

## **CONSTITUTION OF BARBADOS ASSOCIATION OF MEDICAL PRACTITIONERS**

### **1. ARTICLE 1: NAME**

This organization shall be known as the **BARBADOS ASSOCIATION OF MEDICAL PRACTITIONERS (BAMP)** (hereinafter referred to as "BAMP"). BAMP is registered as a trade union pursuant to the provisions of the Trade Union Act, Cap. 361 of the Laws of Barbados.

### **ARTICLE 2: REGISTERED HEADQUARTERS**

The Registered Headquarters of the BAMP shall be situated at the address registered with the Corporate Affairs and Intellectual Property Office (CAIPO), Barbados.

### **ARTICLE 3: OBJECTS**

The objects of the BAMP shall be:

- 3.1 To promote the interests of the medical profession and especially to secure the conditions which will make it possible for them to render to their society the best professional services possible.
- 3.2 To maintain the honour and interests of the medical profession.
- 3.3 To defend the integrity and professional freedom of the medical profession.
- 3.4 To assist the medical profession individually and collectively in the exercise of their full rights as citizens.
- 3.5 To encourage and defend the members of the medical profession in the exercise of their full rights as citizens.
- 3.6 To promote the medical and allied sciences and to promote better health of the community.
- 3.7 To obtain for the medical profession the opportunity to participate actively at all levels in the formulation of national medical health policies in Barbados.
- 3.8 To co-operate with Governments, Universities, Foundations and any organization in any endeavour designed to improve the health standards of Barbados.

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- 3.9 To establish and strengthen ties between the BAMP and other Medical Associations and to establish and maintain facilities for continuing medical education research and other such activities.
- 3.10 To sponsor and support medical conferences seminars courses and to encourage and sponsor better relations and understandings among members of the medical profession.
- 3.11 To achieve organizational solidarity among the medical profession.

### **ARTICLE 4:**

- 4.1 To achieve the objectives of Article 3, the BAMP shall apply the accepted principles of action of professionalism and trade unionism, namely:
- (a) negotiation;
  - (b) industrial action and other legitimate pressures related thereto;
  - (c) the dissemination of information;
  - (d) the organization of professional development activities;
  - (e) the organization of research; and
  - (f) the establishment and maintenance of diplomatic relations and alliance with other regional and world medical organizations.

### **ARTICLE 5: MEMBERSHIP**

#### **5.1 Classification of Membership**

Membership will consist of ordinary, retired, honorary, temporary, and student members.

#### **5.2 Process of Admission**

- 5.2.1 Every candidate requesting membership of the association shall make application in a prescribed form, addressed to the General Secretary of the Association.
- 5.2.2 All applications should be accompanied by a signed declaration form provided by BAMP.

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- 5.2.3 The application should be accompanied by documents of proof or any other documents that are requested by BAMP secretariat.
- 5.2.4 Notice of an application shall be sent by the General Secretary of the Association to the **membership committee** appointed by the Council, which on approval will submit the name to the council meeting at which the application is proposed to be considered.
- 5.2.5 The council will make a decision on the approval of membership, and the category of membership at that meeting or any adjournment thereof or at any subsequent meeting.
- 5.2.6 The process of admission to BAMP is considered completed only after appropriate membership fees or any other fees levied by the council were paid and a letter of admission was issued by the BAMP secretariat.
- 5.2.7 Every effort will be made by the General Secretary to complete the process within four (4) weeks after receiving the application with all relevant documents and a letter of admission or rejection will be notified to the candidate.
- 5.2.8 During the tenure of membership, if a member becomes eligible to another class of membership, a written application to that effect along with relevant documents to be submitted to the General Secretary and the council will make its decision within four weeks of such request.

### **5.3 Ordinary Membership**

- 5.3.1 Any medical practitioner residing in Barbados and registered under the Medical Registration Act 1971 of Barbados, or any statutory modification or re-enactment thereof for the time being in force is eligible to become an Ordinary Member of the Association.
- 5.3.2 Any medical practitioner who is so registered and not residing in Barbados is eligible to become ordinary member or maintain his status by remaining financial.

### **5.4 Retired Member**

- 5.4.1 A medical practitioner who has retired from active practice may apply to become a retired member provided that he has been a member of the association for at least ten (10) years immediately prior to the retirement.

