

**Philippine Medical Association, Inc.**  
**CONSTITUTION AND BY-LAWS**

# **PMA Constitution**

## **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.

## **ARTICLE ONE NAME AND OFFICE**

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

## **ARTICLE TWO VISION**

Our vision of the PMA is to have a fellowship of physicians united in the common goal of acquiring the highest levels of medical knowledge and skills through continuing professional education and research, and to promote the healing ministrations of the physician in the delivery of holistic health care.

## **ARTICLE THREE OBJECTIVES AND MISSIONS**

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

1. To bring together and unite all the medical professionals registered in the Professional Regulation Commission of the Philippines.
2. To promote high ethical standard in the practice of the medical 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 medical professionals.
8. To serve as an authoritative source of information regarding health, disease and medical practice.
9. To promote the practice of medicine in the context of Philippine life and culture.

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## **ARTICLE FOUR MEMBERSHIP**

Membership in the PMA shall be through recognized component medical societies. All members in good standing 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, Vice President, Treasurer, Secretary-General, and the Governors. All the officers shall be elected by the entire membership except for the Secretary General, who shall be appointed by the President and approved by the Board.

## **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 PMA.

Section 2. The Board shall have the power to make By-Laws for the governance of the PMA and to approve amendments to such By-Laws.

Section 3. The Board shall consist of the officers of the PMA, as stipulated in Article Five of the Constitution and 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 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 procedures are 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.

# **PMA Constitution**

## **ARTICLE SEVEN GENERAL ASSEMBLY**

Section 1. The incumbent General Assembly Officers shall undertake the preparation of the annual General Membership Meeting hereinafter referred to as the General Assembly.

Section 2. The General Assembly shall be composed of the incumbent members of the Board and the Presidents, and official delegates of the component medical societies and the recognized 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.

Section 4. Special General Membership Meeting through the General Assembly may be called by the Board.

## **ARTICLE EIGHT SPECIALTY SOCIETIES**

Specialty societies shall be an integral part of the PMA. However, individual membership shall be through the recognized component societies and the rights, privileges and obligations hereof shall be governed by the By-laws.

## **ARTICLE NINE FUNDS**

The funds of the PMA shall be derived from dues, assessments, donations, bequests, proceeds from annual conventions and other meetings, income from investments, and from other sources as may be determined by the Board.

## **ARTICLE TEN BY-LAWS**

The By-Laws shall be in accordance with the vision, mission, objectives, and changing needs of the PMA as determined by the Board. Any amendments to the By-Laws shall be governed by Article XIII.

# **PMA Constitution**

## **ARTICLE ELEVEN AMENDMENTS AND EFFECTIVITY**

Amendments to this Constitution shall be approved by two-thirds [2/3] of the Board and ratified by a majority vote of the general membership through the general assembly or of the Constituent Assembly, and shall be effective upon approval of the same by the securities and exchange commission.

# **PMA By-Laws**

## **ARTICLE I : MEMBERS**

Section 1. The members of the PMA shall be physicians duly licensed by the Professional Regulation Commission to practice medicine in the Philippines and whose names have been entered into the roster of members of the PMA. Membership in the PMA shall be through a component medical society.

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 in good standing 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.
- 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 a 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 to any position in the PMA during the duration of their residence abroad.

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## Section 3. Limitation of Membership.

A member shall hold membership in only one component society, which shall be either in the place of his residence or his professional practice.

## Section 4. Transfer of Membership.

A member may transfer his membership from one component society to another. It shall be the obligation of the recipient society to notify the member's original society of the transfer and for the latter to issue clearance of membership obligations. Once all requirements have been complied with, the receiving society shall notify the Secretary-General of the transfer of membership.

## 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 third (3rd) notification of delinquency sent directly to the member concerned and sent through the component medical society. The notification of delinquency to the member shall be sent to the latest known 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. Membership shall automatically be revoked upon the members death or revocation of license to practice medicine by the Professional Regulation Commission or by any other authorized government body.
- D. By voluntary withdrawal of the member, expressed in writing and duly notarized.

# **PMA By-Laws**

## **ARTICLE II. OBLIGATIONS AND RIGHTS**

### **Section 1. Obligations:**

A member of the PMA, to be considered in good standing, shall be obliged to:

- A. Pay all national and local dues as well as all special assessments that may be determined by the Board.
- B. Vote in the elections of the PMA at least once in two years, unless the failure to vote is of justifiable reason as stipulated 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 and that of the local component medical society.

