

ASI Constitution & Bylaws

August 2018

ARTICLE 1

Name

The name of the organization shall be "Southern Asia Pacific Division Adventist-laymen's Services and Industries." The letters "ASI" or "SSD-ASI" shall identify the organization.

ARTICLE 2

Objectives

The objectives of the SSD-ASI shall be:

- 2.1 To encourage and promote the establishment and operation of businesses, institutions, and professional offices owned by Seventh-day Adventist laity.
- 2.2 To provide a means by which members can become more effective in their work through mutual support, exchange of information, technical know-how, business contacts and Christian fellowship
- 2.3 To encourage members to work in support of the Church in the spreading of the gospel in their daily workplaces according to their abilities and opportunities
- 2.4 To organize felt-need projects to assist the Church in reaching the people for Christ
- 2.5 To encourage lay-operated institutions and enterprises to commit themselves to work in full and complete harmony with the standards and objectives of the Seventh-day Adventist denomination and to maintain harmonious relationships with conference and church administrations, ministers, church members, and the people of their communities.

ARTICLE 3

Membership Requirements

3.1 Membership in ASI is available to any Seventh-day Adventist church member in regular standing, who shares in the goals and purposes of ASI, and who operates a business, provides a professional service, or operates a supporting ministry, and whose organization has been in operation for at least one year. ASI considers organizations to be supporting ministries recognized by the church when they sign and adhere to the "Guidelines for Supporting Ministries" as approved by the South Asia Pacific Division (SSD) and the ASI Board of Directors. Continued membership for organizations or individuals in any category is contingent upon the organization and/or person conducting the business of the organization remaining in harmony with Seventh-day Adventist principles and/or personally remaining in regular standing with the Seventh-day Adventist Church. In order to avoid trademark infringement, member organizations are encouraged to use a name designation that does not include the name Seventh-day Adventist, SDA, or Adventist. As ASI is an organization for SDA laymen and women, its members are not employed by, and do not receive any salary from, any Seventh-day Adventist organization listed in the Seventh-day Adventist Yearbook.

ASI membership may be in one of the following categories:

- 3.2 CHARTER membership is that membership held by, or granted to, institutions, organizations, or individuals at the time of the first ASI business session. Dues shall be the same as organizational or personal, whichever applies.
- 3.3 ORGANIZATIONAL membership is the primary type of ASI membership. The major emphasis of ASI is to encourage supporting ministries and those with the entrepreneurial spirit of business operation to work together and cooperate with the Seventh-day Adventist Church mission and ministry. Organizational membership has the following characteristics:

3.3a Organizational members will have at least two full-time employees in an organization that is owned or controlled by Seventh-day Adventist laypersons. The two qualifying employees may include the owner, applicant, or contract or volunteer workers.

3.3b The organization must have been in operation for at least one full year at the time application for ASI membership is submitted.

3.3c Membership will be in the name of the organization.

3.4 EXECUTIVE PROFESSIONAL membership is available to a layperson, who holds an executive, professional, or managerial level of responsibility for a company with employees, and who does not qualify for another category of membership. The person's primary duties must be managing the enterprise, or managing a department or subdivision of the enterprise; they must regularly direct the work of at least two or more other full-time employees, or their equivalent, and have the authority to hire or fire employees. Examples of individuals who qualify for the Executive Professional membership would include an executive officer, department manager, or managing physician of a non-member organization.

3.5 SOLE PROPRIETOR membership is available to a layperson who is a business owner who otherwise qualifies for organizational membership, except that they do not have at least two qualifying employees.

3.6 PERSONAL membership is available to any layperson who holds a high level of responsibility in their work, but whose responsibilities are not executive or managerial in nature, and who does not qualify for another category of membership. Examples of individuals who qualify Personal Membership would include a physician, dentist, attorney, research scientist, auditor, or other professional who does not hold a managerial level of responsibility in their organization.

3.7 HONORARY membership may be granted to any person who, based on his or her individual contribution to the ASI organization, is selected for recognition and recommended for such status by the ASI Board.

