CONSTITUTION OF ASIA OCEANIA GEOSCIENCES SOCIETY

NAME

1.1 This Society shall be known as the “Asia Oceania Geosciences Society”, hereinafter referred to as the “Society”.

REGISTERED ADDRESS

2.1 Its registered address shall be at “1 COMMONWEALTH LANE #06-23 ONE COMMONWEALTH Singapore 149544” or such other address as may subsequently be decided upon by the Council 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.

OBJECTIVES

3.1 The Society shall pursue scientific objectives exclusively. With the exception of the Executive Director, who may be a member or former member of the Society, members of the Society shall not receive any remuneration from the Society, but may be reimbursed expenses incurred on Society’s business based on the established guidelines approved by the Council.

3.2 Its objectives are:

a) To further the cooperation and discussion in Asia and Oceania among scientists concerned with studies of the Earth and its environment and the planetary and space sciences.

b) To promote and encourage the development of any or all of the relevant sciences within and outside Asia and Oceania.

3.3 The Society shall achieve the objectives through the organization of scientific assemblies, publications, and by any other suitable means.

MEMBERSHIP QUALIFICATION AND RIGHTS

4.1 The membership of the Society shall consist of the following:

a) Individual Members

Individual members are persons who subscribe to the objectives of the Society.

b) Honorary Members

Honorary members are persons whose international standing in geosciences, or whose services to the Society are recognised by the Society and are elected by the General Meeting.

c) Supporting Members

Supporting members are individuals, corporations or institutions who support the objectives of the Society, with the approval of the Council.

4.2 Only Individual Members who are 21 years of age and above shall have the right to vote and to hold office in the Society.

4.3 Membership of the Society, in whatever category, does not constitute any right to the funds of the Society.

APPLICATION FOR MEMBERSHIP

5.1 A person who pays to attend the Society's Annual Meeting/Conference and obeys the Code of Conduct will be automatically included as an Individual Member of the Society for a period of 3 years. Membership will be discontinued if the member does not attend at least one of the Society's Annual Meetings/Conferences in three (3) consecutive years, or if, in view of the Executive Committee, such an Individual Member has repeatedly or breached the Code of Conduct or has committed a single instance of a flagrant breach of the Code of Conduct.

5.2 The Council will decide on the application for membership. A copy of the Constitution shall be made available to every member.

CODE OF CONDUCT AND CESSATION OF MEMBERSHIP

6.1 The membership of a member shall cease in the following circumstances:

a) The death of the member;

b) Failure to attend at least one of the Society's Annual Meetings/Conferences in three (3) consecutive years.

c) Repeated breaches, or a single instance of a flagrant breach of the Code of Conduct such that the Executive Committee decides the member should no longer be allowed to attend the Society's future and present meetings.

6.2 The Council shall set a Code of Conduct for the scientific assemblies, and all other society events, with participants required to obey the Code of Conduct.

ENTRANCE FEES, SUBSCRIPTIONS AND OTHER DUES

7.1 The membership fees shall be determined by the General Meeting on recommendation from the Council from time to time.

7.2 Any additional fund required for special purposes may only be raised from members with the consent of the General Meeting.

SUPREME AUTHORITY AND GENERAL MEETINGS

8.1 The supreme authority of the Society is vested in a General Meeting presided over by the President.

8.2 An Annual General Meeting shall be held within 5 months of the close of the Financial Year and may be held virtually through electronic means, in-person or through a hybrid process of both.

8.3 At other times, an Extraordinary General Meeting must be called by the President on the request in writing of not less than 25% of the total voting membership or 30 voting members, whichever is the lesser, and may be called at anytime by order of the Council. The notice in writing shall be given to the Secretary General setting forth the business that is to be transacted. The Extraordinary General Meeting shall be convened within two months from receiving this request to convene the Extraordinary General Meeting. The Extraordinary General Meeting may be held virtually through electronic means, in-person or through a hybrid process of both.

8.4 If the Council does not proceed to convene an Extraordinary General Meeting within two months after the date of the receipt of the written request, then the members who requested the Extraordinary General Meeting shall convene the Extraordinary General Meeting by giving ten days' notice to voting members setting forth the business to be transacted and simultaneously posting the agenda on the Society's notice board.

