



台灣耳鼻喉頭頸外科醫學會
Taiwan Society of Otorhinolaryngology Head and Neck

Constitution Bylaws of the Taiwan Society of Otorhinolaryngology Head and Neck Surgery

Revised 2017 Nov

Chapter I. General Principles

Section 1

The English name of our society is “Taiwan Society of Otorhinolaryngology Head and Neck Surgery”. It is also named as TSOHNS in brief.

Section 2

The aims of our society are to improve the quality of care, promote the research, liaise with our members, and establish the connections with international societies of otorhinolaryngology.

Section 3

The headquarter of TSOHNS should be in Taipei.

Chapter II. Missions

Section 4

- a. Publish periodical journal of otolaryngology and related publications
- b. Organize otolaryngology academic conferences and other related conferences periodically
- c. Promote connections and cooperation with international societies of otorhinolaryngology
- d. Manage other issues related to otorhinolaryngology

Chapter III. Membership

Section 5

Application Procedure for a Member

- a. Anyone who has graduated from a domestic or foreign medical school recognized by the Ministry of Education, has a medical license, and has practiced or conducted research in a hospital with TSOHNS accredited training program can apply for ordinary membership.
- b. Ordinary Member

To join TSOHNS as an ordinary member, the application form for membership which should be filled with two reference letters from our members and the relevant documents are submitted to TSOHNS. Once the application is approved by in the governing board meeting and initiation fee is paid, the applicant will be accepted as a full member.

c. Honorary Member

Those who have significant contributions in the field of otorhinolaryngology will be appointed and recognized by governing board members for honorary members.

d. Associate Member

Anyone who is currently working as a technician or assistant in the otorhinolaryngology department in a hospital with TSOHNS accredited training program has a paramedical diploma from related school, and has obtained a specific certificate can apply for associate member with the reference letter from department chair. For associate member, the application procedure is referred to the section 5b. (One of the reference letters must be from the current chairman of ENT department.

Section 6

Membership Expulsion

- a. Anyone who violates the constitution of our society or damages the reputation of TSOHNS may be warned by the governing board by a notice. And if the scenario is extremely serious, this member shall be submitted to the member representative assembly (MRA) of TSOHNS to discuss the issue of expulsion of the membership.

Section 7

Privileges of Member

- a. Member has the rights to speak, propose and vote for the issues in the MRA of TSOHNS. In addition, member is also entitled to vote, recall and to be elected for board director, supervisor, and president. But honorary members and associate members have no the above rights except the speech and proposal in the MRA.
- b. Members over 70 years old (inclusive) are exempted from paying annual fee and registration fee for ENT conferences. However, if they fail to attend the TSOHNS conference hosted in every May or November for 6 consecutive years, they will be deemed as giving up the membership. And the membership will be therefore expelled.
- c. Other entitlements.

Section 8

Obligations of Member

- a. To comply with our constitution and resolutions
- b. To serve the post assigned by TSOHNS
- c. To pay the membership dues on time. If the annual membership dues are not paid for two consecutive years, it will be regarded as automatic withdrawal from TSOHNS. Only honorary members are exempt from paying all annual membership fees.

Chapter IV. Organization of TSOHNS

Section 9

Member Representative Assembly (MRA)

- a. TSOHNS takes the member representative assembly (MRA) as the highest authority. When the MRA is not in session, the governing board will perform its duties on behalf of the MRA.
- b. Member representatives are elected by the members directly according to the proportion of each district, and then a MRA is formed to exercise all the duties.
- c. The term of the member representative of TSOHNS is three years. The representative who can be re-elected in each term is recognized as a volunteer without any fixed payment.
- d. The proportion of districts and the election method shall be drafted and proposed by the governing board of TSOHNS, and these will take effect after being reported to the competent authority of government for reference. And the same shall be applied for the changes.

Section 10

The Authorities of Member Representative Assembly (MRA)

- a. To formulate and modify the articles of TSOHNS
- b. To elect or recall the directors and supervisors of TSOHNS
- c. To decide on the amount of initiation fee, annual membership fee, business fee, and regular fee of TSOHNS
- d. To resolve the annual work plans, reports, and budgets of TSOHNS
- e. To resolve the expulsion of members of TSOHNS
- f. To resolve the disposition of property of TSOHNS
- g. To resolve the dissolution of TSOHNS
- h. To resolve other major issues related to the rights and obligations of members.

