



COMHAD



APGAN



Commonwealth  
Dental Association



COMMONWEALTH  
HIV/AIDS ACTION GROUP



Commonwealth Medical Association



CNF



**CHPA**

# *Draft Constitution*

**COMMONWEALTH HEALTH PROFESSIONS ALLIANCE<sup>1</sup>  
February 2010**

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<sup>1</sup> The Commonwealth Health Professions Alliance (CHPA) is an international non-governmental alliance of health professional associations accredited to the Commonwealth. A proposal to establish the CHPA was put to a meeting of accredited Commonwealth health professional associations meeting in London on 26 November 2008 following a recommendation from the Commonwealth Asia Migration Symposium held in New Delhi India on 16-18 November 2008 that an alliance of Commonwealth health professional associations is formed. The proposal was subsequently endorsed by the inaugural Commonwealth health professional associations named in Article 5.2 of this Constitution.

**DRAFT CONSTITUTION**

**COMMONWEALTH HEALTH PROFESSIONS ALLIANCE**

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## **DRAFT CONSTITUTION**

# **COMMONWEALTH HEALTH PROFESSIONS ALLIANCE**

### **ARTICLE 1- NAME**

- 1.1 The organisation shall be known as the Commonwealth Health Professions Alliance (CHPA).

### **ARTICLE 2 - DESCRIPTION**

- 2.1 The CHPA is an alliance of health professional associations accredited to the Commonwealth which have been formally admitted into membership and which have objectives in accord with those of the CHPA outlined in Article 4.

### **ARTICLE 3 - PURPOSE**

- 3.1 The CHPA purpose is to work together to efficiently and effectively represent and support health professionals in Commonwealth countries; promote high standards of care and equity in access to care for Commonwealth people; and be influential in advocating on behalf of Commonwealth health professionals and Commonwealth peoples in Commonwealth forums including meetings of the Commonwealth Heads of Government and Commonwealth health, finance, education, foreign affairs and women's affairs government ministers.
- 3.2 Notwithstanding the provisions of this Constitution, the independence and rights of member associations shall be recognised and respected.

### **ARTICLE 4 - OBJECTIVES**

4. The objectives of the CHPA are to:
- 4.1 have as its primary focus working in the area of health in Commonwealth countries.
- 4.2 work together to improve the health of people in Commonwealth countries.
- 4.3 work together to raise awareness of significant health issues affecting people in Commonwealth countries.
- 4.4 work together to support and strengthen health professionals in Commonwealth countries at national level.
- 4.5 work together to represent and advocate for health professionals in Commonwealth forums.
- 4.6 collaborate on joint projects, communicating and sharing information with each other.

### **ARTICLE 5 - MEMBERSHIP**

- 5.1 Full membership shall be open to all health professional associations accredited to the Commonwealth which have objectives in accord with those of the CHPA as outlined in Article 4.

- 5.2 Inaugural full membership shall consist of:
- \* The Commonwealth Association for Health and Disability
  - \* The Commonwealth Association for Paediatric Gastroenterology and Nutrition
  - \* The Commonwealth Dental Association
  - \* The Commonwealth HIV and AIDS Action Group
  - \* The Commonwealth Medical Association
  - \* The Commonwealth Nurses Federation
  - \* The Commonwealth Pharmacists Association
- 5.3 Only full members who are not in arrears with membership subscriptions shall have voting rights.
- 5.4 Associate membership, with no voting rights, may be granted to other national or regional groupings of health professional associations working in Commonwealth countries which are not accredited to the Commonwealth but which have objectives in accord with those of the CHPA.
- 5.5 Any association wishing to apply for membership should do so in writing to the CHPA secretariat. Applications for full or associate membership shall be considered by the full membership and determined by an electronic vote to accept or reject applications.
- 5.6 Any association wishing to withdraw from membership shall give three months notice in writing to the CHPA secretariat.
- 5.7 The CHPA Executive Committee may terminate the membership of any full or associate member which is two years or more in arrears with annual subscriptions.
- 5.8 In the event of any CHPA member losing their Commonwealth accreditation, membership of the CHPA shall automatically be terminated and any unexpired portion of the annual subscription to the CHPA shall be forfeited.
- 5.9 A member association may change their representative to the CHPA at any time by formally advising the CHPA secretariat.
- 5.10 Applications for readmission from an association whose previous membership was terminated voluntarily or through failure to fulfil its financial obligations or through losing their Commonwealth accreditation shall be made in writing to the CHPA secretariat. All fees due to the CHPA shall be paid before an application for readmission is agreed unless otherwise determined by the Executive Committee.

