

MEMORANDUM OF AGREEMENT

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, the ASEAN Social Security Association is envisioned to be a forum whereby the members could exchange views and experiences regarding relevant social security issues;

WHEREAS, the spirit of ASEAN cooperation is capable of being adopted and fostered by the social security institutions of the region;

WHEREAS, the social security institutions of Indonesia, Malaysia, the Philippines, Singapore and Thailand are desirous to establish an association as a non-governmental ASEAN Organization and as a machinery through which they can deliberate and work to attain the goal of regional cooperation in the field of social security;

NOW, THEREFORE, for and in consideration of the foregoing premises, the social security institutions of Indonesia, Malaysia, the Philippines, Singapore and Thailand through their duly authorized representatives, do hereby establish the ASEAN Social Security Association, subject to the following terms and conditions:

ARTICLE I

NAME

The name of the association shall be the ASEAN SOCIAL SECURITY ASSOCIATION ("ASSA" for brevity).

ARTICLE II
DEFINITION OF TERMS

The following terms shall be interpreted as follows:-

1. "ASEAN" - Association of South East Asian Nations;
2. "Member Country" - an ASEAN country whose social security associations or institutions are admitted as members of the ASSA;
3. "region" - the geographical area embracing the territories of the Member Countries;
4. "ASSA" - the ASEAN Social Security Association;
5. "Board" - the Executive Board of ASSA *referred to in Article V hereunder* which shall consist of the Heads of all Member Institutions; 4th Board Meeting
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6. "Member Institution" - the association or institution providing social security in any Member Country admitted as a member of the ASSA and in the case of an institution which is represented by the association, such institution is deemed to be a Member Institution; and
7. "Head of Member Institution" - the chairman, chief executive officer or chief operating officer as designated by the respective Member Institutions. 4th Board Meeting
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ARTICLE III
OBJECTIVES OF THE ASSA

The objectives of the ASSA shall be as follows:-

1. To promote the development of social security in the region in consonance with the aspirations, laws and regulations of the Member Countries;
2. To promote regional cooperation in all areas of social security activities;
3. To exchange experiences and information for social security;
4. To work in cooperation with other social security institutions in the region, in East Asia and with similar or related organizations of social security in any part of the world; and
5. To cooperate in the defense, promotion and development of social security schemes through trainings, seminars, consultations and dialogues, among others.

ARTICLE IV
MEMBERSHIP

1. The signatories to this Memorandum of Agreement shall constitute the charter members of the ASSA.
2. Admission of other institutions for social security may be made subject to such conditions as the Board may deem necessary.

ARTICLE V
EXECUTIVE BOARD

1. Composition

- (a) There shall be an Executive Board which shall consist of members who are the Head of all Member Institution.

- (b) The Board shall elect from among themselves the following:-
 - (i) Chairman of the Board; and
 - (ii) Vice-Chairman.

- (c) Any member of the Board may, at any time, designate in writing his alternate by depositing such name with the Secretary General. Such designation shall indicate the period the alternate shall hold office.
 - (i) This designation may be terminated at any time in same manner. Such designation shall be automatically revoked if the designating member ceases for any reason to be a member of the Board.
 - (ii) An alternate member shall be entitled to receive Notices of Meetings of the Board and to attend and vote in such meetings. Unless restricted by the written designation, the alternate member shall exercise all the functions of the designating member.

- (d) The Board meeting shall be convened by the Chairman at least once a year for as often as may be necessary for the conduct of business and for carrying out the directives of the ASSA.

2. Powers

The Board shall have the following powers:-

- (a) to invest and otherwise deal with the funds of the ASSA and to incur such expenses to further the objectives of the ASSA;
- (b) to enter into such contract for the acquisition or disposition of any movable or immovable property which may be necessary or expedient for the attainment of the objectives of the ASSA. The title to such property shall be in the name of the ASSA;
- (c) to approve the budget for the administration of the ASSA;
- (d) to decide on such subjects or matters as are referred to it by the Member Institution and which fall within the objectives and powers of the Association;
- (e) to enter into agreements or contracts for such services and assistance as may be needed for the proper, efficient and stable administration of the ASSA;

- (e) to create such committees or sub-committees or auditor as may be deemed necessary; and
- (g) to conduct the affairs of the ASSA in accordance with its objectives and purposes.

3. The Chairman

- (a) The chairmanship of the Board shall be rotated from among the Member Institutions except that if a country has more than one Member Institution in ASSA, those Member Institution shall jointly provide a Chairman.
- (b) The term of office of the Chairman shall be for one (1) year.
- (c) In case of resignation, recall or for any other reason where the Chairman can no longer continue in office, the Member Institution of the Chairman shall be entitled to designate his replacement for the remainder of the term.
- (d) The Chairman shall have such powers and duties as the Board may determine.

