

**5<sup>TH</sup> DRAFT dated 2 February 2019**

## **APDWF Bye-Laws on Ordinary Membership**

Prepared by Sub-committee appointed by the APDWF Board of Directors at the APDWF Board of Directors Meeting held on 23 September 2017 at the APDW2017, Hong Kong

Amended at the EOGM on 2 February 2019, Okinawa

### Sub-Committee

Professor K M Fock – Chairman

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### A Introduction

The APDWF M & AA spells out two types of Members:

1. Founder Members
2. Ordinary Members

The current members are Founder Members, namely APAGE, APASL, A-PSDE and ISDS-AP.

Other Members admitted shall be Ordinary Members.

Founder Members are admitted for life.

The criteria and mechanism for admission of associations and societies as Ordinary Members shall be at the absolute discretion of the Board of Directors.

### B Objective

This document is

- (i) to develop bye-laws on criteria & mechanism for admission of associations & societies as APDWF Ordinary Members; and
- (ii) to determine the rights & duties as APDWF Ordinary Members.

### C Criteria for admission as APDWF Ordinary Member

- 1 Associations and societies of related specialties from the Asia Pacific region registered under company law by virtue of their scientific distinction, their size, their statues and their Asia Pacific dimension
- 2 Share the same vision and mission as APDWF of advancing science and education in gastroenterology, hepatology, endoscopy and digestive surgery for the benefits of public health
- 3 Legally constituted as an association or company with a structured stable organisation
- 4 Have at least 10 associations and societies of related specialties within the Asia Pacific region as members share the same vision as APDWF
- 5 For associations and societies with individual membership- Have members of related specialties from at least 10 Asia Pacific countries who share the same vision as APDWF
- 6 Financially solvent for the last 3 consecutive years
- 7 Legally registered for at least 3 years and organise at least 1 scientific activity per year in preceding 3 years that contributes towards achieving its vision and mission

#### D Rights and Duties as APDWF Ordinary Member

- 1 The rights, duties and privileges of the four Founder Members remain unchanged regardless of the number of Ordinary Members.
- 2 Ordinary Member may be invited to attend the APDWF AGM/Business Meeting as non-voting member.
- 3 Ordinary Member is deemed to be represented through the affiliated Founder Member, shall be bound to observe and comply with the Articles and the resolution of the Board of Directors to protect the reputation of the Federation.
- 4 Ordinary Member shall inform the Federation of any changes in their statutes.
- 5 Ordinary Member shall cease as Member in the following events:
  - a. Any Member who has tendered resignation by notice in writing to the Federation; and
  - b. Any Member which is being wound up or which compounds with its creditors under the provisions of any Act or Ordinance relating to liquidation.
- 6 Ordinary Members will have the privilege to participate through a joint session with the affiliated Founder Members at APDW Congresses.
  - a. One track comprising maximum nine symposium sessions over three days will be set aside at future APDW congresses for joint sessions between Founder Members and Ordinary Members or any reputable international or regional societies which share the same vision as APDWF of advancing science and education in gastroenterology, hepatology, endoscopy and digestive surgery.
  - b. Ordinary Members or any other international/regional societies may apply for joint sessions by submitting the proposed program to the APDWF Secretariat no later than 18 months before the targeted congress.
  - c. Proposed program of qualified applicants shall be deliberated at the APDWF Board of Directors Meeting before putting the proposal to a vote.
  - d. Quorum to accept the proposed joint session - Unanimous acceptance by the APDWF Board of Directors is required.
  - e. Ordinary Member or any other qualified applicants shall be informed of the decision within 2 months after the APDWF Board of Directors Meeting.
  - f. Ordinary Member or any qualified applicants will be required to bear all associated speaker costs for the joint session.
- 7 New Ordinary Members will be evaluated after 3 years period based on the following
  - a. Contribute to the Scientific Program – hold conjoint session at the congress annually
  - b. Activate marketing efforts to the increase in the number of registrants and papers submitted in comparison to the preceding 3 years.

#### E Procedure for admission of association and society as APDWF Ordinary Member

- 1 Applicant shall submit the Application Form supported by one Founder Member association/society that is most affiliated to the applicant in terms of specialty to the APDWF Secretariat.
- 2 The completed and endorsed Application Form shall reach the APDWF Secretariat at least 9 months before the next APDWF Board of Directors Meeting which is annually held during the APDW congress.
- 3 Together with the Application Form, applicant shall submit a "Certified True Copy" of its business registration certificate, its M & AA, its membership list, its audited financial report for the last 3 years, the list of regular activities for the last 3 years and other proofs that confirm the criteria mentioned above.
- 4 Application shall be deliberated at the APDWF Board of Directors Meeting before putting the application to the vote.

- 5 Quorum to accept the application as Ordinary Member - Unanimous acceptance by the APDWF Board of Directors is required.
- 6 The APDWF Board of Directors shall have the absolute discretion to accept or reject any application without tendering any reason.
- 7 Applicant shall be informed the decision after the APDWF Board of Directors Meeting.

**F Distribution of Funds**

1. The Ordinary Members will be offered a share of the funds raised from the congress after 3 years as APDWF Ordinary Members if the APDW congress participants and abstract submissions of the specialty of the Founder Member exceed the preceding 3-years' average by 10%.
2. In the event both criteria are achieved, the funds will be distributed via the following mechanism
  - a. 50% of total funds raised shall be distributed to the LOC.
  - b. 25% of total funds raised shall be distributed to APDWF.
  - c. 25% shall be distributed to the members in the following ratio :
    - Founder Member : 4 share each
    - Ordinary Member : 1 share each
3. The formula for the distribution of funds shall be reviewed periodically by the APDWF Board of Directors as it deems appropriate.