

Statute of the Malta Association of Crohn's and Colitis

A Voluntary, Non-Profit Making Organisation.

Article 1.

NAME.

The name of the Association shall be “**Malta Association of Crohn's and Colitis.**” – **MACC.**

Article 2.

ADDRESS

The official address of the Association is:

Kisba, 28, Triq il-Karwija, Kirkop, Malta KKP1231 or such other address as may be determined by the Committee from time to time.

Article 3.

MISSION STATEMENT OF THE ASSOCIATION.

The aim of the Malta Crohn's and Colitis Association shall be to offer support to persons and guardians and relatives of persons suffering from Crohn's and Colitis, to help them improve their quality of life and to promote public awareness about these chronic conditions.

Article 4.

OBJECTIVES.

4. The Association shall have the following objectives:

4.1 To provide support and information for Crohn's and Colitis patients and their families and/or guardians;

4.2 To educate patients and their families and/or guardians about Crohn's and Ulcerative Colitis;

4.3 To seek and promote, on a national level, the participation of Crohn's and Ulcerative Colitis patients in the Association;

4.4 To raise public and political awareness about these chronic conditions;

4.5 To educate the public about these conditions and the needs of patients who suffer from these chronic conditions;

- 4.6 To improve the self-confidence, self reliance, self-image and public image of patients with Crohn's or Colitis;
- 4.7 To improve the conditions of patients with Crohn's or Colitis in society in general, especially in their place of work, school, trade or professional activity;
- 4.8 To eradicate discrimination of whatever nature against persons who suffer from Crohn's or Colitis;
- 4.9 To promote and present the interests, rights, needs, grievances and problems of persons with Crohn's and Colitis to the notice of local administration and authorities, international organizations and other authorities;
- 4.10 To raise funds by means of subscription of members or otherwise for all the purposes and objectives of the Association in such amounts and in such manner as may be authorized by the Committee;
- 4.11 To form part of any international association/s whose aims are to improve the well being of patients with Crohn's or Colitis;
- 4.12 To encourage and promote research concerning these conditions;
- 4.13 To do all that which is ancillary, incidental or conducive to the attainment of the above objectives.

Article 5.

GENERAL POLICY

- 5.1. The Association shall be an autonomous, voluntary, non-profit making organisation.
- 5.2. The Association shall be a non-profit making organisation and any excess of funds received or generated from its activities must always be reinvested in the Association.
- 5.3. The accounts of the Association shall be audited or reviewed and published on a yearly basis.
- 5.4. Provided its autonomy is not effected, the Association may collaborate with other entities on a national, regional or international basis in order to further its aims.
- 5.5. The Association shall not have any political or trade union affiliation and it shall not indulge in party politics.
- 5.6. All prospective Members and Associate Members of the Association shall have access to the statute of Association upon demand. Prospective Members will be required to state that they are aware of the objectives of the group.

Article 6.

STRUCTURE AND MEMBERSHIP.

6.1 All persons suffering from Crohn's or Colitis over the age of eighteen (18) are eligible to become Members of the Association with full voting rights. Minors under the age of 18 years are eligible to become Provisional Members of the Association with their voting rights delegated to one parent or legal guardian. Persons sharing the interests and aims of the Association and those of persons suffering from Crohn's and Colitis are also eligible to become Members of the Association.

6.2 Physicians, health care professionals and entities with an interest in the Association are eligible to become Associate Members without voting rights.

6.3 The Affairs of the Association, in all matters not in these rules reserved for the Association in General Meeting, shall be managed by the Executive Committee of the Association. Provided that the Executive Committee shall have, as its primary function but not limited to, the management and allocation of the proceeds of all fund raising activities.

6.4 The Executive Committee shall consist of seven (7) Members of the Association who shall be elected every two years at a General Meeting of The Association. At the expiration of the two year period the Executive Committee shall go out of office, however it is eligible for re-election.

6.5 Any person wanting to contest the election, has to show his/her intent at least two months prior to the election date.

6.6 A new member who wishes to form part of the Executive Committee should be a fully subscribed Member of the Association for at least six (6) months, otherwise said person can be co-opted and then becomes a full voting Member of the Executive Committee at such a date as the Executive Committee sees fit.

6.7 Should no person show an interest to contest the election, unless there is an objection, the Executive Committee will be re approved for the following term.

