

Charter of the North America Region of The Union

This charter governs the North America Region (NAR) established by the General Assembly of the International Union Against Tuberculosis and Lung Disease (The Union) pursuant to Article 11 of its constitution and Article 9 of its by-laws. Through the NAR, Union members embracing the same common objectives and values as The Union can coordinate their activities and approaches in accordance with the needs of the NAR.

I – GOALS AND COMPOSITION

ARTICLE I – MISSION AND OBJECTIVES

Mission Statement: The Mission of the NAR of The Union is to harness the significant capacity of the Region to enable members and other health care providers and administrators to promote better lung health care globally through advocacy, education, research, technical assistance and training – with tuberculosis control a priority.

The main objective of the Region is to co-ordinate, stimulate and develop the activities of member national tuberculosis or lung association or official health service agencies within the Region in accordance with the objectives of The Union. The Region shall:

1. Promote cooperation between government, regions of The Union, non-government organizations and individuals in order to bring them together to share their skills, resources and social capital.
2. Facilitate the effective use of this resource for the betterment of the people of the Region, particularly in accordance with The Union mission of health solutions for the poor.
3. Advocate for commitment from the Region to the principles of tuberculosis control and respiratory health.
4. Participate in workforce planning and training.

It will achieve this by:

1. Promoting the community, education and scientific work of national tuberculosis and other lung disease associations within the Region. It will work with other organizations having similar objectives;
2. Organizing regional tuberculosis and lung disease conferences and encouraging and facilitating the exchange of scientific and other information between member associations and individuals;
3. Encouraging the creation and continuance of national tuberculosis and other lung disease associations in all the countries in the region and their affiliation to The

- Union; and working with the Institute of The Union in implementing activities that will enhance tuberculosis control and lung health in the region;
4. Promote interest in, understanding of and advocacy against tuberculosis and lung diseases as public health problems, and mobilize support for technical assistance, training and research.

ARTICLE II – COMPOSITION

The NAR of The Union is composed of Constituent Members, Organizational Members, Individual Members, Honorary Members, and other types of members of The Union who are situated within the geographic boundaries of Canada, the United States, and the English-,French-, and Dutch speaking countries in the WHO region of the Americas.

All members of the NAR must first be members of The Union and subsequently become a member of the Region according to the distribution of the countries made by the General Assembly of The Union.

II – ORGANIZATION

ARTICLE III – OVERALL ORGANIZATION

In order to achieve the NAR mission and objectives, the NAR structure includes a Regional Council which serves as an advisory body, an Executive Committee which carries out the organizational duties of the NAR, and a Regional Conference Committee responsible for activities related to the NAR Annual Conference.

ARTICLE IV – REGIONAL COUNCIL

1. **COMPOSITION OF COUNCIL:** The Council will be chaired by the NAR President. In addition to the members of the NAR Executive Committee, the Council will be comprised of the following:
 - One Representative or Councilor appointed by each Constituent Member Organization (see Appendix A). Each Councilor shall continue to hold office until another Councilor is appointed by the Member Organization in his/her stead.
 - One seat as Councilor shall represent each Organizational Member of the NAR and shall be elected in a Council meeting on a rotation basis, taking into consideration alphabetical listing of the official name of the Organizational Member, seniority (length of membership takes precedence) and equal opportunity (those who have not yet served the position will have priority). The term of office for the Organizational Member Councilor shall be two (2) years.
 - Another 1-3 seats as Councilor shall be occupied by representatives of the individual members of the NAR (Member at Large) elected by the Council. The term of office for the 1-3 elected members at large shall be two (2) years. The person can come from any country of the region and may run for re-election if approved by the Council for no more than two consecutive terms.
 - Honorary members residing in the North American Region shall be invited to participate as full members of the NAR Regional Council upon receiving award of Honorary Membership of The Union.

