

DRAFT

**BYLAWS OF THE
AFRICAN FEDERATION
FOR EMERGENCY MEDICINE**

ARTICLE 1: NAME AND DEFINITION

- 1.1** The **African Federation for Emergency Medicine** (hereafter AFEM) is an international association composed of national emergency medicine organisations and individuals that are members of the AFEM as defined by these bylaws. AFEM represents a coordinating consortium of these organizations.
- 1.2** The Society will be domiciled in South Africa and will be subject to South African law.
- 1.3** The Society will be a non-profit making organisation. No income or money of any sort received by the Society will be for pecuniary benefit of any member of the Society. Actual expenses and reasonable compensation for services rendered may be paid to a member who may incur such an expense or render such services.
- 1.4** The official language of the AFEM will be English, however AFEM will also translate, print and distribute key materials into French.
- 1.5** The AFEM will be an African forum for physicians, nurses, paramedics and pre-hospital personnel, and other health care professionals, who work within a structure providing pre, inter, and/or in-hospital emergency medical care.

ARTICLE 2: VISION, MISSION AND AIMS

2.1 VISION:

It is the vision of AFEM to actively promote and support the development of Emergency Care across Africa.

2.2 MISSION:

The AFEM understands Emergency Care (EC) as a multi-disciplinary, team-based approach to the management of acute, time-sensitive clinical conditions. It includes the continuum of pre-hospital care, primary health care practitioners, doctors, nurses and other allied health professionals.

Emergency care involves the initial evaluation, transport, treatment, diagnosis and disposition of patients with time-sensitive, acute and emergency conditions. Comprehensive EC is best delivered over a continuum involving a multi-disciplinary, multi-professional contribution, co-operation and collaboration.

2.3 AIMS:

AFEM understands that there is an increasing need for the establishment, development and strengthening of Emergency Care in Africa. Throughout Africa, AFEM aims to:

2.3.1 Explore Africa's continually changing Emergency Care needs.

2.3.2 Advance the understanding of Emergency Care

2.3.3 Support, promote and develop Emergency Care practitioners through education, training, research and practice.

ARTICLE 3: CATEGORIES AND RULES OF INDIVIDUAL AND FEDERATION MEMBERSHIP

3.1 CATEGORIES OF MEMBERSHIP:

Members may join the AFEM in the following ways:

3.1.1 INDIVIDUALS

3.1.1.1 Full Members:

Doctors, nurses, Emergency Care practitioners and paramedical professionals involved or invested in Emergency Medical Care in Africa. Full members are required to pay full individual fees. Members are entitled to attend meetings of the federation and have full access to all resources. Full members may be elected to boards and committees.

3.1.1.2 Associate Members:

Persons involved or invested in Emergency Care in Africa in any capacity may become Associate members. Associate members pay a reduced rate, and have access to the resources and may attend meetings of the federation. Associate members may not be elected onto the board or committees.

3.1.1.3 Honorary Members:

Individuals who have made an outstanding contribution to Emergency Medicine in Africa may be elected as honorary members by the executive committee. Nominations for honorary

members may be put forward by any full member of AFEM. Honorary Members may attend Meetings of the federation. They may have a seat on the Board but have no voting rights in AFEM.

3.1.1.4 National Society Affiliate Members:

These are full members of societies who are formal fully paid up members of the federation. Affiliate Members have access to the resources of AFEM through their societies. They may attend federation meetings but cannot be elected onto the board or committees.

3.1.2 SOCIETIES AND GROUPS

3.1.2.1 Member Societies:

These are local, regional or national societies or interest groups in Africa involved or invested in Emergency Care in Africa. These societies pay membership fees and their members are entitled to access AFEM resources. Member Societies each have one seat on the board with voting rights.

3.1.2.2 Ex-Officio Societies:

These are organisations or groups involved or interested in emergency care in Africa who are invited or apply to be part of the federation. Nominations for invitation may be put forward by any full member. Ex-Officio status will be decided on merit by the executive committee. These societies do not have to pay AFEM membership fees but may be asked to sponsor projects in AFEM depending on their resources. Ex-Officio Societies may sit on boards and committees but have no voting rights. No costs related to conferences or meetings will be covered by the federation.

3.2 APPLICATION FOR MEMBERSHIP

3.2.1 Any organization or member applying for Full or Affiliate membership must send an appointed representative knowledgeable about the organization and the country to a regular Board meeting at which the vote on this

membership will occur. If such a representative is not present at the AFEM Board meeting, the Board may decide not to approve the application.

- 3.2.2** Application for membership will be made in writing on the application form approved by the AFEM Board providing additional documentation supporting the category for which the application is made as required. The deadline to submit such applications will be at least 90 days prior to an agreed upon regular meeting. Applications must be accompanied by an application fee equivalent to one year's annual subscription for that. In the event that the application is unsuccessful, 50% of the fee will be refunded. Applicants may apply for a waiver of the application fee by completing a waiver form for consideration by the Treasurer and/or Board and giving the reasons for requesting the waiver. The Board will review all applications for membership and decide on the acceptance and category of membership for all new members. Final acceptance for any new member will be by approval of at least two thirds of all members of the Board eligible to vote.

