THE ASIAN OCEANIAN SOCIETY OF RADIOLOGY

AOSR CONSTITUTION

Approved by
AOSR General Assembly
January 26, 2018
Mumbai, India
Constitution of the Asian Oceanian Society of Radiology

1. NAME
   This Society shall be known as the “Asian Oceanian Society of Radiology”, hereinafter referred to as the “Society”.

2. PLACE OF BUSINESS
   Its place of business shall be at the Office of the Korean Society of Radiology. 71, Yangjaecheo-ro, Seocho-gu, Seoul, 137-891 Korea or such address as may subsequently be decided upon by the society. The Society shall carry out its activities only in places and premises, which have the prior written approval from the relevant authorities, where necessary.

3. OBJECTIVES
   3.1 Its objectives are:
   a) To stimulate basic and clinical research to advance the development of radiology.
   b) To improve the quality and technique of radiological procedures and to improve members’ skills in this respect.
   c) To stimulate interest in and to provide guidelines for the practice, teaching and post-graduate training in radiology.
   d) To facilitate the exchange of scientific information.
   e) Organization, administration and promotion of the Asian Oceanian School of Radiology (AOSOR);
   f) In furtherance of the above mentioned objectives, the Society may organize congresses, courses, lectures and co-operate with other scientific organizations

4. MEMBERSHIP QUALIFICATION AND RIGHTS
   4.1 Membership shall be open to all radiologists, radiation oncologists and scientists interested in the field of radiology in the Asian and Oceanian region.

   4.2 There shall be two classes of memberships. They are as follows:
   a) Society Membership: Society Membership is open to national radiological societies in the Asia and Oceanian regions except for 4.2b.
   b) *All Foundation members of the Asian and Oceanian Society of Radiology at its Inaugural Meeting at Tokyo, 1969, will retain their individual status and shall be entitled to all privileges of membership subject to item 6.3
      *Foundation members: Australia; Hong Kong, China; India; Indonesia; Japan; Korea; Malaysia; New Zealand; Philippines; Sri Lanka; Chinese Taipei; Thailand.
   c) Individual Membership: Individual Membership is only open to individuals from the Asian and Oceanian regions whose countries do not have a radiological society. Individual members do not have a vote and shall not be from a country with more than 50 radiologists.
   d) Supporting Members
      d.1 Corporations, companies and other organizations including commercial enterprises which are interested in the activities of the objectives of the Society
      d.2 Supporting Members shall pay an annual contribution as determined by the Executive Council of the AOSR. Supporting Members shall have the right to use the facilities of the Society
      d.3 Up to two representatives of each Supporting Member shall have the right of participation in but no voting right at the General Assembly.
   e) A member may hold only one kind of membership at any one time.

   4.3 Should there be more than one Society in any country the total vote for each country shall not exceed one vote. The vote that will be considered is decided by the societies, failing which the decision of the Executive Council will be final.

5. APPLICATION FOR MEMBERSHIP
   5.1 A radiological society or an individual wishing to join the Society should submit its/his particulars to the Secretary on a prescribed form for approval by the General Assembly of Delegates.

   5.2 The General Assembly will decide on the application for membership.

   5.3 A copy of the Constitution shall be furnished to every approved member upon becoming a member.

6. ENTRANCE FEES, SUBSCRIPTIONS AND OTHER DUES
6.1 The entrance fees shall be determined by the General Assembly of Delegates on recommendation from the Executive Council from time to time.

6.2 The Annual Subscription/Membership Fees is as per Schedule 1

6.3 Annual subscriptions are payable on 1 January and shall cover the year beginning on that date. Annual subscriptions are payable in advance within the first month of the year. If members fall into arrears with the subscription or other dues, they shall be informed immediately by the Treasurer. Failure to settle any arrears within twelve weeks of notification by the Treasurer may result in the termination of the membership.

6.4 Members have the right to vote at General Assembly meetings of AOSR if they pay their annual subscriptions for the year of the General Assembly. To hold a position in the Executive Council, the annual subscriptions MUST have been paid in full for the preceding three consecutive years. To bid for hosting the AOCR, annual subscriptions MUST have been paid in full for the preceding three consecutive years and pay in advance for the next two years if the member country has been in default over the previous ten years.

6.5 Any additional funds required for special purposes may only be raised from members with the consent of the General Assembly of Delegates

6.6 Any additional funds raised from the profit account (advertisement or similar activities) can be used to support the objectives of the society listed in article 3, including a) facilitation of the exchange of scientific information and support academic activity b) publication of society journal or other educational materials, c) teaching and post-graduate training in Radiology d) administration activities of the society.

