



Articles & Bylaws

(01/Jan/2013)

Articles

1. Name

a) The name of this organization shall be the Malta Chiropractic Association and its registered address is *156 Vjal il-Wiehed U Ghoxrin Ta' Settembru, Naxxar, NXR1010, Malta*

b) The organization shall be a non-profit making organization as defined in the Voluntary Organizations Act (Chapter 492 of the Laws of Malta).

2. Objectives

To serve the profession and to protect the welfare of the public receiving chiropractic care by:

- a) Promoting, understanding and acceptance of the chiropractic profession and its services by the public, the government and others in the healthcare system.
- b) Establishing good working relations with other healthcare professions.
- c) Promoting high standards of practice and education.
- d) Meeting the needs of members in a timely and effective manner.
- e) Regulating professional claims and avoiding false advertising.

3. Membership

The membership of the Association shall include:

- a) Voting Members: duly qualified doctors of chiropractic and chiropractic students as more fully described in the Bylaws.
- b) Non-voting Members: Associate and other members.

Final authority for all decisions relating to the governance and activities of the Association is vested in the members in Assembly.

4. Executive Council

The Executive Council shall consist of a President, Vice-President, Secretary-Treasurer, and such other members as may be elected by and from the voting members and the Executive Council shall hold office as provided for in the Bylaws.

5. Dissolution

A decision to dissolve the Association shall require a special meeting called for that purpose, and the consent of at least two-thirds of the voting members present in person or by proxy.

6. Amendments to the Articles and Bylaws

Any amendment to these Articles or to the Bylaws shall require the consent of two-thirds of the full members present and voting at an Annual Assembly. Any proposed amendment shall be delivered to the Association not less than three (3) months before the Assembly at which it is to be considered.

Bylaws

Chapter I

Membership

1.1 Full Members

Full members shall be duly qualified doctors of chiropractic.

1.2 Student Members

Student members are students currently enrolled in a recognized chiropractic graduate program or a program in the process of achieving recognition and approved by the Association.

1.3 Associate Members

Associate members are other categories of members as may be established periodically. They do not hold voting rights.

1.4 Application for Membership

Application for membership shall be made in writing. Membership may be approved by the Executive Council, but any such approval is subject to ratification by the Assembly.

1.5 Obligations of Members

Members shall:

- a) Abide by the Bylaws of the Association.
- b) Work to promote the objectives of the Association.
- c) Fulfil their responsibilities to the Association, including timely payment of dues.

1.6 Discipline

- a) The Executive Council, upon recommendation from the Ethics and Disciplinary Committee, may suspend or provisionally terminate the membership of a member where the member is guilty of professional misconduct or has otherwise acted in a manner calculated to bring the profession into disrepute, or take other disciplinary measures. The cause for discipline shall be brought to the attention of the member in writing, and the member shall be given a reasonable opportunity to be heard before any decision on discipline is made.
- b) Where a member is more than two (2) months in arrears in payment of membership dues (s)he may be given notice in writing and thereafter membership may be terminated if dues are not received within thirty (30) days.

Chapter II

Dues

2.1 Amount

The amount of dues shall be recommended by the Executive Council and determined by vote at the Assembly. Dues may include a joining fee in addition to the annual dues.

2.2 Due Date

Membership dues shall be payable on the first day of January for the year of membership or for new members at the time of acceptance of application for membership. Full annual dues are payable on application and irrespective of when the application is received during any annual period.

2.3 Delinquency

No member shall be permitted to participate in an Assembly or serve on the Executive Council or a committee if dues are in arrears.

2.4 Levies

As need arises the Executive Council may recommend a special assessment or levy to cover the cost of activities or projects deemed urgent. Any such levy shall be subject to the approval of the majority of voting members present at a duly constituted Assembly.

Chapter III

Meetings

3.1 Annual Assembly

An Annual Assembly shall be held each calendar year and the President and the Executive Council shall give notice of the date and place of the Assembly at least one (1) month in advance of the meeting. Motions to amend the Articles or Bylaws or to establish association policy shall only be considered at a meeting that is an Annual Assembly.

3.2 Other Meetings

Other meetings shall be held as the need arises, provided that the President or the Executive Council shall give notice of the time and place of the meeting at least one (1) month in advance. The purpose of the meeting shall be stated in the notice and the business of the meeting shall be confined to that purpose. A meeting other than the Annual Assembly shall not consider motions to amend the Articles or Bylaws or to establish association policy. A meeting other than an Annual Assembly may act

as a forum for exchange of opinion and provision of information on association policies and activities.

3.3 Agendas

The agenda of a meeting shall be established by the Executive Council. Any full or student member in good standing has the right to place items on the agenda. A motion to amend the Articles or Bylaws of the Association or to establish policy must be submitted to the President in writing at least two (2) months in advance of an Annual Assembly in order to be placed on the agenda. The Secretary-Treasurer shall distribute the proposed agenda of each meeting to the members at least one (1) month in advance and the agenda shall include the full text of any proposed motions.