3.3 DURATION OF MEMBERSHIP

- 3.3.1** Approved organizations or members of AFEM will be considered members for the duration of one year from the time of the approval of their applications.
- 3.3.2** Honorary members will have be considered non-voting members of AFEM for the duration of one year.
- 3.3.3** Honorary Life-Time members will be considered non-voting members of AFEM for lifetime duration.

3.4 RESIGNATION OF MEMBERSHIP

- 3.4.1** Any member may resign from the AFEM by giving written notice to the Board.

3.5 CHANGE OF MEMBERSHIP CATEGORY

3.5.1 Any AFEM member who wishes to change their category of membership may do so by making a written application to the Board and providing appropriate documentation for the category of application. If the change in category is not approved, the member will retain their previous membership category.

3.6 FAILURE TO COMPLY WITH RULES AND REGULATIONS

3.6.1 Members will be expected to comply with established Federation rules and regulations. All such rules and regulations will have been ratified by the Board. Failure to comply with established rules and regulations may result in:

3.6.1.1 For ALL Members: loss of vote at subsequent Board meetings until such failure(s) to comply has been corrected.

3.6.1.2 For ALL Members: if, as determined by a two thirds (2/3) vote of the Board, there is persistence in failure to comply, or if failure to comply is judged sufficiently egregious, loss of membership.

ARTICLE 4: MEETING OF MEMBERS

4.1 TIME AND PLACE

4.1.1 Meeting of Members may be held at such a place within Africa as may be provided in the Notice of the Meeting.

4.1.2 A meeting of the Board (defined below in Article 12) shall be held in person at least once every year, with the option for additional called meetings.

4.1.3 In addition to this Board meeting, a meeting of the Executive Committee (EXCO, defined below in Article 11) shall be held in person at least once every year, and with another mandated meeting either in person or by conference, with the option for additional called meetings

4.1.4 Each person applying for Membership to the Society shall, as a condition of Membership, sign an irrevocable proxy form constituting the Board as its proxy for annual meetings of the AFEM.

4.1.5 Special meetings may be called by the President, the Secretary, the Board or by Full Members having at least one twentieth of the votes entitled to be cast at such a meeting. Satellite meetings shall be timed not to conflict with attendance at scheduled meetings of the AFEM, its Board or its Committees. Proposed scheduling of satellite meetings should be reviewed by the AFEM's secretariat.

4.2 NOTICE OF MEETINGS

4.2.1 Written notice stating the time and the place of annual meetings shall be mailed or emailed not less than 90 days prior to the date of that meeting.

4.2.2 Written notice stating the time and place of special meetings shall be mailed not less than 30 days prior to the date of that meeting. All mailings will be forwarded to each member or organization whether or not entitled to vote at such meeting.

4.2.3 If mailed, such notice shall be deemed to be delivered when deposited in the mail addressed to the member at the address as it appears on the records of the AFEM with postage thereon pre-paid. All emailed notices will be deemed to be delivered when confirmed by return email reply. All agendas for annual, called and special meetings will be mailed and emailed no later than 30 days prior to those meetings.

4.3 VOTING

4.3.1 Voting members and organizations include: Board members, Member Societies, and Board-elected Individuals. (Definitions of these are below in Articles 11 and 12)

4.3.2 Entitled voting members and member societies may vote in person or by proxy, executed in writing by the member or the appropriate duly authorised attorney-in-fact. No proxy shall be valid after 11 months from the date of its execution unless provided in the proxy.

4.3.3 Voting for Board Members and other Officers shall be by secret mail ballot sufficiently in advance of an annual meeting for all members to receive

ballot papers and return them to the office of the Secretary of the AFEM prior to that meeting.

4.4 QUORUM

4.4.1 Meetings in person or by conference containing all of the EXCO or 25% of the AFEM Board represented in person or by proxy, shall constitute a Quorum.

4.4.2 The affirmative vote of a simple majority of the votes entitled to be cast at the meeting at which a Quorum is present shall be necessary for the adoption of any matter voted upon by the members except as otherwise specifically provided in these Bylaws.

ARTICLE 5: FELLOWSHIP AND AWARDS

5.1 FELLOWSHIP: The Membership Task Team shall determine the Terms of Reference for fellowship of the AFEM.

5.2 SPECIAL AWARDS: The Membership Task Team shall determine the Terms of Reference for Special Awards of the AFEM.

ARTICLE 6: MANAGEMENT

6.1 The management of the affairs of the AFEM shall be vested in the AFEM Board.

6.2 The manner of election of the Executive Committee and Board of the AFEM shall be provided in the Bylaws.

ARTICLE 7: FINANCE

7.1 The Board of the AFEM shall be authorised and empowered to pay reasonable compensation for services rendered and to make payments in furtherance of the objective and powers of the AFEM.

