

BYLAWS
OF THE
AUTISM SOCIETY PHILIPPINES

ARTICLE I

Meetings

Section 1. Annual Meetings - The annual meetings of the members shall be held every [last quarter of the year in Metro Manila](#). During such meeting, the President shall render his monthly report to the members regarding the activities of the Society.

Section 2. Special Meetings - Special meetings may be called as the need arises by the Board of Trustees or the President or upon petition of the $\frac{1}{3}$ of the general membership.

Section 3. Notices - Notices of the date, time and place of the annual and special meetings of the members shall be given either personally or by special delivery mail, [email or through other forms of electronic media](#) at least one week before the date set for such meeting. In urgent cases, the notice may be communicated at least two days before the meeting personally or by telephone, if contact is not possible. The notice of every special meeting shall state briefly the purpose or purposes of the meeting. No other business shall be considered at such meeting, except with the consent of all members present thereat.

Section 4. Waiver of Notice - Notice of meeting may be waived verbally [or electronically](#) by any member attending it.

Section 5. Quorum - [After the secretariat has completed all standard meeting notices, actual attendees shall already be considered as quorum, and a majority of such quorum](#) may decide any question at the meeting, except those matters where the Corporation Code requires the affirmative votes of a greater proportion.

Section 6. Order of Business - The order of business at the annual meeting of the members shall be as follows:

- a. Proof of service of the required notice of the meeting, except when such notice is waived by the members constituting a quorum.
- b. Proof of the presence of a quorum.
- c. Reading and approval of the minutes of the previous annual meeting, except when such reading is dispensed with by a majority vote of those present.
- d. Business arising out of the minutes of previous meeting.
- e. Report of the President
- f. Election of the Trustees for the ensuing year.

- g. Other matters

The order of business at any meeting may be changed by a vote of a majority of the members present.

Section 7. Voting Proxy - Members shall be entitled to one vote, and they may vote either in person, or [through verifiable electronic media](#), or by proxy, which shall be in writing and filed with the Secretary of the Society before the scheduled meeting.

ARTICLE II

Trustees

Section 1. Board of Trustees - The corporate powers of the Society shall be exercised, its business conducted and its properties controlled by the Board of Trustees consisting of eleven (11) members who shall be chosen by regular members of the Society at the annual meeting and shall hold office for two (2) years until their successors are elected and qualified.

Section 2. Qualifications - No member shall be eligible for election to the Board of Trustees unless he/she has the following qualifications:

- a. He/she must be a regular member in good standing.
- b. He/she must be related to an autistic child or adult by consanguinity or affinity up to the 4th civil degree.
- c. He/she must be of good moral character

Section 3. Disqualification of Directors, Trustees, or Officers - No member convicted by final judgment of an offense punishable by imprisonment for a period of exceeding six (6) years, or a violation of the code of ethics (as stipulated in Article VI), committed within five (5) years prior to the date of his election or appointment, shall qualify as a trustee or officer.

Section 4. All members of the Board of Trustees shall not receive any compensation or remuneration for their services as such.

ARTICLE III

Officers

Section 1. Officers - The officers of the Society shall be a President, a Vice-President, a Secretary, a Treasurer, and an Auditor. They shall be elected by the Board of Trustees from among themselves. The board may combine compatible offices in a single person.

These five officers shall compose the Executive Committee that shall decide on immediate concerns, such as daily operations matters, that do not need the Board's approval.

Section 2. Term of Office of Officers - All officers of the Society shall hold office for two (2) years until their successors are duly elected and qualified.

Section 3. Committees - The Board of Trustees may create as many committees as it deems necessary to assist the Board in carrying out the Society's purposes in their respective spheres of activities as determined by the Board.

ARTICLE IV

Functions & Powers of Officers

Section 1. President - The President shall be the Chief Executive Officer of the Society. In addition to duties as such, he/she shall preside in all meetings of the Board and those of the members of the Society.

He/she shall oversee the Executive Director in his/her execution of all resolutions and/ or decisions of the Board of Trustees, which includes directing and overseeing the activities of the Society, and appointing and managing all employees of the Society.

