

Constitution



Chattogram Maa O Shishu Hospital

Agrabad, Chattogram.

CONSTITUTION OF CHATTOGRAM MAA-O-SHISHU HOSPITAL

1. NAME AND STYLE :

The name and style of the organization shall be "CHATTOGRAM MAA-O-SHISHU HOSPITAL". Henceforth, "Organization" will mean Chattogram Maa-O-Shishu Hospital to be abbreviated as CMOSH. The Executive Committee is the Executive Committee of Chattogram Maa-O-Shishu Hospital.

2. REGISTERED OFFICE :

The registered office of the organization shall be located within the metropolitan area of Chittagong.

3. STATUS :

The organization shall be a non-political, non-profit making voluntary welfare organization.

4. AIMS & OBJECTS :

46% of the population of Bangladesh are children. Health facilities for those vast number are absolutely meager, particularly, in Chittagong. Hence, the aim of the organization is to establish a full-fledged hospital for the children in Chittagong extending the service to mothers in particular and also for adults of both sexes in the name of General Hospital

The objectives are -

- (a) To promote the mother and child health.
- (b) To prevent diseases amongst the mother and children by adopting.
 - (i) Immunization programme
 - (ii) Nutrition programme
 - (iii) Health education programme and
 - (iv) Family planning programme
- (c) To decrease maternal, infant & neonatal mortality .
- (d) To provide appropriate treatment to the sick mother, children & adult population of both sexes with an well equipped hospital facility and well trained manpower, Serving the out-patient, in-patient & emergency departments, with a back up of modern investigational service.
- (e) To co-operate and co-ordinate with the organizations and agencies having similar ideals and objectives.
- (f) To educate the mothers in taking care of their children & to adhere to the rules of Baby friendly hospital & promote breast feeding .
- (g) To arrange for publications & CME to achieve those goals.
- (h) To acquire properties, raise funds and to invest the same in approved manner so that the accrued interest and the principal amount may be utilized to achieve the aims and objects of the organization.
- (i) To take up, promote or associate with any project for the welfare of the mother, children and the adult population in general .
- (j) To organize courses to offer Diploma / Degree to Paediatricians under affiliation to an university / Bangladesh College of Physicians and Surgeons .
- (k) To establish a state of the art of a full fledged Obstetrics & Gynaecological Unit, to cater the needs of all types of management for the pregnant mothers, children and Gynaecological problems, with special emphasis for safe child birth in order to

decrease Maternal, Neonatal and infant mortality and to organize courses to offer Diploma / Degree to Obstetrician and Gynaecologist under affiliation to an university / Bangladesh College of Physicians and Surgeons .

- (l) To develop human resources for better understanding of the service extended to all types of patients for both Adult and Children and establish centre of excellence .
- (m) To encourage & co-operate in any research activity pertaining to the services provided.
- (n) The following are the projects of Chattogram Maa-O-Shishu Hospital :
 1. Chattogram Maa-Shishu O General Hospital.
 2. Chattogram Maa-O-Shishu Hospital Medical College.
 3. Chattogram Maa-O-Shishu Hospital Institute of Child Health.
 4. Chattogram Maa-O-Shishu Hospital Nursing Institute.
 5. CMOSH Shamsun Nahar Khan Nursing College.
 6. CMOSH Autism & Child Development Center.
 7. CMOSH Cancer Institute & Research Centre.
 8. Chattogram Maa-O-Shishu Hospital Medical College Dental Unit.
 9. Bangamata Sheikh Fazilatunnesa Mujib Briddho Nibash.
 10. Saima Wazed Autism Institute and Home.
 11. Chattogram Maa O Shishu Hospital University.
 12. CMOSH Neuroscience Institute.

5. MEMBERSHIP :

The membership of the organization shall be open to all adults of sound mind and not below the age of 18 years and should have passed the HSC examination at the least.

