



CONSTITUTION

PREAMBLE

We, the members of the Philippine Society of Gastroenterology, envision ourselves as an organization of competent gastroenterologists imbued with the highest level of moral and ethical values, committed to the practice of the specialty in the Philippines and dedicated to the highest standards of learning, training, teaching and research towards the prevention, treatment and cure of digestive disorders. We shall endeavor to become an important Society of Gastroenterology in the Asia-Pacific region and in the World.

ARTICLE I

MISSION

1. Develop competent Gastroenterologists through comprehensive training and continuing professional development.
2. Produce and publish quality researches on gastroenterology.
3. Undertake advocacy programs to promote the healthcare needs of the community.
4. Assist the government in formulating and implementing digestive health policies and programs.
5. Safeguard the interests and welfare of its members.

VISION

The Philippine Society of Gastroenterology is the leading organization of world-class Gastroenterologists committed to the advancement and provision of the highest quality of digestive healthcare.

ARTICLE II

OFFICE

The principal office of the Society shall be in Metro Manila, Philippines

SEAL

The seal of the Society must be in such form or design as the Board of Directors may adopt, but the full name of the Society must be inscribed therein.

ARTICLE III

MEMBERSHIP

SECTION 1. TYPES OF MEMBERSHIP

- A. **INTERNATIONAL MEMBERSHIP** – Physicians of foreign nationality possessing credentials of training in gastroenterology who have satisfied the minimum requirements set by the Committee on Membership and who intend to be active members of the Society shall be eligible as international members. They are not eligible to vote and hold office.

B. **NATIONAL MEMBERSHIP** – National members may be categorized as:

1. ASSOCIATE MEMBERS
2. DIPLOMATES
3. FELLOWS
 - A. REGULAR FELLOWS
 - B. LIFE MEMBERS
 - C. LIFE FELLOWS
 - D. FELLOW EMERITUS
 - E. HONORARY FELLOWS

SECTION 2. QUALIFICATIONS AND ACQUISITION OF MEMBERSHIP

- A. Must be of good moral character and with ethical standing in the profession.
- B. Must meet all the requirements stated in the By-Laws and Implementing Rules and Regulations (IRR) drafted by the Committee on Membership and duly approved by the Board of Directors.

SECTION 3. RIGHTS AND PRIVILEGES OF MEMBERS

- A. Can attend all activities and functions of the Society.
- B. Diplomates, Regular Fellows, Life Fellows, Fellow Emeritus in good standing are entitled to vote but Diplomates cannot be elected as members of the Board of Directors.
- C. Only Fellows shall be allowed to use the title F.P.S.G.

SECTION 4. CERTIFICATION OF MEMBERSHIP

Every member of the Society shall be entitled to receive a Certificate of Membership, which shall specify, among others, the type of membership held.

SECTION 5. FEES, DUES and ASSESSMENTS

- A. **Application Fee** – An application fee shall be charged, the amount of which shall depend on the particular type of membership being applied for.
- B. **Annual Dues** – Members shall pay annual dues, the amount of which shall be determined by the Committee on Membership and approved by the Board of Directors.
- C. **Special Assessment** – Convention and scientific meeting fees, special contributions and assessments, when necessary, may be collected as approved by the Board of Directors.
- D. **Funds** – The funds of the Society shall be deposited in the name of the Society in a bank as determined by the Board of Directors.

SECTION 6. DUTIES AND RESPONSIBILITIES

- A. All active members are required to attend the Annual Business Meetings, promptly pay all fees, dues and assessments and are encouraged to attend all scientific meetings and other activities of the Society.
- B. Every member is expected to follow strictly the Code of Medical Ethics of the Philippine Medical Association and Philippine College of Physicians.
- C. All members shall promptly pay all fees, dues and assessments to remain in good standing
- D. All members are prohibited from creating or becoming members of organizations whose objectives are inimical to the interests of the Society.

SECTION 7. GOOD STANDING

A member in good standing must be of good moral character and shall have complied with all financial obligations, earned the minimum required continuing professional development (CPD) units, attended the Annual Business Meeting and actively participated in the activities of the Society.

SECTION 8. DELINQUENCY

Members are deemed delinquent if they fail to comply with their financial obligations, fail to comply with minimum required continuing professional development (CPD) units, and fail to attend the Annual Business Meeting and participate in the activities of the Society.

SECTION 9. GROUNDS FOR TERMINATION OF MEMBERSHIP

Membership may be terminated due to unresolved and unjustified delinquency, commission of criminal or unethical acts or acts that are inimical to the interest of the Society.

SECTION 10. REINSTATEMENT OF MEMBERSHIP

Membership may be reinstated upon review and favorable decision by the Committee on Ethics and/or Board of Directors.

ARTICLE IV

BOARD OF DIRECTORS

The Board of Directors is composed of eleven (11) members in good standing, who shall be elected by the general membership at the Annual Business Meeting of the Society. The Immediate Past-President shall be automatically designated as a non-voting member of the Board. The general management of the Society shall be vested in the Board of Directors.

It shall be composed of the President, the First Vice-President, the Second Vice-President, the Secretary, the Treasurer, the Public Relations Officer and five (5) Board Directors. The term of office of the Board shall be one (1) year

ARTICLE V

GENERAL MEETINGS OF THE SOCIETY

- A. **Annual Business Meeting** – The Annual Business Meeting of the Society shall be held in March of each year at such date and time as the Board of Directors may decide. A written notice shall be sent to every member of the Society at least twenty (20) days prior to the said meeting.
- B. **Special Meetings** – Special General Meetings of the Society may be called by the President at his/her discretion or whenever requested in writing by at least three (3) Directors or ten (10) Fellows in good standing, who are not members of the Board. A written notice stating the purpose shall be sent to every member at least five (5) days prior to the said meeting.
- C. **Scientific Meetings** – The Society shall conduct at least three (3) scientific meetings every year on such day and time as the Board of Directors may determine.

