

**Pakistani American Psychiatric
Association of North America
(PAPANA)**

Constitution and Bylaws

CABL Committee 2023 Review and Recommendations Draft

In the name of Allah – the Beneficent, the Merciful

Preamble

We, the psychiatrists of Pakistan descent residing in North America, out of our conviction for our profession, do hereby proclaim the establishment of the Pakistani American Psychiatrists Association of North America. We aim to collectively engage in professional activities, support educational and intellectual pursuits, continually improve delivery of mental health services and maintain high ethics while striving for excellence in all our pursuits

To this effect, we hereby set forth and enact the following laws governing the Association, which shall be binding on each one individually and all of us collectively, until and unless properly amended by the provisions herein. Enacted on the May 17th in the year 2016 and revised on May 2023.

Constitution

NAME

The name of this organization shall be the Pakistani American Psychiatrists Association of North America (PAPANA). Hereafter, it will be referred to as “The Association.”

AFFILIATIONS

The Association shall be an independent, not-for-profit, professional, and educational organization incorporated in the United States of America.

AIMS & OBJECTIVES

This Association is organized for educational and scientific purposes, including for such purposes, the making of distributions to organizations, which qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Service Law). The other aims shall be following but not limited to:

To foster scientific development and education in fields related to the mental health for the purpose of improving the quality of psychiatric care and delivery of better mental health care, without regard to race, religion, color, creed, gender, sexual orientation, nationality, age or ethnic origin.

To assist physicians and allied health professionals in orientation, adjustment, initiation and completion of their training in fields related to the mental health.

1. To institute ways and means to cooperate with similar organizations in North America, Pakistan, United Kingdom, Australia and other world forums.
2. To encourage mental health education and delivery of better mental health care in fields related to the mental health in Pakistan specifically by arranging donations sharing of psychiatric literature, arranging lecture

- tours, mental health conferences and seminars in Pakistan and other locations as determined by the Executive Committee.
3. To participate in disaster relief and other mental health enhancing activities both in Pakistan and North America.
 4. To inform and educate decision makers and opinion forming leaders about the problems confronted by the psychiatric community in general and Pakistani-American psychiatrists in particular.
 5. To establish a forum for exchange of ideas between psychiatrists of different backgrounds and fields of expertise in various psychiatric illnesses.
 6. To encourage clinical and basic science research in psychiatric illnesses in North America and Pakistan.
 7. To actively participate and support efforts of the American Psychiatric Association (APA) and other related organizations, such as Canadian Psychiatric Association (CPA), Pakistan Psychiatric Society (PPS) and British Pakistani Psychiatric Association (BPPA) in matters dealing with the governmental institutions with regard to regulations which affect the physicians.
 8. To organize an Annual and other meetings of the association at the annual meetings of APA and the Association of Pakistani-Descent Physicians in North America (APPNA).
 9. To arrange an annual CME conference in Pakistan at different medical schools by rotation.
 10. To promote joint academic programs with established psychiatric societies in Pakistan and North America.
 11. To arrange Mentorship programs for physicians, fellows, medical students and other mental health workers in Pakistan who are interested in mental health care.
 12. To organize a visiting faculty program based on the needs of the psychiatric institutions in Pakistan.
 13. To facilitate establishment of a regular exchange of information between the psychiatric journals in Pakistan and members who are interested in publishing their scientific work.

2. Membership

The membership of the Association shall be of the following categories: Active, Associate, Affiliate, Honorary and Student. Unless otherwise specified in the Bylaws, Active members shall be entitled to all privileges in the Association including the right to vote and hold office. Honorary and Student members may be entitled to the privileges of the Association, but shall not vote or hold office therein:

3. Internal Structure and Organization.

3.1. General Body.

- 3.1.1. It shall consist of duly registered active members of the Association, according to the provisions provided herein.*
- 3.1.2. This will be the supreme authority of the Association wielding absolute power on the conduct of affairs of the Association. It, however, for the smoother running of its affairs, will delegate this authority to various components as outlined herein.*
- 3.1.3. All actions taken by an officer or a committee of the Association may be approved rejected or amended by this body.*