6.8 In order that a vote can be taken during a meeting of the Executive Committee, a minimum of five Members must be present and vote.

6.9 In the event that one or more of the seven will either resign or will have to step down for whatever reason, the Executive Committee will co-opt other members to take his/her place. The other official Members of the Executive Committee will pass a vote as to who will be co-opted during a committee meeting.

6.10 Any Member not attending the Executive Committee meetings for three (3) consecutive times without a very valid reason will automatically have to step down. Those who will have to absent themselves due to other commitments will also have

to resign their posts and if agreeable to them work as members of a sub-committee. This will guarantee the continuity of the work of the Executive Committee.

6.11 The elected members of the Executive Committee will elect a Chairperson, an Honorary Secretary and an Honorary Treasurer from amongst them.

6.12 The Executive Committee may from time to time, and at any time, appoint any Member of the Association who, during the election of the Committee had obtained the next higher number of votes as a member of the Committee, to fill a casual vacancy. Any Member so appointed shall retain his office only until the next General Meeting, but he shall then be eligible for re-election.

6.13 The Executive Committee shall be elected to office for a period of two (2) years by secret ballot of those Members obtaining the highest number of votes, or automatically as stated in article 6.7 above.

6.14 No person who is not a Member of the Association shall be eligible to hold office as a Member of the Executive Committee. She or he should have been a member for at least 6 months, unless accepted by the Committee. However the Executive Committee is empowered to allow physicians and/or health care professionals to attend all committee meetings.

6.15 Nominations for the Executive Committee must be submitted on the appropriate official forms fourteen (14) days prior to the Biennial General Meeting. In the absence of prior nominations reaching the Committee on the appropriate date, the outgoing Committee may invite nominations from the floor on the day of the Biennial General Meeting.

Article 7.

POWERS OF THE EXECUTIVE COMMITTEE

7.1 The business of the Association shall be managed by the Executive Committee which may pay all such expenses, preliminary and incidental to the promotion, formation, establishment and registration of the Association as they deem fit.

7.2 Legal representation of the Association shall vest in the Chairperson, the Secretary and the Treasurer.

7.3 No regulation made by the Association in a General Meeting shall invalidate any prior act of the Executive Committee which would have been valid if such regulation had not been made.

7.4. The Members for the time being of the Executive Committee may act notwithstanding any vacancy in their constitution.

7.5 The Executive Committee is authorised to consult and seek the advice of any Associate Member of the Association with the aim of improving the welfare or condition of both its members and the Association itself.

7.6 The Executive Committee is authorised to appoint a Scientific Advisory Committee consisting of physicians, surgeons and health care professionals specializing in Crohn's and Colitis. The role of this scientific advisory committee will be to advise the Committee and the Association in all matters of a scientific nature.

7.7 The Executive Committee will be empowered to appoint as an Associate Member any person who it deems fit to be able to contribute towards the general welfare and promotion of the Members and the Association itself.

Article 8.

CHAIRPERSON

8.1 The Chairperson shall be elected at the Biennial General Meeting by the greatest number of votes of the members present. The Chairperson will preside at all Executive Committee meetings and General Meetings of the Association. The Chairperson and the Deputy Chairperson shall undertake such functions in respect of the Association as the Executive Committee may determine from time to time.

No remuneration (except by way of reimbursement of out of pocket expenses, if any) shall be paid to the Honorary Treasurer or his /her assistant in respect of their office.

8.2 The Executive Committee will elect from among its members a Deputy Chairperson and may determine for what period he/she is to hold office. The Deputy Chairperson will preside the Executive Committee with full powers in the absence of the Chairperson.

8.3. Provided that in the absence of both the Chairperson and the Deputy, and provided a quorum is available, the Executive Committee will have the power to appoint a substitute/s to conduct the meetings. The Executive Committee may remove any Deputy Chairperson in which case he/she shall remain a Member of the Committee.

Article 9.

SECRETARY

9.1. The Honorary Secretary shall be elected at the Biennial General Meeting by the greatest number of votes of the members present. The Honorary Secretary will be responsible for all the secretarial and administrative work of the Executive Committee.

