CONSTITUTION

OF THE

UKRAINIAN MEDICAL ASSOCIATION

OF THE UNITED KINGDOM

(UMAUK)

Ukrainians together, promoting excellence in healthcare for the Ukrainian community in the United Kingdom and Ukraine

Article 1: Name

An association of medical practitioners and healthcare professionals of Ukrainian origin from all parts of the United Kingdom has been formed. Its name shall be the Ukrainian Medical Association of the United Kingdom, (UMAUK), herein after referred to as the Association.

Article 2: Location

The seat of the Association shall be at,
79 Holland Park
London W11 3SW
The location of the seat may be changed by decision of the Executive Committee.

Article 3: Aims and objectives

The general Aims of the Association as a non-profit making body are:

a. To provide a forum to promote the fellowship of Ukrainian healthcare professionals through social, educational and cultural events.
b. To raise the awareness of Ukraine, and its healthcare system, within the professional healthcare organisations of the UK.
c. To provide help and support to members and non-members in establishing and furthering their careers within the UK healthcare system.
d. To establish links with and to support organisations (charitable and otherwise) as well as individuals in the UK and elsewhere, associated with improving healthcare in Ukraine.
e. To develop ties with academic and professional healthcare organisations in the UK and Ukraine to promote social, cultural, educational and research activities.
f. To promote the Association amongst the Ukrainian community in the UK as a resource to improve accessibility to healthcare advice and information.

Article 4: Membership

a. Membership of the Association shall be open to individuals who are physicians or other health care professionals and are of Ukrainian origin, or those who are not

Ukrainian but have professional or personal links with the Ukrainian community or Ukraine directly, and /or are interested in furthering the aims, objectives and activities of the Association.

b. There shall be five types of membership as follows: Ordinary, Associate, Senior, Honorary and Emeritus.
    1) Ordinary membership shall be open to individuals who are physicians or other health care professionals and students of recognised and accredited health care institutions. Ordinary members shall be entitled to take part in all activities of the Association, have the right to vote and hold office in the Association. Ordinary members who are students will only be entitled to hold office as the student representative on the Executive Committee.
    2) Associate membership shall be open to individuals or organisations and institutions that support the aims and objectives of the Association and have a special interest in furthering them. Associate members shall be entitled to take part in all activities of the Association, but do not have the right to vote or hold office in the Association.
    3) Senior membership shall be open to Ordinary members who have retired from active medical practice. Senior members shall be entitled to take part in all activities of the Association, have the right to vote and hold office in the Association but shall be exempt from payment of annual subscriptions.
    4) Honorary membership shall be open to persons who the Association wishes to honour for outstanding distinction or contribution in furthering healthcare in the Ukrainian community in the United Kingdom or Ukraine. Honorary members shall be entitled to take part in all activities of the Association but will be exempt from payment of annual subscriptions and do not have the right to vote or hold office in the Association.
    5) Emeritus membership shall be open to a past Officer of the Association or a retired person of distinction who has been an Ordinary member of the Association. Emeritus members shall be entitled to take part in all activities of the Association, have the right to vote and hold office in the Association but will be exempt from payment of annual subscriptions.

Article 5: Application for membership

a. Application for membership shall be submitted by the candidate in writing to the Secretary.
b. The Executive Committee shall accept or reject a membership application.

Article 6: Change of membership, resignation or expulsion

a. All decisions regarding membership shall be made by the Executive Committee.
b. A member's request for a change of membership status shall be submitted in writing to the Secretary.
c. Resignation shall be tendered to the Secretary by post or e-mail.
d. Members who fail to pay the fees due will be denied membership.
e. Any activity prejudicial to the Association on the part of a member may lead to expulsion at the discretion of the Executive Committee. The member will receive

an invitation to appear before the Executive Committee with the opportunity to defend his/her position before such a decision is made.

f. A member who has been expelled can appeal the decision to the Arbitration Committee.

Article 7: Membership fees

a. Ordinary and Associate Members will pay an annual subscription which will be approved by the Executive Committee and ratified by a vote at the Annual General Meeting of the Association by the members.
b. Members have no personal liability for the obligations of the Association.

Article 8: Other resources for the support of the Association

a. Financial support from public, corporate or private sources should only be accepted if it has been approved by and deemed ethical by the Executive Committee and is also in accordance with the relevant legal requirements for the income of non-profit organizations within the United Kingdom.

