Meeting of the Executive Council of the Federation of Asian Scientific Academies and Societies

Mongolian Academy of Sciences, Ulan Bator, Mongolia

2-3 July 2011

1. **General**

The purpose of this FASAS Executive Council meeting was primarily to discuss the possible merger of Federation of Asian Scientific Academies and Societies (FASAS) with the Association of Academies of Sciences in Asia (AASA). Those in attendance were:

- Prof Kurt Lambeck, President
- Prof M Shamsher Ali, President Elect
- Prof Mohd Nordin Hasan (for Prof Omar Abdul Rahman, Immediate Past-President)
- Prof Rudee Surarit (for Prof Jisnuson Svasti, Treasurer)
- Prof Bruce McKellar, Director of Projects
- Nancy Pritchard, Secretary General

Following the MOU signed by the Presidents of AASA and FASAS in Ankara in 2008 (Attachment 1), in which both organisations indicated their intention to cooperate more closely and explore the possibility of merging, the merger issue was discussed at the 2010 FASAS Council meeting held in Seoul. At this meeting, Prof Lambeck, President of FASAS, sought and obtained the authority from those present for him to explore the merger issue with Prof Park, President of AASA, subject to a satisfactory membership solution being achieved, and that the promotion of science and science education would be a focus of activity of any new organization.

2. **Reasons identified for a merger of the two bodies included:**

- Increasing the visibility for science and its applications in Asia;
- Increasing the efficiency particularly in relation to resources (human and financial) with reduced overlap of activities and meetings;
- IAP encouragement to do so through their new policy on affiliated networks;
- Providing a better platform for fundraising and interaction with other science organisations.
3. The Executive Council considered the following options:

   a) Maintenance of a status quo

   With increased communication and collaboration between the two bodies to reduce/avoid overlap and as envisaged in the 2008 MOU. This would not resolve the visibility, fundraising and linkages issues and may still result in inefficiencies in terms of time and financial costs.

   b) Merger into AASA

   The Executive Council does not see this as an option because of different membership rules and because of the different histories leading to the creation of the two bodies.

   c) Merger with AASA to form a new body

   This would incorporate the strong points of both that be sufficiently flexible to allow for future evolution of science in Asia. The Executive Council agreed that this was the desired option to develop an active and effective body to address science issues important to the Asian region.

Note: In addition, the Executive Council considered the possible merger with AASA and the SCA, but Council noted that it was premature to consider this option, but provided that option c) above is sufficiently flexible, this possibility could be considered in future discussions on collaboration with SCA.

4. Membership

In general, conditions for membership of the new body will be similar to the conditions for membership of the IAP (independent science academies that elect their members through peer review) but also recognising that in special instances the adhering bodies may be national science associations/societies. Where appropriate, up to 3 members per country may be admitted. No present member of FASAS and AASA will be disenfranchised as a result of the merger.

5. Governance procedures

The President tasked a sub-committee to work on a draft constitution for a new merged body. The sub-committee was made up of Prof Ali, Prof Hassan, Prof McKellar and Prof Surarit.

The draft constitution of the new merged body appears at Attachment 2.
6. Name of the new body

FASAS Executive Council has suggested the name of the new body to be the **Asian Federation of Science Academies and Societies (AFSAS)**.

7. Future planning

The next meeting of AASA is planned to nominally take place in 2-3 November 2011 in Kathmandu, Nepal. It is proposed that FASAS hold its Executive Council and Council meetings on 1 November 2011. FASAS Secretariat will liaise with the Nepal Academy of Science and Technology and AASA in relation to its participation at the AASA symposium. FASAS Secretariat will submit a proposal to the IAP seeking funding to cover the costs of the FASAS meeting in Kathmandu.

FASAS Executive Council met with the President of the Mongolian Academy of Sciences Prof Batbold Enktuvshin, and thanked him for hosting their meeting.
Memorandum of Understanding

between

The Association of Academies of Sciences of Asia (AASA) and
the Federation of Asian Scientific Academies and Societies (FASAS)

1. Backgrounds

The interests of the Association of Academies of Sciences of Asia (AASA) and the
Federation of Asian Scientific Academies and Societies (FASAS) are closely
intertwined. The two organizations have an overlap of membership, and work towards
the mutual goal of highlighting the centrality of science in the region.

It is well understood that AASA and FASAS would be stronger in the area of delivering
scientific advice and consensus to governments and other decision-makers regionally
and globally if they can share an even closer relationship.

Therefore, the AASA and FASAS have jointly decided to increase their collaboration
and coordination as set out here.

