

Approved at the General Body Meeting of DOGANA Washington DC June 28th 2008

President: Nasar Qureshi MD PhD

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PREAMBLE:

A large number of graduates of Dow University of Health Sciences (DUHS), Karachi, Pakistan currently reside and practice in USA. A group of about 80 Dow Graduates in a meeting held on June 18, 1981 during the meeting of the Association of Pakistani Physicians of North America held at Hyatt Regency, Chicago, expressed the desire to form an Alumnus Association with the primary goal of professional and social interaction. We, the graduates of Dow University of Health Sciences (DUHS), Karachi, Pakistan residing in North America, out of our conviction for our profession, do hereby proclaim the establishment of Dow Graduates Association of North America (DOGANA).

We aim to collectively engage in professional and social activities and support our Alma Mater in each and every way possible. We aim to maintain high ethics striving for excellence in all our pursuits. To this effect, we hereby set forth and enact the following laws Governing the Association. These shall be binding on each one Individually and all of us collectively, until and unless properly Amended by the provisions herein.

CONSTITUTION

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CONSTITUTION

1.0 ARTICLE: I

NAME

The name of this organization shall be the Dow Graduates Association of North America (DOGANA). Hereafter, it will be referred to as "The Association."

2.0 ARTICLE: II

AFFILIATIONS

The Association shall be an independent, not-for-profit, professional, and educational organization incorporated in the United States of America, and shall have no substantial political affiliations or activities. All attempts shall be made to conform to the certification requirements of IRS as a non-profit organization.

3.0 ARTICLE: III

AIMS AND OBJECTIVES

The primary purpose of the organization is to provide a forum for professional, educational and social interaction among Dow Graduates. The other aims shall be:

3.1 To arrange periodic meetings of Dow Graduates to better understand their needs and provide them a forum for professional, educational and social

interaction. To provide leadership and direction to Dow graduates in their

interaction with other organizations in North America and all over the world. 3.2

To assist and guide physicians during their training at Dow University of Health Sciences (DUHS) and in postgraduate training in Pakistan and in North America.

3.3 To institute ways and means to cooperate with other similar organizations in North America, Pakistan and other international forums.

3.4 To encourage medical education and delivery of better health care in Pakistan specifically by arranging donations of medical literature, medical supplies, and by arranging lecture tours, medical conferences, and seminars in Pakistan.

To provide support to the students, faculty and administration of Dow University of Health Sciences (DUHS) as requested by them on specific projects.

3.5 To participate in medical relief and other charitable activities both in Pakistan and in North America and internationally.

3.6 To inform and educate decision makers and opinion making leaders in problems confronted by the medical community in general and Pakistani-American physicians in particular.

3.7 To foster, preserve and perpetuate medical ethics amongst Dow Graduates.

4.0 ARTICLE: IV

MEMBERSHIP

The membership of the Association shall be open to all graduates of Dow Medical College who reside in North America.

5.0 ARTICLE: V

INTERNAL STRUCTURE AND ORGANIZATION

5.1 General Body:

5.1.1 It shall consist of duly registered and active members of the Association, according To the provisions provided herein.

5.1.2 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.

5.1.3 All actions taken by an officer or a committee of the Association may be approved, rejected or amended by this body.

5.2 Board of Trustees:

5.2.1 It shall act as the Custodian and Ombudsman of the Association.

5.2.2 It shall consist of active members of the Association elected as prescribed in the Bylaws.

5.2.3 It shall oversee control of all fixed assets and property of the Association.

6.0 ARTICLE: VI

OFFICERS

6.1. The Elected Officers of the Association shall be the President, President-elect, Immediate-past President, Secretary, Treasurer and Eight Councilors.

6.2. There shall be a total of eight councilors. One from each of the time zones i.e. EASTERN, CENTRAL, MOUNTAIN and PACIFIC. There shall be ONE councilor from Canada. There shall be THREE "Councilors -at-Large" who may reside in any part of North America.

6.3. These shall be elected by the General Body, except as otherwise provided by the Bylaws with respect to the filling of vacancies.

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

7.0 ARTICLE: VII

FINANCES

7.1. Funds for meeting and expenses of the Association activities shall be financed by annual dues, special assessments, fund raising activities and voluntary contributions.

7.2. Annual membership dues and assessments shall be fixed by Central Council and approved by the General Body.

7.3. Financial status of the Association shall be presented by the Treasurer to the general membership at its annual meeting.

