

Constitution



I. Constitution of the Federation of Asia and Oceania Perinatal Societies

Article I Identity

The Federation of Asia and Oceania Perinatal Societies, governed by this Constitution, is an organization of National Societies of Perinatology in the geographical region of Asia and Oceania.

Article II Representative

The Federation shall be validly represented by the President or a representative duly appointed by the Council.

Article III Objectives

The objectives of the Federation shall be:

1. To promote the science and art of Perinatology.
2. To promote maternal welfare.
3. To promote fetal and neonatal well-being.
4. To maintain a liaison with other organizations or professions involved in Perinatology.
5. To promote cooperation and goodwill with international bodies involved in Perinatology.
6. To provide expert advice to governmental and other bodies pertaining to Perinatology.
7. To promote research and training in Perinatology.
8. To support country perinatal society guidelines on ethical practice of the profession.

Article IV Membership

1. Regular membership
 - a. This shall be open to all country societies concerned and involved in Perinatology in the geographical region of Asia and Oceania.
 - b. Each country may be represented by more than one Society in the field of perinatal care.
 - c. In exceptional circumstances where a given territory of a country is submitted to a

different authority, the perinatal society of this special group may be eligible for membership of the Federation.

- d. No country shall be excluded on philosophical, religious, or political grounds.
2. Associate membership without voting rights may be granted to
 - a. Individuals from countries whose laws forbid the formation of societies.
 - b. Perinatal societies or bodies from countries not within the region.

Article V Fellowship

The Federation may award Fellowships in recognition of contributions by individuals.

Article VI Finance

1. The Federation shall raise its finance from annual subscriptions by National Societies and from other sources.
2. No National Society shall be liable for the financial commitments of the Federation which shall be guaranteed solely by the Federation's assets.

Article VII Congress

1. The Federation shall conduct a Congress of Perinatology once every year and not exceeding two (2) years.

Article VIII Supreme Authority

1. The General Assembly shall exercise the supreme authority on the Federation.
2. The business of the Federation shall, between General Assemblies, be entrusted to the Council.

Article IX General Assembly

1. The Assembly shall be composed of delegates of member countries' national societies and Members of the Council.
2. The General Assembly shall meet regularly at each congress and, if necessary, at extraordinary meetings.
3. The General Assembly shall make decisions by a simple majority vote of the members present as required by the provisions of the Constitution and By-laws.
4. The General Assembly shall appoint committee/committees for the implementation of the aims and objectives of the Federation.

Article X Council

1. Members of the Council shall be elected by the General Assembly.
2. The Council is comprised of officers of the Federation and members elected by the General Assembly for a set period of time.
3. The Council shall be empowered with the authority for the overall management of the business, scientific and financial affairs of the Federation.

Article XI Fiscal Year

The Fiscal year of the Federation is set from January to December each year and coincides with the term of office of the Council.

Article XII By-laws

The By-laws of the Federation shall be an appended supplement to this Constitution in order to facilitate the operations and achievement of its goals, in fulfillment of its mission as a Federation.

Article XIII Amendments to the Constitution

1. Proposed amendments to the Constitution may be submitted to the Council by any National Society, in particular to the President and Secretary General at least six (6) calendar months prior to the next General Assembly.
2. The Secretary General shall notify in writing, the proposed amendments to the National societies within two (2) calendar months after the receipt.
3. Amendments to the Constitution shall only be approved by a majority vote during the General assembly attended by no less than two-thirds of the member societies in good standing who are entitled to vote.
4. No proposed changes to the Constitution shall be made without a quorum. If there is no quorum, another General assembly may be called for the same purpose within one (1) year but no less than three (3) calendar months.

Article XIV Dissolution of the Federation

A decision to dissolve the Federation can only be made if Three-Fourths of the total member Perinatal Societies entitled to vote are in favor of such a motion at a General Assembly convened for that specific purpose.

