



# Philippine Medical Association

THEME: KAPIT BISIG PARA SA PAGBABAGO... SA PMA AT SA BAYAN

Member : World Medical Association (WMA)  
Co-Founder : Confederation of Medical Association in Asia and Oceania (CMAAO)  
Medical Association of Southeast Asian Nations (MASEAN)  
Secretariat : PMA Bldg., North Avenue, Quezon City 1105  
Telephone Nos.: (632) 929-7361; 929-6366; 926-2447 Fax: (632) 929-6951  
Mobile: (Membership Hotline) 0917-8221357  
Emails: [info@philippinemedicalassociation.org](mailto:info@philippinemedicalassociation.org); [philmedas@yahoo.com](mailto:philmedas@yahoo.com)  
Website: [www.philippinemedicalassociation.org](http://www.philippinemedicalassociation.org)

## NATIONAL OFFICERS 2014-2015

MARIA MINERVA P. CALIMAG, M.D.  
President

IRINEO C. BERNARDO III, M.D.  
Vice President

BENITO P. ATIENZA, M.D.  
National Treasurer

MARIANNE O. DOBLES, M.D.  
Secretary General

ATTY. JOSE C. MONTEMAYOR JR., M.D.  
Assistant Secretary General

## BOARD OF GOVERNORS

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Northeastern Luzon

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Northwestern Luzon

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Central Luzon

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Southeastern Mindanao

KAREN CONOL-SALOMON, M.D.  
Northcentral Mindanao

ANGELO L. DIMAANO, M.D.  
Caraga

## MEMORANDUM CIRCULAR NO: 2015-01-28-031

**TO :** PMA BOARD OF GOVERNORS, ALL COMPONENT MEDICAL SOCIETIES, SPECIALTY DIVISIONS, SPECIALTY SOCIETIES, AND AFFILIATE SOCIETIES.

**SUBJECT :** AMENDMENTS TO THE PMA CONSTITUTION AND BY-LAWS

**DATE :** JANUARY 28, 2015

Warmest Greetings from the Philippine Medical Association!

The PMA Board of Governors in the 8th Board Meeting approved the attached copy of the Amendments to the Constitution and By-laws as recommended by the PMA Committee on Constitution and By-laws.

The PMA will be needing a 2/3 vote of the general membership (active members) for the amendments to be ratified at the 20th General Assembly on May 21, 2015 at the Marriott Hotel. Forms of the needed proxy votes shall be sent by courier. It may also be downloaded from the PMA website.

Please forward to the PMA Secretariat as soon as the forms are accomplished.

Yours truly,

  
MARIANNE L. ORDOÑEZ-DOBLES, M.D.  
Secretary General

Noted By:

  
MARIA MINERVA P. CALIMAG, M.D.  
President



**Updates on the proposed  
AMENDMENTS  
to the  
PMA Constitution & By-Laws**

presented by  
**Bayani B. Tecson, MD**  
Chairman, Committee on Constitution & By-Laws  
Administrative Year 2014 - 2015

**Administrative Year 2012 - 2013**  
**President: Dr. Modesto Llamas**

Proposed amendments to the Constitution & By-Laws by the Committee on Constitution & By-Laws chaired by Dr. Benjamin Lim on December 5, 2012. Approved with revision by the PMA Board of Governors on March 17, 2013.

**Administrative Year 2013-2014**  
**President: Dr. Leo Olarte**

Proposed amendments to the Constitution and By-Laws by the Constitutional Convention chaired by PP Dr. Rey Melchor Santos on September 2013. Approved by the PMA Board of Governors.

**These proposed amendments to the  
Constitution & By-Laws  
were not ratified  
by the PMA General Assembly**

## **WHY?**

**The General Assembly failed to ratify these amendments because the component societies were not able to gather enough proxy votes to satisfy the required 2/3 vote of the General Membership of the PMA.**

**Administrative Year 2014 - 2015**  
**President: Dr. Minerva Calimag**

The committee on Constitution & By-Laws looked at the 2 previous proposed amendments, “ found to be practically the same in substance”, **unified / harmonised** them, and presented to the PMA Board of Governors on December, 2014.

The Board of Governors approved with revision this unified proposed amendments on January, 2015.

**UNIFIED / HARMONIZED  
proposed amendments  
to the  
PMA Constitution & By-Laws**

**What to do?**

**All component society officers are enjoined to gather enough proxy votes and all responsible PMA members to sign their proxy votes to satisfy the required 2/3 vote of the General Membership of the PMA for this vital amendments to be ratified by the General Assembly on May, 2015.**

## Proposed Amendments: Constitution

### OLD PREAMBLE

Imploring the aid and guidance of the Almighty, we, the members of the medical profession of the Philippines, conscious of our duties and responsibilities to God, to our country and our countrymen, as well as to our Hippocratic Oath, do hereby promulgate this Constitution as a declaration of our profession and firm determination to protect and defend our rights in a manner consistent with the nobility of our calling.

### ARTICLE ONE NAME AND OFFICE

The name of this organization shall be PHILIPPINE MEDICAL ASSOCIATION, INC., hereinafter referred to as the Association. Its offices shall be in Metro Manila.

### NEW PREAMBLE

Imploring the *assistance* and guidance of the Almighty, we, the members of the medical profession of the Philippines, *cognizant* of our duties and responsibilities to God, to our country and our countrymen, as well as to our Hippocratic Oath, do hereby promulgate this Constitution as a declaration of our profession and firm determination to protect and defend our rights in a manner consistent with the nobility of our calling.

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The name of this organization shall be PHILIPPINE MEDICAL ASSOCIATION, INC., hereinafter referred to as *the PMA*. Its offices shall be in Metro Manila.

## Proposed Amendments: Constitution

### ARTICLE THREE OBJECTIVES AND MISSIONS

The Association is established as a non-stock, non-profit, professional organization dedicated to the following objectives, in furtherance of the purposes of the Articles of Incorporation.

1. To bring together and unite the entire medical profession of the Philippines.
2. To extend medical knowledge and advance medical science.
3. To elevate the standards of medical education and practice.
4. To ensure the enactment of just medical laws.
5. To promote fraternal relations among physicians and between physicians and allied professionals.
6. To protect the legitimate rights and prerogatives of the physicians.
7. To serve as an authoritative source of information regarding health, disease and medical practice; and
8. To promote the practice of medicine in the context of Philippine life and culture.

### ARTICLE THREE OBJECTIVES AND MISSIONS

The PMA is established as a non-stock, non-profit, professional organization dedicated to the following objectives, in furtherance of the purposes of the Articles of Incorporation.

