

**Constitution and Bylaws of Greater St. Louis Chapter of Association of Physicians of
Pakistani Descent of North America (APPNA)**

CABL COMMITTEE

Chair: Nadeem Ahmed M.D.

Co-Chair: Zafar Quader M.D.

Members:

Zia M. Ahmad M.D.

Ishaq Chishti M.D.

Sajid Zafar M.D.

President: M. Haseeb M.D.

November 2011

Constitution and Bylaws of Greater St. Louis Chapter of Association of Physicians of Pakistani Descent of North America (APPNA).

PREAMBLE

We the physicians of Pakistani descent, out of our conviction for our profession do hereby proclaim the establishment of the APPNA Chapter of Greater St. Louis so that collectively we all can uphold ethical and moral values, engage in social and professional activities, and support educational and intellectual pursuits.

To this effect, we hereby set forth and enact the following laws governing the Chapter, which shall be binding on each and all of us in totality, until and unless properly amended by the provisions herein.

Written and developed by:

Chair: Nadeem Ahmed MD Co-Chair: Zafar Quader MD

Members: Zia M. Ahmad MD, Ishaq Chishti MD, Sajid Zafar MD.

President: M. Haseeb MD

NOV. 2011

THE CONSTITUTION

1. NAME

The name of this organization shall be Greater St. Louis Chapter of The Association of Physicians of Pakistani Descent of North America (APPNA), hereafter referred as “the Chapter”

2. AFFILIATIONS

The Chapter shall be an independent, not for profit, professional and educational organization incorporated in the United States of America, and shall have no substantial political affiliations or activities, The constitution of this Chapter shall not be in conflict with the constitution of APPNA.

3. AIMS AND OBJECTIVES

This Chapter is organized for educational and scientific purposes, including for such purposes, the making of distributions to organizations, which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Service Law). The other aims shall be:

3.1 To foster scientific development and education in the field of medicine and delivery of better health care, without regard to race, religion, gender or age.

- 3.2 To assist newly arriving physicians of Pakistani descent in orientation and adjustment.
- 3.3 To institute ways and means to cooperate with other medical organizations in North America.
- 3.4 To encourage medical education and delivery of better health care specifically by arranging donations of medical literature, medical supplies, and by arranging lecture tours, medical conferences, and seminars.
- 3.5 To participate in medical relief, social and other charitable activities.

4. MEMBERSHIP

The membership of the Chapter shall be of the following categories: Active, Associate and Honorary. Unless otherwise specified in the Bylaws, Active members shall be entitled to all the privileges of the Chapter including the right to vote and hold office.

5. INTERNAL STRUCTURE AND ORGANIZATION

5.1 General Body

5.1.1 It shall consist of duly registered members of the Chapter, according to the provisions provided herein.

5.1.2 This will be the supreme authority of the Chapter wielding absolute power on the conduct of the affairs of the Chapter. It, however, for the smoother running of its affairs, will delegate this authority to various components as outlined herein.

5.1.3 All actions taken by an officer or a committee of the Chapter may be approved, rejected, or amended by this body.

5.2 Board of Trustees

5.2.1 It shall act as the overseer and custodian of the Chapter

5.2.2 It shall consist of active members of the Chapter elected as prescribed in the Bylaws.

5.2.3 It shall have control of all fixed assets and property of the Chapter.

5.2.4 In this capacity, the trustees shall be the "Ombudsman" on behalf of the general membership and shall act to preserve and protect the Chapter when threatened to be dissolved.

5.3 EXECUTIVE COMMITTEE

5.3.1 It shall consist of the President, President-elect, Secretary, Treasurer and past President

5.3.2 It shall keep an up-to-date Directory of members.

5.3.3 It shall be the executive body of the Chapter and will be responsible for management of the

affairs of the Chapter

6. OFFICERS AND ELECTED REPRESENTATIVES

6.1 The officers of this Chapter shall be the President, President-elect, immediate past President, Secretary, and Treasurer.