II. BY-LAWS OF THE FEDERATION OF ASIA and OCEANIA PERINATAL SOCIETIES

By-Law I Secretariat

The Secretariat of the Federation shall be sited in the country of the Secretary General or in a country or location decided by the Council.

By-Law II Objectives

1. To promote, encourage and assist endeavors in all fields related to Perinatology.
2. To disseminate and communicate information on knowledge and skills concerning Perinatology, particularly those that present problems peculiar to the region.
3. To improve and uphold the highest standards of care in Perinatology.
4. To recommend common policies in these matters when requested by National Societies whenever joint action can or should be pursued in such matters.
5. To publish a Journal or to coordinate with other official Journals related to Perinatology.
6. To award scholarships, professorial lectures and prizes as determined from time to time.
7. To disseminate information relating to the objectives of the Federation to National Bodies, International Agencies, Foundations, and individuals with the Aim of furthering the Federation's interests.
8. To seek assistance, financial or otherwise, from National Bodies, International Agencies, Foundations or any other relevant party on matters of significance in maternal, perinatal and neonatal health.
9. To acquire, maintain and dispose of any assets to further the activities of the Federation.
10. To encourage and promote research and training in fields related to Perinatology.

By-Law III Membership

1. Regular membership shall be approved by the General Assembly and become effective upon the payment of membership dues.
2. Associate membership shall be approved by the Council, provided eligibility criteria are fulfilled.

By-Law IV Application for membership

1. A National Society or national body involved in Perinatology may become a Member provided it fulfills the following conditions:
 - a. Applies in writing to the Secretary General of the Federation enclosing a copy of Its constitution which satisfies the Federation that its aims and objectives are in

- agreement with those of the Federation.
 - b. Declares its intention to abide by the Constitution of the Federation.
 - c. Undertake to make financial contributions in such form and within such time limits as may be decided from time to time by the General Assembly.
2. Applications for associate membership shall be in writing to the Secretary General of the Federation according to the following criteria:
- a. Existence of a group of not less than 20 individuals engaged in the promotion, practice and edification of perinatology in their county.
 - b. Commitment to improve local perinatal care.
 - c. Willingness to become a full member of the FAOPS in the succeeding five (5) years from approval of application.
 - d. Clear benefit for the expansion of FAOPS activities in the region.

By-Law V Termination or Suspension of Membership

1. Regular membership to the Federation may be terminated or suspended on the following grounds:
- a. By default in payment of annual contributions over a period of time. This period shall not normally exceed twenty-four (24) calendar months.
 - b. In pursuance of a decision taken by the General Assembly.
 - c. By notice in writing to any National Society consequent upon its failure to abide by the Constitution. Such notice shall be subject to a period of time to be fixed by the General Assembly but shall not be less than six (6) calendar months.
 - d. The General Assembly may consider and, if it sees fit, move to exclude from the Federation a Society, whose attitude, action or behavior casts discredit upon the federation.
 - e. Termination or suspension of a National Society can only be made by the General Assembly on the recommendation of the Executive Board and by two-thirds Majority of the delegates present and entitled to vote.
2. Associate membership to the Federation may be terminated or suspended on the following grounds:
- a. When the Associate member becomes a regular Member of the FAOPS.
 - b. When the terms of the Associate membership exceeds five (5) years.
 - c. When the Associate member has not actively participated in FAOPS activities and showed no effort to become a full member within five (5) years, unless a request for an extension is received in writing by the Secretary General and approved by the Council.

d. Termination or suspension of the associate membership can be made by the Council.

By-Law VI Fellowship

The Federation may award two (2) types of Fellowships:

1. Honorary Fellow - for outstanding service of any kind.
2. Fellow - to individuals of Member Societies for distinguished service to the Federation.