3.2. Board of Trustees

- 3.2.1. It shall act as the overseer and custodian of the Association.*
- 3.2.2. It shall consist of active members of the Association elected as prescribed in the Bylaws.*
- 3.2.3. It shall have the total control of all fixed assets and property of the Association.*

3.3. Executive Committee:

- 3.3.1. It shall consist of the president, president-elect, immediate-past president, secretary and the treasurer.*
- 3.3.2. It shall be responsible for management of day to day affairs of the Association.*
- 3.3.3. It shall propose the annual budget and plans to the Board of Trustees for approval.*

4. Officers

- 4.1.** Officers of the Association shall be the President, President-elect, Immediate-past President, Secretary, and the Treasurer.
- 4.2.** President-elect, Secretary, and the Treasurer, shall be elected by the General Body, except as otherwise provided by the Bylaws with respect to

the filling of vacancies.

- 4.3.** Each officer of the Association shall maintain physical residence in North America during his/her tenure.

4.4. Executive Director

- 4.4.1. In addition to the elected officers of the Association; the Executive Committee may appoint an Executive Director of the Association for the efficient running of the Association.*
- 4.4.2. The Executive Director may be a member of the Association or a person appointed from outside the membership.*
- 4.4.3. The position of the Executive Director shall be for a period of up to a maximum of 5 years. The EC may extend the duration of office for a further period of 1-5 years as necessary.*
- 4.4.4. The Executive Director may serve a maximum of 10 consecutive years.*

5. Finance

- 5.1.** Funds for meeting and expenses of the Association activities shall be currently financed by voluntary contributions.
- 5.2.** Any annual membership dues and assessments shall be decided by the Board of Trustees.
- 5.3.** Financial status of the Association shall be presented by the Treasurer to the general membership at the annual meeting.
- 5.4.** No part of the net earnings of the Association shall inure to the benefit or be distributed to its members, trustees, officers, or private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered. No substantial part of the activities of the Association shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Association shall not campaign on behalf of any candidate for public office. Notwithstanding any other

- provision of these activities, the Association shall not carry on any other activities not permitted to be carried on
- 5.4.1. *by an association exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Code or*
 - 5.4.2. *by an association whose contributions are deductible under section 170 (c) (2) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Code).*

6. Bylaws:

- 6.1. The Association shall adopt bylaws for the conduct of its affairs in harmony with this Constitution.
- 6.2. The bylaws may not restrict or alter any proviso defined in this Constitution.
- 6.3. Robert's Rules of Order shall be adopted for the conduct of the meetings.

7. Amendments.

- 7.1. Amendments to this Constitution may be initiated by:
 - 7.1.1. *Twenty five (25) % members of the Association in good standing.*
 - 7.1.2. *Majority of Board of Trustees or Constitution and Bylaws Committee (CABL Committee).*
- 7.2. The amendments thus initiated shall be referred to the Constitution and Bylaws Committee, which shall report to the Board within 120 days with their recommendations.
- 7.3. These amendments will be circulated to the general body members at least 30 days in advance of the annual general body meeting for a vote.
- 7.4. An amendment shall be approved only when it receives 50% plus one of votes of total active membership.
- 7.5. If an amendment fails to be acted upon in general body meeting for lack of quorum, a mailed ballot or electronic ballot shall be sent to the general membership. The amendment/s shall become effective immediately upon

adoption.

8. Dissolution:

- 8.1.** No proposal for dissolution of the Association shall be considered unless recommended by the majority of the Trustees and after four (4) weeks' notice in writing has been given to each member in good standing. The Association shall not be dissolved if 5% or more of the members in good standing or majority of the Trustees dissent.

- 8.2.** Upon dissolution of the Association, the Board of Trustees shall, after paying or making provision for payment of all of the liabilities of the Association, dispose of all of the assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Code), as the Board of Trustees shall determine. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Association is then located, exclusively for such purposes or such organization or organizations, as the said Court shall determine, which are organized and operated exclusively for such purposes

BYLAWS

9. CHAPTER 1 ADDRESS

The Executive Committee shall fix the address of the Association

10. Chapter 2 MEMBERSHIP

10.1. As used in these Bylaws, except as otherwise herein expressly qualified, the term “physician” means “doctor of medicine” or doctor of osteopathy” engaged in the field of psychiatry.