There shall be only life members of the organization and the intended person being proposed and seconded by two different life members respectively subject to the approval of the executive committee, shall be enrolled as life members on payment of Tk.50,000 (fifty thousand) only or at any other amount fixed by the members of the general assembly.

7. PRIVILEGE & RESPONSIBILITIES :

Subject to the provisions of this constitution and any bye-law framed later, a member shall be entitled to -

- (a) Attend all general meetings of the organization and have the right to vote and seek election as provided for in this constitution, unless he/she is an employee of the organization or in regular payroll or students, trainees or any other direct financial beneficiaries
- (b) A life member who is an employee or in regular payroll shall be debarred to seek election or cast vote for the election of the Executive Committee but shall enjoy every other privilege of membership as may from time to time be conferred on members by framing bye-laws and regulations of the organization.

8. TERMINATION & RESTORATION OF MEMBERSHIP:

A member of the organization shall cease to be a member -

- a) If he / she is declared to be of unsound mind or found guilty of moral turpitude or found guilty of a criminal act by court of law and
- b) If he / she resigns from the membership of the organization.

- c) The Executive Committee shall retain the power to terminate the membership if he/she is found involved in any activity which is detrimental to the interest of the organization.

Membership can be restored -

- (a) If he / she is cleared of the charges of moral turpitude to the satisfaction of the Executive Committee or cleared of criminal charges by any competent court or certified by qualified authority to be of sound mind and
(b) If he / she applies to the Executive Committee for reinstatement.

9. GENERAL ASSEMBLY :

- a) It shall consist of all the life members of the organization.
b) The general assembly shall be the highest body in all matters of the organization.
c) It shall elect the Executive Committee including the office bearers for a period of three years and shall consider and approve at the annual general meeting of the organization the audited accounts and appoint auditors.
d) Consider and decide upon such matters of the general policy that may be referred to it by the Executive Committee.
e) Amend the constitution from time to time in accordance with the provisions of the constitution and
f) Do such other things as may be conducive to the aims and objects of the organization.

10. FINANCIAL YEAR :

The financial year shall be from 01 January to 31 December.

11. THE EXECUTIVE COMMITTEE AND THE OFFICE-BEARERS:

The Executive Committee shall consist of the following office-bearers and members -

President	: One
Vice President	: Four (One from Donor & three from General Members)
General Secretary	: One
Joint-General Secretary	: Two (One from Donor & one from General Member)
Treasurer	: One
Joint Treasurer	: One
Organizing Secretary	: One
Sports & Cultural Secretary	: One
Donor Member	: Two
Member	: Ten

[Including the President & the General Secretary of outgoing committee if not re-elected that two person as ex-officio member and four representatives from donors donating Tk.5,00,000.00 (Taka Five Lac) or above in cash or in kind]

In addition, the Director Administration/Hospital and the Principal of the Chattogram Maa-O-Shishu Hospital Medical College of the organization shall be ex-officio members of the Executive Committee without voting rights.

One representative of the Ministry of Health and Family Welfare, Government of People's Republic of Bangladesh, not below the rank of a Joint Secretary, one representative of the

Ministry of Social Welfare, Government of People's Republic of Bangladesh, not below the rank of a Joint Secretary and the Deputy Commissioner of Chittagong District will also be the ex-officio member of the Executive Committee without voting rights

The office-bearers and members shall not be entitled to any salary or other remuneration in cash from the organization.

