

MINUTES OF THE SPECIAL GENERAL BODY MEETING HELD AT 3.30 PM

IN HOTEL ASHOKA INN, THRISSUR(30.06.2019)

Meeting called to order by Vice President, Dr. Jacob P.J in the absence of President. After silent prayer, the Secretary-in-charge, Dr. Sethu Sivan with the permission of the chair stated that this Special General Body is being held today as the originally scheduled Special General Body at Trivandrum on 09.06.2019 could not be conducted and had to be postponed as Dr. Babu U S and Dr. Gopalakrishan V M, who are life members of Kerala Orthopaedic Association had obtained injunction orders against conduct of the General Body meeting.

The Secretary-in-charge explained that this Special General Body is being conducted as per the provisions of the Memorandum of Association and bylaws, and the same is specifically mentioned in the counter affidavits filed in those two cases, and that the decisions taken by this General Body will be duly produced before the concerned courts as well.

Secretary-in-charge reported that the Honourable High Court has on 28.06.2019 allowed OP(C)No. 662/2019 filed by Dr. Bhaskar Subin Sugath and permitted the Association to declare the result of the elections held on 03.03.2019 to the post of Secretary. Hence the Chief Election Officer of Kerala Orthopaedic Association declared the results of the Election held on 03.03.2019.

Total Votes – 337 (Three Hundred and Thirty Seven)

Invalid- 2 (Two)

Dr. Bhaskar Subin Sugath- 325 (Three Hundred and Twenty Five)

Dr. John T John 10 (Ten)

Dr. Bhaskar Subin Sugath is declared as the winner of election and invited to assume office. Charge handed over to the Honorary Secretary, Dr. Bhaskar Subin Sugath by Dr. Sethu Sivan, Joint Secretary and Secretary-in-charge. Secretary-in-charge was requested to complete the recording of the minutes of this meeting.

The Special General Body meeting of Kerala Orthopaedic Association on 30.06.2019 at Hotel Ashoka Inn, Thrissur authorised Dr. Bhaskar Subin Sugath of Trivandrum Orthopaedic Society (Honorary Secretary) and Dr. Ansu Anand A (Honorary Treasurer) of Quilon Orthopaedic Society to operate all bank accounts and fixed deposits of Kerala Orthopaedic Association in the following banks. Canara Bank (Kadavanthra Branch, Kochi), Federal Bank (Elamakara Branch, Kochi), Dhanalaxmi Bank (Shanmugham Road Branch, Kochi), HDFC Bank (Banerjee Road Branch), SBI (Vytila Branch) and Federal Bank (Vytila Branch).

The Special General Body ratified all the acts done by Dr. Sethu Sivan in the capacity of Secretary-in-charge, on behalf of the Association and Executive Committee of Kerala Orthopaedic Association since 26.01.2019 and congratulated him for discharging his duties without fear or favour.

The General Body declared that the decision of past Chief Election Officer of Kerala Orthopaedic Association to invalidate the candidature of Dr. Bhaskar Subin Sugath and

the manipulated bylaws relied on by the President of Kerala Orthopaedic Association to justify the said act are incorrect, invalid and unacceptable.

The declaration by Dr. Bhaskar Subin Sugath that he is ineligible to contest for the post of Secretary was wrongly recorded based on a misunderstanding and the General Body unanimously condemned such actions.

Ratification of the decisions of Special Executive Committee meeting held on 12.05.2019

The minutes of the Special Executive Committee meeting held on 12.05.2019 were unanimously ratified by the Special General Body. The Special General Body expressed concern over the defamation notice sent by the President against Executive Committee Members. The Special General Body ratified the Executive Committee decision to proceed with purchase of the office, auditorium, and apartment space at new project of IMA Cochin Foundation and the RTGS transfer of Rs 5 crores to IMA Cochin Foundation. The contract made between Kerala Orthopaedic Association and IMA Cochin foundation was approved by the Special General Body meeting.

The Special General Body approved the findings of Special Executive Meeting on the manipulations of the bylaws. The necessity to have a comprehensive amendment of the bylaws after getting legal advice was expressed by all the members present, and till then the compiled bylaws as presented by Dr.Tajan was agreed to be followed.