## ARTICLE 6 - **GOVERNING BODY**

- 6.1 The management of the CHPA's affairs shall be vested in an Executive Committee which shall consist of the Chairperson, Deputy Chairperson, Treasurer and Secretary. All four positions shall have voting rights on the Executive Committee. All positions are voluntary positions and unpaid.
- 6.2 The positions of Chairperson, Deputy Chairperson, Treasurer and Secretary shall be elected from among the full members.
- 6.3 In the event of a vacancy on the Executive Committee between elections, the full member association which nominated the person to the position now vacant shall be invited to nominate a substitute person to serve the remainder of the elected term.

- 6.4 Should the full member association decline to nominate a substitute person to serve the remainder of the elected term, and the remainder of the elected term is greater than six calendar months, the position shall be filled by election providing that the positions of Chairperson and Deputy Chairperson are not filled by a person from the same member association.
- 6.5 Should the full member association decline to nominate a substitute person to serve the remainder of the elected term, and the remainder of the elected term is less than six calendar months, the Executive Committee shall elect a member from among their ranks to assume the duties of this officer until the next election.
- 6.6 The Executive Committee is empowered to act on behalf of the members on matters of urgency arising between meetings of the CHPA or where shortage of time makes reference to all members impractical.
- 6.7 The Executive Committee shall be required to inform the membership of decisions reached and action taken.
- 6.8 The Executive Committee shall be required to give fair and reasonable consideration on behalf of the membership to any matters which the membership shall determine and to make recommendations.
- 6.9 The Association's rules and activities shall be governed by the laws for the time being of England.

#### **ARTICLE 7 - NOMINATIONS AND ELECTIONS**

- 7.1 Nominations
  - 7.1.1 Only full member associations which have paid all subscriptions due may nominate candidates for Chairperson, Deputy Chairperson, Treasurer and Secretary. Associate members shall not be eligible to nominate for elected positions, hold office or vote in an election of office bearers.
  - 7.1.2 Elected officers shall each serve for a period of two years and shall be eligible for re-election to the same office for one further two year term. The term of office shall commence on 1 January in the year following an election and conclude on 31 December the following year except for the inaugural election of office bearers where the first term of office will include the period from initial election to 1 January in the year following the election
  - 7.1.3 Each nominee must be a member of a full member association and have consented in writing to serve if elected.
  - 7.1.4 Candidates must be nominated by their own full member associations.
  - 7.1.5 Full member associations may nominate to more than one position in an election however each position on the Executive Committee must be held by nominees from different member associations, that is, no member association may hold more than one position on the Executive Committee. In an election, positions will be determined in the following order: Chairperson, Deputy Chairperson, Treasurer and Secretary.
  - 7.1.6 Nominations and all supporting documents must be received electronically.
  - 7.1.7 Each full member association that proposes a nominee for election shall provide appropriate biographical details concerning the nominee.

- 7.1.8 At least three months before an election (1 August), the CHPA secretariat shall send out nomination and consent to serve forms. This provision shall not apply to the inaugural election of office bearers.
- 7.1.9 Completed nomination forms shall be signed by the President of the nominating association (or their delegate) and be returned to the CHPA secretariat together with the biographical data and consent to serve forms at least two months prior to an election (by 30 September).
- 7.1.10 The CHPA secretariat shall draw up a list of all valid nominations from the completed nomination forms. If there are any positions without valid nominations, the CHPA secretariat shall bring this to the attention of member associations requesting more nominees.
- 7.1.11 All full member associations shall be notified of all valid nominations at least one month prior to the election taking place (1 November).
- 7.2 The election process shall be as follows.
  - 7.2.1 The full member associations shall elect all positions on the Executive (Chairperson, Deputy Chairperson, Treasurer and Secretary).
  - 7.2.2 Members shall be given two weeks in which to cast their votes. Voting will be undertaken by electronic means eg email. If an association has nominated to more than one position on the Executive Committee in any election, the voting for those positions shall be conducted in order of the following hierarchy: Chairperson, Deputy Chairperson, Treasurer and Secretary so that the outcome shall be that no one association holds more than one position on the Executive Committee.
  - 7.2.3 Each full member association shall be entitled to one vote only for each vacant position.
  - 7.2.4 The persons elected shall be those receiving the highest number of votes in the appropriate section of the ballot. If two candidates receive an equal number of votes, the retiring Chairperson will cast her or his vote.
  - 7.2.5 Upon conclusion of the election the CHPA secretariat shall notify all members by email of the election results. All voting papers shall be retained for a period of 12 months and then destroyed.