7. AUTHORITY AND MEETINGS

7.1 The authority of the Society is vested in the meeting of the General Assembly of Delegates. The General Assembly of Delegates shall consist of national delegates of member countries whose dues are current together with the Executive Council. The National Delegates shall consist of up to two representatives from each member country. Each member country will be eligible to one vote. These representatives shall be nominated by the member Society.

7.2 A General Assembly Meeting shall be held on the occasion of each Asian Oceanian Congress of Radiology (AOCR)

7.3 The President of the Society shall be the Chairman of the General Assembly and shall have a casting vote in case of a tie.

7.4 At least three months’ notice shall be given for a General Assembly Meeting. Notice of the meeting stating the date, time, and place of meeting shall be sent by the Honorary Secretary to all the National Delegates. The particulars of the agenda shall be sent to all National Delegates and Society Members at least one month prior to the meeting.

7.5 The General Assembly shall establish broad principles and official actions of the Society. It shall receive reports of the various bodies, approve the accounts and elect four Ordinary Members of the Executive Council. It shall perform any other duties as and when required. Decisions shall be made by a majority vote of those present.

7.6 Members may place an item on the agenda of Meetings of the General Assembly of Delegates by contacting the Honorary Secretary 3 months before the meeting is due to be held.

7.7 At least one quarter of the General Assembly of Delegates Members must be present to constitute a quorum. In the event there is no quorum, those present shall constitute a quorum, but they shall have no power to amend any of the existing Rules/Constitution.

7.8 At other times, an Extraordinary Meeting of General Assembly of Delegates must be called by the President on the request in writing of not less than 50% of the total voting membership, and may be called at any time by order of the Executive Council. The notice in writing shall be given to the Honorary Secretary setting forth the business that is to be transacted. The Extraordinary Meeting of the General Assembly of Delegates shall be convened within 2 months from receiving this request to convene the Extraordinary Meeting of General Assembly of Delegates.
7.9 If the Executive Council does not within two months after the date of receipt of the written request proceed to convene an Extraordinary General Assembly of Delegates Meeting, the members who requested the Extraordinary Meeting shall convene the Extraordinary Meeting of the General Assembly.

7.10 The official language at Meetings and all correspondence of the Society shall be in English.

7.11 Minutes of the General Assembly of Delegates Meetings shall be circulated to all members within two months and shall be adopted within one month of the date of the circular if there are no objections from members. Any amendments to the minutes shall be circulated to all members within one month and considered at the next Meeting of the General Assembly of delegates.

7.12 At other times, on urgent matters, the President may call for a postal ballot of the General Assembly of Delegates Members. The decision will then be made by a majority of ballots received from the General Assembly of Delegates Members. The Secretary will be designated to receive the ballot papers and tabulate the ballots. Members will be given four weeks to register their vote with the Secretary from the date stated on the ballot paper. An interim decision arrived by a majority of votes through postal balloting shall have the same authority as a decision arrived through a majority of votes at an General Assembly of Delegates Meeting. Such decision made shall be circulated to all members of the Society within two months of the decision.

8. MANAGEMENT COUNCIL

8.1 The administration of the Society shall be entrusted to the Executive Council
   a) They shall be elected at the meeting of the General Assembly of Delegates held at each Congress of the Society.
   b) The Executive Council shall meet regularly to carry out the activities of society.
   c) 6 of the 9 elected Executive Council members must be present to constitute a quorum.

8.2 To ensure consistency of the direction of the Society, at each Congress of the Society, the Secretary of the prior two years will be elected to President-Elect, and the President-Elect will take up the office of President.

8.3 Nominations for Secretary and Treasurer shall be made from persons who are current members of the Executive Council.

8.4 The Executive Council shall consist of the following:
   - A President
   - An Immediate Past President
   - A President-elect
   - An Honorary Secretary
   - An Honorary Treasurer
   - Four Ordinary Executive Council Members
   - Up to Four (4) Co-opted Councilors

8.5 The 4 (four) ordinary members of the Executive Council are elected at the General Assembly. Retiring ordinary members are eligible for re-election but will hold office to a maximum of 2 consecutive terms (4 consecutive years), unless they are elected to the Secretary’s or Treasurer’s position. A term refers to 2 years.

8.6 A single country should not have more than one representative on the Executive Council. This does not apply to the co-opted councilors, who are officials appointed by the Executive Council to assist in the running of the AOSR activities/AOSOR and Office.

