



Article 1: Name

1. The name of this organization is the African Society for Paediatric and Adolescent Endocrinology, herein referred to as ASPAAE.

Article 2: Mission

The mission of the ASPAAE is to:

1. Improve the management and quality of life of children and adolescents with endocrine disorders,
2. Promote, for the public benefit, clinical practice, education and research in paediatric endocrinology. These shall include the following:-
 - 2.1 organizing annual scientific meetings for discussion of clinical and research subjects, and personal communication;
 - 2.2 promoting research and education in paediatric endocrinology
 - 2.3 stimulate contacts with other societies with similar aims.
3. Act as a resource for individuals interested in advocacy for children with endocrine diseases.
4. Provide an opportunity for **ASPAAE** members to become more familiar with the activities of **ASPAAE** as well as participate in its activities.

Article 3: Affiliation

- 3.1 The ASPAAE will maintain affiliation with other bodies around the globe that seek to promote good clinical practice, advocacy and research in the field of Paediatric Endocrinology.

Article 4: Membership

ASPAAE founders are members of **ASPAAE** from the date the organization was registered by the Kenyan Registrar of Societies in May 2010. The following categories of membership are open:

4.1.1 **Active/ Ordinary Membership** is open to medical professionals who are interested in the medical care of children with endocrine diseases, and /or has demonstrated active research ability in paediatric endocrinology and who will continue to be active in this field. Membership is subject to approval by the Executive Committee upon receipt of a letter of application and Curriculum vitae.

4.1.2 **Corresponding Membership**, open to anyone with an active interest in the Society, who contributes or has contributed substantially to paediatric endocrinology, and

who has given an invited lecture to the Society.

4.1.3 **Honorary membership** is open to anyone with an active interest in the Society, who contributes or has contributed substantially to paediatric endocrinology and includes all invited lecturers, tutors at PETCA and contributors from ESPE and ISPAD.

- 4.1 Any individual interested in becoming a member of **ASPAE** will submit a written application form that will include the following statement: “I (name, address, and phone number) am interested in becoming a member of **ASPAE**. I am fully aware of the mission of **ASPAE** and its constitution. If my membership will be approved I will comply with the constitution and the decisions made by the general assembly. Curriculum vitae must be attached to application.
- 4.2 The executive committee will make decision to approve new members to **ASPAE**. If a membership application has been denied (reasons will be given), the applicant may appeal the decision before the next general assembly meeting.
- 4.3 There will be an ongoing membership recruitment program to encourage membership into **ASPAE**. Active members may nominate member and present the nominee to the general assembly.
- 4.4 The secretariat shall keep a register of names and addresses of all members

Article 5: Organization

- 5.1 The **ASPAE** Executive Committee should have at least the following officers: President, Vice President, Secretary, Treasurer, regional representative (1). Their duties and responsibilities should be as defined in Article 7.
- 5.2 The active members of **ASPAE** shall elect the **ASPAE** Executive Committee officers. Elections are to be held at the same time every year according to the rules and procedures outlined in Article 8.
- 5.3 The **ASPAE** Executive Committee officers hold their respective positions for a term of two (2) years, or for the remainder of a term when filling a vacancy.
- 5.4 An audit committee of two **ASPAE** members or an external accountant will be elected by **ASPAE** general assembly and will be responsible for the evaluation of **ASPAE** finance issues yearly.
- 5.5 Each executive committee member, except the President, is eligible for re-election for one further continuous term. Each member can be elected again at a later time.

Article 6: Procedures

1. **ASPAE** is governed by this constitution.
2. **ASPAE** is a recognized organization in Africa and complies with international governmental policies.
3. **ASPAE** shall hold an annual general meeting yearly. Executive committee meetings shall be held at least twice yearly, one of which must be physical. The annual meeting’s agenda will be determined by the executive committee.
4. a) The general assembly meeting will not open unless a quorum of 25% of **ASPAE** members is present. If a quorum is present at the beginning of the meeting, the general assembly can continue its deliberations and make decisions even if the number of participants has decreased.

- b) If a quorum is not present at the time noted for the meeting, the meeting will be declared postponed by one hour without need for further notice. The postponed meeting will be held with any number of present members.
5. Any member or officer of the **ASPÆ** may initiate a constitutional amendment. Procedures for amending this Constitution are outlined in Article 9.
6. Each ASPÆ active member and executive officer shall exercise only one vote

Article 7: Duties of Officers

After two continuous terms in office, any executive member (except the President) may be re-elected to that office after a 2 year period.

President

The President of **ASPÆ**:

1. Conducts and presides over all meeting of **ASPÆ**.
2. Represents **ASPÆ** whenever **ASPÆ** is invited for any meeting.
3. Appoints an individual to any office that becomes vacant subject to the **ASPÆ** Executive Committee approval, if the officers resign before his/her tenure has ended.
4. The office of the President is open to any member of **ASPÆ** who is a Paediatric Endocrinologist.
5. Provides a report of activities to the general assembly in annual general meetings.
6. Is signatory to all accounts of **ASPÆ**.

