

Asian Society of Oral and Maxillofacial Pathology (ASOMP)

**BYLAWS
OF
ASIAN SOCIETY OF ORAL AND MAXILLOFACIAL PATHOLOGY**

ARTICLE 1

PURPOSES

Purpose

1.01 The Association is organized exclusively for charitable, scientific, literary and educational purposes. The Association is organized specifically to promote the study of oral pathology and medicine; to develop the treatment of oral diseases and disorders; to advance knowledge in the clinical aspects, laboratory diagnosis and research in oral pathology; and to encourage communication among individuals of all Asian nations in pursuance of those objectives.

ARTICLE 2

OFFICES

Principal Office

2.01 The principal office of the Association shall be located in the City of the President of the Association for the duration. The Association may have such other offices, as the Council may determine or as the affairs of the Association may require from time to time.

ARTICLE 3

MEMBERSHIP

Eligibility

3.01 Any individual who is interested in oral pathology and medicine shall be eligible for membership in this Association, provided such person conforms to the recognized standards of professional ethics.

Discontinuance

3.02 Membership may be discontinued for any member by vote of two-thirds of the members of the Council.

Reinstatement

3.03 Upon written request signed by a former member, the Council may, by majority vote of the Council, reinstate such former member to membership on such terms as the Council may deem appropriate.

Transfer of Membership

3.04 Membership in this Association is not transferable nor assignable.

Voting Rights

3.05 Each member in good standing shall be entitled to one vote on each matter submitted to a vote of the members.

ARTICLE 4

MEETINGS OF MEMBERS

Regular Meeting

4.01 A regular meeting of the members shall be held at least once every two years between meetings of International Association of Oral Pathologists.

Special Meeting

4.02 Special meetings of the members may be called by the President, the Council, or not less than one-tenth of the members having voting rights.

Place of Meeting

4.03 The Council may designate any place as the place of meeting for any regular meeting of the members. The person or persons calling any special meeting of the members may designate any place as the place of such special meeting

Notice of Meetings

4.04 Written or printed notice stating the place, day, and hour of any meeting of members shall be published in an appropriate journal, or delivered either personally or by mail, fax or e-mail to each member entitled to vote at such meeting, at a time reasonably calculated to give each such member adequate notice of such meeting, by or at the direction of the President, or the Secretary, or the officers or persons calling the meeting. Adequate notice of a regular biennial meeting shall normally be not less than one year.

Quorum

4.05 The members holding ten percent (10%) of the votes which may be cast at any meeting of members shall constitute a quorum at such meeting. If a quorum is not present (in person or by proxy) at any meeting of members, a majority of the members present may adjourn the meeting from time to time without further notice.

Voting by Mail

4.06 Where Councillors or officers are to be elected by members or any class or classes of members, such election may be conducted by mail, fax or e-mail in such manner as the Council shall determine. Voting papers will normally be distributed to members at least three months before the regular biennial meeting, at the closure of which the elected officers shall take office.

ARTICLE 5

COUNCIL

General Powers

5.01 The affairs of the Association shall be managed by its Council. Councillors must be members of the Association.

Number, Tenure, and Qualifications

5.02 The Council shall consist of such officers who are *ex officio* members of the Council and one Councillor elected from each country and area having members of the Association. The countries and areas from which a councillor is elected are decided by the President, Secretary and the representatives of Associations of Oral Pathology (Oral & Maxillofacial Pathology) in Asian countries. Each Councillor shall hold office for four years, normally covering a period of two regular meetings.

Regular Meetings

5.03 A regular meeting of the Council shall be held without other notice than this bylaw in conjunction with each meeting of members. The Council may provide by resolution the time and place for the holding of additional regular meetings of the Council without other notice than such resolution.

Special Meetings

5.04 Special meetings of the Council may be called by or at the request of the President or any two Councillors. The person or persons authorized to call special meetings of the Council may fix any place as the place for holding any special meetings of the Council called by them.

Notice

5.05 Notice of any special meetings of the Council shall be given not less than sixty (60) nor more than one hundred and eighty (180) days before the date of the special meeting, by written notice delivered personally or sent by mail, fax or e-mail to each Councillor at his or her address as shown by the records of the Association. If mailed, such notice shall be deemed to be delivered when deposited in the mail so addressed with postage thereon prepaid.

Quorum

5.06 A majority of the Council shall constitute a quorum for the transaction of business at any

meeting of the Council; but if less than a majority of the Councillors are present at said meeting, a majority of the Councillors present may adjourn the meeting from time to time without further notice.