6.2 The President-elect, the Secretary, and the Treasurer shall be elected by the general body, except as otherwise provided by the Bylaws with respect to the filling of vacancies.

6.3 Each member of the Executive Council (EC) of the Chapter shall maintain physical residence in Greater St. Louis Area.

7. FINANCES

7.1 Funds for meeting and expenses of the Chapter activities shall be financed by annual dues, special assessments, and voluntary contributions.

7.2 Annual membership dues and assessments shall be fixed by the Executive Council and approved by the General Body.

7.3 The financial status of the Chapter shall be presented by the Treasurer to the general membership at its annual meeting.

7.4 All funds of the Chapter not otherwise employed shall be deposited from time to time to the credit of the Organization in such banks, trust companies, or other depositories as the EC may select.

7.5 All checks, drafts or other methods for payment shall be signed by the Treasurer or President or an Officer determined by resolution of the Executive Council.

7.6 No part of the net earnings of the Chapter shall inure to the benefit or be distributed to its members, trustees, officers, or private persons, except that the Organization shall be authorized and empowered to pay reasonable compensation for services rendered. No substantial part of the activities of the Chapter shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Chapter shall not campaign on behalf of any candidate for public office. However, EC can lobby for the issues pertaining to the membership. Notwithstanding any other provision of these activities, the Chapter shall not carry on any other activities not permitted to be carried on (a) by a Society exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Code or (b) by a Society whose contributions are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Code.

8. NON DISCRIMINATION

8.1 In the conduct of all aspects of its activities, the Chapter shall not discriminate on the grounds of race, religion or gender as required by law.

9. CONFLICT OF INTEREST

9.1 No person under a duty to promote the interests of the Chapter shall do so when also in a position to promote a competing interest. This shall include all Organization employees, Trustees, Officers, Member and any Member of a Committee.

9.2 When there is a question as to whether a conflict of interest exists, the individual affected shall disclose the potential conflict of interest and any and all relevant information to the Board of Trustees. After disclosure is made, the Board of Trustees shall meet to determine whether a conflict of interest, detrimental to the Organization, exists.

9.3 The EC shall encourage all related parties to prevent a conflict of interest whenever possible

10. BYLAWS

10.1 The Chapter shall adopt Bylaws for the conduct of its affairs in harmony with this Constitution.

10.2 The Bylaws may not restrict or alter any provision defined in this Constitution.

10.3 Robert's Rules of Order shall be adopted for the conduct of the meetings.

11. AMENDMENTS

11.1 Amendments to this Constitution can be initiated by:

11.1.1 10 % of Active members of the Chapter in good standing. OR

11.1.2 Majority of EC members. OR

11.1.3 Majority of Board of Trustees.

11.1.4 The amendments thus initiated shall be referred to the Constitution and Bylaws Committee, which shall report to the Executive Council 30 days before the next meeting, with their recommendations.

11.1.5 The Executive Council will accept, reject or amend these proposals at the first meeting after receiving them. At least two thirds of the Council members must vote to accept an amendment for it to be sent to the General Body.

11.1.6 These amendments will then be circulated to the general body members at least 30 days in advance of the annual general body meeting via either postal mail or electronic mail or both.

11.1.7 The amendments rejected by the Executive Council shall be returned to the proposer who may resubmit it with signatures from 20% of the active members of the Chapter in good standing in which case these amendments shall be circulated to the general membership 30 days prior to the annual meeting and will be presented to the general body for a vote.

11.1.8 An amendment to the constitution shall be approved only in a meeting, with quorum of 50% of active members and shall pass by two third majority vote.

11.1.9 If an amendment fails to be acted upon in a General Body meeting for lack of quorum, a ballot or electronic poll or an email shall be sent within thirty days to the general membership. Return of 80% of mailed ballots or response via e-mail within 30 days shall be required to consider the amendment. Amendment shall pass with 2/3rd majority of the ballots received.

