



Federation of Asia Oceania Perinatal Societies
General Assembly Meeting 2018
Minutes Overview

Meeting Date and Time: Monday, September 24, 2018, from 12:35 to 13:40

Venue: Mahogany Room, The Manila Hotel, Manila, Philippines

Attendance :

| Name | Country | Voting right |
|----------------------|-------------|--------------------------|
| David Ellwood | Australia | Country Representative |
| Ann Sneddon | Australia | Country Representative |
| Laila Arjumand Banu | Bangladesh | Treasurer |
| Mohammad Shahidullah | Bangladesh | Immediate Past President |
| Im Sethikar | Cambodia | Country Representative |
| Milind R Shah | India | Deputy Secretary General |
| Ranjan Kumar Pejaver | India | Country Representative |
| Setyadewi Lusyati | Indonesia | Country Representative |
| Tsuyomu Ikenoue | Japan | Country Representative |
| Satoshi Kusuda | Japan | Secretary General |
| Kei Miyakoshi | Japan | Country Representative |
| Kazuko Wada | Japan | Country Representative |
| Hidehiko Nakanishi | Japan | Country Representative |
| Mamoru Tanaka | Japan | Country Representative |
| Han-Suk Kim | Korea | Deputy Secretary General |
| Azanna Ahmad Kamar | Malaysia | Country Representative |
| See kwee Ching | Malaysia | Country Representative |
| TP Baskaran | Malaysia | Country Representative |
| Gerelmaa Zagd | Mongolia | Country Representative |
| Bayasyalantai | Mongolia | Country Representative |
| Belen Amparo Velasco | Philippines | Country Representative |
| Socorro Mendoza | Philippines | President Elect |

| | | |
|-------------------------|-------------|--------------------------|
| Diosdado Nariano | Philippines | Country Representative |
| Rowena Dela Puerta | Singapore | Country Representative |
| Victor Samuel Rajadurai | Singapore | Deputy Secretary General |
| Chie-Pein Chen | Taiwan | Country Representative |
| Ming-Song Tsai | Taiwan | Country Representative |
| Te-Fu Chan | Taiwan | Country Representative |
| Chien-Nan Lee | Taiwan | President |
| Ming-Song Tsai | Taiwan | Country Representative |

(12 countries out of 14 member countries, 30 country delegates out of 39 total delegates to vote)

(Nepal and Sri Lanka were not present at the General Assembly)

Objectives:

General Assembly Meeting by country representatives and council members

Agenda:

- 1 Call to order
- 2 Attendance and declaration of quorum
- 3 Approval of Agenda
- 4 Treasurer's Report
- 5 Secretary's Report
- 6 President's Report
- 7 Amendment of FAOPS Constitution and By-Laws
- 8 Voting for FAOPS 2021 and 2022 congresses
- 9 Council members for 2019-2020
- 10 Other matters

Conclusions:

1. The meeting was called to order at 12:35 by the President, Prof. Chien-Nan Lee.

2. Quorum was established with 12/14 countries and 30/39 country delegates in attendance.

This quorum was also established for the amendment for FAOPS Constitution and By-Laws.

3. Agenda was approved by all presents and no other matters will be discussed at the General Assembly.

4. Treasurer's Report by Prof. Laila Arjumand Banu

The final balance of FAOPS accounts was reported.

Some member countries were needed to pay their dues.

5. Secretary's Reports by Satoshi Kusuda

New 2-member countries were welcomed, Mongolia and Cambodia.

Mongolia used to be a member country of FAOPS and was allocated in the region of Eastern.

Cambodia was allocated in the region of Central.

Updated list of country president and representatives

Advisors

Currently, all former presidents of FAOPS, Prof. Victor Yu, Prof. T'sang Tang

Hsieh, Prof. Zulfigar Bhutta, Prof. Tsuyomu Ikenoue, Prof. Ranjan Pejaver, and

Prof. David Ellwood, approved to be adviser of FAOPS.

New HP site

Welcome suggestions from member countries.

6. President Report by Prof. Chien-Nan Lee

Acknowledgements from the President to all society members for supporting the last FAOPS congress in Taipei 2016.

7. Amendment of FAOPS Constitution and By-Laws

Following amendments of FAOPS Constitution and By-Laws were proposed.

| Amendment of Constitution and By-Laws | | | |
|---------------------------------------|---------|---------------------------------|----------------------------------|
| Constitution | | | |
| Article | Section | Before | After |
| 8 | 1 | once in every year | every year |
| | 3a | by two congresses | by three congresses |
| | 3b | in advance of 2 congresses | in advance of 3 congresses |
| By-Law | | | |
| 2 | 2a | Biennial international congress | International congress |
| 9 | 3 | next 2 Congresses | Congress 3 years earlier |
| 14 | 2 | | add Cambodia at central region |
| | | | add Sri Lanka at western region |
| | | | add Mongolia at eastern region |
| Add new article | | | |
| By-Law | | | |
| 14 | | | Define Country symposia/workshop |

All delegates discussed the proposed amendments and approved them with minor corrections.