2. Actions

For the convenience of their mutual membership, and to improve collaboration and
coordination, AASA and FASAS have decided to hold joint or separate Board Meeting/
Executive meeting together in one venue and consequent timing from 2008 and on
consequence. The timings and venues of these joint meetings can be jointly negotiated
between AASA and FASAS to ensure convenience and minimization of burden on any
one particular member and/or host academy.

3. Joint Activities

In order for both organizations to be more effective with their audiences regionally and
globally, and to be more effective in partnership to promote science as central to
regional and global endeavors, AASA and FASAS have decided to undertake a number
of joint high profile activities and programs. These will be subject to regular review and
agreement by both organizations, but should in the first instance include
• Joint fundraising efforts
• Joint presence at international scientific organizations and community.
• Joint implementation of IAP/IAC programs and suggestion of the reports
• Joint efforts to tackle the most common and challenging S&T issues in Asia by having joint workshops, meetings etc.
• Joint effort to improve the advising capacity of the Academies to Government by producing high qualified statements and reports

4. Future Vision

In order to foster a culture of coordination and cooperation between the two organizations, to prevent overlap and proliferation, and to represent the scientific/academy community to greater effect regionally and globally, AASA and FASAS have indicated a willingness to take bold steps to bring their two organizations closer together, not excluding the possibility of an eventual merger.

5. Review

Although the joint activities and collaborative activities discussed in this MOU will be regularly discussed between the two organizations, AASA and FASAS have decided to review the text and spirit of the overall MOU at least every two years.

Signed on behalf of the AASA and FASAS on the 16 October, 2008 in Ankara, Turkey.

Prof. Jinghai Li
President of AASA

Academician Tan Sn Datuk Dr. Omar
Abdul Rahman FASc
President of FASAS
Article 1. Name and Status

1.1 The Asian Federation of Science Academies and Societies of Sciences (AFSAS) is a non-profit international organization with science and technology interests. It is made up of scientific and technological academies and societies of Asian and Pacific countries.

Article 2. Objectives

2.1 The objective of AFSAS is to achieve a society in Asia and the Pacific in which
1. Science and technology play a major role in the development of the region
2. Science and technology are integrated into national development planning and policy making processes
3. The general public, business, policy and decision makers are more aware of the roles of science and technology in nation building.
4. Science academies and societies play an influential role in national and regional development
5. Education in science and mathematics has a central role in national education systems at all levels
6. Scientific information relevant to the objectives of AFSAS is readily available in a convenient form

Article 3. Activities

3.1 In order to achieve the above objectives, AFSAS will work to
1. Promote best practices in the teaching of science at all levels;
2. Increase awareness of the importance of science and technology in governance, in business and in everyday life;
3. Increase cooperation in science and technology activities in the Asia Pacific Region;
4. Facilitate exchange of scientists and information among Asia Pacific countries in cooperation with international scientific organizations;
5. Produce and disseminate reports and other sources of information on scientific topics relevant for governments, business and the general public;
6. Conduct workshops and other activities to build scientific capacity in the region;
7. Be a vehicle for delivery of international scientific programs in the Asia Pacific region
8. Carry out other functions to achieve the overall objectives

Article 4. Membership

4.1 Members:
The membership of AFSAS shall consist of science and technical academies, societies and organizations of the Asia Pacific region that are national or regional, and are multidisciplinary.

A maximum of three organizations per country may be admitted as members.
The foundation members of AFSAS will be those members of the Federation of Asian Scientific Academies and Societies (FASAS) and the Association of Academies of Science of Asia (AASA) at the time of their dissolution who agree to be members of AFSAS.
4.2 Associate Members, Affiliates and Observers:

Other organizations in the region may be admitted by AFSAS as Associate Members if they wish to move in due course to membership, or as Affiliates if they do not hold that ambition.

Associate members and Affiliates are able to receive all information sent to members, and to attend meetings of the General Assembly.

The foundation associate members and affiliates of AFSAS will be those affiliates of FASAS and associate members of AASA at the time of their dissolution who agree to be associate members and affiliates of AFSAS.

AFSAS may admit as Observers regional scientific and technical organizations who share its objectives and who agree reciprocally to admit AFSAS as an observer.

Observers are able to receive all non-confidential information sent to members, and to attend meetings of the General Assembly.

4.3 New Members, Associate Members, Affiliates and Observers

Membership of AFSAS is open to those national and regional scientific organizations in the Asia Pacific region that share the same objectives with AFSAS.

Applications for Membership must be submitted to the Secretary General of AFSAS and be accompanied by certified photocopies of the constitution and bye-laws and such other additional documents as the Executive Board may require. In applying the applicant shall formally agree, when admitted, abide by this Constitution and subsequent bye-laws and to pay annual membership dues in accordance with the bye-laws.

