

AHPSI, Bylaw

**Hispanic Health professionals association, inc NY**  
**Asociación Hisp de profesionales de la salud, inc NY**

General statutes.

CHAPTER 1

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Chapter II. OF THE COLLEGIATE GOVERNMENT AND ADMINISTRATION BODIES OF THE ASSOCIATION

**ARTICLE 7. GOVERNMENT AND ADMINISTRATION**

The Government and administration of the Association correspond to the General Assembly and the Board of Directors, which will exercise it in accordance with democratic principles.

**ARTICLE 8. OF THE GENERAL ASSEMBLY. COMPOSITION.**

The General Assembly is the supreme and sovereign body of the Association.

It will be made up of all members who are up to date in fulfilling their obligations with the Association. All associates, present or represented, will have voice and vote in the General Assemblies.

**ARTICLE 9. GENERAL ASSEMBLY. POWERS**

The powers of the General Assembly are:

- a) Elect members of the Board of Directors.
- b) Approve the General Action Plan of the Association.
- c) Approve the management of the Board of Directors.
- d) Approve the Annual Budgets of Income and Expenses, both ordinary and extraordinary, when the latter are necessary.

## **ARTICLE 10. GENERAL ASSEMBLY. MEETINGS**

On an ordinary basis. The General Assembly will meet in an ordinary session, within the first six months following the close of the Fiscal Year, to approve the General Action Plan of the Association, the management of the Board of Directors, the Annual Budgets of Income and Expenses and the corresponding Accounts. to the previous year.

With extraordinary character. The General Assembly will meet in an extraordinary session when so agreed by the Board of Directors in response to the matters that must be discussed.

## **ARTICLE 11. GENERAL ASSEMBLY. CALLS**

The Ordinary and Extraordinary General Assembly must be convened by the President, within the period established in the statutes.

## **ARTICLE 12.**

The calls for General Assemblies, Ordinary or Extraordinary, will be made in writing, stating the place, date and time of the meeting, as well as the Agenda and will be made fifteen calendar days in advance for their holding on first call.

## **ARTICLE 13. GENERAL ASSEMBLY. AGREEMENTS**

The General Assembly, both Ordinary and Extraordinary, will be validly constituted, on first call, when the majority of the members attend, present or represented, and, on second call, regardless of the number of attendees.

Members may delegate to another member their representation in the Assembly in question.

The agreements of the Ordinary or Extraordinary General Assemblies will be approved by a simple majority of votes of the members present and represented, except for the adoption of those agreements with respect to which the law or these statutes require a qualified majority.

In the event of a tie, the President or whoever substitutes him by statute or regulation, will have the casting vote.

## **ARTICLE 14. BOARD OF DIRECTORS. COMPOSITION**

The Board of Directors, as a permanent body of the Association, will be made up of:

- \* President.
- \* Vice president
- \* Secretary.
- \* Treasurer.
- \* 3 Vowels.

## **ARTICLE 15. BOARD OF DIRECTORS. CHOICE**

The positions of the Board of Directors will be unpaid and their election corresponds to the General Assembly.

The duration of the positions will be four years, renewed by half every two years, with the following order: three Members, the Third Vice President, the Secretary and the Treasurer. All positions may be re-elected.

#### **ARTICLE 16. BOARD OF DIRECTORS. EXECUTIVE COMMISSION**

Within the Board of Directors, an Executive Commission will be formed composed of the President, the First Vice President, the Secretary, the Treasurer.

#### **ARTICLE 17. BOARD OF DIRECTORS. POWERS**

The powers of the Board of Directors are:

- a) Direct the activities of the Association and its administrative management.
- b) Agree to call Extraordinary General Assemblies.
- c) Execute the agreements of the Ordinary General Assembly and, where appropriate, the Extraordinary.
- d) Approve the Annual Budgets, the Statement of Accounts, the Annual Report and the Management Report prepared by the Executive Committee for final approval by the Ordinary General Assembly.
- e) Resolve on the admission of partners.
- f) Establish the membership fees.
- g) Decide on the forced withdrawal of members, or the expulsion of the members.
- H. Establish Work Committees or any others that are considered necessary or convenient for the best fulfillment of the purposes of the Association.

#### **ARTICLE 18. EXECUTIVE COMMITTEE. POWERS**

The powers of the Executive Commission are:

- a) Comply with the agreements of the Board of Directors.
- b) Approve the Activity Plan and Expense Forecasts on a monthly basis.
- c) Prepare the Annual Budgets, the Financial Year Accounts, the Activities Report, the Management Report and, where appropriate, the Extraordinary Budgets which, submitted to the Board of Directors, must be approved by the Ordinary General Assembly.
- d) Monitor economic management, as well as compliance with budget forecasts, proposing to the Board of Directors any readjustments and corrections that may be appropriate.
- e) Any others delegated by the Board of Directors.

