

GUIDE TO THE READING THE PROPOSED 2020 PSUOG CONSTITUTION AND BY-LAWS:

A. TWO COLUMNS :

SEC-REGISTERED 1994 PSUOG BYLAWS	PROPOSED 2020 CONSTITUTION AND BYLAWS
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B. COLOR-CODED HIGHLIGHTS

PROPOSED AMENDMENTS	
NEW/ADDED ARTICLES; SECTIONS;	
ADAPTED ARTICLES/SECTIONS	

C. ITALICS AND UNDERLINED SENTENCES IN THE 1994 BYLAWS

<u><i>The initial members of the Board of Directors shall be composed of the seven (7) founding members.</i></u>	THESE ARE CONTENTS EITHER AMENDED, ADAPTED OR DELETED
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PROPOSED 2020 PSUOG CONSTITUTION AND BYLAWS	
<p>1994 BYLAWS Of the PHILIPPINE SOCIETY OF ULTRASOUND IN OBSTETRICS AND GYNECOLOGY, INC.</p>	<p style="text-align: center;">CONSTITUTION Of the PHILIPPINE SOCIETY OF ULTRASOUND IN OBSTETRICS AND GYNECOLOGY, INC. (PSUOG) <i>(ADDED)</i> PREAMBLE</p> <p>We, a subspecialty organization of the Philippine Obstetrical & Gynecological Society, composed of competent, conscientious and God-fearing Obstetrical-Gynecological Sonologists, dedicated to promote excellent reproductive health care through quality and ethical service, education and collaboration with other women’s health care providers. Do hereby ordain and promulgate the Constitution.</p> <p style="text-align: center;">NAME OF SOCIETY AND SEAL</p> <p>The organization shall be called the Philippine Society of Ultrasound in Obstetrics and Gynecology or PSUOG. It shall have a seal in such a form and design as may be determined by the Board of Trustees, hereinafter referred to as BOT.</p>

OFFICE

The office of the PSUOG shall be in Metro Manila, Philippines.

VISION OF THE SOCIETY

By 2030, the PSUOG, as the premier organization and contributor to the improvement of women's reproductive health through an appropriate, safe and quality use of ultrasound in OB-GYN practice in the Philippines, envisions to be aligned with international standards through collaboration and dynamic participation in education, training and research.

MISSION

We are the sub-specialty organization of the POGS composed of competent, conscientious and God-fearing OB-GYN Sonologists, dedicated to professional excellence in reproductive health care through:

- i. Quality-assured and ethical OB-GYN ultrasound services
- ii. Continuing ultrasound education, training, accreditation, and research
- iii. Collaboration with other women's health care providers

CORE VALUES OF THE SOCIETY

P - Professionalism

S - Social Responsibility

U - Uprightness and Integrity

O - Oneness

G - God-fearing Virtues

OBJECTIVES

The Society, a non-stock, non-profit, professional organization, is dedicated to:

1. Advancing the art and science of Ultrasound in Obstetrics and Gynecology;
2. Enhancing the professional growth and welfare of its members through training, research and continuing medical education;
3. Fostering women's advocacy programs;
4. Upholding the highest ethical standards of practice through comprehensive health care delivery;
5. Assisting national and local government in promotion of maternal and perinatal health, reproductive health and women's health;
6. Cooperating with and supporting the regional and international agencies with similar organizational objectives for mutual benefits.

1994 BYLAWS
Of the
PHILIPPINE SOCIETY OF ULTRASOUND
IN OBSTETRICS AND GYNECOLOGY,
INC.

ARTICLE I
MEMBERSHIP

Section 1. MEMBERSHIP

QUALIFICATIONS - The membership of the Society shall consist of active members, life members, associate members, and honorary members. The qualifications for the different categories of membership are:

- (a) Active Member – the active membership shall consist of physicians who are certified diplomats or fellows in Obstetrics and Gynecology and must have undergone a special certified training in OB-GYN Ultrasound for two (2) years and must have performed two thousand scans. Founding members are active members. To maintain active membership, the member shall comply with the duties and responsibilities as provided for in Section 5, Article 1 of this By-laws.

2020 BYLAWS
Of the
PHILIPPINE SOCIETY OF ULTRASOUND IN OBSTETRICS AND GYNECOLOGY, INC. (PSUOG)

ARTICLE I. MEMBERSHIP

(Referred to as Article 1 in the 1994 Bylaws)

(FOR AMENDMENT)

Section 1. CATEGORIES OF MEMBERSHIP

(Referred to as Section 1, Article 1 in the 1994 Bylaws)

(FOR AMENDMENT)

The membership of this Society shall consist of a Fellow, Life Member and Honorary Member. The qualifications for the different categories of membership are:

1.1.1 Fellow- Is a physician who has trained for 2 years in a certified training institution in OB GYN Ultrasound in the Philippines, fulfilled the requirements set forth by the Philippine Society of Ultrasound in Obstetrics and Gynecology (PSUOG) Board of Examiners (BOE) and has been duly recognized by the Board of Trustees (BOT), upon recommendation by the Committee of Credentials and Membership and the Committee of Ethics and OB-GYN Ultrasound Practice. The following are prerequisites to application:

1.1.1.1 Member of Good Standing at POGS, PSUOG and PMA;

1.1.1.2 Certified Fellow of POGS;

1.1.1.3 Attendance in three (3) consecutive PSUOG annual conventions and Business Meetings

(b) Life Member – the life membership is bestowed by the Board of Directors upon active members who have been members for at least ten (10) years and have reached the age of (65) sixty-five years without the need to pay a life membership fee. Life membership may likewise be bestowed upon other active members for at least ten (10) years and have paid a life membership fee. Life members shall be exempt from payment of the annual membership dues.

(c) Associate Member – the associate membership shall consist of physicians who are serving approved fellowship or other post-residency programs related to Ultrasound in Obstetrics and Gynecology, Membership in this status is

1.1.2 Life Member - The life membership is bestowed by the Board Of Trustees upon a Fellow who has any of the following qualifications:

1.1.2.1. Active members of good standing for at least twenty five (25) consecutive years AND have reached the age of sixty-five (65) years;

1.1.2.2. Past President of the Society; and

1.1.2.3. Founding Members and Incorporators of PSUOG

1.1.3 Honorary Member – Honorary membership may be bestowed upon individuals who, in the opinion of the Society, are deserving of the special recognition by virtue of his/her exceptional contributions either in the field of ultrasound in Obstetrics and Gynecology or to the Society. He/She must show the core values of the Society. Honorary members shall not pay dues. Honorary members shall neither have the right to vote nor to hold an elected office.

1.1.4 Founding Members and Past Presidents until December 31, 2020 are Fellows.

1.1.5 Those who fulfilled one (1) year of Subspecialty Fellowship in OB-Gyn Ultrasound and passed the requirements and examination of the PSUOG Board of Examiners and have been members prior to December 31, 2020 are certified as Fellows.

1.1.6 Those who did not fulfil the two (2) years specialty fellowship in OB-Gyn Ultrasound but were admitted by the Society and have been members prior to December 31, 2020 are conferred as Fellows.

automatically terminated three years after completion of training, at which time the associate members may apply for transfer to active membership. Associate members shall not have the right to vote.

(d) Honorary Member – Honorary membership may be bestowed upon individuals who, in the opinion of the Society, are deserving of this special recognition by virtue of exceptional contributions either to the field of Ultrasound in Obstetrics and Gynecology or to the Society. Honorary members shall have neither the right to vote nor to hold office and shall pay no dues

Section 2. APPLICATION AND MEMBERSHIP – Request
Request for membership in the Society shall be made in writing on the application form of the Society, submitted to the Secretary, and presented by the President of the Board of Directors for approval by a majority vote.

Section 3. RIGHTS OF MEMBERS –

1.1.7 Fellows in 1.1.4, 1.1.5 and 1.1.6 shall have the same rights and privileges afforded to members as provided for in Section 2, Article 1 of this Bylaws.

1.1.7.1 Active Member – is a Fellow who has complied with the duties and responsibilities as provided for in Section 3 of this article.

1.1.7.2 Inactive Member – a Fellow shall be considered inactive upon written request (with the reasons thereby clearly stated) with approval of the BOT

Section 2. APPLICATION FOR MEMBERSHIP
(Referred to as Section 2, Article 1 in the 1994 By-laws)
(ADAPTED)

Request for membership shall be made in writing through a letter of intent addressed to the Secretary of the Board of Trustees, as the head of the Committee on Credentials and Membership and presented to the President of the Board of Trustees for approval by a majority votes.