By-Law VII Financial Contribution to and Fund Management of the Federation

1. Each National Society shall pay to the Federation a yearly contribution which shall be fixed from time to time by the General Assembly. The fee shall be no less than US\$1.00 for each member of each National Society with a minimum amount of USD100, to a maximum of USD1,500 regardless of total number of members of the national society.
2. In special circumstances where there are national currency restrictions which prevent the contribution being transferred to the Federation's bankers, such contributions shall be held in credit for the Federation by the respective National Society.
3. The Council alone shall have the power to make a decision described in item 2, on how National Societies shall remit their dues to the Federation's account.
4. The General Assembly may from time to time levy additional subscriptions for a Journal of the Federation.
5. The fees, if any, for associate members shall be determined by the council and reviewed from time to time.
6. Depending upon utilization and availability of funds, a certain portion may be invested into fixed deposit account, for additional fund generation. The Council shall propose, decide and update the General Assembly during each fiscal year.

By-Law VIII Congress

1. Member societies of the Federation can bid to hold the congress.
2. Bidding process for the congress shall entail the following process:
 - a. Expression of interest should be received in writing to the council at least 3 months before the congress preceding the target year by three congresses (i.e. 3 years ahead of target schedule)
 - b. Bidding and decision on congress venue shall be held and announced 3 years in advance or 3 congresses ahead of schedule,

- c. FAOPS President confirms in writing to the winning country, the privilege to hold the congress.
 - d. A signed memorandum of understanding between the FAOPS and the country perinatal society president shall be undertaken and duly signed by both parties.
 - e. The congress organization and management shall be solely the responsibility of the local perinatal society.
3. A National Society hosting the Federation Congress shall pay a fixed amount of US\$5,000 towards the funds of the FAOPS within twelve (12) calendar months following the Congress.
 4. The above amount of payment may be changed by the Council during extraordinary situations such as global disasters, pandemic or wars.
 5. The Treasurer of the FAOPS shall decide the amount of payment in consultation with the Council.

By-Law IX General Assembly

1. No member country shall be entitled to vote on their own proposed agenda.
2. Extraordinary official meetings may be called by The President or the President-Elect of the Federation, with concurrence from at least 2/3 of the members of the Council and member societies, in the following circumstances:
 - a. Untimely demise of either official of the Council
 - b. Where a physical gathering cannot be convened due to global emergencies, such as pandemics, security risks, disasters, etc.
 - c. Official Agenda shall be approved by the executive Council, but with due consideration to other matters as proposed by member countries.
3. The Secretary General shall inform all member countries of such extraordinary general assembly meeting, at least 30 days before the date decided upon by the Council.
4. All minutes of the extraordinary meeting shall be deemed official.

By-Law X Power and Responsibility of the General Assembly

1. The General Assembly shall receive reports from the Council of the activities of the Federation and determine the management policy of the Federation for the ensuing term of office.
2. The General Assembly shall be informed of the audited financial report and approve the budget for the ensuing term of office.
3. The General Assembly shall determine the name of the Host Society for the next 2

Congresses and suggest the themes.

4. The General Assembly shall elect members to the council.
5. The General Assembly will approve committee/committees for the Implementation of the aims and objectives of the Federation.

By-Law XI Delegates Entitled to vote

1. Each National Society entitled to vote with two hundred (200) or less members shall be entitled to two (2) delegates at each Assembly Meeting and those with More than two hundred (200) to an additional one (1) delegate for every hundred to a maximum of four (4) delegates.
2. No National Society shall be eligible to more than four (4) delegates in the General Assembly.
3. Each delegate shall be entitled to one (1) vote at any General Assembly.
4. Each member of the Council shall be entitled to one (1) vote
5. National Societies shall put in writing and present to the Council the names of the Delegates representing them before commencement of the General Assembly.