ARTICLE VI

FISCAL YEAR

The Fiscal Year of the Society shall begin on the first day of April and shall end on the last day of March of the next year.

ARTICLE VII SPECIALTY BOARD

The **Philippine Specialty Board of Gastroenterology and Digestive Endoscopy** is the certifying arm of the Society. It shall be composed of five (5) members appointed by the Board of Directors of the Philippine Society of Gastroenterology and the Philippine Society of Digestive Endoscopy and they shall have a term of three (3) years designed in such a way that the term expires on staggered basis. The Specialty Board shall promulgate its own rules and regulations subject to the approval of the Board of Directors of the Philippine Society of Gastroenterology and the Philippine Society of Digestive Endoscopy.

ARTICLE VIII ACCREDITATION BOARD

The **Accreditation Board of Gastroenterology and Digestive Endoscopy** shall be composed of five (5) members appointed by the Board of Directors of the Philippine Society of Gastroenterology and the Philippine Society of Digestive Endoscopy. Members shall have a term of three (3) years on staggered basis.

ARTICLE IX STANDING COMMITTEES

Without prejudice to creating Special Committee by the Board of Directors, the following shall be the standing committees with their respective functions, whose members shall be appointed by the former:

SECTION 1. COMMITTEE ON JOINT RESEARCH AND RESEARCH EDUCATION

The Committee shall oversee the promotion, development and advancement of all research projects in the field of Gastroenterology either independently or in cooperation with other institutions private or governmental, local or international.

SECTION 2. THE COMMITTEE ON SCIENTIFIC ACTIVITIES

The Committee shall be the lead body that will be responsible for all the scientific activities of the Society.

SECTION 3. COMMITTEE ON MEMBERSHIP

The Committee, together with those specified in other sections, shall determine the criteria on the qualifications, acquisition, privileges, obligations and maintenance of good standing, review the standing of every member and recommend actions to the board in regard thereto.

SECTION 4. COMMITTEE ON CIVIC ACTION

The Committee shall be responsible for the coordination and conduct of the short-and long-term projects of the Society for the purpose of community service.

SECTION 5. COMMITTEE ON CONSTITUTION AND BY-LAWS

The Committee shall review the provisions of the Constitution and By-Laws of the Society and may recommend amendments when deemed necessary at least every three (3) years.

SECTION 6 . COMMITTEE ON ADVOCACY

The Committee is responsible in engaging the public and policy makers to raise awareness on particular digestive health concerns.

SECTION 7. COMMITTEE ON BUDGET AND FINANCE

The Committee shall be responsible for exercising control over all financial operations of the Society. The Committee shall be composed of the President, First Vice-President and the Treasurer.

SECTION 8. COUNCIL OF PAST PRESIDENTS

The Council shall be composed of all Past Presidents of the Society, who are, willing to serve and have submitted a written conformity to that effect. It should act as advisory to the Board of Directors on matters of controversial nature especially where the Board of Directors is unable to resolve or reach a satisfactory decision. The Council shall create and implement their own rules and regulations upon approval of the Board of Directors. They shall serve as:

Section 8.a. Nominations and Elections Committee

Section 8.b. Awards Committee

Section 8.c. Ethics Committee

SECTION 9. COMMITTEE ON TRAINING PROGRAMS

The Committee shall be responsible for designing, improving or strengthening through innovation and foresight the Gastroenterology Training Programs that shall be implemented throughout the country.

SECTION 10. COMMITTEE ON CHAPTERS

The Committee shall be responsible for the promotion, creation, and monitoring of chapters defined as a group of Fellows in good standing practicing in a geographically contiguous area.

SECTION 11. COMMITTEE ON SPECIAL PROJECTS AND GOVERNMENT REPRESENTATIONS

The Committee shall be tasked to deal with government agencies, regulatory bodies and special concerns affecting the organization and the community.

SECTION 12. COMMITTEE ON COUNCILS AND PRACTICE GUIDELINES

The Committee shall address the diverse needs of the members through the development of practice guidelines and councils, each representing a distinct interest group.

ARTICLE X

CHAPTERS

For more effective supervision, administration and to better secure the purpose for which the Society was organized, the Board of Directors may, with two-thirds (2/3) vote, approve the formation of chapters upon application of at least five (5) Fellows in good standing, residing or practicing in a geographically contiguous area.

The applicants shall, upon the approval by the Board of Directors, elect from among themselves a Chapter President, Vice-President, and a Secretary-Treasurer. Their term of office shall be for one (1) year co-terminus with the national officers.

ARTICLE XI

DISCIPLINE & SEPARATION OF MEMBERS

Section 1. Resignation of Members

Any member may voluntarily resign from the Society by submitting a letter of resignation.

Section 2. Expulsion of or Disciplinary Measures against Members.

Any member may be expelled or disciplined for noncompliance to the constitution or violation of the provisions as stated in the By-Laws and Implementing Rules and Regulations.

ARTICLE XII

PUBLICATION

The Society shall have an official publication or journal and reserves the right to publish in its official journal, all papers submitted at its scientific meetings, seminars and symposia.

ARTICLE XIII

INDEMNIFICATION

The Society shall indemnify every director or officer, previous or present, against all costs and expenses reasonably incurred by such person in connection with any civil, criminal, administrative or investigative action, suit, or proceeding (other than an action by the Society) to which he/she may be, or is, made a party by reason of his/her being or having been a director or officer of the Society, except in relation to personal cases filed against them, involving their professional misconduct or negligence which do not involve the Society.

