



Public Health Association Fiji

Public Health Association of Fiji

Constitution and Rules

November 2022

Table of Contents

| | |
|---|----|
| PART I – PRELIMINARY..... | 1 |
| 1. Name..... | 1 |
| 2. Who We Are..... | 1 |
| 3. Association Formation..... | 1 |
| 4. Definitions..... | 2 |
| PART II – OBJECTIVES & POWERS..... | 4 |
| 5. Aims..... | 4 |
| 6. Powers..... | 5 |
| PART III – MEMBERSHIP..... | 6 |
| 7. Membership..... | 6 |
| 8. Membership Subscription..... | 6 |
| 9. Honorary Membership..... | 6 |
| 10. Members' Meetings..... | 7 |
| 11. Cessation of Membership..... | 8 |
| PART IV – GOVERNANCE..... | 9 |
| 12. Supreme Authority..... | 9 |
| 13. Executive Council..... | 9 |
| 14. Election of Executive Council Members..... | 10 |
| 15. Duties of the President..... | 10 |
| 16. Duties of the Vice-President..... | 10 |
| 17. Duties of the General Secretary..... | 11 |
| 18. Duties of the Treasurer..... | 11 |
| 19. Duties of Member's Representative..... | 12 |
| 20. Use and Operation of Funds..... | 12 |
| 21. Auditors..... | 13 |
| PART V – BRANCHES..... | 14 |
| 22. Formation of Branches..... | 14 |
| PART VI – SPECIAL INTEREST GROUPS..... | 15 |
| 23. Formation of Special Interest Groups..... | 15 |
| 24. Special Provisions for Interest Groups..... | 15 |
| PART VII – GENERAL..... | 17 |
| 25. Journal..... | 17 |
| 26. Affiliated Organisations..... | 17 |

| | |
|---|----|
| 27. Alteration of Objects and Rules | 17 |
| 28. Stamp and Seal | 18 |
| PART VIII – DISSOLUTION | 19 |
| 29. Dissolution (Winding Down) | 19 |

PART I – PRELIMINARY

1. Name

The name of the Association shall be: Public Health Association of Fiji

- (a) The Registered Postal Address shall be: Box 11807, GPO, Suva, Fiji.
- (b) The Registered Office shall be: 71 Gomati Street, Tamavua, Suva, Fiji.
- (c) The Executive Council shall have the power to determine from time to time the Registered Postal Address and where the Registered Office shall be.

2. Who We Are

The Public Health Association of Fiji (PHAF) is the independent voice for public health in Fiji. As the only Fijian non-profit, non-governmental organization focused exclusively on public health, we are uniquely positioned to support policies, actions and programmes to promote and protect health of all communities in Fiji.

We champion health equity, social justice and evidence-informed decision-making to promote and enhance public health perspective and evidence to government leaders and policy-makers.

Our members, from multi-discipline health workforce and stakeholders, believe that universal and equitable access to health care and services are catalyst for change that improves health and well-being for all. PHAF respects and values diversity and inclusiveness in all aspects of its work.

3. Association Formation

At establishment of the Association, a Convenor was agreed to and supported by at least ten (10) public health professional representing the Ministry of Health and Medical Services, academia and regional organisations.

The Convenor was responsible for the formulation of the initial Constitution and Rules of the Association and for facilitating consultations of interested people for the further refinements and finalisation of the Constitution and Rules.

The Convenor organised two forums of at least twenty (20) interested stakeholders for the purposes of discussions and endorsement of the Constitution and Rules, confirmation of members, and election of the President, Executive Council members and other office bearers.

The President was responsible for the registration of the Association following the advice of Executive Council.

4. Definitions

4.1. In these rules, unless a contrary intention appears—

- (a) "Act" means the Fiji Industrial Association Act (1941) including the Regulations made pursuant to the Act, and any statute or regulations that may be substituted, as amended from time to time.
- (b) "Affiliated organisation" means an organisation which has become recognised by the Executive Council under rule 23.
- (c) "Association" means the Public Health Association of Fiji.
- (d) "Council" means the body established under rule 13.
- (e) "Branch" means a branch of the Association established under rule 19.
- (f) "Elected Officer" means one of the members referred to in rule 14.
- (g) "Financial year" means the year ending on 31 December referred to in rule.
- (h) "General Meeting" means a general meeting of members convened under rule 10.
- (i) "Member" means a person or organisation admitted to membership of the Association 7.
- (j) "Voting Member" means any Member whom the Executive Council has determined shall be entitled to vote at any Members' meeting.
- (k) "Rules" means the Constitution and Rules of the Association;

(l) “Registrar” means the Registrar of Industrial Associations appointed under the provisions of the Industrial Associations Act.

