

THE REPUBLIC OF UGANDA

THE COMPANIES ACT
(Cap 110 of the Laws of Uganda)

A COMPANY LIMITED BY GUARANTEE,
NOT HAVING A SHARE CAPITAL

THE CONSTITUTION

OF

UGANDA PHARMACOLOGICAL SOCIETY

(UpharS)

REGISTERED this.....day of.....2012

PREAMBLE

BEARING it in mind that COOPERATION among people leads to DEVELOPMENT, CONVINCED that we have to work together as PHARMACOLOGISTS to improve the WELFARE and INTELLECTUAL CAPACITY of one another, WELL AWARE of the NEED for ADVANCED RESEARCH for DRUG DEVELOPMENT to combat threats from new diseases and resistance to existing drugs, PHARMACOVIGILANCE, PHARMACOLOGICAL INFORMATION DISSEMINATION and TEACHING, and COGNISANT of the fact that we have to subject our activities to a set of rules and regulations governing SOCIETIES in Uganda, AND having RESOLVED ourselves and on behalf of all our successors, DO hereby declare, adopt and bind ourselves with this document as the CONSTITUTION of UGANDA PHARMACOLOGICAL SOCIETY (UPharS) on thisday of2012.

THE REPUBLIC OF UGANDA

THE CONSTITUTION OF THE UGANDA PHARMACOLOGICAL SOCIETY

(UpharS)

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CHAPTER ONE

NAME, ADDRESS, AIMS AND OBJECTIVES, MEMBERSHIP AND AFFILIATION

ARTICLE 1

NAME AND ADDRESS

The society shall be known as UGANDA PHARMACOLOGICAL SOCIETY herein after referred to as “the society” with the acronym ‘UPharS’. A pharmacologist in this context shall be defined as a person who is qualified in all the various fields of Pharmacology including Basic and Clinical Pharmacology, Drug design and development, Toxicology, and Pharmacotherapeutics, among others and registered by UPharS. The Society shall a non-profit Society of professionals formed in accordance with Articles 29(1)(e) and 40(3)(a) and (b) of the Constitution of the Republic of Uganda, which guarantee freedom of association. Until the time when the General Assembly of the society shall decide otherwise, the headquarters of the society shall be at Mulago, in Kampala, Uganda. It shall have a postal address, phone contacts, E-mail address and Website that shall be decided upon by the General assembly.

ARTICLE 2

AIMS AND OBJECTIVES

SECTION I

AIM

The aim of this society is the advancement of knowledge and technology in the various fields of pharmacology especially as relates to extension and promotion of teaching, research and technical services.

SECTION II

OBJECTIVES

Pursuant of section I of this Article, the objectives of the society shall be to:

- a. unite all pharmacologists practising in Uganda;
- b. promote rational drug use through sensitization of the human population about drug use by establishing a *News letter* that shall be published at intervals determined by the members of the society;
- c. enhance pharmacovigilance through the following:
 - i. supporting the National Drug Authority in regulation of drug use;
 - ii. encouraging members to increase their presence in upcountry institutions and centres;
 - iii. establishing a therapeutic drug monitoring (TDM) centre with the necessary facilities to do TDM;
 - iv. establishing a herbal/traditional medicine screening centre with fully fledged drug screening and toxicity profiling laboratory.
- d. promote drug development through collaborative research with the pharmaceutical industry and Research institutions;
- e. provide consultancy services for the medical fraternity by establishing a drug information centre with a global link;
- f. promote dissemination of findings from pharmacological and toxicological research by establishing a journal to be named the **“Pharmacology and Toxicology Journal of Uganda”** and abbreviated as **“UJPT”** and organizing regular national and international scientific conferences in which pharmacology students at all levels of training shall be invited to participate actively;
- g. provide training services for Ugandans engaged in health service delivery using indigenous knowledge;
- h. provide a channel through which the young pharmacologists can foster their intellectual growth through networking with other pharmacologists globally.

ARTICLE 3

MEMBERSHIP

SECTION I

ELIGIBILITY

- i. Membership shall be open to all qualified and interested pharmacologists, practising in or outside Uganda irrespective of country of origin.
- ii. Membership shall be acquired upon payment of the necessary dues to the society in form of membership and subscription fees, for continuation of membership and contribution to the society's publications, and the amount and mode of collection shall be determined by the General Assembly.
- iii. Membership fee shall be payable once in a member's life in the society and shall not be refundable;
- iv. Subscription fee shall be payable annually and shall not be refundable and the fee shall be paid as a consolidated fee that shall entitle the subscribed member to the society's official Journal and Newsletter to be established at an appropriate time.
- v. To cater for the problems of currency fluctuations the membership and subscription fees shall be subject to review from time to time.