- The Union Board Members residing in the North American Region shall be invited to participate on the Council upon appointment.
- The Regional Secretariat shall be invited to participate on the Council upon appointment.
- A member of civil society, i.e. a person affected by one of the diseases of concern to The Union (such as but not limited to TB, HIV, Lung disease in the form of asthma, COPD, etc.) shall be elected to serve on the Council. Nominations for this member may be made by any member of the council. Names may be solicited from the general membership but the nomination will be placed by a member of the Council. The term of service will be two years. This member of the Council will have reimbursement for travel to the annual meeting offered to assist in attendance.

The Council representatives of the Organizational and Individual members will begin after they are approved by the Council in conjunction with the Regional Conference and their term will end when their successors are elected in the Council meeting in conjunction with the next Regional Conference. Observers may accompany a Councilor to a Council meeting without the power to vote.

2. **MEETINGS OF THE COUNCIL:** The Council shall meet annually in conjunction with the Regional Conference. The Council may be convened at the request of the Executive Committee or 1/3 of the Councilors. All documents pertaining to the Council meeting should be sent to all members 30 days prior to the Council meeting. Administrative support will be provided by the NAR Secretariat.
3. **QUORUM.** The quorum for Council Meetings shall be one-third (1/3) of the number of council members, or the nearest whole number below this number.
4. **VOTING AT COUNCIL MEETINGS.** Each member shall have one vote, irrespective of the number of representatives, including office-bearers, from the member association. The representatives of the non-constituent organizational members and the individual members will have one vote each.
 - a. **By show of hands.** Every motion submitted to a Council Meeting shall normally be decided by show of hands and in the event of an equality of votes; the President shall have a casting vote in addition to his/her vote as a member of the Council.
 - b. **Ballot.** A secret ballot may be held if requested by a majority of voting members of the Council present at the meeting and shall be taken at the meeting forthwith.
 - c. **Electronic balloting.** Votes tendered at a time separate from the annual meeting may be performed through electronic means.
5. **POWERS OF THE COUNCIL.** The Council shall advise on major policy matters concerning the Region, NAR budget, nominees for Officer put forward by the Nominating Committee and NAR membership. The Council may also advise on the place and date of its Regional Conference. It can delegate to the Executive Committee matters as it sees fit. Minutes of Council Meetings will be housed with the NAR Secretariat.

ARTICLE V – EXECUTIVE COMMITTEE

1. **COMPOSITION.** The Executive Committee (EC) shall be comprised of the President, President-elect, immediate past-President, Vice-President/Program Chair, immediate past Vice-President/Program Chair, Secretary-Treasurer. The designated representative of the Secretariat shall serve as an ex-officio member of the committee with voting status. The President may invite distinguished and eminent persons of the Region as Advisors to the EC as needed; they shall have no voting power.
2. **QUORUM.** The quorum for EC meetings shall be four (4).
3. **MEETINGS OF THE EXECUTIVE COMMITTEE.** The EC shall meet immediately before the Council Meeting and at such other times as the President shall decide.
4. **VOTING AT COMMITTEE MEETINGS**
 - a. **By verbal assent or show of hands.** Every motion submitted to an EC Meeting shall normally be decided by verbal assent or a show of hands. In the event of an equality of votes, the President shall have casting vote in addition to his/her vote as a member of the Committee.
 - b. **Ballot.** A secret ballot may be demanded by a majority of members present and shall be taken forthwith.
 - c. **Electronic balloting.** Votes tendered at a time separate from an in-person or telephone meeting may be performed through electronic means.
5. **POWERS OF THE COMMITTEE.** The EC shall act on the recommendations of the Council and address other duties and issues as the Council may delegate to it. The EC will determine the place and dates of its Regional Conferences in close coordination with The Union Headquarters. In exceptional circumstances, the EC shall have the power to alter the place and date originally chosen for the ensuing Regional Conference. Annually, the EC will review the NAR Charter to ensure it adequately reflects the NAR structure and operations. Minutes from all EC meetings will be housed with the Secretariat.
6. **TERM OF OFFICE OF MEMBERS.** The members of the EC shall assume office for the number of years stipulated in Article VII and shall continue to hold office until the conclusion of the following Regional Conference.

ARTICLE VI – REGIONAL CONFERENCE COMMITTEE

The Regional Conference Committee shall be determined and chaired by the Vice-President/Program Chair.