The final version of the FAOPS Constitution and By-Laws was attached at the end of this minutes.

8. Voting for FAOPS 2021 and 2022 congresses

Indonesia applied to FAOPS 2021, and Malaysia to FAOPS 2022.

Since only one country was applying for each year congress, no bidding was needed.

Both countries presented their vision, concept and legacy plans for hosting FAOPS congresses in about 10 minutes.

All delegates approved two countries to host FAOPS congresses.

At the FAOPS congress in Tokyo 2020, the host country for FAOPS 2023 will be determined.

9. Council members for 2019-2020

Next Council members for 2019-2020 was proposed by the President as follows;

President: Sookee Mendoza

President Elect: Satoshi Kusuda

Immediate Past President: Chien-Nan Lee

Secretary General: Laila Arjumand Banu

Treasurer: Han-Suk Kim

New Adviser: Mohammad Shahidullah

Deputy Secretary General Eastern: TeFu Chan

Deputy Secretary General Central: Victor Samuel Rajadurai

Deputy Secretary General Western: Milind Shah

All delegate approved the above proposal.

10. Other matters

The Adviser of FAOPS should be described in the Constitution or By-Laws.

Reported by: Secretary General, Satoshi Kusuda

Signature:

President _____
Name Date

Constitution of the Federation of Asia and Oceania Perinatal Societies

[I. ARTICLES]

<Article I Identity>

1. 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>

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

<Article III Objectives>

1. The objectives of the Federation shall be:
 - *To promote the science and art of Perinatology.
 - *To promote maternal welfare.
 - *To promote fetal and neonatal well-being.
 - *To maintain a liaison with other organizations or professions involved in Perinatology.
 - *To promote cooperation and goodwill with international bodies involved in Perinatology.
 - *To provide expert advice to governmental and other bodies pertaining to Perinatology.
 - *To promote research and training in Perinatology.
 - *To support country perinatal society guidelines on ethical practice

<Article IV Membership>

1. The membership of the Federation shall be open to all societies concerned and involved in Perinatology in each geographical region of Asia and Oceania.
2. Each country may be represented by more than one Society in the field of perinatal care. In exceptional circumstances where a given territory of a country is submitted to a different authority, the perinatal society of this special region may be eligible for membership of the Federation.

3. No country shall be excluded on philosophical, religious or political grounds.
4. Associate membership without voting right may be granted to perinatal societies or bodies from countries not within the region.

<Article V Individual Membership>

1. Patron member - a patron member shall be a major sponsor and shall be admitted to membership by a resolution of the Council.
2. Ordinary member - ordinary member shall be medical practitioners, scientists with active involvement in Perinatology who are members of national bodies that are affiliated with the Federation or, who in the opinion of the Council have made a significant contribution to Perinatology.
3. Associate member - associate membership without voting right may be granted to individuals from countries whose laws forbid the formation of societies or from perinatal societies or bodies from countries not within the region.

<Article VI Fellowship>

1. The Federation may award fellowships in recognition of contributions by individuals.

<Article VII 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 VIII Congress>

1. The Federation shall conduct a Congress of Perinatology every year, and not exceeding two (2) years.
2. Member societies of the federation can bid to hold the congress.
3. 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.

4. As much as possible, the council will assure that the congress venue alternates between developed and developing country

<Article IX 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 X General Assembly>

1. The General 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 XI 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 XII By-Laws>

1. The By-Laws of the Federation shall be drawn up by the Council and submitted to the General Assembly for approval.

<Article XIII Amendments to the Constitution>

1. Amendments to the Constitution shall only be approved by a majority vote during

the General Assembly represented and attended by no less than two-thirds of the member country perinatal Societies in good standing who are entitled to vote.

<Article XIV Dissolution of the Federation>

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

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

<By-Law I Secretariat>

1. 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 through:
 - a. International congress
 - b. Country symposia/workshop
3. To improve teaching standards 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 interested party.
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 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.

<By-Law IV Termination or Suspension of Membership>

1. 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.

<By-Law V Fellowship>

1. The Federation may award two (2) types of Fellowships:
 - a. Honorary Fellow - for outstanding service of any kind.
 - b. Fellow - to individuals of Member Societies for distinguished service to the Federation.

<By-Law VI Financial Contribution to 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.

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 power to make such a decision and shall be made by the National Societies to remit their dues to the Federation bankers.
4. The General Assembly may from time to time levy additional subscriptions for a Journal of the Federation.
5. The fees for associate members shall be determined by the council and reviewed from time to time.