Members of the Society shall have every right and privileges, except that only active life members shall have the following rights:

- (a) To exercise the right to vote on all matters relating to the affairs of the Society.
- (b) To be eligible to any elective or appointive office of the Society.
- (c) To participate in all deliberations and meetings of the Society.
- (d) To examine all the records and books of the Society during business hours

Section 4. DUTIES AND RESPONSIBILITIES OF MEMBERS

– A member, unless otherwise provided for by these By-laws, shall have the following duties and responsibilities:

- (a) To obey and comply with the By-laws, and such rules and regulation as may be promulgated by the Society in order to attain its stated

Section 3. RIGHTS OF MEMBERS

(Referred to as Section 3, Article 1 in the 1994 Bylaws)
(FOR AMENDMENT)

Fellows of the Society, except for Honorary members, shall have the following rights:

- 1.3.1 To exercise the right to vote on all matters relating to the affairs of the Society.**
- 1.3.2 To be eligible to any elective or appointive position or office of the Society.**
- 1.3.3 To participate in all deliberations and meetings of the Society.**
- 1.3.4 To examine all the records and books of the Society during business hours**
- 1.3.5 To receive Certificates of Membership upon the approval of the Secretary**
- 1.3.6 To affix the letters F.P.S.U.O.G. after their names.**

- purposes;
- (b) To attend at least two (2) annual meeting every three (3) years
 - (c) To attend at least fifty (50) percent of the scientific meetings and seminars organized or sponsored by the Society.
 - (d) To pay promptly the dues, fees and other assessments as may be levied upon the membership by the Board of Directors; and
 - (e) To conduct himself in a manner consistent with the tenets and principles of the Code of Medical Ethics of the Medical Profession in the Philippines.

Section 5. SUSPENSION AND TERMINATION OF MEMBERSHIP –
The Board of Directors shall have the authority to either suspend or terminate the membership of any member of the Society for culpable violations of these By-laws, unethical professional conduct, or conviction by final judgement of a crime involving moral turpitude.

Section 4. DUTIES AND RESPONSIBILITIES
(Referred to as Section 4, Article 1 in the 1994 Bylaws)
(FOR AMENDMENT)

A Fellow, unless otherwise provided for by these ByLaws, shall have the following duties and responsibilities:

- 1.4.1 To obey and comply with the ByLaws, and such rules and regulations as may be promulgated by the Society in order to attain its stated purposes;**
- 1.4.2 To maintain the high standards of professional conduct at all times set forth in the membership pledge of the Society;**
- 1.4.3 To conduct oneself in a manner consistent with the tenets and principles of the Code of Medical Ethics of the Medical Profession in the Philippines;**
- 1.4.4 To pay promptly the dues, fees and other assessments as may be levied upon the membership by the Board of Trustees;**
- 1.4.5 To attend at least two (2) annual conventions in three (3) consecutive years, including the annual business meeting;**
- 1.4.6 To maintain good standing with the Philippine Obstetrical and Gynecological Society (POGS); and**
- 1.4.7 Completion and/or submission of certification of any of the following updating activities such as trainings, teachings, research activities in the practice of OB-GYN Ultrasound.**

Charges against a member must be made by filing a written complaint with the Secretary. The Board of Directors shall call a special meeting to consider the charges. The member concerned shall have the right to appear before the Board of Directors and answer the charges brought against him. The affirmative vote of two-thirds (2/3) of the members of the Board of Directors shall be necessary to suspend a member, provided, that where the penalty is expulsion, the unanimous affirmative vote of the Directors shall be necessary to expel a member.

The Board of Directors, unless there are valid reasons for non-compliance, may suspend the membership of any member who failed, after proper notification, to pay his due, fees, and other assessments for three (3)

Section 5. DUES, FEES AND ASSESSMENT

(New Section)

- 1.5.1 All Fellows shall pay all annual dues, and other assessments in the amount and terms as determined by the BOT.
- 1.5.2 A Fellow with unpaid dues for three (3) consecutive years, despite proper notification and demand to pay, shall be referred to the Committee on Credentials and Membership for proper action.
- 1.5.3 A Fellow who has retired due to sickness, or for any other reason, shall apply for exemption for payment of dues. Otherwise, he/she shall be considered in arrears.
- 1.5.4 Life and Honorary members are exempted from annual dues.

Section 6. DISCIPLINARY PROVISIONS

(Previously referred to as Section 5, Article 1 in the 1994 Bylaws)

(FOR AMENDMENT)

- 1.6.1 Censure, Suspension, Expulsion Or Automatic Suspension Of Membership
- 1.6.1.1 The BOT shall have the authority to either suspend or terminate the membership of any member of the Society for culpable violations of these ByLaws, unethical professional conduct, or conviction by final judgement of a crime involving moral turpitude.
- 1.6.1.2 Charges against a member must be made by filing a written complaint with the Secretary through their Regional Director, and shall immediately furnish a copy to the member concerned, the Committee on Ethics and OB-GYN Ultrasound Practice, and the BOT.

consecutive years, and/or who failed to comply with the requirements for attendance in annual and scientific meetings of the Society.

1.6.1.3 The member who has been charged has the right to be informed and reply to the charges.

The Committee on Ethics and OB-GYN Ultrasound Practice shall evaluate the charges and the reply thereto, and submit its recommendation to the BOT for appropriate action.

1.6.1.4 An affirmative vote of two-thirds (2/3) of the members of the BOT shall be necessary to suspend a member, provided, that where the penalty is expulsion, the unanimous affirmative vote of the BOT shall be necessary to expel a member.

1.6.1.5 The decision of the BOT shall be final.

1.6.2 Automatic Termination of Membership

The BOT, after due notification to the member concerned, shall drop the member from the rolls for failure to comply with the duties and responsibilities as outlined in Section 3 of this Article, unless said member is able to submit valid reason/s for failure to comply.

1.6.3 Reinstatement and Re-activation

1.6.3.1 A Fellow who has been dropped from the roll of members shall be reinstated/re-activated as such upon compliance with the requirements set forth by the Board Of Trustees.

1.6.3.2 An inactive member can be re-activated as such upon his written request (the reasons therefore clearly stated) to the Board Of Trustees.

1.6.3.3 Reinstatement is affected only upon the majority approval of the Board Of Trustees.

1.6.3.4 An oath of membership is taken at any time after reinstatement at the discretion of the Board Of Trustees.

**ARTICLE II
DIRECTORS**

Section 1. BOARD OF DIRECTORS - The Board of Directors shall exercise the corporate powers of the Society, conduct its business and control its properties.

The initial members of the Board of Directors shall be composed of the seven (7) founding members.

Subsequently, the members of the Board of Directors shall be elected by a majority vote of the active members of the Society present at the annual meeting; that the members present either in person or by representative authorized in a written proxy shall only be entitled to cast one vote for one candidate not exceeding the number of Directors to be elected.

If any vacancy occurs in the Board of Directors by reason of death, resignation or for any other cause, except removal and expiration of term, such vacancy shall be filled by a successor elected by the remaining members if still constituting a quorum. The successor shall serve only for the unexpired tem of

ARTICLE II BOARD OF TRUSTEES (BOT)
(Referred to as Article 2 in the 1994 Bylaws)

Section 1. BOARD Of TRUSTEES
(Referred to as Section 1, Article 2 in the 1994 Bylaws)
(FOR AMENDMENT)

- 2.1.1. The PSUOG shall be governed by the Board Of Trustees (BOT) whose executive arm shall be the officers.**
- 2.1.2. The BOT shall be composed of seven (7) members.**
- 2.1.3. The BOT shall exercise the corporate powers of the Society, conduct its business and control its properties.**
- 2.1.4. The Board is entrusted with the following responsibilities:**
 - 2.1.4.1. Transact prudently all business required to carry out the objectives of the Society;**
 - 2.1.4.2. Spearhead effective organizational planning and implementation of goal;**
 - 2.1.4.3. Monitor and evaluate the Society's programs and services;**
 - 2.1.4.4. Provide adequate resources for the organization to fulfill its mission and manage these with appropriate controls; and**
 - 2.1.4.5. Safeguard the Society's public image.**

the predecessor.

Section 2. QUALIFICATIONS –
Only active members of the Society shall be eligible for election to the Board of Directors.

Section 2. QUALIFICATIONS

(Referred to as Section 2, Article 2 in the 1994 Bylaws)

(FOR AMENDMENT)

- 2.2.1 Only active members in good standing of the Society for at least ten (10) consecutive years immediately prior to the election and who have not been disqualified under any of the provisions of the ByLaws and of the Election Code shall be eligible for election to the BOT.**
- 2.2.2 Qualified candidates shall not hold any position in any Subspecialty under POGS , National or local Medical Society.**

Section 3. ELECTIONS

(New Section)

- 2.3.1 Members of the BOT shall be elected by the majority votes of the active members of the Society entitled to vote at the Annual Meeting as provided for by the Election Code.**
- 2.3.2 Candidates receiving the highest number of votes shall be declared elected.**
- 2.3.3 Rules and regulations governing the manner and conduct of the elections shall be provided for in Article VII of this ByLaws and in the Election Code.**

Section 4. OATH OF OFFICE

(New Section)

The newly elected BOT shall take their oath of office during the Annual Convention.

