

Asian Fisheries Society

Constitution

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**Constitution and Articles
of the
Asian Fisheries Society**

Constitution

ARTICLE I - NAME

The name of the Society is the ASIAN FISHERIES SOCIETY, hereinafter called "the Society".

ARTICLE II - INTERPRETATION

1. In these rules, unless the contrary intention appears

"General Assembly" means a general meeting of members convened in Accordance with Articles XI-XII.

"Council" means the Council of the Asian Fisheries Society constituted under Article XX.

"Councilor" means a member of the Council to whom Article XXII relates.

"Asian" means those countries or territories within the Asia-Pacific region from Iran in the west to Japan in the east, from Russian Federation in the north to New Zealand in the south.

The Society is non-political and its acceptance of members from any country should not be interpreted as supporting any particular position on national sovereignty.

2. In these rules, expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography and other means of representing or reproducing words in a visible form.

ARTICLE III - OBJECTIVES

The primary objectives of the Society are:

1. To promote effective interaction and cooperation among the scientists, managers, educators, policy makers and producers involved in fisheries and research and development in the Asia-Pacific region with a view to encouraging and facilitating research activity complementation, sharing of information, and publication of research results.
2. To create and propagate an awareness of the importance and the ways of sound utilization, cultivation, conservation and development of aquatic resources in the region.
3. To promote the establishment of sections and local branches of the Society and national fisheries societies, and to seek affiliation and cooperation with societies, organizations and institutions having similar objectives.
4. The furtherance of the above objectives by:

- a) providing an effective mechanism, in the form of an Asian fisheries journal for the dissemination of research and other relevant information;
 - b) holding, on a regular-rotational basis, an Asian Fisheries Forum as a gathering of scientists and producers who, in their professional capacities, can freely discuss broad issues and specific topics related to fisheries, and publishing the proceedings if deemed necessary;
 - c) providing further opportunities as appropriate for fisheries scientists and producers to foregather by the holding of meetings, symposia, workshops, conferences or other gatherings;
 - d) addressing important issues related to fisheries and aquaculture research and development interests in the region.
5. Additional objectives:
- a) In addition to the primary objectives of the Society, the objectives and purposes of the Society shall be deemed to include:
 - i) the accepting of any gift, whether subject to a special trust or not, for any one or more of the objectives or purposes of the Society;
 - ii) the taking of such steps from time to time as the Council or the members in general meeting may deem expedient for the purpose of procuring contributions to the funds of the Society, whether by way of donations, subscriptions, or otherwise;
 - iii) the printing and publishing, including in electronic form, of such materials as the Council or the members in general meeting may think desirable for the promotion of the objectives and purposes of the Society;
 - iv) the borrowing and raising of money in such manner and on such terms as the Council may think fit or as may be approved or directed by resolution passed at a general meeting; and securing the repayment of money so raised or borrowed or the payment of a debt or liability of the Society;
 - v) the investment of any moneys of the Society not immediately required for any of its objectives or purposes in such manner as the Council may from time to time determine;
 - vi) the making of gifts, subscriptions, or donations to any funds, authorities, or institutions in such a manner as the Council may from time to time determine;
 - vii) the establishment and support, or aiding in the establishment and support, of any other association formed for any of the basic objectives of the Society;
 - viii) the doing of all such other lawful things as are incidental or conducive to the attainment of the objective of the society or of any of the objectives and purposes specified in the foregoing provisions.

ARTICLE IV - MEMBERSHIP

1. Membership of the Society is on the basis of a formal written submission, through the Executive Officer of the Society, using the appropriate Asian Fisheries Society Membership Form.
2. Categories of membership.
 - a) *Full members* shall be individuals who are or have been engaged in fisheries and aquaculture research and development and are interested in furthering the objectives of the Society who either possess appropriate academic qualifications or because of knowledge and experience occupy positions that ordinarily would, in the opinion of Council, require academic qualifications;
 - b) *Student members* shall be individuals who are studying relevant subjects at the post-secondary level and have not yet completed their award requirements;
 - c) *Honorary Membership* may be conferred upon an individual by virtue of distinguished professional achievements in a field of fisheries science or meritorious service to the Society. Such membership may be recommended by Council and conferred by approval of a majority two-thirds of the full members present at a General Assembly;