12. DISSOLUTION

12.1 No proposal for dissolution of the Chapter shall be considered unless recommended by the majority of the Trustees and unanimous vote of Executive Council and after 30 days notice in writing has been given to each member in good standing. The Chapter shall not be dissolved if 10% or more of the members in good standing or majority of the Trustees dissent.

12.2 Upon dissolution of the Chapter, the Board of Trustees shall, after paying or making provision for payment of all of the liabilities of the Chapter transfer all assets to central APPNA .

BYLAWS

13. ADDRESS

The Executive Council shall determine the address of the Chapter.

14. COMPOSITION

The Chapter will be made up of General Body, Executive Committee, the Board of Trustees, and Councilors.

15. MEMBERSHIP

15.1 As used in these Bylaws, except as otherwise herein expressly qualified, the term "physician" means a person who has graduated from a recognized medical, osteopathic or dental school.

15.2 There shall be no discrimination on the basis of religion, gender or race.

15.3 Membership will be confirmed by the President-elect of the Chapter subject to membership criteria as defined in the Bylaws.

15.4 Membership year shall be from January 1 to December 31.

15.5 Membership in the Chapter will be suspended for a disciplinary action by a board of Medical Examiner or professional board resulting in revocation of medical licensure.

15.6 Suspended membership may be reinstated by the Board of Trustees at the recommendation of the Executive Council on dismissal of charges and/or the disciplinary action.

15.1 Active Members

15.1.1 Active membership in the Chapter shall be open to anyone who has graduated from a recognized medical, osteopathic or dental school in Pakistan or anyone of Pakistani descent who has graduated from a recognized medical, osteopathic or dental school anywhere in the world.

15.1.2 To be eligible for active membership in the Chapter, a physician must hold an active license in North America and or be involved on a full time basis in Academics, Medical Research or management in any field of Health Care in North America. He/She shall comply with all the provisions of his/her professional society and this Organization.

15.1.3 Active members shall be either annual dues paying or Lifetime members residing in Missouri and contiguous states.

15.1.3.4 Any active member of the Chapter on payment of ten (10) years of current annual dues in one lump sum or in installments, making full payment within one year may apply for Lifetime membership in the Chapter.

15.1.5 Physicians in training may become active members after paying dues as determined by the Executive Council.

15.1.6 Candidates for Physicians-in-Training membership shall provide written proof of being in an approved training program in North America.

15.1.7 They shall have all privileges as active membership.

15.2 Associate Members

The Chapter may elect to give Associate membership to persons of Pakistani descent who have graduated from recognized medical, osteopathic, or dental school anywhere in the world but who are not engaged in a full-time pursuit of activities that would make them eligible for Active Membership. Associate Members may include persons engaged in human sciences and health care services or education on a part-time basis, or may include persons who are awaiting Residency or Fellowship placement. Associate Members must be residing in Missouri or its contiguous states.

15.2.1 Associate members may serve on committees or task forces of the chapter and participate in all of its activities.

15.2.2 They shall not have the right to vote or hold any office in the organization

15.2.3 The Dues of the Associate members shall be equal to 20% of annual dues.

15.3 Honorary Members:

The Chapter may elect as an Honorary Member any person including non-physicians distinguished for services or attainments in medicine or the allied sciences, or who has rendered other services of unusual value to the Chapter or humanity. Honorary Members shall be dues exempt, shall have no vote, and shall hold no office. They may, however, be appointed as members of committees or task forces, etc.

16. DUES AND ASSESSMENTS

16.1 Annual Dues:

16.1.1 Shall be determined by the Executive Council.

16.1.2 The term of annual dues will be the calendar year.

16.1.3 Any member whose dues are not paid by August 31st will be considered in arrears and will not be eligible to vote or hold office in the Chapter that year.