Section 3. TERM OF OFFICE OF DIRECTORS – The founding Directors of the Society shall hold office for two (2) years and until their successors are duly elected and qualified. In all subsequent year, the members of the Board of Directors shall hold office for one (1) year and until their successors are duly elected and qualified. Directors may be re-elected for not more than three (3) consecutive years.

Section 4. BOARD MEETINGS – The Board of Directors shall hold regular meetings at such time and place as the Board may determine. Special Board meetings may be called by the President or upon written request of at least four (4) Directors. A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business.

Section 5. TERMS OF OFFICE OF TRUSTEES

(Previously referred to as Section 3, Article 2 in the 1994 Bylaws)

(FOR AMENDMENT)

2.5.1. The terms of office of the BOT shall commence on 1st day of January and shall terminate on the 31st of December of the same year.

2.5.2. A member of the BOT shall hold office for one (1) year and may be re-elected for not more than two (2) consecutive years.

Section 6. COMPENSATION

(New Section)

The BOT shall not receive any salary for services rendered to the Society. However, expenses incurred in the performance of such services may be reimbursed upon the approval of the BOT.

Section 7. BOARD MEETINGS

(Previously referred to as Section 4, Article 2 in the 1994 Bylaws)

(ADAPTED)

The BOT shall hold regular meetings at such time and place as the board may determine. Special Board meetings may be called by the President or upon written request of at least four (4) Trustees. A majority (50% plus 1) of the members of the BOT shall constitute a quorum for the transaction of business.

Section 5. REMOVAL FROM OFFICE – A Director may be removed from office for cause by the two-third (2/3) affirmative vote of the members at a special meeting.

Section 8. VACANCY

(Previously referred to as Section 1; Article 2 in the 1994 Bylaws)

(ADAPTED)

In case of vacancy in the BOT by reason of permanent disability, death, resignation, removal from office or any other cause, the next ranking candidate/s in the preceding election shall be declared successor, to hold office for the unexpired term of the member of the BOT. The President shall call for a special meeting within 30 days to announce the successor to the vacant position.

Section 9. REMOVAL FROM OFFICE

(Previously referred to as Section 5, Article 2 in the 1994 Bylaws)

(Previously referred to as Section 3, Article 3 in the 1994 Bylaws)

(ADAPTED)

A Trustee may be removed from office for cause, by two-third (2/3) affirmative vote of the members of the Society who are entitled to vote; provided that such removal shall take place in a special meeting called for the purpose, after previous notice to the members of the intention to propose such removal.

Section 10. RESIGNATION FROM AN APPOINTIVE OFFICE

(New Section)

A Trustee may resign from office provided he/she submits his/her resignation in writing to the President of the BOT.

ARTICLE III

OFFICERS

Section 1. OFFICERS – The officers of the Society shall be a President, a Vice-President, a Secretary, a Treasurer, a Public Relations Officer, and an Auditor.

The Board of Directors, immediately following their election, shall elect, from among themselves and by a simple majority, all the officers of the Society.

ARTICLE III. OFFICERS

(Referred to as Article 3 in the 1994 Bylaws)

Section 1. OFFICERS

(Referred to as Section 1; Article 3 in the 1994 Bylaws)

(FOR AMENDMENT)

- 3.1.1. The officers of the Society shall consist of the following: President, Vice-President, Secretary, Assistant Secretary, Treasurer, Auditor (Internal) and the Public Relations Officer (PRO). They shall constitute the Executive Committee of the Board of Trustees.**
- 3.1.2. The BOT, immediately following their election, shall elect, from among themselves and by a simple majority, all the officers, except the Secretary and Assistant Secretary, of the Society. Both the Secretary and the Assistant Secretary are appointed by the President.**
- 3.1.3. The candidates for President and Vice-President must have served the BOT for at least two (2) consecutive years and one (1) year respectively immediately prior to their election. No Officer shall be considered elected unless he/she gets a majority vote.**

Section 2. TERM OF OFFICE OF OFFICERS – The initial officers of the Society shall hold office for two (2) years and until their successors are duly elected and qualified. In all subsequent years, all officers of the Society shall hold office for one (1) year and until their successors are duly elected and qualified.

Section 3. REMOVAL FROM OFFICE – The Board of Directors by the unanimous affirmative vote of the members, shall have the power to remove from office any officer for cause.

Section 4. VACANCY – A vacancy in the officers position shall be filled within thirty (30) days by a successor appointed by the President with the approval of the Board of Directors; provided that the successor shall serve only the

Section 2. TERM OF OFFICE OF OFFICERS

(Referred to as Section 2; Article 3 in the 1994 ByLaws)

(FOR AMENDMENT)

All Officers of the Society shall hold office for one (1) year and may be re-elected but not more than 2 consecutive years.

Section 3. REMOVAL FROM OFFICE

(Referred to as Section 3; Article 3 in the 1994 Bylaws)

(ADAPTED)

An Officer of the Board may be removed from office for cause, by the unanimous affirmative vote of the members of the Board of Trustees except the office involved.

Section 4. VACANCY

(Referred to as Section 4; Article 3 in the 1994 Bylaws)

(ADAPTED)

Any vacancy in any of the officers in the Society or in any of its instrumentalities, unless otherwise provided in these Bylaws, shall be filled up by appointment by the President within thirty (30) days from the date of vacancy.

The appointment should be approved by a simple majority of the BOT. The appointee shall serve only the unexpired term of the officer whose position has been vacated.

unexpired term of the predecessor.

ARTICLE IV

FUNCTIONS AND POWERS OF OFFICERS

Section I. PRESIDENT – The President shall be the Chief Executive Officer of the Society. As much, it shall be the duty and responsibility of the President to:

- (a) Preside in all meetings of the Board of Directors and those of the members of the Society.
- (b) Execute all resolutions and decisions of the Board of Directors.
- (c) Present to the Board of Directors and members an annual budget and, as may be necessary, a supplemental budget.
- (d) Direct the activities of the Society and organize and maintain an administrative staff to carry out such activities.
- (e) Serve as Ex-officio member of all standing committees.
- (f) Serve as official representative of the Society to conduct and/or conclude any agreement of

ARTICLE IV. FUNCTIONS AND POWERS OF OFFICERS

(Referred to as Article 4 in the 1994 Bylaws)

Section 1. PRESIDENT

(Referred to as Section 1, Article 4 in the 1994 Bylaws)

(FOR AMENDMENT)

The PRESIDENT shall be the Chief Executive Officer of the Society. As such, it shall be the duty and responsibility of the President to:

- 4.1.1. Preside over the Annual Business Meeting, special meetings of the Society, regular and special meetings of the BOT, as well as the other official functions of the Society;**
- 4.1.2. Execute all resolutions and decisions of the BOT;**
- 4.1.3. Appoint Chairpersons of all Standing Committees, Chairpersons and members of Constitutional Committees, Regional Representatives and whatever vacancies exist, subject to confirmation by the Board Of Trustees;**
- 4.1.4. Serve as ex-officio member of all standing committees;**
- 4.1.5. Serve as Chairperson of the Committee on External Affairs;**
- 4.1.6. Present to the Board Of Trustees and members an annual budget and as may be necessary a supplemental budget;**
- 4.1.7. Direct the activities of the society and organize and maintain an administrative staff to carry out such activities;**
- 4.1.8. Serve as official representative of the Society to conduct and or conclude any agreement**

affiliation with any national or international organization with objectives compatible with those of the Society, provided that such agreement or affiliation shall be approved by the Board of Directors; and

- (g) Submit to the Board of Directors at the close of each fiscal year, and to the members of the Society at each annual meeting, a complete report of the activities and operations of the Society for the fiscal year under his term.

Section 2. VICE-PRESIDENT – The Vice-President shall;

- (a) Assist the President in the discharge of his duties.
- (b) If qualified, exercise all powers and perform all duties of the President during the absence or incapacity of the latter.
- (c) Perform such other duties and functions as may be assigned by the President and the Board of Directors.

of affiliations with any national or international organization with objectives compatible with those of the Society, provided that such agreement or affiliation shall be approved by the Board Of Trustees; and

- 4.1.9. Submit to the Board Of Trustees and to the members of society at each annual meeting, a complete report of the activities and operations of the Society for the fiscal year under his/her term

Section 2. VICE-PRESIDENT

(Referred to as Section 2, Article 4 in the 1994 Bylaws)

(FOR AMENDMENT)

The VICE-PRESIDENT shall:

- 4.2.1. Assist the President in the discharge of his/her duties;
- 4.2.2. Exercise all powers and perform all duties of the President during the absence or incapacity of the latter;
- 4.2.3. Perform such other duties as may be assigned by the President and the BOT;
- 4.2.4. Succeed the President in case of permanent disability, death, removal from office or resignation of the latter but only for the unexpired term; and
- 4.2.5. Serve as the Chairperson of the Organizing committee of the Annual Convention.

