CONSTITUTION

OF

THE EASTERN MEDITERRANEAN COUNCIL OF OPTOMETRY
1  TITLE

The name of the organisation shall be the Eastern Mediterranean Council of Optometry to be known by the acronym (EMCO), constituted as a representative body of Optometrists working in the Eastern Mediterranean Region (EMR) as primary healthcare practitioners of the eye and visual system who provide comprehensive eye and vision care, which includes refraction and dispensing, detection and management of disease of the eye, and the rehabilitation of conditions of the visual system.

2  OFFICE

2.1 The Office of EMCO shall be located at the centre where the President is based and the first office in this regard will be at:

Eastern Mediterranean Council of Optometry
Mr. Hassan Awada
Beirut, Lebanon.

2.2. Branch office(s) may be opened at other place(s) anywhere in region, if needed.

3  AIMS & OBJECTIVES OF EMCO

3.1 EMCO will focus all its activities to attain the following objectives:-

(i) To provide a forum for the optometric profession in the region to exchange information and views and to present those views to national authorities; and to provide information to the public

(ii) To represent the optometric profession to the institutions of the member nations; and to assist its members in their relations with the World Council of Optometry;

(iii) To promote optometric education and research and the adoption of common standards for the benefit of the public

(iv) To encourage and support the expansion of the scope of practice of the professional practice and support the development of optometry

(v) To support its members at national level to gain recognition of the profession and to secure the best legislative framework for the profession;

(vi) To establish special commissions or working parties, from time to time for the purpose of carrying out particular studies or other functions and to provide for their organisation and regulation;

(vii) To participate in the work of any other body with similar objects or interests for the benefit of optometry and eye and vision care in general, and optometry in particular.
viii) To provide a forum to work towards achieving the goals of Vision 2020; Right to Sight and strengthening eye health services for the benefit of patients through inter-professional collaboration.

ix) To do all other things which are incidental or conducive to the attainment of the above objects or any of them and EMCO deems the same appropriate, from time to time.

3.2 EMCO will act at Regional as well as International level with the consent of the national organisations which are members of EMCO.

4 DEFINITION

4.1 In this document, unless the context of the subject matter otherwise requires:

(i) **Board:** Means the Executive Management Board of EMCO.

(ii) **Constitution:** Means the charter by which EMCO shall organize, operate and strive for the achievement of its aims and objectives.

(iii) **EMCO:** Means the Eastern Mediterranean Council of Optometry.

(iv) **EMR:** Means the countries located in the Eastern Mediterranean Region as listed at Annex –A.

(v) **Finance Secretary:** Means the Treasurer of EMCO.

(vi) **General Secretary:** Means the General Secretary of EMCO.

(vii) **Joint Secretary:** Means the Joint Secretary of EMCO.

(viii) **Optometry:** Means healthcare profession that is autonomous, educated, and regulated (licensed/registered), and optometrists are the primary healthcare practitioners of the eye and visual system who provide comprehensive eye and vision care, which includes refraction and dispensing, detection/diagnosis and management of disease in the eye, and the rehabilitation of conditions of the visual system, as defined by the World Council of Optometry.

(ix) **Patron:** Means the Patron of EMCO.

(x) **President:** Means the President of EMCO.

(xi) **Vice President:** Means the Vice President of EMCO.
4.2 Words importing masculine gender shall include the feminine gender.

4.3 Words importing singular number shall include the plural number and vice versa.

5 MEMBERSHIP OF EMCO

5.1 EMCO has the following categories of its members:

(i) **Voting Members**

Members of EMCO shall constitute an Executive Management Board with the powers to vote on matters requiring balloting under this document. The national organisations of each country will have the sole right to appoint a single national delegation of not more than three people to represent that country to EMCO.

(ii) **Honorary Members**

(a) The Board may award its honorary membership to any person who possesses qualifications mentioned hereunder. The honorary member may attend the meetings of EMCO, however, it will neither be counted for the purpose of quorum nor will be eligible to cast a vote.

(b) Honorary members will be permitted to attend meetings of EMCO, subject to the approval of the President after consulting the national delegation of the country from which the observer comes subject to payment of fees for meetings.

(iii) **Affiliates**

The Board EMCO may admit such organisations as affiliates which may have an interest in optometry and optics but which do not represent the optometric profession including organisations of opticians.