1. To bring together and unite the entire medical profession of the Philippines.
2. *To promote high ethical standard in the practice of the profession.*
3. To extend medical knowledge and advance medical science.
4. To elevate the standards of medical education and practice.
5. To ensure the enactment of just medical laws.
6. To promote fraternal relations among physicians and between physicians and allied professionals.
7. To protect the legitimate rights and prerogatives of the physicians.
8. To serve as an authoritative source of information regarding health, disease and medical practice; and
9. To promote the practice of medicine in the context of Philippine life and culture.

## Proposed Amendments: Constitution

### ARTICLE FOUR MEMBERSHIP

Membership in the Association shall be through recognized component medical societies. All members shall be entitled to all the rights and privileges prescribed by this Constitution and the By-Laws.

### ARTICLE FIVE OFFICERS

The officers of the Association shall consist of a President, a Vice President, a Treasurer and Governors, who shall be elected by the entire membership. The Secretary General shall be recommended by the President and elected by the Board.

### ARTICLE FOUR MEMBERSHIP

Membership *in good standing in the PMA* shall be through recognized component medical societies. All members shall be entitled to all the rights and privileges prescribed by this Constitution and the By-Laws.

### ARTICLE FIVE OFFICERS

The officers of the PMA shall consist of the President, the Vice President, the Treasurer and the Governors, who shall be elected by the entire membership. The Secretary General shall be *appointed by the President and approved by the Board.*

## Proposed Amendments: Constitution

### ARTICLE SIX BOARD OF GOVERNORS

- Section 1. The Board of Governors, hereinafter referred to as the Board, shall be responsible for the affairs of the Association.
- Section 2. It shall have the power to make By-Laws for the governance of the Association and to alter, change or amend such By-Laws.
- Section 3. The Board shall consist of the officers of the Association and the Governors, as defined by the By-Laws.
- Section 4. The term of office of the board shall be one [1] year.
- Section 5. In case of any vacancy, replacement is provided for in the By-Laws.
- Section 6. The Board shall have the power to call a Constitutional Convention as provided for in the By-laws.

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- Section 2. It shall have the power to make By-Laws for the governance of the PMA and to alter, change or amend such By-Laws.
- Section 3. The Board shall consist of the National officers of the PMA and the Governors, as defined by the By-Laws.
- Section 4. *The terms of office of the President, Vice President and National Treasurer shall be for two (2) years without re-election at anytime or until their successors shall have been duly elected and qualified. The terms of office of the Governors shall be for One (1) year from June 1 to May 31 of the following year or until their successors shall have been duly elected and qualified.*
- Section 5. In case of any vacancy, replacement is provided for in the By-Laws.
- Section 6. The Board shall have the power to call a Constitutional Convention as provided for in the By-laws.

## Proposed Amendments: Constitution

### ARTICLE SEVEN GENERAL MEMBERSHIP ASSEMBLY

Section 1. The Board shall appoint a Committee to undertake the preparation of the annual General Membership Assembly.

Section 2. The General Assembly shall be composed of the officers and members of the Board and the representatives of the component medical societies and the specialty divisions as provided for in the By-Laws.

Section 3. The annual General Assembly shall take place at the time of the national convention which shall be held in the month of May of each year. Special general membership meeting may be called by the Board.

### ARTICLE SEVEN GENERAL MEMBERSHIP ASSEMBLY

Section 1. *The incumbent General Assembly Officers shall* undertake the preparation of the annual General Membership Assembly.

Section 2. The General Assembly shall be composed of the *incumbent* officers and members of the Board and the *Presidents and official delegates* of the component medical societies and the specialty divisions as provided for in the By-Laws.

Section 3. The annual General Assembly shall take place at the time of the national convention which shall be held in the month of May of each year. Special general membership meeting may be called by the Board.

## Proposed Amendments: Constitution

### ARTICLE ELEVEN AMENDMENTS AND EFFECTIVITY

Amendments to this Constitution shall be approved by the majority of the Board and two-thirds [2/3] vote of the general membership. This constitution shall be effective upon the approval of the majority of the Board, two-thirds [2/3] vote of the general membership, and by the Securities and Exchange Commission.

### ARTICLE ELEVEN AMENDMENTS AND EFFECTIVITY

Amendments to this Constitution shall be approved by *two-thirds [2/3] of the Board and majority vote of the general membership or of the constituent assembly*. This constitution shall be effective upon the approval of the *two-thirds [2/3] vote of the Board, majority vote of the general membership or of the constituent assembly*.

## Proposed Amendments: By-Laws

### ARTICLE I: MEMBERS

Section 2. There shall be three categories of members.

- A. Regular Members are those who pay the usual membership and other dues of the Association. Qualified regular members may elect to take advantage of provisions listed under Article II of this By-Laws and become [regular] Life Members.
- B. Emeritus Members are those who, for at least 15 consecutive years, have been regular members and who, having reached the age of 65, are judged to have been worthy and meritorious members of the Association, are recommended by the component society to which they belong, and so confirmed by resolution of the Board. Emeritus members shall not be required to pay the usual membership and other fees of the Association, but shall continue to enjoy all the rights and privileges of regular members.
- C. Non-Resident Members are Filipino physicians licensed to practice medicine in the Philippines and residing in foreign countries. They shall be eligible for membership in the Association through a component society upon application and payment of dues and assessments as provided for in this By-Laws. These members shall be exempt from the requirements of the Commission on Continuing Medical Education for the duration of their residence abroad.

### ARTICLE I: MEMBERS

Section 2. There shall be *four* categories of members.

- A. Regular Members are those who pay the annual membership and other dues of the PMA.
- B. Life members are members who opt to pay the life membership dues after *ten [10] consecutive years of regular membership immediately preceding the application* for life membership. Qualified regular members may choose to become Life Members upon favorable recommendation of the component society and subject to the approval of the Board of Governors.
- C. Emeritus Members are those who, for at least fifteen [15] consecutive years *immediately preceding the application for Emeritus membership, have been regular or life members in good standing* and who, having reached the age of 65, have been judged to have been worthy and meritorious members of the PMA as recommended by their respective component societies and confirmed by resolution of the Board. *Emeritus members shall not be required to pay the annual membership dues of the PMA and the Component Societies.*
- D. Non-Resident Members are Filipino physicians licensed to practice medicine in the Philippines and residing in foreign countries. They shall be eligible for membership in the PMA through a component society upon application and payment of dues and assessments as provided for in this By-Laws. These members shall be exempt from the requirements of the Continuing Medical Education and the obligation to vote for the duration of their residence abroad. They cannot be voted upon or be appointed for any position in the PMA during the duration of their residence abroad.

## Proposed Amendments: By-Laws

### ARTICLE I: MEMBERS

Section 5. Termination or Withdrawal of Membership - membership in the Association may be terminated at any time for the following causes:

- A. Non-payment of annual dues for three [3] consecutive years, if said dues are not settled within sixty [60] days after receipt of notification of delinquency through the component medical society.
- B. Any act inimical to the profession as provided for in the Code of Medical Ethics, and/or any act inimical to the Association.
- C. By voluntary withdrawal of the member, expressed in writing.

