

**Constitution**  
of  
**The Seed Association of Thailand B.E. 2532 (C.E.1989)**

Fourth Amendment B.E. 2543 (C.E.2000)

**Section 1**  
**General**

**Article 1.** The name of this association is The Seed Association of Thailand and its abbreviation is SAT.

**Article 2.** The graphic symbol of the association consists of a triangle and a circle inside the former. In the circle there is a map of Thailand in the background, a hand is pouring seeds on to the palm of another hand. The Thai name of the association appears at the base of the triangle and its English name occupies the other two sides of the triangle.

The hands and the seeds symbolize the flow of quality seeds to planting areas of various regions throughout Thailand. The triangle represents the linkages in research, education and transfer of technology among public and private sectors and farmers in general.

**Article 3.** The headquarters of the association is at 2143/1 Phaholyothin Road, Lad Yao, Chatuchak, Bangkok 10900.

**Article 4.** The objectives of the association are *to provide*:

4.1. A forum for the exchange of knowledge, expertise, and experiences among the members interested in seed technology and related fields.

4.2. A center for meeting to foster relationships among members interested in seed technology and related fields.

4.3. A pool of ideas for the development of seed technology and seed industry and a center for the provision of technical services on seed technology, consulting service on seed industry and business, services related to government rules and regulations on seeds, and a related information service for public and private sectors, members, and interested persons.

4.4. Cooperation between government agencies, state enterprises, and other organizations including the private sector involved in plant breeding, seed production and seed trade, both domestically and internationally. The association shall not involve in any political issue, and shall not set up a billiard table at its office site.

**Section 2**  
**Member**

**Article 5.** The members of the association are of two categories:

5.1. Ordinary members which are of two types:

5.1.1. Personal members *comprising* specialists, students, public employees, businessmen, seedsmen, and interested individuals. Personal membership may be on an annual or lifetime basis.

5.1.2. Institutional members *comprising* organizations and institutes interested in seed-related activities, companies, stores and government organizations. Institutional membership must be on permanent or life basis.

5.2. Honorary members are honorable individuals, experts and benefactors of the association who are invited to become such members by the executive committee.

**Article 6.** To be a member, the following qualifications are required:

- 6.1. Having attained legal age (*sui juris*).
- 6.2. Having good conduct.
- 6.3. Not having any socially offensive disease.
- 6.4. Not being decided by a final court verdict to be a bankrupt, incapable, or legally incapable person, and not being sentenced to imprisonment except for careless or minor offences. Being decided and sentenced by such final verdicts shall be taken into account only at the time of application for membership and during membership period.
- 6.5. In the case of an organization or an institute, it must be a *legal entity*.

**Article 7.** Registration fee and membership maintenance fee

- 7.1. An ordinary personal member on annual basis is required to pay a registration fee of 50 baht and a maintenance fee of 50 baht per year. An ordinary personal member on lifetime basis is required to pay a registration fee of 50 baht and a single maintenance fee of 500 baht.
- 7.2. An ordinary member which is an organization or other legal entity is required to pay a total amount of 5,000 baht as a registration fee together with the first year maintenance fee, and thereafter, a maintenance fee of 2,500 baht per year.

**Article 8.** When applying for membership, *the applicant* shall submit the completed application form endorsed by at least one association member to the secretary general of the association. The secretary general will then present the application form to the executive committee meeting for further consideration, and the secretary shall inform the applicant of *the outcome* without delay.

**Article 9.** If the executive committee approves the application, the applicant shall pay the registration fee and maintenance fee within 30 days after receiving the approval notice from the secretary general. Membership of the applicant begins on the day that the fees are fully paid. If the applicant fails to pay the registration fee and maintenance fee in time, the application shall be canceled.

**Article 10.** Membership of an honorary member begins on the day that the association receives a confirmation letter from the individual invited.

**Article 11.** Membership of a member shall be terminated by any of the following causes:

- 11.1 Death.
- 11.2 Resignation through submitting a written resignation to and upon approval by the executive committee provided that the member is not currently in debt to the association.
- 11.3 Lacking any required qualification.
- 11.4 ~~Dismissal~~ (*Expulsion*) decided by a general meeting of the association or its executive committee.

**Article 12.** The rights and duties of the members are:

- 12.1. The equal right to utilize the place belonging to the association.
- 12.2. The right to propose ideas concerning the operations of the association to its executive committee.
- 12.3. The right to receive welfare provided by the association.

- 12.4. The right to participate in the general meetings of the association.
- 12.5. The right to vote, nominate, be nominated in the election of the executive committee, and the right to be appointed as a member of the committee. In voting, each member has one vote.
- 12.6. The right to ask for permission from the executive committee to inspect the documents of the association and its asset accounts.
- 12.7. The right to petition the executive committee to organize an extraordinary meeting.
- 12.8. The duty to strictly comply with the rules and regulations of the association.
- 12.9. The duty *to behave well and enhance the* prestige of the association.
- 12.10. The duty to cooperate with, and render support to, the association in pursuing its activities.
- 12.11. The duty to take part in activities organized by the association.
- 12.12. The duty to promote the goodwill of the association.

