



CONSTITUTION AND BYLAWS

(Amended February 18, 2025)

CONSTITUTION

PREAMBLE

Imploring the presence of our Almighty God, we, the members of the medical profession of Tarlac Province, Philippines, bearing our duties and responsibilities to God, to our country and our countrymen, upholding our Hippocratic Oath, do hereby promulgate this Constitution as a declaration of our profession and strong determination to protect and defend our rights consistent with the nobility of our calling as physicians.

ARTICLE ONE

NAME AND OFFICE

The name of this organization shall be THE MEDICAL SOCIETY OF TARLAC, INC., hereunto referred to as TARLAC MEDICAL SOCIETY or TMS, which shall be the only recognized component society of the Philippine Medical Association or PMA in the province of Tarlac.

Its office shall be in the city of Tarlac, Tarlac. The territorial jurisdiction of which shall include the geographical limits of the province of Tarlac, Philippines.

ARTICLE TWO

THE VISION

To cultivate a community of Tarlac physicians committed to excellence in medical knowledge and expertise by fostering continuous learning, advancing research, and advocating best practices in patient care.

ARTICLE THREE

OBJECTIVES AND MISSIONS

TMS is a SEC-registered, non-stock, non-profit professional organization committed to fulfilling the objectives outlined in its Articles of Incorporation.

Our objectives:

1. Foster unity and camaraderie among physicians practicing in Tarlac.
2. Strengthen member engagement through recruitment, retention, and reintegration efforts.
3. Uphold the nobility and dignity of the profession through high standards of

ethical practice, research and continuing medical education.

4. Safeguard the legitimate rights and interests of Tarlac physicians.
5. Promote fraternal relations among all members and allied professionals.
6. Support the initiatives, programs, and projects of the Philippine Medical Association.
7. Serve the healthcare needs of the community, promote wellness and disease prevention with benevolence.
8. Safeguard the public from unethical and unlawful medical practices.

Our Mission:

TMS is a unified organization dedicated to serving its members by offering benefits, fostering professional growth while protecting their best interest in accordance with both Divine and Natural laws. Wellness, disease prevention and quality healthcare are delivered with compassion to the different communities through collaboration with private organizations and government agencies.

ARTICLE FOUR

MEMBERSHIP

Passing the Philippine Board of Medicine which is governed by the Professional Regulation Commission is a prerequisite to become a member of TMS. Membership to the Philippine Medical Association shall be required of all members of TMS who shall be entitled to all the rights and privileges prescribed by this Constitution and Bylaws.

ARTICLE FIVE

OFFICERS

There shall be eleven (11) Board of Trustees (BOT) among whom officers will be elected. The officers of TMS shall consist of (1) a President, (2) a Vice President, (3) a Secretary, (4) an Assistant Secretary, (5) a Treasurer, (6) an Assistant Treasurer, (7) an Auditor, (8) an Assistant Auditor, (9) a Public Relations Officer, (10) an Assistant Public Relations Officer, and (11) the Immediate Past President.

There shall be 10 District Councilors appointed by the President to complete the line-up of 21 officers of TMS.

The Board of Trustees except for the President, Vice President and the Immediate

Past President shall be elected by the entire membership. The Vice President, who shall be the succeeding President shall be recommended by the respective clinical departments through a rotation.

ARTICLE SIX

GENERAL MEMBERSHIP ASSEMBLY

- Section 1. Annual General Membership Assembly shall be held and presided by the President of TMS.
- Section 2. The General Assembly shall be composed of the Board of Trustees, the District Councilors, members of the Standing Committees and active members of TMS.
- Section 3. The annual General Assembly shall be on July 13 of each year. A special general membership meeting may be called by the Board of Trustees as necessary.

ARTICLE SEVEN

FUNDS

The funds of TMS shall be derived from dues, assessments, donations, bequests, income from Annual Conventions/Postgraduate Course and other meetings, income from investments, website advertisements and from other sources as may be determined by the Board of Trustees.

ARTICLE EIGHT

BYLAWS

The Bylaws shall be in accordance with the vision, mission, objectives and changing needs of TMS as perceived by the Board of Trustees. Any revision of the Bylaws shall be governed by Article Nine.

ARTICLE NINE

AMENDMENTS AND EFFECTIVITY

Amendments to the Article of Incorporation and Bylaws shall be in accordance with the Republic Act No. 11232 otherwise known as the "Revised Corporation Code of the Philippines".