3.8 RETIRED BUSINESS OR PROFESSIONAL membership is available to an owner, surviving spouse, or CEO of an organization who held organizational membership under Article 3.3 for five (5) years or more but sells the business, retires, or leaves the organization; or a layperson who meets the general requirements of section 3.1, and who previously would have qualified for organizational, executive professional, or sole proprietor membership, but has since retired or sold their business or practice.

3.9 APPOINTED membership is held by individuals who have been elected by local or union conferences within the South Asia Pacific Division (SSD) to serve as ASI secretaries or members of the ASI Board who have been appointed by the South Asia Pacific Division ASI Nominating Committee (SSDASINC).

3.10 ASSOCIATE INTERNATIONAL membership is available to any organization operating outside the SSD that has direct ties to a parent organization holding ASI membership under Article 3.3 or to organizations that meet the criteria of Article 3.3 but are within a division or union in which there is no ASI organization. When the union or division where the international member is located forms an ASI organization, that member should then join and support its local ASI chapter.

3.11 YOUNG PROFESSIONAL membership is available to a layperson who is a student, or holds a professional level of responsibility, and is between the ages of 18 and 35. When they qualify for another level of membership, they must transition within a maximum of three years. Examples of individuals who would qualify for Young Professional membership, in addition to students, would include a recent graduate beginning their career, someone in a professional internship or residency, or a young entrepreneur starting a business.

ARTICLE 4

Voting Eligibility, Office Holding, and Dues

4.1 VOTING: Delegates, those members who are eligible to vote at the regular or specially called ASI business meetings for the purpose of election of officers and other business as may come before them, are as follows:

- 4.1a Delegates at large: --all members of the ASI Board
 - 4.1b Organization (and Charter) members
 - 4.1c Executive Professional members
 - 4.1d Sole Proprietor members
 - 4.1e Personal members
 - 4.1f Honorary members
 - 4.1g Retired Business or Professional members
- 4.2 Delegates must be present to vote.
- 4.3 Associate International, Young Professional members are not eligible to vote.
- 4.4 OFFICE HOLDING: Organizational, Executive Professional, Sole Proprietor, Personal, Honorary, and Retired Business or Professional members may hold office.
- 4.5 Associate International, and Young Professional members are not eligible to hold office.
- 4.6 DUES: Members shall pay annual dues according to the voted and published schedule. All members shall pay dues, with the exception of Honorary members.

ARTICLE 5

Membership Application Processing

- 5.1 An Application for Membership form shall be completed in writing, providing satisfactory information and evidence of qualifications for membership, and sent to respective union conference ASI office within the Southern Asia Pacific Division ASI office, together with a check covering the first year's membership dues. In addition, it is the applicant's responsibility to provide his/her pastor with the Confidential Information Form that is to be submitted by the pastor to the respective ASI chapter office.
- 5.2 Upon receipt of the membership application and the pastor's recommendation, with a completed application, payment for first year's dues, the pastor's recommendation, and the local and union conference ASI secretaries' recommendations, the application will be deemed complete.
- 5.3 Completed applications will be duplicated by the SSD-ASI office and sent to ASI Executive Officers for review and approval. A membership application shall be approved by a two-thirds affirmative vote of the members present at a meeting. or by an unanimously affirmative vote of the Executive Officers. If, in the course of a vote, any Executive Officer disapproves an application, he/she shall advise the Coordinator in writing of such disapproval within fourteen (14) days; otherwise his/her vote shall be deemed affirmative. Applications that are not approved for membership by the Executive Officers may appeal to be reviewed by the ASI Board at its next meeting.

ARTICLE 6

Termination of Membership

- 6.1 Membership shall be terminated by (1) written request of the member, (2) removal from Seventh-day Adventist church membership, (3) annual dues outstanding for two years or more, (4) a failure to comply with the "Guidelines for Supporting Ministries", or by (5) a two-thirds vote of the Board members present at any meeting.
- 6.2 A member, having been terminated from membership according to paragraph 6.1 but desiring to be reinstated, shall make a request to the Board for reinstatement, whereupon the committee shall re-evaluate all the available information pertaining thereto. If the problems relative to ASI membership eligibility have been corrected, the member may be restored to membership by a two-thirds vote of the Board members present.

ARTICLE 7

Meetings

7.1 Regular business sessions of the SSD-ASI shall be held annually in connection with the annual convention. Written notice of a meeting, including a description of the business to be conducted, and the time and place, shall be communicated to members via webpage or email at least four (4) weeks prior to the date of the business session.

7.2 A quorum shall consist of those members present at a duly called business meeting.

7.3 A special business session of the SSD-ASI may be called by the Board at any time, provided the purpose of the special session is stated in the call, and a written notice of such meeting is given at least four (4) weeks prior to the date of the special session.

7.4 The General Conference of Seventh-day Adventists, hereinafter referred to as GC, rules of parliamentary procedure shall be followed at all business meetings.

ARTICLE 8

Selection of Committees

8.1 At each biennial session of the SSD-ASI, each union will meet and nominate one member to be the member of the Nominating Committee, or other committees as voted by the session. Nominations shall be voted upon by delegates at the session.

8.2 Efforts should be made to encourage a balance mix in balancing ASI committees, boards, and offices.

8.3 Other committees for the session shall be elected as may be necessary to conduct business that shall come before the session.

ARTICLE 9

Officers

9.1 Officers of the SSD-ASI shall be: a President, a President-Elect, a Immediate-Past-President, five other Vice-Presidents, Chairman of the board of advisory and a ASI Coordinator.

9.2 Officers of the SSD-ASI shall be elected by members at a biennial business meeting. Officers shall take office at the close of the convention at which they have been elected and shall serve until their successors are duly elected and take office.

9.3 The President shall preside at all meetings of the SSD-ASI and of the Board. The President-Elect shall act for the President in the event of the absence of the President. In the event of the resignation or incapacity of the President to serve, the President-Elect shall serve in the office of the President until the time of the next regular business session.

9.4 The SSD-ASI Coordinator shall promote the objectives and activities of the SSD-ASI, shall keep written records of all meetings of the organization and Board, shall have custody of all records of all meetings of the organization and Board, and shall have custody of all the records of the SSD-ASI. He shall notify members of all regular and special business sessions and meetings and perform such duties as may come within the scope of his authority.

9.5 The ASI Coordinator shall have custody of all funds of the SSD-ASI and shall render an audited report to the membership in business session.

9.6 Unless otherwise requested by the membership in business session or the Board, all officers of the SSD-ASI shall carry those responsibilities normally associated with their respective offices.

9.7 Officers of the SSD-ASI shall constitute the Executive Committee and shall have authority to conduct the business of the SSD-ASI between meetings of the Board.

9.8 The Executive Committee shall be responsible for the SSD-ASI annual convention.

ARTICLE 10

Elections

10.1 All officers in the Board shall be elected at each biennial business session of the SSD-ASI.

10.2 The Nominating Committee shall be selected according Article 8.1 at the biennial business session. The Nominating Committee shall consist of the immediate-past-president, and president-elect, one representative from each union/attach mission organised ASI chapters. The three (3) latest past presidents and all union/attach mission ASI coordinator are invitees and shall sit with the Nominating Committee to provide counsel and input, but without vote. The chair of the nominating committee shall be the SSD ASI Coordinator or his designee. The first item of business of the Nominating Committee shall be the selection of the secretary of the Nominating Committee.

10.3 The procedure for nomination and election of officers and members of the Board shall be as follows:

10.3a The Nominating Committee shall nominate ASI officers as follows: a President, a President-Elect, and five other Vice-Presidents, and SSD-ASI Coordinator. The coordinator nominee shall be appointed by SSD Executive Committee.

10.3b The nominating committee shall nominate members for the ASI Board as provided in Article 11.1. The nominating committee shall consider the balance in its recommendations. Names of nominees shall be submitted to the delegates in session, and the election/confirmation to respective offices shall be by a majority vote of the registered delegates present.

10.3c The nominating committee shall nominate the Chairman of SSD-ASI Board of Advisory.

10.4 Vacancies in offices occurring between regular business sessions or vacancies on the Board shall be filled by the Board.

10.5 Vacancies occurring in the Board from among those members appointed by SSD Executive Committee shall be filled by SSD Executive Committee.

ARTICLE 11

ASI Board

11.1 There shall be a board to administer the affairs of the SSD-ASI. The Board shall consist of members as follows: the President, President-Elect, Immediate-Past-President, Coordinator, five other Vice-Presidents, the Chairman of SSD-ASI Board of Advisory, each Union/Attached Mission ASI Chapter president, 3 SSD Officers, four Union ASI Coordinators to be appointed on a two years rotational basis, and two members-at-large.

11.2 The Board shall meet at least once a year for the purpose of reviewing the affairs of the SSD-ASI and transacting such business as may come before it.

11.3 Meetings of the Board may be called at any time by the ranking officer of the SSD-ASI; such officer shall serve as chairperson.

11.4 A quorum of the Board shall consist of at least eleven (11) members of the Board present.

ARTICLE 12

Dues and Financial Records

12.1 Annual membership dues shall be voted by action of the Board and ratified by members at the next business session.

12.1a The distribution of annual membership dues will be as follow:

Mission/Conference or local area ASI Chapter will collect the dues, retained 70% and pass on 30% to the Union ASI Chapter;

Union ASI Chapter to retain 70% and pass on 30% to the SSD-ASI.

12.1b The membership dues shall be used for operation of the ASI Chapter.

12.2 Financial accounts of the SSD-ASI are subject to audit by the GC Auditing Service.

ARTICLE 13

Chapters

13.1 As part of the Southern Asia Pacific Division ASI (about which this document is primarily concerned), provision is hereby authorized for the establishment of union wide, local mission/conference, and local area chapters where fifteen (15) or more ASI members reside. Local chapters may be established to maintain ASI fellowship and cooperative outreach where such is feasible.

13.2 Each union shall constitute an ASI Chapter. Where geography or membership makes it necessary, a union chapter may be divided (as voted by the ASI Board and ratified by the SSD-ASI in business session).

13.3 Union chapter officers shall be elected by delegates to chapter sessions for terms of office not exceeding two (2) years. Chapter officers may vary according to each union, but the duties of chapter officers shall be generally similar in all applicable respects to the duties of comparable officers of SSD-ASI. The officers shall be a President, President-Elect, immediate past-president and Vice-Presidents, and Coordinator. The ASI Coordinator shall be appointed by the executive committee of that union. The chair of the chapter nominating committee shall be the ASI Coordinator of the chapter, or his/her nominee.

13.4 Chapters, insofar as possible, should have a slate of officers and committees that parallel the officers and committees established by the SSD-ASI.

13.5 The board of any Chapter shall include all officers, plus additional members as deemed necessary (to include representatives of member organizations in local conference/mission and/or union office personnel).

13.6 Chapters may assess other contribution other than those dues assessed by the SSD-ASI.

13.7 Chapters shall adopt constitutions embracing provisions compatible with the purpose of the SSD-ASI as set out in this Constitution and Bylaws, and shall conduct themselves accordingly. Each chapter shall provide the SSD-ASI with a copy of its constitution.

ARTICLE 14

Working Relationships

The purpose is to foster and encourage the work of the organizations that are members of ASI and to assist in membership growth and purpose. The SSD-ASI shall work in close counsel with the Southern Asia Pacific Division, union, and local conference/mission administrations through their respective ASI Coordinator.

ARTICLE 15

Dissolution of the SSD-ASI

In the event that the Southern Asia Pacific Division Adventist-laymen's Services and Industries organization (the SSD-ASI) is dissolved and ceases operation, the assets of the organization shall become the property of the Southern Asia Pacific Division of the General Conference of Seventh-day Adventists.

ARTICLE 16

Amendments

Changes in, or amendments to, the SSD-ASI Constitution and Bylaws may be made by a two-thirds vote of the active members present during the ASI Asia-Pacific Convention, provided the members are advised in the call for the session of the nature and subject of the changes or amendments to be considered.