

**DRAFT TO BE DISCUSSED AND APPROVED AT THE AGM IN
DOHA, 2010**

Constitution of the Diabetes In Asia Study Group

Articles of the Constitution

1. Aims –

The aim of Diabetes in Asia Study Group (DASG) is to promote education and awareness of diabetes, to encourage research in the field of diabetes and related disorders, to promote exchanges of opinions and to foster advocacy. This in turn would lead to better strategies for diagnosis, care and prevention of diabetes.

2. Membership

Any individual medical, para medical or lay person working or interested in the field of diabetes Research, Care and Prevention, whether resident or non-resident in the continent of Asia, will be eligible for membership subject to the payment of a statutory annual fee applicable at the time. Applications for membership, should be made using the official form, and addressed to the secretary-general of DASG.

2.1 Categories of membership –

2.1.1 Full Member –

Any individual satisfying the criteria in Section 2 and applying for membership will be required to pay the stipulated annual membership fee which will be decided by the Executive Board from time to time. They will be entitled to vote, and be eligible for election to the Executive Board after being a member for a minimum of six months.

2.1.2 Life Member –Any individual satisfying the criteria in Section 2 can become a life member on paying the stipulated fee which will be decided by the Executive Board from time to time. The life member will have all the privileges of a full member.

2.1.3 Honorary Member –

The General Assembly may, at the recommendation of the Executive Board, confer Honorary Membership upon any individual whose life time contribution and commitment to diabetes has been outstanding and exceptional. Honorary Members will not be asked to pay a membership fee, and will not be entitled to vote nor be eligible to hold office or be a member of the Executive Board, but will be entitled to attend meetings/conferences etc and will be exempted from Registration Fee in the conferences, held under the aegis of DASG.

2.1.4 Corporate Partnership –

The Executive Board will have the right to grant corporate partnership.

2.2 The organisation of the DASG

The DASG will comprise of

1. The General Assembly

2. The Executive Board

2.2.1 General Assembly –

The entire membership is deemed to be the General Assembly and shall meet at least once in 2 years or more as deemed necessary by the Executive Board.

The GA will be chaired by the President or in his absence by Vice President.

Notice for a GA shall be given 45 days prior to the due date stating a convenient venue, time and agenda.

Quorum of the general assembly shall be 75 members or 15% of the members eligible to vote, which ever is less.

Voting will be by secret ballot and the outcome will be decided by simple majority of those voting except for special matters mentioned elsewhere in the constitution. In

case of a tie, the President shall have the right to cast a vote and his/ her decision will be final.

2.2.2 Executive Board

a) The Executive Board will be empowered by the GA to carry out its duties on behalf of GA within the frame work of the constitution and the legal liabilities and financial constraints. The legal liability of the Executive Board is limited to the assets of the DASG and will not involve liability of members.

b) Composition of the Executive Board & Office Bearers

The Executive Board will comprise of up to 12 members, 11 of whom shall be elected by the General Assembly. The immediate past President of the Executive Board will be an ex-officio member, but shall not be eligible to be an office bearer.

The office bearers of DASG will be:

President

Vice-President

Secretary-General

Treasurer

The first item on the agenda of an elected Executive Board will be the election of the office bearers from amongst the elected Executive Board members.

The Executive Board shall meet once a year.

(c) The Executive Board shall consist of not more than two elected members from the same country.

2.2.3 Nominations for the Executive Board

All Nominations for the Executive Board elections should be received in writing supported by 2 full members of the DASG by the Secretary-General 60 days prior to the meeting of the General Assembly. Nominations from the

floor will also be accepted, if supported by at least 5 full members of whom at least 2 will be from the Executive Board members.

2.2.4. Elections of the Executive Board & Office Bearers.

The General Assembly will elect 11 members of the Executive Board. The office bearers will be elected by the Executive Board by simple majority. Voting by proxy will not be allowed.

2.2.5 Tenure of Office Bearers & Executive Board Members –

The President shall be for one term only and not eligible for re-election. The Vice-President, the Secretary-General, the treasurer & Executive Board Members will be eligible for re-election for one more term only.

3. Amendment of the Articles of the Constitution

- (a) This can be done only at the General Assembly meeting after considering the recommendations of the Executive Board.
- (b) Notice of such a request must be made to the Secretary-General giving at least 60 days notice, prior to the GA.
- (c) The proposed change / changes shall be approved by 2/3 majority of members present at the General Assembly.