- d) *Sustaining members* shall be those companies or organizations which support the objectives of the Society;
 - e) *Institutional members* shall be those institutions which support the objectives of the Society;
 - f) *Patrons* shall be those persons who support the objectives of the Society.
3. Approval of New Members
- a) A person who applies for and is approved for membership as provided in these Articles is eligible to be a member of the Society on payment of the entrance fee and annual membership fee prescribed in, or fixed under, Article XXX.
 - b) The Executive Officer shall, with as little delay as possible, notify the applicant, in writing, that he/she has been approved for membership of the Society and shall enter the applicant's name in a register of members to be kept by the Executive Officer. At each meeting of the Council, the Executive Officer shall notify the Council of the names of the new members who have joined.
 - c) A member of the Society may, at any time, resign from the Society by delivering or sending by post to the Executive Officer a written notice of resignation. At each meeting of the Council, the Executive Officer shall notify the Council of the names of those members who have resigned.
 - d) Upon receipt of a notice under provision 3(c) of this Article, the Executive Officer shall remove the name of the member by whom the notice was given from the register of members, whereupon that member ceases to be member of the Society.
 - e) The Council, at its discretion and upon such terms as it thinks fit, may waive the entrance fee of a member or re-enroll any person who has ceased to be member.
 - f) A right, privilege, or obligation of a person by virtue of his/her membership of the Society;
 - i) is not capable of being transferred or transmitted to another person; and
 - ii) terminates upon the cessation of his/her membership, whether by death, resignation, or otherwise.
 - g) Members of the Society shall not be liable to contribute towards the debts and liabilities of the Society, or to the costs, charges and expenses of dissolving the Society.

ARTICLE V - NATIONAL BRANCHES AND SECTIONS

A. NATIONAL BRANCHES

Twenty-four full members residing in a country or territory in Asia as defined in Article II may organize themselves, petition for, and be recognized by the Council as the national branch of the Society. It shall ordinarily be administered by an Executive Committee, composed of a Chairman, one or two Vice-Chairmen, a Secretary and a Treasurer and up to eight ordinary members to be elected by the branch members. However, subject to the approval of Council, a branch may promulgate its own Constitution, By-Laws, or rules and regulations, within the bounds of the Society's Constitution, and undertake its own projects and activities. The parent Society shall not, however, bear responsibility for the financial affairs of the national branch. Council reserves the right to withdraw recognition of the national branch.

B. SECTIONS

Full members of the Society, working in specialized fields may organize themselves into sections of the society for the furtherance of the objectives of the Society. Subject to the approval of Council, a section may promulgate its own Constitution, By-Laws, or rules and regulations, within the bounds of the Society's Constitution, and undertake its own projects and activities not inconsistent or incompatible with those of the Society. The parent Society shall not, however, bear responsibility for

the financial affairs of the section. Council reserves the right to withdraw recognition of the national section.

ARTICLE VI - AFFAIRS OF SOCIETY TO BE MANAGED BY A COUNCIL

1. The affairs of the Society shall be managed by a committee of management constituted as provided in Article VIII and to be known as the Council of the Asian Fisheries Society.
2. The Council:
 - a) shall control and manage the business and affairs of the Society;
 - b) may, subject to these Articles, exercise all such powers and functions as may be exercised by the Society, other than those powers and functions that are required by these rules to be exercised by a General Assembly or a special general meeting of members of the Society;
 - c) subject to these Articles, has power to perform all such acts and things as appear to the Council to be essential for the proper management of the business and affairs of the Society.

ARTICLE VII – EXECUTIVE COMMITTEE AND RESPONSIBILITIES

1. The following elected Councilors of the Society shall form the Executive Committee:
 - a) The President
 - b) The Vice-President
 - c) Secretary
 - d) Treasurer and
 - e) Incoming President
2. Provisions (2), (3) and (4) of Article XI, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in provisions (1) of this Article.
3. Each officer of the Society shall hold office until the conclusion of the General Assembly succeeding the date of his election but is eligible for re-election.
4. In the event of a vacancy in any office mentioned in provision 1 of this Article, the Council may appoint one of its members to the vacant office, and the member so appointed may continue in office up to and including the conclusion of the General Assembly next following the date of his appointment.
5. Executive Committee may issue instructions to the public officers and the employees of the Society in matters of urgency connected with the management of the affairs of the Society during the intervals between meetings of the Council, and where any such instructions are issued shall report thereon within thirty days to the Council.
6. The Executive Committee shall exercise such other powers as any, from time to time, be delegated to it by the Council.

