

Constitution

- Article 1. Name and Status**
- Article 2. Objectives**
- Article 3. Activities**
- Article 4. Membership**
- Article 5. The General Assembly**
- Article 6. Executive Board**
- Article 7. Secretariat**
- Article 8. Annual Subscription**
- Article 9. Bylaws**
- Article 10. Financial Resources**
- Article 11. Condition of Services**
- Article 12. Honorary Fellow and
Honorary Member**
- Article 13. Review and Amendment of
the Constitution and Bylaws**
- Article 14. Dissolution or Merger**

CONSTITUTION

Article 1. Name and Status

The Association of Academies and Societies of Sciences in Asia (AASSA) is a non-profit international organization with science, technology and innovation (STI) interests. It is made up of scientific and technological academies and science societies in Asia and Oceania.

Article 2. Objectives

The principal objective of AASSA is to act as an organization in Asia and Oceania which plays a major role in the development of the region through science and technology.

The AASSA serves as a forum to discuss and provide advice on issues related to science and technology, research and development, and the application of technology for socio-economic development.

Article 3. Activities

In order to achieve the above objectives, AASSA will work to:

- 1) facilitate exchange of scientists and promote collaboration among Asian and Australasian countries, and with international scientific organizations;
- 2) contribute to sustainable development of the region, and to UN Sustainable Development Goals;
- 3) enhance science literacy through good science communication with the society;
- 4) provide science advice to governments, business and the general public;
- 5) conduct workshops and other activities to build scientific and socio-economic capacity in the region;
- 6) help initiate and conduct studies and research on STI issues related to national development agenda of member countries;
- 7) promote science education at all levels;
- 8) carry out any other functions to achieve the overall objectives.

Article 4. Membership

4.1. Member

The membership of AASSA shall consist of science and technological academies and societies of the Asian and Oceania region that are national or regional, and are multidisciplinary.

In principle there will be one member academy/society per country but where merited, up to three academies/societies per country may be elected as member. In elections and other cases where voting is involved, there will be only one vote per country.

4.2. Associate Member

Other organizations in the region may be admitted by AASSA as associate members. Associate members are entitled to receive all information sent to members, and to attend meetings of the General Assembly without voting rights.

4.3. New Members and Provisional Members

Applications for Membership must be submitted to President of AASSA and be accompanied by certified photocopies of its constitution and bylaws and such other additional documents as the Executive Board may require. The applicant shall formally agree, when admitted, to abide by AASSA Constitution and subsequent Bylaws and to pay annual membership subscription in accordance with the Bylaws.

Presentation of an application for admission shall be made to the General Assembly on the decision of two thirds of the Executive Board. Until the next General Assembly after Executive Board approval, the applicants are given the status of provisional members if they wish to move in due course to membership. Provisional members are entitled to receive all information and to attend all AASSA meetings without voting rights.

Article 5. The General Assembly

- 5.1.** AASSA shall be governed by the General Assembly composed of one delegate from each member academy/society but there will be only one vote per country.
- 5.2.** The quorum of meetings of the General Assembly shall be simple majority including proxy of the voting members.
- 5.3.** The General Assembly's ordinary meeting shall meet once every three years to
- 1) adopt and approve the minutes of the previous General Assembly Meeting;
 - 2) elect a President, a President-Elect, a Vice President, a Treasurer and six members-at-large as members of the Executive Board;
 - 3) consider applications for membership on the recommendation of the Executive Board;
 - 4) decide on the withdrawal and termination of membership on the recommendation of the Executive Board;
 - 5) receive and approve budget and programs submitted by the Executive Board;
 - 6) receive and approve reports submitted by the Executive Board;
 - 7) receive and approve the auditor's report and financial statements submitted by Treasurer and approved by the Executive Board;
 - 8) determine which member shall host the Secretariat;
 - 9) determine the annual subscription of members;
 - 10) consider any other matters submitted by any member or the Executive Board.
- 5.4.** The General Assembly is conferred with full powers to govern AASSA. The General Assembly shall decide matters by a simple majority except the following matters which need two thirds majority vote of those present
- 1) Holding, controlling and administering property necessary or proper for achieving the objectives and tasks of AASSA,
 - 2) Making contracts for the performance of services and for the disposal of funds or property that are in the possession and under the control of AASSA,
 - 3) Amending or modifying the Constitution and Bylaws,

5.5. The General Assembly may meet in a Special Meeting convened by the Executive Board giving notice of the business it shall consider, when it is petitioned to do so by two thirds of the members of the Executive Board.