### ARTICLE I: MEMBERS

Section 5. Termination of Membership - membership in the PMA may be terminated for any of the following causes:

- A. Non-payment of annual dues for three [3] consecutive years, if said dues are not settled within sixty [60] days after receipt of the notification of delinquency to the component medical society *and the member concerned. The notice to the member shall be sent to the latest address as shown in the records of the PMA.*
- B. Any act inimical to the profession as provided for in the Code of Medical Ethics, and/or any act inimical to the PMA.
- C. *The membership of a member shall automatically be revoked upon his or her death, revocation of license to practice medicine by the Professional Regulation Commission or any other authorized government body.*
- D. *By voluntary withdrawal of the member, expressed in writing and duly notarized.*

## Proposed Amendments: By-Laws

### ARTICLE II. OBLIGATIONS AND RIGHTS

Section 1. Obligations - a member of the Association, to be considered in good standing, shall:

- A. Pay all national and local dues as well as all assessments that may be imposed by the duly authorized bodies of the Association.
- B. Comply with the requirements of the Commission on Continuing Medical Education; and
- C. Comply with such other obligations as may be imposed by duly constituted authorities;

### ARTICLE II. OBLIGATIONS AND RIGHTS

Section 1. Obligations - a member of the PMA, to be considered in good standing, shall:

- A. Pay all national and local dues as well as all assessments.
- B. *Have voted in the elections of the PMA at least once in two years, unless the failure to vote is of justifiable reason as stated in the Election Code.*
- C. Comply with the requirements of the Commission on Continuing Medical Education;
- D. *Comply with such other obligations as may be imposed by the Board of Governors and that of the local component medical society.*

## Proposed Amendments: By-Laws

### ARTICLE III. DUES

**Section 1.** Annual Dues - The annual dues of a member of the Association shall be Three Hundred Fifty Pesos [P350.00] exclusive of local society dues. Annual dues for members may be changed upon approval of the Board and ratified by the General Assembly. The Board, acting on recommendation of the component society concerned, may exempt members from these dues as well as from the annual convention registration fees, based on disability which makes it impossible for the member to earn his livelihood. The manner of collection of membership and other dues are stipulated in the Administrative Code of the Association.

**Section 2.** Life Membership - A regular member, who has had at least 5 years of continuous membership in the Association, may elect to obtain the status of Life Member by paying a life membership fee of at least Five Thousand Pesos [P5,000]. Such members shall be entitled to all rights and privileges without further payment of any national membership dues and annual convention registration fees, provided they comply with other conditions of membership listed in Article II, Section 1, of this By-Laws. Life members shall, however, continue to pay any special assessments that may be imposed by the component societies, the General Assembly and/or the Board.

### ARTICLE III. DUES

**Section 1.** Annual Dues - Annual membership dues shall be determined by the Board and ratified by the majority vote of the General Assembly. The Board, acting on the recommendation of the component society concerned, may exempt members from these dues as well as from the annual convention registration fees, based on disability which makes it impossible for the member to earn his livelihood. The manner of collection of membership and other dues are stipulated in the Administrative Code of the PMA.

**Section 2.** Life Membership - A regular member, who has had at least ten [10] years of continuous membership in the PMA preceding his application, may choose to obtain the status of Life Member by paying a life membership fee as determined by the Board. Such members shall be entitled to all rights and privileges without further payment of the annual membership dues and shall pay the Annual Convention registration fees at discounted rates as determined by the Board. They must comply with other conditions of membership listed in Article II, Section 1 of this By-Laws. Life Members shall pay special assessments imposed by the PMA and the component societies.

## Proposed Amendments: By-Laws

### ARTICLE III. DUES

**Section 3.** Delinquency - A member shall be delinquent if dues and special assessments are not paid as indicated in Article II, Section 1. Reinstatement of benefits, except the right to vote or be voted upon during the year, shall be made on settlement of all indebtedness to the Association and the component society concerned.

Section 4. Amnesty - Indebtedness of a member to the Association may be waived for justifiable reasons by a majority vote of the Board and a majority vote of the General Assembly. This will enable members who have been granted amnesty to be reinstated without both the right to vote and be voted upon, without Mutual Aid benefits, for one fiscal year.

### ARTICLE III. DUES

**Section 3.** Delinquency - A member shall be delinquent if dues and special assessments are not paid as indicated in Article II, Section 1. *Reinstatement of benefits shall be made on settlement of all indebtedness to the PMA and the component society concerned and subject to the provisions of the Mutual Aid Code. A reinstated member shall have the right to vote in the next fiscal year after his reinstatement.*

Section 4. Amnesty - Indebtedness of a member to the PMA may be waived for justifiable reasons by a majority vote of the Board and a majority vote of the General Assembly. This will enable members who have been granted amnesty to be reinstated without both the right to vote and be voted upon, for one fiscal year. *Mutual Aid benefits for the member shall be subject to the provisions of the Mutual Aid Code. A member can avail of amnesty only once in his lifetime.*

## Proposed Amendments: By-Laws

### ARTICLE IV. NATIONAL OFFICERS

Section 1. The national officers of the Association shall be a President, a Vice-President, a Secretary-General, a National Treasurer, and Governors, one for each region of the Association.

Section 2. The President, Vice President, the Treasurer and the Governors shall be elected by a plurality vote of the general membership.

Section 3. Qualifications. To qualify for election as a voting member of the Board, a member must be in good standing in the Association as well as in the component society within the region to be represented, for at least five [5] years immediately preceding election to the Board. The member must have served, for at least one [1] year, as president of a component society or specialty division of the Association, before he qualified to seek election to a national office of the Association.

### ARTICLE IV. NATIONAL OFFICERS

Section 1. The national officers of the PMA shall be the President, the Vice-President, the National Treasurer, the Governors, one for each region of the PMA and the Secretary-General. *All of the National Officers shall be elected except for the Secretary-General who shall be appointed by the President with the approval of the Board of Governors.* The Secretary-General may participate in the deliberations of the Board but shall not have a voting right and shall not be included in the determination of quorum.

Section 2. The President, the Vice President, the Treasurer and the Governors shall be elected by a plurality vote of the general membership.

Section 3. Qualifications. To qualify for election *to a national office*, a member must be in good standing in the PMA as well as in the component society within the region to be represented, for at least five [5] years immediately preceding the *election* and should have served for at least one [1] year as president of a component society or a specialty society.