9.2. The Executive Committee may elect from among its members an Assistant Secretary to assist the Honorary Secretary as necessary. Any Secretary so appointed by the Executive Committee may also be removed by them, in which case however he/she shall remain a member of the Executive Committee. The Honorary Secretary and his/her assistant shall undertake such functions in respect of the Association as the Executive Committee may determine from time to time. No remuneration (except by way of reimbursement of out of pocket expenses, if any) shall be paid to the Honorary Secretary or his /her assistant in respect of their office.

9.3. Every such appointment shall be for such a period and on such terms as the Committee shall think fit.

Article 10.

TREASURER

10.1. The Honorary Treasurer shall be elected at the Biennial General Meeting by the greatest number of votes of the members present. The Honorary Treasurer will be responsible for all the Financial and Accounting work of the Executive Committee.

10.2. The Executive Committee may elect from among its members an Assistant Treasurer to assist the Honorary Treasurer elected at the Biennial General Meeting. Any Assistant Treasurer so appointed by the Executive Committee may also be removed by them, in which case however he/she shall remain a member of the Executive Committee. The Honorary Treasurer and his/her Assistant shall undertake such functions in respect of the Association as the Executive Committee determines from time to time. No remuneration (except by way of reimbursement of out of pocket expenses, if any) shall be paid to the Honorary Treasurer or his /her assistant in respect of their office.

10.3. Every such appointment shall be for such a period and on such terms as the Committee shall think fit.

Article 11.

DISQUALIFICATION OF MEMBERS OF THE EXECUTIVE COMMITTEE

11.0 The office of an Official Member of the Committee shall be vacated:

- (a) If he/she ceases to be a Member of the Association.
- (b) If by notice in writing to the Association, he/she resigns his/her office.
- (c) If he/she is removed from office by a resolution duly passed pursuant to Clause 12.1 of this Statute.
- (d) As stated in Clause 6.10

Article 12.

SUSPENSION

12.1. The Association may by a resolution taken at an Extraordinary General Meeting remove any Member of the Executive Committee before the expiration of his/her period of office if he/she is guilty of repetitive disruption of meetings, hinders the function of the Association or breaks the confidentiality and trust of other Members. The Association may by the same or another resolution appoint another Member in his/her stead; but any person so appointed shall retain his/her office so long only as the Member in whose place he/she is appointed would have held the same if he/she had not been removed.

Article 13.

PROCEEDINGS OF THE EXECUTIVE COMMITTEE

13.1. Subject as hereinafter provided, the Executive Committee may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit. The Executive Committee shall meet at least once every two (2) months.

13.2. The quorum necessary for the transaction of the business of the Executive Committee shall be five (5) provided that if no quorum is present within half an hour from the time appointed for the meeting, the meeting shall be adjourned to another day within one week. If at such adjourned meeting no quorum is present within half an hour from the time appointed for the meeting, provided three (3) members are present, the meeting shall proceed accordingly. Matters decided at any meeting of the Executive Committee shall be decided by a simple majority of votes. In case of an equality of votes, the Chairperson of the meeting shall ask for a re-vote. In the event of an equality of votes on the revote, the Chairperson of the meeting shall have a second or casting vote.

13.3. On the request of the Chairperson or his/her Deputy the Secretary shall, at any time, summon a meeting of the Executive Committee by notice (stating the time and place of such meeting) served upon the several members of the Executive Committee. Any accidental failure to give such notice to any member of the Committee entitled thereto shall not invalidate any of the proceedings of such meeting so long as a quorum is present thereat.

13.4. A meeting of the Executive Committee at which a quorum is present shall be competent to exercise all the authorities, powers and discretion by or under the regulations of the Association for the time being vested in the Executive Committee generally.

13.5. The Executive Committee may delegate any of its powers to sub committees consisting of such member or members of the Executive Committee or of such other persons as it thinks fit, and any sub-committee so formed shall, in the exercise of

the powers so delegated, conform to any regulations imposed on it by the Executive Committee.

13.6 The Executive Committee shall cause proper minutes to be made of all appointments of officers made by the Executive Committee and of the proceedings of all meetings of the Association and of the Executive Committee and of sub-committees of the Executive Committee, and all business transacted at such meetings, and any such minutes of any meeting, if purporting to be signed by the Chairperson and Secretary of such meeting, or by the Chairperson and Secretary of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.