### **Section 2. Rights:**

A member in good standing is entitled to:

- A. Participate in all activities and functions of the PMA
- B. Vote and be voted upon, subject to limitations as provided for in this By-Laws and the PMA Election Code
- C. Receive benefits as provided for in the Mutual Aid Code
- D. Receive the Journal of the PMA and other such publications intended for general circulation
- E. Enjoy such other rights and privileges as may be granted to members from time to time.

## **ARTICLE III. DUES**

### **Section 1. Annual Dues;**

Annual membership dues shall be determined by the Board and ratified by a majority vote of the General membership through the General Assembly. The Board, acting on the recommendation of the component society concerned, may exempt members from paying the annual dues as well as 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.



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## Section 2. Life Membership:

A regular member, who has had at least ten [10] years of continuous membership in good standing in the PMA preceding his application, may choose to obtain the status of a Life Member by paying 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. A Life member shall pay the Annual Convention registration fees at discounted rates as determined by the Board. Life Members shall pay special assessments imposed by the PMA and the component societies. They must comply with other conditions of membership listed in Article II, Section 1 of this By-Laws.

## Section 3. Delinquency:

A member shall be deemed delinquent if dues and special assessments are not paid as indicated in Article II, Section 1. Reinstatement of benefits shall be made upon settlement of all indebtedness to the PMA and to 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 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 Membership through the General Assembly. This will enable members who have been granted amnesty to be reinstated, but without the right to vote and be voted upon, for one fiscal year. Mutual Aid benefits for the reinstated member shall be subject to the provisions of the Mutual Aid Code. A member can avail of amnesty only once in his lifetime.

# PMA By-Laws

## ARTICLE IV. NATIONAL OFFICERS

Section 1. The national officers of the PMA shall be the President, Vice-President, National Treasurer, Secretary-General, and the Governors, one governor from each region of the PMA.

Section 2. The President, Vice President, Treasurer, and the Governors shall be elected by a plurality vote of the general membership. The Secretary-General shall be appointed by the President and approved by the Board. 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 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. The member must have served for at least one (1) year as president of a component society or a specialty division of the PMA before he is qualified to seek election to a national office of the PMA.

Section 4. The terms of office:

The terms of office of the President, Vice President and National Treasurer shall be for two (2) years, without re-election for the same position, 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. The term of office of the Secretary-General shall be at the pleasure of the President with the approval of the Board or shall be co-terminus with the President who made the appointment.

Section 5. Duties and Functions of the President:

- A. The President is the chief executive officer of the PMA and shall exercise all corporate powers pertaining to his office as the chief executive.
- B. The President shall preside at the meetings of the Board.
- C. The President shall make a report on the state of the PMA in the general assembly.
- D. The President shall perform all other duties as may be assigned by the Board and/or as listed in the Administrative Code.

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## Section 6. The Duties and Functions of the Vice President:

- A. The Vice President shall assist the President and in the absence or temporary incapacity of the President shall act as the President.
- B. The Vice President shall perform all other duties that may be assigned by the President and the Board and/or those that are listed in the Administrative Code.

## Section 7. The Duties and Functions of the Secretary General:

- A. The Secretary General shall perform all duties incident to the position of Secretary General as defined in the Administrative code and such other duties assigned by the President and/or the Board.
- B. The Secretary General shall be a non-voting member of the Board and shall be the Protocol Officer of the PMA.

## Section 8. Duties and Functions of the Treasurer:

The Treasurer shall perform all duties incident to the position as defined in the Administrative Code and such other duties as may be assigned by the President and/or the Board.

## Section 9. Duties and Functions of the Governors:

The Governors shall be voting members of the Board of the PMA and shall perform all duties and functions incident to the position as defined in the Administrative Code and By-Laws. The Governors shall be the heads, presiding officers, and chief executive officers of the corresponding Regional Councils. The Governors shall perform all duties and functions incident to their position in their respective Regional Councils.

## Section 10. Removal from office. The National Officers may be removed from office upon the following causes:

- A. Dereliction of functions and duties of his/her position
- B. Failure to attend three [3] consecutive meetings of the Board in a year, without justifiable cause.
- C. Malversation of funds of the PMA and other graft and corrupt acts.
- D. Violations of the By-laws and Codes of the PMA.
- E. Inimical acts committed against the PMA as determined by the Board.

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Section 11. All elected National Officers may be removed from office upon a two-thirds [2/3] vote of the Board 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 by the Board shall be outlined in the Administrative Code. The Secretary-General may be removed by the president for any cause, with the approval of the board. In the event that 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 case, the Board 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 written and notarized complaint has been duly filed and while being investigated, the Board 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.