ARTICLE VIII - THE COUNCIL

1. The Council shall consist of fifteen full members of the Society.
 - a) Councilors must be in good financial standing;
 - b) Councilors shall be elected at the General Assembly of the Society as defined in Article X;
 - c) The officers of the Council, who will constitute the Executive Committee of the Council, will be: The President, the Vice-President, the Secretary, the Treasurer and the Incoming President;
 - d) Not more than two persons of the same nationality or from one country or territory in Asia-Pacific (as defined in Article II) may be elected to the Council at any one time;
 - e) The Council shall elect 14 Council Members during the General Assembly. President elect during the previous Council and immediate past President shall also be members of the

Council. The Council, at its discretion, can co-opt one more full member of the Society to its body.

2. Each Councilor shall, subject to these Articles, hold office until the conclusion of the General Assembly following the date of his/her election, but is eligible for re-election for a second and third consecutive term of office, provided that at least seven new members are elected to the council at such an election. A former councilor, having served a maximum of three terms becomes eligible for re-election if he so wishes, after a lapse of a further term.
3. In the event of a vacancy of Councilor, the Council may appoint a full member of the Society to fill the vacancy, and the full member so appointed shall hold office subject to these Articles until the conclusion of the General Assembly next following the date of his/her appointment.

ARTICLE IX - RETURNING OFFICER

When these Articles require an election to fill any vacancy on the Council, the Executive Committee may appoint a Returning Officer with such duties as may be deemed expedient.

ARTICLE X – NOMINATION AND ELECTION OF COUNCILORS

1. Call for nominations of candidates:
 - a) call for nominations shall be announced via the Society website six months before the General Assembly
 - b) nominations shall be closed three months after the initial call for nomination
 - c) the list of all nominated candidates shall be posted on the Society website as soon as possible but at least one month before the General Assembly
2. Nominations of candidates for election as Councilors:
 - a) shall be made in writing signed by two full members of the Society and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination);
 - b) shall be accompanied by a brief biography of the candidate;
 - c) shall be delivered to the Executive Officer of the Society at least three months before the date fixed for the holding of the General Assembly.
3. If insufficient nominations are received to fill all vacancies on the Council, the candidates nominated shall be deemed to be elected and further nominations for the vacant Council positions shall be received at the General Assembly.
4. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
5. If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
6. The ballot for the election of Councilors shall be conducted by using available secured mechanisms as decided by the Executive Committee and at the General Assembly in such usual and proper manner as the Council may direct.

ARTICLE XI - ELECTION OF OFFICERS

1. Officers are elected by the Council from amongst its body.
2. The Vice-President, Secretary, Treasurer and the Incoming President shall be elected by the Council at the first Council meeting.
3. If insufficient nominations are received to fill all vacancies of the officers, the candidates nominated shall be deemed to be elected and further nominations shall be received at the next meeting of Council.
4. The Incoming President shall be elected by the Council within twelve months after the General Assembly.

5. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
6. If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
7. The ballot for the election of President, Vice-President, Secretary, Treasurer and Incoming President shall be conducted at the Council meeting in such usual and proper manner as the Council may direct.
8. In the event of an equality of voting on a question the acting Chairperson of the meeting, elected from the membership of the Council under provision 6 of Article XXVII, is entitled to exercise a second or casting vote.

ARTICLE XII - VACATION OF OFFICE

For the purpose of these Articles, the office of an officer of the Society or of a Councilor becomes vacant if the officer or Councilor:

1. dies;
2. becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his/her creditors;
3. becomes of unsound mind or is so physically incapacitated as to be unable to perform his/her duties;
4. resigns his/her office by writing under his/her hand addressed to the Council;
5. fails, without leave granted by the Council, to attend two consecutive meetings of the Council;

ARTICLE XIII - MEETINGS OF THE COUNCIL AND OF ITS COMMITTEES

1. The Council shall meet at least once between General Assemblies at such a place and at such times as the Council may determine.
2. Meetings of the Council shall be convened by the President of the Society, or at the request of any three Council members.
3. Notice shall be given to members of the Council at least two months in advance of the meeting.
4. Any eight members of the Council constitute a quorum for the transaction of the business of a meeting of the Council.
5. No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the same place at the same hour of the next day unless the meeting was a special meeting, in which case it lapses. The meetings may be conducted face to face or through agreed real-time electronic means such as teleconference, videoconference or other direct on-line arrangement.
6. At meetings of the Council:
 - a) the President, or in his/her absence the Vice-President; or
 - b) if the President and the Vice-President are absent, such one of the remaining Executive Committee members of the Council as may be elected by the members present, shall preside.
7. Questions arising at meetings of the Council or of any committee appointed by the Council shall be determined on a show of hands or, if demanded by a Councilor, by a poll taken in such manner as the person presiding at the meeting may determine.
8. Each Councilor present at a meeting of the Council or of any committee appointed by the Council (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

