

CONSTITUTION OF
ASIAN & OCEANIC SOCIETY OF REGIONAL ANAESTHESIA

NAME

1.1 This Society shall be known as the “**ASIAN & OCEANIC SOCIETY OF REGIONAL ANAESTHESIA**”, hereinafter referred to as the “Society”.

PLACE OF BUSINESS

2.1 Its place of business shall be at “51 Springleaf Avenue, Singapore 788463.” or such other address as may subsequently be decided upon by the Committee and approved by the Registrar of Societies. The Society shall carry out its activities only in places and premises which have the prior written approval from the relevant authorities, where necessary.

OBJECTS

3.1 Its objects are:

- a) To advance the art and science of medicine
- b) To promote study and research into problems in regional anaesthesia and pain medicine
- c) To promote and maintain the highest standards of professional practices
- d) To represent, express and give effect to the views and opinions of its members
- e) To serve, stimulate and maintain interest on the standards of training

in regional anaesthesia and pain relief.

3.2 In furtherance of the above objects, the Society may:

- a) Act as liaison with similar bodies and other specialities in other regions.
- b) Offer scholarships, study awards and other grants
- c) Organise congresses, seminars and meetings on regional anaesthesia and pain relief at appropriate venues in the region at regular intervals in the furtherance of the aims and objectives of the Society.
- d) Support and finance educational activities, to enhance and improve health awareness, the cooperation and understanding of the public
- e) Apply all other lawful means which may be conducive to the objectives of the Society

MEMBERSHIP QUALIFICATION AND RIGHTS

4.1 Membership is open to anaesthetists and pain medicine specialists and non-anaesthesia personnel and individuals' who are actively engaged in the practice of anaesthesia, intensive care and pain medicine and who are member of their respective national societies and who reside within the Asian and Oceanic region.

4.2 The membership would be unlimited in number and will consist of the following categories: Active, Honorary and Life Membership.

4.3 Active members shall fulfil the criteria of membership above and shall have full voting rights and be eligible to hold office.

4.4 Honorary Membership. Honorary members shall be those distinguished medical practitioners, scientists or others who are awarded such membership by

agreement of the Board of Directors

4.5 Life Membership. Life members shall include all past Presidents of the Society and all past members of the Board of Directors who have served at least four years on the Board of Directors. As long as Life members continue to practice as physicians they shall have full voting rights and the right to hold office in the Society

4.6 Nomination and Election of Membership. Nomination for membership shall be on the prescribed forms for consideration by the Board of Directors who shall have the right to accept or reject the application as a member of the Society.

4.7 Membership Dues. There shall be no annual dues or assessment required of Active, Honorary and Life members

APPLICATION FOR MEMBERSHIP

5.1 A person wishing to join the Society should submit his particulars to the Secretary on a prescribed form.

5.2 Nomination and election for membership shall be by the Board of Directors, who shall have the right to accept or reject the application as a member of the Society.

5.3 A copy of the Constitution shall be furnished to every approved member

ENTRANCE FEES, SUBSCRIPTIONS AND OTHER DUES

6.1 Membership Dues. There shall be no annual dues or assessment required of Active, Honorary and Life members.

SUPREME AUTHORITY AND MEETINGS

7.1 The supreme authority of the Society is vested in a Biennial Meeting of the Board of Directors.

7.2 Biennial Meetings. Biennial meetings will be held for the membership and other delegates at the place and date to be determined by the Board of Directors (Biennial meetings have been held from 1992 onwards). A biennial meeting of the Board of Directors will be held at the same time and place as the biennial meeting.

7.3 Special Meetings. The President or the Board of Directors may call special Meetings to address any urgent issues.

7.4 Business by Correspondence. The President shall have the power to decide what business may be conducted by correspondence, and may request the members of the Board to cast their vote on such business in writing or by fax or email.

7.5 Notice of Meetings. Written notice stating the place, day and hour of the meeting, and in case of a special meeting, the purpose(s) for which meeting is called shall be delivered to the membership not less than fourteen (14) days before such a meeting.

7.6 Place of Meeting. The members shall hold their meetings at such place or places within or without the region as the Board of Directors may determine.

7.7 The following points will be considered at the Biennial Meetings of the Board of Directors:

- a) The previous financial year's accounts and annual report of the Committee.
- b) Where applicable, the election of officebearers and Honorary Auditors for the following term.

Any member who wishes to place an item on the agenda of a Biennial Meeting may do so provided he gives notice to the Secretary one (1) week before the meeting is due to be held.

