

## **Constitution of The Iraqi Medical Society-International (IMS-International)**

The Iraqi Medical Society is hereby formed for an unlimited period governed by the laws of the UK. The Society is a professional, non-political and non profit making voluntary organisation to cater for Iraqi graduates of medical, dental, pharmaceutical, veterinary and allied medical professions. The society is open to all Iraqi professionals belonging to the above groups irrespective of race and religion. The society does not promote any racial, religious or political group and is not affiliated to any government.

The headquarters of The **Society** will be situated in the United Kingdom.

### **A. NAME**

The name of the society shall be The Iraqi Medical Society International: (The IMS-International).

### **B. OBJECTIVES**

1. a. To promote the medical, dental and pharmaceutical sciences,  
b. and to promote and maintain the interests of its members.
2. To hold or arrange for periodical meetings of the Members of The Society.
3. To publish and circulate periodicals in the name of The Society with the object of promoting the social and medical goals of The Society.
4. To provide career advice and counselling for its Members or any other person desirous of practising the above disciplines. Also to provide support to colleagues who are newly arrived in the United Kingdom to help them adjust academically and socially and to complete their documentation.
5. To provide better collective communications with local and central, medical and non-medical bodies to maintain.

6. To raise money through Members' subscriptions donations, contributions and sponsorships to further the objectives of the society.
7. To develop medical activities including medical services, teaching and research through organisation and co-operation between members and branches of the society.
8. To exchange professional information, expertise and technologies between **The Society** branches and other medical organisations within and outside the United Kingdom.
9. To promote understanding and establish ties with the medical and health organisations in Arab Countries.
10. To undertake and execute any charitable trust of medical relief fund which the Society may lawfully undertake for humanitarian reasons.
11. Since The Society is non political, it is therefore, not responsible either for the political activities of its individual Members or for their membership of any political group or party.

### **C. MEMBERSHIP**

1. There is no limit to the number of the membership.
2. Eligibility for Membership:

Upon application, membership of the Society is open to any Iraqi graduate in the field of medicine, dentistry, Veterinary, Pharmaceutical sciences and allied medical sciences subject to the approval of the Executive Committee. Part time and full time students of medicine, dentistry, pharmacy and allied medical sciences are eligible for student membership for free (the Student Members).

Official communications between members of the society including executive committee shall not contain any racial, religious or political content directly or by insinuation written by the members or forwarded on behalf of others. Official communication between members of the society shall not promote any racial, religious or political group prior to elections in Iraq written by the member or forwarded on behalf of others.

### **3. Types of Membership are:**

- a. Full membership:
  - 1- Any paying person who fulfils the criteria laid down by the Society.
  - 2- Retired and unemployed members

b. **Affiliated Membership:** granted to students in full time or part-time undergraduate study of the above disciplines.

c- **Honorary Membership** – persons or organisations that had helped the society or the profession in achieving its goals. The nomination comes from the EC and subject to the approval of the AGM at its earliest meeting.

4. **Termination of Membership:** The membership may be terminated on the recommendation of the Executive Committee and the approval of the Annual General Meeting in any of the following ways:

a. By resignation subject to notice.

b. Default in the payment of subscription to the Society for a period exceeding two years.

c. Expulsion on the grounds that the conduct of the Member is detrimental to the honour and interests of the profession or on the ground that the Member persistently refuses to comply with the regulations or Constitution of The Society.

#### **D. SUBSCRIPTIONS**

1. The Executive Committee shall determine the annual subscription rate, as it deems necessary from time to time. This requires the approval of the AGM. (Subscription should be paid before or at the Society's Annual General Meeting).

2. Each years Subscription shall entitle the Member to all the privileges of membership of The Society

3. The Executive Committee may waive the subscription for one year to any member of The Association in special circumstances.

4. **Types of Subscriptions for Various Memberships:**

a. Full Members pay full subscription.

b. Spouses who fulfil the requirement for full membership may be charged a proportion of the subscription rate as decided by the Executive Committee. This would entitle them to:

i. Full membership rights including voting.

ii. Sharing circulars and journals.

c. Students entitled to Student Membership will be exempt from payment.

d. Retired or unemployed members are entitled to a reduced subscription rate or exemption from payment, as decided by the Executive Committee, without losing their voting rights.

## **E. VOTING**

1. Only Full Members who have paid their subscription to the Society are entitled to vote. Retired and unemployed members, who are exempt from fees, are eligible to vote. Students are not eligible to vote.