ARTICLE XIV

AMENDMENTS

The Board of Directors by a majority vote, may propose to amend the Constitution. The proposed amendments may be repealed and adopted by at least two-thirds (2/3) vote of the Membership in attendance of the scheduled meeting called for the purpose or any regular meeting where the amendments are in the agenda. The proposed amendments shall be sent to all members via electronic or regular mail at least thirty (30) days before the scheduled meeting.



BY-LAWS

ARTICLE I
MEMBERSHIP

SECTION 1. TYPES OF MEMBERSHIP

A. INTERNATIONAL MEMBERSHIP

Physicians of foreign nationality possessing credentials of training in gastroenterology who have satisfied the minimum requirements set by the Committee on Membership who intend to be active members of the Society shall be eligible as international members. They are not eligible to vote and hold office.

B. NATIONAL MEMBERSHIP – National members may be categorized as:

1. ASSOCIATE MEMBERS
2. DIPLOMATES
3. FELLOWS
 - a. REGULAR FELLOWS
 - b. LIFE MEMBERS
 - c. LIFE FELLOWS
 - d. FELLOW EMERITUS
 - e. HONORARY FELLOWS

1. ASSOCIATE MEMBER

A licensed physician who is a Diplomate of Philippine College of Physicians who has completed Fellowship training in any PSG -accredited training Institution.

Associate members must meet the following requirements:

- a. Completed their fellowship training in a PSG-accredited training institution;
- b. Submit a letter of intent to the Board of Directors accompanied by payment of the corresponding dues for two (2) years;
- c. Have attended the Joint Annual Convention, Single Topic Conference and Midyear Conventions;
- d. Be an active member of the PSG chapter in their area of practice where there is one.

2. DIPLOMATE

A licensed physician who is a Diplomate of Philippine College of Physicians who has completed a fellowship training in any PSG -accredited training Institution and passed the certifying examination administered by the Philippine Specialty Board of Gastroenterology.

A Diplomate must meet the following requirements:

- a. Have passed both the written and oral examinations administered by the Philippine Specialty Board of Gastroenterology ;
- b. Have paid the membership dues prior to their induction during the Joint Annual Convention;
- c. Submit a letter of intent addressed to the Board of Directors;
- d. Be an active member of the PSG chapter in their area of practice where there is one.

3. FELLOW

A Diplomate of Philippine Specialty Board of Gastroenterology who has applied for and satisfied all requirements as prescribed by the Committee on Membership and duly approved by the Board of Directors of the Philippine Society of Gastroenterology.

A Fellow must meet all the following requirements:

- A. A Diplomate in good standing of the Society;
- B. Have fulfilled all the requirements as prescribed by the Society through the Committee on Membership and duly approved by the Board of Directors;
- C. Submit a letter of application addressed to the Board of Directors accompanied by Letters of Recommendation from two Fellows of the Society in good standing;
- D. Pay a prescribed processing fee, membership dues and convention fees for the first year, if the application is approved;
- E. A Diplomate in good standing can qualify for Fellowship in the Society two (2) years from being certified as such;
- F. Have served the Society in the Joint Annual Convention, Single Topic Conference and Midyear conventions as well as served in any of the standing PSG committees for two (2) consecutive years;
- G. Have attended the Annual Orientation and Leadership Training Workshop given by the Society;
- H. He must be an active member of the PSG chapter in his area of practice where there is one.

(N.B. Application is subject for deliberation and approval of Board of Directors)

3.A. LIFE MEMBER. Life membership may be obtained by any Fellow in good standing for at least ten (10) consecutive years by applying and paying a prescribed fee. The corresponding certificate attesting to such status shall be awarded in an appropriate ceremony. A life member, thereafter, shall be exempt only from payment of annual membership dues.

3.B. LIFE FELLOW

A Fellow of the Philippine Society of Gastroenterology who is a past President.

- 1) A Life Fellow shall be exempt only from the payment of annual membership dues and convention fees and other financial obligations that may be imposed by the Society.
- 2) Conferment of this title shall take place during the opening ceremony of the Annual Convention.

3.C. FELLOW EMERITUS

- 1) A Fellow of the Society who has reached the age of sixty (60) and has been in good standing for the past ten (10) consecutive years, shall be recommended by the Committee on Membership for the title of Fellow Emeritus upon approval by the Board of Directors.
- 2) Fellow Emeritus need not pay the membership dues, convention fees and other financial obligations that may be imposed by the Society.

3.D. HONORARY FELLOW

- 1) A licensed physician or scientist with exemplary contribution to the advancement of the Science of Gastroenterology may be conferred an Honorary Fellowship in the Society upon recommendation by the Committee on Membership and approved by the Board of Directors.
- 2) The submission of candidates shall not be later than thirty (30) days preceding the Annual Convention.
- 3) The awardee is not qualified to vote, hold office, and shall have no financial obligations to the Society.

SECTION 2. QUALIFICATIONS AND ACQUISITION OF MEMBERSHIP

- A. Must be of good moral character and ethical standing in the profession;
- B. Must meet all the requirements stated in the By-Laws and the implementing rules and regulations made by the Committee on Membership and credentials duly approved by the Board of Directors.

SECTION 3. RIGHTS AND PRIVILEGES OF MEMBERS

Legal assistance may be granted subject to the approval of the Ethics Committee after deliberations on the merits of the case. It may not be monetary, should be reasonable, and is subject for approval upon deliberation of the Ethics Committee and restrictions as stated in the Implementing Rules and Regulations (IRR).

SECTION 4. CERTIFICATION OF MEMBERSHIP

Every member of the Society shall be entitled to receive a Certificate of Membership, which shall specify, among others, the type of membership they hold. Honorary Fellows shall also be given a Certificate of Honorary Membership. Every certificate shall be in such form and design as may be approved by the Board of Directors and shall bear the corporate seal and signatures of the President and the Chairman of the Committee on Membership.