By-Laws of the Constitution

1. Enrolment of Members

Any person desirous of becoming a Life / Full member can do so by making a written application to the Secretary-General who will accept such person as a Life member or Full member on payment of the current membership fees, provided such person fulfils the criteria of membership as in section 2 of the Articles of the constitution. An entry to that effect shall be made in the Member's Register kept by the Secretary-General.

1.1 Eligibility of members to vote

All members who have paid membership fees and have been members for at least six months are eligible to vote.

1.2 Full/ Life Membership fee

The Full membership annual fee and Life membership fee will be determined by the Executive Board from time to time.

The Executive Board has allowed members since the inception of DASG to carry their voting rights up to 31st December 2008, irrespective of the date a member achieved full membership. However, in order for members to be eligible to vote at the next AGM in Doha, members will be required to have paid their dues for 2009 as well as for 2010 before the AGM in Doha..

1.3 Termination of membership

Termination of membership can be initiated by the member or the Executive Board. A member may terminate his membership by writing to the Secretary-General at any given time with or without reason. The Executive Board may terminate a member if he has not paid his / her dues for more than one year from the due date inspite of written reminder.

2. Powers of the Executive Board

- (a) The affairs of the DASG shall be managed by the Executive Board and the Executive Board shall have the power to make rules & By-Laws for the purpose of administrating the affairs and business of DASG. All Executive Board members would be deemed to be volunteers and will not be entitled to any remuneration.

The day to day management of the DASG will be handled by the Managing Committee as per powers delegated by the Executive Board.

The Managing Committee will comprise of President, Vice-President, Secretary-General, and Treasurer.

- (b) The Majority decision of the Executive Board, with regard to any matter and/or dispute between the DASG and any of its Members, shall be final
- (c) The Treasurer shall open account or accounts in a reputable internationally recognized bank for the DASG and keep a correct and accurate account of the receipts and expenditure of the DASG. He shall present the quarterly income and expenditure account to the Executive Board.
- (d) The Financial Year of DASG will be from 1st January to 31st December of any one year.
- (e) The Treasurer is authorised to sign a cheque only after authorization by the President and if the President is not available then by the Vice President.
- (f) Treasurer shall have the accounts of the DASG audited once a year by a qualified Accountant.
- (g) The Secretary-General will keep proper minutes of all meetings of the DASG including that of the Executive Board. All records of the DASG shall be in the custody of the Secretary-General.
- (h) The Executive Board may appoint and employ staff at such remuneration and salaries as the Executive Board may consider reasonable. It shall also have the power to terminate or suspend any person appointed / employed in the DASG
- (i) The Executive Board shall have the power to retain professional services of Lawyers, Accountants, Surveyors, valuers or any other professional person on behalf of DASG when necessary from time to time.

- (j) The Executive Board shall have the power to appoint special Sub Committees for specific purposes and to make rules for the conduct of special Sub Committees so appointed
- (k) No Member of the Executive Board shall be entitled to any remuneration, except by way of disbursement of actual expenses incurred by him/her on behalf of the DASG in the discharge of duties entrusted to him by the Executive Board.
- (l) If there is an unexpected vacancy arising from death, disability or resignation of an Executive Board member, the Executive Board has the right to fill the vacancy immediately by postal ballot by a simple majority

3. Executive Board Meetings

- (a) The Executive Board shall meet at least once a year or more often as the need may be at a convenient venue, time and date.
- (b) Notice of an Executive Board meeting shall be given 45 days prior to such a meeting and shall state venue, date and time. It shall include the agenda, minutes of the previous meeting and interim reports from the Secretary-General.
- (c) The quorum for an Executive Board Meeting shall be seven.
- (d) Voting at all Executive Board meetings shall be by secret ballot. In the event of a tie, the vote of the chair will be the deciding factor.

4. Site of Office/ bank accounts of DASG

The country in which the office will be established will be decided by the steering committee in the first instance and could be changed by the Executive Board by 2/3 majority vote as and when necessary.

5. Amendment of the By-Laws

- (a) Amendments to the by-laws can be proposed by any member of Executive Board & sent to the Secretary-General.
- (b) The Secretary-General will circulate the proposed amendment to all the members of the Executive Board, with in one week of receiving the proposed amendment. The proposed amendment will be discussed at the next meeting of the Executive Board. There will be a clear gap of 45 days between the circulation of the proposed amendment & the regular meeting of the Executive Board.
- (c) The Executive Board will accept or reject the proposed amendment by 2/3 majority.