(m) “Special Interest Group” means a group established under rule 20.

(n) “Population health” means the health outcomes of a group of individuals, including the distribution of such outcomes within the group.

(o) “Public health” means the science and art of preventing disease, prolonging life and promoting health through the organized efforts and informed choices of society, organizations, public and private, communities and individuals.

(p) “Primary care” means the day-to-day healthcare given by a health care provider and which may act as the first contact and principal point of continuing care for patients within a healthcare system, and coordinates other specialist care that the patient may need

4.2 In these rules—

(a) One gender includes the other gender.

PART II – OBJECTIVES & POWERS

5. Aims

The aims of the Association are:

- 5.1 Advocacy for sound public health policy for the prevention of diseases, promotion and protection of health of all peoples in Fiji.
- 5.2 Support and complement health education and health promotion activities in Fiji.
- 5.3 Support and conduct health research promoting knowledge relating to local health priorities, which may include studies in the following areas:
 - (i) epidemiology of diseases especially those affecting women, children and the adolescent;
 - (ii) contributory factors to chronic diseases including disabilities in local communities;
 - (iii) the impact of the social and physical environment including climate change on health;
 - (iv) the economic, social and personal resources required for the optimum health of individuals;
 - (v) the structure and organisation, and function, planning and management of public health services; and
 - (vi) health systems issues especially on human resources in public health and primary care.
- 5.4 Supporting and providing a forum for the regular exchange of views and information, and developing policies, in relation to the areas set out above.
- 5.5 Supporting and promoting excellence in public health through development and education of workforce in health and primary care.
- 5.6 Develop a strong, capable and effective organisation through which the association's aims can be achieved.

6. Powers

To implement and give effect to its objectives, the Association may:

- 6.1 Hold periodical meetings of its members;
- 6.2 Receive subscriptions from members;
- 6.3 Apply for and accept money by way of grant, gift, bequest or otherwise;
- 6.4 Use sums of money out of the Association's funds for research, study and the promotion of health or health services;
- 6.5 Invest the moneys of the Association;
- 6.6 Publish and promote the publication of any printed material or produce and promote the production of any audio/visual material that could be shared in many digital platforms including social media;
- 6.7 Enter into any arrangement or agreement with, become a member of, subscribe to, or affiliate with, any other organisation having objects consistent with those of the Association.

PART III – MEMBERSHIP

7. Membership

- 7.1 Membership is open to any person in Fiji with a commitment to the aims and values of the Association and its agenda in health care, health services and the health systems in Fiji.
- 7.2 The Association shall maintain a register of members. Personal information shall be retained, used and disclosed consistent with the principles set out in the Bill of Rights
- 7.3 An application for membership of the Association may be made either on-line via the Association's website or by a written application with the Association's General Secretary.
- 7.4 The applicant shall be admitted to membership when the initial subscription, if required, has been received and the application has been acknowledged by the PHAF in a letter confirming membership.
- 7.5 Each financial member of the Association shall be entitled to vote at general meetings and to elect the President and Executive Council as provided for in these Rules and any relevant By-law.

8. Membership Subscription

- 8.1 The Executive Council shall determine, if any, the annual subscription for each member each year and decide the due date for payment.

9. Honorary Membership

- 9.1 The Council may admit as an Honorary Member of the Association any member who has rendered conspicuous service to the Association.
- 9.2 Honorary Members are entitled to all the privileges of membership without payment of subscriptions or other fees.
- 9.3 There would be no more than five (5) Honorary Members of the Association.