Section 11

Composition of Governing Board and Supervising Board

- a. There are 33 directors and 11 supervisors in TSOHNS elected by the member representatives directly. These personnels set up the governing board and supervising board respectively.
- b. When the directors and supervisors mentioned in the preceding paragraph are elected, another five alternate directors and two alternate supervisors shall be elected at the same time. When there are vacancies for directors and supervisors, they shall be filled in order.

Section 12

Director, Standing Director, Vice President, and President in Governing Board

- a. In governing board, there are nine standing directors to form an executive board and they are elected by the board directors. One of the standing directors will be elected by all the board directors as the president of TSOHNS. The president will choose two standing directors (one for the hospital group and one for the private clinic group) as the vice presidents whose appointment should be approved by the board of directors.

- b. The tasks of president include to manage and supervise the affairs of the TSOHNS, to represent the TSOHNS outward, and to serves as the chairman in the meeting of MRA or governing board.
- c. When the president is unable to perform his duties for some reason, he should designate the vice president to act as his deputy. If not designated or cannot be designated, the standing directors should recommend one person among them to act as the agent.
- d. When the president, vice president, and standing director are vacant, these positions should be elected within one month.

Section 13

Supervising Board

- a. The supervising board consists of a chairman who is elected by the supervisors. The supervising board monitors the daily affairs and accounting of TSOHNS.
- b. When the chairman of supervising board is unable to perform his duties for some reason, he should designate a supervisor to act as his deputy. If not designated or cannot be designated, the supervisors should recommend one person among them to act as the agent.
- c. When the chairman of supervising board is vacant, this position should be elected within one month

Section 14

Advisor of TSOHNS

- a. The advisor of TSOHNS could be nominated by the president, and appointed after the approval of the governing board.
- b. The past presidents of TSOHNS are recognized as the advisors accordingly. The terms of office and the authorities of the advisors are the same as those of the current board directors, but they have no voting rights.

Section 15

- a. The president, vice president, director, and supervisor of the TSOHNS are all voluntary without payment.

Section 16

The Term of Office in Director, Supervisor, and President

- a. The term of office in directors and supervisors is three years, and they can be re-elected again. But the president could not be re-elected again.
- b. More than one-third of the directors and supervisors shall be re-elected each term of office.

Section 17

The Authorities of Governing Board of TSOHNS

- a. To advance the affairs of TSOHNS and conduct the resolutions of the MRA
- b. To convene a MRA
- c. To review the issues of membership
- d. To elect or recall the president and standing directors
- e. To resolve the resignation or dismissal of directors, standing directors or president
- f. To appoint or dismiss the staffs of TSOHNS

- g. To draft annual work plan, report, budget, and final accounts
- h. Other matters to be handled according to the authorities

Section 18

The Authorities of Supervising Board of TSOHNS

- a. To supervise the work of the governing board of TSOHNS.
- b. To review the annual budget and final accounts, submit written review opinions to the governing board, and report these to the MRA for approval.
- c. To elect or recall the chairman of supervising board of TSOHNS
- d. To resolve the resignation of supervisors or the chairman of supervising board
- e. Other matters to be monitored.

Section 19

The Dismissal of Directors and Supervisors of the TSOHNS

- a. Forfeited membership
- b. Those who passed the resolution through the supervising board should leave this position.
- c. Those are deposed.

Section 20

Secretary-General

- a. There should be a secretary-general and several staffs who handle the daily affairs to assist the work from president in TSOHNS.
- b. The position of secretary-general is nominated by the president and is approved for this appointment by the governing board. And this appointment should be reported to the competent authority of government for reference. However, the dismissal of the secretary-general should be reported to the competent authority of government before resignation.

Section 21

Working Committees

- a. The working committees could be set up for operation in TSOHNS. And the organization of these committees or working groups should be drafted in detail from governing board and submitted to the competent authority of government for approval before implementation.

Chapter V. Meetings

Section 22

- a. There are two types of member representative meetings, regular and extraordinary ones. The date of meeting is decided by the governing board.
- b. When convening, except for an emergent meeting, a written notice should be sent to the members 15 days in advance.
- c. A regular meeting is held at least once a year.