A Regional Conference shall be held annually not too close to the annual World Conference of The Union at a place and date determined by the Executive Committee. The Conference program and logistics will be the responsibility of the Program Planning Committee under the leadership of the Vice President/Program Chair and in close collaboration with The Union.

The Union will in this regard provide any technical tools, assistance or support to help with organizing the Regional Conference. Logistical support will also be provided by the NAR Secretariat.

The Regional Conference Committee has the ability to use freely the logo of The International Union Against Tuberculosis and Lung Disease, after consultation with The Union Headquarters.

In case of a monetary deficit, The Union shall not be held liable and the members recognize that The Union has no financial responsibility whatsoever.

Conferences, meetings or training courses at sub-regional or country level may also be held in between or in conjunction with the Regional Conference.

ARTICLE VII – OFFICERS OF THE REGION

Officers of the NAR are elected into one of two tracts and can come from any country in the region. The Officer tracts are:

- I. President-elect, President, past-President
- II. Secretary-Treasurer, Vice-President/ Program Chair, past Vice-President/ Program Chair

The incoming President-elect and Secretary/Treasurer shall be elected by NAR members prior to the regional conference. They shall assume office at the conclusion of that Regional Conference and hold office until their term ends and they proceed to President and Vice President/Program Chair respectively.

The duties of Region Officers are as follows:

- 1. PRESIDENT:** He/she is the chair and presiding officer of the NAR Council and the NAR Executive Committee (EC). He/she shall provide guiding leadership to the organization and to the President-Elect. The President is the only person mandated by all members of NAR to use regional funds subject to the guidelines and policy direction of the NAR Council and the NAR EC. He/she shall represent the region in The Union's Board of Directors. The full term of office shall be two (2) years after which he/she will serve 2 years as past-President.
- 2. VICE PRESIDENT/PROGRAM CHAIR (VP/PC):** He/she shall preside at meetings of the Council and EC in the absence of the President. He/she shall assume and ensure executive function for all matters pertaining to the preparation and organization of the Regional Conference. He/she is responsible for liaison with The Union (conference topics, invited speakers, relation with the press and media, relationship with the industry and transfer of information to The Union). He/she shall have the overall responsibility for organizing the meeting. The term of office will be two years followed by another two years as past-VP/PC.
- 3. PRESIDENT-ELECT:** The Nominating Committee shall identify nominee(s) from the membership of the Region every other year for the officer of President-elect. The President-elect will assist the past-president in co-chairing the Nominating Committee. The President-elect will serve a term of 2 years under the mentorship of the President at which time he/she will automatically become President.
- 4. SECRETARY-TREASURER:** The Nominating Committee shall identify nominee(s) from

the membership of the Region every other year for the officer of Secretary/Treasurer. As Secretary of the NAR and under the direction of the President, he/she shall prepare the agenda for meetings of the EC and Regional Council and actively participate in the Regional Conference Committee by chairing the Abstract and Travel Grants Committee which grades and accepts abstracts and awards travel grants to deserving candidates. In conjunction with the NAR Secretariat, he/she shall keep member countries and the Secretariat of The Union fully and regularly informed as to the activities and the policies of the Region. He/she shall also be responsible for taking the lead on preparing proposed revisions to the NAR Charter following its annual review by the EC.

As Treasurer, he/she will review the draft financial accounts for the Region prepared by the NAR Secretariat which cover the intervening period between meetings of the Council and shall present the annual statements of accounts to the Council at its meeting held at the time of the Regional Conference. Under the direction of the President and in conjunction with the NAR Secretariat, he/she shall prepare a budget for the forthcoming period between Council Meetings and shall present it after endorsement by the EC to the Council. At least once a year, he/she will send the annual statement of accounts and the NAR forthcoming budget approved by the EC to The Union Headquarters for information. The term of office shall be two (2) years at which time he/she will automatically become Vice-President/Program Chair.