## Proposed Amendments: By-Laws

### ARTICLE IV. NATIONAL OFFICERS

Section 4. The terms of office of the officers shall be for one year, from June 1 to May 31 of the following year or until the successor shall have been duly elected and qualified. A member of the Board, the President, the Vice President and the Treasurer included, shall serve no more than two [2] terms in succession, after which he shall not be eligible to serve in that same office again for five [5] full years since he last served.

Section 7. The Secretary General shall be recommended by the President and elected by the Board. He shall perform all duties incident to his position as Secretary as defined in the Administrative code and such other duties as may be assigned by the President or the Board. His term of office shall be at the pleasure of the President and the Board. The Secretary General shall be a non-voting member of the Board and shall be the Protocol Officer of the Association.

### ARTICLE IV. NATIONAL OFFICERS

Section 4. *The terms of office of the President, Vice President and National Treasurer shall be for two (2) years, without re-election at anytime, or until their successors shall have been duly elected and qualified.* The terms of office of the Governors shall be for One (1) year from June 1 to May 31 of the following year or until their successors shall have been duly elected and qualified. A governor shall serve no more than two consecutive terms unless no other qualified candidate is available.

Section 7. The Secretary General shall be *appointed by the President and approved by the Board.* He shall perform all duties incident to his position as Secretary as defined in the Administrative code and such other duties as may be assigned by the President or the Board. His term of office shall be at the pleasure of the President. The Secretary General shall be a non-voting member of the Board and shall be the Protocol Officer of the PMA.

# Proposed Amendments: By-Laws

## ARTICLE IV. NATIONAL OFFICERS

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*Section 10 The National Officers may be removed from office upon the following causes:*

- A. Malversation of funds of the PMA and other graft and corrupt acts;*
- B. Failure to attend without justifiable cause for three [3] consecutive meetings of the Board of Governors in a year*
- C. Violations of the By-laws and Codes of the PMA*
- D. Inimical acts committed against the PMA as determined by the Board of Governors*

*Section 11 All elected National Officers may be removed from office upon a two-thirds [2/3] vote of the Board of Governors and ratified by two-thirds [2/3] vote of the General Assembly, either in a regular or special meeting specifically called for the purpose. The procedure of investigation in the Board of Governors is outlined in the Administrative Code.*

*The Secretary-General may be removed by the president with the approval of the board for any cause.*

*In the event the Professional Regulation Commission or a court of justice renders a final decision revoking the license of a national officer to practice medicine, such national officer is deemed to be automatically removed from office. In such a case, the Board of Governors shall fill up the vacancy except for the position of the President whereby the Vice President shall automatically occupy the position of President.*

*Section 12 For causes listed in Section 10, when a complaint has been duly filed or while the investigation is pending, the Board of Governors may preventively suspend a national officer upon a two-thirds [2/3] vote. The preventive suspension shall not exceed 90 days. A suspended national officer shall not exercise his powers nor avail of privileges attendant to the position during the duration of the suspension.*

## Proposed Amendments: By-Laws

### ARTICLE V. BOARD OF GOVERNORS

Section 1. General Powers. There shall be a Board of Governors which shall exercise the corporate powers of the Association. It shall be composed of the President, the Vice-President, the National Treasurer, and one Governor for each of the regions of the Association. The Secretary General shall be non-voting member of the Board.

Section 2. The Board shall have the following functions:

- A. To approve the program of activities of the Association
- B. To confirm the appointments made by the President as provided for in the By-Laws.
- C. To fill vacancies in the Board provided that the new shall be from the same regions as the members to be replaced, and provided further that the replacements occupy the positions only for the unexpired term.
- D. To amend, change or alter the Constitution and/or the By-Laws of the Association by a two-thirds [2/3] vote of the Board, and for ratification by two-thirds [2/3] vote of the general membership of the Association.
- E. To approve the proposed annual budget of the Association and present same to the General Assembly.
- F. To amend, alter, or change the rules and codes issued under Article VII of this By-Laws, and, in consultation with the Commission concerned, to amend the above by a two-thirds [2/3] vote of the members present. To perform such other functions as are provided for in the Administrative code.

### ARTICLE V. BOARD OF GOVERNORS

Section 1. General Powers. There shall be a Board of Governors which shall exercise the corporate powers of the PMA.

*Section 2 It shall be composed of the National Officers and one Governor for each of the regions.*

Section 3. The Board shall have the following functions:

- A. To approve the program of activities of the PMA.
- B. To confirm the appointments made by the President as provided for in the By-laws and the Administrative Code.
- C. *To fill vacancies in the Board provided that the newly appointed member shall be recommended within thirty (30) days by the regional council of the same region as the member to be replaced if the vacancy is the position of Governor, and provided further that the newly appointed member shall only serve the unexpired term.*
- D. *The Board by a two-thirds [2/3] vote of its members, shall approve proposed amendments to the By-laws of the PMA prior to ratification by the majority vote of the general membership or by the General Assembly.*
- E. To approve the proposed annual budget of the PMA and present the same to the General Assembly for its ratification. *Should the General Assembly fail to ratify the proposed budget, the old budget is deemed to be automatically re-enacted. The Board of Governors may approve supplemental budgets for expenses related solely for the Administrative functions, day to day affairs or such other expenses that are emergency in nature.*
- F. *The Board by a two-thirds [2/3] vote of all its members, shall enact or amend in two successive regular meetings the Codes of the PMA upon consultation with the concerned or affected Commissions..*
- G. To perform such other functions as provided for in the Administrative code.

## Proposed Amendments: By-Laws

### ARTICLE VI. GENERAL ASSEMBLY AND OTHER MEETINGS

Section 1. The General Assembly shall discharge the powers and functions of the members of the Association in all instances where the vote, action, or ratification by the members may be exercised by a representative body as provided by law.

Section 2. The General Assembly shall be composed of the officers and members of the Board of Governors and the representatives of component medical societies and one representative each for the specialty divisions. The number of representatives from each component society shall depend on the number of members of the society. The president of the component society shall, automatically, be the chief and, if the society has less than one thousand [1,000] members, the only representative of the society. If the society has more than one thousand [1,000] members, and any fraction thereof greater than four hundred ninety nine [499]. These additional representatives shall be elected by the members of the component society as part of the same process instituted to elect the officer of the local society, and shall not qualify to represent the component society unless so elected.

### ARTICLE VI. GENERAL ASSEMBLY AND OTHER MEETINGS

Section 1. The General Assembly shall discharge the powers and functions of the members of the PMA in all instances where the vote, action, or ratification by the members may be exercised by a representative body as provided by law.

Section 2. The General Assembly shall be composed of the incumbent officers and members of the Board of Governors of the PMA, the incumbent presidents of the component societies and one representative each from the *specialty societies*. *The incumbent President* of the component society shall be the official delegate of the society if there are not more than one thousand [1000] members. In case of his unavailability, the Vice President shall be the representative. If the Vice President is not available, the President may designate in writing another elected officer to take his or her place until subsequently revoked by him in writing.