17. GENERAL BODY MEETINGS

17.1 Determination of Time and Place

17.1.1 During each annual session the Chapter may hold one or more General Body meetings.

17.1.2 The number and times of these General Body meetings shall be determined by the Executive Council.

17.1.3 One annual meeting shall be arranged by the Executive Council each year between September & December.

17.1.4 Such meeting shall be presided over by the President, or in his/her absence, the President-elect.

17.1.5 The General Body meeting of this Chapter can be called for a specific purpose by a petition to the Executive Council signed by $\frac{1}{4}$ of Active Members in good standing.

17.2 Actions:

17.2.1 At any General Body meeting of this Chapter, the membership may direct the Executive Council to appoint committees or commissions for scientific, cultural, and social investigations of special interest and importance to the profession and the public.

17.2.2 Such investigations and reports shall not become official actions or expressions of this Chapter until so approved by the Executive Council.

17.3 Quorum:

17.3.1 1/3rd of the voting members constitute the quorum for that meeting. Once the quorum is established the business of the meeting shall continue and all action at the meeting shall be binding, even if the quorum for that session is not present at later times in the meeting.

17.3.2 Once quorum requirements are met, a simple majority of those present will be required for adoption of a resolution.

17.3.3 To reject an action taken by the EC or the BOT, at least 50% of the voting membership will constitute the required quorum. Once the quorum is established, 2/3 majority vote will be required to pass a motion to reject an action taken by the Executive Council or the BOT.

19. BOARD OF TRUSTEES (BOT)

19.1 Composition and Qualification:

19.1.1 The Board shall be composed of five (5) members of the Chapter who have been active members for five (5) years in good standing.

19.1.2 All Trustees shall reside in greater St. Louis during their term of office.

19.1.3 No Trustee shall hold any office during his/her trusteeship.

19.1.4 Any Trustee may, however, be involved in any committee of the Chapter and may chair any special committee at the request of the Executive Council and or the Board.

19.3 Term of Office:

19.3.1 Each member of the Board shall serve for five (5) years except as follows:

19.3.2 The terms of the Trustees shall be staggered so that one Trustees term expires each year and is replaced

19.3.3 An interim Trustee shall be elected according to procedure defined in section 19.4.3. The interim trustee shall serve the remaining term.

19.3.4 A BOT member may only serve a maximum of 2 terms, regardless of whether they are consecutive or not.

19.4 Election

19.4.1 Initial election of Board of Trustees.

The Executive Council shall seek nominations from the voting members of the Chapter for the BOT. After verification of the nominees by the Executive Council, the appointed Trustees shall serve staggered terms viz. 5 years, 4 years, 3 years, 2 years and one year

19.4.2 After initial election, each Trustee shall serve a five year term.

19.4.3 At least one month prior to the annual meeting of the Chapter each year, the Executive Council shall seek nominations from the voting members and shall submit three names to the BOT for consideration for election to the board. The Board shall elect from amongst these three nominees to fill any vacancy on the Board that year. Should the Board reject all three names submitted by the Executive Council, the EC will submit another three new names and repeat the process until the replacement is acceptable by the board.

19.5 Officers:

19.5.1 The officers of the Board shall be a Chairman and a Secretary.

19.5.2 Each shall be elected for one (1) year from amongst the Trustees at their annual meeting.

19.5.3 Each of these two officers may be re-elected for as many terms as the Board may desire.

19.5.4 The Chairman shall be the spokesman and the presiding officer of the Board and the Secretary shall act as the recording officer.

19.5.5 The Chair will only vote if there is a tie.

19.6 Meetings:

19.6.1 The Board shall meet at least twice and one of them at the time and place of the annual session of the Society.

19.6.2 It may hold any number of such meetings as the Trustees may determine.

19.6.3 The Board may be called into session by the Chairman on his/her own or upon the request of the other Trustees.

19.6.4 The purpose of such special session shall be stated in the notice of call and no other business shall be transacted.

19.6.5 A resolution shall be introduced to the Board by a Trustee.

19.6.6 Any meeting can be conducted via teleconference or videoconference except the one meeting to be held at the time and place of the annual session of the Chapter.