SECTION II

CATEGORIES OF MEMBERS

Membership in this society shall be in the following categories:

- (a) Active members;
- (b) Student members
- (c) Emeritus members

- (d) Associate members
- (e) Honorary members
- (f) A club of the society's '*Fellows*' to be formed at an appropriate time.
- (g) Any other category that may be deemed necessary by members.
 - i. An active member shall be defined as any professional pharmacologist who pays the membership and subscription fees established by the society and they shall have all the rights and privileges of the society;
 - ii. A student member shall be defined as any bonafide undergraduate or graduate student who is duly registered or enrolled for a Bachelor's or Masters' degree or diploma in a recognized institution as a full time student and who is pursuing a curriculum in or closely related to pharmacology and/ or toxicology or an allied field, and student membership shall be limited to a maximum of six years. Professionals pursuing PhD or post doctoral courses shall be regarded as full active members.
 - iii. An emeritus member shall be defined as an active member who has attained a retirement status and is no longer in receipt of a regular salary for work in the Pharmacology or toxicology field.
 - iv. An honorary member shall be defined as any individual, not active or emeritus member of the society, who has, over a period of many years, distinguished himself or herself through exceptional contributions to the advancement of the Science of pharmacology or toxicology. The nominee should have made contributions leading to national or international prominence. Honorary members shall have all the rights and privileges of the society except that they shall not vote or hold office. The name of any individual who has been elected to honorary membership shall remain on the list of members of the society until removed either at the request of the individual or if the member is found guilty of ethical misconduct or upon death of the honorary member;

v. An Associate member shall be defined as any individual, who is not a professional pharmacologist but has distinguished himself or herself through exceptional contributions, intellectually or materially to the advancement of the Science of pharmacology or toxicology. Associate members shall have all the rights and privileges of the society except that they shall not vote or hold office. The name of any individual who has been elected to associate membership shall remain on the list of members of the society until removed either at the request of the individual or if the member is found guilty of ethical misconduct or upon death of the associate member.

vi. A body of ‘fellows’ shall be chosen from the active, active prior to death or the Emeritus membership of the society. The title “Fellow” shall be granted for professional distinction and contributions to the field of Pharmacology and /or Toxicology without regard to longevity. A suitably inscribed memento (an object kept as a reminder) shall be presented to each fellow.

ARTICLE 4

AFFILIATION

(a) The Uganda Society of pharmacologists shall be affiliated to the following international organizations:

International Union of Basic and Clinical Pharmacology (IUPHAR)

Pharmacology for Africa Initiative (PharfA)

(i) Any regional grouping that might be formed in future to federate the individual societies.

(b) There shall be liaison and collaboration with parallel societies in Uganda that are aimed at promoting related objectives in life sciences. The local societies to relate with shall be identified by the Executive Committee and approved by the General Assembly.

(c) The society shall be registered in line with the Ugandan laws and regulations and shall be affiliated to the Ministry of Health of the Republic of Uganda.

ARTICLE 5

RIGHTS, OBLIGATIONS AND ETHICAL CONDUCT OF MEMBERS

SECTION A: RIGHTS

Provisions of Article III, section II notwithstanding, every member shall have the right to:

- i. participate fully in the proceedings of the society's meetings
- ii. elect and be elected to any of the organs of the society without prejudice;
- iii. enjoy privileges as might be provided by the society;
- iv. be elected or nominated or appointed to be a delegate or representative of the society's undertakings or to sit at any of the society's sub-committees or Editorial Board.

SECTION B: OBLIGATIONS

Again, subject to provisions of Article 3, section II:

- (i) Every member shall abide by letter and spirit of this constitution.
- (ii) Every member shall work for the attainment of the aims and objectives of the society
- (iii) Every member shall pay their membership and annual consolidated subscription fees that will include subscription for the official Journal and Newsletter as stipulated in this constitution.

SECTION C: PRINCIPLES OF ETHICAL CONDUCT

- i. Every member shall respect and adhere to high fundamental ethical standards to ensure integrity of the society. This shall take the form of being morally accountable for scholarly works, following the highest ethical principles in scientific conduct in handling human subjects and animals used in experimental work. Members shall neither use their position within the society nor publish information to benefit vested

interests.

- ii. Any member, who shall be found guilty of an offence that brings the dignity and honour of the society into disrepute, shall, depending on the gravity of the offence, be fined, suspended or expelled by two thirds majority vote of the members of the Executive, which shall receive and consider the evidence against the accused member. The member shall have a right to appeal to the General Assembly at its next meeting and it shall require a simple majority of all the ballots cast to overrule the decision of the Executive.