6 MEMBERSHIP ELIGIBILITY

6.1 The organisations fulfilling the following criteria shall be eligible to attain the membership of EMCO as its voting members:-

(i) The national organisations of each country falling in the EMR will have the sole right to become a voting member of EMCO.
The national organizations shall agree that:

(a) their aim is to achieve recognition of the title ‘optometrist’ for national use;

(b) optometrists should be educated/qualified to the level required to provide optometric care in their respective country;

(c) optometry should function and be recognised as an independent profession;

(d) it shall commit, in the national context, fully to work for the achievement of the aims of EMCO;

(e) The applicant organization is in agreement with the aims and objectives of EMCO and has pledged to render services for the attainment of aims and objects of EMCO;

(f) The applicant organization undertakes to abide by the rules and regulations of EMCO and other terms and conditions which are set forth from time to time by the Board;

(g) The membership is approved by the Board with simple majority.

7 DISQUALIFICATION

7.1 A member shall be seized to be a member:

(i) Upon seizing to be a national organization;
(ii) (Any other instance at the option of EMCO)
(iii) On three consecutive unexcused absences from the meetings of the Board or other committee meetings.
(iv) On misconduct or any other misdeed which is contrary to the objectives of EMCO

8 EXECUTIVE MANAGEMENT BOARD

8.1 Subject to the provisions of this Constitution, the control and management of the affairs of EMCO shall vest in those members who shall function as its Board. The Board shall be comprised of minimum of seven (07) members. The first Board shall consist of the following founder members:-

1. Mr. Walid Mikdashi - Lebanon
2. Mr. Hasan Minto - Pakistan
3. Dr. Kherieh Rassas-Kharouf - Palestine
4. Dr. Ali Bukhamseen - Saudi Arabia
And following appointed members:

1. Dr. Mohammad Hassan – Bahrain
2. Dr. Mohammad Amiri – Iran
3. Dr. Atif Ali – Sudan
4. Dr. Nabila Al-Tamimi – Qatar
5. Mrs. Asma Al-Shamsi – United Arab Emirates
6. Dr. Younes Dudin – Jordan
7. Dr. Malek Naser – Algeria

8.2 A member of the Board shall hold the office for a fixed term of three years unless it resigns or is removed by a resolution passed by not less than ¾ of total members of the Board.

8.3 The Board may, by a resolution, increase its numbers and fill any vacancy which was vacated due to any reason.

9 **POWERS OF THE EXECUTIVE MANAGEMENT BOARD:**

9.1 The Board shall have full power and authority to do all things and take all measures as may be necessary or expedient for the purpose of administering, preserving and managing the affairs and assets of EMCO and for putting into effective operations of the provisions of this Constitution. The Board shall further be empowered to do the following:

(i) To acquire, build upon, pull down, rebuild, alter, repair improve, sell, dispose off or otherwise deal with any land, building or premises only for the use of EMCO with the approval of Board with simple majority;

(ii) To invite, accept or refuse donations, presents, gifts and legacies;

(iii) To make rules regulations for the smooth functioning of EMCO;

(iv) To approve the names of banks for opening bank accounts and operate the same and to give instructions for the said purpose;

(v) The Board except as may be otherwise provided in these rules and regulations may authorize any officer (s), to enter into any agreement or execute and deliver any contract or other instrument in the name or on behalf of EMCO and such authority may be general or confined to specific purposes and revoke it at any time;
To lay down recruitment policy for staff and consultants, to decide their terms and conditions of service and to appoint, suspend or dismiss them;

No member of EMCO shall be allowed to utilize the funds/assets of EMCO whatsoever other than in respect of aims and object of EMCO; however, the Board may allow any member to draw compensation in exchange of services rendered to EMCO;

To frame, amend and enforce the rules and regulations/bye laws for the smooth running of the affairs of EMCO;

To approve annual Budget and review expenditures of EMCO;

The Board shall each year prepare an Annual Report on the affairs of EMCO and send these to the concerned people;

To make amendments in the Constitution by 2/3rd majority vote;

To enter into agreements, contracts and other arrangements with Governmental, Non-Governmental Agencies, and individuals for the purpose of carrying out its functions and activities;

To receive funds from other Trusts, Societies, charitable, organization, Governments, local bodies and persons whether Corporate or otherwise national or international on such terms and conditions may be agreed upon between EMCO and the donors;

To work, improve, manage, administer, develop, turn to account, sell, lease, and mortgage or otherwise dispose of or deal with all or any of the funds & assets of EMCO;

To invest money of EMCO not immediately required in such securities, shares, and debentures or otherwise in such manners as may from time to time be determined by the Board; and

To do all such other things are incidental or conducive to the attainment of the above objects.