3.4 Right to Vote

Any full member or student member in good standing has the right to vote at a meeting, but only full members shall have the right to vote or stand for the Executive Council and the right to vote on amendments to the Articles and Bylaws.

3.5 Vote by Proxy

Any full member may assign his or her vote to another full member for a specific meeting by notifying the President in writing prior to the meeting. No member present at a meeting may hold more than three (3) proxies except for the President or Vice-President, who may exercise more than three (3) proxies only for the purpose of establishing a quorum and approving the minutes of previous meetings.

3.6 Quorum

No business shall be transacted at an Annual Assembly unless there is a majority of the total of full members present in person or by proxy.

3.7 Minutes

The Secretary-Treasurer, or in his or her absence a member designated by the President, shall keep minutes of the proceedings of each meeting. The minutes shall be circulated to members by the Executive Council within one (1) month of the meeting and shall be confirmed by the members at a subsequent meeting, provided that minutes of the Annual Assembly shall only be confirmed at a subsequent Annual Assembly.

3.7 Procedure

All meetings shall be run according to Robert's Rules of Order (RRO) or in such other business-like manner as may be agreed by those present.

Chapter IV

Executive Council

4.1 Officers and Term

The Executive Council shall consist of a President, Vice-President and Secretary-Treasurer and such additional directors or officers as may be elected by the full members. The term of office shall be two (2) years and members of the Executive Council may be re-elected, provided that no member shall serve more than three (3) consecutive terms in any position on the Executive Council. If an officer is unable to complete his or her term the remaining members of the Executive Council may appoint a full member to discharge the duties of that officer until such time as a special meeting of the members can be called to elect a new officer.

4.2 Duties and Responsibilities

It is the duty of the Executive Council to administer the affairs of the Association in an effective manner and in accordance with the Articles and Bylaws and in accordance with policies established by the membership at duly constituted meetings. The Executive Council shall not have the power to enter into agreements between the Association and third parties that have significant financial consequences for the Association except as directed by motions passed by the membership at duly constituted meetings.

4.3 President and Vice-President

The President, and in his or her absence the Vice-President, and in his or her absence the Secretary-Treasurer, shall preside over meetings.

4.4 Secretary-Treasurer

The Secretary-Treasurer shall provide for the receipt of all monies payable to the Association and payment of accounts. (S)he shall provide for the keeping and maintaining of adequate financial records of the Association and shall submit a full and proper accounting to the Association at each Annual Assembly. (S)he shall keep minutes of all meetings and make them available to the Executive Council and/or the membership in accordance with these Bylaws and good governance of the Association.

Chapter V

Finance

5.1 Fiscal Year

The fiscal year of the Association shall be the calendar year.

5.2 Expenses of the Executive Council

The reasonable expenses incurred by members of the Executive Council in the performance of their duties shall be met by the Association, provided that

appropriate receipts are submitted in advance, and provided that such expenses shall not include per diems or other remuneration for time unless there has been prior approval from the membership.

5.3 Accounts and Audit

The Secretary-Treasurer shall keep the accounts of the Association, which on reasonable notice may be inspected by any member of good standing, and the accounts shall be subject to an independent audit.

5.4 Annual Report

The Association shall publish an annual report on the general state and proceedings of the Association for the past year, which shall include an audited financial statement and balance sheet and an estimate of the probable income and expenditures of the Association for the coming year.

Chapter VI

Committees

6.1 Establishment of Committees

The Executive Council may establish such committees as may be deemed necessary or appropriate for the management of the activities of the Association, and the President shall have the right to appoint the chairperson and other members of each committee.

Chapter VII

7.1 Amendments to Articles and By-laws

Amends to the Articles and Bylaws shall require the approval by a two-thirds majority of full members present at an Annual Assembly in person or by proxy. Proposed amendments must be delivered in writing to the President or Secretary-Treasurer at least two (2) months prior to an annual Assembly.

Chapter VIII

8.1 Miscellaneous

Notwithstanding any other article in this statute it is prohibited that any part of income, capital or property of the organisation shall be available directly or indirectly to any promoter, member, administrator, donor or other private interest.

8.2 Dissolution

Upon the winding up of the organisation any remaining assets should be applied in favour of another organisation/s with similar aims.

Chapter IX

9.1 Member's Agreement

By signing the following I confirm that, I have read, understand, and will adhere to the Article & Bylaws hereby presented by the Malta Chiropractic Association.

Member's Name	Position	Signature
Nicolo Orlando	President	_____
Elaine McDougall	Vice President	_____
Stephen Zammit	Secretary / Treasurer	_____
Russell Hornstein	Full Member	_____