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4. The Vice-Chairman

- (a) The Vice-Chairmanship of the Board shall be rotated from among the Member Institution, except that if a country has more than one Member Institution in the ASSA, those Member Institution shall jointly provide a Vice-Chairman.

- (b) The term of office of the Vice-Chairman shall be for one (1) year.
- (c) In case of resignation, recall or for any other reason, where the Vice-Chairman can no longer continue in office, the Member Institution of the Vice-Chairman shall be entitled to designate his replacement for the remainder of the term.
- (d) The Vice-Chairman shall have such powers and duties as the Board may determine.

5. The Secretary General

- (a) The Board shall appoint the Secretary General who shall be nominated by the Chairman, from among the officials of the Member Institution of the country of the Chairman.
- (b) The Secretary General shall be the Chief Operating Officer of the ASSA and shall have the following authority:-
 - (i) to perform all things necessary to ensure the proper functioning of the Secretariat;
 - (ii) to arrange for the accommodation of the secretarial and clerical work of the ASSA;
 - (iii) to be responsible for the submission of the Minutes of the ASSA annual general meeting, the annual report and the audited accounts with respect to the past year and a budget

of income and expenses for the ensuing year during the annual ASSA meeting and for the approval of the Member Institution during the annual general meeting of ASSA; and

- (iv) to be responsible for preparing and maintaining the records of the proceedings of the Board.

ARTICLE VI

TERMINATION OF OFFICE

Any member of the Board shall cease to hold office upon his resignation or withdrawal, disability, substitution or recall of his nomination by the Member Institution that he represents.

ARTICLE VII

SECRETARIAT

There shall be established a Secretariat to be headed by a Secretary General which shall be located in the country of the Chairman.

ARTICLE VIII

ASSOCIATION MEETING PROCEDURES

1. The ASSA shall meet at least once a year or as often as the Board may deem necessary.

2. Notice of an ASSA meeting shall be transmitted to each Member Institution by the Secretary General. Such notice shall contain the items of the agenda. Whenever practicable, a working paper on each item of the agenda shall be prepared by the Secretary General or a Representative of a Member Institution shall accompany such notice.
3. The decisions or resolutions of the ASSA shall be taken or passed by consensus unless the ASSA decides otherwise.
4. The Member Institution of the same Member Country shall have one (1) collective vote.
5. Except in the case of amendment of this Agreement or the dissolution of the ASSA, any other matters of concern to the Member Institution not provided for by this Agreement shall be determined by the ASSA through ordinary procedures.

ARTICLE VIIIA

ASSA ANNUAL GENERAL MEETING

- 1) An annual general meeting of the ASSA shall be held not later than the month of September every year and the meeting procedures sets out in Article VIII shall be applicable.
- 2) The matters sets out below shall be conducted at the ASSA annual general meeting:-

- (a) The election of the succeeding Chairman and Vice-Chairman;
 - (b) the amendment and/or confirmation of the Minutes of the ASSA annual general meeting with respect to the past year;
 - (c) the approval of the annual report, audited accounts with respect to the past year; and
 - (d) the approval of the budget of income and expenses of the ensuing year.
3. Chairman of ASSA shall preside as chairman at every annual general meeting of the ASSA. In the event of the absence of the Chairman, the Vice-Chairman or such Head of Member Institution as the Board shall elect from among those Member Institution present at the annual general meeting, shall preside as Chairman at the annual general meeting.

ARTICLE IX

QUORUM

1. The presence of the members of the Board representing more than one-half of the Member Country shall constitute a quorum for the transaction of business by the ASSA.
2. Matters requiring major decisions shall require the presence of all members of the Board representing all the Member Country.

ARTICLE X
WRITTEN RESOLUTIONS

A resolution in writing, duly signed by all members of the Board, shall be considered as a resolution passed at a regular meeting.

ARTICLE XI
FINANCES

1. The cost of providing office space and equipment for the Secretariat shall be borne by the Member Institution of the Member Country where the Secretariat is located.
2. The costs incurred in ASSA meetings shall be borne by the Member Institution of the host country.
3. Travel, board and lodging expenses of members of the Board shall be for their own account.

ARTICLE XII
AMENDMENT AND DISSOLUTION

1. Amendment to this Agreement and/or the dissolution of the ASSA shall be made by at least two thirds (2/3) vote of all Member Countries at a meeting called for that purpose.

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2. If any Member Institution withdraws from the ASSA, such withdrawal shall not ipso facto prejudice the continued existence of the ASSA.
3. For the purpose of paragraphs I and 2 of this Article XII, Member Institution of the same Member Country shall have one (1) collective vote.

ARTICLE XIII

RATIFICATION AND ENTRY INTO FORCE

This Agreement shall be subject to the ratification by all the Member Institutions. All Member Institutions shall notify the Secretariat that they have ratified this Agreement.

This Agreement shall enter into force on the date of the last written notice aforementioned.