SECTION 5. FEES, DUES and ASSESSMENTS

Annual dues of members shall be paid not later than March 31 of each year. Where a chapter has been organized, members may pay their dues to the Chapter Treasurer.

SECTION 6. DELINQUENCY

Members are deemed delinquent if they fail to:

- A. Comply with their financial obligations;
- B. Comply with the minimum required continuing professional development (CPD) units;
- C. Attend the annual business meeting and participate in the activities of the Society.

Types of Delinquency:

1. Payment – Dues and financial obligations to the Society become delinquent sixty days (60) after the deadline of payment.
2. Attendance – Failure to attend the Annual Business Meeting for three (3) consecutive times without justifiable reason is cause for cancellation of membership.

SECTION 7. GROUNDS FOR TERMINATION OF MEMBERSHIP

Membership may be terminated due to unresolved and unjustified delinquency, criminal or unethical acts or acts that are inimical to the interest of the Society.

- A. Termination may also result from but not limited to any conviction in a criminal case or revocation of license to practice medicine in any country of practice.
- B. Failure to attend the Annual Business Meeting for three (3) consecutive times.
- C. Failure to pay financial obligations for three (3) consecutive years.
- D. Failure to comply with the minimum requirements for good standing as determined by the Committee on Membership.

SECTION 8. REINSTATEMENT OF MEMBERSHIP

Membership may be reinstated depending on the cause of their deficiency, justification of reinstatement, reversal of a conviction or revocation of license to practice medicine, provided they have satisfactorily complied with all the requirements for reinstatement and duly approved by a majority vote of the Board of Directors.

ARTICLE II BOARD OF DIRECTORS

SECTION 1. DEFINITION OF TERMS

A. **Board of Directors** – It shall be composed of the President, the First Vice President, the Second Vice-President, the Secretary, the Treasurer, the Public Relation Officer and five (5) Board Directors. The term of office of the Board shall be one (1) year.

B. **Election** – The Officers of the Society shall be elected by the Board of Directors from among themselves by a majority vote during an organizational meeting that shall be called by the Committee on Nominations and Elections immediately after the proclamation of the winning nominees.

They shall not hold concurrent elective positions in any other National Societies composed of gastroenterologists and in other medical societies deemed inimical to the Philippine College of Physicians (PCP).

C. **Vacancies** – Any vacancies in the Board shall be replaced by the Officer occupying the next highest position; and in the case of the Directors, the vacancy shall be filled by ascension and the resulting vacant position will be filled by the nominee who garnered the next highest vote during the last election.

D. **Quorum** – The Directors shall act only as a Board, and the individual Directors shall have no power as such. A majority of the Directors shall be necessary at all meetings to constitute a quorum for the transaction of any business and every decision made shall be valid as a corporate act. Quorum is defined as the majority of the members of the Board of Directors.

E. **Meetings** – The Board of Directors shall meet regularly every second Tuesday of every month or at such time and place as the Board may determine from time to time. Special meetings may be called by the President on a day's notice, as he/she may deem necessary or upon the request of at least three (3) members of the Board of Directors.

F. **Powers and Responsibilities** – The Board shall have the power to:

1. Prescribe rules and regulations for the management of the Society's affair and activities consistent with the Constitution and By-Laws;
2. Approve or reject any application for membership in the Society upon the recommendation of the Committee on Membership;
3. Require special contribution and/or assessment from all members of the Society, provided that the purpose for which the funds are to be used and the manner in which the same shall be spent is indicated in its board resolution;
4. Create an Executive Committee of not less than five (5) members to which it may delegate any of its powers upon approval by two-thirds (2/3) vote of the Board of Directors. The Executive Committee shall be composed of the President, First and Second Vice Presidents, Secretary, and Treasurer;
5. Exercise the corporate powers of the Society;
6. Have the responsibility to determine the need to amend the Constitution and By-Laws for the governance of the Society;

7. Approve the program of activities of the Society;
8. Approve the agenda and proposed budget submitted by the President, members of the Board and all Committees;
9. Perform other functions as deemed necessary.

G. **Censure** – Is defined as a written warning by the President for minor offenses committed by any member of the Board of Directors and submitted to the Chair of the Council of Past Presidents.

H. **Suspension** – Temporary prevention from discharging their functions.

I. **Removal** – Permanent prevention from discharging their functions.

Any member of the Board may be censured, suspended or removed from office for any of the following:

1. Incapacity to serve (e.g. emotional, mental, physical, etc.);
2. Failure to serve after repeated censure from the President, with concurrence via a unanimous vote of the rest of the Board of Directors;
3. Expressed refusal to serve in writing;
4. Three (3) or more absences, without justifiable cause, in the monthly board meetings;
5. Actions and offenses decided unfavorably by the Ethics Committee;
6. Final conviction of criminal, civil or PRC-promulgated administrative case.
7. A pending litigation for a non-bailable criminal or civil case.

In case the President is the subject of censure, the Board sitting en banc should recommend the same to the Council of Past Presidents;

Removal from Office shall be decided by at least two-thirds (2/3) vote of the Board of Directors sitting en banc and shall be executed by the President.

SECTION 2. BOARD OF DIRECTORS

A. **The PRESIDENT** is the chief executive officer of the Association and shall exercise all corporate powers pertaining to his office for the benefit of all members. He/She shall:

1. Present the agenda or action plan for his term of office within thirty (30) days after the election;
2. Preside over general meetings of the Society or of the Board of Directors;
3. Exercise general supervision over the business of the Society and oversight of its Subspecialty and Affiliate Societies;
4. Sign and execute contracts upon the authority of the Board of Directors, except in cases where the signing and execution have been expressly delegated by the Board to other officers or members of the Board of Directors;
5. Appoint the Chairman and members of all committees, whether standing or ad hoc. He/She shall act as ex-officio member of all standing committees except the Committees under the Council of Past Presidents;
6. Sign jointly with the Treasurer or another Officer authorized by the Board of Directors all checks issued by the Society;
7. Exercise other powers and perform other duties as the Board of Directors may prescribe.

