



## **ISPOR Ethiopia Regional Chapter**

### **ISPOR Ethiopia Chapter constitution**

The current constitution of the ISPOR Ethiopia Chapter was adopted by the Executive Committee of ISPOR Ethiopia Chapter in Gondar, Ethiopia on 01 April 2017.

#### **Preamble to guide interpretation**

Throughout the Constitution, the masculine gender shall include the feminine gender and vice versa.

#### **Article 1: Name**

The name of this organization is the International Society for Pharmacoeconomics and Outcomes Research Ethiopia Regional Chapter, herein referred to as the “ISPOR Ethiopia Chapter”.

#### **Article 2: Scope**

ISPOR-Ethiopia chapter embraces health care researchers from all disciplines conducting health care research, which includes all those with a focus on health economics, epidemiology, decision analysis, modelling, risk assessment, patient-reported outcomes (quality of life), use of ‘real world’ data such as health care database analyses, observational studies, patient registries. Health care includes use of pharmaceuticals, biologics, genetically-derived products, medical devices, delivery systems, priority-setting, resource allocation and health services.

#### **Article 3: Mission**

The mission of the ISPOR Ethiopia Chapter is to:

1. Build, develop, and ensure Regional Chapter membership representation from health care practitioners, researchers and decision-makers who are interested in pharmacoeconomics and outcomes research.
2. Spread and emphasize the importance of pharmacoeconomics and outcomes research in Ethiopia.

3. Provide an environment in which researchers, health care practitioners, and decision-makers interested in pharmacoeconomics and outcomes research can share knowledge at a country level.
4. Serve as a bridge in bringing together Ethiopian researchers, health care practitioners, and decision-makers interested in pharmacoeconomics and members of the pharmaceutical industry, health-related organizations, and academia.
5. Act as a resource at a local level for individuals interested in pharmacoeconomics and outcomes research.
6. Provide an opportunity for ISPOR Ethiopia Chapter members to become more familiar with the activities of ISPOR as well as participate in its activities and promote membership into ISPOR.

#### **Article 4: Not-for-profit**

1. ISPOR-Ethiopian chapter is a not-for-profit organisation, which is not carried on for the profit or gain of its members.
2. The assets and income of ISPOR-Ethiopia chapter will be applied solely in furtherance of its above-mentioned mission and no portion shall be distributed directly or indirectly to the members of ISPOR-Ethiopia chapter, whether by money, property or otherwise, other than in return for bona fide services or in reimbursement of expenditure incurred on the behalf of ISPOR-Ethiopian chapter.
3. In the event of ISPOR-Ethiopia chapter being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another tax exempt organisation with similar purposes and which has rules prohibiting the distribution of its assets and income to its members.

#### **Article 5: Affiliation**

This ISPOR Ethiopia Chapter maintains affiliation as a component Chapter of the International Society for Pharmacoeconomics and Outcomes Research (ISPOR).

#### **Article 6: Membership**

1. Membership is open to any individual in Ethiopia interested in the Society and supports the mission of the Society.
2. There will be an ongoing membership recruitment program to encourage membership into the Chapter as well as the Society.
3. At least ten of the Chapter members are ISPOR members.
4. Each Chapter member has the right to vote for Chapter Officers and Directors. All members shall have the right to serve on the Board of Directors or Committees, unless additional qualifications are specified for a particular office.

#### **Sub-article 6.1: Class of Members**

- a) **Individual member:** A researcher, who is in or has the background of the biopharmaceutical, medical, statistics, economic, psychological and outcome research relevant fields, or engages in the activities of pharmacoeconomics and outcome research, and agrees with the objectives of the Society, fills the individual member application, is approved by the executive committee

or the Promotion Committee, pays the membership fee, can be an individual member of the Society. The membership shall be reported to the competent authority for reference and review.

- b) **Group member:** A privately owned or governmental institute or group, which involve in the biopharmaceutical, medical, statistics, economic, psychological and outcome research relevant fields, or engages in the activities of pharmacoeconomics and outcome research, and agrees with the objectives of the Society, fills the group member application, is approved by the executive committee, pays the membership fee, can be a group member of the Society. The group member can assign a representative to attend all activities organized by the Society and the membership shall be reported to the competent authority for reference and review.
- c) **Sponsor member:** A group or individual, who sponsors the Society practically and agrees with the objectives of the Society, can be nominated by the Chairman of the Council, approved by the Board of Council to be a sponsor member of the Society.
- d) **Honorary member:** An individual, who has significant and important achievements in the field of pharmacoeconomics and outcome research or contribution to the Society, can be nominated by the Chairman of the Council, approved by the executive committee to be honorary member of the Society.
- e) **Life member:** A member of the Society, who pays the life membership fee (the amount of 10 times of the annual membership fee) in one payment, approved by the executive committee, can be a life member of the Society.
- f) **Student member:** A student, who is less than 30 years old and currently registered in the school programs and agrees with the objectives of the Society, fills the individual member application, pays the membership fee, is approved by the executive committee, can be a student member of the Society.