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5.4.2 A retired member will pay no subscriptions but will be entitled to all of the privileges of membership except election to the Council.

### **5.5 Honorary Membership**

5.5.1 The admission of honorary members shall be by decision of the Council.

5.5.2 Honorary members shall have none of the liabilities of a member as regards subscriptions and shall have such privileges as may be conferred upon them by the Council.

5.5.3 A Honorary member shall enjoy the like privileges as a member of the Association except that:

- (a) he shall not be entitled to vote at any meeting of the association;
- (b) he shall not as such be qualified to act as a member of Council or as a representative or officer of the Association, except that he may be a member of a Committee.

5.5.4 Every honorary member shall cease to be such a member upon a resolution of the Council to that effect passed by a majority of not less than two-thirds of those present and voting.

### **5.6 Temporary Membership**

5.6.1 Any medical practitioner who is eligible for ordinary membership but who will be residing in Barbados for a period of less than one (1) year, shall be eligible for temporary membership. Temporary members shall have all privileges and obligations of ordinary members for the period during which they enjoy such temporary membership.

### **5.7 Student Membership**

5.7.1 Any bona fide medical student resident in Barbados shall be eligible for student membership. Such membership shall entitle him to attend all meetings of the Association, but he shall not have the right to vote or to be a member of the Council, except as a representative of a special group as per article 5.14.

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### **5.8 Register of Members**

- 5.8.1 The General Secretary with the help of the secretariat shall maintain a Register of all the members with their addresses and other relevant information.
- 5.8.2 For all purposes of this Article, the persons for the time being named in the Register of Members of the Association whose respective addresses for service are situated at places within Barbados and no others shall be deemed to be the ordinary members or retired members or honorary members or temporary members or student members (as the case may be) of the Association.

### **5.9 Subscriptions**

- 5.9.1 The annual subscription to the Association shall be decided by the council and modified from time to time in any of the council meetings with a simple majority. The sum may be modified at the Annual General Meeting with a simple majority. The rates of subscription shall be made available at the BAMP secretariat in the first week of December and may be posted on the BAMP website at the same time.
- 5.9.2 Annual Subscription shall be due and payable in advance not later than the first day of January in each year, or, in the case of members admitted during the year, at the time of approval of membership.
- 5.9.3 An exception to the article 5.9.2 and 5.12.2. may be accepted by the council, at its discretion, if a member applies to pay the subscription in installments.
- 5.9.4 A member in financial good standing is entitled to all privileges of membership of the Association, including that of receiving the Journal (if any) for the current year.
- 5.9.5 Exemption from subscription:
- (a) Student members, retired members, and honorary members shall pay no subscription.
  - (b) The Council may, in the case of the permanent incapacity of any member or for any other good cause, exempt such member from payment of any subscription for such period and upon such conditions as the Council may think fit.
  - (c) In the

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case of any person who shall have been a member of the Association for a period of 25 years and has reached age of 65 years, such person shall, without payment of any annual subscription as from the 1<sup>st</sup> day of January next succeeding the expiration of such period and during the continuance of his membership be entitled to all the privileges aforesaid.

5.9.6 Reduced subscription rates will be made available for the following members:

- (a) Any member within the first three years of qualifying with Medical degree;
  - (b) Any member, wherever resident, who is admitted on or after the 1<sup>st</sup> July in any year; and
  - (c) Any person who is admitted as a temporary member for a period not exceeding six months.
- (d) A member may apply to the Council to have his membership temporarily suspended, if he is likely to be away from Barbados for a period exceeding one (1) year.

### **5.10 Re-Eligibility**

5.10.1 No person who shall have been a member of the Association and ceased to be such shall be eligible for re-admission until he shall have paid arrears of subscription (if any) due from him to the Association as determined by the Council.

5.10.2 Provided no person whose former membership shall have been terminated under Article 5.12.3., or 5.12.4. shall, without the previous sanction of the Council, be eligible for re admission.

### **5.11 Duration of Membership**

5.11.1 Every member shall remain a member until his membership is terminated in accordance with the provisions contained in article 5.12. and 5.13.