10. Members' Meetings

- 10.1 The annual or any other general meeting of the Members shall be held at the head office of the Association or at any place, as the Council may determine.
- 10.2 The annual meeting shall be held at a date and time determined by the Council but under no circumstances shall it be held more than fifteen (15) months after the preceding annual meeting.
- 10.3 The business to be transacted at the annual meeting shall include at least the following;
 - To receive reports from the Executive Council as a review the past work of the Association;
 - To consider motions, if any, for which due notice had been given;
 - To receive the accounts for the previous financial year and to consider the financial position of the Association;
 - Strategic planning, when due;
 - To elect the Association Office Bearers; and
 - To consider any other business on the agenda.
- 10.4 Ten (10) Voting Members present in person or on electronic link up, constitute a quorum at any meeting of Members. No business shall be transacted at any meeting unless the requisite quorum is present at the commencement of such business.
- 10.5 In the absence of the Chair and Chair-Elect, the Voting Members present at the meeting shall choose a Chair from amongst themselves.
- 10.6 Notice of the time and place of a meeting of Members shall be given to each Member entitled to vote at the meeting by the following means:
 - (a) by mail, courier or personal delivery to each Member entitled to vote at the meeting, during a period of at least 14 days before the day on which the meeting is to be held; or
 - (b) by telephonic, electronic or other communication facility to each Member entitled to vote at the meeting, during a period of at least 14 days before the day on which the meeting is to be held.

- 10.7 Notice of any meeting where special business will be transacted should contain sufficient information to permit the Member to form a reasoned judgment on the decision to be taken.
- 10.8 Each Voting Member present at a Members' meeting shall have the right to exercise one vote.
- 10.9 The Annual or an Extraordinary General Meeting of the Association shall have power to alter any fees, subscriptions and contribution for the purpose of providing further benefits for members.

11. Cessation of Membership

- 11.1 A member may, at any time, resign from the Association by sending to the Executive Council a written notice of resignation
- 11.2 If levied, membership will cease where a member has not renewed membership of the Association by paying the annual subscription due by the expiry date, and two months after the expiry date of membership.
- 11.3 The Executive Council may, by resolution, expel from the Association any members whose actions are considered detrimental to the aims of the Association and contrary to its values.

PART IV – GOVERNANCE

12. Supreme Authority

- 12.1 The Supreme Authority of the Association shall be vested in the Annual General Meeting, and subject to that authority, the Association shall be governed by the Executive Council.

13. Executive Council

- 13.1 The Government of the Association and the conduct of its business in the periods between Annual General Meetings shall be vested in the Executive Council.
- 13.2 The Executive Council shall consist of the President, Vice President, General Secretary, Treasurer, and one Member's Representative duly elected the Inaugural Meeting, Annual General Meeting, or by an Extraordinary General Meeting.
- 13.3 All members of the Executive Council must also be members of the Association and would be willing to provide voluntary part time services unless mandated otherwise by the Members at the Annual General Meeting.
- 13.4 In the event of the vacation of office before the expiry of the full term, for any member of the Executive council, the vacancy shall be filled by the Executive Council and such appointments will hold good until the next Annual General Meeting elections.
- 13.5 In the event of any member of the Executive Council being temporarily absent from Fiji and are unable to perform their functions required of them under these rules, the Executive Council may appoint a Member in Acting capacity to perform in their duties.
- 13.6 The Executive Council shall meet at least once (1) in every six (6) months at such times and places where the Executive Council member think fit.
- 13.7 The quorum shall consist of not less than three (3) members of the Executive Council.
- 13.8 The decision of the Executive Council shall be binding on all members of the Association.

14. Election of Executive Council Members

- 14.1 The President shall be elected every three (3) at the Annual General Meeting and shall serve for three (3) years in office, until the Annual General Meeting and shall be eligible for re-election.
- 14.2 The Vice President to be elected every three (3) years at the Annual General Meeting and shall serve for three (3) years and shall be eligible for re-election.
- 14.4 The General Secretary shall be elected every three (3) years at the Annual General Meeting and shall serve for 2 years and shall be eligible for re-election.
- 14.5 The treasurer shall be elected every three (3) years at the Annual General Meeting. He shall serve for three (3) years until the next Annual General Meeting and shall be eligible for re-election.
- 14.6 The Member elected to the Executive Council shall be chosen every three (3) years at the Annual General Meeting. He shall serve for three (3) years until the next Annual General Meeting and shall be eligible for re-election.

15. Duties of the President

Subject to this Constitution and Rules, the role of the President is –

- 15.1 To act as the spokesperson for the Association;
- 15.2 To chair the Annual General Meeting, General Meetings, and meetings of the Council including meetings with Branch Presidents and Special Interest Group Convenors; and
- 15.3 Perform such other duties as are determined by the Executive Council.

16. Duties of the Vice-President

- 16.1 The Vice-President will have common responsibilities for the management of the Association alongside the President.