Section 3. SECRETARY – The Secretary shall:

- (a) Serve due notice of all meetings of the members of the Society and of the Board of Directors as required by these By-laws.
- (b) Keep the minutes of all meetings of the members, the Board of Directors, and all the committees, in a book kept for the purpose.
- (c) Keep the seal of the Society and affix such seal to any paper or instrument requiring the same.
- (d) Assist the President in the supervision of the administrative staff.
- (e) Maintain an up-to-date register of all members of the Society.
- (f) Serve as Chairman of the Committee on Credentials and Membership; and
- (g) Perform such other duties and functions as may be assigned by the President and the Board of Directors.

Section 3. SECRETARY

(Previously referred to as Section 1, Article 4 in the 1994 Bylaws)

(FOR AMENDMENT)

The SECRETARY shall:

- 4.3.1. Serve due notice of all meetings of the members of the Society and the BOT as required by these Bylaws;**
- 4.3.2. Record and keep the minutes of all meetings of the Society and the Board Of Trustees;**
- 4.3.3. Act as the custodian of all the records of the Society;**
- 4.3.4. Take charge of the day-to-day business of the Secretariat and shall supervise the staff thereat;**
- 4.3.5. Maintain an up-to-date register of all members of the Society;**
- 4.3.6. Serve as the Chairperson of the Committee on Credentials and Membership and Committee of Accreditation of Training Institutions and ex-officio member of the Committee on Ethics and OB-GYN Ultrasound Practice;**
- 4.3.7. Be the Liaison between the Board Of Trustees and Board Of Examiners;**
- 4.3.8. Perform such other duties as may be designated by the President and the BOT;**
- 4.3.9. Keep the seal of the Society and affix such seal to any paper or instrument requiring the same;**
- 4.3.10. Obtain written annual reports from the standing committee chairpersons**

Section 4. TREASURER – The Treasurer shall;

- (a) Take charge of the funds, receipts and disbursements of the Society.
- (b) Keep all monies and other valuables in such bank or banks as the Board of Directors may designate.
- (c) Keep and have charge of the books of accounts which shall be open to inspection by any member of the Society or the Board of Directors.
- (d) Render, whenever required, an

Section 4. ASSISTANT SECRETARY

(New Section)

The ASSISTANT SECRETARY shall:

- 4.4.1. Assist the Secretary in the discharge of his/her duties;**
- 4.4.2. Act as Secretary in the temporary capacity in the absence of the latter;**
- 4.4.3. Succeed the Secretary in case of permanent disability, death, removal from office or resignation of the latter but only for the unexpired term;**
- 4.4.4. Serve as Chairperson of the Committee of Community Service and Committee of Medical Education;**
- 4.4.5. Perform such other duties as may be assigned by the President and the Board Of Trustees.**

Section 5. TREASURER

(Previously referred to as Section 4; Article 4 in the 1994 Bylaws)

(FOR AMENDMENT)

The TREASURER shall:

- 4.5.1. Take charge of the funds, receipts and disbursements of the Society;**
- 4.5.2. Keep all monies and other valuables in such bank or banks as the BOT may designate;**

account of the financial condition of the Society and of all transaction made by him as Treasurer.

- (e) Serve as Chairman of the Committee on Finance.
- (f) Perform such other duties and functions as may be assigned by the President and the Board of Directors; and
- (g) Post a bond in such amount as may be fixed by the Board of Directors.

Section 5. PUBLIC RELATIONS OFFICER – The Public Relations Officer shall:

- (a) Serve as liaison between the Society and the public.
- (b) Review and/or prepare statements or articles for publication in lay and medical press.
- (c) Serve as Chairman of the

4.5.3. Keep and have charge of the book of accounts which shall be open to inspection by any member of the Society or Board Of Trustees;

4.5.4. Render, whenever required, an account of the financial condition of the Society and of all transactions made by him/her as Treasurer;

4.5.5. Serve as the Chairperson of the Committee on Finance and a member of the Committee on Credentials and Membership

4.5.6. Present the proposed Annual Budget to the Board Of Trustees for approval;

4.5.7. Perform such other duties and functions as may be assigned by the President and the BOT;

4.5.8. Always make the payments for the financial obligations of the Society, local and international to be covered by proper vouchers;

4.5.9. Presents a monthly financial status report to the BOT and annual financial report to the Society during annual business meeting.

Section 6. PUBLIC RELATIONS OFFICER

(Previously referred to as Section 5; Article 4 in the 1994 Bylaws)

(FOR AMENDMENT)

The PUBLIC RELATIONS OFFICER (PRO) shall:

4.6.1. Serve as Liaison between the Society, members and the public;

4.6.2. Review and/or prepare statements or articles for publication;

Committee on Publication, and
 (d) Perform such other duties and functions as may be assigned by the President and the Board of Directors.

Section 6. AUDITOR – The Auditor shall;

- (a) Examine and verify all accounts pertaining to the funds, receipts and disbursements of the Society.
- (b) Serve as Chairman of the Committee on Audit; and
- (c) Render a report on the results of the audit to the members of the Society during the annual meeting.

4.6.3. Review and/or prepare statements or articles for publication in medical print and social media;

4.6.4. Serve as Editor of the PSUOG website;

4.6.5. Serve as a member of the Committee on External Affairs;

4.6.6. Serve as Chairperson on Committee of Information & Technology and Committee on Scientific Works and Research; and

4.6.7. Perform such other duties as may be assigned by the President and the BOT.

Section 7. AUDITOR

(Previously referred to as Section 6; Article 4 in the 1994 Bylaws)

(FOR AMENDMENT)

The AUDITOR shall:

4.7.1. Examine and verify all accounts pertaining to the funds, receipts and disbursement of the Society;

4.7.2. Serve as Chairperson of the Committee on Audit and a member of the Committee on Credentials and Membership.

4.7.3. Examine and verify all accounts and books pertaining to the funds of the Society during business hours;

4.7.4. Examine and verify the financial statement to be presented by the Treasurer to the members of the Society during the Annual Business Meeting;

4.7.5. Complete audit work papers by documenting audit tests and findings and submit to the BOT;

Section 7. COMPENSATION – The Directors and Officers of the Society, including their duly appointed officials, shall not receive any financial compensation or benefits for their services whatsoever.

**ARTICLE IV
COMMITTEES**

Section 1. STANDING COMMITTEES –
The following shall be the permanent committees of the Society with their corresponding functions;

- (a) COMMITTEE ON CREDENTIALS AND MEMBERSHIP – It shall maintain an up-to-date roster of all members. It shall evaluate all applications for membership and make the necessary recommendations to the President and the Board of Directors for consideration. It shall.....
- (b) COMMITTEE ON FINANCE – It shall prepare recommendations

- 4.7.6. Report to the BOT any risks found during the audit; and**
- 4.7.7. Coordinate reports with the Treasurer and External Auditor.**

Section 8. COMPENSATION

(Previously referred to as Section 7; Article 4 in the 1994 Bylaws)
(ADAPTED)

The Trustees and Officers of the Society, including their duly appointed officials, shall not receive any financial compensation or benefits for their services whatsoever.

ARTICLE V. STANDING COMMITTEES

(Previously referred to as Article 4 in the 1994 Bylaws)

Section 1. COMMON PROVISIONS

(Previously referred to as Section 1, Article 4 in the 1994 Bylaws)
(FOR AMENDMENT)

- 5.1. The following shall be the STANDING COMMITTEES of the Society:**
 - 5.1.1. Credentials and Membership**
 - 5.1.2. Finance**

for the control of funds, seek and implement ways and means of financing the various activities of the Society, and assist the President in the preparation of the annual budget to be presented to the Board of Directors. It shall be headed by the Treasurer.

- (c) **COMMITTEE ON SCIENTIFIC PROGRAMS** – It shall organize and coordinate all scientific meetings, seminars and postgraduate courses. It shall initiate and implement scholarship and research programs and shall recommend the allocations of the funds for such purposes.
- (d) **COMMITTEE ON PUBLICATIONS** – It shall manage all publications of the Society and promulgate rules and regulations pertaining thereto.
- (e) **COMMITTEE ON AMENDMENTS** – It shall initiate or receive and study all proposals to amend the By-laws and shall present the pertinent proposals during the annual meeting for consideration and action of the members of the Society. It shall make certain that the proposed amendments are

5.1.3. Audit

5.1.4. Information and Communication Technology

5.1.5. Ethics and OB-GYN Ultrasound Practice

5.1.6. Accreditation of Training Institutions

5.1.7. Scientific Works

5.1.8. Community Service

5.1.9. Scientific Program and Continuing Medical Education

5.1.10. External Affairs

5.2. COMMITTEE MEMBERS

(Previously referred to as Section 2, Article 4 in the 1994 Bylaws)

(FOR AMENDMENT)

Each standing committee shall be composed of a Chairperson and at least three (3) active members to be appointed by the President and approved by the BOT.

sent to all members of the Society at least thirty (30) days prior to the annual meeting.
 (f) **COMMITTEE ON AUDIT** – It shall examine and verify in accordance with generally accepted accounting and audition procedures, all accounts pertaining to the funds, receipts, and disbursements of the Society. It shall be responsible for the prevention of irregular or unnecessary expenditures or uses of funds and property of the Society.