### **5.12 Termination of Membership**

5.12.1 Membership of the Association shall be terminated in any of the following ways, namely:

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- (a) By submitting a letter of resignation to the General Secretary of the Association. The member is liable for any arrears of subscription due from him at the time of resignation.
- (b) Ipso facto, save as hereinafter provided, if the subscription of the member for any year shall not have been paid on or before the 31<sup>st</sup> day of December in that year, Provided however that upon payment on or before the 31<sup>st</sup> day of March in the succeeding year of all subscriptions due from such member he shall, if eligible, be restored to membership without the necessity to re-apply.
- (c) Upon removal from the Register kept under legislation for the time being in force relating to the registration of medical practitioners in Barbados or upon being otherwise disqualified by such legislation from practicing in Barbados;
- (d) By expulsion (after enquiry) on the ground that the conduct of the member is detrimental to the honor and interests of the medical profession or the Association, or calculated to bring the profession or the Association into disrepute, or on the ground that the member has willfully and persistently refused to comply with the Articles of the Association.

### 5.13 Expulsion

- 5.13.1 The Council shall have power to expel from membership of the Association any member whose conduct shall be held by the Council to be such as renders him liable to expulsion under article 5.12.4.
- 5.13.2 A majority of three-quarters of those present and voting at a meeting of the Council shall be required for the purpose of exercising the powers conferred by article 5.13.1.
- 5.13.3 An expelled member shall, notwithstanding that he ceased to be a member, be liable to pay all sums due from him to the Association at the time of expulsion.
- 5.13.4 No member in regard to whom a representation as aforesaid has been made, or whose conduct is under investigation, or is the subject of enquiry by the Council, or by any Committee authorized in that behalf by the Council, shall be capable of effectively resigning his membership of the Association, nor shall his membership be terminated in pursuance of article 5.12.2. of the last preceding Article until the investigation or enquiry

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is completed and the decision there under is made known. An enquiry or investigation shall, for the purpose of this clause, be deemed to commence at the time when the matter of such investigation or enquiry is first brought officially under the notice of and recognition of the body authorized by or in pursuance of this Article to make such investigation or enquiry, and the member duly notified that he is under investigation. A member expelled under this Article shall have the right of appeal to an extraordinary general meeting.

### 5.14 **Special Groups of Members**

5.14.1 Special Groups may be formed of members having distinctive professional interest and being, by reason either of their capacity of numbers or of their local distribution, unable to obtain adequate representation of those interests through the Association.

5.14.2 The formation status and privileges of such Special Groups shall be in the discretion of the General Body.

5.14.3 The mode of application for the formation of any such Special Group and the means of ascertaining the view of the members thereof on matters affecting their said interests shall be such as the Council may from time to time determine, and the Council may provide for meetings of any such Special Group and for committees.

5.14.4 The special group so established shall elect a group leader who will be a member of the council.

5.14.5 When it appears that the special group is no longer required, it may be dissolved by the General Body (at annual or extra ordinary meeting) and the group leader will cease to be a member of the council.

## ARTICLE 6: **MEETINGS OF THE ASSOCIATION**

6.1 **Annual General Meeting (AGM):** The Association shall in each calendar year hold a general meeting known as its Annual General Meeting in addition to any other meetings in that year. The Annual General Meeting shall be held at a time and date appointed by the Council, **PROVIDED THAT** an Annual General Meeting shall be held not earlier than nine (9) months or later than fifteen (15) months after the last Annual General Meeting.



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In addition to the Annual General Meeting mentioned above, the Association may hold other extraordinary general Meetings during the year at such time and place as may be fixed by the Council.

### **6.2 Extraordinary General Meetings (EGM)**

6.2.1 All general meetings other than the AGM as provided for in the Article 6.1. shall be called Extraordinary General Meetings.

6.2.2 The Council, may, whenever it thinks fit, convene an EGM.

6.2.3 Every requisition to the Council for calling an EGM shall be sent to the General Secretary and shall express the purpose for which such meeting is to be called; and the Council shall call a meeting in pursuance thereof to be held no later than twenty-one (21) days from the receipt of the requisition.

6.2.4 If the Council does not, within twenty-one (21) days from the date of the deposit of a requisition, proceed duly to convene an Extraordinary General Meeting to be held not more than twenty-one (21) days from the date of the Notice convening such EGM, the requisitionists may themselves convene a meeting for the objects specified in the requisition, but any meeting so convened shall not be held after the expiration of three months from the date of the deposit of the requisition. A meeting convened by the requisitionists shall be convened in the same manner as detailed in Article 6.