7.4. 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 association shall be authorized and empowered to pay reasonable compensation for services rendered. 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:

(a) 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

(b) 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).

7.5 Any unbudgeted expense of greater than \$10,000 (Dollars Ten Thousand) shall require an approval of the BOT.

8.0 ARTICLE: VIII

Adoption of Bylaws

8.1 The Association shall adopt bylaws for the conduct of its affairs in harmony with this Constitution.

8.2 The bylaws may not restrict or alter any proviso defined in this Constitution.

8.3 Robert's Rules of Order shall be adopted for the conduct of the meetings.

9.0 ARTICLE: IX

Dissolution

9.1 No proposal for dissolution of the Association shall be considered unless recommended by the Executive Council .This proposal shall then be presented to the BOT where the majority of the trustees must approve this proposal which shall then be discussed at the next meeting of the BOT and after four (4) weeks' notice in writing has been given to each member . The Association shall not be dissolved if 5% or more of the members or majority of the Trustees dissent.

9.2 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, religious, 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 said Court shall determine, which are organized and operated exclusively for such purposes.

BYLAWS

11.0 CHAPTER 1

ADDRESS

The Central Council shall fix the address of the Association

12.0 CHAPTER 2

MEMBERSHIP

12.1. As used in these Bylaws, except as otherwise herein expressly qualified, the term "physician" means a graduate of Dow University of Health Sciences (DUHS), Pakistan.

12.2. There shall be no discrimination on the basis of religion, gender, age, or ethnic origin.

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

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

12.5 When the Central Council is made aware of a member having been convicted of a felony by a court of law or revocation of a professional license by a board of Medical Examiners or Licensing authority; the Central Council shall recommend that the individual's membership in the Association be terminated.

The member is required to inform the secretary of such a conviction or limitation of Licensure. 12.5.1 The Central Council may reinstate suspended membership at the recommendations of the Executive Director and Chairperson of the Membership Committee on removal of charges and/or disciplinary action.

12.6 Active Members:

12.6.1 Active membership in DOGANA shall be open to any physician who has graduated from Dow Medical College in Pakistan and is a resident of North America.

12.6.3 Active members shall have been either annual dues-paying members or lifetime members.

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

12.6.5 The Central Council on the recommendation of the Membership Committee

may exempt dues of any active member when in their opinion payment of such dues is a hardship upon a member.

12.6.6 The dues for Lifetime Membership and Annual membership will be set by the Central Council and approved by the General Membership.

12.7 Physicians-in-Training Members

12.7.1 They will be exempt from paying annual dues.

12.7.2 Candidates for Physicians-in-Training membership shall provide written proof of being in an approved training program in North America.

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

12.7.4 These members may serve on committees or task forces of the Association and participate in all of its activities

12.7.5 However, they may become a voting member by paying full annual dues.

12.8 Associate Members

12.8.1 The Association may elect to give Associate membership to persons engaged in human sciences and health care related services other than medicine.

12.8.2 The association may also elect to associate membership laypersons who are not involved directly in the field of medicine.

12.8.3 Associate members may serve on committees or task forces of the Association and participate in all of its activities.

12.8.4 They shall not have the right to vote or hold any office in the Association.

12.9 Emeritus Members

12.9.1 Emeritus members shall be recommended by the Central Council and shall have been active members in good standing of DOGANA for 20 yrs.

12.9.2 They shall have no right to hold an office in the Association.

12.9.3 They may serve on different committees if requested to do so by the Central Council.

12.10 Honorary Members

12.10.1 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.

12.10.2 These members shall be recommended by the Central Council.

12.10.3 They shall not have the right to vote or hold any office in the Association.

13.0 CHAPTER 3

DUES AND ASSESSMENTS

13.1. Annual Dues:

13.1.1 The annual dues shall be determined by the Central Council and approved by the General membership.

13.1.2. The term of annual dues will be the calendar year.

14.0 CHAPTER 4

GENERAL BODY MEETINGS

14.1 Determination of Time and Place:

14.1.1 During each annual session the Association may hold one or more general body meetings.

14.1.2 The Central Council shall arrange at least one annual meeting each year.

14.1.3 Such general body meetings shall be presided over by the President, or, in his absence, the President-elect or a designee appointed by the President.