7.2 The AFEM shall not participate in, or intervene in, any political campaign on behalf of any candidate for Public Office.

7.3 The Board of the AFEM shall be empowered to invest the monies of the AFEM not immediately required for its objective, in or upon such investments, securities or

property as may be thought fit, subject to any conditions/consents which may be imposed or required by law.

7.4 The AFEM may make any charitable donation either in cash or assets for the furtherance of the objective and powers of the AFEM.

7.5 The AFEM shall be empowered to do all such other lawful things as shall further the objective and powers of the AFEM.

ARTICLE 8: DISSOLUTION

8.1 Upon any dissolution of the AFEM or any partial or entire liquidation of its property or assets, all of the AFEM's property of every nature and description shall, after making provision for discharge of all the liabilities of the AFEM, be paid over and transferred to such one or more organisations or institutions, the purposes of which are similar to those of the AFEM, as shall be selected by a majority of the persons who are Full Members or organizations of the AFEM.

ARTICLE 9: DUES AND ASSESSMENTS

9.1 The Board shall recommend to its members at the Annual General Meeting, annual dues and any special assessment according to the needs of the AFEM. Dues shall be payable, in advance, by the First of January of each calendar year.

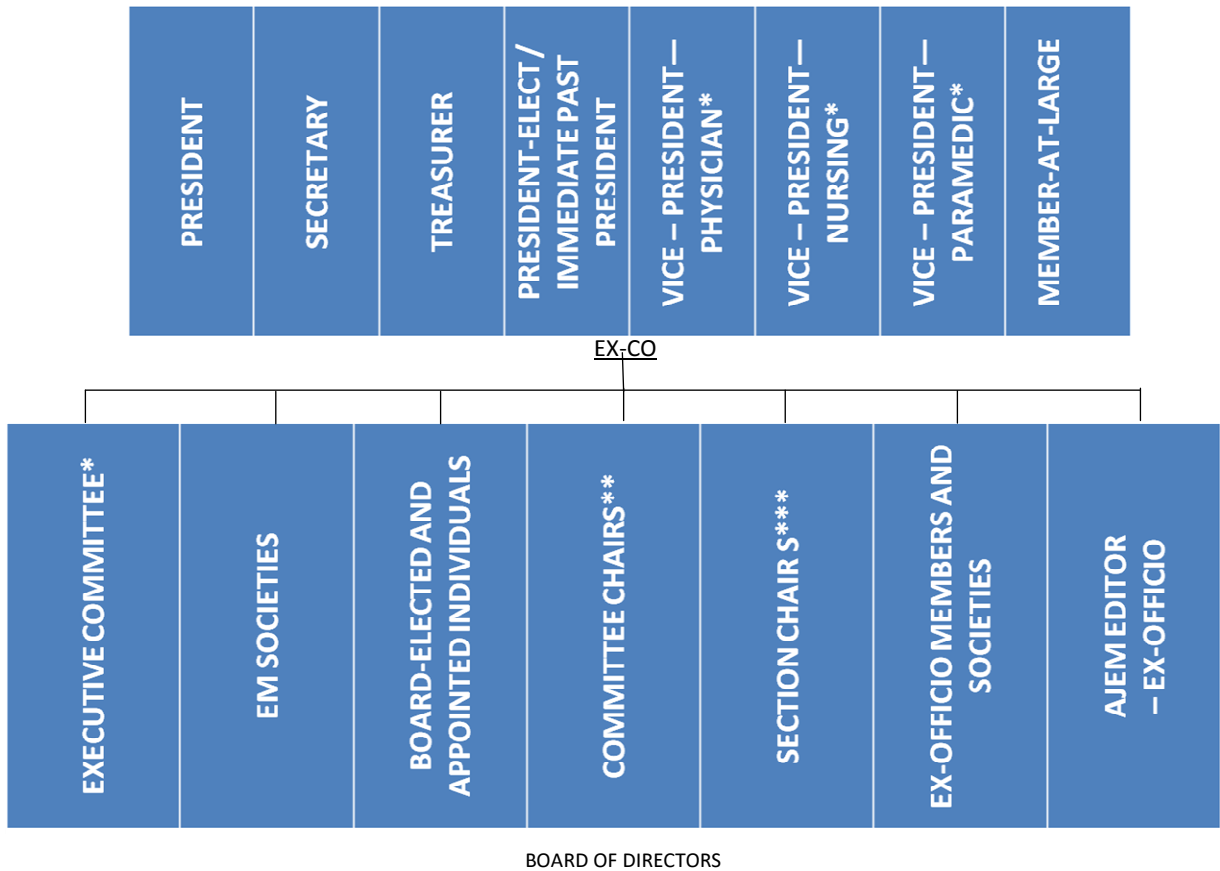
9.2 The Board of the AFEM will have the discretion to set special membership fees for physicians working in currency restricted countries.