19.7 Powers and Duties

19.7.1 As the overseers of the Chapter, the Board shall be the only authority to receive and discuss a proposal of dissolution of the Chapter.

19.7.2 In the event of dissolution as prescribed under Article 10 of the Constitution, the Board shall be the sole body to disperse the assets of the Chapter.

19.7.3 If three (3) Trustees dissent with the majority decision of the general membership, they may, after dispersing the assets retain the papers of incorporation and may revive the Chapter.

19.7.4 The Board of Trustees shall oversee long-range and strategic planning for the Chapter.

19.7.5 Any expenses over five thousand (5,000.00) dollars, which has not been budgeted has to be approved by the BOT.

19.7.6 The BOT will appoint the Ethics and Grievance Committee.

20. EXECUTIVE COMMITTEE

20.1 Qualifications of Officers

21.1.1 All officers of the Chapter shall have been members in good standing for two (2) consecutive years prior to being considered for an office.

20.1.2 All officers shall reside in greater St. Louis area during their term of office.

20.2 President

20.2.1 The President shall be the general executive officer of the Chapter.

20.2.2 He/she shall preside over all meetings of the Chapter.

20.2.3 He/she shall deliver the President's Address.

20.2.4 He/she shall appoint necessary standing and special committee chairs with the consultation of other members of the Executive Council at a Council meeting.

20.2.5 He/she will fill vacancies thereon.

20.2.6 He/she shall be the presiding officer of the Council with the right to vote therein in a case of a tie.

20.2.7 The President shall be the spokesperson of the organization.

20.2.8 All communications with Central APPNA shall be done by the President or his/her designee

20.2.9 He/she shall perform such other duties as are imposed upon him/her by the Constitution

and Bylaws of this Chapter.

20.2.10 The President will serve a term of office for one (1) year.

20.2.11 He/she will hold the office of Immediate-Past President at the conclusion of his/her term as President.

20.3 President-elect:

20.3.1 The President-elect shall act for the President in his/her absence or disability.

20.3.2 Should the office of President become vacant, the President-elect shall succeed to the Presidency for the un-expired term.

20.3.3 The President-elect shall verify the membership.

20.3.4 He/she will hold the office of President at the conclusion of his/her term as President-elect.

20.4 Secretary:

20.4.1 The Secretary shall be an active member of the Chapter.

20.4.2 He/she shall be the recording officer of the EC and the General Body.

20.4.3 He/she shall also discharge the following duties:

20.4.4 He/she shall supervise all arrangements for the holding of each meeting in compliance with the Constitution and Bylaws and instructions of the Council.

20.4.5 He/she shall send out all official notices of meetings.

20.4.6 He/she shall receive and transmit to the EC the annual and other reports of officers

20.4.7 He/she shall institute and correlate each new activity of the Chapter under the supervision of the Council.

20.4.8 He/she shall perform such other duties as are imposed upon him/her by the Constitution and Bylaws of the Chapter.

20.5 Treasurer:

20.5.1 The Treasurer shall be the manager of all recurring funds of the Chapter.

20.5.2 He/she shall be accountable, through the Council, to the Chapter.

20.5.3 He/she shall also discharge the following duties:

20.5.4 Collect all annual membership dues, assessments, donations and such money as may be due to the Chapter.

20.5.5 Keep membership records and issue membership certificates.

20.5.6 He/she shall deposit all funds received in an approved depository and disburse them upon order of the Council.

20.5.7 He/she shall render a report to the Council reviewing the Chapter's funds and imparting recommendations for the advancement of the Chapter's interest at each meeting of the Council.

20.5.8 He/she shall present the annual report at the annual general meeting of the Chapter.

20.5.9 He/she shall perform such other duties as are imposed upon him/her by the Constitution and Bylaws of the Chapter.

20.6 Executive Committee meetings

20.6.1 The President shall be the Presiding Officer of all the meetings

20.6.2 The Secretary shall set the agenda for all the meetings in consultation with the President and input from the members of the EC each of whom shall have the privilege to place any item on the agenda.