- d. Extraordinary meeting will be held when the governing board deems it to be necessary or upon the request of more than one-fifth of the member representatives, or when the supervising board requests to convene. This should be reported to the competent authority of government to requests an officer for guidance.
- e. Once TSOHNS has been registered as an independent corporate legal person, an extraordinary meeting could be convened only at the request of more than one-tenth of the member representatives.

Section 23

- a. When a member representative cannot attend the meeting in person, he or she can entrust other member representative in a written consent to represent him or her.
- b. Each member representative is limited to one agent.

Section 24

- a. The resolutions of the MRA shall be carried out with the consent of more than half of the member representatives present and the majority of attendees.
- b. However, resolutions on the following issues could be made with the consent of more than two-thirds of the member representatives present.
 - 1. Formulation and modification of Articles of TSOHNS
 - 2. Expulsion of membership
 - 3. Recall of board director or supervisor
 - 4. Disposition of property of TSOHNS
 - 5. Dissolution of TSOHNS
 - 6. Other important issues related to the rights and obligations of members.
- c. Once TSOHNS has registered as an independent corporate legal person, changes to the Articles of TSOHNS shall be subject to the consent of more than three-quarters of the attendees or the written consent of more than two-thirds of all members.
- d. The dissolution of the TSOHNS may be dissolved at any time by more than two-thirds of all members.

Section 25

- a. The executive board meeting of TSOHNS is held once a month, the governing board meeting is held every three months, the supervising board meeting is held every four months, and the joint board meetings or the extraordinary meeting could be held if it is necessary.
- b. When a board meeting is convened, except for extraordinary meeting, a written notice shall be given seven days in advance.
- c. The resolutions of the board meeting shall be made with the attendance of more than half of the directors and supervisors, and the consent of more than half of the attendees.

Section 26

- a. Directors and supervisors shall not be entrusted to attend the board meetings of TSOHNS. If a director or supervisor fails to attend the board meeting for two consecutive times without any reason, it shall be deemed as resignation.

Section 27

- a. If the president or chairman of supervising board fails to convene more than two board meetings in accordance with Section 24 without any reason, the president or chairman of supervising board shall be removed from the position and be re-elected.

Section 28

- a. President should convene the governing board and the supervising board meetings 15 days before the regular MRA. And the meeting type, time, venue, and agenda should be submitted to the competent authority of government for reference seven days in advance.
- b. The minutes of each meeting should be submitted to the competent authority of government for reference within 15 days after the meeting.

Chapter VI. Funding and Accounting

Section 29

The Resource of Funding of TSOHNS

- a. Initiation fee and annual membership fee (the amount of these membership fee is determined by the governing board)
- b. The donation from members
- c. Entrusted benefit
- d. Other incomes

Section 30

- a. The fiscal year of the TSOHNS is based on the calendar year, starting from January 1st to December 31st each year.

Section 31

- a. Every year, two months before the beginning of the year, the governing board should arrange and manage the annual work plan, income and expenditure budget statement, and employee treatment statement which should be submitted to the MRA for approval. If the MRA cannot be held as scheduled for some reason, these must be submitted to the joint board meetings for approval in advance. In addition, these issues should also be reported to the competent authority of government for reference before the beginning of the year
- b. Within two months after the end of the year, the governing board should arrange and manage the annual work reports, income and expenditure final accounts, cash registers, balance sheets, and property catalogs which should be submitted to the supervising board for review. The opinions from supervising board will be returned to governing board and proposed to the MRA for final approval.
These issues should also be submitted to the competent authority of government for reference before the end of March. If the MRA cannot be held as scheduled, these issues should be reported to the government competent authority for reference first.

Section 32

- a. When the TSOHNS is dissolved or revoked, its remaining property shall be owned by the local government according to the law. The property should not be owned by individuals or private enterprises in any way.

Chapter VII. Election of Director and Supervisor

Section 33

- a. The current directors and supervisors of the TSOHNS can recommend their same number of potential candidates for next term of office in general election. In addition, all the members have the right to register freely as a candidate for director or supervisor in the general election.

Section 34

- a. Matters not stipulated in this Articles of TSOHNS should be handled in accordance with relevant laws and regulations of government.

Section 35

- a. This Articles of TSOHNS shall come into effect after being approved by the MRA. These issues should be submitted to the Ministry of the Interior for filing. And the same procedure shall be applied when it is revised.