ARTICLE 10: FAILURE TO PAY DUES

10.1 A Member or organization that has not paid dues within a period of one (1) year after billing shall, at the time of billing for the succeeding year, be notified of the forfeiture of Membership unless all indebtedness to the AFEM is met within 60 days.

ARTICLE 11: AFEM EXECUTIVE COMMITTEE

AFRICAN FEDERATION FOR EMERGENCY MEDICINE GOVERNANCE STRUCTURE



11.1 COMPOSITION OF EXECUTIVE COMMITTEE (EXCO)

The Officers of the Executive Committee (hereafter EXCO) will be:

- President (voting member)
- President-Elect or Immediate Past-President (voting only in case of a tie)
- Vice-President (voting member)
- Secretary (voting member)
- Treasurer (voting member)
- Member-at-large (non-voting member)

AFRICAN FEDERATION FOR EMERGENCY MEDICINE
EXECUTIVE COMMITTEE

| | | | | | | | |
|-----------|-----------|-----------|---|----------------------------------|--------------------------------|----------------------------------|-----------------|
| PRESIDENT | SECRETARY | TREASURER | PRESIDENT-ELECT/ IMMEDIATE PAST PRESIDENT | VICE – PRESIDENT – PHYSICIAN* | VICE – PRESIDENT – NURSING* | VICE – PRESIDENT – PARAMEDIC* | MEMBER-AT-LARGE |
|-----------|-----------|-----------|---|----------------------------------|--------------------------------|----------------------------------|-----------------|

- **President**—2 years, voting, elected even years
- **Secretary**—2 years, voting, elected odd years
- **Treasurer**—2 years, voting, elected odd years
- **President-Elect / Immediate Past President**--1 year, non-voting
except for tie-breaking
- **Vice-President**—2 years, voting, (*VP from each field guaranteed if
not already represented on EXCO)
- **Member-at-large**—1 year, non-voting, appointed before ACEM

11.2 FUNCTIONS AND OPERATIONS:

The functions of the EXCO are:

11.2.1 With aid of administrative personnel:

- a. To receive, process and analyze applications for new members.
- b. To prepare documents and other materials required for Board meetings.
- c. To manage the finances of the AFEM and keep accurate financial records and accounts of income and expenditure.
- d. To maintain the membership records.
- e. To keep records of all meetings of the AFEM.
- f. To conduct surveys and electronic (email) votes of Board members as directed by the Board or by its officers.

- 11.2.2** To assist in planning and operation of each African Congress in Emergency Medicine Conference (ACEM), keeping the Board informed of the organizational progress for each ACEM.
- 11.2.3** To regularly distribute in a timely fashion appropriate informational items to all active Board Members.
- 11.2.4** To appoint, supervise, and direct office personnel hired to conduct AFEM, AFEM EXCO and AFEM Board business.
- 11.2.5** To call for nominations for the FAFEM and AFEM Special Awards.
- 11.2.6** To call for nominations to host the ACEM.
- 11.2.7** The EXCO may designate one of its Members as a non-voting member for each of the AFEM Standing Committees (defined below in Article 13).

11.3 NOMINATIONS AND ELECTIONS

- 11.3.1** The EXCO will elect all Officers of the Board. A majority vote of approval is required for each officer. The term of office for the President will be two (2) years.
- 11.3.2** In electing a President, the EXCO must choose an individual who is either a current Board member or has previously served on the Board. All other officers should be current members of the Board or EXCO at the time of nomination or renomination. Nominations for candidates for the officer positions must be submitted at least 90 days prior to the Board meeting when candidate election will take place. Generally elections will occur every two (2) years during the Board meeting held at the ACEM.
- 11.3.3** Nominations brought forward require support by the member organization of the nominee. Each nomination must be accompanied by background demographics and personal information on the candidate. Terms of office of newly elected officer positions will commence at the conclusion of the Board meeting where elections take place.
- 11.3.4** There are no term limits for the officers (they may be reelected any number of times, except in the case of the President who may serve for a maximum of four years). Once elected as an EXCO officer, an individual may continue

in that role even if no longer the representative of his national emergency medicine organization.

- 11.3.5** The terms of office for the Vice-President, Secretary and Treasurer will be two (2) years.
- 11.3.6** Nominations for and the election of the President-Elect will take place 1 year prior to the end of the current President's term. The President-Elect will serve as the non-voting member of the Executive for that period unless already an officer of the Executive. At the end of this term, the President-Elect will assume the position of President.
- 11.3.7** The term of the Immediate Past President will commence with the election of the new President and terminate with the election of the President-Elect. The Immediate Past President will be allowed to vote only in the event of a tie in voting of the other four (4) voting members of the EXCO.
- 11.3.8** The African Congress in Emergency Medicine Conference (ACEM) conference organizer for the immediate up-coming ACEM will be the non-voting Member-At-Large of the Executive.

