

SECURITIES AND EXCHANGE COMMISSION
FOR PAYMENT
CORPORATE AND LEGAL DEPARTMENT

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ARTICLE II - BOARD OF DIRECTORS

Section 2. QUALIFICATIONS FOR ELECTION OR APPOINTMENT TO ANY OFFICE OR COMMITTEE IN THE SOCIETY - Unless otherwise provided in these By-Laws, no person may be elected to any office or appointed to any position unless s/he is a member of the Society in good standing.

Section 3. EXECUTIVE OFFICERS - The Executive Officers shall be composed of the President, Vice-President, Secretary, Treasurer and Auditor. The selection of executive officers shall be made by the Board from among its elected members..

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Section 4. POWERS AND FUNCTIONS OF THE EXECUTIVE OFFICERS -

President - The President shall be the Chief Executive Officer of the Society. In addition to the duties as such, he shall preside in all meetings of the Board of Directors where he is Chairman, and those of the members of the Society. He shall execute all resolutions and/or decisions of the Board. He shall be in charge of directing and overseeing the activities of the Society. He shall appoint and have control over all members of the Society, review and approve expense vouchers. Together with the Secretary of the Society, he shall present to the Board and the members an annual budget and, from time to time as may be necessary, supplemental budgets. He shall submit to the Board as soon as possible at the close of each fiscal year, and the members of the society, a complete report of the activities and operations of the Society for the fiscal year under his term.

Vice-President - The Vice-President shall exercise all powers and perform all duties of the President during the absence or incapacity of the latter and shall perform duties that may be assigned by the Board.

Secretary - The Secretary shall give all the notices required by these by-laws and keep the minutes of all meetings of the members and of the Board of Directors and of all meetings of all committees, in a book kept for the purpose. He shall keep the seal of the society and affix such seal to any paper or instrument requiring the same. He shall have custody of the correspondence files and all other papers that are to be kept by the Treasurer. He shall maintain the members' register, have charge of the bulletin board at the principal office of the Society. He shall also perform all such other duties and work as the Board may from time to time assign to him.

Treasurer - The Treasurer shall have charge of the funds, receipts and disbursements of the Society. He shall keep all moneys and other valuables of the Society in such bank(s) as the Board may designate. He shall keep and have charge of the books of accounts which shall be open to inspection by any member of the Board, whenever required, and give an account of the financial condition of the Society and of all transactions made by him as Treasurer. He shall also perform such other duties and functions as may be assigned to him from time to time by the Board.

Auditor - The Auditor shall examine financial records and audit money. He shall also perform other functions as may be provided for by the Board of Directors.

Section 4. TERM OF OFFICE - The term of office for all Board Members shall be for two years without prejudice to re-election. However, no Board Member may occupy the position of president for more than two consecutive terms (4 years).

Section 5. Should the presidency become vacant before the end of the prescribed period, the vice-president shall then become president for the unexpired term. If both the president and the vice-president are unable to hold office, it shall be the duty of the Board to elect a president and vice-president from among the members of the Board to serve the unexpired term of office of the president.

Section 6. The immediate past president shall automatically become a non-voting member of the Board in the succeeding year if s/he is not a current member of the Board, provided that s/he shall not serve as an executive officer.

Section 7. The Board shall hold meetings at least once every quarter at a time and place to be set by the Board.

ARTICLE III - MEMBERSHIP

Section 1. ELIGIBILITY FOR MEMBERSHIP - Any person interested in advancing the objectives of the Society shall be eligible for membership.

Section 2. TYPES OF MEMBERSHIP - The Society shall consist of regular, associate, honorary and corporate members.

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2.1. Anyone who has at least a BS degree and has training or experience in natural products work in a recognized institution may become a REGULAR MEMBER upon the approval of the membership committee and payment of dues.

2.2. Anyone who is interested in and supports the activities of the Society may become an ASSOCIATE MEMBER upon the approval of the membership committee and payment of dues.

2.3. Any eminent scientist who has contributed significantly to the field of natural products, or who has given outstanding service to the Society, shall be eligible as an HONORARY MEMBER upon endorsement of the Membership Committee and the unanimous approval of the Board. Honorary members are exempted from the payment of dues.

2.4 Any company, institution, corporation or partnership, which is in a capacity to support the objectives of the Society is eligible to be a CORPORATE MEMBER. The Board of Directors shall review and approve applications for corporate membership and determine appropriate contributions.

ARTICLE IV - DUTIES, RIGHTS AND PRIVILEGES OF MEMBERS

Section 1. DUTIES, RIGHTS AND PRIVILEGES OF REGULAR, ASSOCIATE AND CORPORATE MEMBERS - The following are the duties, rights and privileges of regular, associate and corporate members:

- a. Members are expected to attend at least one scientific meeting every year, and at least one Annual Convention every two years.
- b. Members are invited to present their work, or otherwise actively participate, in the Society's scientific and technical sessions or other discussions relevant to the practice of natural products, Society publications or other Society activities.
- c. Members shall receive a free copy of the Society's regular newsletter.
- d. Members shall be entitled to attend all scientific or technical meetings, workshops, or other general meetings subject to payment of the appropriate registration fee.
- e. A certification of membership shall be awarded to all members covering the term of their current membership.

Section 2. ADDITIONAL RIGHTS AND PRIVILEGES OF REGULAR MEMBERS - The following are additional rights and privileges of regular members:

- a. Members shall have the right to vote at the Society's elections.
- b. Members shall be eligible for nomination for elected position to the Board of Directors.

Section 3. CERTIFICATION OF PARTICIPATION - Upon the member's request, certification of participation at various scientific and technical meetings, workshops, other general meetings and Annual Conventions may be issued by the Society.