20.6.3 The recording officer for the minutes of any meeting shall submit the minutes to the President for review before circulating to the rest of the members of the Executive Committee.

20.6.4 Selection of dates for meetings shall be done by the President in consultation with the EC members.

21. Councilors

21.1 There will be two (2) Councilors of the Chapter.

21.2 They will be elected via the process defined in section 25.

21.3 They will attend EC meetings, and may chair sub-committees or standing committees of the Chapter as requested by the President.

22. *Term of Office*

Except as herein provided, officers and shall take office on January 1 of each year and serve until

December 31.

23. Executive Council (EC)

23.1 Executive Council shall consist of members of the Executive Committee and the Councilors of the Chapter.

23.2 Officers of the Council shall be the President, President elect, Immediate past President, Secretary, and Treasurer.

23.3 The EC shall meet at least three times a year. It may hold special meetings when called by the President.

23.4 quorum of the Council shall consist of 50% of the council provided that such a quorum does include at least three members of the executive committee.

23.5 As the legislative body of the Chapter, the Council shall have the power and authority to adopt, institute and carry out measures, as it may deem necessary in the best interest of the association.

24. COMMITTEES

Standing Committees of the Society shall be appointed by the President with the advice of the Executive Council except as under 19.7.6. (See Appendix A for the composition and functions of the committees). Please refer to appendix A for details.

The Committees will be:

- A. Nominations and Election Committee
- B. Constitution and Bylaws Committee
- C. Ethics and Grievance Committee
- D Membership Committee
- E. Website and Communication Committee
- F. Young Physicians Committee
- G. Other Committees as appointed by the President.

25. ELECTIONS

25.1 Nominations

25.1.1 The Nomination and Elections Committee (NEC) shall seek nominations from the general membership with observation of the following timelines:

25.1.2 Last date for membership dues shall be August 31st to have the voting right and to be considered for nomination for elected office of the Chapter for that year.

25.1.3 Membership verification to be completed by the President Elect by September 15th.

25.1.4. NEC shall mail the Proposed Slate of the various officers of the Organization to the General membership by September 30th.

25.1.5 Nominations from the General membership for the Office of the Chapter to be received by October 15th .

25.1.6 Ballots with a short resume of each candidate shall be mailed by October 30th . Any ballots received after November 20th will not be eligible for consideration.

25.1.7 There shall be at least one nominee for each position. For an office of the Chapter, other candidates who receive at least ten (10) nominations from those members and who have been in good standing for two (2) consecutive years shall be included on the ballot in addition to the nominee of the NEC. No member of the Nominating Committee will be eligible for any post on the ballot composed by the Committee.

25.1.8 All dates pertaining to nomination and election process shall have prior approval of the Council.

25.2 Election

25.2.1 Election of officers of the Chapter will be held by secret ballot with a simple plurality required for election. No candidate shall be elected to an office of the Chapter for more than two consecutive terms.

25.3 Ballot

24.3.1 The members of the Chapter may cast vote by mail, online or a hybrid method as decided by the EC at the recommendation of nomination and election committee.

26 VACANCIES

26.1 An office of the Chapter shall be declared vacant by the EC whence an officer resigns, or leaves greater St. Louis area for a period longer than four (4) months without prearrangement with the EC, or becomes unable to carry out the duties of the office for reasons of health or otherwise.

26.2 Should the office of the President become vacant, the President-elect shall succeed to the Presidency for the un-expired term.

26.3 The vacancy of the office of President-elect will be filled in the following manner:

26.4. Should the office of President-elect fall vacant within the first six (6) months of the term of this office; the vacancy will be filled by a special election to be directed by the President in consultation with the EC

26.5 If the duration of vacancy is less than six (6) months, the vacancy shall remain vacant.

26.6 The Election Committee in this case will be chartered at the time of scheduled election to seek nominations for both the President and President-elect for the next term.