## **ARTICLE 8 – DUTIES OF THE OFFICERS OF THE CHPA**

- 8.1 The positions of Chairperson, Deputy Chairperson, Treasurer and Secretary are voluntary positions and unpaid. Expenses incurred by office bearers of the CHPA will only be met by the CHPA if prior approval has been given by the Executive Committee and if such expense is within the CHPA budget.
- 8.2 The Chairperson:
  - 8.2.1 The Chairperson shall act as primary spokesperson for the CHPA and chair any meetings of the CHPA.
- 8.3 The Deputy Chairperson:
  - 8.3.1 In the absence of the Chairperson, the Deputy Chairperson shall act as the primary spokesperson for the CHPA and chair any meetings of the CHPA.

8.4 The Treasurer:

- 8.4.1 The Treasurer will be responsible for establishing sound financial processes and monitoring all financial transactions.
- 8.4.2 The Treasurer will ensure that annual financial statements are prepared and submitted for annual audit.
- 8.4.3 The Treasurer will, in consultation with the Executive Committee, prepare an annual budget for the CHPA.

8.5 The Secretary:

- 8.5.1 The Secretary will be responsible for maintaining the CHPA secretariat which includes:
  - \* Arranging meetings of the CHPA; advising members of the meeting date and venue; drawing up and circulating the meeting agenda and any agenda papers; taking minutes of the meeting and circulating the minutes following the meeting.
  - \* Maintaining the financial records of the CHPA and arranging for an annual audit in consultation with the Treasurer.
  - \* Developing funding applications for the CHPA and submitting them following their circulation to full and associate members for comment and their approval by the Executive Committee.
  - \* Writing any reports that are required and submitting them following their circulation to full and associate members for comment and their approval by the Executive Committee.
  - \* Conducting the elections of the CHPA.
  - \* Keeping appropriate records of the CHPA.
  - \* Ensuring that any activities of the CHPA are conducted in a timely manner.
  - \* Maintaining communication with CHPA members.
  - \* Maintaining and updating the CHPA website.

**ARTICLE 9 - MEETINGS OF THE CHPA**

- 9.1 At least one face to face general meeting of full members of the CHPA shall be held each year. Associate members are entitled to attend all general meetings of the CHPA.
- 9.2 The Executive Committee shall meet at least twice each year. These meetings may be face to face or by teleconference.
- 9.3 Notification of a general meeting of the CHPA shall be provided to all members (full and associate) at least two months prior to the meeting or as soon as is practicable. The CHPA secretariat shall provide the provisional agenda to members at least two weeks prior to the general meeting or as soon as is practicable with a final agenda provided to members at least 24 hours prior to the meeting. Agenda items should be submitted by members to the CHPA secretariat as soon as is practicable and no less than 48 hours prior to a general meeting.
- 9.4 A quorum for general meetings shall be one half of the full members. All decisions shall be taken by a simple majority of those voting in person at the meeting. In the event of an equal number of votes on any resolution of the meeting, the Chair shall have a casting vote.
- 9.5 At any meeting, a member association may give their proxy vote to another member association. This must be done in writing and signed with a copy provided to the Chairperson of the meeting, such copy to be retained by the Secretary for inclusion in the record of the meeting.