11.4 DUTIES OF EXCO OFFICERS

11.4.1 President

The President shall be the Chief Executive Officer of the AFEM. He/she shall preside at meetings of the EXCO and meetings of the Board, shall be responsible for executing policies determined by the Board and shall act as principal spokesman for the AFEM. The President shall be ex officio without vote on all Committees of the AFEM. In addition, the President shall have the following duties:

- a. To supervise and direct the operations of the EXCO.
- b. To prepare agendas for Board meetings.
- c. To call and chair meetings of the Board.
- d. To speak on behalf of the AFEM.
- e. To call and supervise elections.

11.4.2 Vice-President

The Vice-President(s) shall have responsibility, as determined from time to time by the Board. They will coordinate the activities of the AFEM at the request of the President and shall carry out whatever duties are appropriate to the working of the AFEM. In addition, the Vice-President(s) shall have the following duties:

- a. To undertake the duties of the President if the President is temporarily unable to do carry out those duties due to illness or inability to attend a meeting.
- b. To assist the President in his/her function.

11.4.3 Secretary

- a. To supervise the administrative personnel of the EXCO and to maintain appropriate written records for the AFEM.
- b. In conjunction with the president be responsible for recording, reviewing and distributing the Minutes of all EXCO and Board meetings.
- c. In conjunction with the President prepare agendas for meetings.
- d. To ensure all necessary documents are sent to Board members in a timely fashion.
- e. To keep an up-to-date copy of the Bylaws.

11.4.4 Treasurer

- a. To monitor and manage the financial accounts of the AFEM.
- b. To provide a written financial report at each Board meeting or additionally as requested by the Board or by the President.
- c. To prepare annual accounts.
- d. With the Funding Committee, to prepare a budget for consideration and approval by the Board.
- e. With the Funding Committee, to determine and implement a funding mechanism for the permanent secretariat.

11.4.5 Member-at Large

To keep the EXCO and the Board informed of the structural and operational plans for the next ACEM ensuring that the next ACEM is in conformance

with the Board-approved “General Guidelines for Conducting the ACEM” (Article 16 below).

11.4.6 President-Elect

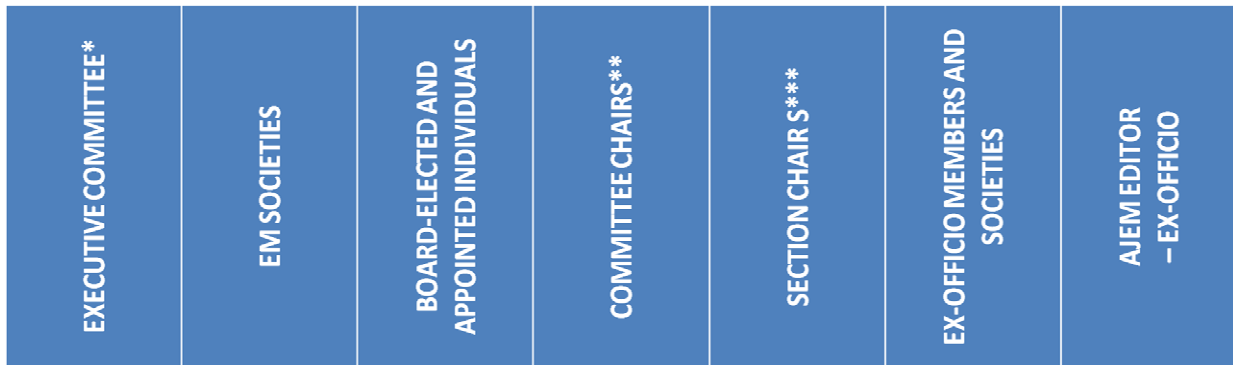
- a. The President-Elect will learn the duties of the President.
- b. The President-Elect will familiarize him/herself with all current and past activities of the EXCO.
- c. The President-Elect will be a non-voting Officer of the EXCO unless already an Officer of the EXCO.

11.4.7 Immediate Past President

- a. To advise the EXCO.
- b. To aid the President in learning and taking on the roles of office.
- c. To complete projects initiated during Presidential term.
- d. To represent the AFEM as required.

ARTICLE 12: AFEM BOARD OF DIRECTORS (BOARD)

AFRICAN FEDERATION FOR EMERGENCY MEDICINE
BOARD OF DIRECTORS



- EXCO: President, Vice-Pres (1-3), Secretary, Treasurer, Pres-elect/Immed Past – Pres, Ex-officio [5-7 members total]
- COMMITTEE CHAIRS: Services, Funding, Governance, Membership, ad-hoc
- SECTION CHAIRS: Physicians, Nursing, Prehospital, ad-hoc
- EX-OFFICIO MEMBERS / ORGANIZATIONS: non-voting
- MINIMUM OF 6 PERSONS AND 13-15 POSITIONS [Exco (5-7), CTTE Chairs (4), Section Chairs (3), AfJEM (1)]

12.1 OFFICERS OF THE AFEM BOARD

12.1.1 All members of the AFEM EXCO

- President – voting member
- President-Elect or Immediate Past-President—non-voting member except for tie-breakers
- Vice-President—voting member
- Secretary—voting member
- Treasurer —voting member
- Except Member-at-Large—not included as Board member