*A component society shall be entitled to one more delegate for every additional five hundred [500] members beyond one thousand [1000]. These additional delegates shall have been elected simultaneously with the election of the officers of the component society.*

## Proposed Amendments: By-Laws

### ARTICLE VI. GENERAL ASSEMBLY AND OTHER MEETINGS

Section 6. The General Assembly may be called to special session or as a Constitutional Convention by a two-thirds [2/3] vote of the Board or by written petition of at least fifteen [15] presidents of component societies and/or specialty divisions:

### ARTICLE VI. GENERAL ASSEMBLY AND OTHER MEETINGS

Section 6. The General Assembly may be called to a special session or as a Constitutional Convention by a two-thirds [2/3] vote of the Board or by written petition of at least fifteen [15] presidents of component societies and/or specialty societies. *The same sets of officers elected during the regular General Assembly shall be called upon in cases of special session or constitutional convention.*

## Proposed Amendments: By-Laws

### ARTICLE VI. GENERAL ASSEMBLY AND OTHER MEETINGS

Section 7. The functions of the General Assembly shall be:

- A. To ratify amendments to the Constitution and to the By-Laws of the Association as approved by a two-thirds [2/3] vote of the Board and ratified by a two-thirds [2/3] majority of the general membership of the Association;
- B. To review and ratify the proposed annual budget as recommended by the Board;
- C. To review the acts and ratify the resolutions of the national officers and the Board;
- D. To perform such other functions as are provided for in this By-Laws;
- E. To decide the site and the dates of the succeeding convention;
- F. To act as representative body of the Association and vote on all matters in which the Corporation Code of the Philippines requires the votes or written assent of the members of the Association.

### ARTICLE VI. GENERAL ASSEMBLY AND OTHER MEETINGS

Section 7. *Subject to the conditions of the Corporation Code of the Philippines, the functions of the General Assembly shall be:*

- A. To ratify amendments to the Constitution and to the By-Laws of the PMA as approved by a two-thirds [2/3] vote of the Board and ratified by a majority vote of the General Membership or the Constituent Assembly.
- B. To review and ratify the proposed annual budget as recommended by the Board;
- C. To review the acts and resolutions of the national officers and the Board;
- D. To ratify the resolutions of the Board pertaining to the following:
  1. *Approving new specialty societies or removing specialty societies;*
  2. *Increase or decrease of annual dues*
  3. *Increase or decrease of mutual aid dues*
  4. *Grant of amnesty*
  5. *Removal of the national officers, except the Secretary-General*
  6. *Approve special assessments*
- E. *To approve the date and venue of the Annual Convention. The Board of Governors shall decide the date and venue of the Annual Convention in the event the General Assembly fails to do so.*
- F. To act as representative body of the Association and vote on all matters in which the Corporation Code of the Philippines requires the votes or written assent of the members of the Association.

## Proposed Amendments: By-Laws

### ARTICLE VI. GENERAL ASSEMBLY AND OTHER MEETINGS

Section 8. The General Assembly shall elect its officers, to include a Chairman, a Vice-Chairman, a Secretary, a Floor Leader, a Sergeant-at-Arms and such other additional officers as it may deem necessary.

### ARTICLE VI. GENERAL ASSEMBLY AND OTHER MEETINGS

Section 8. The General Assembly shall elect its officers, to include the Chairman, the Vice-Chairman, the Secretary, the Sergeant-at-Arms and such other additional officers as it may deem necessary *subject further as follows:*

- A. *QUALIFICATIONS - the officers shall, at the time of election, be official delegates of the General Assembly*
- B. *FUNCTIONS OF THE OFFICERS - The Chairman shall be the presiding officer of the Assembly and in his or her incapacity or absence, the Vice-Chairman takes over his or her functions until such time that the Chairman shall become available. The Secretary shall be the documentation officer and record keeper of the Assembly and shall transmit to the PMA the minutes of the meeting and such other actions of the General Assembly within one month from the adjournment of the Assembly. The sergeant-at-arms is tasked to ensure peace and order.*

## Proposed Amendments: By-Laws

### ARTICLE VI. GENERAL ASSEMBLY AND OTHER MEETINGS

Section 10. The annual convention of the Association shall include plenary sessions on matters of general interest to the membership, as well as scientific sessions for professional growth. Members shall be enjoined to attend the convention as well as the plenary and scientific sessions.

### ARTICLE VII. ANNUAL CONVENTION

Section 1. The annual convention of the PMA shall include plenary sessions on matters of general interest to the membership, as well as scientific sessions for professional growth. Members shall be enjoined to attend the convention as well as the plenary and scientific sessions.

*Section 2. Annual conventions of the component, specialty, subspecialty or affiliate societies of the PMA shall not be scheduled or held during the week of the PMA Annual Convention, Medicine Week, and on PMA National Election.*

## Proposed Amendments: By-Laws

### ARTICLE VII. COMMISSIONS

Section 1. There shall be seven [7] Commissions as described in this Article, to control and supervise specific functions and activities of the Association.

Section 2. Unless specifically provided for in Section 3 of this Article, the Commissions shall consist of six members, each member appointed for three [3] years on a staggered basis so that one third of the Commissioners shall be appointed each year. The chairman of each Commission shall also be appointed for each administrative year. All appointments shall be made by the President with the concurrence of the Board.

### ARTICLE VIII. COMMISSIONS

Section 1. There shall be seven [7] Commissions as described in this Article, to control and supervise specific functions and activities of the PMA. *These Commissions shall submit a monthly report to the Board of Governors and an annual report to the General Assembly.*

Section 2. Unless specifically provided for in Section 3 of this Article, the Commissions shall consist of six members, each member appointed for three [3] years on a staggered basis so that one-third [1/3] of the Commissioners shall be appointed each year. *The members shall be eligible for one reappointment. Except for the Commission on Elections and the Commission on Ethics, the chairman of each Commission shall also be appointed for each fiscal year by the President with the approval of the Board. The members of the Commission on Audit, the Commission on Elections and the Commission on Ethics shall not hold any other elective or appointive position in the PMA during the time of their incumbency.*

## Proposed Amendments: By-Laws

### ARTICLE VII. COMMISSIONS

Section 3. The Commissions shall be the following:

A. Commission on Ethics. The Commission on Ethics shall govern the conduct of members in their relationships with each other, with the Association, and with the public. It shall establish its procedures for dealing with complaints raised and/or referred to it, and make recommendations for the resolution of such cases. The Commission shall also proclaim, with the approval of the Board, a Code of Ethics for the guidance of the members of the Association.