Any amendment to the Articles of Incorporation shall be approved by a majority of all members of the Board of Trustees and two-thirds (2/3) vote of active members.

Any amendment to the Bylaws shall be approved by the majority of all members of the Board of Trustees and majority vote of active members.

BYLAWS

THE MEDICAL SOCIETY OF TARLAC, INC.

ARTICLE I – MEMBERSHIP

Section 1. GENERAL MEMBERSHIP

- 1.1. Physicians who are duly licensed by the Philippine Professional Regulatory Commission to practice medicine in the Philippines shall be eligible for membership in The Medical Society of Tarlac, Inc. otherwise known as the Tarlac Medical Society.
- 1.2. Physicians who are applying for membership in the Tarlac Medical Society must be of good moral character and reputation.
- 1.3. Application for membership to Tarlac Medical Society will be submitted to the Committee on Membership, for evaluation, who will recommend to the Board of Trustees for final approval.
- 1.4. A member of Tarlac Medical Society shall be classified by the Board of Trustees upon favorable recommendation of the Committee on Membership.
- 1.5. A member shall hold membership in only one component society, which shall be either in the place of his residence or his professional practice.
- 1.6. A member may transfer from one component society to another after he receives clearance of membership obligations from his previous society. The receiving society shall then notify the Secretary General of the Philippine Medical Association (“PMA”) of the transfer once all the necessary requirements are complied with.
- 1.7. A member may be terminated or suspended at any time for the following cases:
 - 1.7.1. A member who is found lawfully guilty of a criminal offense involving moral turpitude, shall be liable to censure, suspension, or expulsion from Tarlac Medical Society. Such cases will be reviewed by the Committee on Ethics to be presented to the Board of Trustees for final ruling.
 - 1.7.2. When the PRC revokes the license of the physician.
 - 1.7.3. Non-payment of annual dues for three (3) consecutive years, if said dues are not settled within ninety (90) days after receipt of notification of delinquency from Tarlac Medical Society.
 - 1.7.4. When a member voluntarily withdraws his affiliation/membership to Tarlac Medical Society, expressed in writing and is addressed to the Board of Trustees.

- 1.7.5. When the Board of Trustees, upon the recommendation of the Committee on Ethics, unanimously decides to terminate or suspend a member upon receiving and investigating a notarized complaint.

Section 2. CLASSIFICATION OF MEMBERSHIP

- 2.1. **Regular Member** – To be a member, he/she must be a physician duly licensed to practice Medicine in the Philippines, and whose name has been entered in the roster of members of Tarlac Medical Society.

2.1.1. A regular member shall not be a member of any other component medical society of the Philippine Medical Association.

2.1.2. The rights, duties and obligations of a member shall be observed as stated in Article II, Sections 1 and 2.

- 2.2. **Emeritus Member** – This status may be conferred by PMA upon recommendation of the Board of Trustees to any member of Tarlac Medical Society who:

2.2.1. Has reached the age of 65 years;

2.2.2. Has been a member of good standing for fifteen (15) consecutive years or more, duly certified by the TMS Committee on Membership.

2.2.3. Has served the Department of Health (DOH) or the Military for at least fifteen years.

2.2.4. He shall enjoy the following privileges:

2.2.4.1. He shall be exempted from paying national and local dues and special assessment fees.

2.2.4.2. He shall be entitled to all the rights and privileges of a regular member.

- 2.3. **Honorary Member** – The Board of Trustees may elect, as honorary members, those who are non-TMS members who have risen to prominence for their accomplishments for the advancement of medicine and public health. They shall not pay any dues, nor have the right to vote.

- 2.4. **Non-Resident Member** – He is a Filipino licensed to practice medicine in the Philippines and residing/practicing in foreign countries. He shall be eligible for membership in TMS and the PMA upon application and payment of dues and assessments as provided for in these Bylaws. He shall be exempted from the requirements of the Commission on Continuing Medical Education for the duration of his or her residence abroad.

- 2.5. **Life Membership** - This type of membership is authorized solely by PMA and does not apply to TMS. Such members shall be entitled to all rights and privileges without further payment of any national membership dues and annual convention registration fees prescribed by PMA, provided they comply with other conditions of membership listed in Article I of these Bylaws. However, life members shall continue to pay any special assessments that may be imposed by TMS, the General Assembly and/or the Board of Trustees.