12.1.2 EM Member Society Chairpersons or Appointees

12.1.2.1 AFEM will recommend that EM Societies are represented by the Society President or the approved appointee.

12.1.3 Board-elected or Board-appointed Individuals

12.1.4 Committee Chairs

12.1.4.1 All chairs for the following standing committees (defined below in Article 13) will be guaranteed a position on the Board :

12.1.4.1.1 Services

12.1.4.1.2 Funding

12.1.4.1.3 Governance

12.1.4.1.4 Membership

12.1.4.1.5 Ad-hoc committee chairs must be appointed by the Board. They will not be guaranteed a position on the Board, nor will they be guaranteed a voting position should they be elected Board-member status, however this status can be determined and voted for by the Board

12.1.5 Section Chairs

12.1.5.1 All chairs for the following standing sections (defined below in Article 14) will be guaranteed a position on the Board:

12.1.5.1.1 Physicians

12.1.5.1.2 Nursing

12.1.5.1.3 Pre-hospital

12.1.5.1.4 Ad-hoc sections and task forces must be appointed by the Board. They will not be guaranteed a position on the Board, nor will they be guaranteed a voting position should they be elected Board-member status, however this status can be determined and voted for by the Board

12.1.6 Ex-Officio Members and Societies

12.1.6.1 Ex-officio members and society representatives must be appointed and approved by the AFEM Board.

12.1.6.2 Ex-officio members and society representatives have non-voting status on the AFEM Board.

12.1.7 African Journal of Emergency Medicine (AJEM) Editor Ex-Officio

12.1.7.1 The AJEM Editor is guaranteed a position on the AFEM Board.

12.1.7.2 This position is an ex-officio and non-voting position.

12.2 FUNCTIONS AND OPERATIONS

12.2.1 Interim Arrangements

12.2.1.1 The Board must have at least six (6) members including the members of the EXCO. Until such time as a minimum of six (6) qualifying National Societies each has a representative on Board, the Board shall have the power to nominate a sufficient number of ordinary members to allow the Board to be properly constituted. Any or all such nominees must be Full Members in good standing with the AFEM.

12.2.2 Elections

12.2.2.1 The first elections will take place in Fall 2010, for the following EXCO positions:

12.2.2.1.1 President

12.2.2.1.1.1 The first elected President will hold the position for 3 years (from 2010 until 2013);

thereafter, each Presidential term will be for 2 years.

12.2.2.1.2 Vice President(s)

12.2.2.1.2.1 The position of one Vice President is guaranteed for the EXCO

12.2.2.1.2.2 If the EXCO does not contain representation from Nursing, then an additional Vice-President-Nursing position will be guaranteed, to be determined by run-off election (election to be held electronically)

12.2.2.1.2.3 If the EXCO does not contain representation from Pre-hospital, then an additional Vice-President-Prehospital position will be guaranteed, to be determined by run-off election (election to be held electronically)

12.2.2.1.2.4 All Vice-President positions are for 2 years

12.2.2.1.3 Secretary

12.2.2.1.3.1 The term for Secretary is 2 years

12.2.2.1.4 Treasurer

12.2.2.1.4.1 The term for Treasurer is 2 years

12.2.3 Vacancies

12.2.3.1 If a vacancy occurs on the Board by virtue of death, incapacity, retirement or otherwise the President, subject to approval by Members of the Board, shall be entitled to select a person to fill the vacancy for the un-expired term.

12.2.4 Board Meetings

12.2.4.1 At the call of the President the Board shall hold regular meetings as required. A meeting of Board shall always be held immediately in advance of the Annual General Meeting of the AFEM and there will normally be at least one other formal meeting each year. The Board shall hold special meetings at other times as the affairs of

the AFEM make necessary or desirable upon the call of the President or any three (3) Members of the Board. Members of the Board may participate in a meeting of the Board by means of conference telephone or by any means of communication by which all persons participating in the meeting are able to participate fully. Written notice of called meetings of the Board shall be given by mail not less than sixty (60) days prior to the date of such meeting; written notice for annual meetings shall be given by mail or email not less than ninety (90) days prior to the date of such meeting.

12.2.5 Powers and Duties

12.2.5.1 The business of the AFEM shall be managed by the Executive Committee and the Board which may exercise all powers of the AFEM and do, on behalf of the AFEM, all such acts as may be exercised and done by the AFEM and which are not by law or these standing orders required to be exercised or done by the society in general meeting. Resolution in writing signed by all members for the time being of the Board who are entitled to receive notice of and vote at meeting of the Board, shall be valid and effectual as if it had been at a meeting of the Board duly convened and constituted.

12.2.6 Acts done in Good Faith

12.2.6.1 All acts done in good faith by any meeting of the Board or by any person acting as a Member of the Board shall notwithstanding it be afterwards discovered that there was some defect in the appointment election or continuance in office of any person, or of some one or more of the Members of the Board acting as aforesaid or that they or any of them were disqualified, be as valid as if all relevant persons had been duly appointed or elected or had duly continued in office and were qualified to be members of the Board.