### ARTICLE VIII. COMMISSIONS

Section 3. The Commissions shall be the following:

A. Commission on Ethics. The Commission on Ethics shall govern the conduct of members in their relationships with each other, with the PMA, and with the public. *The Commission shall also promulgate with the approval of the Board, a Code of Ethics for the guidance of the members of the PMA. It shall establish its procedures for dealing with complaints raised and/or referred to it, and make decisions for the resolution of such cases. The decision of Commission on Ethics maybe appealed to the Board of Governors whose decision shall become final. It may exercise motu proprio the power to investigate any member, including the national officers and the members of the Board of Governors. Complaints filed against the Chairman or members of the Commission on Ethics shall exclusively be heard by the Board of Governors whose decision can be appealed to the General Assembly.*

## Proposed Amendments: By-Laws

### ARTICLE VII. COMMISSIONS

Section 3. The Commissions shall be the following:

C. Commission on Elections. The Commission on Elections [COMELEC] shall have the exclusive power to enforce the provisions, rules and regulations, and policies relative to the conduct of the elections in the Association. Each year, the Commission shall elect the chairman, vice-chairman, and secretary of the Commission from among its members.

### ARTICLE VIII. COMMISSIONS

Section 3. The Commissions shall be the following:

- C. Commission on Elections. The Commission on Elections [COMELEC] shall have the exclusive power to enforce the provisions, rules and regulations, and policies relative to the conduct of the elections in the PMA as outlined in the Election Code, including the following powers:
1. To promulgate and enforce the rules and regulations implementing the Election Code governing the nomination of candidates, verifying whether candidates have the qualifications prescribed by the PMA, and overseeing the conduct of elections;
  2. To supervise the tallying and undertake the canvass of election returns, as well as to proclaim the winners.
  3. To receive, investigate and decide on complaints submitted under oath by members regarding anomalies or irregularities committed by candidates and other members in connection with elections. The decision of the Comelec shall be rendered after due process within fifteen [15] days from the date the case is submitted for resolution. The decision may be appealed to the Electoral Tribunal.

## Proposed Amendments: By-Laws

### ARTICLE VII. COMMISSIONS

Section 3. The Commissions shall be the following:

C. Commission on Elections. The Commission on Elections [COMELEC] shall have the exclusive power to enforce the provisions, rules and regulations, and policies relative to the conduct of the elections in the Association. Each year, the Commission shall elect the chairman, vice-chairman, and secretary of the Commission from among its members.

### ARTICLE VIII. COMMISSIONS

Section 3. The Commissions shall be the following:

C. Commission on Elections.

1. *The Comelec shall formulate policies to invite the possible widest participation of the members in the national elections. The Comelec may deputize any member/s or any PMA employee/s for them to aid in the Comelec's conduct and supervision of the elections;*
5. *The PMA National Comelec shall have jurisdiction over all local Comelec of the component societies. The decisions of the local component society Comelec are appealable to the PMA National Comelec, whose decision in this case is final.*

## Proposed Amendments: By-Laws

### ARTICLE VII. COMMISSIONS

Section 3. The Commissions shall be the following:

C. Commission on Elections. The Commission on Elections [COMELEC] shall have the exclusive power to enforce the provisions, rules and regulations, and policies relative to the conduct of the elections in the Association. Each year, the Commission shall elect the chairman, vice-chairman, and secretary of the Commission from among its members.

### ARTICLE VIII. COMMISSIONS

Section 3. The Commissions shall be the following:

C. Commission on Elections.

5. *Proxy voting and mailed-in-ballot system shall not be allowed in the PMA National and local elections.*
6. *Each year, the Commission shall elect the Chairman, the Vice Chairman and Secretary of the Commission from among its members.*
7. *The decisions of the Commission on Elections, except for appealed cases from the Local Comelecs which are deemed final and not appealable, may be appealed to an Electoral Tribunal whose decision shall be final. The Electoral Tribunal shall be composed of three former Presidents of the PMA with a term of three years arranged on a staggered basis so that only one member is appointed each year. The President shall appoint the members of the Electoral Tribunal with the concurrence of the Board of Governors. If a term of a member lapses and the President fails to appoint a replacement within six months from the date of the lapse of the term, the term of such member is deemed to be automatically renewed for another three years. A member of the Electoral Tribunal shall not be eligible for election to any national office during his incumbency.*

## Proposed Amendments: By-Laws

### ARTICLE VII. COMMISSIONS

Section 3. The Commissions shall be the following:

E. Commission on Professional Specialization. This Commission shall govern the activities of members who have undergone specialized training in the different fields of medicine, the formation and organization of professional societies in specialized disciplines, and determine the relationship of such specialty societies to each other. Towards this purpose, and upon approval by the Board, the Commission shall proclaim a Code on Professional Specialization [CPS] which shall serve as a guide for specialty professional societies. This Commission shall be composed of the president or duly designated representative of each of the eight [8] specialty divisions, and a chairman to be appointed by the President with the concurrence of the Board.

### ARTICLE VIII. COMMISSIONS

Section 3. The Commissions shall be the following:

E. Commission on Professional Specialization. This Commission shall govern the activities of members who have undergone specialized training in the different fields of medicine, the formation and organization of professional societies in specialized or sub-specialized disciplines, and determine the relationship of such specialty or subspecialty societies to each other. Towards this purpose, and upon approval by the Board, the Commission shall proclaim a Code on Professional Specialization [CPS] which shall serve as a guide for specialty professional societies. The decision of the Commission on Professional Specialization may be appealed to the Board of Governors, otherwise, it shall become final and executory. The Commission shall be composed of a Chairman appointed by the President and concurred by the Board, and the president or duly designated representative of the *specialty societies*.

## Proposed Amendments: By-Laws

### ARTICLE VII. COMMISSIONS

Section 3. The Commissions shall be the following:

G. Commission on Audit. This Commission shall monitor the financial activities of the Association, examine, audit, and resolve problems involving such matters in accordance with law, oversee all accounts pertaining to the revenues and receipts of, expenditures and uses of funds and properties owned or held in trust by the Association or any of its subdivisions, agencies and instrumentalities, and promulgate auditing rules and regulations which shall be incorporated into the Administrative code. The members of the Commission shall not be eligible for any office, national or local, in the Association during their incumbency in the Commission.

