

CONSTITUTION OF BOTSWANA PAEDIATRIC ASSOCIATION

NAME

1.1 This Society shall be known as the "Botswana Paediatric Association" hereinafter referred to as the "Society".

INTERPRETATION

2.1 The following words and expressions shall have the following meanings:-

- a) "Society" shall mean "Botswana Paediatric Association".
- b) "Executive Committee" shall mean the governing body of this Society appointed in terms of the constitution referred to as a Committee.
- c) Words signifying the singular number shall include plural or vice-versa unless they appear otherwise from the context.
- d) "Paediatric care" shall mean the medical care of human beings from birth to 18 years.
- e) "Paediatrician" shall mean a medical practitioner who has specialized in paediatric care, and completed the appropriate training and examinations and is registered as such by the Botswana Health Professions Council or similar recognized statutory body in other countries.

HEADQUARTERS OF THE SOCIETY/ASSOCIATION

3.1 The Society's headquarters shall be at "Department of Paediatrics & Adolescent Health, University of Botswana, Plot 4775 Notwane Road, Gaborone, whose postal address is Private Bag 00713, Gaborone" or such other address as may subsequently be decided upon by the Committee. The Society shall carry out its activities only in places and premises, which have the prior written approval from the relevant authorities, where necessary.



OBJECTIVES

4.1 The objectives of the society are:

- a) To improve the quality of paediatric care in Botswana.
- b) To implement any policy that promotes paediatric care that may be laid down by the Society in the interest of advocacy for child health in Botswana.
- c) To promote the dissemination of paediatric knowledge.
- d) To promote closer relationship between the paediatricians of Botswana by holding regular scientific conferences, as well as other meetings as appropriate.
- e) To cooperate with other agencies concerned with the promotion of child health, comprehensive paediatric care, paediatric education or research in the Southern African Development Community (SADC) Region.
- f) To stimulate collaborative research in paediatrics in Botswana.
- g) To promote the exchange of experiences in the various fields of patient care and make national practices known to others.
- h) To organize and arrange conferences for its members and meetings of paediatricians in Botswana.
- i) To represent Botswana paediatricians in relation to the International Paediatric Association (IPA).
- j) To participate in the formulation of policies that pertain to child care in Botswana

4.2 In furtherance of the above objectives, the Society may co-operate with paediatric associations worldwide, the World Health Organisation (WHO), UNICEF, the World Bank, and any other national and international organizations, foundations or other statutory corporations and institutions operating in the field of child health.

MEMBERSHIP QUALIFICATION AND RIGHTS

5.1 Membership is open to the following people under the subcategories:

- a) Full members: Medical practitioners registered as paediatricians with the Botswana Health Professions Council, currently living and working in Botswana.



b) Associate members: Medical practitioners who are at any level of training as paediatricians.

Examples are Paediatric Residents/Registrars

c) Affiliate members: Professionals other than paediatricians who are interested in paediatric care. Examples are paediatric surgeons, nurses, allied health professionals, child advocates and psychologists.

d) Emeritus member: Retired paediatricians residing in Botswana or any other country other than Botswana.

e) International member: Anyone who qualifies under (a), (b), or (c) but resides in any country other than Botswana. For those that have never worked in Botswana, they will need full registration in their country of training or residence, and evidence of good standing with the licensing body.

5.2 Only members who are full members shall have the right to vote and to hold office in the Society.

5.3 The association will collaborate with similar Paediatric Associations in SADC countries and will be affiliated with the International Paediatric Association (IPA). Members of the Society shall automatically be members of the IPA. It shall be the duty of the secretary of the Society to furnish the general secretary of the IPA with a list of the officers and members no later than January 1st of each year or any such date that may be determined by the IPA.

5.4 Membership may cease due to withdrawal, exclusion or cancellation of membership.

a) A written declaration announcing the member's withdrawal shall be submitted to the Committee.

b) A Member can be excluded from the Society for good cause. Upon the Committee's application to the General Assembly for exclusion, the General Assembly shall decide upon the exclusion by simple majority. The Committee shall inform the respective member of its application in writing no later than two weeks before the date of the assembly where the exclusion is going to be decided. A detailed written defence statement by the respective member shall be read out at the assembly that decides upon the exclusion. The exclusion of a member shall become effective upon the passing of the respective resolution.

APPLICATION FOR MEMBERSHIP



6.1 A person wishing to join the Society shall do so by submitting his/her particulars to the Secretary on a prescribed form.

6.2 A new member does not need to be proposed or seconded by existing members. His/her name will be availed for consideration by the general membership within 4 weeks, at the end of which time, the Committee will decide on membership, taking into consideration any objection raised. New members will be ratified at the next meeting of the General Assembly.

6.3 A copy of the Constitution shall be furnished to every approved member upon payment of the joining fee.

JOINING FEES, SUBSCRIPTIONS AND OTHER DUES

7.1 A prescribed joining fee is payable within 4 weeks of acceptance to membership, in default of which membership may be cancelled by order of the Committee. The General Meeting on recommendation from the Committee shall from time to time determine the joining fees and any other fees payable by members.