13. ELECTION OF THE EXECUTIVE COMMITTEE.

- a) The election of the office-bearers and members of the Executive Committee of the organization shall be held every three years within 31st October by secret ballot voting system by the life members of the organization.
- b) The election shall be conducted by an Election Commission appointed by the Executive Committee. The members of the Election Commission shall be debarred from seeking election.
- c) The voters' list for the election shall be prepared with names of the members enrolled in the register of members on the 30th June of the year of election. The members enlisted in the voter's list are only entitled to take part in the election. The voter's list shall be published by the General Secretary 45 days before the election.
- d) A notice of the election stating the date, time and venue fixed for the election shall be given by the General Secretary to all members of the organization not less than 45 days before the date of election by advertisement in at least one Bangla and one English national daily newspaper.
- e) The candidate for the posts of office bearers must be a member of the Executive Committee for at least one term of good standing in the organization and beyond at the time of submitting the nomination. In case of submitting nomination for member of the Executive Committee he/she must be a member of the organization for at least one year and of good standing in the organization and beyond.
- f) No one drawing a salary or honorarium or any direct/indirect profit from the organization can be elected as an office-bearer or member of the Executive Committee (ex-officio members exempted)
- g) The nomination papers in the prescribed form of the eligible candidates duly proposed and seconded by the bonafide life members of the organization must reach the Election Commission at least 30 days before the date of election. The Election Commission shall scrutinize the nomination papers after closing time of receiving of the nomination papers and publish the names of the candidates for the election.
- h) Each voter shall have to cast their vote for all the post in the E.C. Otherwise the ballot paper will stand cancelled.
- i) The final list of the contesting candidates shall be published 15 days before the date of election by the Election Commission.
- j) The Election Commission shall scrutinize and count the votes in presence of the candidates or their agents after the closing time of election.
- k) The results of the election shall be declared by the Election Commission.

13. A. ELECTION OF THE DONOR'S REPRESENTATIVES TO THE EXECUTIVE COMMITTEE :

- (a) Every individual donor represented by self and every corporate donor represented by the nominee (not being a person below the rank of Director, Honorary Secretary, General Manager or equivalent) of its Chief Executive (Chairman or Managing Director)

shall be a voter for electing the donors' representatives to the Executive Committee. The nomination by a corporate donor must be on its official letter pad, duly signed with official seal of the Chief Executive.

- (b) Persons to be nominated to seek election to the Executive Committee must be a donor himself or a nominee of a corporate donor as appear in the donors' voter list prepared in terms of clause (a). The separate list of donor members following the clause (11a) shall be prepared and hung along with the voter's list of the life members.
- (c) The election commission shall invite nominations from donor voters along with the invitation for the election to the Executive Committee by the life members.
- (d) Schedules for the election will be the same as that of Executive Committee election.
- (e) The Election Commission shall hold election amongst donor voters for electing two donors' representatives to the Executive Committee by secret ballot.
- (f) The results of the election shall be declared by the Election Commission.

13.B. THE AGENDA OF THE ANNUAL GENERAL MEETING BE FRAMED AS FOLLOWS :

- (a) To confirm the proceedings of the last Annual General Meeting.
- (b) To discuss and adopt the annual report of the General Secretary.
- (c) To discuss and adopt the Treasurer's annual report and next year's budget
- (d) To consider the appointment of auditors and fixation of their remuneration.
- (e) To discuss any other matter as may be determined by the Executive Committee.
- (f) To declare the election result by the election commission when applicable.

14. TERM OF OFFICE:

The election of the Executive Committee and the office-bearers shall be held on or before 31st October of the year of the termination of office.

If the election is not held at the specified time due to any unavoidable circumstances, the duties of the office bearer shall continue before the next election.

The outgoing Executive Committee shall hand over the charges to the incoming Executive Committee within 15 days of election.

To be in keeping with the powers of the Executive Committee as conferred upon it by sub-article (r) of the article 15, it is expressly provided that in case of a vacancy occurring in the post of a member of the committee or in the post of a directly elected office-bearer due to any reason, the remainder of the Executive Committee shall fill up the said vacancy by co-option from Life Members and that the member or the office bearer so co-opted shall hold the office for the remaining term of the Executive Committee (Special resolution dated 07.08.93).