ARTICLE XIV - OTHER COMMITTEES

1. The Council may at any time appoint a Committee from the Council as it may think fit and shall prescribe the powers and functions thereof.

ARTICLE XV - DISCLOSURE OF INTEREST IN CONTRACTS OR ARRANGEMENTS

1. A member of the Council who is interested in any contract or arrangement made or proposed to be made with the Society shall disclose his/her interest at the first meeting of the Council at which the contract or arrangement is first taken into consideration, if his/her interest then exists, or, in any other case, at the first meeting of the Council after the acquisition of his/her interest.
2. If a member of the Council becomes interested in a contract or arrangement after it is made or entered into he/she shall disclose his/her interest at the first meeting of the Council after he/she becomes so interested.
3. No member of the Council shall vote as a member of the Council in respect of any contract or arrangement in which he/she is interested and if he/she does so vote his/her vote shall not be counted.

ARTICLE XVI - PUBLIC STATEMENTS

The President, or any full member of the Society authorized by the President, may make public statements on Society policy on behalf of the Society.

ARTICLE XVII - INCOME OF THE SOCIETY

1. The income of the Society, however derived, shall be applied solely towards the promotion of the objectives and purposes of the Society and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise, to any member of the Society or any other person or organization.
2. In the event that the Society pays any funds directly or indirectly to any member of the Society for services rendered, then these funds must be fully accounted for as follows:
 - a) The annual financial statements of the Society will itemize, by person's name, all payments to Society members, including Council members and staff of the secretariat, including the Executive Officer.
 - b) The purpose of the payments will also be included in the financial statements, including costs for attending to Society business such as meetings.

ARTICLE XVIII – ACCOUNTS

1. True and up to date accounts shall be kept by the Executive Officer of the Society:
 - a) of all sums of money received and expended by the Society and the manner in respect of which the receipt or expenditure takes place; and
 - b) of the credits, and liabilities of the Society, and subject to any reasonable restrictions as to time and manner of inspecting them that may be imposed by the Society for the time being, those accounts shall be opened to the inspection of the members of the Society.
2. The Executive Officer of the Society shall faithfully keep all general records, accounting books, and records of receipts and expenditures connected with the operations and business of the Society in such form and manner as the Council may direct.
3. On financial matters, the Executive Officer shall be directly supervised by the Treasurer of the Society who shall report to the Council on finances.
4. The accounts, books, and records referred to in provisions (1) and (2) of this Article shall be kept by the Executive Officer at a place decided by Council.

ARTICLE XIX - BANKING

1. The Executive Officer of the Society shall, on behalf of the Society, receive all moneys paid to the Society and forthwith after the receipt thereof record such receipts in the books of account.
2. The Council shall cause to be opened with such bank or banks as the Council selects a banking account(s) in the name of the Society in which all moneys received shall be paid by the Executive Officer as soon as possible after receipt thereof.
3. The Executive Officer shall act only on the instructions of Council through the Treasurer in opening and managing any and all bank accounts.
- 4) The Council shall determine and annually update a table of financial and other delegations and reporting provisions to the Executive Officer and secretariat.

ARTICLE XX - AUDITOR

1. Every 3 years, the Council shall appoint a qualified external auditor. The auditor can be reappointed for one additional 3 year term but no auditor can serve the Society for more than 6 continuous years.
- 2) The Council will inform the Society, through the General Assembly, of the auditor's appointment.
- 3) The Council will be responsible for monitoring the performance of the auditor.
4. If a vacancy occurs in the office of the auditor during the course of a financial year of the Society, the Council may appoint a replacement auditor and the auditor so appointed shall hold office until the term of the previous auditor is completed.