### ARTICLE VIII. COMMISSIONS

Section 3. The Commissions shall be the following:

G. Commission on Audit. *This Commission shall monitor the financial activities of the PMA. It shall examine, audit and resolve problems involving matters of expenditures in accordance with the generally accepted auditing practices. It shall oversee all accounts pertaining to the revenues, receipts and expenditures, and the use of funds and properties owned or held in trust by the PMA. It shall recommend to the Board auditing rules, regulations and procedures which shall be incorporated into the Administrative Code.*

## Proposed Amendments: By-Laws

### ARTICLE VIII. COMMITTEES

Section 1. The Standing Committees of the Association shall be the following:

- A. Committee on Food, Drugs and Cosmetics
- B. Committee on Hospitals and Laboratories
- C. Committee on Research, Education and Culture
- D. Committee on Finance
- E. Committee on Library and Archives
- F. Committee on External Affairs
- G. Committee on Emergencies and Disasters
- H. Committee on Affiliate Societies
- I. Committee on Special Projects
- J. Committee on By-Laws and Codes
- K. Committee on Membership Services and Development
- L. Committee on Awards
- M. Committee on Physical Plant and Development
- N. Committee on Legal Affairs

### ARTICLE IX. COMMITTEES

Section 1. The Standing Committees of the PMA shall be the following *but not limited to*:

- A. Committee on Food, Drugs and Cosmetics
- B. Committee on Hospitals and Laboratories
- C. Committee on Research, Education and Culture
- D. Committee on Budget and Finance*
- E. Committee on Library and Archives
- F. Committee on External Affairs
- G. Committee on Emergencies and Disasters
- H. Committee on Affiliate Societies
- I. Committee on Special Projects
- J. Committee on By-Laws and Codes
- K. Committee on Membership Services and Development
- L. Committee on Awards
- M. Committee on Physical Plant and Development
- N. Committee on Legal Affairs

*Additional standing committees may be formed by the Board of Governors for the effective administration of the PMA and shall be listed in the administrative code.*

## Proposed Amendments: By-Laws

### ARTICLE IX. COMPONENTS, REGIONS, REGIONAL COUNCILS AND SPECIALTY DIVISIONS

Section 1. The basic unit of the Association shall be the component society. Members in each city or province, whatever their number, shall have the right to form a component society if they so desire.

### ARTICLE X. COMPONENTS, REGIONS, REGIONAL COUNCILS, SPECIALTY SOCIETIES

Section 1. The basic unit of the PMA shall be the component society and as a basic unit, shall conform to the Constitution, By-Laws, the Codes, policies, rules and regulations and resolutions adopted or promulgated by the Board of Governors and the directives or orders of the Commissions.

*A] The Constitution and By Laws. Policies, rules and regulations of the component societies shall not be in conflict with the Constitution and By-Laws, policies, rules and regulations of the PMA. In case of conflict, that of the PMA shall always prevail.*

*B] Incorporation with the Securities and Exchange Commission [SEC] shall not be a pre-requisite for recognition of a component society. Any non-incorporated group or entity of doctors, subject to the requirements of the Administrative Code and the By-Laws of the PMA, may be recognized as a component society. A component society, if incorporated must not use its corporate character in dealing or transacting with the PMA but shall transact as a component society at all times subordinate to the PMA.*

*C] The election of officers of the component society shall be conducted and held pursuant to its own rules provided that the same are not in conflict with that of the PMA's Election Code. If a component society has no election rules, the elections shall be conducted in accordance with the PMA Election Code. The National Commission on Elections may take over the conduct of the elections of the officers of a component society to protect the interest of the members.*

## Proposed Amendments: By-Laws

### ARTICLE IX. COMPONENTS, REGIONS, REGIONAL COUNCILS AND SPECIALTY DIVISIONS

Section 1. The basic unit of the Association shall be the component society. Members in each city or province, whatever their number, shall have the right to form a component society if they so desire.

Section 2. In addition, any thirty [30] members residing or practicing in a geographically contiguous area may form a component society upon approval of the original mother component society, the regional council, and the Board.

### ARTICLE X. COMPONENTS, REGIONS, REGIONAL COUNCILS, SPECIALTY SOCIETIES

Section 1. The basic unit of the PMA shall be the component society and as a basic unit, shall conform to the Constitution, By-Laws, the Codes, policies, rules and regulations and resolutions adopted or promulgated by the Board of Governors and the directives or orders of the Commissions.

Section 2. *Creation of New Component Societies – New Component Societies may be formed in two [2] ways: first, for provinces or cities; and second, for geographically contiguous areas.*

*A] Members residing or practicing within a province or city, whatever their number, by virtue of it being a province or a city, may form a component society. Such component society starts its existence upon recognition by the Board of Governors.*

*B] For areas which are not cities or provinces, thirty or more members residing or practicing in a geographically contiguous area may form a component society upon the approval of the original mother society, the Regional Council and the Board of Governors. The withholding of approval by the original mother society and the Regional Council and the board of governors shall be based on valid and justifiable ground.*

## Proposed Amendments: By-Laws

### ARTICLE IX. COMPONENTS, REGIONS, REGIONAL COUNCILS AND SPECIALTY DIVISIONS

Section 7. Medical societies organized on the basis of professional specialization shall be formed within the Association. These societies shall be organized into eight [8] specialty divisions. The divisions and the societies within each division shall be listed in the Code of Professional Specialization.

Section 8. Additional functions of the component societies, regions and Regional Councils shall be listed in the Administrative Code.

### ARTICLE X. COMPONENTS, REGIONS, REGIONAL COUNCILS, SPECIALTY SOCIETIES

Section 7. Additional functions of the Component Societies, Regions and Regional Councils shall be listed in the Administrative Code.

Section 8. *Medical societies organized on the basis of professional specialization shall be formed within the PMA. The recognition of specialty, subspecialty or affiliate societies, groups or associations shall be subject to the provisions of the By-Laws, the Code of Professional Specialization and Sub-specialization and Affiliate Societies. Policies, rules and regulations of the specialty, subspecialty or affiliate societies, groups or associations shall not be in conflict with the PMA Constitution and By-Laws. In case of conflict, that of the PMA shall always prevail.*

## Proposed Amendments: By-Laws

### ARTICLE X. FUNDS AND FINANCES

Section 1. Sources of Funds. the funds of the Association shall be derived from dues and assessments, donations, bequests, contributions of life members, affiliation fees, as well as income from conventions, investments and projects of the Association, and income-generating facilities of the Association and such other means as approved by two-third [2/3] of the members of the Board.

Section 2. The funds of the Association shall be deposited in banks as designated by the Board from time to time, or may be invested as approved by the Board.

### ARTICLE XI. FUNDS AND FINANCES

Section 1. Sources of Funds. The funds of the PMA shall be derived from dues and assessments, donations, bequests, contributions of life members, affiliation fees, proceeds from conventions, placements and projects, *resource generating facilities*, and such other means as approved by two-thirds [2/3] of the members of the Board.

Section 2. The funds of the PMA shall be deposited *only in the top ten (10) commercial banks in the Philippines* or may be invested as approved by the Board.