8.7 All officers shall serve voluntarily. In addition, co-opted councilors do not have voting rights

9. DUTIES OF OFFICE BEARERS, EXECUTIVE COUNCIL

9.1 The President shall chair all General Assembly of Delegates and Executive Council Meetings and represents the Society internationally. He may delegate some of these responsibilities to the President-elect. He should revert to the Executive Council on all decisions on behalf of the Society.

9.2 The President-elect is elected by the Executive Council and endorsed by the General Assembly of Delegates for a single term of two years. The President-elect assumes the duties of the President at the conclusion of the President’s term or in mid-
term if the President is unable to fulfill his responsibilities. He will be responsible for general policies and directions of the Society and oversee the Asian Oceanian Congress of Radiology.

9.3 The Immediate Past-President shall assist in the general administration of the Society

9.4 The Honorary Secretary shall:
   a) keep all records of the Society, except financial, at the place of business
   b) be responsible for the correctness of the records.
   c) take the minutes of all General Assembly of Delegates and Executive Council Meetings.
   d) maintain an up-to-date Register of Members at all times.
   e) supply a copy of the constitution to every new member.
   f) supply a copy of the Register of Delegates to every new Member.
   g) conduct correspondence.
   h) notify applicants of their successful or unsuccessful application for membership of the Society within 30 days of the Meeting of the General Assembly of Delegates.

9.5 The Honorary Treasurer shall:
   a) be responsible for all financial records at the Society’s place of business.
   b) be responsible for all funds.
   c) collect and disburse all monies on behalf of the Society, as directed by the Executive Council.
   d) be responsible for an account of all monetary transactions.
   e) be responsible for their correctness.
   f) not keep more than US$1,000.00 in the form of cash. Money in excess of this will be deposited in a bank to be named by the Executive Council.
   g) Ensure that all withdrawals, and/or transactions are in accordance with the principles set out in Schedule 2, the AOSR Financial and Other Delegation Authority.
   h) make a full financial report and present a budget at the General Assembly Meeting.
   i) be responsible for the preparation of the Audited Statement of Accounts which shall be included in the minutes of the meeting.

9.6 The co-opted councilors shall be:
   j) the Chair of the International Liaison Committee of the Korean Society of Radiology, who will serve as the liaison between the Executive Council and the office of the AOSR;
   k) the Director of the Asian Oceanian School of Radiology (AOSOR), who will serve as the liaison between the AOSOR and the Executive Council of the AOSR, to enable an alignment of the education direction that is consistent with the aspirations of the AOSR.
   l) a further of up to two more coopted councilors from member societies.

9.7 Ordinary Executive Council Members shall assist in the general administration of the Society and perform duties assigned by the Executive Council from time to time.

9.8 The Executive Council shall appoint an Individual Member or a representative from a Society Member to fill any vacancy in the Council that may occur during its term. Any changes in the Executive Council shall be notified to the Yeoksam District Tax Office, Seoul, Korea.

9.9 The Executive Council shall have the power to appoint, remunerate or dismiss any personnel employed by the Society.

9.10 The duty of the Executive Council is to organize and supervise the daily activities of the Society. The Executive Council shall act on behalf of the Society in all matters whereon the Constitution does not explicitly provide otherwise. Any action shall be brought before the next General Assembly of Delegates meeting for ratification. The Executive Council may not act contrary to the expressed wishes of the General Assembly of Delegates without prior reference to it and always remains subordinate to the General Assembly of Delegates.

9.11 The Executive Council shall on any question of major importance decide whether a postal ballot shall be taken to assess the opinion of the general body of members.

9.12 Asian Oceanian School of Radiology (AOSOR): This will be the official education arm of the AOSR. It will focus on the exchange of knowledge in the field of Radiology between member countries and other countries as deemed beneficial.
a) For consistency of AOSOR policies and activities of the AOSR, the Director of the AOSOR shall be appointed from amongst current and past AOSR executive councilors.

b) The Director of the AOSOR shall organize a Panel of Consultants. The consultants should have contributed to the AOSR significantly and should agree to be appointed by the AOSR executive council. The term of the consultant is 3 years and can be repeated consecutively based on the agreement of the AOSR executive council.

c) The AOSR office shall support the functions of the AOSOR. The Director of the AOSR office shall be the Executive Secretary of the AOSOR.

d) The term of the Director is 3 years and can be repeated for up to two consecutive terms based on the agreement of the AOSR executive council.