6.2.5 Notice of every EGM specifying the object of the EGM and on whose requisition it is called shall be sent to each member by the General Secretary at least seven (7) clear days before the day for holding the meeting.

6.2.6 No business may be transacted at an EGM other than business of which notice has been given.

### **6.3 Emergency General Body Meetings**

6.3.1 The Council may summon an emergency General Body Meeting (with 48 hours notice) to inform and discuss urgent and important matters.

6.3.2 However, no conclusions arrived at such meetings are binding on the membership of the association.

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### **6.4 Notice of Meetings**

- 6.4.1 In the case of an Annual General Meeting twenty-one clear (21) days notice at the least, and in the case of Extraordinary General Meeting fourteen (14) clear days notice at the least, specifying the place, the day, and the hour of meeting, and in the case of special business the general nature of such business (and in the case of an General Meeting specifying the meeting as such) shall be given in manner hereinafter mentioned to all the members and to the Auditors for the time being of the Association. A member wishing to have any matter discussed at the Annual General Meeting shall give at least fourteen (14) days notice thereof before the date of such meeting.
- 6.4.2 Notice may be served by the Association upon any member personally or by sending it through the post in a prepaid letter envelope or wrapper addressed to such member at his address appearing in the Register of members (such address being hereinafter referred to as a registered address).
- 6.4.3 Any notice sent by post shall be deemed to have been served on the day on which the letter envelope or wrapper containing the same is posted, and in proving such service it shall be sufficient to prove that the letter envelope or wrapper containing the notice was properly addressed and put into the post office. A certificate in writing signed by the General Secretary or other officer of the Association that the letter envelope or wrapper containing the notice was so addressed and posted shall be prima facie evidence thereof.
- 6.4.4 The signature to any notice to be given by the Association may be written or printed.
- 6.4.5 Any notice not provided for by these Articles shall be sufficiently served if advertised in one issue of a newspaper published and circulating in Barbados and having at least two issues weekly, and such notice shall be deemed to be served on the day of the Issue in which the same appears.
- 6.4.6 The inadvertent omission to give or to receive notice shall not invalidate the proceedings at any meeting to which the notice relates.

### **6.5 Business of Annual General Meeting**

- 6.5.1 The ordinary business of an Annual General Meeting shall be:

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- (a) such business as stipulated by the Articles of the Association to be transacted at such meeting, including the appointment of an Auditor or auditors (who shall be a professional Accountant or professional Accountants) and approving of his or their remuneration;
- (b) the election to the vacant posts in the council for the ensuing term;
- (c) the reception of such addresses and other communications and the discussion of such matters pertaining to the medical and allied sciences, as the council shall have arranged to be received or discussed at such meeting;
- (d) the nomination of members to be appointed by the Minister of Health to the Medical Council, and to any other statutory bodies as required under the Laws of Barbados.

6.5.2 The Council shall arrange the order of business of an Annual General Meeting. In the case the meeting is adjourned for any other purpose than that of election to fill any vacancies, the business to be transacted at the adjourned meeting shall be specified prior to the adjournment taking place and shall be entered into the minutes and no business shall be transacted at such adjourned meeting which is not so specified and entered.

### **6.6 Scientific Meetings**

6.6.1 The Council shall at least once a year arrange meetings or conferences, alone or in conjunction with other bodies, which shall be open to every member of the Association to attend, for the purpose of receiving addresses or other communications relating to the medical or allied sciences, and discussing such subjects pertaining thereto as the Council may think proper, and the Council may arrange to hold such meetings or conferences in or outside Barbados.

### **6.7 Special Business of General Meetings**

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6.7.1 Special business includes all business discussed or transacted at Extraordinary General Meetings, and also all business discussed or transacted at Annual General Meetings except the ordinary business referred to in 6.5.

6.7.2 **Chairman**: The President of the Association, if present, shall preside as Chairman at the opening of every General meeting. In the absence of the President, the first Vice President shall preside, and in his absence, the Second Vice President shall preside, and in the absence of the previously mentioned officers a Chairman shall be appointed by the meeting from among the floor members of the council present at the meeting.