Together with the Secretary and Treasurer of the Society, the President shall present to the Board of Trustees and the members an annual budget and, from time to time as may be necessary, supplemental budgets. He/she shall submit to the Board as soon as possible after the close of each fiscal year, and to the members of each annual meeting, a complete report of the activities and operations of the association for the fiscal year under his/her term.

Section 2. Vice-President - The Vice President, shall exercise all powers and perform all duties of the President during the absence or incapacity of the latter and shall perform duties that may be assigned by the Board of Trustees.

Section 3. Secretary - The Secretary shall give all the notices required by these By-Laws and keep the minutes of all meetings of the members and of the Board of Trustees and of all meetings of all committees, in a file kept for the purpose.

He/she shall oversee staff assigned to keep the seal of the association and affix such seal to any paper or instrument requiring the same; keep custody of the correspondence files and all other papers that are to be kept by the Treasurer; and maintain the members' register.

Section 4. Treasurer - The Treasurer shall oversee the charge of the funds, receipts, and disbursements of the Society. He/she shall keep all monies and other valuables of the association. He/she shall keep all monies and other valuables of the Society in such bank or banks as the Board of Trustees may designate. He/she shall oversee the charge of the books of accounts which shall be open to inspection by any member of the Board of Trustees, whenever required, an account of the financial condition of the Society and of all transactions made by him/her as Treasurer.

Section 5. Auditor - He/she shall examine financial records and audit money. He/she shall also perform other functions as may be provided for by the Board of Trustees.

ARTICLE V

Members

Section 1. Qualifications for Membership - The board shall determine the qualifications of an applicant for membership.

Section 2. Rights of Members - A member shall have the following rights:

- a. To exercise the rights to vote on all matters relating to the affairs of the association;
- b. To be eligible to any elective or appointive office of the association;
- c. To participate in all deliberations/meetings of the association;
- d. To avail of all the facilities of the association;
- e. To examine all the records or books of the association during business hours.

Section 3. Duties and Responsibilities of the Members - A member shall have the following duties and responsibilities:

- a. To obey and comply with the by-laws, rules, and regulations that may be promulgated by the association from time to time;
- b. To attend all meetings that may be called by the Board of Trustees;
- c. To pay membership dues and other assessments of the association.

ARTICLE VI

Suspension, Expulsion, and Termination of Membership

Suspension, expulsion, and termination of membership, shall be in accordance with the rules and regulations of the association including offenses stipulated in the Society's Code of Conduct.

Any member of the association may file charges against a member by filing a written complaint with the Secretary of the association. The Board of Trustees shall call a special meeting of the members to consider the charges. The affirmative vote of $\frac{1}{3}$ of all the members of the association shall be necessary to suspend a member; Provided that where the penalty is expulsion, the affirmative vote of $\frac{2}{3}$ of all members shall be necessary to expel a member.

ARTICLE VII

Funds

Section 1. Funds - The funds of the association shall be derived from admission fees, annual dues, and special assessments of members, gifts, donations, or benefits. No part of the property or income shall inure to the benefit of any member, officer, organizer, or any individual person. Upon dissolution of the organization, its assets shall be donated to another organization with the same vision and mission as the Autism Society Philippines. The said organization should be unanimously agreed upon by all the trustees.

Section 2. Fees and Dues - Every member of the association shall, in addition to the membership fee pay dues and/or assessments that may be imposed by the association from time to time.

Section 3. Disbursements - Withdrawal from the funds of the association, whether by check or any other instrument shall be signed by the Treasurer and countersigned by the President. If necessary, the Board of Trustees may designate other signatories.

Section 4. Reporting Period - The association will be reporting on a calendar basis (Jan 1st to December 31st of each year

ARTICLE VIII

Corporate Seal

Section 1. Form - The Corporate Seal of the association shall be in such form and design as may be determined by the Board.

ARTICLE IX

Amendments of the By Laws

Section 1. Amendments - These by-laws, or any provision thereof, may be amended or repealed by a majority vote of the general assembly or by a majority vote of the Trustees at any regular or special meeting duly held for the purpose.

Adopted this _____ day of _____, 20____ in _____
by the affirmative vote of the undersigned members representing a majority of the members of the association.