7.8 The Quorum at meetings of the Board of Directors shall **be six (6)**. At least fourteen (14) days notice of Board meetings shall be given to the Directors.

MANAGEMENT

8.1 General Powers. The affairs of the Society shall be managed by the Board of Directors and all corporate powers shall be exercised by the Board of Directors.

8.2 Composition. The Board of Directors shall consist of a **maximum of fifteen (15)** elected members to serve for terms of four (4) years each. No Director shall be elected for more than two (2) consecutive four-year terms. The immediate Past President shall be a voting member of the Board of Directors for the two (2) years immediately succeeding the termination of their Presidency.

8.3 Nominations. All nominations shall be forwarded to the President or the Secretary prior to the Biennial meeting of the Board of Directors. The nomination shall be agreed upon by the President and at least one (1) other member of the Board of Directors.

8.4 Eligibility. At no time should there be two members of the Board of Directors from the one country.

8.5 Voting. All elected members of the Board shall exercise one vote.

8.6 Retirement. At each Biennial Meeting of the Society, **members of the Board who have served for 4 years shall retire** but, providing the conditions of 5.02 and 5.04 are met, remain eligible for re-election.

8.7 Vacancies. Any vacancy in the Board of Directors **due to resignation or failure to re-nominate for election** may be filled for the unexpired period by the majority vote of the remaining directors then in office, though less than a quorum, at any regular or special meeting of the Board of Directors or by a postal ballot under the instructions of the President.

8.8 Organisation. At each meeting of the Board of Directors, the President, or

in their absence, a Director chosen by the majority of the Directors present, shall act as Chairman. The Secretary shall act as Secretary of the meeting, or in their absence, a Director appointed by the President.

8.9 Place of Meeting. The Board of Directors may hold its meetings at such place(s) within or without the region as the Board of Directors may from time to time by resolution determine, or unless contrary to resolution of the Board of Directors, at such place as shall be specified in the respective notices or waivers of notice thereof.

8.10 Quorum. The Quorum at meetings of the Board of Directors shall **be six (6)**. At least fourteen (14) days notice of Board meetings shall be given to the Directors.

8.11 Resignation. Any Director of the Society may resign at any time by giving written notice to the President or Secretary of the Society. Such resignation shall take effect at the time therein specifies and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.

THE BOARD OF DIRECTORS

9.1 The administration of the Society shall be entrusted to the Board of Directors, which consist of Officers and Directors.

9.2 Officers. The Officers of the Society shall be:

A President

A Immediate Past President

A President-Elect

A Secretary

A Director of Scientific Affairs

A Treasurer

9.3 Election of Officers. The Officers of the Society shall be elected by the

Board of Directors during the Biennial Meeting either by show of hands or, subject to the agreement of the majority of the voting members present, by a secret ballot. In the event of a tie, the Chairman of the meeting shall have a casting vote.

9.4 Term of Office. Each officer shall serve a term of two years but may be re-elected for additional terms. Term of office shall commence upon conclusion of the Biennial Meeting of the Society, excepting the officers elected to fill vacancies shall assume office immediately on election.

9.5 Removal. Any officer may be removed by resolution declaring such removal to be in the best interests of the Society and adopted at any regular or special meeting of the Board of Directors by a two-thirds vote of the Directors then in office.

9.6 Resignations. Any officer may resign at any time by giving written notice to the President or Secretary of the Society by letter, fax or email. Any such resignation shall take effect at the date of receipt of such notice or any later time therein specified, and unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.

9.7 Vacancies. A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled for the unexpired portion of the term by the Board of Directors, unless otherwise expressly provided for in these Bylaws.

9.8 Business by Correspondence. The President shall have the power to decide what business may be conducted by correspondence, and may request the members of the Board to cast their vote on such business in writing or by fax or email.

9.9 Subordinate Officers. The Board of Directors may from time to time establish officers in addition to those designated in Section 9.2 with such duties as the Board of Directors may from time to time determine.

9.10 Administrative Staff. The Board of Directors shall employ Executive

Secretaries and such staff as may be required to assist the Secretary in the running of the Society.

DUTIES OF OFFICERS AND DIRECTORS

10.1 President. The President shall be the chief executive and administrative officer of the Society, subject, however, to the control of the Board of Directors. They shall perform all duties incident to the office of President and such other duties as they may from time to time be assigned by the Board of Directors.