8.5 At least two weeks' notice shall be given of an Annual General Meeting and at least ten days' notice of an Extraordinary General Meeting. A notice stating the mode of meeting, date, time and place of the meeting shall be sent by the Secretary to all voting members. The particulars of the agenda shall be posted on the Society's notice board four days in advance of the meeting.

8.6 Unless otherwise stated in this Constitution, voting by proxy shall not be allowed at any General Meetings.

8.7 The following points will be considered at the Annual General Meeting:

a) The previous financial year's accounts and annual report of the Council.

b) Where applicable, the election of office-bearers and Auditors for the following term.

8.8 Any member who wishes to place an item on the agenda of a General Meeting may do so by giving notice to the Secretary General at least one week before the meeting is due to be held.

8.9 At least 25% of the total voting membership or 30 voting members, whichever is the lesser, present at a General Meeting shall form a quorum. Proxies shall not be constituted as part of the quorum.

8.10 In the event of there being no quorum at the commencement of a General Meeting, the meeting shall be adjourned for half an hour and should the number then present be insufficient to form a quorum, those present shall be considered a quorum, but they shall have no power to amend any of the existing Constitution.

SECTIONS

9.1 The Society comprises Sections covering different areas of geosciences. The Sections are:

Atmospheric Sciences,

Biogeosciences,

Hydrological Sciences,

Interdisciplinary Geosciences,

Ocean Sciences,

Planetary Sciences,

Solar and Terrestrial Sciences,

Solid Earth Sciences.

9.2 The formation of new Sections and the reorganization of Sections must be approved by the Council and ratified by an Annual General Meeting.

9.3 Each Section shall have its own Section President, Section Vice-President (President-Elect or Past-President) and one or more Section Secretaries.

MANAGEMENT AND COUNCIL

10.1 The administration of the Society shall be entrusted to the Council comprising of an Executive Committee, the Assistant Secretary General, the Assistant Treasurer and the Section Presidents. The Executive Committee consists of the following:

A President,

A Vice-President,

A Secretary General,

A Treasurer.

10.2 The President shall serve for a term of two Meeting years. He/She shall be elected one year before the beginning of the term and serve as Vice-President (President-Elect), and shall continue for one year after the term as a member of the Council as Vice-President (Past- President). A Vice-President is either President-Elect or Past-President or Acting Vice-President.

10.3 The Secretary General shall serve for a term of two Meeting years. He/She shall be elected one year before the beginning of the term and serve as Assistant Secretary General (Secretary General-Elect), and shall continue for one year after the term as a member of Council as Assistant Secretary General (Past-Secretary General). An Assistant Secretary General is either Secretary General-Elect or Past-Secretary General or Acting Assistant Secretary General.

10.4 The Treasurer shall serve a term of two Meeting years and not be eligible for the consecutive term. He/She shall be elected one year before the beginning of the term and serve as Assistant Treasurer (Treasurer-Elect) and shall continue for one year after the term as a member of Council as Assistant Treasurer (Past-Treasurer). An Assistant Treasurer is either Treasurer- Elect or Past-Treasurer or Acting Assistant Treasurer.

10.5 The Section Presidents shall serve for a term of two Meeting years. Each shall be elected one year before the beginning of the term and serve as Section Vice-President (Section President- Elect), and shall continue for one year after the term as Section Vice-President (Past-Section President). A Vice-President is either President-Elect or Past-President or Acting Vice-President.

10.6 A Meeting Year is defined as from the end of an Annual Meeting/Conference until the end of the next calendar year's Annual Meeting/Conference.

10.7 For the election of Council members at the Annual General Meeting, the Council may appoint a Nomination Committee.

10.8 The tasks of the Nomination Committee are as follows:

a) Prepare a slate of candidates for the Council members, i.e., President-Elect, Secretary General-Elect, Treasurer-Elect and Section Presidents-Elect. Ideally, two to three candidates are required for each of these positions. The candidates for Section Presidents-Elect will be identified in consultation with the individual Sections

b) Ascertain the willingness of all candidates to stand for election; and

c) Present the proposed slates to the Council for approval. In selecting nominees, care should be given to assure that there is representation of the Society's diverse regional and disciplinary

interests and that the Council reflect, over time, a reasonable balance of these interests.