## ARTICLE V. BOARD OF GOVERNORS

Section 1. General Powers. There shall be a Board of Governors, hereinafter referred to as the Board which shall exercise the corporate powers of the PMA.

Section 2 The Board shall be composed of the National Officers and Governors, one Governor from each of the regions of the PMA. The secretary-General shall be a non-voting member of the Board of Governors.

Section 3. The Board shall have the following functions:

- A. To approve the program of activities of the PMA
- B. To approve the appointments made by the President as provided for in the By-laws and the Administrative Code.

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- C. To fill vacancies in the Board. If a vacancy occurs in the office of the Vice President, the Board shall elect a successor from among themselves to serve for the unexpired term. For a vacant position of a Governor, the new Governor shall be recommended within thirty (30) days by the regional council of the same region as the member to be replaced, and that the newly appointed member shall only serve the unexpired term of office.
- D. To Approve proposed amendments to the Constitution and By-Laws by a two-thirds [2/3] vote of all the members Board in 2 consecutive Board meetings prior to ratification by a majority vote of the general membership through 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 may approve supplemental budgets for expenses that are related to their Administrative functions, day to day activities, or such other expenses that are emergency in nature.
- F. To approve the proposed amendments of the Administrative Code by the Committee on Constitution, By-Laws, and Administrative Code by a two-thirds [2/3] vote of all the members of the Board.
- G. To perform such other functions as provided for in the Administrative code.

## ARTICLE VI. GENERAL ASSEMBLY

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 members of the Board of the PMA, the incumbent presidents of the component societies, and one representative each from the specialty divisions. 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. A component society shall be entitled to one (1) more official delegate for every additional five hundred (500) members beyond one thousand (1000) members. These additional official delegates shall have been elected simultaneously with the election of the officers of the component society, and shall not qualify to represent the component society unless so elected for such position.

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## ARTICLE VI. GENERAL ASSEMBLY

Section 3. Alternate Official Delegates to the General Assembly.

If the president of the component society is not available, the Vice President of the component society shall be the official delegate. If the Vice President is not available, the President of the component society may designate in writing another elected officer of the component society or an alternate official delegate specifically elected for that position, to take his or her place until subsequently revoked by him in writing.

Section 4. Decisions of the General Assembly.

Unless otherwise provided by the Constitution, this By-Laws, or the Corporation Code of the Philippines, the acts of the General Assembly shall be approved by a simple majority.

There shall be two types of voting over matters presented to the General Assembly for decision:

- A. Approval by Ordinary vote, in which the vote of each voting member present shall count as one vote; and
- B. Approval by Weighted Proxy Vote. In this type of voting, the weight of the vote of each representative member shall depend on the vote of the delegate plus the proxies which the representative carries designating him as proxy duly recorded with the Secretary of the Assembly. Proxies designating an officer or an official delegate shall be valid only for the specific purpose the proxy vote was intended to be used and shall be for a specified period from the date it is signed, as stipulated by the signatory of a proxy. If the signatory of the proxy is personally present, the proxy power designated to another person is not valid. Approval by Weighted Proxy Vote shall be called for only in matters requiring a specified majority of the membership of the PMA.

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Section 5. The General Assembly shall convene on any day during the Annual Convention which shall be held on the month of May of each year. Procedures for registration of official delegates to the General Assembly and the conduct of the General Assembly meetings shall be governed by the Standing Rules of the General Assembly and the Revised Robert's Rules of Order.

Section 6. The General Assembly may be called to a special session or convened 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. The same set of officers elected during the regular General Assembly shall be called upon to preside at the special session of the General Assembly or the constitutional convention.

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

- A. To review and ratify amendments to the Constitution and 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 of the PMA.
- B. To review and ratify the proposed annual budget as recommended by the Board
- C. To review the acts and resolutions of the Board pertaining to their administrative and non-administrative functions.
- D. To review and ratify the acts and resolutions of the Board of Governors pertaining to the Approval of the new component societies, specialty divisions, specialty societies, affiliate societies/associations, and removal of the same in the roster of the PMA.
- 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 the representative body of the PMA and vote on all matters in which the Corporation Code of the Philippines requires the votes or written assent of the general membership of the PMA.

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Section 8. The General Assembly shall elect its officers, to include the Chairman, Vice-Chairman, Secretary, Floor leader, and the Sergeant-at-Arms, subject further as follows:

- A. Qualifications - the officers shall, at the time of election, be official delegates of the General Assembly.
- B. Function of the officers – The Chairman shall be the presiding officer of the General 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 General Assembly. The floor leader shall assist the chairman in the orderly conduct of the meeting. The sergeant-at-arms is tasked to ensure peace and order in the General Assembly.