CHAPTER TWO

STATUS, STRUCTURE AND ORGANISATION OF THE SOCIETY

ARTICLE 6

SECTION A: STATUS

To enable it to achieve its aims and objectives and to perform its functions, the society shall, in accordance with the laws of the Republic of Uganda, seek and acquire legal capacity to acquire, hold, manage and dispose of property, enter into contracts, accept grants, gifts and contributions, and to sue and be sued.

SECTION B: ORGANS OF THE SOCIETY

The society shall have the following organs/offices:

- (i) General Assembly;
- (ii) Executive Committee;
- (iii) Sub-committees;
- (iv) Patron;
- (v) Society's employees as per the offices that shall be established;
- (vi) Such other organs as shall be established by the General Assembly.

ARTICLE 7

GENERAL ASSEMBLY

- (i) There shall be a General Assembly (meeting) consisting of all the paid up members of the society;
- (ii) The General Assembly shall convene, upon being summoned by the President
- (iii) There shall be at least one General Assembly every year.
- (iv) The General Assembly shall be responsible for electing the office bearers at the end of each term of office.

- (v) In the event that the President is indisposed or for some known reason cannot convene the General Assembly, the Vice President shall convene the General Assembly.

ARTICLE 8

EXECUTIVE

There shall be the society's Executive Committee thereafter referred to as the "Executive" which shall be elected basing on merit regardless of ethnicity, creed, position in society or gender and it shall consist of the following:

- (i) President
- (ii) Vice President
- (iii) Secretary General
- (v) Finance Secretary
- (vi) Publicity Secretary
- (vii) Chairman Editorial Committee for the Newsletter and Official Journal
- (viii) Chairman Research and Ethics Committee
- (ix) Chairman Strategic planning Committee

ARTICLE 9

SUB-COMMITTES

- (a) There shall be the following committees of the society, the election of which shall be gender sensitive where possible:
 - (i) Audit committee
 - (ii) Budget committee chaired by Finance secretary
 - (iv) Research and Ethics Committee
 - (v) Editorial committee
 - (vi) Publicity and advertising Committee
 - (vii) Strategic Planning Committee
 - (viii) Awards Committee

- (ix) Any committee as shall be deemed necessary by the members.
- (b) Each sub-committee shall have five (5) members
- (c) Ordinary members shall be allowed to sit on more than one sub-committee depending on their expertise.

ARTICLE 10

POWERS AND DUTIES OF ORGANS

SECTION I: GENERAL ASSEMBLY

The General Assembly shall:

- (i) be the supreme organ of the society;
- (ii) elect members of the Executive and sub-committees as provided for by this constitution and shall have powers to remove the same by simple majority vote of members i.e any voting member qualifies to move a vote of no confidence in any member of the Executive or sub-committees;
- (iii) sanction and approve the policies proposed by the Executive and sub-committees;
- (iv) deliberate on all matters that affect the members of the society and resolve on measures to be taken by the Executive;
- (v) elect the society's delegates and representatives and observers to conferences, workshops and seminars the society might be invited to unless the invitation specifies the position of the invited delegate;
- (vi) sanction and approve the society's budget as shall be prepared by the Budget Committee and presented by the Executive;
- (vii) determine the general policies of the society
- (viii) determine contributions of members in respect of the expenditure involved in the running of the affairs of the society and its subsidiary bodies;
- (ix) consider and approve the annual reports on the activities of the society, including reports on the accounts of the society;
- (x) consider and approve the draft programme of work and the draft budget of the

- society;
- (xi) determine the conditions for admission of associate members and observers at the society's meetings and conferences;
 - (xii) consider and adopt rules and general directions/guidelines governing the activities of the society and its subsidiary bodies;
 - (xiii) establish such subsidiary organs that it shall deem necessary and shall have powers to delegate any of its functions to an organ of the society;
 - (xiv) appoint an auditor at their annual general meeting for the next 12 months;
 - (xv) subject to the provisions of this constitution, it shall prescribe its own rules of procedure including those for convening its meetings, the conduct of such meetings, and the quorum and voting, and for the dissemination of the reports of its meetings.

SECTION II: THE EXECUTIVE

The Executive shall:

- (i) consider annual reports on the activities and the accounts of the society and present them to the General Assembly for approval;
consider the draft program of work and the draft Budget of the society and present them to the General Assembly for approval;
consult with the various sub-committees on on activities that may be undertaken by the society for furtherance of the objectives of the society
- (ii) within limits of the programme of work and budget of the society, review, direct and coordinate the activities of the organs of the society.

SECTION III: THE SUB-COMMITTEES

The Audit committee shall:

- be responsible for auditing the society's books of accounts internally;
- prepare an audit report on quarterly basis for the Executive meetings;
- have powers to invite the Secretary for finance to answer queries that might arise during the auditing process;
- advise the society on the financial management and ensure that there is transparency

and accountability.