Article 9: Structure of the Association

The Association will be comprised of:

a. The membership
b. The Executive Committee
c. Audit Committee
d. Arbitration Committee
e. Working committees

Article 10: Annual General Meeting of the Association (AGM)

a. This meeting shall be the sovereign body of the Association.
b. The Annual General Meeting is held once year, at a place and time determined by the Executive Committee. Members of the Association shall be informed of the date, time, place and the agenda no later than eight weeks beforehand.
c. Procedure at the Annual General Meeting:
    1) For decisions to be ratified at the AGM, a quorum of at least one third of the registered members needs to be present. Members present in person or by proxy at that time shall constitute the quorum for that meeting. If this number is not present at the advertised time of the AGM, then the AGM is held one hour later with the members who are present or by proxy, whether or not they constitute a quorum.
    2) The members present elect the Presiding Committee, composed of: a Chair of the AGM, Deputy Chair and Secretary, who writes the minutes, which are later added to the official records of the AGM.

d. All ordinary members shall have the right to one vote each providing they have paid their subscription. Each member has the right to propose candidates, which needs to be seconded, for any elected position.
e. If a member of the Association is unable to attend the Annual General Meeting, he/she will have the option of nominating a proxy vote.
f. The duties of the members attending the Annual General Meeting shall include:
    1) approving the reports and decisions of the Executive Committee and giving the necessary directives for the future activities of the Association,
    2) approving the accounts of the previous year and endorsing the administration of the Executive Committee,
    3) electing members to the various committees,
    4) approving proposals concerning amendments to the Constitution or Byelaws,
g. Voting decisions at the Annual General Meeting shall be made by a simple majority of voting member votes present by a show of hands. In case of an equal number of votes, the casting vote is taken by the Chair of the AGM.
h. Modifications to the Constitution will require a two-thirds majority of ordinary member votes.
i. The dissolution of the Association will require a two-thirds majority vote of the ordinary members who are present or who respond to a postal ballot.
j. Persons who are not members of the Association are entitled to attend the Annual General Meetings

Article 11: Extraordinary General Meeting

An extraordinary General Meeting may be called by a decision of the Executive Committee, or at the written request of at least one third of the ordinary members.

Article 12: The Executive Committee

a. The Association is governed by the Executive Committee which shall be composed of at least five members; President, Vice President, Secretary, Treasurer, Student Representative. If a Student Representative is not available, that position shall be filled by a member without any specific responsibilities.
b. The term of office of a member of the Executive Committee shall be one year and members of the Executive Committee shall be eligible for re-election the following year. The maximum number of times a member can be re-elected for any given function is four consecutive years. After a break of one year the member can be elected to serve on the Committee again.
c. No Member of the Executive Committee can receive any payment of money or other material benefit (whether directly or indirectly) from the Association, except for reimbursement of reasonable out-of-pocket expenses actually incurred in running the Association.

d. The Executive Committee may appoint one or more sub-committees to perform any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a sub-committee; any sub-committee must always report to the Executive Committee.
e. A Member of the Executive Committee must cease to hold office if he/she:
    1) Is disqualified from acting as a member of the Association;
    2) Becomes incapable by reason of mental disorder, illness or injury of managing and administering his/her affairs;
    3) Is absent without permission of the Executive Committee from all their meetings held for a period of four meetings and the Executive Committee resolves that his/her office should be vacated;
    4) Notifies the Executive Committee of his/her wish to resign;
f. Meetings of the Executive Committee shall occur at least four times a year and shall be convened by the President, giving members of the Executive Committee at least seven days notice unless it is deemed an emergency meeting.
g. Minutes must be kept of the proceedings at meetings of the Executive Committee and any sub-committee.
h. The quorum for Executive Committee meetings is at least three members of the Executive Committee. No business of the Association can be conducted unless a quorum is present at the start of and throughout such a meeting.
i. Voting at Executive Committee meetings shall be by a simple majority of all Executive Committee members present. If there is a tied vote the chairperson at that meeting shall have the deciding vote.

Article 13: Assets and Accounts

a. The funds of the Association, including all donations, must be paid into a bank account operated by the Executive Committee in the name of the Association. All cheques drawn on the account must be signed by at least two members of the Executive Committee.
b. The funds belonging to the Association shall be applied only in furtherance of the aims and objectives of the Association.
c. Records shall be kept of all receipts and expenditures of the Association.
d. The accounting period shall be from the 1st of January to the 31st of December.