Section 2. COMMITTEE MEMBERS – Each committee shall be composed of a Chairman, and four (4) members to be appointed by the President and approved by the Board of Directors upon the recommendation of the committee chairman. All committee chairman and members shall hold office for one (1) year.

Section 3. COMMITTEE MEETINGS – The Committee shall hold meetings as often as necessary and a majority of the members shall constitute a quorum.

5.3. TERM OF OFFICE

(Previously referred to as Section 2, Article 4 in the 1994 Bylaws)

(FOR AMENDMENT)

The Chairman and members of every committee shall serve for a term of one (1) year except for the Committee on Information and Communication Technology and the Committee on Ethics and OB-GYN Ultrasound Practice who shall serve for three (3) years.

5.4. BUDGET (ADDED)

All committees shall prepare a budget. It shall be discussed with its members and submitted to the BOT for approval.

5.5. COMMITTEE MEETINGS

(Previously referred to as Section 3, Article 4 in the 1994 ByLaws)

(FOR AMENDMENT)

The Committee shall hold meetings as often as necessary and a majority of the members shall constitute a quorum.

Each committee shall submit a written report of activities to the President at least one (1) month before the annual convention.

Section 4. SPECIAL COMMITTEES

– The Board of Directors may create special committees as it may deem necessary to achieve the objectives of the Society.

*(Special Committees, Section 4 Article 4 in the 1994 Bylaws DELETED)
(Refer to Presidential Committees Section 3, Article 6, Special/Ad Hoc Committees)*

Section 2. COMMITTEE ON CREDENTIALS AND MEMBERSHIP

(Previously referred to as Section 1 (a); Article 4 in the 1994 Bylaws)

(FOR AMENDMENT)

5.2.1 The Chairperson of this Committee shall be the SECRETARY of the Society.

5.2.2 The members of this Committee shall be the Assistant Secretary, Treasurer, and a Past President of the Society.

5.2.3 This Committee shall:

5.2.3.1. Maintain an up-to-date roster of all members;

5.2.3.2. Accept the list of qualified candidates for membership from the Board Of Examiners;

5.2.3.3. Evaluate application for membership and make necessary recommendations to the President and BOT after submission of application for membership;

5.2.3.4. Recommend to the Board Of Trustees the candidates for membership;

5.2.3.5. Review periodically the current status of the members, recommend ways and means to ensure active membership;

5.2.3.6. Issue Certificate of Good Standing; and

5.2.3.7. Deliberate on financial delinquency cases submitted to it by the Finance Committee and recommend to the BOT for proper censure or disciplinary action in accordance with the provisions of this ByLaws.

Section 3. COMMITTEE ON FINANCE

(Previously referred to as Section 1(b), Article 4 in the 1994 Bylaws)

(FOR AMENDMENT)

5.3.1 The Chairperson of the Committee is the TREASURER of the Society

5.3.2 The members of this Committee shall be the Auditor as the Internal Auditor and two (2) active members.

5.3.3 The Accountant of the Society as the External Auditor shall be an ex-officio member with no voting rights.

5.3.4 This Committee shall:

5.3.4.1 Control the funds of the Society and advise the Board Of Trustees on all matters pertaining to financial planning and fiscal restraint as provided by the Bylaws; and

5.3.4.2 Prepare the general budget of the Society in time for consideration and approval by the BOT before the end of every fiscal year.

Section 4. COMMITTEE ON AUDIT

(Previously referred to as Section 1 (f), Article 4 in the 1994 Bylaws)

(FOR AMENDMENT)

5.4.1 This Committee shall be headed by the Auditor

5.4.2. The members of this Committee shall be a Past Treasurer/s and two (2) active members appointed by the President and approved by the BOT

5.4.3. The Accountant as the External Audit shall act as Ex-officio member with no voting rights.

5.4.4. This Committee shall:

5.4.4.1. Examine and verify in accordance with generally accepted accounting and auditing procedures, all accounts pertaining to the funds, receipts and disbursements of the Society;

5.4.4.2. Be responsible for the prevention of irregular or unnecessary expenditures or uses of funds and property of the Society;

5.4.4.3. Render an annual report to the Board Of Trustees one (1) month before the Annual Convention; and

5.4.4.4. Promulgate rules and regulations in accordance with generally accepted accounting and auditing principles, to safeguard the funds and properties and regulate expenditures.

Section 5. INFORMATION AND COMMUNICATION TECHNOLOGY**(New Section)**

5.5.1. This Committee shall be headed by PUBLIC RELATIONS OFFICER (PRO)

5.5.2. The members of this Committee shall be active members appointed by the President upon the approval of the BOT

5.5.3. The Chairperson and members shall have a tenure of three (3) years arranged on a staggered basis reckoned from their date of appointment and assumption to post.

5.5.4. This Committee shall:

5.5.4.1. Be responsible in formulating programs and policies that will utilize information technology in the day to day operations of the Society;

5.5.4.2. Assist the Board Of Trustees in the setting up and maintenance of the PSUOG website and computerization of the Society's operations;

5.5.4.3. Manage the technological aspects by which the Society interacts with its members and colleagues, both locally and globally, through the following:

5.5.4.3.1. PSUOG website

5.5.4.3.2 Telemedicine

5.5.4.3.3. Social Media

5.5.4.3.4. Research collaboration

5.5.4.4. Coordinate with all other Committees of the Society;

5.5.4.5. Manage all publications of the Society and promulgate rules and regulations

pertaining thereto.

5.5.4.6. Publish the newsletters of the Society; and

5.5.4.7. Set up and maintain the computerization operations of the Society.

Section 6. COMMITTEE ON ETHICS and OB-GYN ULTRASOUND PRACTICE

(New Section)

5.6.1. The Chairperson and and three (3) members shall be Past Presidents of the Society who shall be appointed by the incumbent President of the Society.

5.6.2. The incumbent Secretary of the Society serves as ex-officio member with no voting rights.

5.6.3. The Chairperson and members shall have a tenure of three (3) years arranged on a staggered basis reckoned from their date of appointment and assumption to post.

5.6.4. This Committee shall:

5.6.4.1. Implement relevant provisions on matters of professional ethical nature as referred to in Article 1 Section 3 and make proper recommendations as it deems necessary;

5.6.4.2. Formulate rules of conduct for the ethical practice in OB-GYN ultrasound;

5.6.4.3 Investigate all complaints for unethical practice by members and recommend appropriate actions to the Board Of Trustees;

5.6.4.4. Extend assistance to any requesting active member and provide expert witnesses from PSUOG as needed;

5.6.4.5. Make proper recommendations to the committee on Credentials and Membership and

the Board Of Trustees for the admission of Fellows; and

5.6.4.6. After due investigation, recommend to the BOT the censure, suspension or expulsion of any member for cause, as provided for in Section 5, Article 1 or exoneration of any member who shall be found innocent.

Section 7. COMMITTEE ON ACCREDITATION OF TRAINING INSTITUTIONS

(New Section)

5.7.1. The Chairperson of the Committee is the SECRETARY of the Society.

5.7.2. The members of this Committee are at least two (2) members of the BOT and the Chair of the BOE, appointed by the President and approved by the BOT

5.7.3. This Committee shall:

5.7.3.1. Review, update and promulgate guidelines, rules and regulations relative to accreditation/ re-accreditation for Ob-Gyn Ultrasound Fellowship Training Program subject to the approval by the BOT;

5.7.3.2. Monitor accreditation status of, and make necessary notifications to the training institutions;

5.7.3.3. Organize the schedules and teams for accreditation visits of the applicant institutions; and

5.7.3.4. Recommend the appropriate fees for accreditation subject to approval by the BOT.

Section 8. COMMITTEE ON SCIENTIFIC WORKS**(New Section)**

5.8.1. The Chairperson of this Committee shall be PUBLIC RELATIONS OFFICER (PRO).

5.8.2. The members of this Committee shall be the Auditor, and two (2) active members preferably with a Master's degree in Epidemiology or actively involved with research, appointed by the President and approved by the BOT.

5.8.3. This Committee shall:

5.8.3.1. Promote and coordinate researches of the Society and recommend the allocation of the funds for such purposes;

5.8.3.2. Have two (2) subcommittees namely:

5.8.3.2.1. Interesting Case Report

5.8.3.2.2. Research and Innovations

5.8.3.3. Conduct research fora/workshops and research and interesting case contests;

5.8.3.4. Ensure all researches submitted to the Society have undergone ethical review and approval by the IRB/REC of their respective institutions; and

5.8.3.5. May receive grants from government and non-government sources with endorsement and approval of the BOT.

Section 9. COMMITTEE ON COMMUNITY SERVICE

(New Section)

5.9.1. The Chairperson of this Committee shall be the ASSISTANT SECRETARY of the Society.

5.9.2. The members of this Committee shall be at least three (3) active members appointed by the President and duly approved by the Board Of Trustees.