### **Sub-article 6.2: New Membership**

- 1. Subject to these rules, active membership is open to any individual interested in ISPOR who supports the mission of the ISPOR which is to promote the science of pharmacoeconomics and outcomes research and facilitates the translation of this research into useful information for healthcare decision-makers so that society may allocate scarce health care resources wisely, fairly and efficiently.
- 2. An application for membership must be:
  - (a) in writing; and
  - (b) signed by the applicant and the applicant's proposer and seconder; and
  - (c) in the form decided by the Management Committee.

### **Sub-article 6.3: Membership Fees**

- 1. The membership fee for each ordinary membership and for each other class of membership (if any) is the amount decided by the members from time to time at a general meeting; and is payable when, and in the way, the Management Committee decides.
- 2. A member of ISPOR-Ethiopia chapter who, before becoming a member, has paid the member's annual subscription for membership of the unincorporated ISPOR-Ethiopia chapter on or before a day fixed by the Management Committee, is not liable to pay a further amount

of annual subscription for the period before the day fixed by the Management Committee as the day on which the next annual subscription is payable.

#### **Sub-article 6.4: Admission and Rejection of New Members**

1. The Management Committee must consider an application for membership at the next committee meeting held after it receives the application for membership and the appropriate membership fee for the application.
2. The Management Committee must decide at the meeting whether to accept or reject the application.
3. If a majority of the members of the Management Committee present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member for the class of membership applied for.
4. The secretary of ISPOR-Ethiopia chapter must, as soon as practicable after the Management Committee decides to accept or reject an application, give the applicant a written notice of the decision.

#### **Sub-article 6.5: When Membership Ends**

1. A member may resign from ISPOR-Ethiopia chapter by giving a written notice of resignation to the secretary.
2. The resignation takes effect at the time the notice is received by the secretary; or if a later time is stated in the notice – the later time.
3. The Management Committee may terminate a member's membership if the member is convicted of an indictable offence; or does not comply with any of the provisions of these rules; or has membership fees in arrears for at least 2 months; or conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of ISPOR-Ethiopia chapter.
4. Before the Management Committee terminates a member's membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.

#### **Sub-article 6.6: Register of Members**

1. The Management Committee must keep a register of members of ISPOR-Ethiopia chapter.
2. The register must include the following particulars for each member:
  - (a) the full name of the member;
  - (b) the postal or residential address of the member;
  - (c) the date of admission as a member;
  - (d) the date of death or time of resignation of the member;
  - (e) details about the termination or reinstatement of membership;
  - (f) any other particulars the Management Committee or the members at a general meeting decide.
3. The register must be open for inspection by members of ISPOR-Ethiopia chapter at all reasonable times.

## **Article 7: Governance**

1. ISPOR Ethiopia Chapter is governed by this constitution.
2. ISPOR Ethiopia Chapter is a recognized organization in the country and complies with local government policies. ISPOR Ethiopia Chapter holds at least 1 general meeting during the year. Minutes of meetings must be taken and must be provided to the ISPOR Board of Directors upon request.
3. Any member of the ISPOR Ethiopia Chapter may initiate a constitutional amendment. Procedures for amending this Constitution are outlined in Article 11.

## **Article 8: Chapter Leadership**

1. The leadership of the ISPOR Ethiopia Chapter is the Executive Committee.
2. The Executive Committee consists of the following elected members: President, President-elect, Past President, Secretary/Treasurer and at least two Directors. Members of the Executive Committee should represent diverse geographic locations and work environments.
3. To facilitate the objectives of the Society and the Ethiopia Chapter, the President should be a health care decision-maker or an active researcher in the field of economics / outcomes research, at least for the first 5 years of the Chapter.
4. President-elect / President / Past President are limited to one term.
5. ISPOR Ethiopia Chapter members elect the members of the Executive Committee. Elections are to be held according to the rules and procedures outlined in Article 8.
6. Members of the ISPOR Ethiopia Chapter Executive Committee hold their respective positions for a term of up to three years, or for the remainder of a term when filling a vacancy. The position of Director or Secretary / Treasurer can serve a second term if re-elected by members of ISPOR Ethiopia Chapter.
7. The Executive Committee oversees and supports activities of the Chapter. The duties and responsibilities of the Executive Committee should be as defined in Article 9.
8. The Executive Committee's responsibilities include upholding the mission of the ISPOR Ethiopia Chapter as defined in Article 3.
9. Executive Committee meetings are held as needed. Minutes of meetings must be taken and provided to the ISPOR Board of Directors upon request.
10. The ISPOR Ethiopia Chapter Executive Committee has the right to make decisions according to ISPOR Ethiopia Chapter Constitution.