The budget committee shall:

consist of the President, Finance secretary, Secretary General and chairpersons of all other sub-committees who shall present estimates for their respective departments for incorporation into the society's annual budget.

be responsible for reviewing the society's financial standing.

be responsible for drawing the society's annual budget.

Be chaired by the Secretary for Finance and the secretary General shall be its secretary.

(c) The Editorial Committee shall:

(i) consist of the Editor-in- Chief and subject/section editors (Basic, Clinical, Research in traditional medicine, Toxicology and other subjects as might be considered necessary by the members);

(ii) Include President, Secretary General, Secretary for finance and Managing Editor as Ex-official members;

Nominate reviewers for Journal articles;

(iii) Be in charge of all the technical editorial details related to publication of the official journal and Newsletter as authorized by the Executive.

(d) The Research and Ethics committees shall:

(i) be responsible for providing ethical guidance on scientific research to be conducted by members of the society under the auspices of the society. In case of members conducting research based at their institutions; the committee shall delegate its powers to the institutions.

(ii) be responsible for settling ethics-related issues among the society's members and report to the Executive.

(e) The strategic planning Committee shall:

(i) be responsible for providing counsel and recommendations to the society on issues that have potential for the long-range mission and direction of the society;

(ii) select their own chairperson

(iii) set an agenda in conjunction with the Executive with regard to pertinent issues

to be discussed by the General Assembly.

(f) The Awards Committee shall:

- (i) make all arrangements in connection with the various awards and bring them before the Executive
- (ii) recommend as to who the recipients are;
- (iii) be responsible for receiving nominations from the membership of the society for consideration as follows;
- (iv) make recommendations for nominated members to become fellows.

(g) The Advertising and Publicity Committee shall:

- (i) be responsible for initiating strategies for marketing the society in and outside Uganda and reporting to the Executive
- (ii) receiving applications from advertisers and exhibitors at conferences organized by the society;
- (iii) budget for advertising and publicity and submit their budget to the budget committee for consideration before presentation to the Executive.

ARTICLE 11

ADMINISTRATIVE FUNCTIONS OF OFFICES

SECTION I

PRESIDENT

Shall:

- (i) be the executive head of the society;
- (ii) be the head of the Executive;
- (iii) preside over all of the society's Executive meetings and Annual General meetings
- (iv) summon the Executive and Annual General meetings
- (v) present resolutions of the Executive meetings to the General Assembly;
- (vi) in the event of a temporary absence of a member of the Executive, delegate

the duties of such an absent member to the deputy (vice) except if the absent member is the finance secretary or General Secereatary, when the chairman shall be in charge of that post in all matters save for conducting financial transactions;

- (vii) whenever the Vice President cannot deputize, delegate it to any member of the executive and all those shall be in writing;
- (viii) have the following emergency powers:
 - (a) to call emergency meetings of the society;
 - (b) to take emergency decisions on behalf of the Society in extraordinary circumstances, when he/she in a way cannot consult the Executive and the General Assembly as specified by provisions of this constitution;
 - (c) have responsibility of interpreting the constitution;
 - (d) be a co-signatory for the Society's funds.

SECTION II

VICE PRESIDENT

Shall:

- (i) deputise the President when he/she is absent
- (ii) assist in taking duties assigned to him/her by the president
- (iii) be responsible for constitutional affairs.

SECTION III

ACTING PRESIDENT

- (i) In the event that the President has not delegated his powers to the Vice President or any member of the executive to act as present, the remaining members of the Executive shall elect one from among them to act as president. Such an acting President shall act for a maximum of 3 months within which he/she shall have convened a General Assembly for election of the President.

- (ii) In the event of death of the President or Physical or mental incapacity of the same serious enough to impair the proper execution of his/her duties as President, the Vice President shall act for a maximum of 3 months within which the elections for the president shall be held.

SECTION IV

SECRETARY GENERAL

Shall:

- (i) communicate internally and externally on all official Society matters;
- (ii) keep minutes and records of all Executive and General meetings;
- (iii) be responsible for all the stationery of the society;
- (iv) together with the president, prepare agendas for meetings;
- (v) be responsible for recording nominees for membership and presenting them to the General Assembly for approval;
- (vi) take roll calls at all Executive and General meetings;
- (vii) keep the list of the members, a copy of the constitution and by-laws of the society;
- (viii) be a co-signatory to the society's accounts;
- (ix) carry out any other duties as shall be assigned by the Executive.

SECTION VI

FINANCE SECRETARY

Shall:

- (i) keep accounts of the society and prepare them for auditing when required;
- (ii) in collaboration with the executive, prepare a financial statement and present it to the society at Annual General Assemblies;
- (iii) ensure that all the society's dues are received and recorded;
- (iv) keep a record of the assets and liabilities of the society;
- (v) be the Principal Signatory to the society's accounts and financial transactions.