12.2.7 Duties Of Officers

12.2.7.1 Duties of EXCO Officers—See Section 11.4

12.2.7.2 Duties of Board Members

12.2.7.2.1 Chairs of EM Society Members

12.2.7.2.2 Chairs of Committees

12.2.7.2.3 Chairs of Sections

12.2.7.2.4 Board-elected and appointed Individual Members

12.2.7.2.5 Ex-Officio Members and Society Members

12.2.7.2.6 AJEM Editor Ex-officio Member

12.2.8 Nominations Of Officers

The Board will send out the request for nomination of candidates for positions on the EXCO or the Board that are open effective the next Board meeting. Requests for nomination will be distributed at the previous Board meeting or at least one hundred twenty (120) days prior to elections. Nominations, accompanied by a brief summary of the candidate's qualifications, must be returned to the Secretariat no later than 60 days prior to the election. After ensuring proper completion of all nomination forms, the committee will circulate the nomination list to all Board members no later than thirty (30) days prior to the election. The President will be in charge of the election process at the Board meeting.

In the event that there are no nominations submitted for an EXCO position, the Board will propose a candidate for each such position. Each such nominee requires support of his/her national association as stipulated by the Bylaws. No EXCO position may be allowed to remain open, except for reason of illness or death.

12.2.8.1 Election of President-Elect:

12.2.8.1.1 Elections for President-Elect will be held on odd years; only candidates who have been properly nominated are eligible.

12.2.8.1.2 The winner of the election for President will hold the position of President-Elect for one year. This a non-voting position on the EXCO.

12.2.8.1.3 The President-Elect will then assume the position of President one year later on the even year, and the President will assume the position of Immediate Past President

12.2.8.1.4 The Immediate Past President will hold this position for one year, which is a non-voting position of the EXCO.

12.2.8.1.5 Retirement or Resignation of President: If the President shall retire or resign before completion of the full period of office, the Council shall request the Immediate Past-President or President-Elect, whichever is in post, to assume the office of President until the next Annual Meeting. The incoming President-Elect or the President-Elect already in office shall then assume the Presidency for the normal period of three (3) years.

12.2.8.2 Election of Vice-Presidents

12.2.8.3 Secretary and Treasurer

12.2.8.4 No person to hold more than one office

12.2.8.5 Officers ceasing to be a Member of the Society

12.2.9 Recall Procedures

12.2.9.1 Any Board member may initiate a recall procedure for an Executive officer who that Board member thinks is not performing satisfactorily. This formal notice of attempt at recall must be sent to the Executive Secretariat at least 120 days prior to the next Board meeting. Written letter of support for a recall vote for an officer must be submitted by at least four (4) additional Board members at least 90 days in advance of the next Board

meeting in order for the recall vote to proceed. A two-thirds vote of the Board members present is required to remove an officer from his or her position (conduct the recall). If the officer is removed, an election will be held at that same Board meeting to replace that officer. Approval of the new officer requires a majority vote of the quorum present at that Board meeting. The term of office for the new officer will commence immediately at the time of election and extend until the next Board meeting where elections are to be held.

ARTICLE 13: STANDING COMMITTEES

13.1 The Board by majority vote may appoint members of the Board or other persons to specific committees to perform focused work on behalf of the IFEM.

13.2 Standing committees will include:

- Services
- Funding
- Governance
- Membership
- Additional standing committees may be formed by the Board as required. (See Article 15: Amendments)
- Ad-Hoc committees can be formed by the Board as needed.

13.3 For each Standing Committee, a Chair is to be nominated by the AFEMEXCO, with said nomination ratified by the Board. Term of Office is two (2) years, and is renewable for one additional term. The exception to this will be the Funding Committee, whose Chair is to be the current Treasurer. A Deputy Chair will be appointed at the commencement of the second two year term.

13.4 Functions of the Committees:

13.4.1 Services:

- a. to develop and collect educational materials suitable for international use in emergency medicine training

- b. to develop reference materials and a list of appropriate consultants to help develop the specialty of emergency medicine in countries where the specialty is not yet mature.
- c. continue to refine the recommended core curricula and EM care pathways for emergency medicine for international use
- d. to develop databases for EM societies, training and systems development
- e. to collect and maintain EM development strategies
- f. to provide consultation for multiple aspects of EM development
- g. for making responses to specific requests by physicians for specialty development assistance.
- h. to promote, encourage, coordinate and assist with funding for EM research
- i. to establish and maintain AFEM Sections
 - o See Article 14.1 AFEM Sections

13.4.2 Funding:

- a. To make recommendations to the Board regarding disbursement of AFEM funds between the secretariat and the AFEM as well as to make recommendations for fundraising required to perform activities of the AFEM.
- b. It will also collaborate with the Treasurer to prepare an annual Budget. With the Treasurer it will determine and implement a funding mechanism for the permanent secretariat. The Treasurer will Chair the Funding Committee.