6.7.3. **Quorum**: Except as hereinafter provided, no business shall be transacted at any Annual General meeting unless there be present a quorum of not less than one-fifth in number of the members entitled to vote there at . At an Extraordinary General Meeting, the quorum shall be at least, one-quarter in number of the members entitled to vote there at. If within a half-hour from the time appointed for the meeting such quorum be not present, the meeting, if convened upon the requisition of members, shall be dissolved. In any other case it shall stand adjourned for fourteen (14) days, at a time and place to be decided by the Chairman, and notice of such time and place will be published in a daily newspaper at least seven (7) days before the date to which the meeting has been adjourned. If at such adjourned meeting a quorum be not present, those present shall be deemed to be a quorum.

### 6.8 **Adjournment of Meetings**

6.8.1 The Chairman of any General meeting may, with the consent of the meeting, adjourn any business from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

### 6.9 **Voting at General Meetings**

6.9.1 At general meetings unless a ballot is demanded by at least five members a declaration by the Chairman that a resolution has been carried, or carried by a particular majority, and an entry to that effect in the book of the proceedings of the Association, shall be sufficient evidence of the fact without proof of the number or proportion of the votes recorded in favor of or against any such resolution. On a show of hands, every voting

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member present in person shall have one vote. Votes must be given personally. In case of any equality of votes at any General meeting, the Chairman shall have a second or casting vote.

6.9.2 In respect of every resolution passed by a General Meeting of the Association (except a special resolution or an extraordinary resolution or a resolution relating solely to the procedure of the meeting), within one month after the date on which the resolution is passed, the Council shall hold a meeting for the purpose of implementing the resolution.

6.9.3 If the said meeting of the Council shall not be held within the said period of one month; then the resolution shall come into operation immediately upon the expiration of the said period of one month.

### ARTICLE 7: THE COUNCIL

7.1 **Membership:** There shall be a Council consisting of eight officers, four Floor Members, and group leaders of any special groups formed by the decision of the General Body. The Council shall consist of the following:

- (a) President
- (b) First Vice-President
- (c) Second Vice-President
- (d) General Secretary
- (e) Assistant General Secretary
- (f) Treasurer
- (g) Assistant Treasurer
- (h) Public Relations Officer; and
- (i) Four (4) Floor Members

7.1.1 The immediate past President will be an Ex-Officio member of the Council for one year.

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7.1.2 Group Leader(s) of any sub group(s) formed as per the decision of the general body.

### **7.2 Functions and Powers**

7.2.1 Subject to the provisions of any statute, the general control and execution of the policy and affairs of the Association shall be vested in the Council.

7.2.2 It shall be the duty of the Council to carry into execution resolutions passed by a General meeting and administer the affairs of the Association in accordance with its Articles.

7.2.3 The Council shall exercise such powers and do such acts and things as may be exercised or done by the Association and are not by the provisions of any Statute or of these Articles directed to be exercised or done by a General Meeting.

### **7.3 Duties of Officers**

7.3.1 **The President:** The President shall preside at all General Meetings of the Association. He/She shall sign the minutes of all meetings. In conjunction with the members of the executive Council, he shall superintend the general administration of the affairs of the Association.

7.3.2 **The 1<sup>st</sup> Vice-President:** He/She will assist the President in running the affairs of the Association and will be responsible for any specific tasks allotted by the Council. In the absence of the President, or in the event of his inability to act, the 1<sup>st</sup> Vice-President shall carry on the duties and shall have and exercise all powers of the President.

7.3.3 **The 2<sup>nd</sup> Vice-President:** He/She will assist the President in running the affairs of the Association and any specific tasks allotted by the Council. In the absence of the President and 1<sup>st</sup> vice-president, or in the event of their inability to act, the 2<sup>nd</sup> Vice-President shall carry on the duties and shall have and exercise all powers of the President.

7.3.4 **General Secretary:** The general secretary shall be entrusted with:

- (a) The day-to-day conduct of affairs in accordance with the decisions as taken by General Meetings and the Council;
- (b) The setting of any question which requires an urgent solution;

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- (c) The carrying out of special duties as established in the Articles;
- (d) The interaction with international/Regional Medical Associations, Secretariats and with organizations interested in medicine and medical health;
- (e) He/She shall report to the Council;
- (f) He/She shall prepare the agenda for all meetings of the Council and General meetings, and preserve minutes of the proceedings and keep a record of the attendance of all members at the General Meetings.
- (g) He/She shall send a copy of the agenda of any Annual or Special General Meeting to all members of the association at least seven (7) days before such meetings.
- (h) He/She shall keep a roll of all members of the Association and such other books as the Council may direct.
- (i) He/She shall perform such other duties as may be assigned to him by the Council from time to time.