Section 9. Quorum:

The presence of a majority of all the official delegates to the General Assembly shall constitute a quorum.

## **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 specialty divisions, 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 PMA National Election.



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## **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 written monthly report to the Board and a written 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 shall have a tenured appointment of three [3] years on a staggered basis, so that only one-third [1/3] of the Commissioners shall be given a three (3) year tenured appointment each year. The members shall be eligible for one reappointment. The chairman of each Commission, except for the Commission on Elections shall be appointed for each fiscal year by the President with the approval of the Board. The members of the Commissions on Audit, the Commission on Elections, and the Commission on Ethics shall not be eligible for any other appointive position and /or for election to any national office in the PMA during their incumbency in their respective 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 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 whose decision shall become final and executory. It may exercise motu propio, the power to investigate any member, including the national officers and other members of the Board. Complaints filed against the Chairman or members of the Commission on Ethics shall exclusively be heard by the Board whose decision can be appealed to the General Assembly.

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## B. Commission on Continuing Medical Education.

This Commission shall enforce and administer all provisions, rules and regulations and policies related to Continuing Medical Education [CME] as outlined in the CME Code. It shall also make provision for the recording of CME activities of the members for purposes of complying with requirements of the Professional Regulations Commission.

## C. Commission on Elections.

The Commission on Elections, hereinafter referred to as the 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 Commission on Election Code, hereinafter referred to as the COMELEC CODE, including the following powers:

1. To promulgate and enforce the rules and regulations implementing the COMELEC 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 official canvassing of election returns.
3. To officially proclaim the winners of the PMA elections.
4. To receive, investigate and decide on written and notarized complaints submitted under oath by members regarding anomalies or irregularities committed by candidates and other members in connection with the election. The decision of the COMELEC shall be rendered after due process within fifteen [15] days from the date the case was submitted for resolution. The decision of the COMELEC may be appealed to the Electoral Tribunal.
5. The COMELEC shall formulate policies to invite the possible widest participation of the members in the national elections.
6. The COMELEC may deputize any member/s or any PMA employee/s to aid in the conduct and supervision of the elections.
7. 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 on the case shall be final and executory.

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8. Proxy voting and mailed-in-ballot system shall not be allowed in the PMA National and local elections.
9. Each year, the COMELEC shall elect the Chairman, the Vice Chairman and Secretary of the Commission from among its members.
10. The decisions of the COMELEC, except for appealed cases from the Local COMELEC which are deemed final and executory, may be appealed to an Electoral Tribunal whose decision shall be final and executory. The Electoral Tribunal shall be composed of three former Presidents of the PMA with a tenured term of three (3) 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 approval of the Board. 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. Members of the Electoral Tribunal shall not be eligible for any other appointive position and for election to any national office in the PMA during their incumbency in the Electoral Tribunal.

## D. Commission on Mutual Aid.

The Commission on Mutual Aid shall study and undertake research pertaining to the welfare of and benefits to the members of the PMA and their legal dependents. The commission shall develop, organize and establish mutual aid programs to promote legal protection and legal assistance, death benefits, health benefits, disability benefits, and other such programs that will assist in the promotion of social and the material well-being of members and their legal dependents. There shall be a compilation of procedures, policies, rules, and regulations for the implementation of mutual aid benefits, hereinafter referred to as the Mutual Aid Code. The procedures, policies, rules, and regulations shall be recommended by the Commission to the Board for approval. Upon approval of such procedures, policies, rules, and regulations, they shall be incorporated into the Mutual Aid Code (MAC).

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## E. Commission on Professional Specialization.

The Commission on Professional Specialization shall govern the activities of members who have undergone specialized training in the different fields of medicine. The commission shall formulate procedures, policies, rules and regulations that will govern 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. These procedures, policies, rules, and regulations, upon approval of the Board, shall be compiled and proclaimed as the Code on Professional Specialization (CPS) which shall serve as a guide for all specialty societies. The Commission shall be composed of a Chairman appointed by the President and approved by the Board, and members shall be the president or duly designated representative of all the recognized specialty divisions.

## F. Commission on Legislation.

The Commission on Legislation shall study, evaluate, and comment on matters pending in the legislative and executive branches of government, make public papers outlining the position of the PMA on such matters, and public opinion on issues related to the practice of medicine and related matters. It shall also, whenever possible, influence the introduction of new legislation favorable to the profession and the members of the PMA. Details governing the activities of the Commission shall be incorporated into the Administrative code of the PMA.