5.9.3. This Committee shall:

5.9.3.1. Initiate and conduct/supervise OB–Gyn ultrasound service activities in the identified underserved communities; and

5.9.3.2. Formulate, improve and modify guidelines in the conduct of community outreach program duly approved by the BOT.

Section 10. COMMITTEE ON

SCIENTIFIC PROGRAMS AND CONTINUING MEDICAL EDUCATION

(Previously referred to as Section 1 (c), Article 4 in the 1994 Bylaws)

(FOR AMENDMENT)

5.10.1. The Chairperson of this Committee is the ASSISTANT SECRETARY of the Society.

5.10.2. The members of this Committee shall be active members, preferably faculty members of training institutions appointed by the President and approved by the BOT.

5.10.3. This Committee shall:

5.10.3.1. Organize and coordinate all scientific meetings , seminars and post graduate courses including the Ultrasound Fellows Forum (UFF);

5.10.3.2. Ensure appropriate PMA-CME/PRC-CPD accreditation of all activities; and

5.10.3.3. Provide certificates of attendance with corresponding accreditation points.

Section 11. COMMITTEE ON EXTERNAL AFFAIRS**(New Section)**

5.11.1. The Chairperson of this Committee is the incumbent PRESIDENT

5.11.2. The members of this Committee are the Public Relations Officer and the immediate Past President.

5.11.3. This Committee shall:

5.11.3.1. Be responsible for liaison activities of the Society with the International and regional OB-GYN societies, with the PMA and other specialty societies in the Philippines, PHIC and with the Congress of the Philippines; and

5.11.3.2. Establish a cooperative and cordial relation with the Media in order to promote a wholesome public image of the Society.

ARTICLE VI. PRESIDENTIAL COMMITTEES

(New Article)

Section 1. ANNUAL CONVENTION

(NEW SECTION)

6.1.1. The Chairperson of the Committee is the VICE-PRESIDENT of the Society.

6.1.2. It shall be responsible for the organization and coordination of the Annual Convention.

6.1.3. It shall have as many members as there are Chairpersons of Subcommittees formed at the discretion of the Chair, but in no case shall the membership exceed fifteen (15).

6.1.4. The Chairperson of the Subcommittee on Scientific Program of the Committee on Annual Convention shall be a member of the Committee on Scientific Program and Continuing Medical Education.

Section 2. COMMITTEE ON AMENDMENTS

(Previously referred to as Section 1 (e), Article 4 in the 1994 Bylaws)

(FOR AMENDMENT)

6.2.1. This committee shall be headed by a Past President.

6.2.2. It shall be composed of five (5) members preferably two (2) Past Presidents; one (1) former member of the BOT and two (2) Past Regional Directors who have served the Society for at least three (3) years.

- 6.2.3. Members of this committee shall serve for one (1) year and may be re-appointed for not more than two (2) consecutive years.
- 6.2.4. It shall initiate or receive and study proposals to amend the Bylaws and shall see to it that all proposals are sent to the BOT for approval and appropriate action.
- 6.2.5. It shall make certain that all approved proposals are sent to the members at least thirty (30) days prior to the annual business meeting.
- 6.2.6. It shall make certain that such proposed amendments as approved by the Board Of Trustees presented for ratification to the members of Society during the Annual Business Meeting.

Section 3. SPECIAL ADHOC COMMITTEES

(Previously referred to as Section 4, Article 4 in the 1994 Bylaws)

(FOR AMENDMENT)

- 6.3.1. These Committees shall be created by the BOT as the need arises.
- 6.3.2. The composition and tenure of these committees shall be determined by the specific objectives and functions for which it was created.
- 6.3.3. Only active members of good standing shall be appointed as Chairpersons and members of these Committees.
- 6.3.4. These Committees shall submit written reports of their activities to the BOT.

Section 4. COMMITTEE ON AWARDS

(New Section)

- 6.4.1. The committee shall formulate and recommend awards that the Society may grant to deserving individuals.**
- 6.4.2. It shall be composed of three (3) members and headed by the incumbent President.**
- 6.4.3. The membership of the committee shall be selected from Past Presidents, and former Awardees.**
- 6.4.4. It shall promulgate rules, procedures and criteria in the choice of recommendees for awards the Society may grant subject to the approval by the Board Of Trustees.**

ARTICLE VII. CONSTITUTIONAL COMMITTEES

(New Article)

Section 1. COMMON PROVISIONS

- 7.1.1. The Constitutional Committees shall be the Committee on Nominations and the Committee on Elections.**
- 7.1.2. No member of a Constitutional Committee shall hold an elected position in the Society**
- 7.1.3. The Constitutional Committee shall function independently of the Board Of Trustees.**

Section 2. COMMITTEE ON NOMINATIONS**(New Section)**

- 7.2.1. The Chairperson and three (3) members of this Committee shall be appointed by the President of the Society, with approval of the BOT and shall be Past Presidents of the Society.**
- 7.2.2. The Chairperson and members shall have a tenure of three (3) years arranged on a staggered basis reckoned from their date of appointment and assumption to post.**
- 7.2.3. The Chairperson will assume office on his/her third and final year for a term of one (1) year.**
- 7.2.4. The Committee shall:**
- 7.2.4.1. Receive and screen the eligibility of the prospective nominees as candidates for the Board Of Trustees in the Annual Election of the Society;**
 - 7.2.4.2. Follow the standard criteria in qualifying nominees for election to the Board Of Trustees and the responsibility to fill-up the number of candidates in accordance with the Election Code; and**
 - 7.2.4.3. Submit to the Committee on Elections, with copy for information to the Board Of Trustees through the President, the list of qualified candidates for the preparation of the Election announcement in the website.**

Section 3. COMMITTEE ON ELECTIONS (COMELEC)**(New Section)**

7.3.1. The COMELEC shall be composed of three (3) members including the Chairperson and all must be Past Presidents of the Society.

7.3.2. The members shall be appointed by the President of the Society, with the approval of the Board Of Trustees, for a term of three (3) years arranged on a staggered basis reckoned from their date of appointment and assumption to post.

7.3.3 The Chairperson will assume office on his/her third and last year for a term of one (1) year.

7.3.4 The Committee shall:

7.3.4.1. Administer the Election Code of the Society;

7.3.4.2. Receive and announce all candidates who qualify from the list from the Committee on Nominations;

7.3.4.3. Prepare the annual list of the qualified voters before election day every year from the list submitted by the Board Secretary;

7.3.4.4. Ensure the orderly conduct of the election;

7.3.4.5. Conduct the election for the new set of Board Of Trustees during the Annual Business Meeting;

7.3.4.6. Be the sole judge of all protests and relating to the election returns and qualifications of all members of the BOT;

7.3.4.7. All decisions rendered by COMELEC shall be final unless, appealed to the appropriate government body within thirty (30) days;

7.3.4.8. Have the power to postpone, suspend and/or cancel an election for valid and legitimate reasons after due notification; and

7.3.4.9. Oversee the votation to the executive positions by the new set of Board Of Trustees after they have been elected by majority of the members.

ARTICLE VIII. BOARD OF EXAMINERS

(New Article)

Section 1. NAME OF BODY

This body shall be called the Philippine Society of Ultrasound in Obstetrics and Gynecology Board of Examiners (BOE). Its objectives shall be consistent with those of the Philippine Society of Ultrasound in Obstetrics and Gynecology (PSUOG).

Section 2. COMPOSITION

8.2.1. The Board Of Examiners (BOE) shall be composed of eleven (11) members including the Chairperson

8.2.2. The incoming Chairperson shall be elected by the members from among the outgoing members during the last meeting of the year, presented to and approved by the BOT.

8.2.3. The Secretary of the Board Of Examiners shall be recommended by the Chairperson of the BOE and approved by the BOT

8.2.4 The prospective members shall be appointed by the Board Of Examiners and appointed training institutions, upon the approval of the BOT.

8.2.5. The Secretary of the BOT shall be the liaison officer between the BOT and BOE, and shall have no voting rights.

Section 3. QUALIFICATIONS

8.3.1. The members must be active PSUOG Fellows of good standing for at least ten (10) years.

8.3.2. The BOE shall be made up of OB-GYN Ultrasound education experts which includes ANY of the following:

8.3.2.1 Past Section Head/Training Officer of a PSUOG accredited institution

8.3.2.2 Active Consultant of a PSUOG accredited institution for at least five (5) years

8.3.2.3 Past PSUOG Presidents and former members of BOT

8.3.2.4 Representative from non-PSUOG accredited training private or government institutions that meet the same qualifications (as in 8.3.1)

8.3.3. Members from the academic sector must have the rank of at least Assistant Professor and should be active members of the ultrasound teaching staff of a PSUOG-accredited institution.

