



THE CONSTITUTION OF THE COMMONWEALTH MEDICAL ASSOCIATION

1. ESTABLISHMENT

- 1.1 The Association shall be known as the Commonwealth Medical Association, hereinafter also referred to as the Association.
- 1.2 The official language shall be English

2. AIMS AND OBJECTIVES

The Commonwealth Medical Association is a non-governmental organization whose main aim and objective is to assist and strengthen the capacities of national medical associations of countries within the Commonwealth to improve the health and wellbeing of their communities by:

- 2.1 Providing technical advice and co-operation to national medical associations in developing countries;
- 2.2 Enabling national medical associations to participate and co-operate with other appropriate organizations and among themselves in projects designed to improve the health and welfare of their communities;
- 2.3 Assisting national medical associations to formulate and to enforce principles of medical ethics with special reference to the protection of human rights;
- 2.4 Co-operating with national medical associations in the provision, where appropriate, of continuing professional development, including distance learning for doctors isolated in small island areas and other deprived conditions.
- 2.5 Communicating with member associations regularly on news and information about developments in the field of health with special reference to the situation in developing countries of the Commonwealth.
- 2.6 Co-operating with the work of the Commonwealth Health Ministers and with relevant programmes of the United Nations.
- 2.7 Establishing a Trust and/or such appropriate body for the purposes of enhancing the goals and objectives set out above;

3. POWERS OF THE ASSOCIATION

- 3.1 The Association may make such by-laws and rules as may be deemed necessary for the governance and management of the Association's business and affairs, including the qualifications, classification, admission and expulsion of members, the subscriptions and the repeal of part or all of its by-laws and the constitution as it may deem fit.
- 3.2 The Board of Directors of the Association, established as a limited liability entity, shall be the members of the Executive as defined in article 8.
- 3.3 No member or officer of the Association shall, merely by reason of such membership, be or become personally liable for any of its debts and obligations.
- 3.4 The Association may receive, acquire, accept, and hold real and personal property by gifts, purchase, legacy, lease or otherwise for the purpose of the Association and may sell, lease or invest or otherwise dispose thereof in such manner as it may deem advisable for such purposes.
- 3.5 The Association may hold meetings and conferences and generally carry on all such lawful activities as may be incidental to the promotion or the carrying out of its aims and objectives.

4. MEMBERSHIP

- 4.1 Full membership of the Association shall be open to the national medical associations within the Commonwealth.
- 4.2 Associate membership without voting rights shall be available to national medical associations of countries outside the Commonwealth upon such terms and conditions as shall be determined by the Council.
- 4.3 Members of the Association, as a condition of membership, shall agree to accept, uphold, and be governed by the by-laws of the Association in force at the time of becoming members and any amendments or conditions which may from time to time be made to the by-laws, and shall further agree to abide by and accept the rulings and decisions of the Council of the Association.
- 4.4 Notice of termination of membership by any national medical association shall be in writing to the secretary of the Commonwealth Medical Association at least six months before the next annual subscription is due.
- 4.5 Membership shall be suspended, subject to the approval of the Council, by a simple majority whenever a subscription has remained unpaid for two consecutive years unless Council by prior approval granted dispensation for good reason.
- 4.6 Expulsion of a member shall be by two-thirds majority vote of the Council, and such request or motion can be considered only after due notice in writing has been given to all members at least six months prior to the scheduled meeting or voting on such matter.

5. REGIONS

- 5.1 The Council of the Association shall determine the regional groupings of the association.
- 5.2 The Commonwealth Medical Association shall for the meantime organized into six Regions namely;
- i. European
 - ii. Canadian/Caribbean
 - iii. South East Asian/Australian
 - iv. Central Asian
 - v. West African
 - vi. Central, Eastern and Southern African