2. Voting is conducted through **An Independent Postal Ballot Electoral reform Society**.

3. A 2 months notice may be given to members about the election. No member may hold more than one proxy to vote.

## **F. ORGANISATION AND ADMINISTRATION**

1. **The Society** shall be run by the Executive Committee (the Committee) and General Meetings of Members (the General Meeting) and may have an advisory committee (the Advisory Committee).

2. The Executive Committee:

a. The Executive Committee shall be composed of no more than nine members ("the members of the Executive Committee").

b. The Executive Committee shall consist of six officers (the Officers) to include The President, Vice President, Secretary, Treasurer, Deputy Secretary and Deputy Treasurer.

c. Additional three Members of **The Society** (hereinafter called "the Ordinary Members of The Executive Committee").

3. Chairmen of Sub-Committees are elected or appointed by the Executive Committee.

4. The Executive Committee shall cause minutes to be made in books provided for the purpose:

a. Of the names of the members of The Executive Committee present at each meeting of The Executive Committee.

b. Of all resolutions and proceedings at all meetings of The Society and of The Executive Committee.

4. The Executive Committee may meet together or regulate their meetings as they think fit provided always that The Executive Committee should meet at least four times in each year.
5. The Executive Committee's term of office is two years. Every member has the right to nominate himself/herself for re-election for three successive terms of office.
6. Duties of the Executive Committee:
  - a. To execute the decisions of the AGM.
  - b. To present the Annual Report to the Annual General Meeting (General Assembly).
  - c. To keep financial records, present annual financial reports and open bank accounts on behalf of the society.
  - d. To manage **The Society's** properties.
  - e. To keep membership records.
  - f. To supervise the activities of **The Society** and its publication.

#### **G. MEETINGS:**

1. The AGM (**THE ANNUAL GENERAL MEETING**) is the highest authority of the Society, which determines the policies of **The Society**. Decisions of The AGM cannot be reversed by the Executive Committee.
2. **The Society** shall in each year hold a general meeting annually. The Annual General Meeting (AGM) shall appoint a date and place at which the next Annual Meeting shall be held. Not more than 12 months shall elapse between the date of the Annual General Meeting of **The Society** and that of the next.
3. The quorum for the AGM is 30% of the full membership or twenty full members whichever is the lower provided that written invitations for the meetings are distributed six weeks prior to the meeting and that these members should have confirmed their intention to attend the meeting.
4. The AGM is held once every year on a weekend between September and November.
5. The Executive Committee shall meet at least once every three months.
6. **The Executive Committee or at least 20% of Full Members can call an emergency General Meeting if deemed necessary(Extra-ordinary General Meeting).**

7. All decisions of The Society are taken by simple majority of 51% of those present at the AGM. When there is no quorum, the meeting is postponed for 2-4 weeks when the meeting would be constitutional regardless of quorum.

8. The President of The Society shall preside as a Chairman at every General Meeting of The Society. If the President or Vice-Chairman are not present, or are unwilling to act as a Chairman, the members of The Executive Committee present shall elect one of their members to be Chairman of The Meeting.

9. At any General Meeting a resolution put to the vote of The Meeting shall be decided on a show of hands unless a poll is demanded by (a) The President or (b) by at least ten Members present in person. (FOR DISCUSSION)

10. The Annual General Meeting consists of Members who have fulfilled their obligations according to the rules including representatives from all branches.

11. Decisions of the Annual General Meeting are taken by simple majority. Each representative member has one vote. In case of equal votes, the president's choice wins.

#### **14. Duties of the Annual General Meeting:**

- a. To approve the constitution and any amendments to the constitution made thereafter.
- b. To supervise the performance of the Executive Committee.
- c. To accept or refuse application for membership of the Society.
- d. To be in charge of all major financial decisions and of the general finances of the Society including the approval of the financial report of the previous year and the financial plan for the following year.
- e. To discuss and approve the annual report of the Executive Committee and approve the work plan for the following year.
- f. To discuss all other matters presented by the Executive Committee.
- g. To discuss all suggestions put forward by the membership and submit decisions to the Executive Committee for implementation.

#### **OFFICERS TERM OF OFFICE**

- a. Elections of The President /Vice President of The Society during the two-year term of office of the Executive Committee, The President, the Vice President will be elected by the Members of the Executive Committee by the same secret ballot. The

candidate with the highest number of votes shall serve as The President in the first year and the candidate with the smaller votes shall serve as Vice-President. If both candidates obtained the same number of votes, the decision on who shall take the Presidency in the first year can be reached according to the seniority on the Committee, by mutual agreement or by a random ballot.