15. FUNCTION OF THE OFFICE BEARERS:

a) President

- shall be the administrative head of the organization.
- shall preside over all meetings.
- shall interpret the constitution, rules, resolutions and bye-laws.

b) Vice-Presidents

- shall perform the duties of the President in his absence.
- shall perform such duties of the President as may be delegated to any one of them by the President.

c) General Secretary

- shall keep the minutes and records of the meeting.
 - shall convene all meetings in consultation with the President.
 - shall be in charge of the office.
 - shall conduct all correspondences.
 - shall maintain an upto date register of all the life members.
 - shall be the ex-officio member of all sub-committees.
 - shall conduct all other businesses of the organization on behalf of the Executive Committee as may be entrusted to him by the President or the Executive Committee.
 - shall send a copy of the proceedings to all concerned members.
- d) Joint-General Secretary.**
- shall assist the General Secretary in the performance of his duties and perform such other duties as may be assigned to him by the General Secretary.
 - shall perform the duties of the General Secretary in his absence subject to the approval of Executive Committee.
 - Joint General Secretary (elected from Donor member) shall perform the duties of the General Secretary in absence of General Secretary and Joint General Secretary subject to the approval of Executive Committee.
- e) Treasurer**
- shall be responsible for the management of the funds of the organization subject to control and supervision by the Executive Committee.
- f) Joint Treasurer**
- shall assist the Treasurer in the performance of his duties and perform such other duties as may be assigned to him by the Treasurer.
 - shall perform the duties of the Treasurer in his absence subject to the approval of Executive Committee.
- g) Organizing Secretary**
- shall assist the President and General Secretary in the performance of his duties and perform such other duties as may be assigned to him by the President and General Secretary.
 - shall responsible for organizing any meeting of the organization of behalf of Executive Committee.
- h) Sports & Cultural Secretary**
- shall assist the President and General Secretary in the performance of his duties and perform such other duties as may be assigned to him by the President and General Secretary.
 - shall responsible for organizing sports & cultural activities of the hospital on behalf of the Executive Committee.

16. FINANCIAL MANAGEMENT AND OPERATION OF BANK ACCOUNT (S) :

- (a) Bank account shall be opened with such schedule bank as Savings Deposit Account called "Chattogram Maa-O-Shishu Hospital Trust Fund Account" wherein (1) all life membership fee and (2) one half of all cash donations including GOB as well as other annual grants shall be deposited and utilized only in purchasing such investments, hereinafter referred to as 'the trust fund investments' as the Executive Committee may determine. The investments so purchased shall be dealt with in the following manner –
- (i) Investments only in excess of Tk. 10 (ten) crore may be encashed for such capital outlay as the Executive Committee may determine but such encashments or any part thereof shall not, under any circumstances, be used

for recurring expenses while investments may be encashed for reinvestment or change of investment for better return.

- (ii) Interest/dividend on investments may be withdrawn for recurring expenses.
 - (iii) The whole of the investments may be encashed and dealt with as the circumstances require in case of liquidation of the organization.
- (b) The executive committee in addition to its own activities shall also act as the board of trustee for Chattogram Maa-O-Shishu Hospital and its projects for administration of the trust fund investments and other activities of the organization. In the event of extra ordinary situation where the Executive Committee becomes non existence the trustee board shall take over the responsibility of the Executive Committee.
 - (c) In addition to the Trust Fund account, any other account shall be opened such as Savings Banks Accounts / Current Account / Fixed Deposit Account in the name of the organization as the Executive Committee may determine and all such Bank Accounts shall be operated on by Treasurer jointly with either the President or the General Secretary.
 - (d) All collections of each day in cash/ cheques shall be deposited into the appropriate Bank Accounts (s) at the Commencement of banking hour of the next day. No amount of cash shall be retained for use in expenses.
 - (e) Cash cheques of specific amounts for month end payments like salary, wages, telephones, electricity, water etc. shall be drawn while all other payments shall be made in Accounts Payee Cheques only. The Director shall be allowed to keep a petty cash imprest for meeting day to day expenses. The Executive Committee shall decide the amount of imprest, which shall be drawn from bank in cash/cheques as frequently as may be necessary.
 - (f) All payments shall be certified to be due, correctly relating to the organization and with appropriate supportings by such officer (s) of the organization as may be designated by the Executive Committee.
 - (g) The Executive Committee may authorise opening of savings Bank Account(s) in the name of the organization operation of such savings bank Account(s) by the organization's senior executives to facilitate management of the Hospital's recurring expenses in such manner as the Executive Committee may deem appropriate.