14.2 Quorum

14.2.1 Presence of Twenty Five percent (25%) of the voting members of the Association registered at any Meeting shall constitute a quorum for that meeting. Once the quorum is established the annual meeting shall continue and all actions shall be binding even if the quorum for that session is not present at later times in the meeting.

If the meeting is adjourned and recalled the quorum will be required to be reestablished for any matters that require a binding vote.

14.2.2 Presence of at least 50% of the voting membership (registered at the meeting) will constitute the required quorum to reject an action taken by the Central Council or the Board of Trustees.

14.2.3 A simple majority of those present will be required for adoption of a resolution.

14.2.4 In cases of overriding of a Central Council or Board of Trustees action and when a referendum is being conducted, a majority of 2/3rd of those voting will be considered affirmative.

15.0 CHAPTER 5

BOARD OF TRUSTEES (BOT)

15.1 Composition

The Board shall be composed of five (5) members of the Association.

15.1.1 All trustees shall reside in North America during their term of office.

15.2.2 Any trustee may be a member of any committee of the Association and may chair only a special committee at the request of the Central Council and/or the Board.

15.2 Qualifications

15.2.1 To be included in the BOT, a candidate must have been an active member for at least five consecutive years or seven (7) cumulative years.

15.3 Term of Office

15.3.1 Each member of the Board shall act as a trustee for five (5) years.

15.3.2 The terms of the trustees will be staggered so that one trustee's term expires each year and is replaced.

15.3.3 No trustee shall be re-elected to the Board at the end of first term.

15.3.4 The term of office shall be January 1st to December 31st. of the same year.

15.4 Election of BOT

15.4.1 Five trustees in the initial Board will be appointed by the Central Council at the next elections to be conducted under this constitution. Their term will start with the elected Central Council.

15.4.2 The term of the initial BOT shall be staggered by declining years. The BOT at their first meeting shall decide on the term of office of its members.

15.4.3 Annually following the establishment of the First BOT, At least one month before the elections of the Association, the Central Council shall submit three (3) names to the Board for consideration for election to the Board. The Board shall elect from amongst these three (3) members to fill any vacancies on the Board that year. Should the Board reject all three names submitted by the Council; the Council will submit another three new names. If the BOT rejects these candidates; then the Central Council shall submit three names to the General Body for approval.

15.5 Officers of BOT

15.5.1 The officers of the Board shall be a chairman and a secretary.

15.5.2 Each shall be elected for one (1) year from amongst the trustees at the annual meeting.

15.5.3 Each of these two officers may be re-elected for as many terms as the Board may desire.

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.

15.6 Meetings of BOT

15.6.1 The Board shall meet at least annually at the time and place of the annual session of the Association.

15.6.2 The Board may hold any number of meetings other than at the annual meeting as may be necessary for the efficient running of the association.

15.6.3 The Board may be called into session by the Chairman on his/her own or upon the request of the other trustees or the Central Council or when a petition is filled or appears to be filed for dissolution of the Association.

15.6.3.1 The purpose of such special session shall be stated in the notice of call and no other business shall be transacted.

15.6.4 Only a Trustee shall introduce a resolution at the meeting of the Board.

15.7 Powers and Duties of BOT

15.7.1 As the custodian/ombudsman of the Association, the Board shall be the only authority to receive and discuss a proposal of dissolution of the Association.

15.7.1.1 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.

15.7.1.2 In the event of dissolution as prescribed under Article XI of the Constitution, the Board shall be the sole body to disperse the assets of the

Association.

15.7.1.3 Only in situation of dissolution, after dispersing the assets, retain the papers of incorporation and may revive the Association.

15.8 The Board of Trustees may advise the Central Council on long-range and strategic planning for the Association.

15.9 The Board of Trustees shall receive annual reports of the Association's accounts.

16.0 CHAPTER 6

16.1 CENTRAL COUNCIL CENTRAL COUNCIL

The Central Council shall consist of The Executive Committee and The Councilors.

16.2 Executive Committee

The Executive Committee shall consist of:

1. President
2. President Elect
3. Immediate Past President
4. Secretary
5. Treasurer
6. Executive Director

16.3 Councilors

16.3.1 There shall be ONE councilor from each of the time zones i.e. EASTERN, CENTRAL, MOUNTAIN and PACIFIC.

16.3.2 There shall be ONE councilor from Canada.

16.3.3 There shall be THREE "Councilors -at-Large" who may reside in any part of North America.

16.4 Eligibility of Officers

16.4.1 The President; President-Elect; Secretary and Treasurer should be active members for at least three years.

16.4.2 Councilors should be an active member for at least ONE year.

16.4.3 All officers shall reside in North America during their term of office.

16.5 Term of Office

Except as herein provided, all officers shall take office on January 1st. of the year and serve until December 31st. of the same year.