ARTICLE II. OBLIGATIONS AND RIGHTS

Section 1. Obligations - To be considered ACTIVE and in GOOD STANDING, a regular member must:

- 1.1. Pay all national and local annual dues as well as assessments that may be imposed by the authorized bodies of the PMA and the TMS.
- 1.2. Comply with the requirements of the Continuing Medical Education (CME) Program with regards to attendance or participation in scientific activities of TMS and the PMA including but not limited to:
 - 1.2.1. Attendance in Post Graduate course and Business meeting at least once every three (3) years.
 - 1.2.2. Attendance in at least three (3) TMS organized and conducted CME activities per year.
 - 1.2.3. Not convicted of any criminal or administrative case in any Philippine court.
 - 1.2.4. Comply with such other obligations as may be imposed by duly constituted authorities of TMS.

Section 2. Rights - a member in good standing is entitled to:

- 2.1. Participate in all activities and functions of TMS.
- 2.2. Vote and be voted upon, subject to limitations as provided for in these Bylaws and the PMA Election Code.
- 2.3. Receive benefits as provided for in the regulations of the Administrative Manual of TMS.
- 2.4. Receive benefits as provided for in the regulations of the Commission on Mutual Aid in the PMA Administrative Code.
- 2.5. Enjoy such other rights and privileges as may be granted to members from time to time.

ARTICLE III: DUES

Section 1. Annual Dues - The annual dues of a member of TMS shall be One Thousand Five Hundred Pesos (P1,500.00), exclusive of PMA dues. Annual dues for members may be changed upon approval of the Board of Trustees and ratified by the General Assembly. Other details pertaining to membership and other dues are stipulated in the Administrative Manual of TMS.

Section 2. Delinquency - A delinquent member as indicated in Article I, Section 1.7.3 may be terminated or suspended for non-payment of dues for three (3) consecutive years. Reinstatement of benefits shall be made upon settlement of all indebtedness to PMA and TMS, whereas voting rights shall be after one (1) fiscal year .

Section 3. Amnesty - Indebtedness of a member to TMS may be reduced or waived for justifiable humanitarian reasons such as incapacitation of the member through a majority vote of the Board of Trustees. This will enable members who have been granted amnesty to be reinstated without voting privileges, PMA Mutual Aid benefits, and TMS benefits for one (1) fiscal year.

ARTICLE IV: BOARD OF TRUSTEES

The Board of Trustees as one body sets and approves the goals and policies of TMS which are aligned with those of the PMA.

Section 1. Local election of the TMS Board of Trustees shall be simultaneously held with the PMA National election in the month of March of each year.

Section 2. There shall be eleven (11) Board of Trustees, of which eight (8) members shall be elected by the General Membership, who shall, among themselves, elect the officers of TMS.

Section 3. The Vice President of the previous term shall become the President Elect, and automatically assumes the position of President in the succeeding term. He shall be recommended by the clinical department through a rotation. Under these provisions, the positions of the President and the Vice President need not be elected.

Section 4. The Immediate Past President shall be part of the Board of Trustees, and shall act as an advisory body to the President.

With the exception of the Immediate Past President who has held the positions of President and Vice President in three (3) consecutive years, the Board of Trustees shall be elected for a one-year term. The Fiscal Year shall start on June 1 to May 31 of the following year. One may be re-elected to the Board of Trustees for more than one (1) term.

Section 5. Nominations to the Board of Trustees, of at least eight (8) members, shall be made one (1) month prior to the local and national elections. Nominations may be made via letter, email or text to the TMS Secretariat.

5.1. Criteria for Nominees include:

- 5.1.1. Member of good standing;
- 5.1.2. Must be an active member for five (5) consecutive years;
- 5.1.3. Must live in the territorial limits of TMS during his/her term;
- 5.1.4. Must be in good physical condition;
- 5.1.5. Must not be an Honorary Member; and
- 5.1.6. Must not have any derogatory record.

ARTICLE V: TMS OFFICERS

Section 1. The officers of Tarlac Medical Society shall be a President, a Vice President, a Secretary, an Assistant Secretary, a Treasurer, an Assistant Treasurer, a Public Relations Officer, an Assistant Press Relations Officer, an Auditor, an Assistant Auditor and the Immediate Past President. Each of the eleven (11) members of the Board of Trustees shall be an officer of TMS.