10.2. There shall be no discrimination on the basis of race, religion, color, creed, gender, sexual orientation, nationality, age, or ethnic origin.

10.3. Membership will be conferred by the Secretary of the Association at the recommendation of the Chair of Membership Committee.

10.4. Membership year shall be from January 1 to December 31.

10.5. Membership in the Association will be terminated for a conviction by any law enforcing agency or a disciplinary action by a board of Medical Examiners.

10.5.1. The Board of Trustees may reinstate suspended membership at the recommendations of the Chairman, Membership Committee on removal of charges and/or disciplinary action.

10.6. Active Members:

10.6.1. Active membership in PAPANA shall be open to any physician who has graduated from a recognized medical, osteopathic school in Pakistan or any one of Pakistani descent, who has graduated from a WHO recognized institution anywhere in the world.

10.6.2. To be eligible for active membership in the Association, a physician must hold an un-revoked license in North America and / or involved in Academics, Medical Research or engaged in any field of psychiatric system in North America, and complies with all provisions of the Bylaws

of this Association.

10.6.3.

10.6.3.1. The executive committee will decide about the criteria for being a life time member.

10.6.3.2. Lifetime members will be exempt from paying registration fees at meetings of the Association held in the Continental United States and Canada.

10.6.4. Board of Trustees may exempt dues of any active member when in their opinion payment of such dues are hardship upon a member.

10.7. Associate Members will be:

10.7.1. Allied health professional who have graduated from a recognized school in Pakistan or any one of Pakistani descent, who graduated from a corresponding recognized institution anywhere in the world.

10.7.1.1. They must hold an un-revoked license in North America to practice their profession or involved in academics, medical research or engaged in any field of psychiatric system in North America.

10.7.2. Physicians-In-Training enrolled in an approved fellowship program in psychiatric medicine /surgery

10.7.2.1. Candidates-in-Training shall provide written proof of being enrolled in an approved training program.

10.7.3. They will be exempt from paying annual dues.

10.7.4. They will have no right to vote or hold office in the Association.

10.7.5. They may chose Active membership by paying Annual Dues (if applicable in future) in effect at the time of application.

10.8. Emeritus Members: Shall be exempt from any dues, shall have no right to vote, and shall hold no office. They may, however, be appointed as members in committees or task forces, etc.

10.9. Honorary Members: The Association may elect as an Honorary member any person distinguished for services or attainments in medicine or the allied sciences, or who has rendered other services of unusual value to the Association or humanity.

10.10. Student Members: *Any student enrolled in a medical, or osteopathic college in Pakistan or when of Pakistani descent in any medical institution in the world may be admitted to the Association.*

10.10.1. *They will be exempt from paying annual dues, if any.*

10.10.2. *Candidates for election to Student membership shall provide written proof of enrollment in an approved institution.*

10.10.2.1. *They will have no right to vote or hold office in the Association.*

11. CHAPTER 3 DUES AND ASSESSMENTS

1. Annual Dues:

1.1. *Any annual membership dues shall be decided by the Board of Trustees.*

1.2. *Any decision to initiate changes in annual membership dues will be reviewed by the Board of Trustees in consultation with The Executive Committee.*

2. Assessments:

2.1. *The Board of Trustees may from time to time make special assessments.*

12. CHAPTER 4 GENERAL MEETINGS

1. Determination of Time and Place:

1.1. *During each annual session the Association may hold one or more general meetings.*

1.2. *The Executive Committee shall determine number, mode and times of these general meetings.*

1.3. *The Executive Committee shall arrange its Annual Meeting each year to coincide with the Annual meeting of The American Psychiatric Association (APA).*

1.4. *Such general meetings shall be presided over by the President, or, in his absence, by the President-elect.*

2. Actions:

2.1. *At any general meeting of this Association (meeting quorum requirements), the membership may direct the Executive Committee to appoint committees or commissions for scientific, cultural, and social*

investigations of special interest and importance to the profession and to the public.