Article 14: The Audit Committee

a. Is composed of three members of the Association – Chair and two members.
b. Shall carry out a financial audit of the Association at least once a year and oversee the general work of the Executive Committee.
c. Delivers a written report to the Annual General Meeting, together with recommendations.

Article 15: Arbitration Committee

a. Is composed of three members of the Association – Chair and two members.
b. All disputes within the Association which cannot be resolved amicably between the parties concerned shall be referred to the Arbitration Committee.

Article 16: Working committees

a. Working committees shall be elected during ordinary meetings of the Association or appointed by the Executive Committee.

Article 17: Byelaws

For all details and forms of operation and procedure not provided for in the Constitution, reference shall be made to the Byelaws of the Association. The Byelaws are an integral part of the Constitution and cannot be considered a substitution of the Constitution.

Article 18: Amendments to the Constitution and Byelaws

a. The Constitution and Byelaws shall only be amended by the General Membership.
b. Proposals for amendments shall be submitted to the Secretary not less than twelve weeks before the Annual General Meeting of the Association.
c. If the proposals are approved by the Executive Committee, they shall be circulated to all ordinary members of the Association at least eight weeks prior to the General Meeting and be voted upon at that meeting.
d. Amendments to the Constitution shall require a two-thirds majority vote of the ordinary members present, or by proxy, at the Annual General Meeting.

Article 19: Dissolution of the Association

In the event that the Association decides by a two-thirds majority of the membership (either by postal ballot or by voting in person) at a meeting called for the purpose, that it can no longer proceed to carry out its aims and objectives, the Executive Committee shall realise the assets of the Association and, if there is any money left after covering all proper liabilities, that sum shall be passed to another charitable organisation having aims and objectives similar to, or complementary to, the aims and objectives of the Association, as decided by the voting members.

BYELAWS

OF THE
UKRAINIAN MEDICAL ASSOCIATION
OF THE UNITED KINGDOM
(UMAUK)

SECTION I: AIMS AND OBJECTIVES OF THE SOCIETY

To achieve the aims and objectives of the Society as defined in the Constitution, efforts shall be made in the following ways;

Article I.1: Internal Organization

a) The Association shall have a clear and democratic structure, which confers upon the Association authority in its professional activities and enables it to represent its members;

Article I.2: Participation

b) Encourage as many Ukrainian physicians and colleagues in related fields residing in the United Kingdom as possible to participate in the activities of the Association;

Article I.3: Professional Development

a) Members of the Association will endeavour to assist, if possible, Ukrainian colleagues or those of Ukrainian descent in improving their career prospects;
b) Monitor and highlight the difficulties faced by medical professionals from Ukraine and support them;
c) Promote professional and educational links with Ukraine;
d) Encourage and support Ukrainian students or those of Ukrainian descent who show an interest in becoming health care professionals;

Article I.4: Links in the community

a) Members of the Association will endeavour to inform British colleagues about the Association's aims and, if possible, encourage them to get involved in furthering those aims;
b) Liaise with statutory, professional and voluntary organisations to improve the delivery of health care in the Ukrainian community;
c) Promote activities of a charitable nature which would help towards alleviating deprivation and disadvantage;
d) Make use of its members knowledge of culture and languages in promoting better health awareness amongst UK residents of Ukrainian origin;
e) Organise social and cultural events for its members;

SECTION II: INTERNAL ORGANISATION

Article II.1: Executive Committee

a) The Association is governed by the Executive Committee which is composed of at least 5 members;
   1) The President:
      - Represents the Ukrainian Medical Association of the United Kingdom.
      - Prepares and calls the Annual or Extraordinary General Meeting, in accordance with the stated rules.
      - Organises and leads meetings of the Executive Committee at least 4 times a year.
      - Co-signs cheques together with the Treasurer.
      - Is responsible for managing the budget of the Association, as ratified by the AGM.
   2) The Vice President:
      - If, for any reason, the President is unable to carry out his/her duties or has asked the Vice President to deputise, then the Vice President takes on all the rights and responsibilities of the President.
   3) The Secretary:
      - Works in partnership with the President of the Executive Committee.
      - Assists the President in preparing for the regular meetings of the committee and the Annual General Meeting.
      - Assists the President in matters of correspondence, which are duly filed and recorded.
      - Records minutes of the meetings of the committee, including the agenda and a running record.
      - Assists the President in dealing with issues, as required.
   4) The Treasurer:
      - Manages the financial matters of the Association.
      - Co-signs cheques together with the President of the Executive Committee.
      - Keeps an up to date record of members and their subscriptions.
      - Issues payment reminders to members.
      - Prepares the forthcoming budget of the Association to be presented at the Annual General Meeting.
      - Is responsible for the safekeeping and maintenance of the financial records of the Association, as decided by the Chair in agreement with the Audit Committee.
   5) The Student Representative or free member:
      - Duties to be assigned by decision of the Executive Committee, as required at the time.

b) Additional members may be co-opted to the Executive Committee if the need arises.