17. POWERS AND FUNCTIONS OF THE EXECUTIVE COMMITTEE:

Without prejudice to the general powers conferred on the Executive Committee, it shall have the following powers: -

- (a) Generally to do such things as they consider necessary or expedient for the purpose of carrying out the aims and objectives of the organization. The General management of the affairs of the organization shall be vested upon and rest with Executive Committee.
- (b) To administer endowments having all or any of the objectives of the organization.
- (c) To receive, collect, manage and disburse funds to be raised for the organization and keep proper accounts.
- (d) To purchase, take lease or hire or otherwise acquire any immovable property or any right or privilege necessary for/or conducive to the purpose of the organization.
- (e) To construct, alter or repair premises & structures required for or used by the organization.
- (f) To borrow money with or without security.
- (g) To sell, improve, manage, develop lease or hire, mortgage, dispose or otherwise deal with all or any of the property of the organization.

- (h) To invest money not immediately required in such securities as may be determined.
- (i) To establish and maintain provident funds or pension funds for the employees of the organization at earliest opportunity.
- (j) To appoint and at their discretion, to remove or suspend such officers and employees from permanent, temporary or special services as they may from time to time think fit and to determine their duties and responsibilities and to fix their salaries and emoluments.
- (k) To frame bye-laws on any matter on which there is no adequate provision under these regulations provided by the bye-laws so framed shall be subject to subsequent rectification by the general assembly.
- (l) Subject to the same being certified by the auditors to pass the accounts of the organization for presentation to the general assembly.
- (m) To prepare the budget for presentation to the general assembly.
- (n) A member of the Executive Committee who fails to attend 3 consecutive meetings of the Executive Committee without reasonable grounds or leave of absence shall cease to be a member of the Executive Committee. A final notice should be served giving four weeks time before such termination be made effective.
- (o) The executive committee shall meet as often as necessary but not less than once in every month.
- (p) To consider all matters as are placed before general assembly for their consideration as far as possible.
- (q) To fix the date, time, venue and agenda of the general or extra-ordinary general meeting.
- (r) To co-opt any member to fill up any vacancy in the Executive Committee including the office-bearers to serve the remaining period of the terms of the same Executive Committee or for temporary absence of the individual.
- (s) The Executive Committee shall form Advisory board consisting of 5 members in the first meeting of the Executive Committee. Advisory board will advise the Executive Committee for the better management of the hospital. But the advice of the advisory committee shall not be mandatory in running the organization for the Executive Committee.

18. MEETINGS :

- a) Executive Committee shall have the following meetings -
 - i) Ordinary meetings.
 - ii) Emergency meeting.
- b) General Council shall have the following meetings -
 - i) General Meeting.
 - ii) Extra-ordinary general meeting.
 - iii) Requisition Meeting.
- c) (i) All matters except as in
 (ii) hereunder placed before the general council or Executive Committee shall be decided by simple majority.
 (iii) Matters relating to amendment, addition or change of the constitution shall, however, be decided by 2/3rd majority of the members present. Such amendments or change in the constitution shall be submitted for information to the registering authority, if any.

19. NOTICE :

- i) All notice of meeting shall specify the date, time, venue and the agenda of the meeting.
- ii) Twenty one days notice will be required for the general meeting. Seven days notice will be required for the Executive Committee meeting.
Ten days notice will be required for extra-ordinary general meeting. Twenty four hours notice will be required for the emergency meeting of the Executive Committee. A requisition meeting will require twenty one days notice.
- iii) A notice if not served through press may be served by the organization on any member either personally or by post addressed to such member at his registered address appearing in the register of the members.
- iv) Any notice served by post shall be deemed to have been served on the day following that on which the letter containing the same has been sent by post.
- v) Any notice required to be or which may be given by press advertisement shall be advertised in two newspapers.