ARTICLE XXI - AUDIT

1. Once at least in each financial year of the Society the accounts of the Society shall be examined by the auditor.
2. The auditor shall certify as to the correctness of the accounts of the Society and through the Treasurer will report to the Council..
3. In his/her report, and in certifying to the accounts, the auditor shall state:
 - a) whether he/she has obtained the information required;
 - b) whether, in his/her opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Society according to the information at his/her disposal and the explanations given to him/her and as shown by the books of the Society; and
 - c) whether the rules relating to the administration of the funds of the Society have been observed.
4. The Executive Officer of the Society shall deliver to the auditor a list of all the accounts, books and records of the Society.
5. The auditor;
 - a) has a right of access to the accounts, books, records, vouchers and documents of the Society;
 - b) may require from the employees and officers of the Society such information and explanations as may be necessary for the performance of his/her duties as auditor;
 - c) may employ persons to assist in investigating the accounts of the Society; and
 - d) may, in relation to the accounts of the Society, examine any member of the Council or any employee of the Society.

ARTICLE XXII - GENERAL ASSEMBLY

1. The Society shall hold a General Assembly at its triennial forum..
2. The General Assembly shall be held on such day as the Council may determine.

3. The General Assembly shall be in addition to any other general meetings that may be held in the same year.
4. The General Assembly shall be specified as such in the notice convening it, and such notice shall be placed at the Society website sixty days before the date set down for the General Assembly.
5. The ordinary business of the General Assembly shall be:
 - a) to confirm the minutes of the last preceding General Assembly and of any general meetings held since that meeting;
 - b) to receive from the Council, auditor, and employees of the Society reports upon the transactions of the Society since the last General Assembly;
 - c) to receive from the Council a report containing a survey of the activities of the Society during the period since the last General Assembly;
 - d) to elect the Councilors of the Society;
 - e) to appoint the auditor;
6. The General Assembly may transact special business of which notice is given in accordance with these provisions.
7. All general meetings other than the General Assembly shall be called Special General Meetings.

ARTICLE XXIII - SPECIAL GENERAL MEETING

1. The Council may, whenever it thinks fit, convene a Special General Meeting of the Society, by announcing on the Society's website not less than sixty days before the date set down for such a meeting a notice specifying the business to be transacted at the meeting.
2. The Council shall, on the requisition in writing of not less than 50% of the full members, convene a Special General Meeting of the Society.
3. A requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the requisitionists and deposited at the office of the Society and may consist of several documents in the like form, each signed by one or more of the requisitionists.
4. If the Council does not cause a Special General Meeting to be held within seventy-two days from the date on which a requisition therefore is deposited at the office of the Society, the requisitionists, or any of them, may convene the meeting, but any meeting so convened shall not be held after ninety days from the date of the deposit of the requisition.
5. A Special General Meeting convened by requisitionists in pursuance of these provisions shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Council.

ARTICLE XXIV - BUSINESS AND QUORUM AT SPECIAL GENERAL MEETINGS

1. All business that is transacted at Special General Meetings shall be deemed to be special business.
2. No item of business shall be transacted at a Special General Meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.
3. Forty full members personally present (being members entitled under provision (1) of Article IX 2(a) to vote thereat) constitute a quorum for the transaction of the business of a Special General Meeting.
4. If within two hours after the appointed time for the commencement of a Special General Meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved, and in any other case it shall stand adjourned.

ARTICLE XXV - PRESIDENT TO CHAIR AT GENERAL ASSEMBLIES AND SPECIAL GENERAL MEETINGS

1. The President, or in his/her absence, the Vice-President, shall chair at every General Assembly and Special General Meeting of the Society.
2. In the absence of the President and the Vice-President, the President shall appoint one of the councilors to preside as Chairperson thereat.

ARTICLE XXVI - DETERMINATION OF QUESTIONS ARISING AT SPECIAL GENERAL MEETINGS

A question arising at a Special General Meeting of the Society shall be determined on a show of hands of full members only and unless before or on the declaration of the result of the show of hands a written poll is demanded, a declaration by the Chairperson that a resolution has, on a show of hands, been carried, or carried unanimously, or carried by a three-quarters majority or lost, and an entry to that effect in the records of the Society is evidence of the fact.

ARTICLE XXVII - VOTES

1. Upon any question arising at a General Assembly or a Special General Meeting of the Society, only a full member may vote and has one vote.
2. All votes shall normally be given personally.
3. The Council may, at its discretion and notwithstanding Provision 2 of this Article, permit a written vote (in absentia) of all full members upon matters which it deems important to the Society.
4. In the case of a General Assembly, a simple majority is considered a winning vote.
5. In the case of a Special General Meeting, a three-quarters majority is considered a winning vote.
6. In the case of an undecided vote on a question the Chairperson of the meeting is entitled to exercise a second or casting vote.