Section 2. The president shall appoint ten (10) district councilors, two (2) each for the Northern, Southern, Central, Eastern and Western districts to complete the row of 21 TMS Officers.

ARTICLE VI: DUTIES AND RESPONSIBILITIES OF THE OFFICERS

Section 1. Duties of the President

- 1.1. The President shall be the Chief Executive Officer of Tarlac Medical Society.
- 1.2. The President shall preside at all general assembly meetings and the regular meetings of the officers of Tarlac Medical Society.
- 1.3. The President shall be responsible for seeing through all the affairs and activities of TMS during his term.
- 1.4. The President shall perform such other duties as usually pertaining to the office of the President.
- 1.5. The President shall make an annual report of the TMS affairs and activities during his term, and present it to the general membership in a Business Meeting.
- 1.6. The President shall represent the general membership of TMS in the PMA regional meetings, National Convention and General Assembly, and the Provincial Health Board.

Section 2. Duties of the Vice President

- 2.1. The Vice President shall assist the President in the discharge of his duties.
- 2.2. The Vice President shall preside over the affairs of TMS in the absence or incapacity of the President.
- 2.3. The Vice President shall perform such other activities as may be assigned to him by the President.

Section 3. Duties of the Secretary and the Assistant Secretary

- 3.1. The Secretary shall give notice of all regular and special meetings of the TMS officers.
- 3.2. The Secretary shall keep a permanent record of the minutes of such meetings, issue certificates of membership and answer all communications with due notice to the President.
- 3.3. The Secretary shall have custody of all official records of TMS.
- 3.4. The Secretary shall prepare and submit quarterly and annual reports and all other obligatory reports to the Philippine Medical Association secretariat.
- 3.5. The Secretary shall prepare and submit annual reports required by the Securities and Exchange Commission.
- 3.6. The Secretary shall perform such other duties as may be assigned to him by the President.
- 3.7. The Assistant Secretary shall work closely with the Secretary and perform tasks delegated to him.

Section 4. Duties of the Treasurer and the Assistant Treasurer

- 4.1. The Treasurer shall be responsible for and have custody of all records of funds, donations, bequests, contributions and properties of TMS.
- 4.2. The Treasurer shall be responsible for collecting annual dues, issuance of Certificates of Good Standing, keeping the financial books of TMS and disbursement of the funds of the society.
- 4.3. The Treasurer shall deposit in the name of TMS all funds of the society in a reputable bank determined by the officers of TMS.
- 4.4. The Treasurer shall prepare and present an audited financial report during the annual business meeting and at any time the President and or the officers of

TMS may require.

4.5. The Treasurer shall make available for audit the financial books and funds as may be required by the President and or the officers of TMS.

4.6. To propose an annual budget for TMS.

4.7. The Assistant Treasurer shall work closely with the Treasurer and perform tasks delegated to him.

Section 5. Duties of the Public Relations Officers (PRO) and the Assistant PRO

5.1. The PRO shall make sure that all the programs of TMS are disseminated to all its members and the community.

5.2. The PRO shall assist the President in ensuring the participation of the TMS members in the programs of the Philippine Medical Association and national health programs.

5.3. The PRO shall suggest ways to promote partnerships between TMS and the local government agencies.

5.4. The Assistant PRO shall work closely with the PRO and perform tasks delegated to him.

Section 6. Duties of the Auditor and the Assistant Auditor

6.1. The Auditor shall ensure the correctness of the financial status and statements of TMS.

6.2. The Auditor shall ensure compliance with established internal control procedures by examining financial records, reports, operating practices and documentation.

6.3. The Assistant Auditor shall work closely with the Auditor and perform tasks delegated to him.

Section 7. Duties of the District Councilors

7.1. The District Councilors shall have a list of all TMS members in their locality.

7.2. They shall be responsible in disseminating PMA and TMS memorandum Circulars.

7.3. They shall actively encourage the participation of TMS members in their district in upcoming PMA and TMS events and coordinate the activities / projects with the members and the key persons involved.

- 7.4 They shall update the Board of Trustees of the health issues and medical concerns in their locality .
- 7.5. They shall perform such other duties as may be assigned to them by the President.