## **Article 9: Duties of Officers**

### **President**

- Takes office after a term as President-elect and holds this position for a term of up to three years;
- Oversees ISPOR Ethiopia Chapter activities;
- Conducts and presides over all meetings of ISPOR Ethiopia Chapter; Represents ISPOR Ethiopia Chapter when called upon to do so;
- Provides an annual report of activities including a list of current ISPOR Ethiopia Chapter members to the ISPOR Board of Directors;

- Coordinates with faculty advisor to arrange regular ISPOR Ethiopia Chapter meetings and set agendas;
- Coordinates with the Secretary to co-sign off invitation letters to guest speakers.
- The President shall be a signatory to ISPOR Ethiopia Chapter bank accounts together with other two signatories nominated by the members of the Executive Committee.

The office is open to any member of ISPOR Ethiopia Chapter, in accordance with the requirements outlined in Article 8.

### **President –elect**

- Conducts and presides over all meetings of ISPOR Ethiopia Chapter in the absence of the President;
- Holds this position for a term of up to three years as President-elect, and at the end of the term as President-elect becomes President;
- Assists the President with the responsibilities of ISPOR Ethiopia Chapter.

The office is open to any member of ISPOR Ethiopia Chapter, in accordance with the requirements outlined in Article 8.

### **Past President**

- Holds this position for a term of up to three years after serving as President; Conducts and presides over all meetings of ISPOR Ethiopia Chapter in the absence of the President/President-elect;
- Assists the President with the responsibilities and duties as necessary;

The office is open to any member of ISPOR Ethiopia Chapter, in accordance with the requirements outlined in Article 8.

### **Secretary & Treasurer**

- Allocates money for various purposes as determined by the Executive Board of ISPOR Ethiopia Chapter;
- Receives and records all financial transactions;
- Pays bills;
- Satisfies requirements imposed by donors/funding organizations on co-sponsored events and applies for expenses associated with these co-sponsored events;
- Establishes and maintains bank accounts for funds;
- Prepares any necessary tax forms;
- Looks out for constant opportunities for expansion of new sources of funds; Schedules monthly meetings;
- Makes detailed notes from each ISPOR Ethiopia Chapter officers' meetings;
- Collects copies of bank statements and written checks each month;

- Keeps all meetings minutes, correspondences, and bank reports in two identical binders;
- Updates members' list & receives new membership.
- In some cases, the President shall be required to endorse financial documents as will be determined by the Executive Committee;
- The Executive Committee shall have overall authority to revoke, reverse or cancel any financial transaction if in their opinion the said expenditure(s) are ineligible and therefore not in line with the organization's interest;
- Any financial impropriety shall be dealt in accordance with law.

The office is open to any member of ISPOR Ethiopia Chapter.

### **Directors**

- Perform duties as assigned by the Executive Committee;
- Initiates activities of the Chapter.

The office is open to any member of ISPOR Ethiopia Chapter, in accordance with the requirements outlined in Article 6.

### **Director for communication**

- Drafts invitations to guest speakers, cooperates with other officers hosting guest lecturers, and sending "Thank you" letters to guest speakers for their lectures; Assists advisors and the Chapter President in inviting guest speakers;
- Sends regular updates to the Chapter members via e-mail.

The office is open to any member of ISPOR Ethiopia Chapter.

### **Director for research and publication**

- Plans and coordinates the initiation of research study protocol, and the establishment of operating policies and procedures;
- Promotes research capacity building among community-based organizations and student groups;
- Prepares research ethics board applications;
- Plans, implements, and maintains data collection and analysis systems in support of research protocol; may coordinate the collection and analysis of research data.

### **Article 10: Election Procedures**

1. The members of ISPOR Ethiopia Chapter elect the members of the Executive Committee. Each Ethiopia Chapter member has one vote.