By-Law XII Meetings of General Assembly

1. Due notice of any General Assembly shall be given by the Secretary General to all National Societies at least ninety (90) days in advance.
2. National Societies wanting to place an agenda item must notify the Secretary General at least sixty (60) days prior to the General Assembly.
3. The Secretary General will then inform all National Societies of the agenda of the General Assembly at least thirty (30) days in advance. Proposal from the National Societies should be included in this agenda.
4. To constitute a quorum there must be at least fifty (50) % of member societies present.
5. The General Assembly shall meet at each successive Congress organized by the Federation. An extra-ordinary session may be convened by the Council or on the request of at least 50% of its members.
6. Debates in the General Assembly may take decisions on items appearing on the agenda. It may also take valid decisions on items not included in the agenda if three-fourths of the members present and entitled to vote so decide, except in instances where a specified majority shall be required.
7. The official language shall be English. When a National Society has more than two hundred and fifty (250) participants to a Congress, the language of that National Society may be an added language and simultaneous translation facilities may be

considered by the organizing Society if feasible. This facility may be extended to the Assembly Meeting as well as to the Congress proceedings.

8. General Assembly may be held using video/web conferencing allowing all participants in the virtual meeting to speak and be heard by everyone present.
9. Participation by such means shall constitute presence in person at the General Assembly.

By-Law XIII Agenda for the General Assembly

1. The agenda of the General Assembly shall be drawn up by the Secretary General in consultation with the President. Individual items may be included at the request of National Societies.
2. The agenda shall be circulated to all National Societies at least thirty (30) days prior to the date of the meeting.

By-Law XIV Council

1. The Members of the Council will be elected by the General Assembly held in even-numbered years.
2. The Council shall exercise the widest powers for the overall management of the business, scientific and financial affairs of the Federation.
3. National Societies will submit names for consideration by the Council for officers of the council to be voted upon by the members to the General Assembly.

By-Law XV Composition of the Council

A. The Executive Council (EC)

1. The Executive Council shall be elected at the time of the General Assembly and shall comprise the following:
 - The President
 - The President Elect
 - The Secretary General
 - The Treasurer
 - Four (4) Deputy Secretary Generals
 - Immediate Past President
2. Of the four (4) Deputy Secretary Generals, one (1) shall be from the eastern part of the Asia, one (1) shall be from the central part of Asia, one (1) shall be from the western part of Asia and one (1) from the Oceania region. The nations to be allocated into each of the four (4) regions are as follows:

Eastern-Regular Members Japan, Korea, Philippines, Taiwan, Mongolia

Associate member: Hong Kong

Central-Regular Member: Indonesia, Malaysia, Singapore, Thailand, Cambodia

Western-Regular Member: Afghanistan, Bangladesh, India, Nepal, Pakistan, Sri Lanka

Associate members: Egypt, Saudi Arabia

Oceania Region: Australia, New Zealand

3. No member of the Executive Council shall, with the exception of the Secretary General, the Deputy Secretary Generals and Treasurer, hold the same office for more than two (2) consecutive terms
4. The elected members of the Council shall hold office for two years until the next General Assembly and be eligible for re-election for two further terms of office.
5. The President and Treasurer may not be from the same country (Conflict of Interest)
6. Qualifications of Executive Council members
 - a. General Qualifications: An individual nominee to the Executive Council shall have:
 - (1) Demonstrated effective leadership qualities in previous positions held in the Council and/or official committee.
 - (2) Consistently shown respect for colleagues and upheld good morals and right conduct in the performance of his duties.
 - (3) Espoused the ideals and aspirations of the Federation within the organization as well as in international collaborative perinatal associations.
 - (4) Not been held liable in any administrative, civil, or criminal case in his home country.
 - b. President
 - (1) Must have served in the Executive council for at least seven (7) cumulative years preceding his/her nomination/election.
 - (2) Must have served and completed his/her term as either a Treasurer/Deputy Secretary General/ Secretary General for two (2) terms.
 - (3) Must have served as President or Board Member in his/her local perinatal society and completed at least one term.
 - c. President-Elect
 - (1) Must have served in the Executive Council for at least five (5) years preceding his/her nomination/election.
 - (2) Must have served and completed his/her term as either a Treasurer/Deputy Secretary General/ Secretary General for two (2) terms.
 - (3) Must have held a leadership position as President or Board Member in his/her

local perinatal society and completed at least one term.