ARTICLE VII: BOARD MEETINGS AND SPECIAL MEETINGS

Regular and Special Meetings of the Board of Trustees shall be conducted for a majority decision-making, and shall be presided over by the President. The roles and functions of TMS as a component society of PMA are as follows:

1. Support and implement PMA national programs and activities
2. Collaborate in province-wide and community outreach health programs with the government and other private organizations
3. Initiate and facilitate continuing medical education for the members based on availability of resources
4. Provide services to TMS members in areas where help is needed
5. Strengthen the organizational structure of TMS
6. Safeguard the judicious and responsible stewardship of TMS funds for the benefit of the majority

The required quorum in regular or special meetings of the Board of Trustees shall consist of members of the Board of Trustees representing the majority of the Board of Trustees (i.e., 50% + 1 of the members of the Board of Trustees). However, huge undertakings and matters of extreme importance involving long term impact on all stakeholders of TMS, and its organizational integrity shall require consultation with the General Membership through a referendum.

Trustees who cannot physically attend or vote at board meetings can participate and vote through remote communications such as videoconferencing, teleconferencing, or other alternative modes of communication that allow them reasonable opportunities to participate. Trustees cannot attend or vote by proxy at board meetings.

ARTICLE VIII: GENERAL ASSEMBLY MEETINGS AND OTHER MEETINGS

The General Assembly shall be composed of the Board of Trustees and all Officers of TMS, the members of Standing Committees and the active members in good standing.

Section 1. The functions of the General Assembly shall be to:

- 1.1. Vote on proposed amendments to the Articles of Incorporation, Constitution and Bylaws in accordance with the Revised Corporation Code
- 1.2. Review the acts and ratify the resolutions of the Board of Trustees
- 1.3. Perform such other functions as are provided for in these Bylaws

Section 2. The regular general assembly meeting of the members shall be held on July 13 of each or at around the time of TMS Annual Convention/Postgraduate Course, as determined by the Board of Trustees.

Section 3. Written notice of regular meetings shall be sent to all members of record at least two (2) weeks prior to the said meeting.

Section 4. Special meetings of members shall be held at any time deemed necessary and called upon by the Board of Trustees at least two (2) weeks prior to the said meeting.

Section 5. General Assembly meetings, whether regular or special, shall be held in the city or municipality where the principal office of TMS is located, and if practicable in the principal office of TMS.

Members who cannot physically attend or vote in the General Assembly can participate and vote through remote communication such as videoconferencing, teleconferencing, or other alternative modes of communication that allow them reasonable opportunities to participate. Members may attend or vote by proxy at the General Assembly.

Section 6. Majority of one third ($\frac{1}{3}$) of ACTIVE MEMBERS, based on PMA voters' list for each fiscal year, shall constitute a quorum to conduct Business Meeting.

ARTICLE IX: STANDING COMMITTEES

After the induction of the new officers, the President, with the concurrence of the Board of Trustees, shall appoint the chairman and members of the following Standing Committees:

1. Committee on Finance / Budget
2. Committee on Library and Archives
3. Committee on External Affairs
4. Committee on Emergencies and Disasters
5. Committee on Special Projects and Advocacies
6. Committee on Constitution, Bylaws and Codes
7. Committee on Membership Services, Development and Mutual Aid
8. Committee on Awards

9. Committee on Environmental Health and Ecology
10. Committee on TMS Indigence Programs
11. Committee on Medicine Week
12. Committee on Continuing Medical Education, Research, and Scientific Affairs
13. Committee on Information and Technology
14. Committee on Ethics
15. Committee on Elections

Section 1. Appointment of Members

The members of the Standing Committees shall be appointed by the President upon the approval of the Board of Trustees for a term of three years arranged on a staggered basis. The Chairperson each year shall be appointed by the President from among the members of the Committee.

Section 2. Functions of Standing Committees

The Standing Committees of TMS and their function shall be the following:

2.1. Committee on Finance/Budget

- 2.1.1. To look after the financial affairs of the TMS
- 2.1.2. To conduct fundraising activities
- 2.1.3. To prepare and submit a budget to the Board of Trustees at least two months before the Annual Convention / Postgraduate Course

2.2. Committee on Library and Archives

To organize, record and preserve electronically or otherwise the historical events of the Society from its inception to the present.