At the decision of the Executive Board, a Special Meeting of the General Assembly may be conducted electronically.

5.6. Voting members of AASSA unable to be present at a meeting of the General Assembly may appoint a proxy for the meeting who may vote on their behalf. Members present by proxy shall be included in the count of the quorum of the meeting.

5.7. The President shall inform members the time and place of the General Assembly meeting at least two months prior to the meeting with the agenda.

Article 6. Executive Board

6.1. The administration of AASSA shall be effected through the Executive Board that shall meet at least once a year.

The quorum of the Meeting of the Executive Board shall be two thirds of its members.

6.2. The Executive Board shall consist of the President, President-elect, Vice President, Treasurer, and six Members-at-Large. The Executive Board shall take office following the General Assembly and serve for a period up to the end of the next General Assembly.

- If the position of President-elect becomes vacant for any reason before the end of the term, a special general assembly shall be convened to elect the new President-elect.
- If the position of Vice President or Treasurer becomes vacant for any reason before the end of the term, the President shall appoint a member-at-large to fill the vacancy after approval from the Executive Board.
- The newly elected or appointed President-elect, Vice President or Treasurer shall serve until the end of the next General Assembly.

6.3. At least one member of the Executive Board shall be a woman.

6.4. The President, or in his/her absence the President-elect, acts as Chairman of the Board. If the President resigns before the end of his/her term or is otherwise

unable to continue as President, the President-elect shall act as the acting President for the remainder of the term.

6.5. The Executive Board members have the following responsibilities:

6.5.1. The President shall be responsible for the implementation of the policies of AASSA.

The President, in consultation with members of the Executive Board, shall have the following duties:

To carry out activities consistent with the objectives of AASSA;

To implement decisions of the Executive Board; and

To determine the date and venue of the meeting of the Executive Board.

6.5.2. The President-elect shall deputize for the President on appropriate occasions as required.

6.5.3. The Vice President shall coordinate all project activities supported by the AASSA. He/She shall prepare an annual report on such activities for approval by the Executive Board

6.5.4. The Treasurer shall be responsible for all the financial management of AASSA. He/she shall submit the annual audited statements of accounts to the Executive Board for approval and shall assist the President in seeking financial donations

6.6. Members of the Executive Board, except the President and President-elect, may occupy their respective positions for a maximum of two terms.

6.7. The Executive Board shall, as and when required,

- 1) conduct activities commissioned by the General Assembly;
- 2) appoint delegates or representatives of AASSA;
- 3) carry out decisions of the General Assembly;
- 4) appoint Committees entrusted with specific task within the general framework of the AASSA;
- 5) accept and recommend audited financial statements;
- 6) accept and recommend annual and other reports;
- 7) appoint the Director of the Secretariat and supervise the AASSA Secretariat;
- 8) administer the assets of AASSA;
- 9) accept gifts, donations, grants and other contributions on behalf of AASSA;
- 10) recommend applications for membership to the General Assembly by two

- thirds majority decision;
- 11) decide on projects of AASSA;
 - 12) formulate the Bylaws, rules and procedures of AASSA;
 - 13) determine the date and venue of Ordinary and Special Meetings of the General Assembly.

6.8. At the discretion of the President the Executive Board may meet electronically, or make decisions on specific agenda electronically.

