to consult with the President and/or the Executive Committee whether to entertain the request within the provisions of the Constitution. This standing order is without prejudice to the right of a Fellow to raise any issue on the floor of an Annual General Meeting or under 'Any Other Matter' of the agenda of a Council meeting if a member of Council.

#### **6. Absence of Quorum**

The quorum for an **Ordinary Annual General Meeting** shall be seventy (70). If no quorum is formed within 1 hr of the advertised time for the meeting, the meeting shall be adjourned on a simple majority of those present.

#### **7. Attendance Book**

The Secretary-General shall keep an Attendance Book, which shall be signed by the members present at any College meeting.

#### **8. Order of Business**

Unless otherwise resolved, the Order of Business at any meeting shall be as follows:

- (a) Election, when applicable, such as the Chairman of the Meeting.
- (b) Adoption of the Agenda
- (c) Confirmation and signing of the Minutes of the last meeting.
- (d) Matters arising from the Minutes of the last Meeting
- (e) Business as itemized on the agenda unless otherwise directed by the Chairman.
- (f) 'Any Other Matter' not previously included in the adopted Agenda, shall be taken only at the discretion of the Chairman.

#### **9. Order of Address**

Fellows shall address the meeting through the Chairman who shall determine the priority in a request of more than one speaker. Any participant shall have the right to raise a **point of order** on which the ruling of the Chairman shall be final.

**10. Motions and Amendments**

All motions shall be proposed and seconded. The Chairman may require any motion or amendment thereto to be in writing. Voting shall be by show of hands or secret ballots, as the Chairman may direct. If the voting is equal and the Chairman does not exercise his casting vote, he/she shall declare the motion not carried.

**11. Pecuniary Interest in Financial Transactions, Consultancies, Contracts etc**

If a Fellow or Member directly or indirectly has pecuniary interest in any financial transactions, consultancies, contracts or any other matter in which the College is a party, and in which he/she is involved in the decision-making process of such business, he/she shall before the commencement of a meeting fully disclose the extent of his/her interest, if any, or shall as soon as practicable thereafter disclose the nature of the interest to which he/her might be privy prior to the transaction notwithstanding the outcome of the decision. Failure to do so should normally be referred to Council for its disciplinary consideration.

**12. Minute Book**

The Minutes of Meetings shall be written, kept and preserved by the Secretary-General in a manner approved by Council and shall be available for inspection by Fellows without let or hindrance unless otherwise directed by Council.

## CHAPTER THREE

## (BYELAWS)

## ARTICLES:

- (1) **The Head Office** of the SURGICAL COLLEGE shall be at such place as shall be determined by the SURGICAL COLLEGE on the recommendation of Council.
- (2) **The Seal** of the SURGICAL COLLEGE shall be in such form as may be prescribed by resolution of the Annual General Meeting. The Secretary-General shall have custody of the Seal. Every instrument to which the Seal is affixed shall be signed by the President and countersigned by the Secretary General.
- (3) **Examinations** of the SURGICAL COLLEGE shall take place on such dates and at such places as shall from time to time be prescribed by Council. The Council shall also, on the recommendation of its appropriate committees, determine all matters relating to the examinations leading to the award of the Fellowship and Diplomas of the SURGICAL COLLEGE.
- (4) **Powers to fill Vacancies in Surgical College Committees and Sub-Committees:** The Council shall have the power to fill vacancies in its body, as and when they occur by co-option. The Council shall have powers to appoint such Ad-Hoc or Special Committees as it may consider necessary and delegate to such sub-committees such powers as it may deem fit. Such committees shall in turn have powers to co-opt members in the pursuit of specialized assignments.
- (5) **Power to disburse funds:** The Council shall have the power to disburse the funds of the SURGICAL COLLEGE in such manner as it thinks fit subject to the approved guidelines governing such disbursements in its manual of financial procedures.
- (6) **Meeting of Sub-Committees of Council:** The President, or in his absence, the First Vice-President/ Second Vice-President shall be Chairman of all meetings of Council and its Committees except where otherwise directed by the Council.

## RESOLUTION

*In pursuance of Objectives (b) - (e) of the Constitution of the West African College of Surgeons, and in obedience to the Annual General Meeting's Mandate at its 43<sup>rd</sup> Annual Meeting in Abuja, Federal Republic of Nigeria, on 29<sup>th</sup> January 2003 to review the 1984 Constitution of the SURGICAL COLLEGE, the Annual General Meeting resolves that the revised Constitution of the West African College of Surgeons, as amended, be approved with effect from 01 January, 2005.*

On a motion by  
**Olajide O. Ajayi**  
(Past President, 1989-1991)  
Chairman, Constitution Review Committee

Seconded by  
**Christopher O. Bode**  
(Secretary-General, 2001 -7)

Banjul, Gambia.  
25 February 2004.