6. FINANCIAL PROVISIONS

- 6.1 There shall be an annual subscription for members of the Association to be determined by the Council and such subscription shall apply between the Triennial meetings of the Council.
- 6.2 The due date for the payment of the annual subscription shall be the 31st of January each year.
- 6.3 Any member which fails to remit the annual subscription six months after the due date shall be declared as not being in good standing.
- 6.4 Any national medical association which is not in good standing shall lose its rights to contest and vote at elections and meetings of the Association and failure of any member to pay the annual subscription for two consecutive years shall attract the withdrawal of further privileges of membership to be determined by the Council.
- 6.5 The financial year of the Association shall commence on the 1st of January each year and end on the 31st of December of the same year.
- 6.6 A three-year budget shall be prepared by the Treasurer for the prior consideration of the Executive and final approval by the Council at its triennial (regular) meeting.
- 6.7 The Council shall appoint a professionally qualified Auditor where necessary at its triennial meeting or by the Executive to audit the accounts of the Association until the subsequent triennial meeting and such Auditor shall be eligible for re-appointment.
- 6.8 The accounts of the Association audited or unaudited for each preceding year shall be submitted by the Treasurer for approval by the Executive by the 30th of June each year, and subsequently circulated to all member associations within two months of its approval.

7. THE COUNCIL

- 7.1 The Council shall be the highest decision making body of the Association and it shall consist of the following members

- I. The Officers (Executive) of the Association
- II. The President or Chief Executive Officer of each member association or his/her representative.
- 7.2 The Council shall establish such committees as may be necessary for the execution of the Association's activities.
- 7.3 The Council shall approve expenditures on behalf of the Association for the purchase and management of any real or corporate property of the Association and for all other financial matters.
- 7.4 The Council shall make by-laws and regulations and perform such other functions not elsewhere excluded as shall make for the welfare, order, and good governance of the Association.
- 7.5 The Council may invite observers to its meeting but such observers shall not be eligible to vote.

8. THE EXECUTIVE

- 8.1 The Executive shall comprise of the following officers of the Association; the President, Immediate Past President, Regional Vice-Presidents, Secretary, and the Treasurer.
- 8.2 The Executive shall be the decision making body of the Association in between meetings of the Council and shall at all times act in accordance with the aims and objectives, ethics and policies of the Association.
- 8.3 The Executive shall be responsible for the administration and management of the affairs, including financial matters, of the Association within the policy direction of the Council and in line with the provisions of this constitution.
- 8.4 The agenda for the ordinary meeting of the Council shall be approved by the Executive.
- 8.5 The Executive shall provide for the suitable bonding of all officers and other persons administering the funds and other valuable property of the Association.

9. FUNCTIONS OF MEMBERS OF THE EXECUTIVE

- 9.1 The President shall
 - a. be the Chief Executive Officer of the Association
 - b. chair at all meetings of the Council and the Executive which he/she is present
 - c. in conjunction with other members of the Executive, be principally responsible
 - d. for the efficient and smooth administration and management of the Association in line with the provisions in this constitution.
- 9.2 The Regional Vice-Presidents shall
 - a. be responsible for promoting the aims and objectives of the Association within their regions
 - b. submit quarterly report of activities within their regions to the

Secretary for inclusion in the appropriate reports of the Association and publication in the CommonHealth.

- c. assist the President in the discharge of his/her responsibilities.

9.3 The Immediate Past President shall

- a. avail his/her experience and knowledge in office to effectively advise the Executive.
- b. perform such other duties as the Executive may decide.

9.4 The Secretary shall

- a. directly be responsible for the administration of the Association's secretariat and the production of the CommonHealth.
- b. ensure that the minutes of all meetings of the Council and the Executive are accurately recorded and kept.
- c. present an annual report and a triennial report of activities of the Association to the Executive and the Council respectively.
- d. in consultation with the President deal with all correspondence of the Association.

9.5 The Treasurer shall

- a. keep books of account of the Association and proper records in relation to the accounts.
- b. ensure that the funds of the Association are maintained in recognized and reputable bank(s) as the Executive shall determine.
- c. prepare the three-year budget of the Association for the consideration of the Executive and final approval by the Council at its regular (triennial) meeting.
- d. ensure that the accounts of the Association for the preceding financial year are audited not later than the 30th of April each year, and presented to the Executive for approval by the 30th of June of the same year.