7.2 Annual membership fees are payable in advance within the first month of the Society's financial year. If a member falls into arrears with his/her membership or other fees, the Treasurer shall inform him/her immediately. If he/she fails to settle his/her arrears within 4 weeks from the date of reminder, the Chairperson may order that he/she be denied the privileges of membership until he/she settles his/her account. If he/she falls into arrears of more than 3 months, he/she will automatically cease to be a member and the Committee may take appropriate action against him/her provided that they are satisfied that he/she has received due notice of his/her arrears.

7.3 The funds of the Association may not be used for purposes other than those specified in this Constitution. Members of the Society shall not receive any allowances from the Society's funds. No person shall benefit from expenses that are not associated with the Society's objectives or from disproportionately high reimbursements.



SUPREME AUTHORITY AND GENERAL MEETINGS

8.1 The supreme authority of the Society is vested in a General Meeting of the members.

8.2 An annual General Meeting shall be held in the 3rd quarter of the year, but no later than 30th November of each year.

8.3 At other times, an Extraordinary General Meeting shall be called by the Chairperson upon request in writing by not less than 25% of the total voting membership and may be called at anytime by order of the Committee. The notice in writing shall be given to the Secretary setting forth the business that is to be considered. The Extraordinary General Meeting shall be convened within 4 weeks from receiving this request to convene the Extraordinary General Meeting.

8.4 If the Committee does not within 4 weeks after the date of the receipt of the written request proceed to convene an Extraordinary General Meeting, the members who requested for the Extraordinary General Meeting shall convene the Extraordinary General Meeting by giving 2 weeks' notice to voting members setting forth the business to be transacted and simultaneously posting the agenda on the Society's notice board and or the society's website or by email.

8.5 At least 4 weeks' notice shall be given of an Annual General Meeting and at least 2 weeks' notice of an Extraordinary General Meeting. The Secretary shall send notice of meeting to all voting members stating the date, time and place of meeting. The particulars of the agenda shall be availed to the membership 1 week in advance of the meeting.

8.6 Unless otherwise stated in this Constitution, voting by proxy shall be allowed at all General Meetings.

8.7 The following points shall be considered at the Annual General Meeting:

- a) The previous financial year's accounts
- b) Annual report of the Committee.



c) Where applicable, the election of office-bearers for the following term.

Any member who wishes to place an item on the agenda of a General Meeting may do so provided he/she gives notice to the Secretary at least 8 days before the meeting is due to be held.

8.8 At least 50% of the total voting membership present at a General Meeting shall form a quorum. Proxies shall not be constituted as part of the quorum.

8.9 In the event of there being no quorum at the commencement of a General Meeting, the meeting shall be adjourned for 1 hour and should the number then present be insufficient to form a quorum, the meeting shall be adjourned. At adjournment of the meeting, those present will decide on the date of the meeting. In the event the proposed meeting fails to attract the necessary quorum, those present shall be considered a quorum but shall have not power to amend any part of the existing Constitution.

MANAGEMENT COMMITTEE

9.1 The administration of the Society shall be entrusted to a Committee consisting of the following to be elected at an Annual General Meeting:

- Chairperson
- Vice-Chairperson
- Secretary
- Vice Secretary
- Treasurer
- One Additional Committee Member

9.2 Names for the above officers shall be proposed and seconded at the Annual General Meeting and election will follow on a simple majority vote of the members. All office-bearers may be re-elected to the same or related post for a consecutive 1 term of office. The term of office of the Committee shall be 2 years. Until a successor has been appointed in accordance with this Constitution, members of the Committee shall remain in office even after their term of office has expired.



9.3 Election will be either by show of hands or by a secret ballot, subject to the agreement of the majority of the voting members present. In the event of a tie, the Chairperson of the meeting shall have a casting vote.

9.4 A Committee Meeting shall be held at least once every 3 months after giving 7 Days' notice to Committee Members. The Chairperson may call a Committee Meeting at any time by giving 5 days' notice. At least 50% of the Committee Members must be present for its proceedings to be valid.

9.5 Any member of the Committee absents himself from 3 meetings consecutively without satisfactory explanations shall be deemed to have withdrawn from the Committee and a successor may be co-opted by the Committee to serve until the next Annual General Meeting. Any changes in the Committee shall be notified to the Registrar of Societies within 2 weeks of the change.

9.6 The duty of the Committee is to organize and supervise the daily activities of the Society. The Committee may not act contrary to the expressed wishes of the General Meeting without prior reference to it and shall always remain subordinate to the General Meetings.

9.7 The Committee has power to authorize the expenditure from the Society's funds for the Society's purposes and the sum of expenditures shall depend upon available resources.

DUTIES OF THE OFFICE-BEARERS

10.1 The Chairperson shall chair all General and Committee meetings. He/she shall also represent the Society in its dealings with outside persons.

10.2 The Vice-Chairperson shall assist the Chairperson and deputize for him/her in his/her absence.

10.3 The Secretary shall keep all records, except financial, of the Society and shall be responsible for their correctness. He/she will keep minutes of all General and Committee meetings. He/she shall maintain an up-to-date Register of Members at all times.