26.7 Should the position of President-elect fall vacant after the prescribed election process has begun, the candidate so elected shall assume the office of President on completion of the term of the incumbent President.

25.6 Should the offices of Secretary or Treasurer become vacant, the vacancy will be filled by a special election to be directed by the President in consultation with the EC.

27. SEAL

The seal of the Society shall be a common seal. The power to change or renew the seal shall rest jointly with the EC and the BOT.

28. EMERGENCY

When prompt speech or action is imperative, authority to speak or act in the name of the Chapter is vested in the President or his/her nominee from the Executive committee. In the absence of the President, the President elect or the Secretary (whosoever may be available at that time) shall represent the organization.

29. DEFINITION OF SESSION AND MEETING

29.1 Session: A session shall mean all meetings at any one call.

29.2 Meeting: A meeting shall mean each separate convention at any one session.

30. AMENDMENTS

These Bylaws may be amended in accordance with the following procedure:

30.1 An amendment may be proposed by a majority of the EC, or majority of the Board of Trustees, or 10% of the active members in good standing by submitting such a proposal to the Constitution and Bylaws Committee.

30.2 The Constitution and Bylaws Committee shall submit its recommendations to the requesting body at least thirty (30) days before any Council or Board meeting.

30.3 Adoption of the amendment shall require the affirmative vote of the majority of the Executive Council, irrespective whether the Council or the Board initiated the request.

30.4 The amendments rejected by the EC shall be returned to the proposer who may resubmit it with signatures from 20 % of active members of the Chapter in good standing in which case these

amendments shall be circulated to the general membership 30 days prior to the annual meeting and will be presented to the general body for a vote.

30.5 The amendment(s) approved by the EC shall be presented to the general membership, either via e-mail or postal mail thirty (30) days before the next annual meeting. The approval of such amendments shall require Quorum as defined in section 7.3.1.

31. PARLIAMENTARY AUTHORITY

Roberts Rule of Parliamentary Procedures will govern the proceedings of the Chapter except in such cases as are covered by the bylaws and special rules adopted by the Chapter. The President may, if he/she deems it necessary, appoint a Parliamentarian for such interpretation of rules at any particular meeting.

APPENDIX A

Committees of the Chapter

The function of a committee is as an advisory group to the council or Board of Trustees.

A. NOMINATION AND ELECTION COMMITTEE

1. The Committee shall develop rules and regulations for and conduct elections for the Chapter in accordance with the Constitution and Bylaws.
2. Throughout the year, the Committee will seek out and evaluate and help develop future leaders of the Chapter.

B. CONSTITUTION AND BYLAWS COMMITTEE

1. This Committee will be responsible for reviewing and developing recommendations for amendments to the Constitution and Bylaws to keep the organizational structure and function responsive to the current needs.
2. The Chairman of this committee will serve as a resource person to the organization for parliamentary procedure.
3. The Committee shall organize educational programs for the leadership of the Chapter regarding parliamentary procedure and conduct of meetings, etc.

C. ETHICS AND GRIEVANCE COMMITTEE

1. The Committee will receive and review and give an opinion on all grievances brought forward by any of the members of the organization.
2. The Committee will develop guidelines, policies and procedures regarding the

performance of above functions and insuring the rights of each member and proper due process and present these guidelines to the EC for approval.

3. This Committee will also review and make recommendations to the EC and the Board regarding any questions of ethical conduct that may be raised about any of the members of the Chapter. The recommendations by the BOT after review of the committees report shall be forwarded to the Executive committee for final determination

D.MEMBERSHIP COMMITTEE

1. The Membership Committee shall be responsible for development of programs for enrollment and retention of members.

2. The Committee will develop and organize a membership benefits package to make membership in the organization attractive for its members.

3. The Committee will study the needs and the desires of the Pakistani physicians in general, and the membership in particular, and make appropriate recommendations to the EC, so that Chapter programs can be adjusted to meet those needs and wishes.