Special General Body ratified the executive committee decision to empower the treasurer to proceed with fund utilisation for urgent structural defects in Kerala Orthopaedic

Association house. The decision of executive committee to convene this Special General Body meeting was also ratified with the agenda already circulated.

Appropriate action by the general body regarding the allegations of misconduct and maladministration by the President

The Special General Body found that the act and conduct of the President prima facie was against the interest of the Association. He had even called for a Special General Body today fully knowing about the CME and this Special General Body which in fact was the postponed meeting from 09.06.2019. After creating all these confusions, he had reported in court that he is calling off the said meeting on 29.06.2019 only. The Special General Body observed that the President's act to give affidavit against the Association and production of manipulated bylaws in the Court of Law was highly objectionable. The General Body expressed its unanimous opinion that an enquiry is to be conducted regarding the allegations levelled against the president and appropriate action taken in the matter.

Hence a Sub-Committee is formed consisting of three Senior Life Members of Kerala Orthopaedic Association, Dr. Koshi George T, Dr. Manuel V Joseph and the President elect Dr. Cheriyan Koor to conduct an enquiry into the matter. Dr. Binoy, Dr. Jiju, Dr. Vasudevan, Dr. Sasikumar and Dr. Antony Thoppil highlighted the anti association activities of Dr. Gopinathan. As it was felt that continuation of Dr. Gopinathan as President pending enquiry was undesirable, it was unanimously decided to temporarily remove him from the post of President, and Dr. Jacob P.J, Vice President, put in charge of the president till such time the enquiry is completed.

The subcommittee constituted to conduct the enquiry shall enquire into the allegations levelled against Dr.Gopinathan, President, including

- (i) Act of sending emails to all Kerala Orthopaedic Association members asking them not to attend the Official General Body of Kerala Orthopaedic Association which was scheduled to be held at Trivandrum on 09.06.2019, in spite of the fact that his challenge to the same was repelled by the court.
- (ii) Act of sending emails to all KOA members stating that the Official Special GB of Kerala Orthopaedic Association which was scheduled to be held at Thrissur on 30.06.2019 is illegal and unauthorized.
- (iii) Act of unilaterally calling for a Special General Body of Kerala Orthopaedic Association at Kochi on 30.06.2019 without the approval of the Executive Committee and also when a KOA approved additional CME was happening at Trichur on the same day.
- (iv) Act of not attending the Executive Committee meetings and CMEs of Kerala Orthopaedic Association and trying to disrupt the daily activities of the association.
- (v) Act of unnecessarily challenging the right and authority of the properly installed Secretary-in-charge.
- (vi) Act of filing affidavits in various courts of Kerala and furnishing in evidence a bye law as if that of the association which has neither been minuted, approved or ratified by the General Body of Kerala Orthopaedic Association.

- (vii) Act of sending legal notice for defamation amounting to Rs 3,00,00,000/- (Rupees Three Crores only) each against Executive members of Kerala Orthopaedic Association without any basis or justification.
- (viii) Instigating members to act against the interest of the Association
- (ix) Creating discord and disharmony in the Association
- (x) Indulging in acts and conduct unbecoming on the part of a person holding the responsible post of the president.

It was decided that the Sub-committee will seek explanation from Dr. Gopinathan, conduct an enquiry and suggest appropriate action in the matter.

Appropriate action against persons who have manipulated bylaws in the election process of Kerala Orthopaedic Association 2019

The General Body felt that the person behind manipulation of bylaws should be identified and appropriate action taken. The President has submitted the manipulated bylaws in court without any authority and knowledge of Association. Both Dr. Babu.U.S & Dr. Gopalakrishnan V.N had also produced the manipulated bylaws in court. The Sub-committee entrusted with enquiry regarding the allegation of misconduct of the President will enquire into this act as well.