<By-Law VII Congress Fee>

1. A National Society hosting a Federation Congress shall pay a fixed amount of US\$5,000 towards the funds of the Asia and Oceania Federation within twelve (12) calendar months following the Congress.

<By-Law VIII General Assembly>

1. The General Assembly shall be composed of delegates of National Societies and Members of the Executive Board.
2. The General Assembly shall meet in regular sessions and in extraordinary Sessions.
3. The General Assembly shall make decisions by a simple majority of the members present and entitled to vote, except in instances where a specified majority of members is required by the provisions of the Constitution or by the Bye-Laws.

<By-Law IX Power and Responsibility of the General Assembly>

1. The General Assembly shall receive reports from 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 consider the audited financial report and the budget for the ensuing term of office.
3. The General Assembly shall determine the name of the Host Society for the Congress 3 years earlier and suggest the themes.
4. The General Assembly shall elect members to the council.
5. The General Assembly will appoint committee/committees for the implementation of the aims and objectives of the Federation.
6. The General Assembly shall determine the site of Secretariat.

<By-Law X 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 any 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 XI Meetings of General Assembly>

1. Due notice of any General Assembly shall be given by the Secretary General to all National Societies at least one hundred and twenty (120) days in advance.
2. National Societies wanting to place an agenda item must notify the Secretary General at least ninety (90) 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 the end of each successive Congress organized by the Federation. An extra-ordinary session may be convened by the Council or on the request of at least one-fifth 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 provided finance is available. This facility may be extended to the Assembly Meeting as well as to the Congress proceedings.

<By-Law XII 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 XIII Council>

1. The Members of the Council will be elected by the General Assembly.
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 XIV Composition of the Council >

1. The Council shall be elected at the time of the General Assembly and shall comprise the followings:

The President

The President Elect

The Secretary General

The Treasurer

Three (3) Deputy Secretary Generals

Immediate Past President

2. Of the three (3) Deputy Secretary Generals, one (1) shall be from the eastern part of the Asia-Oceania region, one (1) shall be from the central part of the Asia-Oceania region, and one (1) shall be from the western part of the Asia-Oceania region.

The nations to be allocated into each of the three (3) regions are as follows:

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

Associate member: Hong Kong

Central-Full Member: Australia, New Zealand, Indonesia, Malaysia, Singapore, Thailand, Cambodia

Western-Full Member: Bangladesh, India, Nepal, Pakistan, Sri Lanka

Associate members: Egypt, Saudi Arabia

3. No member of the 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 of the General Assembly.

4. The elected members of the Council from each National Society shall hold office until the next General Assembly and be eligible for re-election for two further terms of office.

5. Past presidents will be invited to attend Council meetings, be able to participate in the meeting, but will not have voting rights.

<By-Law XV 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 or 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 XVI 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 XVII 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 2. Secretary General or if requested by at least two-thirds members of the Council.

3. The meeting of the Council shall be valid if a quorum of fifty (50) % is present.

4. There shall be no representation by proxy.

<By-Law XVIII 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 thirty (30) days prior to the date of the meeting.

<By-Law XIX 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 will nominate the individual responsible for the organization of the next Congress to be an ex-officio member of the Council.

<By-Law XX Country symposia/workshop>

1. The Federation (FAOPS) symposium in a perinatal society meeting hosted by the membership countries is encouraged.

2. The Federation shall not support the symposium financially, however, shall cover the travel of 2-3 resource speakers from the Federation.

3. The host country has the right to moderate the symposium as accepting international participants from all membership countries.

4. The Federation shall support workshops held by the membership country at each of the three (3) regions between the official Federation congresses with the payment of US\$2,500.

<By-Law XXI Special Committees of the federation>

1. Special Committees of the Federation will be appointed by the General Assembly for the purpose of study or implementation of various programs according to the aims and objectives of the Federation.
2. The various Committees will be chaired by a member of the Federation duly elected at a General Assembly.
3. The composition of the Committee will be determined by the Chairman in consultation with the President and the Secretary General.
4. The Chairman of the Committee shall be responsible for all matters relating to the Committee.
5. He shall convene meetings of the Committee for that purpose.
6. He shall submit annual reports to the Council and General Assembly.
7. He shall be empowered to obtain funds for this purpose from whatever available sources such funds shall be kept in the Federation accounts.
8. Disbursement of funds collected by special committee shall require the concurrence of the President and Treasurer.
9. He shall submit a Financial Report to the Council annually and to the General Assembly.

<By-Law XXII Amendments>

1. Proposed amendments to the Constitution and 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 Constitution and By-Laws shall not be changed unless there is a two-thirds majority and provided always two-thirds of the National Societies entitled to vote are present at that General Assembly.
3. No proposed changes to the Constitution and By-Laws 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.

<By-Law XXIII 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 7 November 2014, on the occasion of the 18th Congress of the Federation, held in Dhaka, Bangladesh)

(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)