7.3.5 **Assistant General Secretary:** The Assistant General Secretary shall assist the General Secretary at all times in the performance of his duties, and shall act for him/her in his/her absence.

7.3.6 **The Treasurer:** The Treasurer shall receive all monies paid to the Association and shall within seventy-two (72) hours lodge such monies with the Bankers of the Association in the name of the Association. The Treasurer shall be entrusted with the management of the expenses and Income. He/She shall prepare and submit to the Council a draft budget in time for consideration by the Annual General Meeting.

7.3.7 **The Assistant Treasurer:** will assist the treasurer to deliver his duties. He/she will represent the treasurer when the treasurer cannot attend any meetings.

7.3.8 **The Public Relations Officer:** The Public Relations officer shall be responsible to the Council for all literature, press releases and other publicity of the Association.

7.3.9 **Floor Members:** Shall assist the officers of the council in running the affairs of the Association. Each member will be responsible for any specific tasks allotted by the Council.

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7.3.10 **The group leader(s)** of the special group(s) shall report about the meetings, activities and requirements of the respective special group(s).

### **7.4 Terms of Office of Members of Council**

7.4.1 Each member of Council shall hold office for two years following the date on which he became a member of council (until the close of the 2<sup>nd</sup> Annual General meeting after his election) and shall be eligible for re-election. The elections shall be staggered to allow continuity. In any given year six (6) members shall be elected to the council. In the first year of adopting this process six members shall be elected for one year only and the remaining six will be elected for two years.

7.4.2 The President, 2<sup>nd</sup> Vice President, Assistant Secretary, Treasurer, the 1<sup>st</sup> Floor Member, and the 3<sup>rd</sup> Floor Member shall be elected on the even numbered years (i.e. 2008, 2010, 2012 etc.).

7.4.3 The rest will be elected on the odd number years (i.e. 2009, 2011, 2013 etc.)

7.4.4 The representative(s) of special group(s) will be elected by the respective special group for a period of two years and eligible for re-election. This representation will cease to exist when the special group is dissolved.

7.4.5 If a sitting member is elected for a different post, the vacating post shall be filled by election at the same General Meeting and the term of this office will be as per article 7.5.2.

### **7.5 General Vacancies**

7.5.1 Subject to Clause 7.6. of this Article, any casual vacancy occurring in the Council after the last Annual General Meeting shall be filled by the Council.

7.5.2 Any person appointed or elected under this Article shall retain his office so long only as the member in whose office such casual vacancy shall have occurred would have retained the same if such vacancy had not occurred.

7.5.3 The Council may act notwithstanding any vacancy in its body, so long as the number of members of Council remains more than the number prescribed as a quorum as per article 7.9.2. But if the number of members of the Council falls below the number



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prescribed as a quorum, the Council shall not act, except in emergencies or for the purpose of filling vacancies.

### **7.6 Vacancies in Offices**

7.6.1 A vacancy in the office of the President, or the General Secretary, or the Treasurer, shall be filled until the next annual General meeting, in the following manner:

- (a) In the case of the President, the First Vice-president shall discharge the duties of the office.
- (b) In the case of the General Secretary, the Asst General Secretary will act as General Secretary and an Asst General Secretary shall be appointed by the Council.
- (c) In the case of the Treasurer, the Asst Treasurer will act as Treasurer and an Asst Treasurer shall be appointed by the Council. In the event of a vacancy occurring in any of the Executive offices above-mentioned through circumstances not provided for in this Article, it shall rest with the Council to make such appointment or other provision as it may deem expedient for the discharge of the duties of the said office until the next Annual General Meeting.

### **7.7 Removal from Office:**

7.7.1 A member of the Council or officer of the association may be removed from office by decision of two-thirds (2/3) of the members present and voting at an Extraordinary General Meeting summoned for that purpose.

7.7.2 A member of the council not attending three consecutive council meetings without any reasonable explanation shall cease to be member of the council and the vacancy arising as a result shall be filled as per articles 7.5. and 7.6.