Compiled bylaws ratification

Dr. Tajan PJ presented the compiled bylaws consisting of the changes in the original registered bylaw of 1992 which were approved by different General Body and Executive Committee meetings held subsequently. The same was ratified and it was unanimously

decided to follow the compiled bylaws as presented for the time being and to make necessary amendments to the memorandum and bylaws as per law and procedure after taking legal opinion from the legal counsel of the Association. A subcommittee consisting of Dr.Tajan.P.J, Dr.Subin Sugath ,Dr Jacob PJ,Dr Vinod Padmanabhan and Dr Sreenath are put in charge to coordinate and finalise the same.

PROPOSED CHANGES IN THE ELECTION PROTOCOL by president elect

The following changes in the election protocol were unanimously approved and accepted by the General Body

1. If a club does not participate in/refuses to participate in/boycotts any election of the Kerala Orthopaedic Association [KOA], eligible voters of those clubs may vote in the adjoining district where election is being held and Returning Officer [RO] should inform the Chief Election Officer[CEO] by Whatsapp/SMS/ and email- the names and KOA membership number of the voters from the other district clubs who have voted there and the CEO shall Inform all the other RO s the names of these voters so as to prevent double voting.
2. The Club Secretary Shall be barred for 5 yrs from contesting any elected or nominated post of the KOA if he refuses to conduct an election of the KOA
3. If the Club Secretary cannot [for reasons other than refusal] conduct an election of the KOA, then he or the Club President will have to nominate a KOA member who has been a Life Member [LM] for at least 5 years

4. If a Club President will not / cannot go as a Returning Officer and will not appoint a substitute, then the [CEO] can appoint a KOA member who is a LM for 5 yrs.' to act as the RO and the substituted RO may be from the same club or another club as per CEO's discretion

5. The KOA office and the Office Secretary shall be involved in all elections of the KOA and all elections of the KOA shall be done through the KOA office only including printing of the Ballot papers and posting/ delivering the ballot papers

6. All meetings of the Election Commission of the KOA [EC-KOA] shall be conducted after informing the members of the EC-KOA by e mail and WhatsApp/SMS and the minimum of 25% of the members should be present for the meeting to be legally valid.

7. The EC-KOA shall have final say in candidate selection issues

8. After any election of the KOA each RO shall send the signed voters list, affidavits of the polling agents, counting sheet/ proforma [signed by all concerned], used and unused ballot papers to the postal address of the CEO by registered post

9. Not mandatory for secretaries to minute the election in club meetings

10. In case of disputes regarding election matters the decision of the General Body of the KOA [annual or special] shall be final

11. A period of one week will be given for candidates and clubs to officially object to the rejection or acceptance of any candidate by sending email to the CEO, EC members and KOA Secretary

12. The EC is bound to give a reply to all these complaints within one week after last date of receipt of complaints.

13. If a candidate or club doesn't receive a reply from the EC within the stipulated time they can take appropriate legal measures

14. Any legal measures taken without approaching the EC will be considered as an anti Association move and appropriate action would be taken by the GB for the same

Any other matters

The Special General Body ratified the appointment of Advocate Shyam Padman as the Legal Advisor of Kerala Orthopaedic Association by the Legal Cell of KOA, and any change in the said appointment shall be made by the General Body only. The Special General Body observed that KOA had planned to convene Special General Body at Hotel Dimora, Thiruvananthapuram on 09.06.2019. Extensive arrangements were made for General Body meeting including the accommodation, refreshments of members, etc. The meeting was planned in a lawful manner in accordance with registered bylaws. But two life Members of Kerala Orthopaedic Association namely Dr. Gopalakrishnan VM and Dr. Babu U S filed a case against conduct of Special General Body meeting due to which the Association has incurred great losses. Also, Dr. Gopinathan has sent mail to members urging them not to attend General Body meeting inspite of the fact that he did not succeed in getting any injunction order in the case filed by him. The Special General Body decided to proceed with necessary legal steps to recover the aforesaid loss from Dr. Gopalakrishnan, Dr. Gopinathan and Dr. Babu.

Vote of thanks proposed by Dr. Bhaskar Subin Sugath, Honorary Secretary, Kerala Orthopaedic Association. Meeting concluded with recital of National Anthem.

Sd

Honorary Secretary

Sd

President in Charge