E: WEBSITE AND COMMUNICATION COMMITTEE

The Committee will be responsible for management and upkeep of the Website of the Chapter as well the blast email communication. The committee will be responsible for all online publications of the Chapter including e-newsletter, Directory, and other publications that the EC or the officers may decide to publish. The committee will provide database information in Excel file to the President on request from time to time prior to the council meetings. The committee will inform the EC on the stats of email address accuracy and will make efforts to correct the invalid email address.

F. ANY OTHER COMMITTEE DEEMED NECESSARY BY THE PRESIDENT.

Appendix B

Election Code of Conduct

1. All dates pertaining to nomination and election process shall have prior approval of the Council. Chapter members contesting for any position shall abide by the following guidelines.
2. Candidates shall file the officially approved form with the Nomination and Election Committee (NEC) by the date set by NEC.
3. The application shall be accompanied by formal nominations as required by bylaws and election rules of procedures. The NEC would not have the authority to reject a candidate as long as the person fulfills the nomination requirement as set in Chapter bylaws and election rules of procedures.
4. NEC shall obtain in writing the candidate's consent that this code is binding under all circumstances.

5. NEC will announce the slate of candidates to membership in timely fashion as outlined in bylaws and election rules and procedures.
6. NEC shall circulate among Chapter members' brief and concise CV of candidates. This CV shall conform to a standard format for all candidates.
7. The NEC shall follow the rules of procedures as outlined in bylaws and rules and regulations approved by the Council. The Chapter Council shall approve any proposed changes in existing rules or adoption of new rules.
8. No candidate or his/her supporters shall indulge in any electioneering or canvassing except what is outlined under item #9 below. These shall include advertisements of any kind, television and radio commercials, and appearance on radio and television shows to promote directly or indirectly a candidacy or a candidate. The only exception would be the advertisement in Chapter Journal and publications of Chapter website.
9. Telephone calls, direct mailings and faxes to members shall be permitted as long as the member is not on a No Call, No Fax list maintained by the Chapter. The list shall be made available to candidates free of charge by the Chapter. Negative campaign, slandering and any accusation without factual support will be considered a violation of the code and could potentially lead to disqualification if deemed appropriate by the NEC.
10. First violation of this Code-of-Conduct shall be ground for a cease and desist citation and a fine, not to exceed \$1000 per violation. A second violation by a candidate shall be ground for removing the candidate's name from the election ballot at the discretion of the NEC.
11. A voter's list will be released to all the candidates after its approval by the President-Elect and the council. The candidates must sign off voters list within 10 days of its receipt. Any questioned member(s) eligibility will be determined by the Nomination and Election Committee as per Chapters Constitution and Bylaws.
12. All candidates shall acknowledge the sole jurisdiction of Chapter to resolve all disputes and grievances. Furthermore all candidates shall agree that upon conclusion of Chapter procedures for dispute resolution the decision arrived at by Chapter shall be FINAL and shall not be subjected to any resource outside Chapter whether judicial or extra-judicial in any state of the union.
13. The following shall be the mechanism for addressing complaints and grievances arising out of Nomination and Election process:
 - a. The complaint is lodged with **Nomination and Election Committee**. If the issue is not resolved to the satisfaction of the person lodging the complaint, it should be appealed to:
 - b. **Ethics and Grievances Committee**. If the issue is still unresolved the person lodging the complaint should appeal to:
 - c. **The Board of Trustee**. The decision of the Board of Trustees shall be final and binding and shall not be subject to judicial or extra judicial review or recourse.
14. It is emphasized that the above process shall take precedent over other business and should be conducted expeditiously. While the complaint resolution is in motion, next step in the nomination and election process shall be withheld till the resolution of the complaint. All grievances and alleged violations shall be promptly submitted in writing to the chairman of the NEC with a copy to the President and chair BOT.
15. This appendix may be modified with by the NEC with approval of BOT prior to election process and will be uniformly applied to all contestants.