### **7.8 Election to the Council**

7.8.1 The General Secretary shall invite nominations for the "Vacant Posts" at least 6 weeks prior to the scheduled AGM at which the elections are to take place. For the purpose of this article the "Vacant Posts" are considered as follows:

- (a) The posts that are expected to be vacated at the AGM as per article 7.4.
- (b) The posts those are vacant, or filled as per articles 7.5., 7.6., and 7.7.

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- (c) Nominations in writing should be submitted to the General Secretary at least 2 weeks prior to the scheduled AGM.
- 7.8.2 Each nomination shall have the approval of the nominee and shall be signed by members proposing and seconding the nominee.
- 7.8.3 Nominees, proposers and seconders must be members of BAMP in good standing.
- 7.8.4 A list of the nominees shall be circulated to members at least seven days prior to the Annual General Meeting along with the Agenda of the AGM.
- 7.8.5 In the event no nominations are received for any vacant post, nominations may be reopened at the AGM to fill the vacancies.
- 7.8.6 A presiding officer shall be nominated by the council prior to the AGM to conduct the elections and declare the results at the AGM.
- 7.8.7 Voting shall be by ballot. Only members present in good standing may vote. There shall be no voting by proxy.
- 7.8.9 If due to extenuating circumstances a member is not able to attend the AGM, he may submit his vote in absentia in a sealed envelope to the presiding officer. The presiding officer may accept such absentee ballot after verifying the ID of the member and that the member is in good standing.
- 7.9 Meetings**
- 7.9.1 Meetings of the Council shall be held monthly at such time and place and upon such notice as the Council shall determine.
- 7.9.2 Subject to paragraph 7.5.3. of this Article, no business shall be transacted at any meeting of the Council unless at least 50% or more in number of its members be present (excluding the ex-officio member, and representatives of special groups).
- 7.9.3 The President of the Council may, if he thinks fit, and shall, upon receiving a requisition signed by not less than 50% of members of the Council and specifying the business, for which a Special Meeting is required, call together a Special Meeting thereof. No business shall be transacted at a Special meeting other than that for which such meeting is called.
- 7.9.4 The Council may summon an Emergency General Meeting as per article 6.3.

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### **7.10 Appointment of Staff**

7.10.1 All salaried staff holding any medical or other qualifications or skills shall be appointed and may be dismissed by the Council, and shall hold office for such period and perform such duties and receive such remuneration as the Council may from time to time determine.

### **7.11 Appointment of Auditors**

7.11.1 The Annual General Meeting shall elect auditors to audit the finances of the Association.

7.11.2 The Auditors shall hold a general audit of voucher copies and accounts. They shall make sure that all expenses are judicious and made in accordance with the decisions taken by the Council.

7.11.3 They shall submit their report to the Annual General Meeting and have the right to make proposals concerning the auditing and the spending of the funds of the Association.

## **ARTICLE 8: COMMITTEES AND STANDING COMMITTEES**

8.1 The Council shall have power to appoint Committees with such powers as may seem necessary or expedient to Council.

8.2 The following shall be Standing Committees of the Association and the Standing Committees shall be elected by Council at its first meeting after the Annual General Meeting:

- (a) Finance Committee - which will be responsible for studying and making recommendations with regard to the budget of the Association, and will oversee their implementation. The Treasurer shall be a member of the Finance Committee.
- (b) Ethics Committee - which will be concerned with charges, controversies and quarrels, which might be made in respect of members, and with matters where ethical principles arise.
- (c) Membership Committee - which will be responsible for:
  - (i) increasing and maintaining the membership of the Association;

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- (ii) reviewing new applications for membership and make recommendation on the eligibility of the applicants to the Council.
  - (d) Public Relations Committee - which will be responsible for:
    - (i) the publication of the Association's journal and other publications;
    - (ii) the conduct of relations with the press, radio and television;
    - (iii) promoting and maintaining better understanding between the medical profession and the community.
- 8.3 The Chairman of each Committee will be required to report on its activities quarterly to the Council.
- 8.4 If any appointed member of any Committee or Sub-Committee shall be absent from three successive Meetings of that Committee or Sub-Committee, such Member shall (except in cases of illness or for some reason approved by the Chairman of the Committee or Sub-Committee) be deemed to have resigned his membership thereof, and a casual vacancy shall thereupon arise.
- 8.5 All Standing Committees shall report to and act under the instructions of the Council.
- 8.6 Every Standing Committee shall have power to appoint Sub-Committees for the purposes of any of its powers or duties.
- 8.7 Every Standing Committee shall have power to call to its assistance for special purposes/persons specially qualified to assist in any branch of the subject referral to it, provided that the cost (if any) is approved by the Council.