13.7 A resolution in writing signed by all the members for the time being of the Executive Committee or of any sub-committee of the Executive Committee who are entitled to receive notice of a meeting of the Executive Committee or of such sub-committee shall be as valid and effectual as if it had been passed at a meeting of the Executive Committee or of such sub-committee duly convened and constituted.

Article 14.

SUBSCRIPTIONS, FINANCES AND ACCOUNTS

14.1.

- (a) Applications for membership shall not be considered unless accompanied by the subscription fee.
- (b) The subscription fee shall be payable yearly in advance and shall fall due as determined by the Executive Committee;
- (c) If the subscription falls due and a Member has not yet paid the previous year's subscription, he/she shall not be entitled to receive any of the Association's publications free of charge or to benefit from reduced rates for services available to Association members;
- (d) Any Member who resigns or forfeits his membership shall on re-joining be liable to pay a readmission fee equivalent to one year's subscription.

14.2 The funds of the Association shall also be collected from voluntary contributions, donations or grants by Members, benefactors or the State or any other institution, and from fundraising activities.

14.3 The funds of the Association shall be deposited in bank accounts of a reputable local bank in the name of Malta Association of Crohn's and Colitis and the authorised joint signatories for operating such accounts shall be the Chairperson, the Secretary and the Treasurer. The signature of the Treasurer and one other signature of the Chairperson or Secretary will suffice.

14.4 The Treasurer shall keep such proper books of accounts as will enable him to present at every General Meeting of the Association, or at any other time if required

(on reasonable notice to him) by the Committee, an accurate report and statement concerning the finances of the Association.

Article 15.

GENERAL MEETINGS

15.1. An Annual General Meeting of the Association shall be held in every year. Notice of the day and time of the Annual General Meeting shall be given to each member at least twenty one (21) days before such day.

15.2. Other meetings of the Association may be summoned by the Executive Committee, and shall be so summoned immediately upon a request in writing signed by at least ten per cent of the Members.

15.3. At any meeting of the Association every member of the Association shall be entitled to be present, and every Member shall be entitled to one (1) vote upon every matter raised. In the case of equality of voting, the Chairperson of the meeting (who shall be a member elected for the occasion by the meeting before any other business is opened) shall have a second or casting vote. The Secretary shall take minutes of the proceedings at all Meetings of the Association.

15.4. The Secretary shall present the Annual Report of the Association to the Annual General Meeting.

15.5. The quorum for the Annual or any Meeting shall be ten per cent (10%) of the general membership. In the absence of such quorum, the Meeting shall be held, with the same agenda, fifteen minutes later and all decisions taken shall be binding on the Association as a whole.

15.6. The auditors or reviewers of accounts shall be nominated and elected by the members attending and having a right to vote at General Meetings. No auditor or reviewer of accounts who has held office on the Committee during the past twelve (12) months will be eligible for nomination.

Article 16

CONDUCT OF MEMBERS

16.1 Every Member shall conform to the Association's Code of Ethics. Any Member or members alleged to have brought, or attempted to bring disrepute on the Association, shall be asked to appear before the Committee and if, in the opinion of the Committee, the case be found proven, the Member shall be deprived of his/her membership. If the said Member fails to appear before the Committee without justification he/she shall be deprived of membership.

Article 17

NOTICES

17.1 Each Member shall keep the Secretary informed of that Member's private address, email address, or of some other address at which communications may be addressed to him.

Article 18.

ALTERATION OF STATUTE

18.1. This Statute may be revoked, added to or altered by a vote of at least fifty one per cent of all the registered Members of the Association who are entitled to vote at a General Meeting of the Association of which notice has been duly given specifying the intention to propose the revocation, addition or alteration, together with full particulars thereof.

Article 19.

DISSOLUTION

19.1. If at any time the Association shall pass in General Meeting by a majority comprising seventy five per cent (75%) of all the registered Members present and entitled to vote a resolution of its intention to dissolve, the Committee shall take immediate steps to settle any debts, and dispose of the monies and property remaining as determined by the General Meeting; and thereupon the Association shall for all purposes be dissolved.

19.2. In the event of dissolution of the Association, any remaining funds and/or property shall be donated to a voluntary non-profit making organization or a charitable institution chosen by the outgoing Committee.

Signed:	Josef Busuttil	Vanessa Bonnici Mallia
	Ralph Camilleri	Josette Desira
	Mary Grech Pace	Marie Colette Vassallo
	Marica Vella	