SECTION

VI

SOCIETY'S EMPLOYEES

The society shall have employees whose number and duties shall be decided by the General Assembly, when need arises.

SECTION VII

TERM OF OFFICE

The office bearers at all levels shall be elected every four (4) years and the outgoing leaders shall be eligible for re-election.

ARTICLE 12

PATRON

There shall be a patron who shall be a prominent citizen of Uganda, proposed by the Executive and approved by the General Assembly. The patron shall have the following duties:

- (i) To serve as a link between the society and the Government of the Republic Of Uganda
- (ii) To serve as ex-official of the society and shall have neither a casting vote nor the original vote.
- (iii) To advise the society.
- (iv) Unless he/she soon resigns, his tenure of office shall be 5 years.

His/her resignation or expiry of tenure shall not disentitle him/her from future appointment to the same office.

ARTICLE 14

MEETINGS

SECTION I

TYPES OF MEETINGS

There shall be the following types of meetings:

- (i) Annual General Assembly;
- (ii) Special/emergency meetings of the Executive or General Assembly
- (iii) Executive Committee meetings
- (iv) Sub-committee meetings
- (v) Conferences

SECTION II

CONVENING MEETINGS

A: THE ANNUAL GENERAL ASSEMBLY

- (i) There shall be a General Assembly for all the members of the society held at such a time and place as shall be designated by the Executive but at least once every year.
- (ii) In case of emergencies, a General Assembly shall be convened by the President in consultation with the Executive;
- (iii) Special meetings of the Executive shall be convened by the president and shall be convened upon written request to the president by at least five (5) members of the Executive or one fifth ($\frac{1}{5}$) of the total membership of the society.
- (iv) Notice of all meetings of the Executive and General Assembly shall be mailed to each member by the General Secretary at least 14 days before such meetings are held
- (v) Any issue proposed for discussion in the Annual General Assembly shall be

adopted if a majority of the members assembled support it.

B: EXECUTIVE COMMITTEE MEETINGS

- (i) Executive Committee meetings shall be convened by the President when deemed necessary, but at least three times a year
- (ii) Emergency Executive Committee meetings shall be convened by the President if at least half of the members the Executive are in favour of it.

C: SUB-COMMITTEE MEETINGS

- (i) These shall follow the same routine as the Executive Committee meetings but their meetings shall precede the Executive meetings on same days but separated by time.
- (ii) Resolutions of the sub-committees shall form part of the agenda for the Executive Committee meetings.

D: CONFERENCES

There shall be a scientific conference organized by the society, the time and venue of which shall be decided by the Executive and approved by the General Assembly.

CHAPTER THREE

REVENUE AND FINANCIAL MANAGEMENT

ARTICLE 15

SECTION I

SOURCES OF REVENUE

The Society's revenue shall consist of the following:

- (i) Membership fees from incoming members
- (ii) Annual subscription fees from members
- (iii) Sale of the society's Newsletter
- (iv) Sale of the content and printouts of the society's official journal
- (v) Handling fees from authors who shall publish in the society's official journal
- (vi) Selling advertising/exhibiting rights at conferences
- (vii) Registration fees from participants at conferences organized by the society
- (viii) Sale of services and hiring out facilities as shall be established by the society
- (ix) Grants and donations from well wishers and affiliate societies, Non-governmental organisations or government;
- (x) Any other income-generating activity that might be established in future.

SECTION II

FINANCIAL CONTROL

- (i) The finance secretary shall collect all the society's revenue and bank it on the society's account (s) with the banks that shall be chosen by the General assembly.

- (ii) No financial transactions shall take place without the money first passing through the bank.
- (iii) Internal auditing of the society's books of accounts shall be the duty of the Audit committee;
- (iv) There shall be an external auditor appointed annually to audit the society's books of accounts on annual basis. Audit reports shall be submitted to the Executive which shall present them to the General Assembly for endorsement;
- (v) The expenditure of the society shall be proposed by the Executive through the Budget Committee and approved by the General Assembly.
- (vi) In case of emergency, where expenditure may be incurred, the President shall either authorize the withdrawal of some funds or use his/her personal money in view of refund by the society on presentation of documentary evidence to the executive. The documents shall be kept by the finance secretary for any necessary reference that might be required.
- (vii) All the society's expenditures shall be brought to the knowledge of of the entire society.
- (viii) There shall be presentation of a financial statement and a proposed budget at every Annual General Assembly for approval.
- (ix) There shall be presentation of internal audit reports at every Executive meeting
- (x) The society's accounts shall have three (3) signatories who shall be the Finance Secretary, Secretary General and the President.