2. Each of The President and Vice-President shall only serve one year in office.
3. At the end of The President's one-year term of office, the Vice-President shall become The President in the second year.
- 4- The Vice president for the second year will be the third ranked candidate at elections for the president. If there is no third candidate the EC might elect one by secret ballot.
5. The term of office for the President, Vice-President shall commence on the first day of January.
6. The President, upon completion his/her one year in office, shall become The Past-President.
7. The President may be re-elected to the same post but only after a minimum of two years after leaving office.
8. The Past President shall act in a public relations capacity and shall endeavour to complete tasks he/she commenced during his/her presidency. Past Presidents not re-nominating himself/herself to the Executive Committee shall be given a choice to complete unfinished and special tasks should he/she wish to do so. Alternatively, he/she shall delegate these tasks for The President or Vice-President to complete.

**b. Elections of The Secretary, Treasurer, Their Deputies and Chairpersons of Sub-Committee**

1. The term of office for The Secretary, Treasurer and Their Deputies is two continuous years.
2. Election is conducted by members of the Executive Committee by a secret ballot.
3. Chairpersons of Sub-Committees shall be elected if more than one Committee Member is running for the post.

4. Sub-Committee Members are appointed by The Chairperson of The Sub-Committee from both the Executive Committee or from the General Membership of Society.

**c. The Duties of the President.**

1. To chair the meetings of the Annual General Meeting.
2. To chair the meetings of the Executive Committee.
3. To oversee the affairs of the Society and its Branches in liaison with the General Secretary.
4. To sign with the Treasurer on all payment orders and cheques.
5. To control payments in association with the Treasurer.
6. To represent the Society to administrative and legal authorities.
7. To sign with the General Secretary all contracts and agreements approved by the Executive Committee.
8. To take decisions on urgent matters which cannot be delayed until the next meeting of the Executive Committee.

**c. Duties of the Vice President**

1. To assist the President in his duties and act as President in the absence of the President.

**d. Duties of the Secretary**

1. To prepare the written invitations and agenda for the meetings of the Executive Committee and the AGM.
2. To prepare minutes of the meetings of the Executive Committee and the AGM.
3. To keep and update the Members Register and database.
4. To execute the decisions of the Executive Committee.
5. To keep copies of all the Society's correspondence, application forms, documents, minutes and stamps.
6. To keep copies of all the branches correspondence.

7. The Deputy Secretary shall assist the Secretary in his/her duties.

#### **e. Duties of the Treasurer**

1. To supervise the income and expenses, collect subscriptions, supervise the financial records and deposit all of the income into the Society bank account.
2. To prepare an Annual Financial Report to the Executive Committee.
3. To keep all papers concerning income and expenditure.
4. To keep all financial documents.
5. To carry out the financial decisions of the Executive Committee ensuring that they are in accordance with the annual budget.
6. To countersign with the President cheques and payment orders.
7. To send annual reminders for subscriptions renewals.
8. The Deputy Treasurer will assist the Treasurer in addition to supervising the finances of the various branches.
9. To suggest nomination of a bank that will carry the Society's financial dealings.

#### **I. BRANCHES**

1. The Executive Committee reserves the right to establish branches for the Society:-
  - (a) At its discretion anywhere in United Kingdom subject to demand by the local eligible community in that area.
  - (b) The Executive Committee shall co-opt a member from that area as a Co-opted member of the Executive Committee and he shall act as the Chief Representative of the Society for that area.
  - (c) The Chief Representative shall abide by the Constitution of the Society and shall act as Chairman for the local branch and he/she shall organise a local meeting with the local medical community to elect Branch officers who should meet not less than twice a year.
  - (d) The Chief Representative or Branch secretary shall be responsible to the Branch Executive Committee in submitting an annual report of the activities of the local branch and one to the Annual General Meeting.

(e) The Local Committee of the Branch shall try to raise funds for the local activity. It shall be eligible to ask the Executive Committee to contribute funds from the central budget subject to discussion in their meetings.

(f) The local committee of the Branch shall arrange local elections of the Branch one year after the formation of the Branch under the supervision of the Executive Committee to include election of a Branch President, Branch Secretary and Branch Treasurer.

(g) The provisional Local Committee shall elect a Branch President, Secretary and Treasurer.