16.6 Quorum of Central Council

The quorum for all Central Council meetings shall constitute the presence of more than 50% of voting members. All binding decisions made by the Central Council shall require a simple majority vote.

16.7 President

16.7.1 The President shall be the general executive officer of the Association.

16.7.2 He/she shall preside at all meetings of the Association

16.7.3 He/she shall appoint necessary standing and special committees, in consultation with and approval of the simple majority of the Central council.

16.7.4 He/she will fill vacancies in consultation with and approval of the simple majority of the Central council thereon.

16.7.5 He/she shall perform such other duties as are imposed upon him/her by the Constitution and Bylaws of this Association.

16.7.6 The President will serve a term of office for one (1) year.

16.7.7 He/she will hold the office of Immediate-past President at the conclusion of his/her term as President.

16.8 President-elect

16.8.1 The President-elect shall act for the President in his/her absence or disability.

16.8.2 Should the office of President become vacant; the President-elect shall succeed to the Presidency for the un-expired term.

16.9 Secretary

16.9.1 He/she shall be the recording officer of the Central Council and the General Body.

16.9.2 He/she shall supervise all arrangements for the holding of each meeting in compliance with the Constitution and Bylaws and instructions of the Central Council.

16.9.3 He/she shall send out all official notices of meetings, committee appointments, certificates of election to office and special committee assignment.

16.9.4 He/she shall receive and transmit to the Central Council the annual and other reports of officers and committees.

16.9.5 He/she shall institute and correlate each new activity of the Association under the supervision of the Central Council.

16.9.6 He/she shall perform such other duties as are imposed upon him/her by the Constitution and Bylaws of the Association.

16.10 Treasurer

16.10.1 The Treasurer shall be the manager of all recurring funds of the Association.

16.10.2 He/she shall be accountable to the Association. The finances are to be reported to the Central Council quarterly and the BOT and General Membership Annually.

16.10.3 He/she shall also discharge the following duties:

16.10.4 Collect all membership dues, assessments, donations and such monies as may be due to the Association.

16.10.5. He/she shall deposit all funds received in an approved depository and distribute them upon order of the Central Council.

16.10.6. The Central Council or the BOT may cause an annual audit of his/her

accounts to be made by a certified public accountant.

16.10.7. He/she shall present the annual report at the annual general meeting of the Association.

16.10.8. He/she shall perform such other duties as are imposed upon him/her by the Constitution and Bylaws of the Association.

16.11 Executive Director

16.11.1 The Executive director shall be appointed by the Central Council for a term of Five years.

16.11.2 He/ She shall maintain the offices of the Association and oversee and execute the day to day workings of the Association in consultation with the Executive Committee.

16.11.3 The Executive Director shall not have a vote in the Executive Committee/Central Council. He shall be an Ex-Officio Member of the Central Council/ Executive Committee.

17.0 CHAPTER 7

COMMITTEES OF THE ASSOCIATION

17.1 Standing Committees

The following shall be the standing committees of the Association. In addition to these the President with the approval of the Central Council may appoint Ad-Hoc Committees as necessary.

17.1.1 Standing Committees of the Association shall be appointed by the President with the approval of the Central Council. Members of the committees may have staggered terms.

17.1.2 Nominations and Election Committee

17.1.3 Membership Committee

17.1.4 Constitution and Bylaws Committee

17.1.5 Communication and Publication Committee

17.1.6 Ethics and Grievance Committee

17.2 Chairs of all standing committees of the Association shall be appointed by the President in consultation with the Central Council.

17.3 Ad-hoc committees may be appointed for special purposes by the President.

17.3.1 Special committees may be appointed by the President with the approval of the Central Council.

17.3.2 Term of Ad-hoc committees appointed by the President will expire at the end of the term of the President or at the end of the project that the committee was set up to do; whichever comes first.

17.3.3 Term of the Ad-hoc committees may however be extended by the new Central Council to permit them complete the assigned task.