10. AUDIT AND FINANCIAL YEAR

10.1 The financial year shall be from the 1st January to the 31st December of the same year.

10.2 The AOSR account will be audited by an external independent auditor every financial year.

10.3 The Finance Committee of the AOSR will oversee the process and ensure that appropriate internal and external auditing compliance is met. The Honorary Treasurer will present the audited finance report to the Executive Council annually.

10.4 The account of the AOCR should be subjected to external independent auditing and comply with the rules and regulations of the hosting country.

11. CONTRACTS, CHEQUES, DEPOSITS AND FUNDS

11.1 The Executive Council may authorize any officer or agents of the Society, in addition to the persons so authorized by this Rules/Constitution, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Society, and such authority may be general or confined to specific instances.

11.2 All cheques, other orders of payment of money, notes or other evidence of indebtedness issued in the name of the Society shall be signed by the Director of the AOSR Office in compliance with AOSR Financial and other Delegation Authority as per schedule 2.

11.3 All funds of the Society shall be deposited and credited to the Society in such banks, trust companies, or other depositories as the Honorary Secretary or Honorary Treasurer may select and where the Executive Council may decide.

12. TRUSTEES

12.1 If the Society at any time acquires any immovable property, such property shall be vested in trustees subject to establishing a trust that will comply with the requirements of the relevant jurisdiction.

12.2 The address of such immovable property and the details of the established trust must be notified to the Yeoksam District Tax Office, Seoul, Korea.

13. PROHIBITIONS

13.1 Gambling of any kind, whether for stakes or not, 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.

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

13.3 The Society shall not attempt to restrict or interfere with trade or make directly or indirectly any recommendation to, 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.

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

13.5 The Society shall not hold any lottery, whether confined to its members or not, in the name of the Society or its office bearers, Committee or members unless with the prior approval of the relevant authorities.
14. AMENDMENTS TO CONSTITUTION

14.1 No alteration or addition/deletion to these Rules/Constitution shall be made except with the consent of two-thirds of the voting members present at the General Assembly of Delegates Meeting.

15. INTERPRETATION

15.1 In the event of any question or matter pertaining to day-to-day administration which is not explicitly provided for in these Rules/Constitution, the Executive Council shall have power to use its discretion. The decision of the Executive Council shall be final.

16. DISPUTES

16.1 In the event of any dispute arising amongst members, they shall attempt to resolve the matter at an Extraordinary General Assembly of Delegates Meeting in accordance with this Constitution. Should the members fail to resolve the matter, they may bring the matter to a court of law within the jurisdiction of the Society’s registered office.

17. DISSOLUTION

17.1 The Society shall not be dissolved, except with the consent of not less than 3/5 of the total voting membership of the Society either in person or by proxy, at a General Assembly of Delegates Meeting convened for the purpose.

17.2 In the event of 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 off in such manner as the General Assembly of Delegates Meeting may determine.

17.3 A Certificate of Dissolution shall be given within seven days of the dissolution to the Office of Yeoksam District Tax Office, Seoul, Korea.
SCHEDULE 1
Annual Subscription/Membership Fees
The Membership fees effective 2013 are as follows:

a) Society Membership:
   - Over 1000 members per radiological society: US$2,000
   - 751-1000 members per radiological society: US$1,500
   - 501-750 members per radiological society: US$1,000
   - 301-500 members per radiological society: US$600
   - 201–300 members per radiological society: US$400
   - 101-200 members per radiological society: US$200
   - Less than 100 members per radiological society: US$100

b) Individual Membership: US$25 per individual.

c) Supporting Members shall pay an annual contribution as determined by the Executive Council of the AOSR

SCHEDULE 2

AOSR Financial and Other Delegation Authority

<table>
<thead>
<tr>
<th>Approval Authority</th>
<th>: Executive Council</th>
</tr>
</thead>
<tbody>
<tr>
<td>Approval Date</td>
<td>: 11 April 2014</td>
</tr>
<tr>
<td>Revision Frequency</td>
<td>: Every 2 years at the AOCR</td>
</tr>
<tr>
<td>Last Revision Date</td>
<td>: First Policy</td>
</tr>
</tbody>
</table>

1. PURPOSE:
The purpose of delegating such authority to approve expenditure is to devolve the responsibility for those actions to appropriate operational levels.

   1.1 Expenditure shall be committed or incurred by an authorised officer only within the limits of a delegation granted to the officer according to this Financial Delegations and Authorities Policy approved by the Executive Council.