10.4 Vice-Secretary shall assist the Secretary and deputize for him/her in his/her absence.



10.5 The Treasurer shall keep all funds, collect and disburse all moneys on behalf of the Society and shall keep an account of all monetary transactions and shall be responsible for their correctness.

He/she is authorized to expend up to P500 per month for petty expenses on behalf of the Society.

He/she will not keep more than P1000 in the form of cash and money in excess of this will be deposited in a bank to be named by the Committee. Cheques, etc. for withdrawals from the bank will be signed by the Treasurer and either the Chairperson or the Vice-Chairperson of the Society.

10.6 The Additional Committee Member shall assist in the general administration of the Society and perform duties assigned by the Committee from time to time



AUDIT AND FINANCIAL YEAR

11.1 The Committee shall prepare an audited statement of accounts to be presented at the Annual General Meeting.

11.2 The Committee:

- a) Will be required to audit each year's accounts and present a report to the Annual General Meeting.
- b) May be required by the Chairperson to audit the Society's accounts for any period within their tenure of office at any date and make a report to the Committee.

11.3 The financial year shall be from 1st April to 31st March of the following year.

TRUSTEES

12.1 If the Society at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.

12.2 The trustees of the Society shall:

- a) Not be more than 5 and not less than 2 in number.
- b) Be elected by members at a General Meeting of members.
- c) Not effect any sale or mortgage of property without the prior approval of the General Meeting of members.

12.3 The office of the trustee shall be vacated:

- a) If the trustee dies or becomes a lunatic or of unsound mind.
- b) If he/she is absent from the Republic of Botswana from a period of more than 1 year(s).
- c) If he/she is guilty of misconduct of such a kind as to render it undesirable that he/she continues as a trustee.
- d) If he/she submits notice of resignation from his/her trusteeship.

12.4 Notice of any proposal to remove a trustee from his/her trusteeship or to appoint a new trustee to



fill a vacancy must be given by publishing in the Society's premises at least 12 weeks before the General Meeting at which the proposal is to be discussed. The result of such General Meeting shall then be notified to the Registrar of Societies.

12.5 The address of each immovable property, name of each trustee and any subsequent change shall be notified to the Registrar of Societies.

PROHIBITIONS

13.1 The funds of the Society shall not be used to pay personal fines of members who have been convicted in court of law.

13.2 The Society shall not hold any lottery, whether confined to its members or not, in the name of the Society or its office-bearers, Committee or members unless with the prior approval of the relevant authorities.

13.3 The Society shall not raise funds from the public for whatever purposes without the prior approval in writing from the relevant authorities.

AMENDMENTS TO CONSTITUTION

14.1 No alteration or addition/deletion to this Constitution shall be made except at a General Meeting and with the consent of 67% of the voting members present at the General Meeting, and they shall not come into force without the written approval of the Registrar of Societies.

DISCRETIONAL POWERS

15.1 In the event of any question or matter pertaining to day-to-day administration, which is not expressly provided for in this Constitution, the Committee shall have power to use their own discretion. The decision of the Committee shall be final unless it is reversed at a General Meeting of members.



DISPUTES

16.1 In the event of any dispute arising amongst members, they shall attempt to resolve the matter at an Annual or Extraordinary General Meeting in accordance with this Constitution. The decision of the Extraordinary General Meeting shall be deemed final.

16.2 An aggrieved person can appeal decision of executive committee within 4 weeks of receiving notification of the decision. The appeal will be acknowledged within 2 weeks by the secretary. The appeal will be lodged at the next general assembly who will decide on the outcome.

NO CONFIDENCE

17.1 There shall be a vote of no confidence in the event the majority of the members are aggrieved or are at variance with the Executive Committee or a member. In that regard, the Executive Committee or the member shall vacate the office in favour of his/her deputy or some other person nominated by the general membership.

17.2 Where the out voted member is a Committee member, the following steps shall be taken:-

- a) The above member will be expected to hand-in all the properties of the Society to the Executive Committee.
- b) The Society will therefore at its meeting elect a new member to fill his/her vacancy.

DISSOLUTION

18.1 The General Meeting shall decide on the dissolution of the Society's assets. A majority of 75% of the total membership is required to give consent for dissolution of the Society. Upon dissolution, the certificate of registration should be returned to the office of Registrar of Societies for cancellation.

18.2 In the event of the Society being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Society shall be fully discharged, and the remaining funds shall be donated to an approved charity or charities registered in Botswana.



18.3 A Certificate of Dissolution shall be given within 7 days of the dissolution to the Registrar of Societies.

GENERAL BODY

19.1 The General Body is empowered to approach the Executive Committee if necessary and ask for a General Meeting where they are entitled to put their deliberations about their dissatisfaction about the head of the Society/office-bearer/an ordinary member or any other matter affecting the Society. The majority's decision shall be binding, they may discipline or expel anyone from the Society if they so wish, provided that does not in any way contravene the provision of any law in Botswana.

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