



CONSTITUTION

Amended on 21 October 2016

The Association of Academies and Societies of Sciences in Asia

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 and technology interests. It is made up of scientific and technological academies and science societies in Asia and Australasia.

Article 2. Objectives

The principal objective of AASSA is to achieve a society in Asia and Australasia in which science and technology play a major role in the development of the region.

The AASSA is a forum for scientists and technologists 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) promote best practices in the teaching of science at all levels;
- 2) increase awareness of the importance of science and technology in governance, in business and in everyday life;
- 3) increase cooperation in science and technology activities in Asia and Australasia;
- 4) facilitate exchange of scientists and promote collaboration among Asian and Australasian countries, and with international scientific organizations;
- 5) produce and disseminate reports and other sources of information on scientific matters relevant to governments, business and the general public;
- 6) conduct workshops and other activities to build scientific and socio-economic capacity in the region;
- 7) be a vehicle for delivery of international scientific programs in Asia and Australasia;
- 8) carry out any other functions to achieve the overall objectives.



Article 4. Membership

4.1. Members

The membership of AASSA shall consist of science and technical academies and societies of the Asian and Australasian 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. If a country has multiple academies of sciences, those academies may be represented by one of them or by a single representative as agreed by them. In elections and other cases where voting is involved, there will be only one vote per country.

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.

4.2. Associate Members, Affiliates and Observers

Other organizations in the region may be admitted by AASSA as Associate Members if they wish to move in due course to membership or as Affiliates if they do not hold that ambition. Associate members and Affiliates are able to receive all information sent to members, and to attend meetings of the General Assembly. The foundation associate members and affiliates of AASSA will be those affiliates of FASAS and associate members of AASA at the time of their dissolution who agree to be associate members and affiliates of AASSA.

AASSA may admit as Observers regional scientific and technical organizations who share its objectives and who agree reciprocally to admit AASSA as an observer. Observers are able to receive all non-confidential information sent to members, and to attend meetings of the General Assembly.

4.3. New Members, Associate Members, Affiliates and Observers

Membership of AASSA is open to those national and regional scientific organizations in the region that share the same objectives with AASSA.

Applications for Membership, Affiliates and Observers must be submitted to the Executive Board of AASSA and be accompanied by certified photocopies of the constitution and Bylaws and such other additional documents as the Executive Board may require. The applicant shall formally agree, when admitted, to abide by this



Constitution and subsequent Bylaws and to pay annual membership dues 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.

4.4. Honorary Membership

AASSA may confer Honorary Membership on individuals and organizations in recognition of their distinguished contributions towards the science and the objectives of AASSA.

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 shall meet in an ordinary meeting once every two years to
- 1) adopt and approve the Minutes of the previous General Assembly Meeting;
 - 2) elect a President, two Vice Presidents, a Treasurer and four members-at-large, as Members of the Executive Board, who shall take office following the General Assembly and serve for a period up to the end of the next General Assembly;
 - 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) amend or modify the constitution and Bylaws by a two thirds majority of members present;
 - 6) receive and approve budget and programs submitted by the Executive Board;
 - 7) receive and approve reports submitted by the Executive Board;
 - 8) receive and approve the auditor's report and financial statements submitted by Treasurer and approved by the Executive Board;
 - 9) determine which member shall host the Secretariat;
 - 10) determine the annual subscription of members;
 - 11) 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 by two thirds majority vote of those present; have power to
- 1) hold, control and administer property necessary or proper for achieving the objectives and tasks of AASSA,
 - 2) make 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, and
 - 3) do any other acts or to use any other means, not inconsistent with this Constitution, as may be necessary to achieve the objectives and perform the activities of AASSA.



5.5. The General Assembly may meet in a Special Meeting convened by the Executive Board giving notice of the business it shall consider.

The Executive Board shall convene a Special Meeting of the General Assembly to consider an item of special business when it is petitioned to do so by two thirds of the members.

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.

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 the voting members

6.2. The Executive Board shall consist of The President, Immediate Past President, two Vice Presidents, Treasurer, four Members at Large, Director of Projects and Executive Director. The Director of Projects and Executive Director shall be appointed by the Executive Board. The Director of Projects and Executive Directors shall not have voting rights.

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

6.4. The President, or in his/her absence one of the Vice Presidents appointed by the meeting, 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 Executive Board shall appoint one of the Vice Presidents as acting President for the remainder of the term.

6.5. The Executive Board members have the following responsibilities:

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

The President, in consultation with the 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.

The Executive Director shall be responsible for all matters concerning the administration of AASSA. He/she shall prepare the annual and other reports to be circulated to members and tabled for approval at the meetings of the Executive Board and the General Assembly. He/she shall also prepare the agenda for all meetings of the AASSA.

The Treasurer shall be responsible for all the finances of the Association. He/she shall submit the annual audited statements of accounts to the Executive Board for approval.

The Members-at-Large shall have voting rights.

The Director of Projects 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.

The Immediate Past-President is an ex-officio member of the Executive Board with voting rights.

The two Vice Presidents shall deputize for the President on appropriate occasions.

6.6. Members of the Executive Board may occupy their 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 approve audited financial statements;
- 6) accept and approve annual and other reports;
- 7) administer 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 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 individual questions electronically.

Article 7. Secretariat

- 7.1.** A 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 an Executive Director, who will be appointed by the Executive Board after consultation with the President of the host academy.
- 7.2.** The Secretariat will be established for a period of six years renewable. Before the end of its fifth year of any term the Executive Board will review the operations of the Secretariat and will call for applications from members to host the Secretariat for the next six-year period. The Executive Board shall recommend to the General Assembly the host of the Secretariat for the next six year period.
- 7.3.** The Secretariat host academy and AASSA shall conclude a memorandum of understanding defining the services the host academy will provide to support the Secretariat.
- 7.4.** The host academy shall bear all costs of the Secretariat, including salaries, office space, travel and communication.
- 7.5.** Initially the host of the Secretariat shall be the Korean Academy of Science and Technology (KAST).

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.
- 8.3.** Members who have not paid their annual subscription for 2 years, and do not have a waiver, may attend meetings of the General Assembly but may not vote, and are not counted in the quorum.
- 8.4.** If a member has not paid the annual subscription for 4 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. These Bylaws must be reported to the General Assembly for approval.

Article 10. Financial Resources

- 10.1.** Financial resources of AASSA may come from membership fees, public subsidies, contract fees, IAP subsidy and donations.
- 10.2.** Unless explicitly arranged otherwise, member academies shall bear their own costs of participating in the meetings of the General Assembly or the Executive Board.
- 10.3.** The General Assembly determines the annual membership fee of the members in accordance with Bylaws.
- 10.4.** 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.
- 10.5.** The financial year of AASSA is the calendar year.

Article 11. Condition of Services

- 11.1.** Members of the General Assembly, the Executive Board and Committees will not be paid for the exercise of their mandate. No part of the income or assets of AASSA or of the finances or assets administered by AASSA shall be used for the benefit of any member or any person involved in AASSA. Payment from AASSA may cover expenses, contracts, employment of staff and any associated cost approved in principle by the Executive Board.



Article 12. Review and Amendment of the Constitution

- 12.1. The Executive Board may establish at any time a Committee to review the Constitution, and shall establish such a Committee at least every 10 years.
- 12.2. Amendments to the Constitution may be made at an Ordinary or Special Meeting of the General Assembly by a two-thirds majority of the members present.

Article 13. Dissolution or Merger

- 13.1. 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.
- 13.2. Such a decision may only be made by two thirds majority of the members present.

Addendum (This is not part of the constitution but defines operational procedures for the transition period)

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.