Manner of Acting

5.07 The act of a majority of the Councillors present at a meeting at which a quorum is present shall be the act of the Council, unless the act of a greater number is required by law or by these bylaws. In the cases of equal votes, the President shall have the casting vote.

Vacancies

5.08 Any vacancy occurring in the Council, and any vacancy on the Council to be filled by reason of an increase in the number of Councillors, shall be filled by the Council. A Councillor elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office.

ARTICLE 6

OFFICERS

Officers

6.01 The officers of the Association shall be a President, a Secretary, a President-Elect, the Immediate Past President, and such other officers as may be elected in accordance with the provisions of this Article. The Council may elect or appoint such other officers, including one or more Assistant, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the Council. Any two or more offices may be held by the same person, except the offices of President and Secretary. Officers must be members of the Association.

Election and Term of Office

6.02 The President-Elect and Secretary shall be elected by the members at each regular meeting of the members. At the conclusion of that regular meeting there shall be an installation ceremony at which the former President shall become Immediate Past President, the former President-Elect shall become President, and the newly elected officers shall take office. A vacancy in the office of President shall be filled by the President-Elect, who shall then serve for the unexpired term as President. A vacancy in any other office shall be filled for the unexpired term by majority vote of the Council. No person may be re-elected to, nor may hold, the same office for more than two consecutive full or partial terms, except the Secretary.

Removal

6.03 Any officer, whether elected or appointed by the members or by the Council, may be removed by a majority of the Council whenever in its judgment the best interests of the Association would be served thereby.

President

6.04 The President shall be the principal executive officer of the Association and shall in general supervise and control all of the business and affairs of the Association. He or she shall preside at all meetings of the members and of the Council. He or she may sign, with the Secretary or any other proper officer of the Association authorized by the Council, any deeds, mortgages, bonds, contracts, or other instruments which the Council has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Council or by these bylaws or by statute to some other officer or agent of the Association; and in general he or she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Council from time to time. The President shall be ex officio a member of the Council.

President-Elect

6.05 In the absence of the President or in the event of his or her inability or refusal to act, the President-Elect shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President. The President-Elect shall perform such other duties as from time to time may be assigned to him or her by the President or Council. The President-Elect shall be ex officio a member of the Council.

Secretary

6.06 The Secretary helps the President and serves as liaison with Councillors. He or she shall keep

the minutes of the meetings of the members and of the Council. The Secretary will be responsible for the archives of the Association including the list of the members, other papers or documents and photographs which record the activities of the Association. The Secretary shall be ex officio a member of the Council.

Assistant Secretaries

6.07 If required by the Council, any Assistant Secretaries shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the Council shall determine. Any Assistant Secretaries in general shall perform such duties as shall be assigned to them by the Secretary or by the President or the Council.

Immediate Past President

6.08 The Immediate Past President shall be ex officio a member of the Council and of each committee of the Councillors, and shall serve as an advisor to the other officers and Councillors.

ARTICLE 7

DUES

Annual Dues

8.01 An annual membership fee is 5 US dollars. Honorary Life Members and Life Members shall not be required to pay dues.

Payment of Dues

8.02 Dues shall be payable in advance on the first day of each fiscal year. The Council shall determine from time to time the fiscal year of the Association.

ARTICLE 8

JOURNAL

9.01 Scientific publications may be adopted by the Association as an Official publication of the Association. Conditions and terms for such an adoption shall be negotiated by the Executive of the Council and should be approved by a majority of members at any meeting where a quorum is present.

ARTICLE 9

ELECTIONS OF COUNCILLOR

Nominations and Election of Councillors

10.01 Election of Councillor from each country and area is left in the local Associations or Society of Oral Pathology (Oral and Maxillofacial Pathology) in each country and area.

ARTICLE 10

AMENDMENT TO BYLAWS

11.01 These bylaws may be altered, amended, or repealed and new bylaws may be adopted by two-thirds vote of the members voting on such change under the following procedure. Any proposed change to these bylaws must be in writing, formally endorsed by Council, accompanied by a statement of reasons for the proposed change, and submitted to the Secretary. The Secretary shall mail to each member (a) a copy of the proposed change and the statement of reasons therefor, (b) the names of the sponsoring members, (c) a copy of this Paragraph 11.01, and (d) a ballot for voting by mail on this amendment, on or before a specified reasonable date. If a proposed change is so adopted and it contains no provision for its effective date, it shall become effective as of the close of the next regular meeting of the members.

ADOPTED effective as of November 18, 2007.