### **Section 3** **The Operations**

**Article 13.** The association shall have an executive committee to formulate its operational policies and budgeting, and to oversee the management of its activities and finances in line with its *agreed* policies. The committee shall consist of at least 15, but not more than 30, members. During its general meeting, a member of the association shall be elected to be its president. The president will then form an executive committee. The posts and duties or responsibilities of various committee members are as follows:

- 13.1. President, to be the chief executive of the association and its representative in dealing with outsiders, and to chair the executive committee meetings and the general meetings of the association
- 13.2. Vice President, to be the assistant to the president and to carry out the duties assigned by the latter including to chair the executive committee meeting and the general meeting of the association.
- 13.3. Secretary General, to be the chief of personnel responsible for the supervision of staff and the management of activities in accordance with the policy framework, and to act as secretary to the various meetings of the association.
- 13.4. Treasurer, to control and inspect the management of the budget and assets of the association and to inspect and certify the balance sheet.
- 13.5. Reception Officer, to welcome guests and to build relationships between the association and its members and related organizations.
- 13.6. Registrar, to prepare and update the membership list, to compile members' bio data, to issue membership ID cards, and to check membership status of the members.
- 13.7. Public Relations Officer, to publicize the *status* and activities the association in order to make them widely known to the members and general public.
- 13.8. Other posts, as the executive committee considers appropriate, but the total number, including the abovementioned posts, shall not exceed the number *as listed* above. If the executive committee does not give a specific name to a post, the committee member is referred to as a central member of the committee.

**Article 14.** The term of each executive committee shall be two years. When the term of an executive committee comes to an end, the outgoing executive committee shall continue acting until the new executive committee is officially registered by the responsible public authority. The

transfer of work from the outgoing committee to the new committee shall be completed within 30 days after the official registration of the latter.

**Article 15.** If a post in the executive committee becomes vacant before the end of the term, the committee shall appoint a suitable association member to fill that post. The term of the substitute committee member shall last till the end of the term of the replaced committee member.

**Article 16.** Aside from the ending of the term, committee membership shall be terminated by any of the following causes:

- 16.1. Death.
- 16.2. Resignation.
- 16.3. Termination of membership of the association.
- 16.4. Dismissal\* decided by a general meeting. (*\*expulsion*)

**Article 17.** An executive committee member who wishes to resign shall do so by submitting a *letter of resignation to the executive committee, and membership is terminated upon approval of that letter.*

**Article 18.** Authorities and duties of the executive committee

- 18.1. Authority to set rules for members provided that such rules do not conflict with this constitution.
- 18.2. Authority to appoint and dismiss *staff* of the association.
- 18.3. Authority to appoint advisory committees or sub-committees *provided* the term of such committees shall not go beyond that of the appointing executive committee.
- 18.4. Authority to call an annual general meeting and an extraordinary meeting.
- 18.5. Authority to appoint executive committee members to other posts not specified in this constitution.
- 18.6. Authority to manage the activities of the association to satisfy its objectives including other authorities as set out in this constitution.
- 18.7. Responsibility in the overall management of the association including its finances and total assets, *and to approve its annual budget in November of each year.*
- 18.8. Duty to arrange an extraordinary meeting within 30 days after receiving a petition signed by at least one third of the total members of the association.
- 18.9. Duty to prepare acceptable document records on finances, assets, and activities of the association to be ready for inspection by requesting members.
- 18.10. Duty to prepare minutes of meetings for further reference and distribution to members.
- 18.11. Other duties as set forth in this constitution.

**Article 19.** The executive committee shall meet at least four times a year to discuss the matters concerning the management of the activities of the association.

**Article 20.** For an executive committee meeting to constitute a quorum, at least one third of the committee members must be present. Unless the constitution states otherwise, a decision shall be reached by a majority and if different opinions have equal number of votes, the chairperson shall make a definite decision.

**Article 21.** If the president and the vice president are not present in or are not able to chair an executive committee meeting, the committee members present there shall elect one among themselves to chair that particular meeting.

#### **Section 4 General Meetings of the Association**

**Article 22.** The general meetings of the association are of two categories:

- 22.1. Ordinary meetings.
- 22.2. Extraordinary meetings.

**Article 23.** The executive committee shall organize an annual ordinary meeting in *February each year and propose that the annual budget approved by the committee be finally agreed in that meeting.*

**Article 24.** An extraordinary meeting may be organized if the executive committee considers it necessary or if the committee receives a petition signed by at least one third of the total association members.