Article 7. Secretariat

- 7.1.** The Secretariat, which shall assist the work of the General Assembly and the Executive Board, shall normally be established at the office of one of the members of the Executive Board. The Secretariat shall be led by the Director of the Secretariat, who will be appointed by the Executive Board for a three-year term after consultation with the President of the host academy.
- 7.2.** The Director of the Secretariat shall be responsible for all administrative matters concerning the administration of the Secretariat. Duties of the Director of the Secretariat include
- preparing of annual and other reports
 - preparing of agenda for all AASSA meetings.
- 7.3.** The Secretariat shall be established for a period of six years which is renewable. Before the end of the fifth year of its term the Executive Board shall review the operations of the Secretariat and shall call for applications from members to host the Secretariat. The Executive Board shall recommend to the General Assembly the host of the Secretariat for the next six year period.
- 7.4.** The Secretariat host academy and AASSA shall conclude a memorandum of understanding defining the services the host academy will provide to support the Secretariat.
- 7.5.** The host academy shall bear all costs of the Secretariat, including salaries, office space, travel and communication.

Article 8. Annual Subscription

- 8.1.** The annual subscription shall be determined by the General Assembly on the recommendation of the Executive Board.
- 8.2.** The payment of annual subscription by Members shall be regulated by the Bylaws. Under very special circumstances, the Executive Board may waive the annual subscription of a member upon request.
- 8.3.** Members who have not paid their annual subscription for two consecutive years and do not have a waiver may attend meetings of the General Assembly without voting right and are not counted in the quorum.
- 8.4.** If a member has not paid the annual subscription for four consecutive years without a waiver, the Executive Board may recommend to the General Assembly that its membership be terminated.

Article 9. Bylaws

- 9.1.** Bylaws are formulated by the Executive Board to ensure the smooth operation of AASSA. The Executive Board shall have the right to propose amendments to the Bylaws. The Bylaws must be reported to the General Assembly for approval.

Article 10. Financial Resources

- 10.1.** Financial resources of AASSA may come from membership subscription, public subsidies, contract fees, IAP subsidy and donations.
- 10.2.** Member academies shall bear their own costs of participating in the meetings of the General Assembly and/or the Executive Board unless explicitly arranged otherwise.
- 10.3.** Donations and other financial support will be sought from members and other similar bodies, governments, public or private organizations, corporations and private individuals as appropriate.
- 10.4.** The financial year of AASSA is the calendar year.

Article 11. Condition of Services

11.1. Representatives to the General Assembly, members of the Executive Board and Committees will not be paid for the exercise of their mandate. Payment from AASSA may cover official expenses, contracts, employment of staff and associated cost approved by the Executive Board.

Article 12. Honorary Fellow and Honorary Member

12.1. Those persons or organizations which contributed greatly to the AASSA may be given the title of Honorary Fellowship or Honorary Membership. The Honorary Fellowship or Honorary Membership is elected by majority of the General Assembly at the recommendation of the Executive Board.

Article 13. Review and Amendment of the Constitution and Bylaws

13.1. The Executive Board may establish at any time a Committee to review the Constitution and Bylaws, and shall establish such a Committee at least every ten years.

13.2. Amendments and modifications to the Constitution or Bylaws may be made at an Ordinary or Special Meeting of the General Assembly by a two-thirds majority vote.

Article 14. Dissolution or Merger

14.1. The decision to dissolve AASSA or to merge AASSA with any other body will be the business of a Special Meeting of the General Assembly called for that purpose at least two months in advance. The quorum for this Special Meeting shall be three quarters of the members including proxies.

14.2. Such a decision may only be made by two thirds majority of vote.

Addendum I (This is not part of the constitution but defines operational procedures for the transition period) (16 Oct. 2014, 21 Oct. 2016)

1. For the second year of its existence AASSA may have two Immediate Past Presidents, namely the presidents of FASAS and AASA, and both shall be members of the Executive Board.
2. The initial assets of AASSA shall be those assets transferred to it by FASAS and AASA on their dissolution.
3. The founding members of AASSA will be those members of the Association of Academies of Science in Asia (AASA) and the Federation of Asian Scientific Academies and Societies (FASAS) at the time of their dissolution who agree to be members of AASSA.
4. Initially the host of the Secretariat shall be the Korean Academy of Science and Technology (KAST).

Addendum II (This is not part of the constitution but defines operational procedures for the transition period) (7 Mar. 2018)

1. The Immediate Past President shall be an Executive Board Member only during the term of the first president elected by the amended Constitution.