Article II.2: The Audit Committee:

a) Monitors the work of the Executive Committee as well as all the other committees on behalf of the general membership.
b) Carries out a full financial audit at least once a year.
c) The financial audit shall be carried out by a minimum of two members of the committee.
d) Has the right to examine the books and records of the Association at any time it sees fit, having given adequate notice to the Executive Committee.
e) The Chair or an appointed member of the Audit Committee has the right to attend the meetings of the Executive Committee as an observer without the power of a vote, if he/she so wishes.
f) The Chair of the Audit Committee submits and presents a written report of the Committee's findings to the AGM, as well as the Committee's proposal concerning ratification of the Executive Committee's work and activities.

Article II.3: The Arbitration Committee:

a) In the event of a serious internal dispute that cannot be resolved in any other way, the Arbitration Committee is the final body which endeavors to resolve the dispute.
b) If a member of the Association has a grievance against any committee or any other member of the Association, he/she has the right to refer the matter in writing to the Arbitration Committee for the matter to be adjudicated.
c) On receiving a letter requesting arbitration, the Chair of the Committee shall convene a meeting, in order to hear both sides of the dispute, no later than four week from the date of receiving the request.
d) The ruling of the Committee is final and binding for both parties concerned.
e) The Chair of the Arbitration Committee submits and presents a written report of the Committee's work to the Annual General Meeting.

Article II.4: Working committees:

a) Working committees or groups are formed, as and when the need arises, to fulfil specific functions and needs, such as steering groups and advisory committees for specific projects or one off occasions such as organising social events etc.
b) Members of working committees are elected to their positions by the membership of the Association or are appointed by the Executive Committee.
c) Any member of the Association may be a member of a working committee.

Article II.5: The Annual General Meeting:

a) The Annual General Meeting is the sovereign body of the Association which allows members to directly influence the direction and future of the Association.
b) The members elect the leadership of the Association and various committees, approve or disapprove actions of the leadership and put forward proposals.
c) A Presiding Committee is elected whose only duties are to officiate at the AGM.
d) Any voting member can be nominated and elected to be a member of the Presiding Committee.

e) The agenda of the AGM will be as follows:
   1) Opening of the AGM by the current President.
   2) Election of the Presiding Committee; Chair, Deputy Chair and Secretary.
      - The Chair, with the help of the rest of the members of the Presiding Committee, will officiate until the conclusion of the AGM.
   3) Additions or changes, if any, to the agenda of the AGM
   4) Greetings, if any, from other organisations or individuals.
   5) Minutes of the previous AGM (to be verified as a true record).
   6) Reports: President, Secretary, Treasurer, Audit Committee and Arbitration Committee.
   7) Discussion of reports.
   8) Ratification of reports.
   9) Election of new Executive Committee – President, Vice President, Secretary, Treasurer and new members of the Executive Committee.
   10) Election of Audit Committee – Chair and two members.
   11) Election of Arbitration Committee – Chair and two members.
   12) Short address by the newly elected President of the Executive Committee.
   13) Recommendations and requests for future actions.
   14) Any other business or matters arising.

f) Anyone attending the AGM can take part in discussions but only Ordinary members of the Association will have the right to vote.

g) Any voting member who is unable to attend the AGM may authorise, in writing, another voting member who can attend the AGM to vote on his behalf by proxy.
   1) The instrument for appointment shall be in the following form,

I _____ _____

Name *Surname* *Membership No.*

a member of the Ukrainian Medical Association of the United Kingdom am entitled to one vote, hereby appoint

_____ _____

Name *Surname* *Membership No.*

to vote on my behalf at the Annual General Meeting of the Ukrainian Medical Association of the United Kingdom to be held on _____ day of _____ 20___.

_____

Signature

_____

Date

h) Any voting member present at the AGM may be authorised by more than one member to vote on his/her behalf and hold more than one proxy.