- 2.2.** *Such investigations and reports shall not become official actions or expressions of this Association until so approved by the Board of Trustees.*

3. Quorum:

- 3.1.** *Presence of 1/3rd of the voting members of the Association shall constitute a quorum.*
- 3.2.** *Presence of at least 50% of the voting membership will constitute the required quorum to reject an action taken by the Executive Committee or the Board of Trustees.*
- 3.3.** *A simple majority of those present will be required for adoption of a resolution.*
- 3.4.** *14.3.4. In cases of overriding of an Executive Committee or Board of Trustees action and when a referendum is being conducted, a majority of 2/3rd of those voting will be considered affirmative.*

13. CHAPTER 5 BOARD OF TRUSTEES (BOT)

- 1.** **Composition:** The Board shall be composed of five (5) members of the Association.
 - 1.1.** *All trustees shall reside in North America during their term of office.*
 - 1.2.** *Any trustee may be involved in any committee of the Association and may chair only a special committee at the request of the Executive Committee and/or the Board.*
- 2. Qualifications:**
 - 2.1.** *To be included in the BOT, a member of the Association should have been an active member for five (5) consecutive years.*
- 3. Term of Office:**
 - 3.1.** *Each member of the Board shall act as a trustee for five (5) years.*
 - 3.2.** *The terms of the trustees will be staggered so that one trustee's term expires each year and is replaced.*
 - 3.3.** *No trustee shall be re-elected to the Board at the end of first term.*
 - 3.4.** *The term of office shall begin at the end of Annual Meeting and end with the Annual Meeting of following year*
 - 3.5.** *A voting member of the Board who fails to attend three consecutive regular meetings without informing the Chair of the Board of Trustees and a valid excuse; after review by the BOT; may be removed from the Board of Trustees. The BOT will provide opportunity to the affected*

member for clarification prior to such an action being taken.

4. BOT Election:

- 4.1.** *At least one month (1) before the Annual session of the Association, the Executive Committee may submit up to three (3) names to the BOT for electing one from this list to fill any vacancy on the Board that year.*

5. Officers:

- 5.1.** *The officers of the Board shall be a chairman and a secretary.*
- 13.5.2.** *Each shall be elected for one (1) year from amongst the trustees at the annual meeting.*
- 13.5.3.** *Each of these two officers may be re-elected for as many terms as the Board may desire.*
- 13.5.4.** *15.5.4. The Chairman shall be the spokesman and the presiding officer of the Board and the secretary shall act as the recording officer.*

6. Meetings:

- 6.1.** *The Board shall meet at least annually at the time and place of the annual session of the Association, which will be at the annual meeting of American Psychiatric Association.*
- 6.2.** *It may hold any number of meetings as the trustees may determine.*
- 6.3.** *The Board may be called into session by the Chairman on his/her own or upon the request of the other trustees or when a petition is filled or appears to be filed for dissolution of the Association.*
- 6.3.1.** *The purpose of a session shall be stated in the notice of call and no other business shall be transacted.*
- 6.4.** *Only a Trustee shall introduce a resolution at the meeting of the Board.*

7. Powers and Duties:

- 7.1.** *As the overseers of the Association, the Board shall be the only authority to receive and discuss a proposal of dissolution of the Association.*
- 7.1.1.** *Recommendations of the Board, both the majority and minority views in case of dissent, shall be presented by the Chairman or the Secretary of the Board at the next annual or emergency meeting of the Association.*
- 7.1.2.** *In the event of dissolution as prescribed under Article 10.0 of the Constitution, the Board shall be the sole body to disperse the assets of the Association.*
- 7.1.3.** *If 4 of the 5 trustees dissent with the majority decision of the general membership, they may, after dispersing the assets, retain the papers of incorporation and may revive the Association.*

- 8.** *The Board of Trustees shall oversee long-range and strategic planning for the Association.*

- 9.** *The Board of Trustees shall receive annual reports of the Association's accounts.*

- 10.** All expenses over \$5000 (five thousand) to be incurred shall require approval of the Board of Trustees.