- 16.2 Assist in the financial management of the Association alongside the Treasurer.
- 16.3 Be responsible for the Association's planning and policy development.
- 16.4 Be responsible for the membership of the Association.
- 16.5 Perform such other duties as are determined by the Executive Council.

17. Duties of the General Secretary

- 17.1 He shall call and attend all meetings and record the minutes thereof.
- 17.2 He shall conduct the correspondence and general business of the Association in accordance to the rules and shall carry out all instructions given to him by the Annual and Extraordinary General Meeting and by the Executive Council.
- 17.3 He shall keep a register of all members in which shall be entered:
 - The name, address and the occupation of each member
 - The date of which each member was admitted to membership
 - Any payments made by each member in respect of entrance fee, subscriptions or any other payments provided for under the constitution and the dates of such payments
 - The dates of which any member ceased to be a member
- 17.4 With the President, shall prepare the Annual Report of the Association for submission to the Annual General Meeting and any other reports necessary for Extraordinary General Meetings.
- 17.5 With the Treasurer, shall at the end of every financial year, forward to the Registrar of Industrial Associations the Annual Returns, Auditors Report and such other information as may be properly called for.

18. Duties of the Treasurer

- 18.1 He shall be responsible for the safety of all monies belonging to the Association and shall keep full and accurate account of all transactions conducted in the name of the Association.
- 18.2 He shall prepare a financial statement for each meeting of the Executive Council and an Annual Statement of Accounts for Audit and for presentation to the Annual General Meeting.

- 18.3 He shall deposit in the bank appointed by the Executive Council all such money received by him.

19. Duties of Member's Representative

- 19.2 He shall assist in marketing and advocacy activities of the Association.
- 19.3 He shall assist the General Secretary in membership drive and on the maintenance of register of all members.
- 19.3 Perform such other duties as are determined by the Executive Council

20. Use and Operation of Funds

- 20.1 In addition to any funding commitments implied under Rule 6, the funds of the Association shall be used solely for:-
- (a) Any authorized payment of salaries, allowances and expenses of officers of the Association.
 - (b) The payment of expenses of the administration of the Association, including audit of accounts of the funds of the Association.
 - (c) The payment of subscription, fees and contributions necessary for affiliation to any Industrial Association organization in Fiji.
 - (d) The payment of office rental, equipment and utilities.
 - (e) The payment of editing, printing, publication and circulation of any printed material.
- 20.2 The use of funds on any of the above matter should be done with the approval of the Executive Council.
- 20.3 The account of the operation shall be operated upon cheques signed by two (2) Executive Council members.
- 20.4 The Financial year of the Association shall commence on the first (1st) day of January each year and ends on the thirty first (31st) day of December of the same year.

21. Auditors

- 21.1 One or more auditors, who need not to be members of the Association, shall be appointed or elected by the Annual General Meeting.
- 21.2 The treasurer shall cause all the account of the Association to be audited as soon as possible after the close of each financial year and at all other times when required by law.
- 21.3 All books and accounts of the Association will be examined and the certification as to their correctness or otherwise be given thereafter.
- 21.4 A copy of audited accounts and auditor's report should be available to the Registrar on or before the thirty – first (31st) day of March in every year.
- 21.5 A copy of an auditor's report of Association funds shall be conspicuously placed at the office of the Association where it may be conveniently examined by any member.

PART V – BRANCHES

22. Formation of Branches

- 22.1 Members resident within any Division may, with the consent of the Executive Council, establish a Branch of the Association in that Division.
- 22.2 Any member wishing to establish a Branch must apply to the Executive Council and provide the following information –
- (a) the name of the proposed Branch;
 - (b) the names and signed agreement of five members prepared and eligible to form an interim Branch Committee; and
 - (c) the names and signed statement of support of ten other eligible members.
- 22.3 Where a Branch is established each member of the Association whose address in the Register of Members is within the area of a Branch will be a member of that Branch.
- 22.4 No member may be a member of more than one Branch at the same time.
- 22.5 Subject to the approval of the Council or at the Council's direction, the Branch may –
- (a) hold periodical meetings of members of its Branch;
 - (b) apply for and accept money by way of grant, gift, bequest or otherwise;
 - (c) publish and promote the publication of any printed material or produce and promote the production of any audio/visual material; and
 - (d) do all other lawful things necessary for the good management of the Branch.
- 22.6 Branches will provide Annual Reports and Audited Accounts to the Executive Council at end of each year.
- 22.7 The Council is not bound to agree to establish the Branch and is not required to give reasons for its decision.