ARTICLE XXVIII - TAKING OF POLL

If at a meeting a poll on any question is demanded, it shall be taken at that meeting in such manner as the Chairperson may direct, and the result of the poll shall be deemed to be the resolution of the meeting on that question.

ARTICLE XXIX – JOURNAL AND PUBLIC INFORMATION

1. Council shall cause to be published a journal of the Society and at its discretion may cause to be published special publications of the Society. All publications of the Society shall be offered for sale to members at a reduced price or shall at the discretion of the Council be issued free of charge.
2. The Society shall endeavour to make all its publications readily available by electronic means.
3. Society shall make its information available through electronic media, with special emphasis on maintaining an Internet website.

ARTICLE XXX - ENTRY FEES

There shall be an entry fee payable by each Full, Student, and Institutional members the amount of which shall be fixed by the Council, and may be so fixed at a differential rate, according to class of membership.

ARTICLE XXXI – FINANCIAL YEAR

The financial year of the Society is the period beginning on the first day of January in each year and ending on the thirty-first day of December of the same year.

ARTICLE XXXII - SERVICE OF NOTICES

A notice may be served by or on behalf of the Society upon any member either personally or by sending it through the post in a letter addressed to the member at his/her usual or last-known place of abode.

ARTICLE XXXIII - EXPULSION OF MEMBERS

A two-thirds majority of Council may, after a fair and just investigation, expel a member from the Society if, in the opinion of the Council, the member has been guilty of conduct detrimental to the interests of the Society. The member has the right to be present and heard at such a meeting. The decision of the Council is final and unappealable.

ARTICLE XXXIV - AMENDMENTS TO THE CONSTITUTION

1. The Articles of the Constitution may be amended by resolution passed by a two-thirds majority of the entire body of full members voting at a General Assembly or a Special General Meeting.
2. Notice of the proposed amendment shall be included in the notice calling the General Assembly or the Special General Meeting.
3. An amendment to the Articles of the Constitution of the Society shall not be effective until recorded in the minutes of the meeting.

ARTICLE XXXV - DISSOLUTION OF THE SOCIETY

1. The Society may be dissolved by resolution of a General Assembly or a Special General Meeting called for that purpose, at which meeting two-thirds of the full members shall vote in favour of the dissolution.
2. Upon such a dissolution, any assets remaining after satisfaction of debts and liabilities of the Society, shall be transferred to such institutions or societies having objectives similar to the objectives of the Society, or best able to carry out the objectives of the Society, to be determined by the full members of the Society, at the dissolution.
3. Upon such a dissolution paragraph (g) of provision (3) of Article IV shall be deemed to apply.

ARTICLE XXXVI - SEAL OF THE SOCIETY

1. The seal of the Society shall be in the form of a stamp, inscribed with the name of the Society.
2. The seal of the Society shall not be affixed to any instrument except by the authority of the Council and the affixing thereof shall be attested by the signatures of two members of the Council of the Society or such other person as the Council may appoint for that purpose, and that attestation is sufficient for all purposes that the seal was affixed by authority of the Council.
3. The seal shall remain in the custody of the Secretary.

The original Constitution of the Asian Fisheries Society was:

ADOPTED in the Municipality of Los Baños, Province of Laguna, Republic of the Philippines, this second day of the month of May, in the year nineteen hundred and eighty four by the undersigned

members: Dr. Chua-Thia-Eng, Prof. T.J. Lam, Dr. Reijiro Hirano, Prof. Liao I-Chiu, Dr. Richard A Neal, Dr. Brian S. Morton, Dr. Dionisia A. Rola, Prof. Sena de Silva, Dr. William Dall, Dr. Twesukdpiyakarnchana, Dr. Edgardo D Gomez, Mr. Jay Maclean, Dr. Rogelio O. Juliano and Dr. Brian Davy.

CHANGES adopted and approved by the:

- 8th General Assembly, the 7th Asian Fisheries Forum, held in Penang, Malaysia on Wednesday 1st December 2004
- 9th General Assembly, the 8th Asian Fisheries Forum, held in Kochi, India, on Thursday 22nd November 2007.