d. Secretary General

- (1) Must be familiar with the office's duties and responsibilities through actual service as assistant or deputy secretary of the Council for at least three (3) cumulative years preceding his/her nomination/election.
- (2) Has shown reliability & consistency in performance of the duties and responsibilities expected of his/her office.
- (3) Has endeavored to update/improve his/her personal skills necessary in the execution of official tasks, i.e. computer technology & virtual communication.

e. Deputy Secretary General

- (1) Must have similar experience in his/her local society for at least one term.
- (2) Familiarity with computer technology and electronic communication channels.

f. Treasurer

- (1) Must have held a similar position or been involved in a financial management in his/her local society for at least one term.
- (2) Integrity in finance & fund management is supported by letters of recommendation from his/her local society and at least one international figure in the field of Perinatology.

g. Committee Chairperson

- (1) Must have been his/her country representative to the FAOPS for at least two years.
- (2) Has participated actively, at least in the sub-regional activities of the FAOPS to which his/her country belongs.
- (3) Has demonstrated administrative and technical capability in the conduct of small projects, lecture/workshops and other endeavors in his sub-region of the FAOPS.

B. Advisory Council (AC)

All Past Presidents shall be eligible to participate in this Council. However, an expression of interest and commitment to participate in the executive Council Meeting will be requested of them every two years and (re)confirmed during each General assembly meeting. They will not have voting rights during the executive Council Meeting.

C. Expanded Council (ExC)

Apart from members of the EC & the AC, chairpersons of Official Committees are

included in this Council in order to facilitate execution of projects, implementation of programs, as well as enhance participation from member countries. Voting rights may be assigned at any time, as the Council deems appropriate.

By-Law XVI Power and Responsibility of the Council

1. The Council shall determine the action necessary to achieve the objectives of the Federation.
2. The Council shall determine the yearly budget, the distribution of available funds and acquisition of premises suitable to meet the needs of the Federation.
3. The Council shall have the power to fill vacancies in the Council between General Assemblies, subject to the above said provisions.

By-Law XVII Duties of the Council

1. The president of the Federation shall chair all Council and General Assembly Meetings.
2. In the absence of the President, the president Elect shall preside.
3. The President or Chairman of the meeting shall have a casting vote.
4. The officers of the Council shall be officers of the General Assembly.
5. In the absence of the President, the President Elect will assume the responsibilities of the President.
6. In the absence of the President and President Elect, the Council shall elect the Chairman from amongst those present to officiate the meeting.
7. The Secretary general shall be responsible for the records of the Federation and for the day to day affairs in consultation with the President.
8. The records of the Federation shall be housed in the Secretariat.
9. The Secretary General in consultation with the President shall be responsible for drawing up the Agenda of all meetings of the Council and General Assembly and for recording the minutes.
10. The Secretary General shall sign the minutes of the meetings after confirmation.
11. One of the Deputy Secretary General shall sign the minutes of the meetings after confirmation.
12. The Treasurer shall be responsible for all financial matters of the Federation.
13. The Treasurer shall circulate audited and certified statement of all accounts of the Federation to National Societies, General Assembly and the Council at least three (3) months prior to the next General Assembly meetings or that of the Council.
14. The Treasurer shall be the signatory of cheques together with any member of the

Council.

By-Law XVIII Meetings of the Council

1. The Council shall meet in each calendar year and in exceptional circumstances more often if it is convened in writing by the President or Secretary General or if requested by at least two-thirds members of the Council.
2. The meeting of the Council shall be valid if a quorum of fifty (50) % is present.
3. There shall be no representation by proxy.
4. Any one or more Council members may participate in the meeting of the Council by electronic means of a conference via telephone, video conferencing, or similar communication channels allowing all persons participating in the meeting to speak and be heard. Participation by such means shall constitute presence in person at a meeting.
5. Any action decided upon during the Council meeting conducted by electronic communication channels shall be considered official.
6. The Council meeting may take written resolutions via electronic communication, if all the Council members authorize it.

