

UERMMMMC Medical Alumni Association of America, Inc.  
MARVA DC CHAPTER



Constitution and By-laws

Preamble

We, the medical alumni of the University of the East Ramon Magsaysay Memorial Medical Center, imploring the aid of the Almighty, in order to protect, preserve and promote our interests and that of the Medical Center, unify the alumni of the Mid-Atlantic States and uphold the highest ideals of the medical profession, do hereby ordain this constitution and by-laws.

Article I: NAME

The name of the organization shall be the University of the East Ramon Magsaysay Memorial Medical Center (UERMMMMC) Medical Alumni Association of America, Inc, Maryland, Virginia, and Washington DC (MARVA DC) Chapter, a 501 (C) 3 organization.

Article II: MEMBERSHIP, Alumni Association

Section 1: Nature or Identity of Members. The membership shall be extended to graduates of the UERMMMMC who continuously meet the standards set forth in these constitution and by-laws.

Section: 2 Qualifications for Membership. The members of the Association shall be composed of the medical alumni who shall have made application for membership to the Association on forms provided by the Association, and who shall have paid the annual dues for membership as determined from time to time by the Association.

Section 3: Conditions and duration of Memberships. Members shall retain their status as members provided they pay any or all annual dues imposed by the Association upon its members. Membership is based on calendar year from January 1, to December 31.

#### Article III: Categories of Members

Section 1: Members. The membership shall be divided into Active, and Associate Members.

Section 2: Active Members. Alumni who have paid their annual dues, shall be eligible to vote, to hold office and to serve on standing committees. This also includes Alumni who do not reside within the geographical limits of the Association but would like to be active members.

Section 3: Associate Members. Physicians who may (see Article III, section 4) or may not be alumni of UERMMMC, active or retired, of outstanding reputation – civic or scientific – they shall not be eligible to vote, to hold office, but they can serve on standing committees and are exempt from annual dues.

Section 4: All members of the Young Alumni Development Program irrespective of their geographic region shall be classified as active members for the duration of their residency training. The annual membership fee shall be waived during their residency after which the membership will revert to an associate membership unless the annual fee is paid.

#### Article IV: Officers

Section 1: Officers of the Association.

(A): The Officers of the Association shall be:

1. President
2. Vice-President
3. Secretary
4. Treasurer
5. Business Manager (maximum of 2 positions)
6. Public Relation Officer

Section 2: Qualifications of Officers. Officers shall be active members of the organization.

Section 3: Election of Officers.

(A): The election of Officers shall be held every two (2) years at the annual meeting of the Association by the active members between September 1 and October 31<sup>st</sup> of the calendar year.

(B): The Nominating committee shall consist of five (5) active members. One of whom shall be a past president. The chairman of the committee shall be the past president of the organization, who shall appoint the members of the committee if there are not enough volunteers. The committee shall not nominate one of its own members to be an officer.

Section 4: Term of Office.

(A): The President shall serve a 2-year term from the election date or until a successor is elected. The President may not serve more than two consecutive terms, but he may be re-elected only after the passage of one term following his two previous terms.

(B): All the officers of the association may, having been dully elected every 2 years, hold office for any unlimited number of terms, except the President, whose term of office shall be determined by the terms of Section (4A)

Section 5: Vacancies in Office. Vacancies in office during the two year term, shall be filled by the President. If there is a vacancy in the office of the President, the Vice-President shall serve out the remaining term.

Section 7: Duties of Officers.

(A): President: The President shall be the chief executive officer of the Association and shall have charge and control of its business affairs and properties. He shall preside at all its business affairs and properties. He shall preside at all meetings of the members, regular or special. He shall appoint all chairperson of all committees, act as chairperson of the Executive Committee; and shall be an ex-officio member of all committees. He shall perform such duties as may be imposed on him by the Association and in general as pertaining to his office.

(B): Vice-President:

In the absence of the President, he shall assume all the duties and have the authority of the President. He shall automatically succeed the President when the latter is unable to serve for any reason. He shall serve as member of the Executive

Committee; he shall perform such other duties as may be assigned to him by the Executive Committee or by the President.

(C): Secretary: the Secretary shall keep an accurate minutes of all meetings; maintain an official and updated list of all members of the Association in coordination with the Treasurer and Chairperson of the Membership Committee; be responsible for issuing agenda for all regular and special meetings; keep a copy of all official correspondence of and to the Association including newsletters, souvenir programs, etc., for the archives of the Association; keep an attendance record of all meetings; be custodian of reports submitted by committee chairpersonships; Constitution and by-laws and Amendments of the Association; notify committee members of their appointments; perform such duties as may be assigned to him/her by the Executive committee or by the President; be a member of the Executive committee; be responsible in transferring all records of the Association in the first meeting of the year of the Executive committee to the incoming secretary.