COMMITTEE STRUCTURE AND RESPONSIBILTIES

17.4 NOMINATIONS AND ELECTIONS COMMITTEE

17.4.1.1 The President with the approval of the Central Council shall appoint the Nominations and Elections Committee.

17.4.1.2 The two permanent members of this committee shall be; The Immediate Past-President; and the Chairman of the Board of Trustees.

17.4.1.3 The Third rotating member of this committee shall be an active member appointed by the Central Council.

17.4.1.4 The Committee shall conduct elections for the Association in accordance with the Constitution and Bylaws.

17.5 MEMBERSHIP COMMITTEE

17.5.1 The Membership Committee shall be responsible for development of programs for enrollment and retention of members.

17.5.2 This Committee will develop and organize a membership benefits package to make membership in the organization attractive for the Pakistani physicians.

17.5.3 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 Central Council, so that Association programs can be adjusted to meet those needs and aspirations

17.6 CONSTITUTION AND BYLAWS COMMITTEE

17.6.1 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.

17.6.2 The Chairman of this committee will serve as a resource person to the organization at the time of the annual, as well as the regional and other meetings.

17.6.3 The Committee shall organize educational programs for the leadership of the Association regarding parliamentary procedure and conduct of meetings, etc.

17.7 COMMUNICATION AND PUBLICATION COMMITTEE

17.7.1 This Committee will be responsible for all publications of the Association including newsletter, and other publications that the Executive committee or the BOT may decide to publish.

17.7.2 The Committee will develop mechanisms and raise funds to support publications of the Association so that they become at least a budget neutral project.

17.7.3 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.

17.7.4 The committee Chair (or a member designated by him/her) shall be the moderator of official DOGANA web site and any other official mechanism of communication as adopted by the Central Council.

17.8 ETHICS AND GRIEVANCE COMMITTEE

17.8.1 The Committee will receive, review and give an opinion on all grievances

brought forward by any of the members of the organization.

17.8.2 This Committee will also review and make recommendations to the Central Council and the Board regarding any questions of ethical conduct that may be raised about any of the members of the organization.

17.8.3 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 Central Council for approval.

17.8.4 The Committee shall present its report/findings and recommendations to the Central Council for action. An adverse action by the Central Council against a member(s) may be appealed to the Board of Trustees. The decision of the Board will be final unless overturned by the General Body.

18.0 CHAPTER 8

ELECTION

18.1 The Association wishes to use this process as an opportunity for the general membership to select the best amongst those proposed by the Association. As such, it hopes that candidates and their supporters uphold the ethical and moral high ground as is expected from them.

18.2 Nominations

18.2.3 All nominations are to be duly proposed and seconded by members in good standing.

18.2.4 The proposed officer must be willing to accept the nomination

18.2.5 Self nomination will be possible but not encouraged. In case of self nomination, the nominee will be duly seconded by at least three members in good standing.

18.2.6 The Nomination and Election Committee will have the sole responsibility for verifying the eligibility of a candidate.

18.2.7 Election result will be announced by Election/Nomination Committee.

18.3. Date of Elections:

18.3.1 The Nominations and Elections Committee shall ask for nominations from the general membership in the first week of September.

18.3.2 The nominations are to reach the Committee at the latest by end of the third week of September.

18.3.3 The Committee shall present the slate of qualified candidates to the Central Council by the second week of October.

18.3.4 The ballots shall be mailed to the members (postal and/or electronic) within Two weeks.

18.3.5 The completed ballots are to be returned (postal and/or electronic) to the person and address specified by November 15th.

18.3.6 The results of the elections shall be announced by November 30th.

18.4 Tied Election

18.4.1 In case of a tie, a run-off election will be conducted amongst the candidates receiving equal votes and the election process shall be completed by December 31st. With suitable time frames as assigned by the Nominations and Election committee.

18.5 Disputes

18.5.1 All complaints regarding any misconduct during the election campaign and/or any disputes or irregularities of election process shall be submitted in writing to the Election/Nomination committee within one week of election.

18.5.2 Election and Nomination Committee after appropriate hearing will give its decision within Two weeks.

18.5.3 The decision of Election/Nomination Committee shall be considered binding on all parties. However if there is a grievance against the Nominations and Elections Committee; it may be appealed to the Central Council. The Central Council after review shall present its recommendation to the BOT. The decision of the BOT shall be binding in all cases.