Section 4. TENURE

- 8.4.1. The Chairperson must have served the BOE for three (3) consecutive years.
- 8.4.2. The Chairperson shall serve for a term one (1) year, after his/her third year
- 8.4.3. The members of the Board shall serve for a mandatory term of three (3) years, unless removed for cause by the BOT upon recommendation of the BOE.
- 8.4.4. In the event of resignation and disability of a member, the BOT shall appoint a new member from the same sector to serve the unexpired period of the term of office.
- 8.4.5. Appointments to vacancies in the BOE shall be for the unexpired period of the term of the original member.

Section 5. FUNCTIONS

- 8.5.1. The PSUOG BOE, with the approval of the BOT, shall formulate the requirements, rules and regulations governing the Fellowship Certifying Examination.
- 8.5.2. It shall screen applicants for the examination.
- 8.5.3. It shall prepare and conduct written and practical examinations
- 8.5.4. It shall recommend successful candidates for Fellowship to the BOT.
- 8.5.5. It shall recommend fees for examination and re-examination, with the approval of the BOT.
- 8.5.6. It shall formulate and recommend additional requirements, rules and regulations deemed necessary for efficient function of the BOE but not contained in the 2020 By-Laws, upon the approval of the BOT.

8.5.7. It shall determine and submit the Budget for the subsequent fiscal year to the BOT.

Section 6. DUTIES AND OBLIGATIONS

8.6.1. A regular member of the BOE must not be a Chairperson or Training Officer in a PSUOG accredited training institution.

8.6.2. The BOE shall conduct themselves professionally, with truth, accuracy, fairness and respect.

Section 7. BUDGET

The BOE shall prepare the Budget and submitted it to the BOT for approval not later than the 31st day of October of the current fiscal year.

Section 8. REVENUES

All revenues derived from the operation of the BOE shall be entered in the books as income of the Society.

Section 9. GUEST EXAMINERS

The BOE shall invite guest examiners who are former members of the BOE, BOT and incumbent BOT as the need arises.

Section 11. COMPENSATION

The members of the BOE shall not receive monetary compensation for services rendered. However, expenses incurred in the performance of such services may be reimbursed upon the approval of the BOT.

Section 12. PSUOG BOE CODE

Other rules and regulations governing the manner and conduct of the exam shall be provided for in the PSUOG BOE Code and Handbook of the Board of Examiners of the Philippine Society of Ultrasound in Obstetrics and Gynecology.

ARTICLE IX. REGIONAL CHAPTERS

(New Article)

Section 1. NATURE AND FUNCTION

9.1.1. For administrative and logistical purposes and to effectively achieve the Society's vision and mission, the membership in different provinces and cities of the country shall be grouped as Regional Chapters based on geographic locations.

9.1.2. The composition of the different Regional Chapters shall be adjoining provinces including the cities found within its respective jurisdiction as follows:

NCR	NATIONAL CAPITAL REGION
CAR	CORDILLERA ADMINISTRATIVE REGION
REGION 1	ILOCOS
REGION 2	CAGAYAN VALLEY
REGION 3	CENTRAL LUZON
REGION 4	SOUTHERN TAGALOG
REGION 5	BICOL
REGION 6	WESTERN VISAYAS
REGION 7	CENTRAL VISAYAS
REGION 8	EASTERN VISAYAS
REGION 9	ZAMBOANGA PENINSULA
REGION 10	NORTHERN MINDANAO/CARAGA
REGION 11	DAVAO
REGION 12	SOCCKSARGEN/MAGUINDANAO
BARMM	BANGSAMORO REGION IN MUSLIM MINDANAO

9.1.3. Each Regional Chapter shall be headed by a Regional Director, who shall be appointed by the President with the approval of the BOT for a term of one (1) year, subject to reappointment, but not more than three (3) consecutive years.

Section 2. QUALIFICATIONS

- 9.2.1. The Regional Director must be an active Fellow of good standing of the Society.
- 9.2.2. He/She must practice the subspecialty in the region;
- 9.2.3. He/She must have been practicing the subspecialty for at least 5 years;
- 9.2.4. In the absence of a Fellow in the region, a Fellow of the Society may be designated by the BOT to assume the responsibilities of the Regional Director.

Section 3. DUTIES OF THE REGIONAL DIRECTOR

As the representative of the BOT in his/her area of responsibility, the Regional Director shall:

- 9.3.1. Be the liaison officer between the BOT and the Fellows in the region;
- 9.3.2. Appoint area coordinators in his/her region for administrative purposes;
- 9.3.3. Establish rapport and cooperation with the adjoining regions;
- 9.3.4. Submit an annual report to the BOT one (1) month before the annual convention;
- 9.3.5. Be involved in the CME and outreach programs of the society especially in his/her region;
- 9.3.6. Be accountable for all funds and other resources entrusted to the region; and
- 9.3.7. Shall serve as member of a Committee appointed by the President upon approval of the BOT.

**ARTICLES VI
MEETINGS OF THE MEMBERSHIP**

Section 1. ANNUAL MEETING –
There shall be an annual meeting of the members of the Society that shall consist of a scientific and a business meeting. The annual meeting shall be held in the months of March of each year at a place, date, and time to be determined by the Board of Directors within Metro Manila.

In addition to the annual meeting of the Society, a special meeting of the members shall be held, whenever called by the Board of Directors or by the President or upon petition of one-third (1/3) of the general membership.

Section 2. NOTICES – Notice of the date, time, and place of annual meeting of the Society shall be sent to all members at least thirty (30) days prior to the meeting.

ARTICLE X. MEETINGS OF THE MEMBERSHIP
(Previously referred to as Article 6 in the 1994 Bylaws)

Section 1. ANNUAL MEETING

(Previously referred to as Section 1 ; Article 6 in the 1994 Bylaws)

(ADAPTED)

- 10.1.1. There shall be an annual meeting of the members of the Society that shall consist of a scientific and business meeting.
- 10.1.2. The annual meeting shall be held on the 1st day of December of each year at a place and time to be determined by the Board of Trustees within Metro Manila.
- 10.1.3. In addition to the annual meeting of the Society, a special meeting of the members may be held, whenever called by the BOT, or by the President, or upon petition of one-third (1/3) of the general membership.

Section 2. NOTICES

(Previously referred to as Section 2; Article 6 in the 1994 Bylaws)

(FOR AMENDMENT)

10.2.1. Notice of the date, time, and place of annual meeting of the Society shall be sent to all members at least thirty (30) days prior to the meeting by print, electronic mail or social media.

Noticed of the date, time and place of a special meeting shall be sent at least fifteen (15) days prior to the meeting. The notice of every special meeting shall state briefly the purpose or purposes of the meeting. No other business shall be considered at such meeting, except with the consent of all the members present.

Section 3. WAIVER OF NOTICE – Notice of meeting may be waived verbally by any member attending it.

Section 4. QUORUM – A quorum for any meeting of the members shall consist of majority of the members and may decide any question at the meeting, except that matter where the Corporation code of the Philippines requires the affirmative vote of a greater population.

10.2.2. Notice of the date, time and place of special meeting of the Society shall be sent to all members at least fifteen (15) days prior to the meeting by print, electronic mail or social media.

10.2.3. The notice of every special meeting shall state briefly the purpose/s of the meeting.

10.2.4. No other business shall be considered at such meeting, except the consent of all the members present.

(WAIVER OF NOTICE - Section 3, Article 6 of the 1994 Bylaws DELETED)

Section 3. QUORUM

(Previously referred to as Section 4; Article 6 in the 1994 Bylaws)

(ADAPTED)

A quorum for any meeting of the members shall consist of a majority (50% + 1) of the members and may decide any question at the meeting, except those matters where the Corporation Code of the Philippines requires the affirmative vote of a greater proportion.

Section 5. ORDER OF BUSINESS –
The order of business at the annual business meeting shall be as follows:

- (a) Proof of service of the required notice of the meeting, except when such notice is waived by the members constituting a quorum.
- (b) Proof of the presence of a quorum
- (c) Reading and approval of the minutes of the previous annual meeting, except when such reading is dispensed with by a majority vote of those present.
- (d) Unfinished business.
- (e) Report of the President
- (f) Election of the Directors for the ensuing year.
- (g) Other matters

The order of business at any meeting may be changed by a vote of the majority of the members present.

Section 4. ORDER OF BUSINESS

(Previously referred to as Section 5; Article 6 in the 1994 Bylaws)

(FOR AMENDMENT)

10.4.1. The order of business at the annual business meeting of the members shall be as follows:

- 10.4.1.1. Call to order.**
- 10.4.1.2. Proof of the presence of a quorum.**
- 10.4.1.3. Approval and adoption of agenda**
- 10.4.1.4. Reading and approval of the minutes of the previous annual meeting, except when such reading is dispensed with by majority vote of those present.**
- 10.4.1.5. Report of the President**
- 10.4.1.6. Report of the Treasurer**
- 10.4.1.7. Amendments and/or Resolutions**
- 10.4.1.8. Announcement by the Presiding Officer for the suspension of the rules for the Conduct of Election of the BOT**
- 10.4.1.9. Adjournment**

10.4.2. The order of business at any meeting may be changed by a vote of the majority of the members present.

10.4.3. Members shall be entitled to one vote and vote in person or by electronic voting. Proxy voting is not allowed.

Section 6. VOTING PROXY –
Members shall be entitled to one vote, and they may vote either in person or by proxy

ARTICLES VII
FUNDS

Section 1. FUNDS – the funds of the Society shall be derived from dues, fees and other assessments, as determined and levied upon the membership by the Board of Directors, and from such property or money as may received or acquired by deed, grant, bequest, Gift and donation of the government or the public

(Section 6 Article 6 on Proxy voting is DELETED.)