14. CHAPTER 6: EXECUTIVE COMMITTEE (Officers)

1. Qualifications of Officers:

- 1.1.** *All officers of the Association must have been an active member for two consecutive years or a Lifetime member.*
- 1.2.** *All officers shall reside in North America during their term of office.*

2. Term of Office:

- 2.1.** *Except as herein provided, all officers shall take office at the end of Annual Meeting and end with the Annual Meeting of following year.*

3. President:

- 3.1.** *The President shall be the general executive officer of the Association.*
- 3.2.** *He/she shall preside at all meetings of the Association*
- 3.3.** *He/she shall deliver the President's Address.*
- 3.4.** *He/she shall appoint necessary standing and special committees, when not otherwise provided for, in consultation with other members of the Executive Committee.*
- 3.5.** *He/she will fill vacancies thereon in consultation with other members of the executive committee.*
- 3.6.** *He/she shall perform such other duties as are imposed upon him/her by the Constitution and Bylaws of this Association.*
- 3.7.** *The President will serve a term of office for one (1) year.*
- 3.8.** *He/she will hold the office of Immediate-past President at the conclusion of his/her term as President.*

4. President-elect:

- 4.1.** *The President-elect shall act for the President in his/her absence or disability.*
- 4.2.** *Should the office of President become vacant; the President-elect shall succeed to the Presidency for the un-expired term.*

5. Secretary:

- 5.1.** *The Secretary shall be an active member of the Association.*
- 5.2.** *He/she shall be the recording officer of the Executive Committee and the General Body.*
- 5.3.** *He/she shall also discharge the following duties:*
 - 5.3.1.** *He/she shall supervise all arrangements for the holding of each meeting in compliance with the Constitution and Bylaws and instructions of the Executive Committee.*
 - 5.3.2.** *He/she shall send out all official notices of meetings, committee appointments, certificates of election to office and special committee assignment.*

- 5.3.3. He/she shall receive and transmit to the Executive Committee the annual and other reports of officers and committees.
- 5.3.4. He/she shall institute and correlate each new activity of the Association under the supervision of the Executive Committee and the BOT.
- 5.3.5. He/she shall perform such other duties as are imposed upon him/her by the Constitution and Bylaws of the Association.

6. 16.6 Treasurer:

- 6.1. *The Treasurer shall be the manager of all recurring funds of the Association.*
- 6.2. *He/she shall be accountable, through the Board of Trustees, to the Association.*
- 6.3. *He/she shall also discharge the following duties. in concert with the Executive Director.*
 - 6.3.1. *Collect all annual membership dues, assessments, donations and such monies as may be due to the Association. May consult relevant committees including Finance or Membership committees.*
 - 6.3.2. *He/she shall deposit all funds received in an approved depository and distribute them upon order of the BOT.*
- 6.4. *The Board of Trustees may cause an annual audit of his/her accounts to be made by a certified public accountant.*
- 6.5. *He/she shall present the annual report at the annual general meeting of the Association.*
- 6.6. *He/she shall perform such other duties as are imposed upon him/her by the Constitution and Bylaws of the Association.*

15. CHAPTER 7 COMMITTEES OF THE ASSOCIATION

1. Standing Committees of the Association shall include:

- 1.1. *Nominations and Election Committee (NEC)*
 - 1.2. *Membership Committee*
 - 1.3. *Constitution and Bylaws Committee*
 - 1.4. *Education and Research Committee*
 - 1.5. *Ethics and Grievance Committee*
 - 1.6. *Communication Committee*
 - 1.7. *Social and Welfare Committee*
 - 1.8. *Finance Committee*
 - 1.9. *Training and Mentorship Committee*
2. Chairs of all standing committees of the Association, shall be appointed by the President in consultation with the Executive Committee. Each Committee shall have a minimum of 3 members.

3. The President may be considered member of all Committees. Other member's may be asked to attend/ join a committee during the year as necessary.
4. Ad-hoc committees may be appointed for special purposes by the President in consultation with the Executive Committee or Chair of BOT.
 - 4.1. Term of Ad-hoc committees appointed by the President will expire at the end of the term of the President.
 - 4.2. Term of these committees may however be extended by the new Executive Committee in consultation with the BOT to permit them complete the assigned task.
 - 4.3. Term of Ad-hoc committees appointed y the BOT will be defined at the time of their inception.