19.0 CHAPTER 9

VACANCIES

19.1 An office of the Association shall be declared vacant by the Central Council whence an officer resigns, or leaves North America for a period longer than three (3) months without prearrangement with the Central Council, or becomes unable to carry out the duties of the office for reasons of health or otherwise.

19.2 Should the office of the President become vacant; the President-elect shall succeed to the Presidency for the un-expired term.

19.2.1 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.

19.2.2 In case the un-expired term is longer than six (6) months, , the Central Council at a regular or a special meeting, shall appoint an interim President from amongst the members of the Central Council

19.3 The vacancy of the office of President-elect will be filled in the following manner:

19.3.1 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 Central Council. The Election & 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.

19.3.2 Should the position of President-elect fall vacant after the prescribed election process has begun, the Central Council shall fill this posts from amongst the members of the Association.

19.4 The vacant office of Past-President shall remain vacant until the end of that term.

19.5 Should the offices of Secretary and Treasurer become vacant the Central Council shall fill these posts from amongst the members of the Association.

20.0 CHAPTER 10

REFERENDUM

20.1. Referendum at Association Meetings:

20.1.1 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

20.2 A general body meeting of this Association can be called for a specific purpose by a petition to the Executive Committee signed by one-fourth (1/4) of the active members in good standing.

21.0 CHAPTER 11

SEAL

with the BOT

22.0 CHAPTER 12

EMERGENCY POWERS

When prompt speech or action is imperative, authority to speak or act in the name of this Association is vested in the president or designee.

23.0 CHAPTER 13

DEFINITION OF SESSION AND MEETING

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

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

24.0 CHAPTER 14

AMENDMENTS

24.1 These Bylaws may be amended in accordance with the following procedures:

24.1.1 Amendments to the bylaws may be proposed by twenty five (25) active members or majority of trustees or a majority of the Central Council.

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

24.1.3 The Constitution and Bylaws Committee shall submit its recommendations to the Central Council at least fifteen days before the next Central Council meeting.

24.1.4 Adoption of the amendment shall require the affirmative vote of 2/3 of the Central Council

24.1.5 The amendments approved by the Central Council shall be presented to the

General Membership for approval. A simple majority of eligible and present members at the General Body meeting, or simple majority of eligible members by postal or electronic media can be used. If no response is received from the member; it shall be considered as in favor of the amendment.

All members; elected cabinet; BOT; appointed Committee Chairs and members of these committees are required to accept and follow the code of conduct as prescribed in the DOGANA Code of Ethics.

CHAPTER 15 CODE OF ETHICS

POLICIES AND PROCEDURES CODE OF ETHICS

A. Lead the organization to fulfill its aims and objectives and promote the ideals as established in the Constitution and Bylaws of DOGANA.

B. Be truthful in all forms of professional and organizational communication.

C. Report negative financial and other information promptly and accurately, and initiate appropriate action;

D. Prevent fraud and abuse and aggressive accounting practices that may result in disputable financial reports;

E. Ensuring a work environment that is free from harassment, sexual and other; coercion of any kind, especially to perform illegal or unethical acts; and discrimination on the basis of race, ethnicity, creed, gender, sexual orientation, age, or disability;

F. Any member of DOGANA who has reasonable grounds to believe that a member has violated this Code has a duty to communicate such facts to the Ethics and Grievance Committee.

G. Conduct all personal and professional activities with honesty, integrity, respect, fairness, and good faith in a manner that will reflect well upon the organization;

H. Condemn the exploitation of professional relationships for personal gain;

I. Avoid financial and other conflicts of interest;

J. Respect professional confidences;

K. Refrain from participating in any activity that demeans the credibility and dignity of DOGANA and its aims and objectives.

L. Respect the uniqueness and intrinsic worth of every individual;

M. Treat people with dignity, respect and compassion to foster a trusting work environment free of harassment, intimidation, and unlawful discrimination;

N. Assure an environment of inclusiveness and a commitment to diversity in the organizations we serve.

O. Develop, administer and advocate policies and procedures that foster fair, consistent and equitable treatment for all.

P. Regardless of personal interests, support decisions made by our organizations that are both ethical and legal.

Q. Safeguard restricted or confidential information.

R. Seek expert guidance if ever in doubt about the ethical propriety of a situation.

S. When using the name of organization in any representations within or outside the organization ensure accuracy of the representation. When using the name of the organization in matters which may reflect or suggest support from the association ensure that proper approval procedures from the office of the association are taken.