10 MEETING

10.1 The meetings of the Board will be held at least once a year. However, it may be called at any time by the President or by the requisition of the majority of the Board’s members.
10.2 The quorum of the meeting shall not be less than $1/2$ of total members of the Board, whichever is greater.

10.3 Except as otherwise provided by law or these rules and regulations the act of majority of members of the Board present at any meeting (at which a quorum is present) shall be the act the Board, provided that in the case of a tie the President shall have second of casting vote.

10.4 A resolution in writing circulated to all the members of the Board and signed or affirmed through E-mail or any other mode by a majority of them shall be as valid and effective as if it has been passed at a meeting of the Board duly convened and held.

10.5 A minute’s book shall be maintained, in which all proceedings of the meetings of the Board will be recorded and circulated among the members. These proceedings will be signed by all the participants at the end of meeting.

10.6 The Board shall not meet formally and take formal decisions, unless half of the number of national delegations in membership of EMCO are present.

11 OFFICE BEARERS:

11.1 PRESIDENT

(i) The elected President of EMCO will be from amongst the members of the Board who will have been a member of a national delegation for at least two years and will be the Chief Executive of EMCO.

(ii) The term of office of the President will be three (03) years.

(iii) The President is responsible to run the affairs of EMCO according to rules & regulations set forth by the Board. Moreover, he is also responsible for the development and well being of EMCO.

(iv) He will preside the meetings of the Board and other concerned Committees.

(v) He is empowered to call the Board and Committee meetings according to the rules & regulations of EMCO.

(vi) In an emergent situation the President is empowered to take steps for interim arrangements, however in the next meeting of Board the same must be ratified.

(vii) The President of EMCO must sign the Bank cheques.

(viii) The President may check any of the record within 3 days notice.

(ix) In emergent situation the President is empowered to call Board meeting upon 3 days notice.
The President may delegate his powers to the Vice President at any time as and when required to do so.

To do all such other things, incidental or conducive to the attainment of the above objects.

11.2 **VICE PRESIDENT**

(i) The President will nominate the Vice President in consultation with the Board. In the absence or any other incapability of the President, the Vice President will be the acting President of EMCO in addition to his own assignments.

(ii) The term of office of the Vice President will be three (03) years.

(iii) The Vice President shall fulfill special responsibilities assigned by the President or Board.

(iv) The Vice President shall work for the well-being and development of EMCO with its utmost endeavors in prestigious manners.

11.3 **GENERAL SECRETARY**

(i) The Board shall appoint from amongst its members a General Secretary of EMCO.

(ii) The term of office of the General Secretary will be three (03) years.

(iii) The General Secretary shall be responsible for carrying out the proceedings of the meetings, maintaining records of EMCO.

(iv) The General Secretary shall also be responsible to maintain discipline and effective control during the session of meetings.

(iii) The General Secretary shall be responsible to convey the information regarding Agenda, time, and venue of the meeting to all its members well in time.

(iv) The General Secretary while holding the status of middleman shall also be assigned to look after the whole affairs of EMCO in general. It may advise the President and other members pertaining to administrative functions of EMCO.

(v) The General Secretary shall may check any Fund of EMCO with the permission of the President.

(vi) The General Secretary shall keep information of all the administrative decisions, such as resolutions, demands proceedings and policies and other allied matters pertaining to EMCO, and shall disseminate the same to all the members of EMCO.

(vii) The General Secretary shall be responsible to make effective access/liaison with media and to make all possible arrangements for publication of aims,
objectives, programs and other positive steps of EMCO through media and shall be responsible do the following:-

(a) To maintain the record of EMCO assets;
(b) To carry and hold charges of all correspondents of EMCO;
(c) To issue and give notice of all general meetings and meeting of the executive and other committees;
(d) To prepare the annual report of EMCO in consultation with the Board;
(e) To collect the dues of EMCO and grant receipts thereof;
(f) To ensure making all the payment on behalf of EMCO after its approval by the President of EMCO; and
(g) To do all such other things, incidental or conducive to the attainment of the above objects.

11.4 JOINT SECRETARY

(i) The Board shall appoint from amongst its members a Joint Secretary of EMCO and EMCO may entrust in it such powers and functions on such terms and conditions as the Board may deem fit.
(ii) The term of office of the Joint Secretary will be three (03) years.
(v) The Joint Secretary shall be responsible to provide support and assistance to the General Secretary in the conduct of the General Secretary's responsibilities;
(vi) The Joint Secretary shall also carry out such responsibilities as entrusted by the Board.