16. CHAPTER 8 ELECTION

1. The Association wishes to use this process as an opportunity for the general membership to select the best amongst the members. As such, it hopes that candidates or their supporters in any form or manner, regular or electronic mail or via telephone will conduct "No Electioneering".
2. Eligibility to Vote: For the purpose of Elections; a Voting member is one who has been a Lifetime Member or an Annual Member.
 - 2.1. *The candidates for Elections shall be: President-Elect; Secretary and Treasurer*
 - 2.2. *No candidate shall be elected to an office of the Association for more than two consecutive terms.*
 - 2.3. *The Nominations and Elections Committee shall conduct the Elections:*
3. The Secretary shall make a call to the membership each year requesting nominations for the officers to be elected at the following Annual Meeting. This call for nominations shall last for two weeks.
4. **Qualification of nominees shall include, but are not limited to:**
 - 4.1. *To be eligible for holding an Office in the Association, the Candidate must have been an Active Annual Member for two consecutive years or a Lifetime Member for one year.*
 - 4.2. *The Candidate must have contributed to the organization in an active manner. Have actively participated in the work of a committee and have*

attended at least 50% of the EC meetings if a member of the EC; unless excused.

- 4.3.** *The Candidate must have been a member of an active PAPANA standing committee for at least one year.*
- 4.4.** *The candidate shall be required to accept the nomination. Once the candidate is on the ballot; he/ she will be required to pay an election fee of \$250 or an amount determined by the NEC.*
- 4.5.** *The Nomination Committee shall not nominate any of its members for elected office.*

16.6. *The NEC shall confirm that the candidates are appropriate to lead the Association in the coming year.*

16.6.1. *In addition to the slate submitted by the NEC, other nominations may be made by submitting such names to the chair of the NEC in writing timely*

- 1. *In addition to the slate submitted by the NEC; other nominations may be made by submitting such names to the Chair of the NEC in writing timely.*
 - 1.1. *To be eligible for this process Nominees shall be active members of the Association for at least two consecutive years or a Lifetime member for at least one year.*
 - 1.2. *The nominee must be proposed by 25 % of the active membership or a minimum of 20 active members (whichever is greater) .The nominee shall sign the nomination papers submitted.*
- 2. *All nominations for Office shall state clearly what the Candidate has contributed to PAPANA. Candidates' contributions to other organizations shall not be considered and should not be included in any communication sent to the membership.*
 - 2.1. *Only the NEC shall send the resume of the candidates to the eligible voters.*
 - 2.2. *There shall be no campaigning by any candidate or their supporters; with or without their consent, real or implied. This includes, telephone contact, postal mail or electronic mail etc. If the NEC after investigation feels that the spirit of this rule has been violated; the nominee shall not be included in the slate of candidates. The decision of the NEC shall be final in this matter.*
 - 2.3. *All candidates shall be required to sign an attestation (as noted in APPENDIX: B) to confirm that they agree with all the rules and regulations as are set forth by the NEC prior to any election process.*
- 3. *The NEC shall decide on the mechanism of elections. This may include:*
 - 3.1. *The mechanism of voting; mail, electronic and other issues that may be necessary in the process of the elections.*

- 3.2. *The time lines for different deadlines in the conduct of the election process*
 - 3.3. *If necessary adjustments in these time lines extensions*
 - 3.4. *Other guidelines for the election process as may be necessary.*
- 4. Re-election: In case of a tie, a run-off election will be conducted amongst the candidates receiving equal votes within one week after the Annual Meeting
 - 4.1. *No new names will not be either sought nor will be added to the list of candidates indicated on the original ballot for the post under consideration.*
 - 4.2. *The same committee that conducted the original election will conduct this reelection only to those members who were declared eligible voters at the time of the original election.*