10.2 President-Elect. The President-Elect shall witness the affairs of the Society in anticipation of his term of office as President, which two-year term of office shall begin at the end of the Biennial Meeting following election to the office of President-Elect. The President-Elect shall, in the absence of the President, perform the duties of the President, and serve as Acting President in the event that the office of President becomes vacant prior to an election, and in that capacity shall assume all the powers and duties of the President for the unfinished portion of the Presidential term.

10.3 Director of Scientific Affairs. The Director of Scientific Affairs shall be responsible for assisting with the planning and organisation of educational and teaching programmes for regional anaesthesia and pain medicine. They shall take an active part in planning and arranging meetings, seminars and the Biennial congresses to enable as many people as possible and interested parties to participate. These meetings, if possible, should be held regularly and the host country shall be determined 2-4 years in advance by consensus of the Board of Directors present at the meeting held at the Biennial congress. The host organisation of each preceding congress will be requested to make a monetary contribution to AOSRA-PM, should a profit have been made.

10.4 Secretary. The Secretary shall perform the duties generally pertaining to that office and shall be responsible to the Board of Directors. The Secretary shall keep a register of membership and shall keep the minutes of the Biennial Meetings and meetings of the Board of Directors and shall distribute the minutes

to the Board of Directors within seven (7) days of a meeting. The Secretary will furnish a report to cover the activities of the Society at each Biennial Meeting.

10.5 Treasurer. The Treasurer shall keep an accurate and audited account of all monies received and disbursed annually, for distribution to all members at least seven (7) days before the Biennial Meeting.

10.6 The Directors shall assist in the general administration of the Society and perform duties assigned by the Committee from time to time.

COMMITTEES

11.1 Special Committees. Special committees may be appointed by the Board of Directors for any purpose which will further, expedite or continue activities resulting from implementation of the aims and objectives of the Society. Such committees may be appointed at regular or special meetings of the Board of Directors. In the intervals between Biennial Meetings, special committees may also be appointed at the discretion of the Board of Directors to serve until the next Biennial Meeting.

FUNDS AND EXPENDITURE

12.1 Sources of Funds. Funds shall be derived from subsidies, gifts and bequests offered to the Society, including a voluntary contribution by the local organising committee of the biennial congress, approved and accepted by the Board of Directors.

12.2 Authorised Expenditure. Funds may be expended by the Board of Directors within the limits of the audited account approved by the Biennial Meeting. Cheques issued in payment of debts incurred by the Board of Directors as authorised must bear the signature of any two members of the Board, as decided following the election of Board of Directors.

AUDIT AND FINANCIAL YEAR

13.1 Audit. The accounts of the Society will be kept by the Treasurer and shall be subject to an annual audit by a qualified accountant of all monies received and disbursed to 31 day of December each year.

13.2 The Auditor:

- a) Will be required to complete the audit of each year's accounts within one month of the close of the Society's financial year
- b) May be required by the President to audit the Society's accounts for any period within their tenure of office at any date and make a report to the Committee.

13.3 The financial year shall be from 1 day of January to 31 day of December each year

PROHIBITION

14.1 The Society shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes .

AMENDMENTS TO CONSTITUTION

154.1 Amendments to this Constitution shall be proposed and seconded by two Members and shall be presented to the Secretary at least sixty (60) days before the next Biennial Meeting. The Secretary shall then circulate the full text of the proposed amendments to members fourteen (14) days before the Biennial Meeting. Such amendments to become effective must be passed by a majority of two-thirds of the members present at the Board Meeting.

INTERPRETATION

165.1 In the event of any question or matter pertaining to day-to-day administration which is not expressly provided for in this Constitution, the Board of Directors shall have power to use their own discretion. The decision of the Board of Directors shall be final.

DISPUTES

176.1 In the event of any dispute arising amongst members, they shall attempt to resolve the matter at a Special Meeting, initiated by the President or Board of Directors in accordance with this Constitution. Should the members fail to resolve the matter, they may bring the matter to a court of law for settlement.

DISSOLUTION

187.1 The Society shall not be dissolved except with the consent of not less than three-fifths (3/5) of its Members expressed either in person at the Biennial Meeting or by postal vote. Any proposal for dissolution shall be made by the Board of Directors and the Secretary shall give three months' notice of such proposal.

187.2 In the event of the Society being dissolved, all debts and liabilities legally incurred on behalf of the Society shall be fully discharged and the remaining funds and properties shall be disposed of in whatever manner the Board of Directors deems fit.

187.3 A Certificate of Dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies.

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