Applications for Associate Membership and acceptance as an Affiliate must be submitted to the Secretary General of AFSAS and be accompanied by certified photocopies of the constitution and bye-laws and such other additional documents as the Executive Board may require.

Applications for acceptance as an Observer must be submitted to the Secretary General of AFSAS and be accompanied by certified photocopies of the constitution and bye-laws and such other additional documents as the Executive Board may require. The applicant must make a commitment to reciprocally admit AFSAS as an observer.

Presentation of an application for admission shall be made to a General Assembly on the unanimous decision of the Executive Board.

4.4 Honorary Fellowship:

AFSAS may confer Honorary Fellowship on individuals and organizations in recognition of their distinguished contributions towards the science and the objectives of AFSAS.

Article 5. The General Assembly

5.1 AFSAS shall be governed by a General Assembly composed of one delegate from each member-organization.

5.2 The General Assembly shall meet in an ordinary meeting once every three years to, as appropriate,

1. adopt and approve the Minutes of the previous General Assembly Meeting
2. elect a President-Elect, two Vice Presidents, a Secretary General, and a Treasurer as Members of the Executive Board, who shall take office from the beginning of the year following the General Assembly and serve for a period of three years

3. consider applications for Membership on the recommendation of the Executive Board,

4. decide on the withdrawal and termination of membership on the recommendation of the Executive Board;

5. amend or modify the constitution and bye-laws by a two thirds majority of members present,

6. receive and approve budget and programs submitted by the Executive Board;

7. receive and approve reports submitted by the Executive Board

8. appoint two honorary auditors

9. receive and approve the auditors report and financial statements submitted by Treasurer and approved by the Executive Board

10. determine which member shall host the Secretariat

11. determine the annual subscription of members

12. consider any other matters submitted by any member or the Executive Board

Any member academy or society may register up to three observers at the General Assembly Meeting. These observers do not have voting rights.

5.3 The General Assembly is conferred with full powers to govern AFSAS. The General Assembly shall have power, by two thirds majority vote of those present:

1. to hold, control and administer property of whatever nature, necessary or proper for achieving the objectives and tasks of AFSAS,

2. to make contracts for the performance of services and for the disposal of funds or property that are in the possession and under the control of AFSAS and this with power of delegation, and

3. to do any other acts or to use any other factors, not inconsistent with this Constitution, as may be necessary to achieve the objectives and perform the activities of AFSAS.

5.3 The General Assembly may meet in a Special Meeting convened by the Executive Board giving six months notice of the meeting and the business it shall consider.

The Executive Board shall convene a Special Meeting of the General Assembly to consider an item of special business when it is petitioned to do so by two thirds of the members.

At the decision of the Executive Board, a Special Meeting of the General Assembly may be conducted electronically.

5.4 Members of AFSAS unable to be present at a meeting General Assembly may appoint a proxy for the meeting who may vote on their behalf. Members present by proxy are included in the count of the quorum of the meeting.

5.5 The quorum of meetings of the General Assembly shall be one half of the members

Article 6 Executive Board

6.1 The administration of AFSAS shall be effected through the Executive Board that shall meet at least once a year.

The quorum of the Meeting of the Executive Board shall be two thirds of the voting members.
6.2 The Executive Board shall consist of a President, an Immediate Past President, a President Elect, two Vice Presidents, a Secretary General, a Treasurer and a Director of Projects (who does not have voting rights) appointed by the President. The Executive Director is an ex-officio Executive Board member without voting rights.

6.3 The President, or in his/her absence one of the Vice Presidents appointed by the meeting, acts as Chairman of the Board.

6.4 The Executive Board members have the following responsibilities

**The President** shall be responsible for the implementation of the policy of AFSAS and shall chair all meetings of AFSAS.

The President, in consultation with the members of the Executive Board, shall have the following powers:

- To carry out activities consistent with the objectives of AFSAS;
- To carry out the decisions of the Executive Board; and
- To determine the date and venue of the Meeting of the Executive Board

**The President – Elect** shall become the President at beginning of the year after the next Ordinary Meeting of the General Assembly.

**The Secretary-General** shall be responsible for all matters concerning the administration of AFSAS. He/she shall prepare the annual and other reports to be circulated to members and tabled for approval at the meetings of the Executive Board and the General Assembly. He/she shall also prepare the agendas for all meetings of the Federation.

**The Treasurer** shall be responsible for all the finances of the Federation. He/she shall submit the annual audited statements of accounts to the Executive Board for approval.

**The Director of Projects** shall coordinate all project activities supported by the Federation. He/she shall prepare an annual report for approval by the Executive Board.