   1.2 An authorised officer who commits or incurs expenditure shall be responsible for the exercise of due economy.

2. RESPONSIBILITIES:

   2.1 The Executive Council is responsible for approval of this financial delegations and authorities policy.

   2.2 The Finance/Audit Committee is responsible for initiation, assessment and review of financial delegations and authorities and for presenting any requested amendments to the Executive Council for approval.

   2.3 The Honorary Treasurer via the Director of Office is responsible for monitoring and reporting misuse of financial delegations and authorities to the Executive Council.

3. POLICY

   3.1 The delegations of authority to incur expenditure are limited to the approved annual Budget of the Society, except where the Executive Council is satisfied on the basis of the recommendation of the Treasurer that the expenditure is necessary for the operating activities of the Society.

   3.2 A financial limit on a delegation for incurring expenditure relates to the total cost of the transaction every financial year, not to installments. It also applies to the original cost price of an item not the net cost after deductions of any trade-in or the like.

   3.3 The delegated authority includes the authority to vary the cost of an order for goods or services so long as the total cost (including the variation) is within the limits of the delegation. If the sum of the original cost plus the variation exceeds the delegated limit, then a delegate with an appropriate level of authority must approve the transaction.

   3.4 A nomination by the Honorary Treasurer to an officer should not generally be for any amount which is in excess of 20% of the amount that the Honorary Treasurer is authorized to approve as a delegate.
4. INSTRUCTIONS/ PROCEDURES

Membership Subscriptions Contracts, Gifts, Donations and Sponsorship

<table>
<thead>
<tr>
<th>Function/Authority</th>
<th>Delegation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Determining fees for Member Societies subscription</td>
<td>Executive Council</td>
</tr>
<tr>
<td>Determine the President or any other Executive Council member</td>
<td>Executive Council</td>
</tr>
<tr>
<td>participation at conferences and other events administered and organised by other organisations</td>
<td></td>
</tr>
<tr>
<td>Determine fees for goods and services of any kind managed by, or provided by the Society</td>
<td>Office Director and AOSR Honorary Treasurer as set out below in “Delegations of Expense”</td>
</tr>
<tr>
<td>Accept and sign Government funding contracts/agreements</td>
<td>President and one other Executive Council member following approval by Executive Council</td>
</tr>
<tr>
<td>Accept a gift, bequest, sponsorship</td>
<td>Executive Council</td>
</tr>
<tr>
<td>Accept and sign contracts for the provision of services</td>
<td>Office Director, Honorary Treasurer and one other Executive Council member</td>
</tr>
<tr>
<td>Accept industry/commercial grants or research grant</td>
<td>Office Director, Honorary Treasurer and one other Executive Council member</td>
</tr>
</tbody>
</table>

Expenditures and Financial Commitments

<table>
<thead>
<tr>
<th>Function/Authority</th>
<th>Delegation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Approve borrowings and credit facilities</td>
<td>Executive Council</td>
</tr>
<tr>
<td>(a) Open and close a bank account and credit card facility; And (b) Appoint officer(s) to operate a bank account</td>
<td>AOSR Office Director with Approval from Executive Council</td>
</tr>
<tr>
<td>Approve expenditure for any one transaction:</td>
<td>AOSR Secretariat</td>
</tr>
<tr>
<td>Under US$200 per transaction to a total of US$1,000 per financial year</td>
<td>Approval from AOSR Office Director</td>
</tr>
<tr>
<td>US$1,000 per transaction to a total of US$5,000 every financial year</td>
<td>Approval from AOSR Honorary Treasurer</td>
</tr>
<tr>
<td>US$2,000 per transaction to a total of US$10,000 every financial year</td>
<td>Approval from Executive Council</td>
</tr>
<tr>
<td>Over US$10,000 per transaction</td>
<td>Executive Council</td>
</tr>
<tr>
<td>Authorise distribution of grants to individuals and other organisations</td>
<td>Executive Council</td>
</tr>
</tbody>
</table>

Investment /Transactions

<table>
<thead>
<tr>
<th>Function/Authority</th>
<th>Delegation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Approve and sign documents related to investments, including opening/closing investment accounts</td>
<td>Executive Council based on the recommendation of the Office Director and AOSR Honorary Treasurer</td>
</tr>
<tr>
<td>Appoint and/or terminate external consultant contracts for investment advice, administration of the College and related entity investment portfolios</td>
<td>Executive Council based on the recommendation of the Office Director and AOSR Honorary Treasurer</td>
</tr>
</tbody>
</table>

If any matter is not covered in this Policy, endorsement MUST be obtained from the Executive Council prior to entering into any agreement on behalf of the AOSR on matters of expenditure and/or receiving money/grant from any source.