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PART-I

SINDH INSTITUTE OF OPHTHALMOLOGY AND VISUAL SCIENCES

Hyderabad dated the 20th September, 2021.

NOTIFICATION

No. 3400/SIOVS/(Rules)2021:- In exercise of the powers conferred by section 24 read with section 9(1)(ix) of the Sindh Institute of Ophthalmology and Visual Sciences Act, 2013 (**as amended from time to time**), the Board of Directors of the Institute with the approval of Government of Sindh, are pleased to make the following rules to regulate the conduct of business of the Board.

1. **Short title and commencement.-** (1) These rules may be called the Sindh Institute of Ophthalmology and Visual Sciences (Conduct of Business) Rules, 2021.

(2) These rules shall come into force with immediate effect.

2. **Definitions.** (1) In these rules, unless there is anything repugnant in the subject or context, the following expressions shall have the meaning as assigned to them:-

- (a) "Act" means the Sindh Institute of Ophthalmology and Visual Sciences Act, 2013 (Sindh Act No.XXVI of 2013);
- (b) "Board" means the Board of Directors of Sindh Institute of Ophthalmology and Visual Sciences constituted under the Act;
- (c) "Chairperson" means the Chairperson of the Board;
- (d) "Institute" means the Sindh Institute of Ophthalmology & Visual Sciences, Hyderabad;
- (e) "meeting" means a meeting of the Board;
- (f) "member" means a member of the Board;
- (g) "Secretary" means the Secretary of the Board;

3. **Meetings of the Board:** (1) The ordinary meeting of the Board shall be held on such date and time as may be fixed by the Executive Director and shall be communicated to the Chairperson at least two weeks in advance.

(2) The meetings shall be held in the premises of the Institute atleast twice in a year with the gap of at least three months.

(3) The Secretary shall issue notice of the meeting together with a copy of the agenda to all members including special invitees such as Certified Public Accounts, Legal Advisor, or other professionals to attend the meeting; provided that the special invitees shall not have right to vote.

(3) The proceedings of the meeting of the Board shall be conducted in a predetermined procedure of agenda items as stated in the meeting notice. However, the procedure may be changed with the approval of a majority of members present at the meeting.

(4) No meeting shall be adjourned until the agenda thereof is disposed or a resolution of adjournment is passed by the majority of the members present. The meeting chair may decide a short break during the proceedings of a board of the meetings.

(5) If at any time during the proceedings of the meeting, the members sitting at the meeting are less than one third of the total members, then upon motion by the members sitting at the meeting, the Chair shall declare a adjournment of the meeting.

4. **Quorum.** (1) The quorum for a meeting shall be one third of the total number of the members, a fraction being counted as one.

(2) The quorum shall be necessary throughout the meeting and the Chair shall be responsible for ascertaining and announcing the presence of a quorum during the meeting.

(3) A meeting shall be adjourned for want of a quorum but no quorum shall be necessary at a meeting held after the meeting which was adjourned for want of quorum.

(3) When a meeting of the Board is held, an attendance book shall be made ready for signature by the members.

5. **Agenda.** (1) The agenda for a meeting shall be prepared by the Secretary with the approval of the Chairperson.

(2) The agenda for an ordinary meeting shall be prepared in the following order:-

- (a) confirmation of the minutes of the previous meeting;
- (b) all matters deferred in previous meeting including direction of Government, if any;
- (c) reports of the committee or sub-committee;
- (d) any other business with the permission of the Chairperson.

(3) The agenda for special meeting shall be prepared in the following order:-

- (a) consideration of the matter for which the meeting has been convened;
- (b) any other business approved by the Chairperson.

(4) Subject to the availability and the orders of the Chairperson, the members shall be provided copies of documents or information relating to the matters on agenda.

6. **Supplementary Agenda:** (1) In case any occasion arises, supplementary agenda may be issued by the Executive Director two days before the meeting.

(2) Items included in the agenda or supplementary agenda may be taken up for consideration in such order as may be deemed fit by the Chairperson, which includes reports and discussion as under:-

(i) **Reports:-**

- a) Minutes of the last meeting and actions arising;
- b) Reporting on important financial and administrative matters;
- c) Reporting on internal audit activities;
- d) Other important matters to be reported.

(ii) **Discussions:**

- a) Items discussed and continued from last meeting;
- b) Items for discussion at this meeting;
- c) Extraordinary motions.

7. **Special Meeting.-** A special meeting of may be convened at the request of one-third of the members to discuss a particular issue. Agenda for such a meeting shall be circulated at least three days before the meeting.