## 2 Constitution of the Branch:

a. The branch is managed by a Branch Sub-Committee which consists of three to five members elected by the membership of the Branch from the active members in a secret vote.

b. Every Full Member of the Branch can nominate himself/herself as a candidate and the Executive Committee can nominate any person who has the proper credentials but who has not nominated himself/herself as a candidate after his/her agreement.

c. The Branch shall elect a Chairman, Branch Secretary and Branch Treasurer.

d. The term of office of the Sub-Committee is two years.

## 3. Duties of the Branch Chairman:

a. To supervise the administration and finances of the Branch.

b. To appoint the necessary officials.

c. To prepare the administrative and financial rules for the Branch.

d. To prepare an annual report of Branch activities and to submit a copy to the executive committee.

e. To prepare and submit financial and work plans for the coming year to the Branch Annual General Meeting for approval.

f. The Branch Sub-Committee shall meet at least twice a year and be chaired by the Chairman of the Branch to discuss the Branch affairs. The meeting is considered constitutional if a simple majority of the Committee members are present.

## J. ACCOUNTS

1. The resources of the Society and its Branches shall be spent in realising the aims of the Society as seen fit by the Executive Committee including organising conferences, publications, subscription to periodicals, purchase of books and equipment, training, salaries, expenses related to transport and accommodation of officials necessary to perform their duties and establishing and equipping the necessary offices.
2. The Executive Committee shall cause proper books of accounts to be kept with respect to all sums of money received and expended by The Society and the matters in respect of which the receipt and expenditure take place.
3. The Executive Committee shall from time to time determine whether, and at what times and places, the accounts and the books of The Society shall be open to the inspection of Members.
4. The Executive Committee shall from time to time cause to be prepared and to be laid before The Society in General Meeting such profit and loss accounts, balance sheets and reports as necessary.
5. The Society's income is generated from:
  - a. Annual subscriptions.
  - b. The income from the Society's activities and conventions.
  - c. Other incomes approved by the Executive Committee.
6. The Executive Committee shall decide from time to time the level of annual subscription and submit it to the AGM for approval.
7. The financial year starts on 1st January and ends on 31<sup>st</sup> December of the same year.
8. No money should be spent without a proper payment order properly signed by the Treasurer and The President. The Executive Committee may authorise the Vice-President and Deputy Treasurer to sign on their behalf in special circumstances.

## K. SEAL

The Executive Committee shall provide for the safe custody of The Seal which shall be used only by the authority of The Executive Committee. Every instrument to which The Seal shall be affixed shall be signed by a member of The Executive Committee and shall be countersigned by the Secretary or by some other person appointed by The Executive Committee for the purpose.

## L. AMENDMENTS

1. Suggestions regarding amendments of the Society's constitution can be submitted via the Executive Committee of the Society or by a petition signed by three full members of the Society if these members fulfil the membership requirements at the time of the petition.
2. Requests for constitutional amendments shall be lodged with The Secretary of the Society at least two months prior to the meeting of the Society General Meeting. These requests should be circulated to the members who have voting rights at least 30 days prior to the meeting of the General assembly.
3. To amend the constitution, a two thirds majority of the Society's AGM is required.

#### M. DISSOLUTION

1. A decision to dissolve the Society shall be taken only in the AGM by a majority of 75% of all present members who have fulfilled membership requirements in case of a quorum. If there is no quorum the meeting is deferred for 2-4 weeks and then carried by simple majority. If two attempts to hold the AGM fail to materialise then the Executive Committee has the right to make the decision to dissolve the society.
2. In the case of the dissolution of the Society, the Executive Committee shall, after settlement of all financial obligations, distribute the proceeds of the Society's assets among the full members which have fulfilled the membership requirements at the time.

#### N. AFFILIATION

The Society may affiliate to any other medical society or association or similar body subject to discussion and the agreement of The Executive Committee and the Annual General Meeting of the Society.

#### O. ADDITION AND AMENDMENT OF THE MEMORANDUM

1. The Executive Committee reserves the right to add, remove or amend one or more articles subject to discussion among The Members of The Society and approval at The General Meetings.
2. The Executive Committee reserve the right to co-opt members to the Committee for special tasks or to fill a vacancy created by the resignation of a Committee Member or Officer.

3. The chosen Member shall be from the unsuccessful nominees with the highest number of votes or in the absence of such persons from the General Membership for specific tasks and based on their merits.
4. Co-opted Members have the right of vote on Committee's decision.
5. Failure to fill a vacancy, The Executive Committee shall seek election to fill the vacancy following the procedure set by the Constitution.