B. **The First Vice-President** – Shall assist the President and, perform the duties of the President in his/her absence or incapacity for any cause. He/She is in charge of the external affairs, Annual Convention of the Society and perform other duties as the Board of Directors may prescribe.

Duties as Chairman of External Affairs:

1. Shall be in charge of attending to the international commitments and activities of the Society;
2. Shall be responsible in assisting the President and when the latter is unable to perform or attend to his/her duties;
3. May perform other duties as the Board of Directors may prescribe.

Duties as Annual Convention Chairman:

1. Chair the Organizing Committee of the Annual Convention and assign appropriate committees thereof;
 2. Submit a final report about the Annual Convention to the Board of Directors during the board meeting immediately after the convention or before the end of the fiscal year.
- C. **Second Vice-President** –Shall perform the duties of the President and the First Vice-President in their absence or incapacity for any cause. He/She is in charge of the internal affairs of the Society, and perform other duties as the Board of Directors may prescribe. He/She:
1. Shall serve as the liaison between the Society and all other Societies, Organizations, Government and non-government agencies in the Philippines;
 2. Shall chair the Midyear Convention and/or PSG-initiated Single Topic Conference/s;
 3. Shall co-chair Committee on Special Projects and Government Representations;
 4. Shall chair Committee on Councils.
- D. **Secretary** –Shall be responsible for the following:
1. Keep a record of membership in the Society, indicating names, address and contact information of members;
 2. Make and keep full minutes of all general meetings of the Society and ensure that these are recorded and filed appropriately;
 3. Take custody of all other records and the Corporate Seal of the Society;
 4. Take charge and coordinate all correspondences of the Society;
 5. Perform other duties as may be prescribed by the Board of Directors.
- E. **Treasurer** –Shall:
1. Maintain a complete and accurate accounting of all receipts, disbursements, funds and properties and keep a record in the corresponding books of accounts in coordination with a designated certified public accountant;
 2. Sign jointly with the President or another officer as authorized by the Board of Directors all checks to be issued by the Society;
 3. Prepare and submit a monthly statement of the financial status of the Society to the Board and to render an audited financial report at the Annual Business Meeting of the Society or such other times as the Board of Directors may require;
 4. Chair the Committee on Budget and Finance and Ways and Means Committee of the Annual Convention;
 5. Co-chair Committee on Advocacies;
 6. Perform other duties as may be prescribed by the Board of Directors.
- F. **Public Relations Officer** –Shall be responsible for:

1. The creation and enhancement of the public image of the Society;
2. The publication or press releases of activities and projects of the Society as deemed appropriate on all media platforms;
3. The publication of a Directory of Members of the Society;
4. Maintenance of the official website of the Society as well as all social media accounts;
5. Acting as the official representative of the Society for the dissemination of information, advocacies and other agenda of the Society in all media platforms.

ARTICLE III

GENERAL MEETINGS OF THE SOCIETY

- A. **Annual Business Meeting** – Annual Business Meeting shall be held every second week of March of each year at such date and time as the Board of Directors may decide. During the meeting, the President and the Treasurer shall render their Annual Reports. Notice shall be sent via electronic or regular mail to every member at least twenty (20) days prior to Meeting.

General Assembly – The members present during the Annual Business Meeting shall be collectively called the General Assembly.

- B. **Special Meetings of the Society** may be called by the President at his/her discretion or whenever requested in writing by at least six (6) Board Directors or ten percent (10%) of Fellows in good standing who are not members of the Board.

A written notice stating the purpose of the meeting shall be sent to every member at least five (5) days prior to said meeting.

- C. **Quorum** is defined as the majority of members (50%+1) who are in good standing required for the transaction of any business of the Society except in cases of transactions that will affect the financial position of the Society (e.g., acquisition or disposition of assets), where the quorum is defined as the presence of two-thirds (2/3) of the members.

ARTICLE IV

SPECIALTY BOARD

1. The **Philippine Specialty Board of Gastroenterology and Digestive Endoscopy** is the certifying arm of the Society. It shall be composed of five (5) members appointed by the Board of Directors of the Philippine Society of Gastroenterology and the Philippine Society of Digestive Endoscopy and they shall have a term of three (3) years designed in such a way that the term expires on staggered basis. The Specialty Board shall promulgate its own rules and regulations subject to the approval of the Board of Directors of the Philippine Society of Gastroenterology and the Philippine Society of Digestive Endoscopy.

2. Replacements shall be made as the term ends. In case of resignations and/or incapacity, the Board of Directors of the Philippine Society of Gastroenterology and the Philippine Society of Digestive Endoscopy shall appoint a replacement who shall serve for the remainder of the corresponding term of the member who resigned.

3. The Chairman and Treasurer of the Specialty Board shall be elected from amongst its members every year. The Specialty Board shall be completely independent in the performance of its functions and implementation of its rules and regulations, after the same has been approved by the Board of Directors of the Philippine Society of Gastroenterology and the Philippine Society of Digestive Endoscopy.

