

**BY – LAWS
OF THE
PHILIPPINE SOCIETY FOR GENERAL INTERNAL
MEDICINE**

**ARTICLE 1
MEETINGS**

Section 1. Annual Meetings – The annual meeting of the members shall be held at the convention site of the Philippine College of Physicians Annual Convention on May of each year. The President shall render his annual report to the members regarding the activities of the corporation. The election of officers shall also be held during the annual meeting.

Section 2. Special Meetings – Special meetings of the members shall be called as the need thereof arises, by the Board of Trustees or the President or upon petition of 1/3 of the general membership.

Section 3. Notices – Notices of the time and place of annual and special meetings of the members shall be given either personally, by electronic mail, by SMS, or by special delivery mail at least two (2) weeks before the date set for such meeting. The notice of every special meeting shall state briefly the purpose or purposes of the meeting.

Section 4. Quorum – A quorum for any meeting of the members shall consist of a simple majority of the members and a majority of such quorum may decide any question at the meeting, except those matters where the Corporation Code requires the affirmative vote of the greater proportion.

Section 5. Order of Business – The order of business at the annual meeting of the members shall be as follows:

- a. Proof of service of the required notice of meeting
- b. Proof of presence of a quorum
- c. Reading and approval of the minutes of the previous annual meeting
- d. Unfinished business
- e. Report of the President
- f. Report of the Treasurer
- g. Election of the Trustees for the coming year
- h. Other matters.

ARTICLE II TRUSTEES

Section 1. Board of Trustees – There shall be fifteen (15) members of the Board of Trustees who shall exercise the corporate powers of the corporation, conduct its business and control its properties.

Section 2. Qualifications – The trustees must be of legal age and members of the corporation. One member of the Board of Trustees must also be a concurrent board member of the Philippine College of Physicians.

Section 3. Disqualification of Trustees or Officers – No member convicted by final judgment of an offense involving moral turpitude, or punishable by imprisonment for a period exceeding six (6) years, or a violation of the Corporation Code of the Philippines committed within five (5) years prior to the date of his election or appointment shall qualify as a trustee or officer.

Section 4. Term of Office of Trustees – A trustee shall hold office only for two (2) years unless a ground for disqualification arises or other compelling reason shall require his/her removal from office during his/her tenure. A trustee can only be elected for three (3) terms.

To insure "organizational memory", seven (7) of the founding board of trustees shall hold office for three (3) years and the remainder for only two (2) years. Thereafter, the tenure for newly elected trustee shall be for two (2) years.

ARTICLE III OFFICERS

Section 1. Officers – The officers of the corporation shall be a President, a Vice – President, a Secretary and a Treasurer. They shall be elected by the Board of Trustees from among themselves. The Board may combine compatible offices in a single person.

Section 2. Term of Office of Officers – All officers of the corporation shall hold office for one year and until their successors are duly elected and qualified. They shall also be eligible for reelection.

ARTICLE IV FUNCTIONS AND POWERS OF OFFICERS

Section 1. President – The President shall be the Chief Executive Officer of the corporation. He shall preside over all meetings of the members of the corporation and the Board of Trustees.

He shall execute all resolutions of the Board of trustees. He shall be charged with directing and overseeing the activities of the corporation. He shall

submit to the Board as soon as possible after the close of the fiscal year, and to the members at each annual meeting, a complete report of the activities and operations of the corporation for the fiscal year his term.

Section 2. Vice - President – The Vice - President shall exercise all powers and perform all duties of the President during the absence or incapacity of the latter and shall perform duties that may be assigned by the Board of Trustees.

Section 3. Secretary – The Secretary shall give notices required by these by-laws and keep minutes of all meetings of the members and of the Board of Trustees in a book kept for the purpose. He shall keep the seal of the association and affix such seal to any paper or instrument requiring the same. He shall have custody of the members register and the correspondence files of the association. He shall also perform all such other duties and work as the Board of Trustees may assign to him.

Section 4. Treasurer – The Treasurer shall have charge of the funds, receipts and disbursement of the association. He shall keep all moneys and other valuables of the association in such banks as the Board of Trustees may designate. He shall keep and have charge of the books of accounts. He shall also perform such other duties and functions as may be assigned him by the Board of Trustees. He shall post a bond in such amount as may be fixed by the Board of Trustees.

ARTICLE V MEMBERS

Section 1. Qualification for Membership – The board shall determine the qualifications of an applicant for membership. Applicants must be:

- a. An affiliate, diplomate or fellow of the Philippine College of Physicians, or
- b. A graduate of an Internal Medicine program accredited locally or in other countries.

Section 2. Rights of Members – A member shall have the following rights:

- a. To vote on all matters relating to the affairs of the corporation
- b. To be eligible to any elective or appointive office of the corporation
- c. To participate in annual and special meetings of the corporation
- d. To avail of all the facilities of the association
- e. To examine all the records or books of the association during business hours.

Section 3. Duties and Responsibilities of the Members – A member shall have the following duties and responsibilities:

- a. To obey and comply with the by - laws, rules and regulations that may be promulgated by the corporation from time to time.
- b. To attend annual and special meetings of the corporation
- c. To pay membership dues and other assessments of the corporation

ARTICLE VI SUSPENSION, EXPULSION, TERMINATION OF MEMBERSHIP

Suspension, expulsion and termination of membership shall be in accordance with the rules and regulations of the corporation.

Any person may file a verified complaint against any member of the corporation. Complaints should be filed with the Ethics and Grievance Committee of the corporation. After due hearing and investigation by this committee, the Board of trustees shall call a special meeting to act on the complaint. The affirmative vote of the majority of all trustees shall be necessary to suspend a member, provided that where the penalty is expulsion, the affirmative vote of the majority of all the members of the corporation shall be necessary.

ARTICLE VII FUND

Section 1. Funds – The funds of the association shall be derived from admission fees, annual dues and special assessments of members, gifts or donations.

Section 2. Disbursements – Withdrawal from the funds of the association whether by check or any instrument shall be signed by the Treasurer and countersigned by the President. If necessary, the Board of Trustees may designate other signatories.

Section 3. Fiscal Year – The fiscal year of the corporation shall be from June 1st to May 31st of each year.

ARTICLE VIII CORPORATE SEAL

Section 1. Form – The corporate seal of the corporation shall be in such form and design as may be determined by the Board.

**ARTICLE IX
AMENDMENT OF THE BY - LAWS**

Section 1. Amendments – These By-Laws or any provision thereof may be amended or repealed by a majority vote of the members and by a majority vote of the Trustees at any regular or special meeting duly held for the purpose.

Adopted this _____ day of _____ 2011 by the affirmative vote of the undersigned members of the association in a special meeting duly held for the purpose by the affirmative vote of the undersigned members of the association.

Balburias, Rolando A.

Barbero, Gene Bede G.

Atty. Capule, Rodel V.

Castillo, Celia C.

Dans, Antonio

Flandes, Nora

Huinda, Rene D.

Loyola, Aldrin

Morales, Dante Dani

Ortiz, Vicente G.

Palileo-Villanueva, Lia Aileen

Ramos, Eugenio Jose F.

Rabe, Adrian

Roxas-Timonera, Miriam

Sta. Maria, Fernando T.