## **ARTICLE 9: AFFILIATION**

- 9.1 The Association may admit to affiliation with it or seek affiliation with any Medical Association or similar body established outside Barbados, on such terms and with such privileges as may be recommended by the Council.
- 9.2 The Association may terminate any such affiliation after due notice on any side by resolution of a General Meeting.

**ARTICLE 10: PUBLICATIONS**

- 10.1 The Association may publish a Journal under the direction of the Council or may join with any other association in the Publication of a Journal in connection with the affairs of the Association.
- 10.2 The Council may publish such lists of members, records of agreements, policies and other papers as and when it is appropriate.

**ARTICLE 11: FINANCIAL , AUDIT AND OTHER REPORTS**

- 11.1 The Council shall lay before the Association at every Annual General Meeting an Income and Expenditure Account for the period since the preceding account, made up to date not earlier than the date of the next meeting by more than three months.
- 11.2 The Council shall also cause to be made out in every calendar year and to be laid before the association at the Annual General Meeting a Balance Sheet as at the date to which the Income and Expenditure account is made up. Every such Balance Sheet shall be signed on behalf of the Council by two of the members of Council and shall have attached to it a report by the Council with respect to the state of the Association's affairs and the amount, if any, which they propose to carry to reserves. It shall also have the Auditor's report attached to it.
- 11.3 The Council shall also annually prepare an Estimate of the probable income and expenditure of the Association for the coming year and a Report of the proceedings of the Association for the past year and the Balance Sheet and Income and Expenditure Account and the said Estimate and Reports of The Council shall be presented to the Annual General Meeting.
- 11.4 The roll of members and other books of the Association shall be made available for inspection by any financial member on application to the General Secretary and on giving not less than fourteen (14) days notice. The General Secretary will have a maximum period of fourteen (14) days to produce such records. Such inspection shall be carried out with due regard to the security of the property of the Association and to the expedition of its business provided that, in any case, reasonable facility is given for the said inspection.

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**ARTICLE 12: TRUSTEES**

- 12.1 The Annual General Meeting shall appoint persons, being members of the Association to be Trustees of the Association.
- 12.2 The number of Trustees shall not exceed three (3) and they may be appointed for the purpose of having any property of the Association, real or personal, vested in them in trust for the members of the Association.
- 12.3 At the time that any property invested in the Trustees, they shall be required to execute a declaration of trust.
- 12.4 The period of appointment of such Trustees shall be in the discretion of the Association in General Meeting who shall have power to remove a Trustee from office. Such removal from office of a Trustee must be by two-thirds (2/3) majority of a General Meeting called for that purpose.
- 12.5 **Liability**: Only the BAMP properties shall be considered as a warrant for financial liability.

**ARTICLE 13: FUNDS**

- 13.1 The financial Year of the Association shall be from January 1 to December 31.
- 13.2 The funds of the Association shall be used solely for the purpose of carrying out the objects as defined in Article 3 above provided that the portion of the said funds which is not required for immediate expenses shall be invested as the Association at the Annual General Meeting or an extraordinary General meeting convened for that purpose may direct.
- 13.3 The Bankers of the Association shall be such as enjoy public confidence and shall be chosen by the Council of the Association.

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**ARTICLE 14: AMENDMENTS**

- 14.1 Amendments to this Constitution may be made at the Annual General Meeting or at an Extraordinary General Meeting convened for that purpose.
- 14.2 Notice of the proposed amendment shall have been given in writing to the General Secretary.
- 14.3 Such notice shall be publicised by the General Secretary not later than one month within receipt of the proposed amendment.
- 14.4 The General Secretary shall convene a special meeting not later than two (2) months after receipt of the notice of the proposed amendment.
- 14.5 The proposed amendment is adopted by a majority of two-third (2/3) vote of the members present and qualified to vote, and voting.