2. The Executive Committee incumbent members select at least three ISPOR Ethiopia Chapter members from diverse work environment and geographic location for submission to the Nomination Committee.
3. The Nomination Committee solicits candidates for the positions of President-elect, Secretary/Treasurer, and Directors by notifying all ISPOR Ethiopia Chapter members electronically or by postal mail, prior to the end of the term of the incumbent.
4. The Nominations Committee selects at least two candidates for each position ensuring that the selected slate complements the incumbent Executive Committee with respect to education, professional interest, work environment, geographic location, and gender.
5. If selected for audit, The Nominations Committee will provide the ISPOR Board of Directors with evidence that the elections were conducted in a fair manner.
6. All elected positions must receive a majority vote (>50% of votes received)
7. The incumbent ISPOR Ethiopia Chapter President informs the ISPOR Board of Directors of the newly elected Executive Committee members via: [regionalchapter@ispor.org](mailto:regionalchapter@ispor.org)
8. Unless initiated by a decision of the President, or by any member of the Executive Committee regarding their elected term, an Executive Committee member holds their position until the end of the defined term. Executive Committee members should not be required to step down by any member of the ISPOR Ethiopia Chapter. If there is a dispute that needs further resolution, a petition must be formally submitted to the ISPOR Board of Directors via [regionalchapter@ispor.org](mailto:regionalchapter@ispor.org)
9. If a change in leadership occurs outside the parameters outlined in this constitution, the Chapter and / or new leadership are subject to disbandment by ISPOR Board of Directors
10. Elections are held every 3 years.

### **Article 11: Amendments**

1. A proposed amendment to this or new Constitution should become binding after receiving a two-thirds majority of the total voting membership of ISPOR Ethiopia Chapter.
2. Any active member or officer of ISPOR Ethiopia Chapter may propose constitutional amendments.

### **Article 12: Indemnification**

ISPOR Ethiopia Chapter will indemnify ISPOR from liability for injury or damage, cost or expense resulting from or which arises out of or in connection with the use by ISPOR Ethiopia Chapter of the ISPOR name, logo, or arising from the relationship or affiliation between the parties.

### **Article 13: Common Seal**

1. The Management Committee must ensure ISPOR Ethiopia Chapter has a common seal.
2. The common seal must be:
  - (a) kept securely by the Management Committee; and
  - (b) used only under the authority of the Management Committee.

3. Each instrument to which the seal is attached must be signed by a member of the Management Committee and countersigned by:
  - (a) the secretary; or
  - (b) another member of the Management Committee; or
  - (c) someone authorised by the Management Committee.

#### **Article 14: Funds and Accounts**

1. The funds of ISPOR-Ethiopia chapter must be kept in an account in the name of ISPOR-Ethiopia chapter in a financial institution decided by the Management Committee.
2. Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of ISPOR-Ethiopia chapter.
3. All amounts must be deposited in the financial institution account as soon as practicable after receipt.
4. A payment by ISPOR-Ethiopia chapter of 2000 ETB (Ethiopian birr) or more must be made by cheque or electronic funds transfer.
5. If a payment of 2000 ETB (Ethiopian birr) or more is made by cheque, the cheque must be signed by any two of the following:
  - (a) the president;
  - (b) the secretary;
  - (c) the treasurer;
  - (d) any 1 of 3 other members of ISPOR-Ethiopia chapter who have been authorized by the Management Committee to sign cheques issued by ISPOR-Ethiopia chapter.
6. However, one of the persons who signs the cheque must be the president, the secretary or the treasurer.

#### **Article 15: Finances**

1. The financial resources of ISPOR Ethiopia Chapter comprise of:
  - Donations, voluntary contributions or bequests from individuals, societies, commercial entities or other institutions;
  - The proceeds of any activities of ISPOR Ethiopia Chapter.
2. On behalf of the Management Committee, the treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.
3. The income and property of ISPOR Ethiopia chapter must be used solely in promoting ISPOR Ethiopia chapter's objects and exercising ISPOR Ethiopia chapter's powers.

#### **Article 16: Audit and Financial Year**

1. The financial year of ISPOR Ethiopia Chapter shall be the calendar year.
2. Two voting members, not being members of the Executive Committee, shall be elected as Honorary Auditors at each / alternate Annual General Meeting and will hold office for a term of one year only and shall not be re-elected for a consecutive term.
3. The Honorary Auditors will be required to audit each year's accounts and present a report upon them to the Annual General Meeting. They may also be required by the President to

audit the ISPOR Ethiopia Chapter accounts for any period within their tenure of office at any date and make a report to the Executive Committee.

4. ISPOR Ethiopia Chapter Offices shall remain closed during weekends and public holidays.

#### **Article 17: Dissolution**

1. The ISPOR Ethiopia Chapter shall not be dissolved except with the consent of not less than three quarters (3/4) of the total voting membership of the ISPOR Ethiopia Chapter for the time being resident in Ethiopia expressed in person at a General Meeting convened for the purpose.
2. In the event of the ISPOR Ethiopia Chapter being dissolved as provided above, all debts and liabilities legally incurred on behalf of the ISPOR Ethiopia Chapter shall be fully discharged, and the remaining funds will be disposed of in such a manner as the General Meeting of members may determine or donated to an approved charity or organization with similar objectives/activities in Ethiopia.
3. A Certificate of Dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies.