



Constitution & Bylaws

Northern Asia-Pacific Division of Seventh-day Adventists Adventist-Laymen's Services and Industries

ARTICLE 1

Name

The name of the organization shall be "Northern Asia-Pacific Division of Seventh-day Adventists, Adventist-Laymen's Services and Industries." The acronyms "NSD ASI" shall identify the organization.

ARTICLE 2

Objectives

The objectives of the NSD ASI shall be:

- 2.1 To encourage and promote the development and operation of institutions and enterprises owned or operated by Seventh-day Adventist laymen throughout the Northern Asia-Pacific Division territory.
- 2.2 To encourage Seventh-day Adventist church members in privately-owned enterprises to unite their efforts with denominationally-operated enterprises in the furtherance and extension of the gospel in their immediate communities and to the ends of the earth, according to their abilities and opportunities.
- 2.3 To encourage lay-operated institutions and enterprises to commit themselves to work in full and complete harmony with the standards and mission 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.
- 2.4 To provide, through the exchange of information, coordination of objectives, and the inspiration of Christian fellowship, a means by which NSD ASI members can become more effective in their work.
- 2.5 To assist with mission projects supportive of the Seventh-day Adventist Church, through counsel, promotions and funding.

ARTICLE 3
Central, Coordinating Office

3.1 A central, coordinating office will be maintained at:

Northern Asia-Pacific Division of Seventh-day
Adventists
67-20 Bunttuigi-gil,
Paju-City, Gyeonggi-do
10909, Republic of Korea

ARTICLE 4
Membership Requirement

4.1 Membership in the NSD ASI is open to any Seventh-day Adventist church member in good standing, 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.

4.2 Members shall be engaged in offering services or products which are compatible with Seventh-day Adventist standards. Organizations are supporting ministries of the Seventh-day Adventist Church when they adhere to the “Guidelines for Supporting Ministries” as approved by the Northern Asia-Pacific Division (NSD) and the NSD ASI Board.

4.3 In order to avoid confusion, member organizations are encouraged to use a name designation that does not include the name Seventh-day Adventist, SDA, or Adventist.

4.4 As the NSD ASI is an organization for lay men and women, its members do not receive any salary from any Seventh-day Adventist Church-operated organization (excluding ex-officio members).

4.5 The NSD ASI regular members should pay the membership due, an amount set by the Board.

4.6 The NSD ASI members become active members in their Union, Conference, including Mission chapters within the NSD territory.

4.7 NSD ASI membership may be in one of the following categories:

4.7a REGULAR membership is held by individuals who own a business or corporation; are lay members—including board of directors, executive, professional, or management levels of responsibility—in good standing with the Seventh-day Adventist Church; and who are recognized as regular members of a local ASI chapter within the NSD territory.

4.7b ASSOCIATE membership is available for individuals who are the children of a regular member operating a business or corporation; are lay members in good standing with the Seventh-day Adventist Church; and who are recognized as members of a local ASI chapter within the NSD territory by the NSD ASI

Board.

4.7c EX-OFFICIO membership is available to those individuals (lay members or denominational employees) who have been appointed or elected to serve as ASI coordinators at the union or conference, mission level of church organization.

4.7d 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 NSD ASI Board.

4.8. Individuals holding associate, ex-officio, or honorary membership are not eligible for election to officers of the NSD ASI, and are not required to pay dues.

ARTICLE 5

Voting Eligibility

5.1 All members of the NSD ASI attending regular or specially called business meetings are eligible to join meeting the discussions and to vote on any agenda items at such meeting.

5.2 Members must be present on-site or on-line to vote. Voting by proxy will not be permitted.

ARTICLE 6

Membership Application Processing

6.1 An Application for Membership form shall be completed in writing, providing satisfactory information and evidence of qualifications for membership, and sent to the Northern Asia-Pacific Division ASI office in Paju City, Republic of Korea. The application shall be sent personally or via the Union and Mission chapter offices to the NSD ASI office.

6.2 The NSD ASI executive secretary shall receive and send the applications to the ASI Executive Officers for review and recommendation. The membership application shall then be approved by a majority vote of the NSD ASI Board members present.

ARTICLE 7

Termination of Membership

7.1 NSD ASI membership may be terminated by one of the following ways:

7.1a A written request of the member;

7.1b Removal from Seventh-day Adventist Church membership;

7.1c Failure to comply with the “Guidelines for Supporting Ministries;” or

7.1d A two-third vote of the Board members present at a duly-called meeting.

7.2 A former member, having been terminated from membership according to paragraph 7.1, but desiring to be reinstated, shall make a request to the Board for reinstatement, whereupon the Administrative Committee shall reevaluate the petitioner's case information. If the problems relative to NSD ASI membership eligibility have been corrected, the member may be restored to membership by a two-thirds vote of the Board members present at a duly-called meeting.

Article 8

Meetings

8.1 NSD ASI meetings shall be classified as regular business sessions, board meetings, or administrative committee meetings.

8.2 Regular business sessions shall be held in conjunction with the triennial convention. Written notice of the a meeting, including a description of the business to be conducted, and the meeting time and place, shall be announced through church periodicals, and emailed or post mailed to members at least eight (8) weeks prior to the date of the business session.

8.3 Generally, regular or specially called Regular Business Sessions are to be held in person and onsite. However, when requested by the NSD ASI Board of Directors, delegates may participate by means of an electronic conference or similar communications by which all persons participating can hear each other at the same time, and participation by such means shall constitute presence in person and attendance at such a meeting. Votes cast remotely shall have the same validity as if the delegates met and voted onsite

8.4 A quorum shall consist of those present in person or those participating by means of an electronic conference at a duly called business meeting.

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

8.6 General Conference of Seventh-day Adventists rules of parliamentary procedure shall be followed at all business meetings.

8.7 In general, agendas to be approved at the session are as follows:

- 8.7a Organization of Nominating and Bylaws Committees
- 8.7b Approval of the bylaws (requiring approval by a two-thirds vote)
- 8.7c Election of Board members
- 8.7d Organization of Executive Committee members
- 8.7e Business report
- 8.7f Treasury report
- 8.7g Approval of establishments or disbandments of NSD ASI chapters
- 8.7h Dismissal of NSD ASI (requiring approval by a two-thirds vote)
- 8.7i Any other Executive Committee proposed agenda items

8.8 All agenda must be approved by a simple majority of the members present

- unless otherwise indicated (see point 8.7 above).
- 8.9 In case special world conditions, such as a pandemic, make it imperative to postpone the calling of the Session, the NSD ASI Board of Directors shall have authority to make such postponement, not to exceed two years.

Article 9

Selection of Committees

- 9.1 At each triennial session, committees may be formed by the counsel from the NSD ASI Board and the consensus from members present. Committees which may be formed include a nominating committee, a bylaws committee, as well as other committees as circumstances requires it.
- 9.2 Efforts should be made to ensure that any committee formed reflects a proper balance of gender and geographic considerations. The NSD President, or his designee, shall serve as chairman of the Nominating Committee.
- 9.3 Nominating Committee members shall be chosen from each constituent country by a simple majority of the members present. There will be one (1) representative chosen out of every twenty (20) delegates, and they shall not exceed three (3) people from each country.

Article 10

Officers

- 10.1 Officers of the NSD ASI shall be: a president, two general vice-presidents, an executive secretary, a treasurer, an associate secretary, an associate treasurer, and all Union chapter ASI presidents (vice presidents being ex-officio members.)
- 10.2 Officers shall be elected at the regular session. Officers shall take office right after the convention and shall serve until their successors are duly elected and take office.
- 10.2a The President shall preside at NSD ASI regular sessions board, and administrative committees. A general vice president designated by the Board shall act for the President in his absence. In the event that the President resigns or is unable to serve, a General Vice-President shall be appointed by the Board to fulfill the duties of the office of the President until the time of the next regular business session.
- 10.2b General Vice Presidents shall assist the president. In the event of resignation or incapacity of the President to serve, a General Vice-President shall be appointed by the Board to fulfill the duties of the President.
- 10.2c The Executive Secretary shall notify members of all official meetings, shall keep minutes and written records of all the organization's meetings, shall have custody of its records, and NSD ASI shall perform such duties as may come within the scope of his or her authority.

10.2d The Treasurer shall keep all financial records of NSD ASI and shall have custody of all NSD ASI funds.

10.2e The Associate Secretary and Associate Treasurer shall assist the Executive Secretary and the Treasurer, and shall act on behalf of the Executive Secretary and the Treasurer, respectively, in the event of their absence.

10.3 All officers of the NSD ASI shall assist with the organization of union and conference, mission local chapters.-

Article 11

Election Procedure

11.1 All officers of the NSD ASI shall be elected at each triennial business session by a simple majority vote.

11.2 A Nominating Committee shall be selected by the NSD ASI members present at the triennial session. The chair of the nominating committee shall be the NSD president or his designee.

11.3 The Nominating Committee shall first select the secretary of the Nominating Committee. Next, the Nominating Committee will nominate the president, someone who has been an ASI member for at least three years. The nomination will be taken to the delegates for a simple majority vote of those present onsite and online. Once elected, the president-elect shall sit with the Nominating Committee to provide counsel and input, without vote.

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

11.4a The Nominating Committee shall nominate a President, two General Vice-Presidents, an Executive Secretary, a Treasurer, an Associate Secretary, and an Associate Treasurer, and two auditors.

11.4b The Nominating Committee shall nominate NSD ASI Board members as per Article 12, Section 12.1. The Nominating Committee shall consider ethnic, gender, and geographic balance for its nominations. Names of nominees (four nominees, including NSD recommended board members) shall be submitted to the delegates, and shall be elected by a simple majority vote of the registered delegates present on-site and on-line.

11.5 Officer or Board member vacancies shall be filled by the Board.

Article 12

NSD ASI Board / Administrative Committee

12.1 The Board will consist of the following members: the President (who serves

as the chairperson), two General Vice- Presidents, the Executive Secretary, the Treasurer, Union and NSD-attached Field ASI chapter presidents, the Associate secretary, the Associate Treasurer, a denominational employees (appointed by the NSD Administrative Committee), three additional board members elected at the session, the immediate past president of the NSD ASI, and the NSD ASI coordinator, two auditors (But, auditors do not have the right to vote).

12.2 The Board shall meet at least once a year to consider any and all NSD ASI relevant.

12.3 The NSD ASI President, as chairperson, may call Board meetings at any time. In the absence of the President, one of the vice presidents may call an official meeting.

12.4 Seven Board members present shall constitute a quorum

12.5 The Board shall be involved in the planning and administering of the NSD ASI Triennial Convention.

12.6 The Administrative Committee may be called at any time by the President in his/her capacity as the Chair. In the absence of the President, one of the vice presidents may call an official meeting. The Administrative Committee shall consist of the following members: the President (who serves as chairperson), the two General Vice-Presidents, the Executive Secretary, the Treasurer, Union ASI chapter presidents, the Associate Secretary, the Associate Treasurer, and the NSD ASI coordinator.

12.7 The NSD ASI Board will approve the following agenda items:

- 12.7a Call of a general meeting
- 12.7b Agendas for regular sessions and general meetings
- 12.7c Organization of NSD ASI Convention Preparation Committee
- 12.7d Joining of membership and disqualification
- 12.7e Review and approval of budget
- 12.7f Establishment or disbandment of chapters
- 12.7g Membership dues
- 12.7h Opening and closing of bank accounts
- 12.7i Support of NSD mission projects
- 12.7j Support of ASI chapter projects
- 12.7k Other matters before the Board

12.8 The NSD ASI Administrative Committee will approve the following agenda items:

- 12.8a Agendas for the Board
- 12.8b Approval of expenditure in budget
- 12.8c Planning of NSD ASI events
- 12.8d Review of member applicants and recommendation to the Board
- 12.8e Venue and dates for Board meetings
- 12.8f Any other matters relevant to the Administrative Committee

Article 13
Annual Membership Dues and Financial Report

13.1 Annual membership dues shall be decided by the Board and announced to the members.

13.2 Financial reports shall be presented at regular NSD ASI sessions, and NSD ASI finances will be subject to regular internal audits, and to audits by the GC Auditing Service (GCAS) as circumstances requires it.

Article 14
NSD ASI Chapters

14.1 The NSD ASI is responsible for authorizing the establishment of Union Conference, and local area chapters where five (5) or more NSD ASI members reside. Local chapters may be established to maintain NSD ASI fellowship and cooperative outreach where such is feasible.

14.2 Where geography or membership makes it necessary, a Union Chapter may be established (-as voted by the NSD ASI Board and ratified by the NSD ASI in business session-).

14.3 The name of NSD ASI chapters shall be either “**Union Conference” or “**Conference of Seventh-day Adventists, Adventist-Laymen’s Services and Industries”, and the abbreviation shall be “**Union chapter (** ASI).”

14.4 Union chapter officers shall be elected by delegates to chapter sessions for terms of office not exceeding three (3) years. Chapter officers may vary according to each Union, but the duties of chapter officers shall be generally similar to the duties of comparable officers of the NSD ASI. The chapter officers shall be a President, up to two Vice-Presidents, an Executive Secretary, and a Treasurer, and two auditors.

14.5 Chapters, so far as possible, should have a slate of officers and committees that parallel the officers and committees in the NSD ASI.

14.6 During Union NSD ASI sessions the Union president or a person designated by the Union president shall act as the chapter president. In the case of Conference (Mission) chapter session, the Conference (Mission) president or a person designated by the president shall act as the Nominating Committee president.

14.7 Each of the chapter boards shall include all the above-mentioned officers, plus additional members as deemed necessary, including (-representatives of member organizations in local Conference and/or Union conference departmental personnel-).

14.8 Chapters may assess dues in addition to those dues assessed by the NSD ASI. However, members of NSD ASI may be members of Union -chapters.

14.9 Chapters shall adopt bylaws embracing provisions compatible with the purpose of the NSD ASI as set out in this Bylaws, and shall conduct themselves accordingly. Each Chapter shall provide the NSD ASI with a copy of its bylaws.

Article 15
Inter-organizational Working Relationships

15.1 The NSD ASI shall work in close counsel with the Northern Asia-Pacific Division, union, and local conference administrations with a joint purpose to foster and encourage the work of ASI member organizations, supervise mission activities, and assist with membership growth and purpose.

Article 16
Dissolution of NSD ASI

16.1 In the event that the NSD ASI is dissolved and ceases operation, all the assets shall become the property of the Northern Asia-Pacific Division of the General Conference of Seventh-day Adventists.

Article 17
Amendments

17.1 Changes in, or amendments to, the NSD ASI Bylaws may be made by a two-thirds majority of those members present at a regular business session. The NSD ASI shall provide the changes or amendments to the members prior to the regular session.

17.2 NSD ASI Bylaws shall be translated into each country's language, and in case there are differences in interpretation caused by translation the original version in English shall serve as a criterion.