ARTICLE V - COMMITTEES

Section 1. The Board of Directors may create such committees as may be necessary to aid in the management and activities of the Society. The tenure of all committee appointments shall be coterminous with that of the President unless otherwise provided for in the Constitution and By-Laws, or as approved by the general membership.

Section 2. MEMBERSHIP COMMITTEE - There shall be a MEMBERSHIP COMMITTEE consisting of three or more members of the Society to be appointed by the President. The Membership Committee shall be responsible for promotion of membership, evaluation and screening of applications for membership, management of the membership database, and maintaining contacts with individual members.

Section 3. FINANCE COMMITTEE - There shall be a FINANCE COMMITTEE which shall be responsible for the fund-raising activities of the Society. This Committee shall be composed of three or more members and shall be chaired by the Treasurer.

Section 4. EDUCATION COMMITTEE - There shall be an EDUCATION COMMITTEE which shall be responsible for the planning and organization of seminars, symposia, and other scientific or technical meetings. This Committee shall be composed of three or more members and shall be appointed by the President.

Section 5. STAFF - The Society, through the Board of Directors, may appoint administrative, clerical, or other staff or other contractual personnel to carry out specific tasks for the Society.

ARTICLE VI - MEETINGS

Section 1. ANNUAL CONVENTION - The Society shall hold an Annual Convention which shall include a general meeting of the Society, scientific paper presentations, exhibits, other technical sessions, and the transaction of the Society's official business which shall include the general and/or special election and general meetings.

Section 2. The Annual Convention shall be held every December of each year. The time and place of the Annual Convention shall be determined by the Board of Directors.

Section 3. SCIENTIFIC MEETINGS - The Society shall hold scientific meetings through seminars, workshops, symposia and fora.

Section 3. BOARD MEETINGS - Meetings of the Board, other than the Annual Convention shall be determined by the President.

Section 4. Attendance at Board meetings of 50% + 1 of the members of the Board is needed to constitute a quorum.

ARTICLE VII - ELECTION

Section 1. General elections for the members of the Board of Directors shall be held every two years during the Annual Convention.

Section 2. The general elections shall be conducted by an Elections Committee which shall be organized for this purpose. Members of the Elections Committee shall not be eligible for nomination.

Section 3. Only regular members in good standing shall be eligible for nomination to an elected position. Eligibility of nominees shall be determined by the Membership Committee.

Section 4. Only regular members in good standing shall be eligible to vote in the general election. Eligibility of voters shall be determined by the Membership Committee.

Section 5. Any person who is nominated must be present during the election or must have expressed his willingness to serve.

Section 6. Members of the Board shall be elected by majority vote of the members present during the Annual Convention.

Section 7. Voting shall be conducted by means of secret ballot.

Section 8. In case of a tie, this shall be resolved by the general assembly.

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ARTICLE VIII - FUNDS

Section 1. FUNDS - The funds of the Society shall be derived from the membership dues, gifts, donations or benefits.

Section 2. MEMBERSHIP DUES - Membership dues, as well as other Society dues, shall be determined by the Board of Directors with the advice of the Finance Committee.

Section 3. Members in arrears for over two years shall be dropped from the rolls of the Society; members shall be reinstated upon payment of dues.

Section 4. Annual dues for membership are initially prescribed as follows:

Application Fee - P50.00

Annual Fee : Regular - P150.00; Associate - P100.00

10-Year Membership Fee (for regular members only) - P1,000.00

Section 5. Dues shall be payable to the treasurer upon approval of new membership. Membership starts upon approval of the Membership Committee and payment of fees.

Section 6. The fees collected from the 10-year membership fee (for regular members only) shall be treated as a Trust Fund and be managed by the Finance Committee. Only the interest earned from this Fund may be spent by the Society.

Section 7. The Board of Directors may, as appropriate, recommend revisions in the schedule of membership fees, including the amount and period. Such recommended revisions shall be submitted for approval and shall require a majority vote by the general membership present at the Annual Convention.

Section 8. REGISTRATION FEE - The Registration Fee to the Annual Convention and Scientific Meetings shall be determined by the Board of Directors from year to year.

Section 9. DISBURSEMENTS - Withdrawal from the funds of the Society, whether by check or any other instrument shall be signed by the Treasurer and countersigned by the President or Vice-President. If necessary, the Board may designate other signatories.

Section 10. FISCAL YEAR - The fiscal year of the Society shall be from January 1st to December 31st of each year.

ARTICLE IX - PUBLICATIONS

Section 1. The Society shall have publications whose nature will be determined by the Board of Directors.

Section 2. The Editors of the publications shall be appointed by the Board.

ARTICLE X - CORPORATE SEAL

Section 1. The corporate seal of the Society shall be in such form and design as may be determined by the Board.

ARTICLE XI - AMENDMENTS

Section 1. The By-Laws may be amended by ^{a majority vote of the Board of Trustees and the vote of at least a majority of the members} during the Annual Meeting. The proposed amendments should be submitted to the Board before the annual meeting. *The members*
7/3/20

Adopted this 25th day of April, 1996 in Q.C. by the affirmative vote of the undersigned members representing a majority of the members of the Society in a special meeting duly held for the purpose.

L. B. Cardenas

LOURDES B. GARDENAS

Anany M. C. Paano

ANANY M. C. PAANO

Fabian Dayrit

FABIAN DAYRIT

Gisela P. Concepcion

GISELA P. CONCEPCION

Nemesio E. Montano

NEMESIO E. MONTAÑO

Amelia P. Guevara

AMELIA P. GUEVÁRA

Maribel G. Nonato

MARIBEL G. NONATO

Alivia M. Aguinaldo

ALIVIA M. AGUINALDO

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