4. Qualifications of the Members of the Specialty Board

a. He must be a member of good standing of the Philippine Society of Gastroenterology and the Philippine Society of Digestive Endoscopy.

b. He must be a Diplomate of the Philippine Specialty Board of Gastroenterology and Digestive Endoscopy.

c. He must have any of the following qualifications:

1. Must have an academic appointment in a recognized medical college for at least 5 years; or
2. Must have had at least 5 year experience related to teaching of Gastroenterology; or
3. Past chief of section of a Philippine Society of Gastroenterology accredited training institution; or
4. Past president of either the Philippine Society of Gastroenterology or the Philippine Society of Digestive Endoscopy; or
5. Past training officer of a Philippine Society of Gastroenterology accredited training institution; or
6. Past member of the Accreditation Board of the Philippine Society of Gastroenterology and Digestive Endoscopy.
7. Must be or have served as a training officer in Internal Medicine in a PCP accredited institution.

d. Other qualifications shall be determined by the Specialty Board upon the approval of the Board of Directors.

5. Duties of the Specialty Board

- a. Evaluate qualifications of applicants for the Certifying Examination in Gastroenterology and Digestive Endoscopy;
- b. Conduct written and oral examination;
- c. Submit to the Board of Directors for approval all candidates who have passed their Specialty Board Examination at least six weeks prior to the Annual Business Meeting;
- d. Submit a yearly financial report to the Board of Directors.

ARTICLE V

ACCREDITATION BOARD

1. The Accreditation Board of Gastroenterology and Digestive Endoscopy shall be composed of five (5) members appointed by the Board of Directors of the Philippine Society of Gastroenterology and the Philippine Society of Digestive Endoscopy.

Members shall have a term of three (3) years on staggered basis.

2. Replacements shall be made as the term ends. In cases of resignation and or incapacity, the Board of Directors of the Philippine Society of Gastroenterology and Philippine Society of Digestive Endoscopy shall appoint a replacement who shall serve the remainder of the corresponding term of the resigned or incapacitated member.

3. The Chairman and Treasurer of the Accreditation Board shall be elected from amongst its member every year. The Accreditation Board shall be completely independent in the performance of its functions and implementations of its rules and regulations, after the same have been approved by the Board of Directors of the Philippine Society of Gastroenterology and the Philippine Society of Digestive Endoscopy.

4. Qualifications of the Members of the Accreditation Board

a. He must be a member of good standing of the Philippine Society of Gastroenterology and the Philippine Society of Digestive Endoscopy.

b. He must be a Diplomate of the Philippine Specialty Board of Gastroenterology and Digestive Endoscopy.

c. He must have any of the following qualifications;

1. Must have an academic appointment in a recognized medical college; or
2. Past chief of section of a Philippine Society of Gastroenterology accredited training institution; or
3. Past president of either the Philippine Society of Gastroenterology or the Philippine Society of Digestive Endoscopy; or
4. Past training officer of a Philippine Society of Gastroenterology accredited training institution; or
5. Past member of the Philippine Specialty Board of Gastroenterology and Digestive Endoscopy.

d. Other qualifications shall be determined by the Accreditation Board upon the approval of the Board of Directors.

5. Duties of the Accreditation Board

- a. Regular evaluation of Training Programs, i.e., at least every two years
- b. In coordination with the Committee on Training Program, ensure strict implementation of all provisions of the prescribed accredited program.
- c. After proper deliberations, make regular recommendations to the Board of Directors, regarding the status of all evaluated Training Programs.
- d. Shall submit a yearly financial report to the Board of Directors.

ARTICLE VI

STANDING COMMITTEES

Without prejudice to the creation of a Special Committee by the Board of Directors, the following shall be the standing committees with their respective functions, whose members shall be appointed by the former:

SECTION 1. JOINT COMMITTEE ON RESEARCH AND RESEARCH EDUCATION (JRRE)

This shall be a joint committee of the Philippine Society of Gastroenterology (PSG), the Philippine Society of Digestive Endoscopy (PSDE) and the Hepatology Society of the Philippines (HSP). There shall be three (3) Coordinators for Research, each of whom must be a Member of the Board of Directors of their respective Societies, and shall be appointed by their respective Presidents.

The PSG Coordinator for Research shall act as the Society's Coordinator and Liaison with the JRRE, and shall actively participate in the duties and functions of the JRRE. There shall be five (5) members who will serve for a term of three (3) years in such a way that their term expires on a staggered basis. They shall elect among themselves a Chairman subject to the approval of the Boards. The Committee shall:

- a. Be responsible in promoting, guiding, advising and overseeing all research projects in the field of Gastroenterology and Digestive Endoscopy of Members and Fellows-in-Training in all three (3) Societies, either independently or in cooperation with other institutions private or governmental, local or international.
- b. Be responsible in reviewing all completed research papers submitted for possible presentation and determining which particular research papers are worthy of oral and poster presentation during the Joint Annual Convention.
- c. Be responsible in the maintenance of a systematic filing of all completed enhance research papers and encouraging the publication of papers worthy of publication in scientific journals both local and international.
- d. Be responsible for developing and maintaining a searchable electronic data base of all completed research papers.
- e. Be responsible in conducting workshops, seminars and conferences designed to enhance the capabilities of Members and Fellows-in-Training of both Societies to competently engage in scientific research.

- f. Be responsible in serving as the technical arm of all Societies in the matter of approval of applications for research grants and aid in linking researchers to other funding agencies and organizations.
- g. Be responsible in the performance of other functions that may be assigned by the Board of Directors.

SECTION 2. THE COMMITTEE ON SCIENTIFIC ACTIVITIES

The Committee shall be the lead body that will be responsible for all the scientific activities of the Society.

The Committee shall be composed of five (5) members, one of whom shall be the Treasurer of the Society and a Chairman, who is preferably a member of the Board of Directors. The three (3) committee members who are not members of the Board of Directors shall serve for a term of three (3) years. The Committee shall be responsible for the preparation and presentation of the scientific program of the Society which shall be subject to the prior approval of the Board of Directors. The Scientific Committee shall be concerned with:

- A. All scientific meetings of the Society;
- B. The scientific meetings in collaboration with the Philippine Medical Association (PMA);
- C. Scientific meetings upon request from chapters and other societies;
- D. Scientific meetings in collaboration with biomedical companies.