CHAPTER FOUR

ELECTIONS, ELECTORAL PROCEDURES AND GUIDELINES

ARTICLE 16

SECTION I

ELECTORAL GUIDELINES

All the society's elections shall abide by the Electoral Guidelines as provided for by this constitution.

SECTION II

VOTING

- (i) All the society's voting shall be by show of hands and/or by secret ballot as shall be decided by the General Assembly and winning shall be by simple majority, on the principle of one man one vote and voting rights shall be according to provisions of this constitution.
- (ii) There shall be no voting by proxy.
- (iii) Whenever there is a tie in any election, it shall be settled by a re-vote until a clear winner is got.

SECTION III

EXECUTIVE AND SUB-COMMITTEE ELECTIONS

- (i) The elections shall take place in the last year of tenure of office and the date upon which such an election shall take place shall be determined by the General Assembly.

- (ii) The elections shall take place in the last quarter of the fourth year of tenure of office.
- (iii) Members with uncleared dues shall not be eligible to stand for elections.
- (iv) The chairman of the electoral committee, who shall be the returning officer, shall be responsible for supervising elections and shall be nominated by the President and approved by the General Assembly.
- (v) Nominations and elections shall be in the same meeting and the election results shall be announced immediately.
- (vi) The outgoing executive and sub-committees shall continue being in charge of the day-to-day affairs of the society until the time of handover, which shall be in an organized handover ceremony at the end of the fourth year of tenure of office of the executive. In the event that that an organized handover ceremony cannot take place, the handover shall take place at the last General Assembly of the last year of tenure of office.
- (vii) Members of the outgoing executive and subcommittees shall be eligible for re-election on any post if they are in good standing.

SECTION IV

BY-ELECTIONS

Shall:

- (i) take place whenever a post falls vacant
- (ii) take place within sixty (60) days of the post falling vacant
- (iii) follow guidelines as provided for by this constitution for that particular post falling vacant or as otherwise deemed fit by the General Assembly.

SECTION V

SWEARING IN

The swearing in shall take place during the handover ceremony and shall be conducted by an invited law officer.

ARTICLE 17

TERMINATION OF OFFICE

SECTION I

RESIGNATION

- (i) Whenever there is an occasion for resignation of the executive or sub-committee member to be tendered, the member shall tender his/her resignation to the President who shall present the same to the General Assembly after due consideration.
- (ii) In the event that the resignation is by the President or the entire executive, he /they shall tender his/their resignation in writing to the General Assembly giving at least 14 days' notice.

SECTION II

VOTE OF NO CONFIDENCE/IMPEACHMENT

- (i) A vote of no confidence in the President or any member of the executive or the entire executive, may originate from any member of the society.
- (ii) A seven (7) days' notice accompanied by the formulated motion, shall be presented by the mover to the President, if one the members of the executive is the subject, and to the General assembly with a copy to the President, if the President or the entire executive is the subject, and convene a General Assembly on the seventh day from the receipt of the motion.
- (iii) In the event that the President is the subject of vote of no confidence, the Vice President shall preside over the General Assembly.
- (iv) If the entire Executive is the subject of vote of no confidence, an Acting President and an acting secretary shall be elected to conduct the proceedings.
- (v) For the motion of no confidence to be carried it shall require at least two

thirds ($\frac{2}{3}$) of the total voting membership of the society by secret ballot.

- (vi) Before the motion of vote no confidence is debated, the party or parties concerned shall be given opportunity to defend themselves.
- (vii) In the event of the motion of no confidence being carried, the assembly shall elect care taker (s) and the party/parties concerned shall be expected to resign within three days.
- (viii) Should the party/parties concerned fail to resign within three(3) days as stipulated above in subsection (vii) of this section, the party/parties shall automatically be deemed out of office and thereafter, the care taker (s) shall assume office.
- (ix) In the event of the President and the entire executive being deemed out of office as provided for in subsection (vii) and (viii) of this section, elections shall be held within 14 days.

ARTICLE 18

DISSOLUTION OF THE SOCIETY

In the event of a decision to dissolve the society, all the remaining assets of the society shall be distributed only to organizations which qualify for exemption under provisions of the regulations for Internal Revenue, to be used for scientific or educational purposes.

CHAPTER FIVE

PUBLICATIONS AND THEIR MANAGEMENT

ARTICLE 19

SECTION I

(i) The official journal of the society shall be called **“Pharmacology and Toxicology Journal of Uganda”** and abbreviated as **“UJPT”**

(ii) There shall also be an official Newsletter which shall be called *Uganda Pharmacological Society (UpharS) Newsletter* and the Executive, with the approval of a majority of regular members present and voting at an Annual General assembly, shall establish additional publications if required.

(iii) At proper intervals, the Executive shall nominate the Editor (s) of its official journal and nominations and terms of reference for editors of publications sponsored by the society shall be made by the Executive and approved by the General Assembly.

(iv) The Editor- in-chief shall be the head of the Editorial committee composed of associate editors nominated by the Executive and approved by the General Assembly.

(v) The Editor-in – chief shall be a technical person in the field of editing and publishing.

SECTION II

SUBSCRIPTION FOR THE OFFICIAL JOURNAL AND NEWSLETTER

Every member, unless otherwise exempted by provisions of this constitution, shall be expected to subscribe to the official Journal and Newsletter once the two publications are launched and the subscription shall be consolidated with the annual subscription by members.

CHAPTER SIX

STANDING ORDERS

ARTICLE 20

SECTION I

QUORUM FOR MEETING

- (i) The Executive shall have a quorum of at least two thirds ($\frac{2}{3}$) of its members.
- (ii) The General Assembly shall have a quorum of not less than a half plus one of its members present.
- (iii) The sub-committees shall meet only when three quarters ($\frac{3}{4}$) of the members are present.
- (iv) If at any meeting a quorum is not raised within one hour after the time appointed for the meeting to start, the Secretary shall record the names of the members present and the meeting shall be cancelled.

SECTION II

BREACHES OF ORDER

- (a) Any member shall be guilty of breach of order if they:
 - (i) absent themselves from meetings without reason;
 - (ii) use abusive language and refuse to withdraw their statements or offer satisfactory apology;
 - (iii) disobey a lawful order from the chair;
 - (iv) conduct themselves in a manner unbecoming of the member of the society;
 - (v) commit plagiarism or exhibit unethical behaviour in conducting research or publishing
- (b) Any member who commits a breach of order shall, on being declared guilty of disorderly conduct, be punished by:
 - (i) being ejected from meetings;
 - (ii) being suspended for a fixed period of time from attending meetings or until they offer satisfactory apology;
 - (iii) being fined, the nature and mode of fining being decided by the General

Assembly

- (iv) being suspended or expelled from the society depending on the gravity of the offence.
- (c) Appropriate warnings shall be given before punishment is meted out.

SECTION III

MINUTES OF MEETINGS

- (i) The minutes shall be read in every relevant meeting i.e minutes of the executive meetings shall be read in the executive meetings and those of all other meetings in the corresponding meetings.
- (ii) Minutes shall not be read in emergency meetings.

The person presiding shall sign the minutes after confirmation and shall be free to ask questions about the matters arising out of the minutes.

- (iii) The questions shall be allowed only on information but no debate on policy outlined in the minutes shall take place.

SECTION IV

VOTING ON RESOLUTIONS

Two members appointed by the person presiding over the meeting shall act as tellers.

Voting shall be by show of hands unless otherwise decided.

The presiding person shall have no right to vote.

- (i) If there is one vote count and votes are equally divided on a given motion, the motion shall be lost.

SECTION V

RESCINDING A RESOLUTION

No resolution shall be rescinded at the same meeting in which it is passed.

CHAPTER SEVEN

CONSTITUTIONAL CHANGES, INTERPRETATION AND SUPREMACY

ARTICLE 21

SECTION I

CONSTITUTIONAL AMENDMENTS

- (i) Any change in the constitution or by-laws of the society shall be proposed in writing by at least five regular members.
- (ii) Copies of the proposed changes shall be sent to all members of the Executive at least seven days before the meeting in which they are to be discussed, is convened.
- (iii) Such proposed amendments shall be discussed at the next Executive meeting
- (iv) If approved there, the amendments shall be distributed to the membership and be discussed at the next Annual General Assembly.
- (v) A two thirds ($\frac{2}{3}$) vote of the regular members present and having voting rights shall be sufficient for adoption of the amendment (s).
- (vi) Changes shall not be effective unless and until they are approved by the General Assembly
- (vii) The approved changes shall then be embedded in the amended constitution.

SECTION II

INTERPRETATION OF THE CONSTITUTION

- (i) The power to interpret the constitution shall be vested in the Executive.
- (ii) In case the interpretation by the Executive is successfully challenged, an adhoc committee of five members elected by the General Assembly shall retire for 15 minutes and shall interpret, which interpretation shall be final.

SECTION III

SUPREMACY

This constitution shall be the supreme instrument of the society. When conflict arises between it and any other instrument belonging to the society, this constitution shall override the other instrument

CHAPTER EIGHT

BY-LAWS

SECTION I

NOMINATION AND RECRUITMENT OF NEW MEMBERS

(1) Candidates for regular membership shall be proposed in writing by any of the regular members, seconded by any regular member and shall be confirmed by the Executive and approved by the General Assembly

(2) It shall be the duty of the nominations committee to consider all candidates duly proposed.

(3) Approved members shall be presented to the General Assembly for approval by the Secretary General. In the absence of objection from the floor to any of the names presented, the Secretary General shall be instructed to cast a unanimous ballot for the list presented.

(4) Any name challenged from the floor, shall be withdrawn upon proper motion for further consideration, provided the reason for objection is stated. If the motion to withdraw a name is lost, the candidate shall be voted upon separately and a $\frac{3}{4}$ vote shall be necessary for the election.

SECTION II

DUES

(a) Amount

The annual dues of the society shall be in amounts set by a majority of the regular members present and voting. This shall be in the form of membership for new members, annual subscription and the subscriptions to the official journal and other publications of the society.

(b) Retirement

After 25 years in good standing or after reaching the age of 65, regular members, upon written request shall be relieved of payment of the administrative dues component without impairment of standing.

(c) Voting privilege

Only regular members whose dues have been paid shall be considered in good standing for a given year and shall be entitled to vote at the annual General Assembly. It shall be the duty of the General Secretary to ensure proper compliance with this provision. Special members shall have no voting privileges.

(d) Delinquents

A member in arrears of dues for over six months shall be dropped from the mailing list.

(e) Reinstatement

A member dropped from the rolls for non payment of dues shall be restored to membership by payment of current dues plus any outstanding arrears for the periods during which the official journal shall have been received.

(f) Membership categories

It shall be the responsibility of the Executive to determine special categories of membership not covered by the provisions of this constitution and to determine the appropriate dues for their categories and present them to the General Assembly for approval.

SECTION III

VACANCIES

(1) Any vacancy for a remunerated position in any of the organs or facilities that shall be established by the society shall be filled through normal channels of advertising the posts, short listing, interviewing and appointing the successful applicants.

(2) Recruitment shall be the responsibility of the Executive which shall present the names of the successful candidates to the General Assembly for approval.

SECTION IV

CONFLICT OF INTEREST

- (1) No part of the net earnings of the society shall inure to the benefit of or be distributed to its members, officers or other private persons, except that the society shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the aims and objectives set forth in the constitution. Actual expenses incurred by the executive committee members while conducting the affairs of the society shall be paid by the Finance Secretary provided that such expenses are authorized in advance by the society.
- (2) No part of the activities of the society shall be for carrying out propaganda or attempting to influence legislation and the society shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of this constitution, the society shall not carry out any other activities not permitted to be performed by:

- (a) any entity exempt from national Income Tax under the provisions of the constitution of the Republic of Uganda governing Internal Revenue or;
- (b) an entity, contributions to which are deductible under the Ugandan Law for internal Revenue Act or the corresponding provision of any future Uganda Government law.

SECTION V

INDEMNIFICATION

A member of the executive committee and members of other committees shall not be held personally liable for the obligations of the society, and shall not be liable for damages to the society or for injury which may result from the fulfillment of their duties when they discharge the duties of their positions in good faith and with that degree of diligence, care and skill which ordinarily prudent persons would exercise under similar circumstances.

ENDORSEMENT BY MEMBERS

We the several persons whose names, addresses and descriptions are hereunto subscribed are desirous of being formed into a society in pursuance of the aims and objectives stipulated in this Constitution and endorse it as the supreme document for UGANDA PHARMACOLOGICAL SOCIETY

S/N	NAMES AND OCCUPATION	POSTAL ADDRESSES	TITLE	SIGNATURES
1.	Mr. Moses Ocan -Pharmacology Lecturer	Makerere University, P.O.Box 7072, Kampala	President	
2.	Mr. Claude Kirimuhuzya -Pharmacology Lecturer	Kampala International University-Western Campus, P.O.Box 71, Bushenyi	Secretary General	
3.	Mr. Ogwang Patrick -Pharmacist	Natural Chemotherapeutics Research Institute P.O.Box 4864, Kampala	Finance Secretary	
4.	Prof. Jasper Ogwal- Okeng - Professor of Pharmacology	Makerere University P.O.Box 7072, Kampala	Patron	
5.	Dr. Charles Odongo Okot -Pharmacology Lecturer	Gulu University P.O. Box 166, Gulu	Member	
6.	Dr. George Okello -Marketing Officer	Uganda Medical Stores P.O.Box 16, Entebbe	Member	
7.	Ms. Lydia Bunalema - Pharmacology Lecturer	Makerere University P.O.Box 7072, Kampala	Member	
9.	Mr. Joseph Oloro - Pharmacology Lecturer	Mbarara University of Science and Technology P.O.Box 1410, Mbarara	Member	
10.	Dr. Hindum Lanyero - Pharmacology Lecturer	Makerere University P.O.Box 7072, Kampala	Member	

Dated this..... Day of 2012

WITNESS TO THE ABOVE SIGNATURES

Name.....

Title/Occupation.....

Address.....

Signature.....