## Proposed Amendments: By-Laws

### ARTICLE X. FUNDS AND FINANCES

Section 3. The funds of the Association shall be classified as:

- A. General Funds. These are funds of the Association available for use in the administration of the Association and to fund various purposes.
- B. Trust Funds. These are funds realized from contributions and fund drives for specific purposes which cannot be appropriated except for the specific purpose for which they were collected. These funds may be invested for maximum returns through investment portfolios as may be approved by the Board, provided that unexpended balances of these special funds shall revert to the general funds upon completion of the projects for which the funds were originally collected and intended.
- C. Fiscal year of the Association shall be from June 1 to May 31 of the following year.

### ARTICLE XI. FUNDS AND FINANCES

Section 3. The funds of the PMA shall be classified as:

- A. General Funds. These are funds of the PMA available for use in the administration of the PMA and to fund various purposes.
- B. Trust Funds. These are funds realized from contributions and fund drives for specific purposes which cannot be appropriated except for the specific purpose for which they were collected. These funds may be invested for maximum returns through investment portfolios as may be approved by the Board, provided that unexpended balances of these special funds shall revert to the general funds upon completion of the projects for which the funds were originally collected and intended.

*Section 4. The Fiscal year of the PMA shall be from June 1 to May 31 of the following year.*

## Proposed Amendments: By-Laws

### ARTICLE XI. PUBLICATIONS AND CODES

Section 1. There shall be an official publication of the Association known as the Journal of the Philippine Medical Association [JPMA], which shall include material of scientific, medical, and organizational interest.

Section 2. There shall be a newsletter, known as The Physicians, to disseminate news and information regarding the Association to its members.

Section 3. There shall be collections of rules, regulations, and procedures necessary for the implementation of the By-Laws and the resolutions of the Association, to be known as the Administrative code of the Association, as well as other Codes corresponding to the Commissions listed under Article VII of these By-Laws. These Codes shall be proclaimed and may be amended by the Board.

### ARTICLE XII. PUBLICATIONS AND CODES

Section 1. There shall be an official publication of the PMA known as the Journal of the Philippine Medical Association [JPMA], *in print or online*, which shall include material of scientific, medical, and organizational interest.

Section 2. There shall be a *quarterly newsletter in print or online*, known as The Physician, to disseminate news and information regarding the PMA to its members.

Section 3. *There shall be an official compilation of rules, regulations, and procedures necessary for the implementation of the By-laws to be known as the Administrative Code of the Philippine Medical Association, as well as such other codes as may be promulgated or adopted by the PMA Board to govern the conduct of the various commissions listed under article VIII of this By-Laws. The Codes shall not be in conflict with this By-Laws.*

*A revised Administrative Code shall be adopted by PMA within six (6) months from the date of approval by the Securities and Exchange Commission of this amended By-Laws in order to carry out the intent and spirit of this new By- Laws.*

## Proposed Amendments: By-Laws

### ARTICLE XII. AMENDMENTS, EFFECTIVITY, AND REPEALING CLAUSE

Section 1. This By-Laws may be altered, amended, or repealed upon approval by a two-thirds [2/3] vote of the Board, and ratified by a two-thirds [2/3] vote of the General Assembly on the basis of a Weighted Proxy Vote, as required by the Corporation code of the Philippines. Amendments proposed and approved by the Board shall be sent to all component societies and specialty divisions at least thirty [30] days before the start of the annual convention of the Association.

### ARTICLE XIII. AMENDMENTS, EFFECTIVITY, AND REPEALING CLAUSE

Section 1. *This By-Laws may be amended or repealed as follows:*

*A] By a two-thirds [2/3] vote of the Board of Governors;*

*B] Ratification by the General Assembly with at least sixty [60] days prior notice of convening of the General Assembly. The By-Laws may be ratified as follows:*

*1) By a majority vote of the delegates present there being quorum, provided the delegates are holding the majority proxy votes of the General membership of the PMA. For purposes of ratification of the Constitution and By-Laws each delegate is entitled to one vote plus the proxies he carries designating him as proxy;*

*2) Upon approval thereof by a majority of those present, the General Assembly may constitute itself into a Constitutional Convention. In which case, ratification of the amendments to the By-Laws may be by majority vote of those present in the Constitutional Convention there being a quorum.*

## Proposed Amendments: By-Laws

### **ARTICLE XII. AMENDMENTS, EFFECTIVITY, AND REPEALING CLAUSE**

Section 2. All amendments approved by the Board and ratified by the membership through the General Assembly shall become effective upon approval of same by the Securities and Exchange Commission, unless otherwise specifically provided.

Section 3. Upon effectivity of amendments to the By-Laws, all existing provisions in the By-Laws or any of the Codes of the Association that are inconsistent with the amendments and the Corporation Code of the Philippines shall be deemed repealed.

### **ARTICLE XIII. AMENDMENTS, EFFECTIVITY, AND REPEALING CLAUSE**

Section 2. All amendments approved by the Board and ratified by the membership through the General Assembly shall become effective upon approval of same by the Securities and Exchange Commission.

Section 3. Upon effectivity of amendments to the By-Laws, all existing provisions in the By-Laws or any of the Codes of the PMA that are inconsistent with the amendments and the Corporation Code of the Philippines shall be deemed repealed.

*Section 4. This By-Laws shall take effect prospectively.*

## **Proposed Amendments: By-Laws**

### **ARTICLE XIII. TRANSITORY PROVISIONS**

Section 1. The House of Delegates existent at the time of the effectivity of this By-Laws shall serve as the General Assembly of the Association herein provided for until the end of the term to which the members of that House had originally been elected, after which the General Assembly shall be constituted as provided for in these By-laws. The additional representatives for component medical societies that are eligible to send more than one representative to the General Assembly, shall be designated by the officers of the component societies concerned from among elected officials of these societies, until such a time that additional representatives can be elected as provided for in this By-Laws.

Section 2. The National Treasurer incumbent at the time of effectivity of this By-laws shall continue to serve in that office until, following a regular election of the Association, a new National Treasurer shall have been elected.

Section 3. Qualifications and terms of office of national officers shall become effective as of the first deadline for filing of candidacies after the effectivity of this By-Laws. These requirements for office shall not be applied retroactively.

**CHANGE ...**  
**inevitable constant in a real world we lived in**

As physicians, foremost in our decision making process is the beneficial effect that outweigh the side effect of whatever we do...

some of the proposed amendments will have some adverse effect to some of us... a small sacrifice we take / a bitter pill we must take for the greater good.

weighing the risk : benefit ratio = these amendments will be most beneficial to the common good for all members of the PMA

In the PMA, everyone talks and wishes about change... as a responsible member of the this association, what are you doing to effect change. Let us be the change we want for the PMA. The first step is ... ratification of these amendments to our Constitution and By-Laws.

Let us ratify these amendments ... thinking less of ourselves but of the next generation of physicians of our beloved country. As parents, we always tell our children, what we are doing now is not anymore for us but for you... a noble selfless act.

**THANK YOU!**

**Enjoy the rest of the day... Mabuhay po ang PMA!**