**The Immediate Past – President** is an ex-officio member of the Executive Board with voting rights.

**The two Vice Presidents** shall deputize for the President on appropriate occasions.

6.5 The President-Elect, President, and Immediate Past-President shall occupy that position for one three-year period. Other members of the Executive Board may occupy their position for a maximum of two three-year terms.

6.6 The Executive Board shall, as and when required,

1. carry out decisions of the General Assembly
2. appoint delegates or representatives of AFSAS
3. conduct activities commissioned by the General Assembly
4. appoint Committees entrusted with specific task within the general framework of the Federation
5. accept and approve audited financial statements
6. accept and approve annual and other reports
7. administer the AFSAS Secretariat
8. administer the assets of AFSAS
9. accept gifts, donations, grants and other contributions on behalf of AFSAS
10. recommend applications for membership to the General Assembly by unanimous decision
11. decide on projects of AFSAS
12. formulate the bye-laws, rules and procedures of AFSAS
13. determine the date and venue of Ordinary and Special Meetings of the General Assembly

6.7 At the decision of the President the Executive Board may meet electronically, or make decisions on individual questions electronically.

Article 7. Secretariat

7.1 A Secretariat, which shall assist the work of the General Assembly and the Executive Board, shall be established at the office of one of the members. The Secretariat shall be led by an Executive Director, who will be appointed by the President of the host member. The Executive Director shall be under the direction of the Secretary General.

7.2 The Secretariat will be established for a period of six years. After the end of its fifth year the Executive Board will review the operations of the Secretariat and will call for applications from members to host the Secretariat for the next six-year period. The Executive Board shall recommend to the General Assembly the host of the Secretariat for the next six year period.

7.3 Initially the host of the Secretariat shall be the Korean Academy of Science and Technology (KAST).

Article 8. Annual Subscription

The annual subscription shall be determined by the General Assembly on the recommendation of the Executive Board.
The payment of annual subscription by Members shall be regulated by the bye-laws.
Under very special circumstances, the General Assembly may waive the annual subscription of a member.
Members who have not paid their annual subscription, and do not have a waiver, may attend meetings of the General Assembly but may not vote, and are not counted in the quorum.
If a member has not paid the annual subscription for 6 years, the Executive Board may recommend to the General Assembly that their membership be terminated.

Article 9. Bye-Laws

Bye-Laws are formulated by the Executive Board to ensure the smooth operation of AFSAS.
The Executive Board shall have the right to make amendments to the bye-laws.

Article 10. Financial Resources

10.1 Financial resources of AFSAS may come from membership fees, public subsidies, contract fees, and donations.
10.2 The General Assembly determines the annual membership fee of the members in accordance with bye-laws.
10.3 Donations and other financial support will be sought from members and other similar bodies, governments, public or private organizations, corporations or funds and private individuals as appropriate.

10.4 The financial year of AFSAS is the calendar year.

**Article 11. Condition of Services**

Members of the General Assembly, the Executive Board and Committees will not be paid for the exercise of their mandate. No part of the income or assets of AFSAS or of the finances or assets administered by AFSAS shall be used for the benefit of any member or any person involved in AFSAS. Payment from AFSAS may cover expenses, contracts, employment of staff and any associated cost approved in principle by the Executive Board.

**Article 12 Review and Amendment of the Constitution**

12.1 The Executive Board may establish a Committee to review the Constitution, and shall establish such a Committee every 10 years.

12.2 Amendments to the Constitution may be made at an Ordinary or Special Meeting of the General Assembly by a two-thirds majority of the members present.

**Article 13 Dissolution or Merger**

The decision to dissolve AFSAS or to merge AFSAS with any other body will be the business of a Special Meeting of the General Assembly called for that purpose. The quorum for this Special Meeting shall be three quarters of the members.

Such a decision may only be made by a three quarter majority of the members present.

**Article 14 Transition Arrangements**

14.1 The founding constitution shall be adopted by the Council of FASAS and the General Assembly of AASA at the meetings at which they agree to dissolve, and to form AFSAS.

14.2 For the first three year period of its existence, FASAS shall have two co-presidents, being the person who would have been President of FASAS and the person who would have been President of AASA at that time. Both co-presidents shall be members of the Executive Board, and shall jointly exercise the powers of the President of FASAS.

14.3 For the first three year period of its existence AFSAS shall have two Immediate Past Presidents — the Immediate Past President of FASAS and the Immediate Past President of ASSA for that period — and both shall be members of the Executive Board.

14.4 For the second three year period of its existence AFSAS shall again have two Immediate Past Presidents, namely the two co-presidents of the first three year period, and both shall be members of the Executive Board.

14.5 The initial assets of AFSAS shall be those assets transferred to it by FASAS and AASA on their dissolution.