11.5 FINANCE SECRETARY

(i) The Board shall appoint from amongst its members a Finance Secretary of EMCO and EMCO may entrust in it such powers and functions on such terms and conditions as the Board may deems fit.
(ii) The term of office of the Finance Secretary will be three (03) years.
(iii) It is responsible for all the financial affairs/mattes of EMCO and to maintain its records effectively.
(iv) It shall deposit/withdraw and fulfill all other formalities and liabilities pertaining to the accounts of EMCO with the concerned Bank(s).
(v) It will prepare annual budget of EMCO with the consultation of President/Board for approval.
(vi) It shall maintain complete record of financial decisions made in any meeting of EMCO and also to make the same implemented in an effective manner.
12. **ELECTIONS**

12.1 After every three years the elections of the office bearers of EMCO shall be conducted under the nominated persons by the Board.

12.2 Only EMCO voting members shall be eligible to cast their vote. Other members of EMCO shall not be allowed to cast vote.

12.3 Each national delegation, not being in arrears with subscription payments, will be entitled to a single vote.

12.4 A notice of election will be sent to every member organization by post and/or email and posted on the website no later than twelve weeks before the Board meeting at which the election takes place. The notice will list the vacancies and invite nominations from members to be sent to the General Secretary, to be received no later than one month before the meeting of the Board.

12.5 Nominations may be in writing or by email and should be seconded by another member organization. The nomination will be accompanied by an acceptance of nomination by the candidate and a written election address (manifesto). Nominations for membership of committees (apart from the chairmen) will neither require a seconder nor an election address.

12.6 The General Secretary will circulate the details of all nominees together with their addresses to all member organizations three weeks before the Board meets. This circulation may be by email or by posting on the website.

12.7 Nominations will not be accepted after the closing date, unless no nominations have been received for a particular position. In this case, nominations may be made at the Board meeting.

12.8 If there is more than one candidate for President, each candidate will be asked to address the Board for a maximum of ten minutes.

12.9 Voting will be by secret ballot, even if there is only one candidate.

(vii) **COMMITTEES**

a. The Board may constitute and appoint form amongst its members different committees for such purposes as it deems fit and on such terms and conditions as the Board may from time to time determine.

b. The committees shall report to the Board.
**Funds**

(a) That all cash and assets or income or any part thereof shall be utilized solely for the promotion of EMCO and all the expenditures in various heads shall be made according to its approved budgetary allocations.

(b) No funds, assets, incomes or any part thereof shall be paid or transferred directly or indirectly by way of divided, bonus, or profit to any of the members of officer bearers of EMCO.

**Accounts**

(a) Proper and regular books of account regarding sale, purchase, receipts, payments, transactions and dealings shall be made and maintained at the office of EMCO and shall be kept in safe custody, However, every voting member shall have full excess at all times without any interruption to inspect, scrutinize and to get copy of the same.

(b) The books of accounts shall be closed for the first time on 30th June, 2010 and thereafter on 30th June of each calendar year and immediately after closing, a balance sheet, and income and expenditure statement and as flow statement shall be prepared within one month’s period.

(c) After closing of books of accounts Board shall approve the same by putting the signatures of its members on the balance sheet income and expenditure statement and cash flow statement. After these signatures, the same shall not be challenged in future.

**Bank Accounts**

15.1 The Bank account(s) may be opened in any scheduled bank(s) after getting approval from the Board. Names of the banks shall be circulated amongst Board members for approval. The bank accounts shall be operated jointly with the signatures of the President and another person specifically authorised by the Board for this purpose.

**Indemnity**

16.1 EMCO members are wholly indemnified against any expenses or losses incurred or suffered in regard to any act, deed or omission in the performance of their duties as members or any payment made by them within the administration of EMCO. Such expenses, losses and none of EMCO member shall in any case be personally liable or responsible for the same.
(xii) **AMENDMENTS**

17.1 Any proposed addition or amendment to the Constitution will be notified by the proposing national delegation in writing to the General Secretary not less than 60 days prior to the next meeting of the Board.

17.2 Amendments in the Constitution shall be made with 2/3rd majority vote of the Board.

17.3 Any addition or amendment to the Constitution will be brought into effect on such date as may be determined by the Board but shall not be applied retrospectively.

18 **LANGUAGES**

The official spoken language of meetings of the Board is English. Adequate translation facilities in other languages will be made available at the request of any national delegation and at the cost of that delegation.

19 **RULES OF PROCEDURE**

The member organisations and their delegates will conform to rules of procedure adopted by resolution of the Board from time to time. Such rules will be annexed to this Constitution.

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ANNEX A: MEMBER ORGANISATIONS