Vice President

The Vice President of **ASPÆ**:

1. Presides over meetings in the absence of the President
2. Conducts other functions as directed by the President.
3. Take charge of the web site and newsletter editing with the editors

Secretary

The Secretary of **ASPÆ**:

1. Records the minutes of **ASPÆ** meetings. An official copy of the adopted minutes should be kept in the **ASPÆ** secretariat within four (4) weeks of the meeting.
2. Keeps and maintains the **ASPÆ** membership records.
3. Handles **ASPÆ** correspondence as necessary.
4. He/ She is responsible for calling meetings as directed by the President.
5. The office is open to any active member of **ASPÆ**.

Treasurer

1. Establishes and maintains a suitable bank account
2. Keeps and maintains the **ASPAE** financial records.
3. For any withdrawal from **ASPAE** account there must be at least two signatures of three executive officers (Treasurer with President/ Secretary), but the President must approve all transactions.
4. Keeps and makes available to the members of **ASPAE** and the **ASPAE** Executive Committee a record of all monies received and spent by **ASPAE**.
5. Provides report of financial transaction to the **ASPAE** general assembly annually
6. Assists the President in the preparation of an annual budget.
7. The office is open to any member of **ASPAE**

Ex-officio I and II.

The out-going President and Secretary of **ASPAE** shall remain as **ex-officio** members of the Executive Committee, but are to function in an advisory capacity.

Article 8: Election Procedures

1. The active members of **ASPAE** elect the **ASPAE** executive officers. All elections to the Council shall be conducted on the following basis:
2. Notices of elections shall be issued to all Voting Members;
3. All notices of election shall be issued at least nine months before each Annual General Meeting unless the vacancy arises less than nine months before the Annual General Meeting, in which case a call for nominations shall be issued as soon as possible;
4. Each notice shall:
 - a. specify the specific roles which are available for election, i.e. President, Vice President, Secretary, treasurer, Editor, assistant editor;
 - b. invite nominations from Voting Members for candidates to fill these vacancies;
 - c. contain such other supporting information as shall be specified by Executive committee.
 - d. Each nomination shall be sent to the Secretary at least six months before the Annual General Meeting.
5. All nominations must include
 - a. a brief curriculum vitae and a declaration signed by the nominee of his or her willingness to stand for election. A Voting Member may nominate himself. Each Voting Member may make one nomination for each category of Executive member. Executive committee may also make nominations;
6. All nominations which satisfy the provisions of Byelaw 8.2 and 8.3 shall be submitted to Voting Members for election unless Executive committee determines otherwise acting in the best interest of the Society.
7. General Secretary shall at least one month before the Annual General Meeting send to all members the list of nominations.
8. Council may fill any casual vacancies on Council by co-option, but only until the next Annual General Meeting.

9. The **ASPAE** Executive Committee (President, Vice President, Secretary, Treasurer, Ex-officio I and II) appoints an Election Committee.
10. The Election Committee which should be non partisan, solicits nominations.
11. The election committee will collect and distribute names of candidates, will arrange for election forms, and conduct the elections. At the end of the elections, the committee will count the votes in presence of all its members.
12. Elections are held and results declared immediately.

The out-going **ASPAE** President shall present the newly elected executive officers to the general assembly and to the **ASPAE** Executive Committee.

Article 9: Amendments

1. Any active member or officer of **ASPAE** may propose constitutional amendments.

A proposed amendment to this or new Constitution should become binding after receiving a two-thirds majority of the total voting membership of **ASPAE**

Article 10 Notices

Notices may be given by post, email, on the Society's web site or by any other method Executive committee deems fit.

Article 11 Termination of Membership

Membership of the Association may be terminated for any reason considered to be in the best interest of the Association. Such termination requires the following:

1. The policy and procedure for disciplinary hearing and action as legally prescribed will be applied as far as applicable.
2. A written complaint may be filed with the Executive Committee.
3. The complaint is to be investigated by a Disciplinary Committee, appointed by the President. This Committee shall consist of three (3) members of the Executive Committee.
4. An opportunity must be given to the member in question to defend him/herself in person or in writing before the Disciplinary Committee, where-after the Disciplinary Committee will make a decision.
5. The findings of the Disciplinary Committee are to be lodged with the Executive Committee.
6. Both the member in question and the Disciplinary Committee acting in the best interests of the Association may seek legal advice or representation at their own cost.
7. The members of the Executive Committee who were not members of the Disciplinary Committee shall hear the appeal and after due consideration make a decision.
8. The decision of the Executive Committee is final and binding.
9. The member may re-apply for membership to Association and the application will be reconsidered.

Article 12 Dissolution of the Association

1. Should at any time the Executive Committee find it necessary to wind-up the affairs of the Association, for whatever reason any assets remaining after its debts and liabilities have been settled shall be donated to an affiliated national body with special interest in children with diabetes.
2. All existing members shall be notified of the Executive Committee's intentions and a Special meeting shall be called for all remaining members.
3. Four (4) weeks' notice shall be given of such a meeting and a vote of two-thirds (2/3) majority of those members present in person or by proxy at such a meeting shall determine the winding-up of the Association.