**Article 25.** The written *agenda* of a meeting of the association shall be sent by the secretary general to all members and posted at the office of the association at least seven days before the meeting. The date, time, and place must be clearly stated.

**Article 26.** The agenda of an annual ordinary meeting must include, at least, the following:

- 26.1. Presentation of activities of the previous year.
- 26.2. Presentation of the accounts of income, expenditure, and balance sheet of the previous year.
- 26.3. Approval of the annual budget.
- 26.4. Election of the association president *if that is due*
- 26.5. Election of an auditor.
- 26.6. *Any other business.*

**Article 27.** For an annual ordinary meeting or an extraordinary meeting to constitute a quorum, at least one third of or at least 40 ordinary members must be present. If not enough members are present at the scheduled time, the meeting shall be delayed for a considerable length of time. If still not enough members are present by the extended time, the meeting shall be postponed to the next meeting which shall be held in not less than 15 days and not more than 45 days. The subsequent meeting shall constitute a quorum regardless of the number of members attending. For an extraordinary meeting organized in response to a petition *from members*, it shall be irrevocably cancelled *if there is not a quorum* at the first meeting.

**Article 28.** Unless the constitution states otherwise, a decision on any issue by a general meeting of the association shall be reached by a majority and if different opinions have equal number of votes, the chairperson shall make a ~~definite~~ *final* decision.

**Article 29.** If the president and the vice president are not present in, or are not able to chair, a general meeting, the meeting shall elect a committee member present there to chair that particular meeting.

## **Section 5 Finances and Assets**

**Article 30.** All finances and assets of the association shall be under the responsibility of the executive committee. Cash, if any, shall be deposited in Kasetsart Branch of The Government Savings Bank or in one or more other commercial banks for the ease of financial management.

**Article 31.** Signing a bill or a cheque on behalf of the association requires the signatures of at least two of its three authorized persons and a stamp of its symbolic seal:

31.1. In cases of (a) drawing the money from association's central budget, which is under the custody of the treasurer, for the expenses in its annual budget or (b) drawing the money from contingency budget earmarked in the annual budget or (c) spending the money at the amount under the authority of the president or the executive committee, the signature of the president or acting president together with that of the treasurer or the secretary general are required.

31.2. In case of spending money from the annual budget, formerly approved by the executive committee and agreed upon in the annual general meeting, which is under the authority of manager of the association, the signature of the manager or acting manager together with that of the financial officer or other officer authorized by the manager are required.

**Article 32.** The president shall have the authority to spend the money of the association *up to a maximum of 500,000* (five hundred thousand) baht for each payment. Spending a larger amount needs a prior approval from the executive committee. The total amount of payments shall be within the limit of the annual budget agreed upon in the annual general meeting.

**Article 33.** The finance section of the association shall have the authority to keep an *amount not exceeding 5,000* (five thousand) baht in cash. Money in excess of this amount shall be deposited in the bank accounts of the association.

**Article 34.** The manager of the association shall have the authority to spend the money provided in the annual budget *up to a maximum of 300,000* (three hundred thousand) baht per payment.

**Article 35.** The financial accounts section of the association shall prepare acceptable accounts of income, expenditure and balance sheet, keep accompanying or supporting documents on income and expenditure, and issue receipts under the supervision and inspection of the treasurer.

**Article 36.** The auditor shall have the authority to demand documents on finances and assets from the executive committee and to call committee members or *staff of the association* for inquiry on accounts of finances and assets.

**Article 37.** The executive committee shall cooperate with the auditor upon request.

## **Section 6**

### **Amendment of Constitution and Dissolution of the Association**

**Article 38.** Amendments to the constitution shall be made only by resolution from a general meeting of the association with the attendance of at least one third of, or at least 40, ordinary members. The resolution to *make* an amendment requires at least two thirds of the votes from the members present in the meeting.

**Article 39.** Dissolution of the association shall be made only by resolution from a general meeting of the association, *except in the case of dissolution by cause of law*. The resolution to dissolve the association requires three quarters of the votes from the members present in the meeting which requires the attendance of at least one third of, or at least 40, ordinary members.

**Article 40.** If the association is dissolved by any cause, the assets remaining after account clearing shall be transferred to the Department of Agricultural Extension.

## **Section 7**

### **Transitory Provisions**

**Article 41.** This amended constitution shall be effective from the date of approval by the ordinary general meeting.

**Article 42.** Following official registration of the association as a *legal entity*, all who took initiative in founding the association shall become its ordinary members, and act as its executive committee members to campaign for more members. After having a *sufficient* number of members, a general meeting shall be organized for an election *to establish its* first executive committee. The said general meeting shall be held within one year from the date *of the official registration of the association as a legal entity*.

(Translated from its Thai version by Pranom Saisawat in April 2006)