17. CHAPTER 9; VACANCIES

- 1. An office of the Association shall be declared vacant by the BOT whence an officer resigns, or leaves North America for a period longer than four (4) months without prearrangement with the Executive Committee, or becomes unable to carry out the duties of the office for reasons of health or otherwise.
- 2. Should the office of the President become vacant; the President-elect shall succeed to the Presidency for the un-expired term.
 - 2.1. *Should the office of President thereafter again become vacant, if the un-expired term is less than six (6) months, the Immediate-past President will succeed to the Presidency.*
 - 2.2. *19.2.2. In case the un-expired term is longer than six (6) months, the BOT, at a regular or a special meeting, shall appoint from amongst the members of the Association. The BOT shall give preference to the other nominee of the NEC, if present on the original ballot, as the new President to serve until the completion of the un-expired term.*
- 3. The vacancy of the office of President-elect will be filled in the following manner:
 - 3.1. *Should the office of President-elect fall vacant within the first six (6) months of the term of this office the vacancy will be filled by a special election to be directed by the President.*
 - 17.3.2. *If the duration of vacancy is less than six (6) months, the vacancy shall remain vacant.*
 - 17.3.2.1. *The Nominating Committee in this case will be chartered at the time of scheduled election to seek nominations for both the President and the President-elect for the next term.*
 - 17.3.2.2. *Should the position of President-elect fall vacant after the prescribed election process has begun, the candidate so elected shall assume the office of*

President on completion of the term of the incumbent President.

4. The vacant office of Past-President shall remain vacant until the end of that term.
5. Should the offices of Secretary and Treasurer become vacant BOT shall fill these posts from amongst the members of the Association. The BOT shall give preference to the other nominee of the NEC, if present on the original ballot, as the new Secretary and Treasurer to serve until the completion of the un-expired term.

18. CHAPTER 10 REFERENDUM

1. Referendum at Association Meeting: At any general or special meeting of this Association, the general body shall, by a two-thirds (2/3) vote of the voting members present, order a general referendum upon any question pertinent to the purposes and objectives of the Association, provided, however, that a quorum at such general or special meeting shall consist of not less than one-third (1/3) of voting members of the Association who are in good standing. Referendum may be conducted via electronic voting for any general or special meeting.
2. The general meeting of this Association can be called for a specific purpose by a petition to the BOT signed by one-fourth (1/4) of the active members in good standing.

19. CHAPTER 11 SEAL

The seal of the Association shall be a common seal. The power to change or renew the seal shall rest with the BOT.

20. CHAPTER 12 an EMERGENCY

When prompt speech or action is imperative, authority to speak or act in the name of this Association is vested in the Executive Committee

21. CHAPTER 13 DEFINITION OF SESSION AND MEETING

1. Session: A session shall mean all meetings at any one call

21.2. Meeting: A meeting shall mean each separate convention at any one session.

22. CHAPTER 14 AMENDMENTS

1. *These Bylaws may be amended in accordance with the following procedures:*

1.1. *Amendments may be proposed by ten (10) % of general membership or majority of trustees or Constitution and Bylaws committee.*

1.2. *These proposals shall be submitted to the Constitution and Bylaws Committee.*

1.3. *The Constitution and Bylaws Committee shall submit its recommendations to the BOT at least thirty (30) days before any Board meeting.*

1.4. *Adoption of the amendment shall require the affirmative vote of 50% plus one of the members eligible to vote and present at the said meeting.*

APPENDIX : A

Committees of the Association

17.1 Nomination and Elections Committee (NEC)

The NEC shall consist of 5 Active/Lifetime members of the Association.

- Chair: A member of the Association shall be appointed by the President as the chair.
- Two Committee members are to be appointed by the President in consultation with the Executive Committee. These shall be Lifetime Members or Active Members for at least two years.

- A committee member may serve on the NEC for a maximum of Five consecutive terms. In special circumstances; the EC may request a committee member to remain on the NEC for an additional 3-5 years.

17.2. Membership Committee (MC)

- 1) The Membership Committee shall be responsible for development of programs for enrollment and retention of members.
- 2) This Committee will develop and organize a membership benefits package to make membership in the organization attractive for the Pakistani physicians.
- 3) This Committee will study the needs and the desires of the Pakistani physicians in general, and the membership in particular, and make appropriate recommendations to the BOT, so that Association programs can be adjusted to meet those needs and aspirations.