10. MEETINGS OF THE ASSOCIATION

10.1 Meetings of the Council

- a. The Council shall hold its regular meeting every three years (Triennial) at such time and place to be determined by the Council.
- b. All member associations shall be given notice with the agenda at least three months prior to the holding of the regular meeting.
- c. Special or extra-ordinary meetings of the Council may be called by the Executive or on petition by one-third of the member associations in good standing, provided that in either case at least two months notice with the agenda shall be given in writing to members of the Association.

10.2 Meetings of the Executive

- a. The Executive shall meet immediately prior to the regular meeting of the Council and at least once in between the regular meetings of the Council. The President or one-third of the membership of the Executive may call for a special meeting of the Executive, the reason(s) for which shall be stated and at least four weeks notice

- given for such meeting.
- b. At other times the Executive may conduct its business by post, internet or other appropriate methods of communication.
 - c. Decisions of the Executive may be subject to review by the Council as far as practicable.
- 10.3 In the absence of the President, the Executive shall nominate one of the Vice-Presidents to chair the Executive or Council meeting.
- 10.4 Any Committee appointed by the Council or Executive shall operate with terms of reference and regulations clearly defined by the appointing Authority and in line with the provisions in this constitution.
- 10.5 At any meeting of the Council, Executive or a Committee the quorum shall be one-third of the members eligible to vote at the meeting BUT in any situation not less than two.
- 10.6 Unless otherwise stated in this constitution, decisions of meetings of the Association shall be taken by a simple majority.
- 10.7 In the event of a tied vote count, the Chairman of any meeting of the Association shall have a casting vote.

11. ELECTIONS

- 11.1 Duly completed nominations for election must be received by the Secretary at least six months prior to the regular meeting of the Council and shall be circulated to all member associations three months before the meeting called for the election.
- 11.2 At the close of nominations if there is no nomination for particular positions the Council shall have the power to fill such vacant post at the meeting for elections.
- 11.3 Officers of the Association shall be elected as part of the regular meeting of the Council held triennially.
- 11.4 The national medical association of the country hosting the triennial meeting of the Council shall nominate the candidate for the Presidency and the President shall be elected upon confirmation by the Council, failure of which a fresh nomination shall be made by the association concerned for confirmation by the Council before the dissolution of the meeting.
- 11.5 In the election of Regional Vice-Presidents, only members of the Council with membership of the national medical associations from the specific region shall be eligible to vote.
- 11.6 The nominations of the Secretary and Treasurer shall be made by any national medical association in good standing and in accordance with article 11.1 and they shall be elected by the Council at the triennial meeting.
- 11.7 At all elections, member associations which are not in good standing shall not be eligible to present candidate(s) nor vote in the election.
- 11.8 Officers elected at the triennial meeting of the Council shall assume office at the end of the meeting.

- 11.9 In the absence or incapacitation of the President, the Secretary shall initiate processes for the Executive to nominate one of the Vice-Presidents to act until such time that the President is able to resume duty or until the next regular meeting of the Council whichever is earlier.
- 11.10 In the absence or inability of any Vice-President to function, the Secretary shall in consultation with the President initiate processes for the region concerned to approve a member of the national medical associations in the region to act until the next regular meeting of the Council.
- 11.11 In the absence or incapacitation of the Secretary, the President shall nominate one of the Vice-Presidents for approval by the Executive, to act to complete the term of office.
- 11.12 In the absence or incapacitation of the Treasurer, the President shall nominate one of the Vice-Presidents to act until the next regular meeting of the Council.

12. ETHICS

- 12.1 The code of ethics of the Commonwealth Medical Association shall be such as may be determined by the Council as a guide to the member associations.

13. PUBLICATION

- 13.1 The official publication of the Commonwealth Medical Association shall be known as the CommonHealth which shall be circulated to all member national medical associations.

14. AMENDMENTS

- 14.1 Provisions of this constitution may be amended by a two-thirds majority of members eligible to vote and present in person at the meeting of the Council for such amendment(s), providing that six months notice in writing shall have been given to all member associations.

REVISED AND ADOPTED AT THE 20TH TRIENNIALCOUNCIL MEETING,
AT ELMINA, GHANA, NOVEMBER 2004 AND
AMENDED AT THE 21ST TRIENNIAL MEETING AT CHENNAI, INDIA
NOVEMBER, 2007.