All scientific meetings should be in accordance with the corresponding implementing rules and regulations.

SECTION 3. COMMITTEE ON MEMBERSHIP

The Committee, in addition to those specified in other sections, shall determine and establish the criteria on the qualifications, acquisition, privileges, and obligations of members; review their standing and recommend actions to the Board in regard thereto.

The Committee shall be composed of four (4) members who shall serve a term of three (3) years and a Chairman who is preferably a member of the Board of Directors. The Committee shall be responsible for the:

- A. Authentication of the application of candidates for admission to the Society;
- B. Evaluation of the qualifications of the candidates and determination as to what membership category the candidates would qualify;
- C. Submission of the application of qualified candidates together with their recommendation to the Board of Directors for final approval;
- D. Evaluation of the conduct of members and propose to the Board of Directors disciplinary actions against erring members of the Society.

The Committee shall submit their findings together with their recommendations to the Board of Directors.

SECTION 4. COMMITTEE ON CIVIC ACTION

The Committee shall be responsible for the conduct and coordination of the short- and long-term projects of the Society for the purpose of community service.

The Committee shall be composed of a Chairman who is preferably a member of the Board of Directors and four (4) members. The four (4) committee members who are not members of the Board of Directors shall serve for a term of three (3) years. The committee shall be responsible for the coordination and implementation of medico-civic activities of the Society by:

- A. Ensuring participation of the members in community health programs;

- B. Recommending control measures to private and government agencies for the prevention and control of prevalent gastrointestinal diseases;
- C. Conducting public information programs and when possible, giving assistance in case of calamities.

SECTION 5. COMMITTEE ON CONSTITUTION AND BY-LAWS

The Committee shall review the provisions of the Constitution and By-Laws of the Society and may recommend amendments when necessary at least every three (3) years.

The Committee shall be composed of a Chairman who is preferably a member of the Board of Directors, the incumbent President of the Society, and three (3) others who are not members of the Board of Directors. The members shall serve for a term of three (3) years, except for the incumbent president who shall serve for one (1) year or until his successor is elected.

SECTION 6. COMMITTEE ON ADVOCACY

The Committee is responsible in engaging the public and policy makers to raise awareness on particular digestive health concerns.

The Committee shall be composed of, the President, a Fellow in good standing and other stakeholders, who may not be members of the Society, committed in promoting the advocacies of the Society.

SECTION 7. COMMITTEE ON BUDGET AND FINANCE

The Committee shall be responsible for exercising control over all financial operations of the Society.

The Committee shall be composed of the President, First Vice-President and the Treasurer, and shall be responsible for the following:

- A. Appropriate budget for the activities of the Society and the College for the fiscal year;
- B. Submit Committee budget within thirty (30) days from the start of the fiscal year for approval by the Board of Directors;
- C. Formulate ways and policies for the purpose of raising funds to support the Societies' activities;
- D. Review and update regularly existing dues and fees of all members;
- E. Exercise sound financial judgment to achieve budgetary goals;
- F. Perform other tasks related to the finances of the Society.

SECTION 8. COUNCIL OF PAST PRESIDENTS.

The Council shall be composed of all Past Presidents of the Society who are willing to serve and have submitted a written conformity to that effect. It shall act as advisory to the Board of Directors on matters of controversial nature especially where the Board of Directors is unable to resolve or reach a satisfactory decision. The Chairman is defined as the first in the succession of Presidential term who shall hold the position for a period of three (3) years, after which the next in line shall take over as the Chairman. In the event of resignation or vacancy, there should be a replacement prior to vacating the position. The Council will be represented in the Board of Directors by the

Immediate Past President. The Council shall create and implement their own rules and regulations upon approval of the Board of Directors. They shall serve as:

Section 8.a. Nominations and Elections Committee:

The Committee shall be composed of a Chairman who shall be the Immediate Past President and two (2) members of the Council whose term of office is within the last five (5) years.

Section 8.b. Awards Committee:

The Council will designate three (3) of its members to comprise the Awards Committee who shall as much as possible be regionally distributed.

Section 8.c. Ethics Committee:

The Committee shall be composed of Past Presidents of the Society, who are willing and able to serve. The Immediate Past President shall serve as Ex-officio, non voting member of the committee until his/her successor has been named. The Board of Directors shall appoint the Chairman from among the Past Presidents. The Chairman shall henceforth select four (4) members who have never been the subject of any form of ethical complaint.

SECTION 9. COMMITTEE ON TRAINING PROGRAM

The Committee on Training Program is a body which shall be responsible for designing, improving or strengthening through innovation and foresight the Gastroenterology and Digestive Endoscopy Training Programs that shall be implemented throughout the country.

a. The Committee shall be composed of the Chairman, who is a member of the current Board of Directors and 4 members. They shall serve for three (3) years on a staggered basis.

b. The members must be any of the following:

1. Must have an academic appointment in a recognized medical college.
2. Past director or training officer of a Philippine Society of Gastroenterology accredited training program.
3. Is not currently directly in-charge of any training program.
4. A past member of the Philippine Society of Gastroenterology and Digestive Endoscopy Accreditation or Specialty Board.

c. Functions:

1. It is tasked to conduct and supervise the in-service evaluation examination of the Training Fellows;
2. It is tasked to coordinate with the Specialty Board and Accreditation Board on the aforementioned objectives;
3. It shall review the yearly results of the Specialty Certifying Examinations and shall compare and study their observations with the Specialty Board and Accreditation Board, respectively;

4. It is tasked to formulate recommendations and utilize resources for the maintenance and advancement of the quality of the Gastroenterology and Digestive Endoscopy Training Program;
5. It is tasked to periodically review the core curriculum and make appropriate changes for the maintenance of competency and quality.