2.3. Committee on External Affairs

- 2.3.1. To enhance and develop the relationship of TMS with Government and Non-Government Organizations by:
 - 2.3.1.1. Studying and recommending ways and means of participating in government health programs.
 - 2.3.1.2. Working for maximum participation of TMS in the National Health Program; and
 - 2.3.1.3. Studying and recommending measures to improve the number of government physicians.
- 2.3.2. To actively participate in Community Service by:

2.3.2.1. Promoting health education program; and

2.3.2.2. Recommending the implementation of family planning projects.

2.4. Committee on Emergencies and Disasters

2.4.1. To promote and organize activities towards emergency and disaster preparedness (typhoon, earthquake, fires, and other calamities)

2.4.2. To organize an Emergency and Disaster Program team in each district

2.4.3. To organize and consolidate all emergency and disaster activities of different Specialty and Subspecialty Societies

2.4.4. To support and participate in the government's effort in responding to emergencies and disasters

2.5. Committee on Special Projects and Advocacies

To handle huge projects to be assigned by the Board of Trustees, like building construction, repair, etc.

2.6. Committee on Constitution, Bylaws and Codes

2.6.1. To review the Constitution, Bylaws, and Codes/Manual

2.6.2. To recommend amendments to the Constitution, Bylaws and Administrative Manual

2.6.3. To submit to a referendum all proposed amendments for ratification

2.6.4. To draft new provisions

2.7. Committee on Membership Services, Development and Mutual Aid

2.7.1. To encourage membership in TMS

2.7.2. To study programs and benefits that attract membership to TMS

2.7.3. To study and assist in placement of new physicians

2.8. Committee on Awards

2.8.1. To review and improve the guidelines of the various TMS awards

2.8.2. To nominate and screen candidates for awards

2.8.3. To submit names of awardees for approval of the Board of Trustees

2.8.4. To recommend special awards when appropriate

2.9. Committee on Environmental Health and Ecology

2.9.1. To study and recommend environmental health and ecology activities of TMS; and

2.9.2. To coordinate with and support the government's efforts in this issue.

2.10. Committee on TMS Indigency Programs

2.10.1. To manage medical missions and outreach programs

2.10.2. To maintain and upgrade the equipment used during outreach programs

2.10.3. To maximize health services

2.11. Committee on Medicine Week

2.11.1. To take charge of the celebration of Medicine Week

2.11.2. To coordinate Medicine Week activities among the districts, medical specialties, and societies

2.12. Committee on Continuing Medical Education/Annual Convention and Scientific Affairs

2.12.1. To take charge of the preparation and actual holding of the Annual Convention/TMS Annual Postgraduate Course

2.12.2. To coordinate, recommend and record all continuing medical education activities of TMS

2.13. Committee on Information Technology

2.13.1. To set-up programs on information, communication, and continuing medical education in the official website of TMS

2.14. Committee on Ethics

2.14.1. The committee shall uphold the ethical standards, integrity, and dignity of the medical profession in accordance with the Constitution and Bylaws of TMS, the PMA, and the Code of Ethics of the medical

profession.

2.14.2. Receive, evaluate, and investigate complaints involving alleged violations of ethical standards, and recommend appropriate action to the Board of Trustees.

2.14.3. Promote ethical practice, professionalism, and collegiality among members through education and policy recommendations.

2.14.4. Perform such other duties as may be assigned by the Board of Trustees or provided in the TMS' Constitution and Bylaws, and Administrative Manual.

2.15. Committee on Elections

2.15.1. The Committee on Elections [Comelec] shall have the exclusive power to enforce the provisions, rules and regulations, and policies relative to the conduct of the elections in accordance with the PMA Election Code.

2.15.2. The committee shall consist of four (4) members, each member appointed for two [2] years on a staggered basis so that one half of the committee shall be appointed each year.

ARTICLE X: FUNDS

Section 1. Types of Funds

Tarlac Medical Society shall maintain **4 REGULAR FUNDS** in separate bank accounts as follows:

1.1. Revolving Fund

The revolving fund shall be used in the administration of TMS covering employee salaries and wages, payments for utilities and other expenses to fund various purposes duly approved by the Board of Trustees.

1.1.1. Purpose: Maintain operational liquidity and ensure the continuity of society activities.

1.1.2. Functions:

1.1.2.1. Cover the day-to-day administrative expenses of the society

1.1.2.2. Provides petty cash to address short-term financial needs or emergencies

1.1.2.3. Support recurring TMS projects and ensure their sustainability

1.2. Welfare Fund

The Welfare fund had an initial deposit of P300,000.00.