(D): Treasurer: The Treasurer shall be responsible for issuing notice and collection of annual dues, keep an accurate record of all business transaction of the Association, keeping receipts, disbursement and record of assets and liabilities of the Association on time; be custodian of all moneys received and submit an accounting slip to the President for auditing before depositing them in a local bank; prepare after every affair a financial statement of expenses and income to be presented in the next general meeting of the year; be responsible for obtaining an official audit by a C.P.A. of the finances of the Association if necessary; transfer all books, accounts and checks to the incoming treasurer at the termination of his/her term; be custodian of the properties of the Association and shall be responsible for transfer of the properties, all transfer logged in an official record book at the end of his/her term; perform such other duties assigned to him/her by the Executive committee or by the President; and shall as a member of the Executive Committee.

(E): Public Relations Officer. The Public Relations Officer shall be responsible for building a good public image of the Association through the release of publications and communications with the news media. He shall serve as a liaison with the other Alumni Associations with other states and other organizations shall perform such duties as are from time to time assigned to him by the President and the Executive committee. He shall serve as member of the Executive Committee.

(F): Business Manager. The Business Manager shall be responsible for planning the medical, educational and fund raising programs and affairs of the Association, and shall report to the Executive Committee his findings and calculations concerning the costs and expenditures to be made heretofore. The business manager shall be authorized to perform all business functions and transactions at the direction of the President or Executive Committee, including the filing of the annual tax returns, and shall perform such duties as are from time to time assigned to him/her by the President or by the Executive committee. He shall serve as a member of the Executive Committee.

#### Article V: Advisers to the president

Section 1: The president shall elect a minimum of 3 members and a maximum of 5 members. There will be no exception.

Section 2: One of the member of the advisers has to be a past president of the organization, preferable the immediate past if he/she accepts.

Section 3: The term of the advisers will be for one term of the president that chose them. The president reserves the right to replace any of the advisers without any reason during their second term if the president is re-elected.

#### Article VI: The Executive Committee

Section 1: Members. The Executive committee shall consist of elected officers of the Association and the chairpersons of all committees.

Section 2: Duties. The property and business of the Association shall be managed under the direction of the Executive Committee. By way of generalization and not limitation, the Executive committee shall:

(A): Conduct parliamentary business of the Association; discuss, revise, and approve committee reports.

(B): Act as overseer on the conduct of the duties of all officers and committees.

(C): Initiate an annual plan in carrying out the objectives, interest, and policies of the Association.

(D): Order payment of all legal debts of the Association and authorize routine disbursements.

(E): Receive a financial report of all the expenses and income after each activity from the treasurer.

(F): Audit the annual report of the treasurer or supervise the auditing by any designated committee.

(G): Supervise the transfer of any property, reports and records of the Association at its first meeting of each fiscal year to the new administration.

(H): Take interest in the continuation and function of the Association.

(I): Actively participates in planning and fostering new membership and maintaining current membership.

(J): Actively plan annual activities that will project the Association's purposes, interest and existence.

(K): To carry on all other activities required by the business and interests of the Association as may from time to time be agreed upon by the Executive Committee.

## Article VII: Committees.

Section 1: Committees. All committees shall be standing and special. All standing committees shall be appointed by the President, subject to the approval by the Executive Committee. All special committees shall be appointed by the President, to study and report on or to implement particular matter to report before the Executive Committee.

Section 2: Nominating Committee. This committee shall nominate candidates for the officers of the Association. It shall distribute to all voting members a list of its nominees at least two weeks prior to the date of election.

Section 3: Membership Committee. This committee shall plan for canvassing of membership and shall review all applications and submit them to the Executive Committee.

Section 4: Scientific Program and Education Committee. This committee shall prepare and arrange scientific programs, CMEs of the Association. This committee will work closely with the YADP committee to help ensure the research projects of the young alumni are included in the scientific agenda of the association and when appropriate the national chapter.

Section 5: Social Committee. This committee shall plan and arrange the social functions of the Association for the year.

Section 6: Young Alumni Development Program (YADP). This committee shall be headed by an individual appointed by the president. The number of members of this committee shall be determined by the chairperson of the committee. This may change from year to year. This committee shall be responsible for the mentorship young alumni who request its services.

Section 7: Finance Committee. This committee shall be headed by the treasurer. The members of this committee shall be composed of volunteers and those appointed by the treasurer. The number of members of this committee shall be determined by the treasurer. This may change from year to year. The committee shall be responsible for planning and outlining the financial responsibility of the projects undertaken by the organization.

Section 8: AdHoc committees. These are committees that are created by the president to handle specific agenda of the organization. The term of these committee will begin on the date created by the president and shall terminate at the submission of the final report or when dissolved by the president.

## Article VIII: Meeting

Section 1: Records. Records of attendance and minutes that reflect the transactions, conclusions and recommendations shall be kept.

Section 2: Annual Meeting. The annual meeting shall be held in the month of September/October for committee reports and for transaction of other Association business as may come before the meeting. The Executive committee

may change the date of the annual meeting to no earlier than July and no later than the month stipulated in the bylaws provided 50% of the membership would be able to attend.

Section 3: Special Meetings. These meetings shall be called for urgent matters on recommendation of the President with the approval of the Executive Committee. Notice for all special meeting shall be sent to all members at least 14 days prior to the date of the meeting and shall state the precise purpose or purposes of the business to be transacted.