8. **Emergency Meeting.-** In case of an emergency, the Chairman may call a meeting at 24 hours' notice. Circulation of agenda in such a case would not be necessary.

9. **Presiding Over the Meeting and the Convener.-** (1) The meeting shall be presided over by the Chairperson. In the absence of the Chairman due to any reason, the meeting shall be presided over by Vice-

Chairperson and in the absence of both, the member appointed by the members present.

(2) In the absence of the Executive Director, the Director (Administration) shall act as the Secretary of the meeting.

10. **Conduct of Business:** (1) The Chairperson shall control the order in which members of the Board may address the meeting and the manner in which the business may be conducted timely in a fair manner. Decisions of Chair are final on questions of procedure, except that any ruling can be appealed to a vote of the Directors. If a ruling of the Chair is corrected by the meeting, the Chair shall amend its ruling to reflect the will of the meeting.

(2) Any member or person admitted to a meeting of the Board who, in opinion of the Chair, misconducts himself must withdraw from the meeting at the order of the Chair; provided that, for greater certainty, such order shall be considered to be a ruling by the Chair on a point of order and may be challenged in the manner contemplated by the procedure. In event that such a person refuses to withdraw, the Chair has the power to declare a short recess or to adjourn the meeting and may declare that the continuation of the recessed or adjourned meeting shall be in camera.

(3) Members when speaking shall address the Chair. No member shall, without special leave from the Chairperson, speak more than once on the same proposition.

(4) No members shall address the meeting on the issue after the Chairperson has called for vote.

11. **Decisions.** (1) All matters in the agenda shall be decided by the majority of votes of the members present in the meeting.

(2) The voting shall be by show of hands.

(3) The result of the voting shall be declared after the voting by the Chairman and such declaration shall be final and conclusive.

(4) In the case of equal voting, the Chairman shall have a second or casting vote.

12. **Proceedings & Validation of Proceedings:** (1) The proceedings of the Board shall not be invalidated on the grounds that either any member did not receive the notice or agenda and working papers or both for the meeting, or the availability of a vacancy in the Board due to expiry of the term of office of any member or any other cause.

(2) Minutes of the proceedings of each meeting shall be drawn up by the Secretary.

(3) The minutes shall comprise of only the names of members present at the meeting and the number of items brief notes and decisions taken.

(4) The minutes shall be submitted to the Chairperson for approval and signed by the Chairperson and thereafter a copy thereof shall be supplied to every member.

(5) A copy of the minutes of the proceedings of each meeting duly confirmed shall be recorded in a minutes book maintained for the purpose.

(6) Copies of the proceedings shall be circulated among all the member.

(7) After the authentication of the proceedings, two master copies shall be kept under lock and key in the office of the Chairman and the Executive Director. Every page of the master copies shall be signed by the Secretary.

(8) If any member draws the attention of the Secretary or the Chairperson to any discrepancy between a decision taken and its record in the proceedings, the views of the member shall be placed before the Chairperson whose judgment shall be forwarded to the member concerned. If the member is still not satisfied, the matter shall be placed

before the Board at its next meeting, without prejudice to the action taken.

13. Appointment of Committees/Sub-committees. (1) The Authority may appoint such number of committees and sub-committees as may appear to it to be necessary for technical and other advice on matters referred to it.

(2) The business of every committee and sub-committee shall be conducted in such manner as it may decide.

(3) Every committee or sub-committee shall be headed by a convener appointed by the Chairman.

(4) The convener, if present, shall preside at the meeting of the committee.

(5) In the absence of the convener, the members of the committee shall elect one of them to preside and the member so elected shall exercise all powers of the convener under these rules.

(6) The proceedings or report of the committee or sub-committee shall be submitted to the Chairman as early as possible for placing it before the Authority.

14. Remuneration for committee or sub-committee. The members of the committee or sub-committee shall be honorary members and shall not be paid any remuneration except the expenditures which may include travel, boarding and lodging costs, their rates as may be determined by the Authority.

15. Correspondence to be conducted by the Secretary. (1) All correspondence of the Board with Government or any authority or person shall be conducted by the Secretary of the Board.

16. Procedure for re-consideration of previous decisions: Any previous decision of the Board shall not ordinarily be re-considered within two years of the decision of the Board in subsequent meetings without the permission of the Board, or unless a written request is received from two thirds of the total number of members for reconsideration.

17. Proposition of amendment of regulations. Any proposition of amendment of these rules shall be submitted to the Chairman in writing submitted by at least five members and if the proposition is passed by votes not less than one third of the members, the proposition shall be carried out in these rules with the approval of Government.

EXECUTIVE DIRECTOR