13.4.3 Governance:

- a. This Committee will serve three (3) functions:
 - o Review and modify the Bylaws as required, with final approval of all modifications by the Board.
 - o Act as an advisory group with respect to direction of the AFEM.
 - o Ensure that the Board, the EXCO and its national association members conduct all AFEM activity in harmony with the Bylaws.

13.4.4 Membership:

- a. To research, generate and administer outreach programs to increase membership
- b. to verify appropriate membership status and maintain complete and proper membership records

13.5 Appointments to Committees

13.5.1 Committees Chairs will, at the discretion of the Board, either be appointed directly by the Board or selected by majority vote of the members of the committee itself. Committees members may be recalled from any section or reappointed by majority vote of the AFEM Board. Committees will submit activity and progress reports as directed by the Board. Persons resigning from a Committees may be temporarily replaced by persons appointed by the EXCO. Such temporary assignments would be valid until the next Board meeting. Continued membership on the committee would be determined by a majority vote of the Board of Directors.

ARTICLE 14: SECTIONS AND TASK FORCES

14.1 AFEM Sections

14.1.1 Three sections are designated as guaranteed, STANDING Sections:

14.1.1.1 Physician Section

14.1.1.2 Nursing Section

14.1.1.3 Pre-hospital Section

14.1.1.4 Ad-hoc sections (ie – Research, Disaster Medicine, Pediatric)

14.1.1.4.1 Ad-hoc sections are approved and/or dissolved by an appropriate vote and approval by the Board

14.1.1.4.2 Chairs of Ad-hoc Sections They will not be guaranteed a position on the Board, nor will they be guaranteed a voting position should they be elected Board-member status, however this status can be determined and voted for by the Board

14.1.1.4.3 Ad-hoc sections hold a non-voting position on the Board of Directors unless otherwise designated and approved by the Board

14.1.1.4.4 Ad-hoc sections can be converted into standing sections by the appropriate voting procedure by the Board (see Section 15: Amendments)

14.2 Task Forces

14.2.1 Task forces are temporary groups that come together to address specific topics, tasks or areas that are not best covered by the existing EXCO, Board, Committees or Sections.

14.2.2 Emphasis for task force formation is on their temporary nature.

14.2.3 Chairs of Task Forces hold non-voting positions on the Board of Directors unless otherwise designated and approved by Board

ARTICLE 15: AMENDMENTS

15.1 Amendments to Bylaws

On resolution by a majority action of the Board or by a full written proposal signed by fifty (50) Full Members or Member Societies, or ten (10) per cent of the Full Members or Member Societies, whichever is less, these Bylaws shall normally be amended by a simple majority of votes cast by Full Members at the Annual General Meeting of the Society. If the Board of Directors deems it necessary to amend the Bylaws at any other time, this shall be done by a two-thirds majority vote of the Board acting as proxy for the Members.

When amendments are put to the vote at an Annual Meeting of the AFEM or by postal ballot, written notice of the proposed amendments shall be sent to all Members thirty (30) days prior to the vote or ballot.

Should actions of the Board be taken to alter any Bylaws, the Bylaws' modification would be presented to the general membership at the next Annual Meeting for notification.

ARTICLE 16: GENERAL GUIDELINES FOR CONDUCTING THE AFEM GENERAL CONFERENCE

16.1 The AFEM member society hosting the ACEM is responsible for arranging the conference venue but should utilize a professional conference organizer to co-ordinate the AFEM whenever possible, and is responsible for all finances related to reserving the venue. Specific allotment of funds from the AFEM to the ACEM host member as “start-up” funding will be by direction of the Board.

16.2 All presentations at the ACEM must be in English, although simultaneous translation into other languages may be considered. Each ACEM should be three to four (4) days in duration, but additional “satellite” meetings or courses may also be scheduled. The focus of the educational material presented should be directed at specialist emergency physicians. The ACEM may have parallel sessions, but there should not be simultaneous sessions on similar topics. The ACEM should include social events to enhance interactions, including an opening reception and a banquet, where awards and prizes may be presented. The ACEM should include opportunity for presentation of research abstracts (both oral and posters). Faculty responsible for conducting or moderating each session or lecture at the ACEM should be designated well in advance and there should be a co-coordinator or “backup” person available for each session or lecture. More complete guidelines for operating ACEM are available in an independent document from the administrative offices of AFEM.

ARTICLE 17: MISCELLANEOUS PROVISIONS

17.1 Authority to Enter Agreements

No Member or group of Members, Committee or Committee Members, Officer or Board Member may enter into a contract or agreement binding the AFEM. Only persons designated by the Executive Committee or the Board of Directors may undertake such an action.

17.2 Seal

The AFEM may have an official Seal; which shall contain the words "**African Federation for Emergency Medicine**". This Seal shall be in the custody of the Secretary of the AFEM.