By-Law XIX Agenda for the Council

1. The Agenda for the Council shall be drawn up by the Secretary General in consultation with the President and individual items may be included at the request of members of the Council.
2. The Agenda shall be circulated to members of the Council at least fourteen (14) days prior to the date of the meeting.

By-Law XX Congress

1. The National Society hosting the Asia and Oceania Congress of Perinatology will be entrusted with the entire organization of the Congress activities in consultation with the Council.
2. The National Society hosting the Congress may nominate the individual responsible for the organization of the next Congress to be an ex-officio member of the Council.

By-Law XXI Country symposia/workshop

1. The Federation (FAOPS) symposium in a perinatal society meeting hosted by the member countries is encouraged.
2. The Federation shall not support the symposium financially; however, it shall cover

the travel of 2-3 resource speakers from the Federation as the host country may request.

3. The host country has the right to moderate the symposium and accept not only domestic participants but also international participants from all membership countries.
4. The Federation shall support skills workshops held by the member country at each of the four (4) regions between the official Federation congresses with the payment of US\$2,500.

By-Law XXII Official Committees of the Federation

1. Official Committees of the Federation will be approved by the General Assembly for the purpose of study or implementation of various programs according to the aims and objectives of the Federation. These are:
 - a. Committee on Research & Publications
 - b. Committee on Scientific & Training Activities
 - c. Committee on Programs, Projects, Advocacies and Awards
 - d. Committee on Legislation & Election
2. Except for the Committee on Legislation & Election, which shall be chaired by a Past President, the various Committees will be chaired by a member country representative to the Federation & duly appointed by the Executive Council. A member of the Advisory Council shall be chosen by the Committee Chair to serve as Committee Adviser.
3. The composition of the Committee will be determined by the Chairman in consultation with its Adviser, the President and the Secretary General.
4. Duties & responsibilities of the Chairman of the Committee shall be as follows:
 - a. Directs all activities relating to the goals and objectives of the Committee.
 - b. Convenes meetings of the Committee for that purpose.
 - c. Submit annual reports to the Council and General Assembly.
 - d. Obtain funds for its purposes from available sources; however, such funds shall be kept in the Federation accounts.
 - e. Disbursement of funds collected by the committee shall require the concurrence of the President and Treasurer.
 - f. Submits an annual Financial Report to the Council and to the General Assembly.

By-Law XXIII Amendments

1. Proposed amendments to the By-laws may be submitted to the Council by any

National Society. Proposed amendments shall be submitted to the President and Secretary General at least six (6) calendar months prior to the next General Assembly. The Secretary General shall notify in writing the proposed amendments to the National Societies within two (2) calendar months after the receipt.

2. The By-laws shall not be changed unless there is a majority support and provided always that at least 50% of the National Societies entitled to vote are present at that General Assembly.

By-Law XXIV Dissolution of the Federation

1. The decision to dissolve the Federation shall require the presence of at least three-fourths of the National Societies entitled to vote at the General Assembly convened for that specific purpose. At least three-fourths of those present and entitled to vote will be necessary for the dissolution.
2. If a quorum is not reached another General Assembly for this purpose may be convened within a period of one (1) year but not earlier than three (3) calendar months.
3. If the quorum is not reached at two (2) successive meetings convened for this purpose, a decision to amend the Constitution or By-laws may be made at the third meeting irrespective of the number present by a two-thirds majority if those present.
4. If the Federation is dissolved and has discharged all its financial obligations any residual assets shall be transferred to another body with similar aims and objectives as the Federation.
5. The General Assembly present at the dissolution shall determine the recipients.

Presented and Approved by the General Assembly during its meeting held 24 September 2018, on the occasion of the 20th Congress of the Federation, held in Manila, Philippines.

Amendments Approved by the General Assembly on 24 December 2020.

Amendments Approved by the General Assembly on 18 December 2021.

Amendments Approved by the General Assembly on 27 August 2022.