- 9.6 The Chairperson shall chair all meetings except that, in the unavoidable absence of the Chairperson, the Deputy Chairperson shall act as Chair. In the event of the absence of both the Chairperson and Deputy Chairperson the meeting shall elect a Chair from among those full members present at the time.
- 9.7 The CHPA secretariat shall distribute the minutes of the meeting, after approval by the Chairperson, within two weeks of the meeting.
- 9.8 Unless otherwise specified in this Constitution, all decisions shall be taken by a simple majority. In the event of an equal number of votes the Chair shall have a casting vote.
- 9.9 The official language of the CHPA is English. All meetings shall be conducted in English. All written correspondence will be conducted in English.

#### **ARTICLE 10 - SUBSCRIPTIONS AND OTHER INCOME**

- 10.1 Full member associations shall pay membership subscriptions, on an annual basis, of an amount as shall, from time to time, be reviewed and recommended by the membership at a face to face general meeting.
- 10.2 Associate members shall pay membership subscriptions, on an annual basis, of an amount as shall from time to time be reviewed and recommended by the membership at a face to face general meeting.
- 10.3 The CHPA shall seek to attract funds from the Commonwealth Foundation and other sources for the maintenance of its work and for the furtherance of projects.
- 10.4 The membership shall be informed of the annual budget of the CHPA which shall be prepared by the Treasurer in consultation with the Executive Committee.
- 10.5 The accounts of the CHPA shall be the subject of annual audit by a professional auditor appointed by the Executive Committee. The accounts shall be presented annually to a face to face general meeting of the membership for approval and be posted to the CHPA website.
- 10.6 The bank account in the name of the CHPA will have cheque book facilities and the capacity for electronic transfer of funds. All members of the Executive Committee will be signatories to the bank account and in the case of cheques with two to sign at any one time, one of whom shall be the Treasurer. In the event that the Treasurer is unavailable to sign, she or he must be notified prior to the transaction and a record maintained of such notification.

#### **ARTICLE 11 - ACTIVITIES OF THE CHPA**

- 11.1 The CHPA will engage in activities from time to time in accordance with its purpose and objects. The Secretary will prepare an annual plan of activities for consideration by the Executive and for endorsement by the membership.
- 11.2 Members of the CHPA will not be liable for any expenses incurred as a result of CHPA activities unless these expenses have been approved by the membership prior to the commencement of the activity or, if during an activity, immediately it is known the expense is likely to be incurred.
- 11.3 The CHPA will submit for funding from various funding bodies to enable it to undertake activities in accordance with its purpose and objects.

- 11.4 Other stakeholders may be invited to participate in activities on the basis of their ability to contribute toward meeting the purpose and objectives of the activity, either through skills, knowledge, experience or professional commitment to the purpose and objectives of the activity.

## ARTICLE 12 - **AMENDMENTS TO THE CONSTITUTION**

- 12.1 The full membership may make alterations, amendments or additions to this Constitution. Agreement to effect such changes shall be confirmed by a majority of not less than two-thirds of the full member associations present and voting at a face to face general meeting of the CHPA where provision has been made for a system of proxy voting for those unable to attend. All proxy votes must be in writing and signed by the person entitled to vote.
- 12.2 Proposals for changes to this constitution shall be put in writing by any full member association to a full meeting of the CHPA and considered at that time. Such proposals must be seconded by another full member association. Agreement to effect such changes shall be in accordance with the procedure set out in Article 12.1.

## ARTICLE 13 – **INTERPRETATION AND DISSOLUTION**

### 13.1 Interpretation

- 13.1.1 Any question of interpretation of any clause in this Constitution shall be decided by the Executive Committee based on legal advice according to the laws of England.

### 13.2 Dissolution

- 13.2.1 A resolution for the dissolution of the CHPA must be carried by a two thirds majority of the full member associations having been put to a face to face general meeting of full members of the CHPA and decided at that time where provision had been made for a system of proxy voting for those unable to attend. All proxy votes must be in writing and signed by the person entitled to vote.
- 13.2.2 Any assets held by the CHPA at the time of its dissolution after all liabilities have been met shall be disposed of in the following manner:
- \* Where these assets may have derived from grants made by a particular donor, they shall be returned to the donor concerned.
  - \* The Executive Committee shall distribute any remaining assets to an association or other body whose sphere of activity is within the Commonwealth and whose purpose and objectives accord with those of the CHPA before its dissolution.