## G. Commission on Audit.

The Commission on Audit shall monitor the financial activities of the PMA. The Commission shall examine, audit and resolve problems involving matters of expenditures in accordance with the generally accepted auditing procedures and 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.

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## **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 Constitution, By-Laws and Administrative Code
- K. Committee on Membership Services and Development
- L. Committee on Awards
- M. Committee on Physical Plant and Development
- N. Committee on Legal Affairs

Section 2. Additional standing committees may be formed by the Board for the effective administration of the PMA and shall be listed in the administrative code.

Section 3. The members of the standing committees shall be appointed by the President with the approval of the Board for a Term of three years arranged on a staggered basis without re-appointment. The Chairman for each year shall be appointed by the President from among the members of the committee with the approval of the Board.

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Section 4. The functions of the Committees shall be:

- A. To study and make recommendations to the President and/or the Board on matters within their expertise and to implement plans of action in these areas approved by the Board
- B. To represent the President of the PMA in discussion in their area of expertise when so required and directed by the President and/or the Board
- C. To perform such other duties as directed by the President and/or the Board.
- D. To submit a written monthly report to the Board and a written annual report to the General Assembly.

## **ARTICLE X. COMPONENTS, REGIONS, REGIONAL COUNCILS, SPECIALTY DIVISIONS, AND SPECIALTIES**

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 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 local COMELEC rules provided that the same are not in conflict with that of the National COMELEC Code. If a component society has no election rules, the elections shall be conducted in accordance with the PMA COMELEC Code. The National COMELEC may take over the conduct of the elections of a component society to protect the interest of the members.

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## 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 approval by the Board.
- 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. The withholding of approval by the original mother society and the Regional Council and the board shall be based on valid and justifiable ground.

Section 3. The component societies within each regions are listed in the Administrative Code, without prejudice to new component societies being formed.

Section 4. One or more component societies shall form a region. The regions are listed in the Administrative Code.

Section 5. There shall be a Regional Council with the Regional Governor as the head, chief executive officer, and Presiding Officer. The presidents of the component societies within the region shall be its members. Other officers of the component societies within the region may be included in the Regional Council as members at the discretion of the Regional Council.

Section 6. The Regional Council shall have the responsibility to notify members within the region of the qualifications and deadlines regarding the election of national officers and shall see to it that there shall be candidates from within the region for said offices.

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

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Section 8. Medical societies organized on the basis of professional specialization shall be formed within the PMA. These societies shall be organized into specialty divisions. There shall only be one(1) recognized specialty society to be formed per specialty or subspecialty. The current specialty divisions and the specialty societies within these specialty divisions shall remain as recognized specialty divisions and specialty societies. The specialty societies within these specialty divisions may apply for recognition by the PMA as separate specialty divisions, if so qualified as stipulated in the Code of Professional Specialization, and approved by the Board.

- A. The qualification and recognition of specialty division, specialty society, subspecialty society, and affiliate society/group/association under the PMA shall be subject to the provisions of the By-laws, Administrative Codes, the Code of Professional Specialization and sub-specialization, and society affiliation rules and regulations.
- B. The specialty divisions, specialty societies, subspecialty societies, and the Affiliate societies/groups/associations shall be listed in the Code of Professional Specialization.
- C. The Constitution and By-laws, policies, rules, and regulations of the specialty divisions, specialty societies, subspecialty societies, or affiliate societies/groups/associations shall not be in conflict with the Constitution and By-laws and Administrative Codes of the PMA. In case of conflict, that of the PMA shall always prevail.

## 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 recommended by the Committee on Budget and Finance and approved by the Board in 2 successive regular monthly Board meetings.



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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 recommended by the Committee on Budget and Finance and 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 to be used.

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

## **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 procedures, policies, rules, and regulations necessary for the effective and efficient implementation of the By-laws to be known as the Administrative Code of the PMA, 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 recommended by the Committee on Constitution, By-Laws, and Administrative Code and approved by the Board within six (6) months from the date of approval of this amended By-Laws by the Securities and Exchange Commission, in order to carry out the material intent and spirit of these amendments to the PMA Constitution and By- Laws.

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

Section 1. This By-Laws may be amended or repealed through the following procedures:

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

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

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

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

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

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

Section 4. These amendments to the By-Laws shall take effect prospectively upon the approval of the Securities and Exchange Commission.