Section 4: Notice of Meeting. Notice of each regular or special meeting shall be sent to each member by the secretary in which the place, date and agenda of the meeting will be specified.

Section 5: Conduct of Meetings. Meetings shall be presided over by the President of the Association or, if he is not present, by the Vice-President, or if none said officers is present, by a chairman to be elected at the meeting. The secretary of the Association, or if he/she is not present, the President or the presiding officer may appoint a person to act as Secretary of the meeting. The conduct of the meeting and parliamentary procedures shall be in accordance to Robert's Rules of Order unless otherwise stated in these By-laws.

Section 6: Voting. At the meeting of members, every member whose annual dues are paid in full as of the date of the meeting shall be entitled to vote, and every member entitled to vote, therefore shall have one (1) vote. Such vote may be either in person, by mail or by an alternative method approved by the executive committee upon the recommendation of the nominating committee.

Voting during the election of officers shall be conducted by open vote. The mail in votes will be opened by the chairperson or representative of the nominating committee at the time of the election. The ballots will be opened after the open vote of the members present at the annual meeting. The deadline for the mail in ballot will be determined by the nominating committee.

## Article IX: Removal from Office

### Section 1:

Only active members have the right to ask for removal proceedings against any officer.

Section 2: Any officers may be removed from office

Section 3: If any officer other than the secretary is being removed the secretary shall head the committee formed to evaluate the merits of the removal complaint.

Section 3a: The committee shall be composed of 5 members including the chairperson.

Section 3b: The committee has 90 days to provide a report of whether the officer should be removed or not.

Section 4: Grounds for Removal

Section 4a: If the offense deemed not a ground for removal the committee will provide a written report and the chairperson will convene a special meeting within 90 days to provide a report to the general members

Section 4b: Once it is determined by the removal committee that the officer has committed a removal offense, a special meeting of the members shall be convened within 60 days to provide the members with the report of the removal offense.

Section 5: The general membership will vote on a special meeting date within 60 days of the report of the chairperson regarding the officer in question.

Section 5a: A quorum of  $\frac{1}{2}$  of the active membership must be present for the removal vote to take place. If there is no quorum present during the removal vote the proceeding will be deemed void and the officer will not be impeached. No further removal proceedings will take place for the same complaint.

Section 5b: A  $\frac{2}{3}$  vote of the members present will determine the results of the proceeding.

Article X: Amendments

The Executive committee shall have the power and authority to amend, alter or appeal these By-laws or any provision thereof, and may from time to time make additional By-laws subject to the approval of a 50% + 1 vote of the active members of the Association present.

IN WITNESS WHEREOF, We, the officers of the University of the East Ramon Magsaysay Memorial Medical Alumni Association of Maryland, Virginia, and Washington D.C., have hereunto set out hands and seals this \_\_\_\_\_ day of \_\_\_\_\_, 1990.

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Witness

Adolfo M. Alonso, M.D.  
President

STATE OF MARYLAND

COUNTY OF \_\_\_\_\_ To Wit \_\_\_\_\_

I HEREBY CERTIFY that on this \_\_\_\_\_ day of \_\_\_\_\_, 1990, before me, the subscriber, a Notary Public for the \_\_\_\_\_ County and State aforesaid, personally appeared the above signators, and made an oath in due form of the law that the matters and facts set forth in the foregoing document are true and correct to the best of their knowledge, information and belief.

AS WITNESS WHEREOF my hand and Notarial Seal.

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Notary Public

My Commission Expires: \_\_\_\_\_

Amendments to the Constitution and By-laws were approved by the Executive Committee November 1, 2003. The CBL Committee was chaired by Ana Maria G. Pasatiempo, MD.

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Renato O. Flores, M.D.  
President

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Isabelita B. Casibang, M.D.  
Adviser

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Abner P. Pasatiempo, M.D.  
Vice-President

---

Samuel Dona, M.D.  
Adviser

---

Ana Maria Guanlao-Pasatiempo, M.D.  
Secretary

---

Bayani Elma, M.D.  
Adviser

---

Myrna Ortega, M.D.  
Treasurer

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Reynaldo Meneses, M.D.  
Adviser

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Rogelio Sion, M.D.  
Adviser

Amendments to the Constitution and By-laws were approved by the Executive Committee and the General Membership on November 8, 2008. The CBL Committee was chaired by Bhagwan Moorjani, MD.

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Witness Ana Maria G. Pasatiempo, MD  
President

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Witness Myrna Ortega, MD  
Vice-President

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Witness Nathalie Bernabe-Quion, MD  
Secretary

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Witness Albert Coo, MD  
Treasurer

---

Witness Antolin C. Trinidad, MD  
Public Relations Officer

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Witness Business Manager  
Bhagwan Moorjani, MD

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Witness

Business Manager  
Elwin Bustos, MD

Members of the CBL Committee (2008):

Bhagwan Moorjani, MD  
Chairperson

Joselito Cabacar, MD  
Member

Orson Battad, MD  
Member

Abner P. Pasatiempo, MD  
Member

Isabelita B. Casibang, MD  
Member

Albert Coo, MD  
Member