5. **PAST-PRESIDENT:** The immediate past-President will serve as a full member of the EC for two (2) years and will co-Chair the Nominating Committee along with the President-elect.
6. **PAST-VICE PRESIDENT / PROGRAM CHAIR:** The immediate past-Vice President/Program Chair will serve as a full member of the EC for a term of two (2) years.

ARTICLE VIII – SECRETARIAT

The British Columbia Lung Association and the Union North America Office (IUATLD Incorporated) shall serve as Secretariat to The Union, NAR. The British Columbia Lung Association will provide administrative support to the Executive Committee and the Regional Conference Committee with support from The Union North America Office as needs arise and as resources allow.

Under the direction of the President, the Secretariat shall be responsible for recording and distributing the minutes of all Council proceedings, Executive Committee meetings and Regional Conference Planning meetings and will archive records of each. The Secretariat will prepare the annual statement of accounts for presentation to the Council at the annual Regional Conference and shall prepare the budget for the forthcoming period between the annual Regional Conference and Council meetings. In addition, the Secretariat will prepare and send the NAR annual report to The Union.

ARTICLE IX – NOMINATING COMMITTEE:

The Nominating Committee shall consist of two co-chairs and three members. The three members will be selected by the NAR President from among the Council/Board members to serve a term of one year. The Nominating Committee will be convened the

year prior to the NAR Regional Conference at which Officer and Council Elections will be conducted.

ARTICLE X – MEMBERSHIP IN THE REGION

Membership in the Region shall include any member within the Region who is an active member of The Union.

ARTICLE XI – OFFICIAL LANGUAGE

The official languages of the Region shall be English and French. All documents shall be prepared in English.

ARTICLE XII – AD HOC COMMITTEES

The President of the Region may appoint ad hoc committees as necessary for specific tasks.

ARTICLE XIII – INTELLECTUAL PROPERTY

The use of the Name of « l’Union Internationale contre la Tuberculose et les Maladies Respiratoire» in French and or in English «The International Union Against Tuberculosis and Lung Disease» has been granted freely to the members of the NAR. The members of the NAR recognize that their responsibility can be engaged by The Union if it has been used in an inappropriate manner.

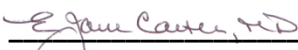
The NAR ensures that all documentations, brochures are sent to The Union Headquarters in order to attest its activities within the region.

ARTICLE XIV – AMENDMENTS TO THIS CHARTER


The NAR Charter should be reviewed at the close of each calendar year to determine whether revisions will be proposed for Council vote at the next scheduled Regional Conference.

Amendment to this charter shall require a two-thirds majority of the Councilors present at the Council Meeting held in conjunction with the Regional Conference, provided notice of such meeting and the proposed amendments have been sent to the Councilors at least 30 days prior to such meetings. Until such time as the Regional Council, is established, amendments to this Charter will require approval by a two-thirds majority of those present at the NAR annual business meeting.

This Charter and any future amendments must also be approved by The Union Board of Directors before taking effect.



E. Jane Carter, MD
President, The Union - NAR



Secretary/Treasurer
The Union-NAR

Place: Vancouver, BC, Canada Date: June8, 2012
Ratified by IUATLD Board of Directors, Paris, November 1,2013

Appendix A: DEFINITION OF TERMS

The Union – International Union Against Tuberculosis and Lung Disease

NAR – North America Region of The Union. The NAR is represented by the following types of members of The Union who reside in English-, French-, and Dutch-speaking countries within the geographic boundaries of the WHO region of the Americas:

Constituent Members – Health organizations and services dealing with lung disease which share the same aims as The Union and which are up to date in their subscriptions and dues. There may be one Constituent member only per country.

Organizational Members – organizations and foundations other than constituent members and which deal with lung disease. They must share the same aims as The Union and be up to date in their subscriptions and dues.

Individual Members – individuals who subscribe to the aims of The Union, who are up to date in their subscriptions and dues and affiliated to a Scientific Section of The Union.

Honorary Members – The Union awards individuals who render or have rendered valuable services in support of its Mission. The title of Honorary Member entitles such individuals to attend the General Assembly without the need to pay annual dues and subscriptions.