17.3. Constitution And Bylaws Committee (CABL)

- 1) This Committee will be responsible for reviewing and developing recommendations for amendments to the Constitution and Bylaws to keep the organizational structure and function responsive to the current needs.
- 2) The Chair or a committee member will serve as a resource person to the organization at the time of the annual, as well as the regional fall and spring meetings.
- 3) The Committee shall organize educational programs for the leadership of the Association regarding parliamentary procedure and conduct of meetings, etc.

17.4. Education and Research Committee (ERC)

- 1) This Committee shall be responsible for overseeing all major research, educational and scientific affairs and activities of the organization. This will include, but not be limited to:
- 2) Organization of the scientific sessions and educational programs at the time of the annual, as well as regional winter meetings.
- 3) It will serve as a resource organization to the various chapters for organizing their scientific educational program.
- 4) It will be responsible for overseeing and developing the scientific sessions of the Association's meeting in Pakistan.
- 5) The Committee will also help develop programs of research and education in Pakistan in addition to the sessions conducted at the winter meetings.
- 6) This Committee will develop a network of Pakistani physicians involved in academic activities.
- 7) This Committee will serve as a resource to the Physicians-in-Training, nurses and technicians providing them guidance and counseling and organize mentor group to support them.
- 8) The Committee will also develop means and mechanisms to recognize and honor physicians, nurses and technicians of Pakistani origin, who have achieved academic excellence in this country at the time of the annual and regional meetings.

17.5. Ethics And Grievance Committee (EGC)

- 1) The Committee will receive and review and given an opinion on all grievances brought forward by any member of the Association.
- 2) This Committee will also review and make recommendations to the Executive Committee and the Board regarding any question of ethical conduct that may be raised about any member of the Association.
- 3) The Committee will develop guidelines, policies and procedures regarding the performance of above functions and insuring the rights of each member and proper due process and present these guidelines to the Board for approval, rejection or modification of their recommendations.

17.6 Communication Committee (CC)

- 1) This Committee will be responsible for all publications of the Association including newsletter, listserv on the Internet and other publications that the Executive committee or the BOT may decide to publish. Its Chair will be moderator of the listserv.
- 2) The Committee will develop mechanisms and raise funds to support publications of the Association so that they become at least a budget neutral project.
- 3) The Committee will endeavor to publish a newsletter and a journal that is published regularly including news about and of interest to members of the Association and review articles and/or medical research papers.

17.7 Social And Welfare Committee (SWC)

- 1) This committee will raise funds and material goods for charitable purposes in accordance with accepted ethical methods used by various national and international charitable organizations.
- 2) This committee will disburse the available funds and material goods to the needy individuals, their families and appropriate institutions and organizations.

17.8 Finance Committee

- 1) This Committee will be responsible for reviewing and developing recommendations for the finances Chaired by the elected officer Treasurer.
- 2) The Chair or a committee member will serve as a resource person to the organization day to day current and future financial needs .
- 3) The Committee shall develop plans for the leadership of the Association regarding future goals and expansion of the leadership role serving the members.

17.9 Training and Mentorship Committee

- 1) This Committee will be responsible for reviewing and developing recommendations for training and mentorship programs both inside the USA and Pakistan.
- 2) The Chair or a committee member will serve as a resource person to the organization for policies and plans how to serve the young graduates.
- 3) The Committee shall organize programs for helping and promoting the services of the Association for those who need them.

APPENDIX: B

Candidate Attestation:

Those candidates who wish to be nominated for an elected office and are eligible to participate in the election process shall be required to sign the following attestation:

“ I agree to the rules and regulations as set forth by the Nomination and Election Committee of PAPANA. If myself or any person on my behalf with or without my knowledge or consent conducts any activity that is against the spirit of the rules and regulations set forth by the NEC; and is confirmed by the NEC; I shall be considered as ineligible to participate in the elections. All decisions of the NEC shall be considered binding on me and their decision shall be final”