1.2.1. Purpose: Support the well-being of members in times of need or distress.

1.2.2. Functions:

1.2.2.1. Support members with medical emergencies, disabilities, or other unforeseen circumstances

1.2.2.2. Support bereavement assistance for families of deceased members

1.2.2.3. Fund activities or initiatives that promote members' mental health, wellness, and overall well-being

1.3. Continuing Medical Education (CME) Fund

The CME fund shall be used for continuing medical education projects and activities of TMS upon the approval of the Board of Trustees.

1.3.1. Purpose: Promote the professional growth and education of members.

1.3.2. Functions:

1.3.2.1. Support the organization of seminars, workshops, and training programs aligned with PMA initiatives for members

1.3.2.2. Provide structured support for members undertaking research projects aligned with PMA guidelines and ethical standards. Eligible expenses may include research materials, data gathering tools, and other minor operational costs essential to project completion

1.3.2.3. The fund may also be used to organize and support local research contests and competitions, fostering a culture of scientific inquiry, scholarly output, and evidence-based practice within the society

1.3.2.4. Facilitate access to educational resources, certifications, and advancements in the medical field

The above 3 funds collectively ensure the society's ability to fulfill its mission, provide

for its members, and adapt to the evolving needs of the medical community.

1.4. Investment Fund

The investment fund shall be kept in a reputable bank which shall be used for future projects or investments upon the recommendation of the Treasurer and the Board of Trustees.

1.4.1. Purpose: Grow TMS' financial resources and provide a **reserve fund** for long-term stability and development.

1.4.2. Functions:

1.4.2.1. Allocate resources into secured and profitable investment opportunities to increase financial reserves

1.4.2.2. Fund large-scale, long-term projects or infrastructure developments

1.4.2.3. Provide a financial cushion for TMS' future requisites and emergency needs

The Board of Trustees may create other funds such as the **Special Project Fund** which is time bound and intended for a specified purpose such as LEGACY PROJECTS. This fund may be closed upon completion of the project. Any excess amount may be transferred to the investment fund.

Section 2. Sources of Funds and Fund Allocations.

The funds of TMS shall be derived from membership dues, assessments, donations, bequests, income from Annual Conventions/Postgraduate Course and other meetings, income from investments, website advertisements, fund-raising drives, and from other sources as may be determined by the Board of Trustees.

2.1. All revenues obtained by Tarlac Medical Society from annual dues and Certificates of Good Standing shall be divided as follows: (1st Allocation)

Sixty percent (60%) shall be deposited to the Revolving Fund.

Twenty percent (20%) shall be deposited to the Welfare Fund.

Ten percent (10%) shall be deposited to the CME Fund.

Ten percent (10%) shall be deposited to the Investment Fund.

2.2. All revenues obtained by TMS through fundraising activities and donations shall be deposited to the Revolving Fund unless otherwise specifically stated.

2.3. The amount of **Php300,000** was set as a **cash buffer** in the **Revolving Fund** on February 18, 2025 retroactively.

At the end of each fiscal year, funds in excess of Php300,000 in the Revolving Fund shall be reallocated as follows: (2nd Allocation)

Eighty percent (80%) shall be deposited to the Investment Fund.

Ten percent (10%) shall be deposited to the Welfare Fund.

Ten percent (10%) shall be deposited to the CME Fund.

Accruals of income and expenses shall be added to the Php300,000 upon endorsement to the succeeding Board of Trustees.

ARTICLE XI: REFERENDUM

Any controversial question or any matter of extreme importance may be submitted to a general referendum when so desired by the Board of Trustees. A majority vote of the members constituting a quorum, which shall be one third of the active members based on PMA voters' list each fiscal year, will be necessary to decide the case.

ARTICLE XII: AMENDMENTS

Section 1. Any provision of this Constitution and Bylaws may be amended by a **general referendum** for this purpose.

Any amendment to the Articles of Incorporation shall be approved by a majority of all members of the Board of Trustees and two-thirds (2/3) vote of active members based on PMA voters' list.

Any amendment to the Bylaws shall be approved by the majority of all members of the Board of Trustees and the majority vote of active members based on PMA voters' list.

Section 2. Any provision of this Constitution and Bylaws may likewise be amended in a **regular or annual assembly meeting** duly called for that purpose by the President or the Board of Trustees.

Section 3. This Constitution and Bylaws shall be effective upon the approval of the Securities and Exchange Commission.