10.9 Election will be by ballot. In the event of a tie, the Chair of the Nomination Committee shall have a casting vote. Ballots marked for candidates for Section President-Elect in more than one Section will be declared null and void as far as Section elections are concerned. Space for write-in candidates will also be provided.

10.10 A Council Meeting shall be held at least 3 times a year after giving seven days' notice to Council members. The President may call a Council meeting at any time by giving five days' notice. At least 1/2 of the Council members must be present for its proceedings to be valid.

10.11 Any members of the Council absenting themselves from three meetings consecutively without satisfactory explanations shall be deemed to be withdrawn from the Council and a successor may be co-opted by the Council to serve until the next Annual General Meeting. Any changes in the Council shall be notified to the Registrar of Societies within two weeks of the change. The same rule applies to the Section Vice-Presidents.

10.12 The duty of the Council is to organise and supervise the day to day activities of the Society. The Council may not act contrary to the expressed wishes of the General Meeting without prior reference to it and shall always remain subordinate to the General Meetings.

10.13 The Council has power to authorise the expenditure of a sum not exceeding $50,000/- per month from the Society’s funds for the Society’s purposes.

10.14 The Council may appoint an Executive Director, who will execute the strategy and policies set forth by the Council. This person will manage and be responsible for the administration and general operation of the Society. The amount of remuneration will be decided and approved by the Council.

10.15 The Council may appoint a professional secretariat to perform assigned duties. The appointed secretariat may be nominated by the Council to be an official signatory for withdrawals from the bank.

10.16 In the event of a Council member being elected to simultaneously be President and Vice President, or Secretary General and Assistant Secretary General, or Treasurer and Assistant Treasurer, the General Meeting of members shall elect a person to act for a renewable one Meeting year term as the relevant Vice or Assistant officer. If the General Meeting fails to elect, the Council shall appoint an individual to act for a renewable one Meeting year term as the relevant Vice or Assistant officer.

10.17 In the event of a Council member being elected to simultaneously be both President and Vice President of the same Section, then Council may appoint a person to act for a renewable one Meeting year term as the relevant Vice President. This officer will be known as the Acting Vice President. Council will ideally appoint an individual nominated by the relevant Section's Business Meeting.

DUTIES OF OFFICE-BEARERS

11.1 The President shall chair all General and Council meetings. He/she shall also represent the Society in its dealings with outside persons.

11.2 The Vice-President shall assist the President and deputise for him/her in his/her absence.

11.3 The Secretary General shall keep all records, except financial, of the Society and shall be responsible for their correctness. He/she will keep minutes of all General and Council meetings. He/she shall maintain an up-to-date Register of members at all times.

11.4 The Assistant Secretary General shall assist the Secretary General and deputise for him/her in his/her absence.

11.5 The Treasurer and/or an appointed Society Secretariat shall keep all funds and collect and disburse all moneys on behalf of the Society and shall keep an account of all monetary transactions and shall be responsible for their correctness. He/She and/or the Society Secretariat is authorized to expend up to $1,000/- per month for petty expenses on behalf of the Society. He/She will not keep more than $1,000/- in the form of cash and money in excess of this will be deposited in a bank to be named by the Council. Cheques, etc. for withdrawals from bank will be signed by the Treasurer and either the President or up to any 2 members of the Council.

11.6 The Assistant Treasurer shall assist the Treasurer and deputise for him/her in his/her absence.

11.7 A Section President shall be responsible for representing their Section at all Council meetings and organizing their Section‘s business.

11.8 A Section Vice-President shall assist the Section President and deputise for him/her in his/her absence.

AUDIT AND FINANCIAL YEAR

12.1 One voting member, not being a member of the Council, shall be elected as Honorary Auditor at alternate Annual General Meeting and will hold office for a term of two years.