#### **ARTICLE 19. BOARD OF DIRECTORS. MEETINGS**

The Board of Directors will meet when decided by the President or, due to vacancy, absence or illness of the latter, the First Vice President or at the request of half plus one of its members. In any case, the Board of Directors will meet on the last Wednesday of each month.

## **ARTICLE 20. BOARD OF DIRECTORS. AGREEMENTS**

The Board of Directors will be validly constituted when half plus one of its members attend the meeting.

The agreements of the Board of Directors will be adopted by a simple majority of votes of those present, deciding in the event of a tie the casting vote of the President or the person who legally replaces him.

## **ARTICLE 21. BOARD OF DIRECTORS. COMMISSIONS**

The Board of Directors, in use of the power recognized in letter j) of article 17 of these Statutes, may create Commissions for the most effective functioning of the Association, fulfillment of its purposes or for the performance of any acts or activities that, due to its importance, are required.

It is the responsibility of the Board of Directors to designate the people who form part of said Commissions as well as those who chair them.

Chapter III. OF THE UNIPERSONAL GOVERNMENT AND ADMINISTRATION BODIES OF THE ASSOCIATION

## **ARTICLE 22. PRESIDENT**

The President will have the following powers:

- a) Legally represent the Association.
- b) Call, chair and direct the deliberations of the Board of Directors, its Executive Committee and the General Assemblies.
- c) Endorse with his approval the Agreements and Minutes of the Board of Directors and the General Assembly.
- d) Order and authorize the payments corresponding to the current expenses of the Association and those that appear in the approved budget items for each year. To order extrabudgetary payments, agreement from the Board of Directors will be necessary.
- e) Open, follow and close or cancel checking accounts, disposing of their funds by checks, transfers or by any other transfer and payment procedure.
- f) Authorize the Secretary and Treasurer so that they can dispose of the funds through the procedures indicated in the previous section, through the joint signature of both or any of them with the President.
- g) Authorize with your signature the public or private documents that the Association must sign, as well as its official communications.

- h) Enter into agreements, agreements or any other type of contracts or commitments on behalf of the Association, with prior agreement of the Board of Directors.
- i) Grant powers, general or special, in favor of lawyers and solicitors, as well as in favor of any of the members of the Board of Directors and third parties with the powers and conditions agreed upon in each case by the Board of Directors.

## **ARTICLE 23. VICE-PRESIDENTS**

The Vice Presidents will replace the President in cases of vacancy, absence or illness of the latter, according to the order established in the following paragraph and will have in such cases the same powers as the President.

## **ARTICLE 24. SECRETARY**

The following functions correspond to the Secretary:

- a) Receive, process and report applications for membership in the Association.
- b) Direct the administrative work of the Association.
- c) Keep and guard the Books and Documentation of the Association.
- d) Issue, with the approval of the President, the certifications related to the legally adopted agreements.
- e) Comply with and execute the agreements adopted by the Board of Directors and the General Assembly, as well as the orders that within the scope of his powers are issued by the President or the person who legally replaces him.
- f) Write the Activity Report and Financial Year Management Report for presentation to the Board of Directors, which must be submitted for approval by the Ordinary General Assembly.
- g) Perform the functions of Secretary, both of the Board of Directors and of its Executive Commission and of the General Assemblies.
- h) Ensure compliance with the provisions applicable to the Associations.

## **ARTICLE 25. TREASURER**

The Treasurer will have the following functions:

- a) Manage the accounting of the Association.
- b) Make the collections and income of the Association.
- c) Custody the funds of the Association.
- d) Complete the payment orders issued by the President or the persons authorized by him, in accordance with the provisions of article 24.
- e) Prepare the Annual Budget of Income and Expenses, as well as the Accounts for each Fiscal Year.
- f) Recommend measures to raise money for our association.
- g) Ensure compliance with the Budget Forecasts, informing the Executive Committee of any possible gaps or deviations that may occur, to adopt the appropriate measures.

## **ARTICLE 26. VOWELS**

Each member of the Board of Directors will have the rights and duties inherent to their position, as well as those arising from the delegations that the Board itself or the President entrusts to them.

The Members will collaborate with the remaining members of the Board, in the work of the Board and the Executive Commission, as well as in the Commissions that are created for the proper functioning of the Association.