PART VI – SPECIAL INTEREST GROUPS

23. Formation of Special Interest Groups

- 23.1 Members of the Association may, with the consent of the Executive Council, establish Special Interest Groups of the Association.
- 23.2 Special Interest Groups main objectives would be to provide a framework for members with a particular interest, to develop their professional skills, manage public health projects, exchange views and information, and guide the career aspirations of junior members.
- 23.3 Special Interest Groups will also seek to ensure that they contribute to the objectives and affairs of the Association through research and the development of policy.
- 23.4 Association Members wishing to establish a Special Interest Group must apply to the Executive Council and provide information such as the name and objectives of the proposed Special Interest Group along with membership.
- 23.5 The Executive Council is not bound to agree to establish the Special Interest Group and is not required to give reasons for its decision.

24. Special Provisions for Interest Groups

- 24.1 Subject to the approval of the Executive Council or at the Council's direction, the Special Interest Group may –
 - (a) hold periodical meetings of its members;
 - (b) apply for and accept money by way of grant, gift, bequest or otherwise;

(c) manage project funding that may include, purchases of services and personnel allowances;

(d) publish and promote the publication of any printed material or produce and promote the production of any audio/visual material; and

(e) do all other lawful things necessary for the good management of the Special Interest Group.

24.2 At the Annual General Meeting of the Special Interest Group, members of a Special Interest Group will appoint from among its members a Convenor and Committee members.

24.3 Each Special Interest Group must provide an annual report and financial statement to the Council no later than fourteen days after the end of the financial year.

PART VII – GENERAL

25. Journal

- 25.1 The Association may publish a Journal.
- 25.2 Should a Journal be created, the Executive Council will appoint a member of the Association to be Editor in Chief of the Journal, and may appoint other members to be Editors.
- 25.3 The Executive Council may appoint members to the Editorial Panel on the recommendation of the Editor.
- 25.4 The Association may also seek joint publication of its materials with an existing and established Public Health Journal.

26. Affiliated Organisations

- 26.1 The Association may recognised Organizations having objectives consistent with the objectives of the Association as affiliated organizations. Once recognised, an affiliated organisation may represent itself as being affiliated with the Association.
- 26.2 An application for recognition as an affiliated organisation should be made to the Executive Council, which may grant or refuse affiliation. The Executive Council may withdraw affiliation at any time after which the organisation is not entitled to represent itself as being affiliated with the Association.

27. Alteration of Objects and Rules

- 27.1 The Association can alter its objectives and rules through a resolution passed by at least three-quarters of the votes cast by its members in person or by proxy at its general meeting.
- 27.2 Before any resolution to alter the Association objectives and rules, the General Secretary shall inform all members of the Association 2 weeks in advance of the general meeting of the intention and justification of such alteration.

28. Stamp and Seal

- 28.1 The Association will have an official stamp that be used for all letters, correspondence and documents of the Association.
- 28.2 The Association will also have a Custodian Seal, which may be affixed by the General Secretary in the presence of the President for industrial agreements, deeds, documents of title, securities for money, mortgage or other instrument shall be deemed to have been duly executed if signed by the President and the General Secretary.

PART VIII – DISSOLUTION

29. Dissolution (Winding Down)

- 29.1 The Association shall not be dissolved, except with the consent of two thirds or more of the total voting membership of the Association obtained by means of a secret ballot.
- 29.2 In the event of the Association being dissolved all debts and liabilities legally incurred on behalf of the Association shall be fully discharged.
- 29.3 Any remaining funds together with the proceeds of the sales of any assets of the Association shall be disposed of in accordance with a resolution passed at the meeting at which the dissolution was approved.
- 29.4 When the Association is dissolved, notice of the dissolution signed by the General Secretary and seven (7) voting members shall be sent by the General Secretary to the Registrar of Industrial Associations within fourteen days of the date of the meeting at which the Dissolution was agreed to.

Approved and adopted by the Inaugural General Meeting of the Association held at

24th on the Nov day of 2022 year.

CERTIFIED: [Signature]
President (signature)

[Signature]
Name

[Signature]
General Secretary (signature)
REGISTERED ON 22/12/22 AT NOON
SEE REGISTER OF INDUSTRIAL ASSOCIATION 19
NO. [Signature]
Registrar of Industrial Association



Litini Waqainaweni Makutu
Name