SECTION 10. COMMITTEE ON CHAPTERS

The Committee responsible for the promotion, creation, and monitoring of chapters defined as a group of Fellows in good standing practicing in a geographically contiguous area.

It shall be headed by the Vice-President for Internal Affairs as Chairman and four (4) members, who shall, as much as possible, be regionally distributed. The Committee shall:

- A. Encourage formation of chapters;
- B. Promulgate, subject to the approval of the Board of Directors, the requirements for the organization and authorization of chapters, their obligations, rights and privileges;
- C. Amend the above from time to time as exigencies may require;
- D. Act upon the application to organize a chapter and make its recommendations to the Board of Directors; and
- E. Review the performance of provisionally approved chapters during their second year and recommend to the Board of Directors the giving of a Permanent Chapter status or the cancellation of authority of the provisional chapter.

SECTION 11. COMMITTEE ON SPECIAL PROJECTS AND GOVERNMENT REPRESENTATIONS

The Committee created to deal with government agencies, regulatory bodies and special concerns affecting the community.

The Committee shall be composed of at least four (4) members who shall serve a term of three (3) years and a Chairman who is preferably a member of the Board of Directors. The Committee shall be responsible for:

Section 11.a. Coordinating with government and non-government agencies in addressing special needs not defined in other Sections (e.g., PNF, PHIC, UHC, NICCA).

SECTION 12. COMMITTEE ON COUNCILS AND PRACTICE GUIDELINES

The Committee that will address the diverse needs of the members through the development of practice guidelines and councils, each representing a distinct interest group.

Composition: It shall be headed by a Chairman, who is the Second Vice-President of the Society and one (1) member of the Board of Directors who will serve as co-chair. They shall serve for a period of one (1) year without prejudice to reappointment. The members of the committee shall be composed of the Coordinators of the different councils.

The Chair and Co-Chair of the Committee on Councils and Practice Guidelines shall:

- A. Encourage development and consolidate the various scientific activities of the different Councils within the Society through the Committee on Scientific Activities for approval;
- B. Provide assistance to the government in creating national policies relevant to digestive health;

- C. Encourage the Councils to develop evidence-based clinical practice guidelines or consensus statements to guide members as well as other stakeholders in the prevention and management of various digestive diseases;
- D. Be responsible for the implementation of the creation of new Council/s as approved by the Board of Directors;
- E. Prepare and submit an annual report to the Board of Directors sixty (60) days prior to the Annual Business Meeting.
- F. Be responsible for other functions as directed by the Board of Directors.

Composition of the Members of the Different Councils:

All Diplomates and Fellows of the Society shall automatically be members of all the councils.

- A. Members of the Society who have signified their intentions to serve a particular council/s shall be classified as Active Members and they will choose among themselves a Council Head who shall serve a maximum of two (2) years, without prejudice for reelection;
- B. Associate members may apply in writing to become a member but are not eligible to be elected as Council Heads;
- C. A member of the Society can be an active member of more than one Council but can only serve as a Head of one (1).

Function of the Councils: The Council shall:

- A. Develop various scientific activities in coordination with the Committee on Scientific Activities;
- B. Provide assistance to the government in creating national policies relevant to digestive health and disease;
- C. Develop evidence-based clinical practice guidelines or consensus statements to guide members as well as other stakeholders in the prevention and management of various digestive diseases;
- D. Submit to the Board of Directors within forty-five (45) days the Council Action Plan for the entire fiscal year with the corresponding budget;
- E. Prepare and submit an annual report, through its Council Head ninety (90) days prior to the Annual Business Meeting.

ARTICLE VII

DISCIPLINE & SEPARATION OF MEMBERS

Section 1. Resignation of Members – Any member may voluntarily resign from the Society by submitting a letter of resignation.

Section 2. Expulsion of or Disciplinary Measures against Members.

Any members may be expelled or disciplined by any of the following offenses:

Section 2.a. Violation of the Principle of Medical Ethics of the Philippine Medical Association (PMA) and Philippine College of Physicians (PCP);

Section 2. b. Final conviction by the Professional Regulations Commission (PRC) for offense within its jurisdiction;

Section 2.c. Participation in the formation or membership in other societies of specialists whose existence is competing or inimical to the objectives and interest of the PSG or PCP;

Section 2.d. Other acts that are derogatory to the Society or grossly repugnant to its purpose and aims.

ARTICLE VIII

PUBLICATION

The official publication or journal of the Society shall be the **Philippine Journal of Gastroenterology (PJG)**.

The Board of Directors shall appoint the Editor-in-Chief of the journal who shall:

- A. Serve a term of four (4) years without prejudice to reappointment; and
- B. Appoint his/her members subject to the approval of the Board of Directors.

The Board of Directors reserves the right to initiate or terminate publication.

ARTICLE IX

INDEMNIFICATION

In the event of a settlement or compromise, indemnification shall be provided only in connection with such matters covered by the settlement as to which the Society is advised by counsel that the person to be indemnified did not commit a breach of duty as a director or officer.

The costs and expenses incurred in defending the aforementioned action suit, or proceeding may be paid by the Society in advance of the final disposition of such action, suit, or proceeding, as authorized in the manner provided for in the preceding paragraph, upon receipt of an undertaking by or on behalf of the director or officer to repay such amount, unless it shall ultimately be determined that he/she is entitled to be indemnified by the Society as authorized in this Article.

For this purpose, "director or officer of the Society" includes those who, upon the written authority of the Society, is serving or has served another society, partnership, joint venture, trust or other enterprise (including employee benefit plans)

Amended as of June 29, 2020