Section 5. BOARD MEETINGS

(New section)

The BOT shall meet monthly to exercise its corporate powers and duties. The President may call for a special meeting of the BOT when necessary or upon written petition of at least four (4) members of the BOT.

Section 6. COMMITTEE MEETINGS

(New section)

All standing committees shall meet at least once per quarter of the year.

ARTICLE XI. FUNDS

(Previously referred to as Article 7 in the 1994 Bylaws)

(ADAPTED)

Section 1. SOURCES OF FUNDS

(Previously referred to as Section 1; Article 7 in the 1994 Bylaws)

(ADAPTED)

**Section 2. DISBURSEMENTS –
Withdrawal from the funds of the
Society, whether by check or any
other instrument, shall be signed
by the Treasurer. If necessary, the
Board of Directors may designate
other signatories.**

The funds of the Society shall be derived from dues, fees, and other assessments, as determined and levied upon the membership by the Board Of Trustees and from such property or money as may be received or acquired by deed, grant, request, gift, and donation of the government or the public.

Section 2. DISBURSEMENTS

(Previously referred to as Section 2; Article 7 in the 1994 Bylaws)
(FOR AMENDMENT)

- 11.2.1. Shall operate on a budget prepared for a fiscal year beginning Jan 1 and ending Dec 31. If by the end of the fiscal year, the BOT failed to approve the budget for the ensuing fiscal year, the budget of the preceding fiscal year shall remain in force and in effect until the new budget is approved by the BOT.**
- 11.2.2. Withdrawal from the funds of the Society, whether by check or any other instrument, shall be signed by the Treasurer and countersigned by the President. If necessary, the BOT may designate other signatories.**
- 11.2.3. No part of the net income surplus of the society shall be allotted to the benefits of any member or private individual.**

Section 3. INTERNAL AND EXTERNAL AUDITS – The examination and verification of all accounts pertaining to all funds, receipts and disbursements and property of the Society shall be the responsibility of the Internal Auditor. An annual audited financial statement of the funds and property of the Society shall be rendered by an independent external auditor and the same shall be published in an official publication of the Society within the first three (3) months of each year.

Section 4. FISCAL YEAR – The fiscal year of the Society shall be from January 1st to December 31st of each year

ARTICLE VIII

AFFILIATIONS

Section 1. AFFILIATIONS WITH OTHER ORGANIZATIONS – The Society may, at the discretion of the Board of Directors, enter into agreements or affiliations with national and international organizations whose objectives and programs are compatible with the purposes of the Society contained in the Articles of Incorporation and these Bylaws

Section 3. MANAGEMENT OF FUNDS

(New Section)

11.3.1. The President shall be provided a revolving fund, shall be paid out of the funds of the Society, of which may be disbursed without prior approval of the Board of Trustees but should be accounted for and audited.

11.3.2. No money, other than the President’s revolving fund, shall be paid out of the funds of the Society except in pursuance of an appropriation approved by the Board of Trustees.

11.3.3. Capital expenditures in excess of twenty (20%) of the expected annual income of the Society shall not be included in the budget, but shall need to be separately appropriated and approved by the Board of Trustees.

11.3.4. The Board of Trustees or the President shall not spend more than thirty percent (30%) of the current assets of the Society without prior authority of the Society.

INTERNAL AND EXTERNAL AUDITS

(Previously referred to as Section 3; Article 7 in the 1994 Bylaws)

(ADAPTED)

ARTICLE IX

CORPORATE SEAL

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

ARTICLE X

AMENDMENTS 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 active members and the Board of Directors at the annual business meeting or at a meeting duly held for the purpose.

The examination and verification of all accounts pertaining to all funds, receipts and disbursements and property of the Society shall be the responsibility of the Internal Auditor. An annual audited financial statement of the funds and property of the Society shall be rendered by an independent external auditor and the same shall be published in an official publication of the Society within the first three (3) months of each year.

Section 4. FISCAL YEAR

(Previously referred to as Section 4; Article 7 in the 1994 Bylaws)

(ADAPTED)

The fiscal year of the Society shall be from January 1st to December 31st of each year.

ARTICLE XII. AFFILIATIONS

(Previously referred to as Article 8 in the 1994 Bylaws)

(ADAPTED)

The Society may, at the discretion of the Board Of Trustees, enter into agreements of affiliations with national and international organizations whose objectives and programs are compatible with the purposes of the Society contained in the Articles of Incorporation and these Bylaws.

ARTICLE XIII. CORPORATE SEAL

(Previously referred to as Article 9 in the 1994 By-laws)

(ADAPTED)

The corporate seal of the Society shall be in such form and design as may be determined by the BOT.

ARTICLE XIV. AMENDMENTS OF THE BY-LAWS

(Previously referred to as Article 10 in the 1994 Bylaws)

(ADAPTED)

These Bylaws or any provision thereof may be amended or repealed by a majority vote of the active members and the Board of Trustees at the annual business meeting or at a meeting duly held for the purpose.

ARTICLE XV. TRANSITORY PROVISIONS

(New article)

Section 1. INCUMBENT APPOINTEE

All incumbent appointees of the Society or its committees, and of its instrumentalities, shall continue to serve their unexpired terms, unless their position shall have been abolished.

Section 2. OTHER MATTERS

All other matters which may arise during the transitory period shall be decided upon by the Board.

Section 3. REPEALING PROVISIONS

All rules and regulations, policies and pronouncements, written or unwritten should be consistent with the provisions of these Bylaws. In case of inconsistencies, the provisions of these Bylaws shall prevail and the inconsistent provisions shall be repealed, if cannot be harmonized herewith, amended or modified

ADOPTED this 27th day of May 1994 in Quezon City, Metro Manila, by the affirmative votes of the undersigned members representing the majority of the members of the Society in a special meeting duly held for the purpose.

Signed:
 VIRGILIO B. CASTRO, MD
 MA. LOURDES COLOMA, MD
 GILDA GERMAR-MARTINEZ, MD
 ANA MARIE MADAMBA, MD
 FILOMENA S. SAN JUAN, MD
 LYRA RUTH C. TEODORO, MD
 MA. TRINIDAD R. VERA, MD

accordingly.

Article XVI. MISCELLANEOUS PROVISIONS

(New article)

Matters not covered by the provisions of these Bylaws shall be governed by the provisions of the amended Corporate Code of the Philippines.

ARTICLE XVII. EFFECTIVITY







(New article)

These Bylaws shall take effect upon the ratification by a majority vote by the active members during a special meeting called by the President and except as herein provided shall supersede the SEC registered Bylaws of 1994.

ADOPTED and AMENDED this ____ day of ____, 2020 in _____ by the affirmative vote of the undersigned members of the Board of Trustees representing a majority of all the members of the Society in a special meeting duly held for the purpose.

SUBSCRIBED AND SWORN to before me this _____ day of _____. Affiants exhibiting to me their Community Tax Certificates.

	SIGNATURE	DATE	COMMUNITY TAX CERTIFICATE
COMMITTEE ON AMENDMENTS			
DR. LYRA RUTH CLEMENTE-CHUA- Chair			
DR. AILEEN A. LOPEZ			
DR. MARIA LOURDES B. COLOMA			
DR. RAUL M. QUILLAMOR			
FOUNDING MEMBERS			
DR. MA. TRINIDAD R. VERA			
DR. FILOMENA S. SAN JUAN			
DR. VIRGILIO B. CASTRO			
DR. GILDA GERMAR-MARTINEZ			
DR. ANA MARIE MADAMBA			
PAST PRESIDENTS			
DR. CHRISTIA S. PADOLINA			
DR. MA. VICTORIA V. TORRES			
DR. NELINDA CATHERINE P. PANGILINAN			

2020 BOARD OF TRUSTEES	SIGNATURE	DATE	COMMUNITY TAX CERTIFICATE
DR. MARILOU U. DE VERA PRESIDENT			
DR. VERONICA M. DENEIGA VICE-PRESIDENT			
DR. FLORENTINA A. VILLANUEVA SECRETARY			
DR. MA. GERALDINE MICHELLE F. SEVERINO ASSISTANT SECRETARY			
DR. ANNA LIZA DC. ISIP TREASURER			
DR. CRYSTAL H. DE VEYRA AUDITOR			
DR. ANNA LIZA C. SALITA P.R.O.	