12.2 The Council will appoint a certified auditor to audit the Society's account. The auditor will be approved at alternate Annual General Meeting and will hold office for a term of two years.

12.3 The auditor

a) Will be required to audit each year's accounts and present a report upon them to the Annual General Meeting.

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 Council.

12.4 The financial year shall be from 1st June to 31st May.

TRUSTEES

13.1 If the Society at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.

13.2 The trustees of the Society shall:

a) Not be more than four and not less than two in number.

b) Be elected by a General Meeting.

c) Not effect any sale or mortgage of property without the prior approval of the General Meeting.

13.3 The office of the trustee shall be vacated:

a) If the trustee dies or becomes a lunatic or of unsound mind.

b) If he/she is absent from the Republic of Singapore for a period of more than one year.

c) If he/she is guilty of misconduct of such a kind as to render it undesirable that he/she continues as a trustee.

d) If he/she submits notice of resignation from his/her trusteeship.

13.4 Notice of any proposal to remove a trustee from his/her trusteeship or to appoint a new trustee to fill a vacancy must be given by posting it on the notice board in the Society's premises at least two weeks before the General Meeting at which the proposal is to be discussed. The result of such General Meeting shall then be notified to the Registrar of Societies.

13.5 The address of each immovable property, name of each trustee and any subsequent change must be notified to the Registrar of Societies.

AWARDS

14.1 In order to achieve its objectives, the Society shall present Awards and Medals, in addition to Honorary Memberships defined in Rule 4.1. The Council shall appoint an Award Committee to:

a) consider the need or desirability for creation of new awards and medals of the Society;

b) identify and nominate appropriate recipients of the awards, medals, and Honorary Memberships;

c) report the slates of candidates to the Council for approval.

VISITORS AND GUESTS

15.1 Visitors and guests may be admitted into the premises of the Society but they shall not be admitted into the privileges of the Society. All visitors and guests shall abide by the Society's rules and regulations.

PROHIBITIONS

16.1 Gambling of any kind, excluding the promotion or conduct of a private lottery which has been permitted under the Private Lotteries Act Cap 250, is forbidden on the Society's premises. The introduction of materials for gambling or drug taking and of bad characters into the premises is prohibited.

16.2 The funds of the Society shall not be used to pay the fines of members who have been convicted in a court of law.

16.3 The Society shall not engage in any trade union activity as defined in any written law relating to trade unions for the time being in force in Singapore.

16.4 The Society shall not attempt to restrict or interfere with trade or make directly or indirectly any recommendation for any arrangement with its members which has the purpose or is likely to have the effect of fixing or controlling the price or any discount, allowance or rebate relating to any goods or service which adversely affect consumer interests.

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

16.6 The Society shall not hold any lottery, whether confined to its members or not, in the name of the Society or its office-bearers, Council or members unless with the prior approval of the relevant authorities.

16.7 The Society shall not raise funds from the public for whatever purposes without the prior approval in writing of the Head, Licensing Division, Singapore Police Force and other relevant authorities.

AMENDMENTS TO CONSTITUTION

17.1 No alteration or addition/deletion to this Constitution shall be made except at a General Meeting and with the consent of two-thirds of the voting members present at the General Meeting, and they shall not come into force without the prior sanction of the Registrar of Societies.

INTERPRETATION

18.1 In the event of any question or matter pertaining to day-to-day administration which is not expressly provided for in this Constitution, the Council shall have power to use their own discretion. The decision of the Council shall be final unless it is reversed at a General Meeting.

DISPUTES

19.1 In the event of any dispute arising amongst members, they shall attempt to resolve the matter at an Extraordinary General Meeting 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

20.1 The Society shall not be dissolved, except with the consent of not less than $^{3}/_{5}$ of the total voting membership of the Society for the time being resident in Singapore expressed, either in person or by proxy, at a General Meeting convened for the purpose.

20.2 In the event the Society being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Society shall be fully discharged, and the remaining funds will be disposed of in such manner as the General Meeting may determine or donate to an approved charity or charities in Singapore.

20.3 A Certificate of Dissolution shall be given within seven days of the dissolution to the Registrar of Societies.