## **CHAPTER IV. OF THE PARTNERS, RIGHTS AND DUTIES**

### **ARTICLE 27. PARTNERS**

Full member and honorary member.

Any health professional, Doctors, Dentists, Nurses, Psychologists, Bioanalysts, Pharmacists, Radiologist Technicians, Nutritionists, Physical Therapists, and any other health technician, of Dominican or Latin origin, may be members of the Association. To be admitted, They must request it in writing to the Board of Directors, which must decide on their admission at the first meeting held after receiving the request. Admission will occur automatically unless there is a criterion founded against the Board of Directors, in which case the admission will be submitted to the majority criterion of the General Assembly.

### **ARTICLE 28. PARTNERS. CLASSES**

The Association may have Regular, Honorary, Honorary and Protective Members.

b) Full Members will be all those who meet the requirements established in the previous article, request their admission in writing and are admitted by the Board of Directors.

c) Honorary Members will be those national or foreign personalities who, upon the reasoned proposal of the Board of Directors or twenty Founding or Numerary Members, are approved by the Assembly. Honorary Members will be exempt from paying dues.

d) Protective Members will be those people who wish to contribute completely altruistically and with special contributions to the development and purposes of the Association.

### **ARTICLE 29. PARTNERS. RIGHTS**

Full Members will have the following rights:

a) Participate in any events and activities organized by the Association.

b) Participate in the General Assemblies with voice and vote.

c) Delegate representation in the General Assemblies to other regular Members, with the requirements established in article 13.

d) Elect and be elected to positions on the Board of Directors.

- f) Be informed and be informed about the activities of the Association and its economic and patrimonial situation.
- g) Honorary Members and Protectors may attend the General Assemblies of the Association, without voice or vote.

### **ARTICLE 30. PARTNERS. HOMEWORK**

Regular Members will have the following duties:

- a) Comply with the Statutes and other applicable regulations.
- b) Comply with the agreements validly adopted by the Association.
- c) Be up to date with the payment of the established fees.
- d) Attend General Assemblies and other events held.
- e) Collaborate in the activities and in achieving the goals of the Association.
- f) Contribute with their behavior and activities to the good name and prestige of the Association.
- g) Perform well and faithfully the positions for which they are elected.

### **ARTICLE 31. LOSS OF PARTNER STATUS**

Member status is lost due to voluntary or forced withdrawal.

Members may request to leave the Association voluntarily. No member can be forced to remain in the Association.

Voluntary withdrawal must be communicated in writing to the President or the Board of Directors of the Association.

The forced withdrawal will occur for the following reasons:

- a) Serious breach of his duties as an associate.
- b) Cease payment of fees without justified cause.

The forced withdrawal will be decided by the Board of Directors, following a report from the President, and must grant, following the issuance of this report, the hearing procedure to the interested party.

## **CHAPTER V. ECONOMIC REGIME**

### **ARTICLE 32. ECONOMIC RESOURCES**

The economic resources provided for the fulfillment of the purposes of the Association and the development of its activities will be the following:

- a) Annual fees of regular members.
- b) The products of the assets and rights that correspond to him as well as the inheritances, legacies or donations, public or private, that he receives.
- c) Charges for services and benefits carried out to contribute the amount to the maintenance and development of the Association.
- d) Subsidies from Official Organizations and Entities, public or private.

e) Any other legal income, such as courses, training, certifications, advertisements in magazines, books, or on our online radio station.

## Chapter VI. DISSOLUTION OF THE ASSOCIATION

### **ARTICLE 33. CAUSES**

The Association will be dissolved for the following reasons:

- a) Voluntarily, when so agreed by the Extraordinary General Assembly, by a majority of two thirds of the members.
- b) For the causes determined in article 39 of the Civil Code.
- c) By court ruling.

### **ARTICLE 34. LIQUIDATION**

In the event of the Association being dissolved, the Extraordinary General Assembly that so decides will appoint a Liquidating Commission, composed of three members of the Board of Directors so that once the obligations have been satisfied and the debts extinguished, the remainder will be given, if necessary. If any, the destination agreed upon by the Extraordinary General Assembly in favor of Entities or Institutions of Charities, Assistance or of a similar nature, in the Dominican Republic.

## FINAL PROVISIONS

### FIRST.

In everything not provided for in these Statutes, the provisions of the Non-profit Associations Law and other provisions that apply to them will apply.

### SECOND.

These Statutes may be modified at the proposal of the Board of Directors and with the approval of the General Assembly, convened on an extraordinary basis.

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