20. REQUISITION MEETING:

At least fifty member's signature will be required to present a requisition to the President with one or more specific agenda. On receipt of such requisition the President shall direct the General Secretary to convene a requisition meeting within four weeks of the receipt of the requisition.

If the General Secretary and / or the President fails to convene the meeting within the stipulated time then the requisitioners shall be able to convene a requisition meeting by giving 5 days notice to discuss the agenda given in original requisition.

A requisition meeting failing to draw a quorum shall stand null and void.

21. QUORUM.

- a) The quorum for the Executive Committee meeting shall be at least one third of the total number of members.
- b) The general body meeting shall have a quorum of at least one hundred one life members. This rule will also apply for the requisition meeting of the general members.
- c) If within half an hour from the time appointed for the holding of a general meeting, a quorum is not present, the meeting, if convened on the requisition of member, shall stand dissolved and in all other cases, it shall stand adjourned for half an hour thereafter at the same place, and if at such adjourned meeting, a quorum for holding the meeting is not present within the half an hour for which meeting is adjourned, the members present shall form the quorum.

22. NO CONFIDENCE MOTION:

No confidence motion against the Executive Committee or any office-bearer may be moved by any adult life member of the organization.

The motion has to be supported by at least ten members and at least 21 days notice shall be given for such a motion.

The Executive Committee or office-bearers shall cease to hold office forthwith if the motion is passed by a simple majority of the members present, provided the members voting for the motion constitute more than 50% of the total membership of the organization.

If the Executive Committee ceases to hold office on such occasion, an adhoc Committee shall be formed in the same meeting to conduct the functions of the Executive Committee and to appoint an Election Commission for election of a new Executive Committee within six weeks.

23. RULES & PROCEDURE FOR HOLDING ELECTION:

The Executive Committee shall frame rules and procedures for holding election of the organization.

24. (A) HOSPITAL MANAGEMENT SUB-COMMITTEE:

In order to run the affairs of the Chattogram Maa-Shishu O General hospital, the Executive Committee may form a Hospital Management Sub-Committee.

The number of members in such a committee shall be determined by the Executive Committee. The Executive Committee may nominate official members as ex-officio members to such committee and number of such ex-officio members shall not exceed 1/3 of the total number of members of such Hospital Management Sub-Committee. The Director (Admin) of Chattogram Maa-Shishu O General Hospital shall be the member secretary of the committee.

Functions and powers of the Hospital Management Sub-Committee shall be determined by the Executive Committee subject to the approval of the general assembly.

(B) GOVERNING BODY

The principal shall run the day to day affairs of the Chattogram Maa-O-Shishu Hospital Medical College under the direction of the Governing Body wherein the Governing Body will be formed according to the statute of affiliated University. In the event of extra ordinary situation where the Governing Body becomes non existent the Board of Trustees shall give the direction to the Principal for running the day today affairs of the college.

25. SUB-COMMITTEE (S) :

In order to run individual project smoothly, the Executive Committee may consider formation of Sub-Committees having representation from the Executive Committee, the organization, as well as the donors of the project. A member of the Executive Committee shall, however, be the Chairman of the Sub-Committee.

26. DISSOLUTION OF THE ORGANIZATION:

If under any circumstances it is deemed necessary to wind up the organization, the decision shall be taken by a 4/5 majority in a General Meeting and the assets shall be transferred to any organization engaged in similar services as may be decided by 4/5th majority with the approval of the registering authority, if any or as per the Law of the land.

Certified to be correctly printed with all necessary amendments till 42nd AGM held on 24.06.2023.

Chattogram.
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Mohammad Rezaul Karim Azad
General Secretary