



APQN Constitution

(Version 9.0, December 2019)

The Records of the Amendments of APQN Constitution

| Date | Version | Brief Description of the Amendments |
|-----------------|-------------------------|--|
| April, 2004 | 1 st version | Preliminary discussion, formulating draft |
| October, 2004 | 2 nd version | Fundamental contents |
| November, 2004 | 3 th version | Fundamental contents |
| January, 2005 | 4 th version | Fundamental contents |
| April, 2006 | 5 th version | Further improvement |
| February, 2007 | 6 th Version | Add a new member category: Institution Member |
| February, 2008 | 7 th version | Define the responsibilities of the Secretariat; modify the voting rights of co-elected Board directors |
| March, 2014 | 8 th version | Determine that immediate Past President is Board director (Ex Officio); modify the term of APQN Board |
| September, 2019 | 9 th version | (1) Adding the member category of "Individual Member"; (2) adding APQN mission, value, vision and goal which APQN has implemented for more than a decade; (3) adding the benefits of APQN members according to "APQN Procedure Manual" released in 2018; (4) some expressions that might cause confusion; and (5) a few more changes have been made to fine tune Constitution. |

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I. Name

1. An organization is established under the name of the Asia-Pacific Quality Network Inc. (APQN).
2. APQN intends to operate as a regional network in association with the International Network for Quality Assurance Agencies in Higher Education Incorporated (INQAAHE).
3. APQN is a non-profit, non-government organization.
 - 3.1. APQN's mission is to enhance the quality of higher education in the Asia-Pacific Region through strengthening internal and external quality assurance in all kinds of organizations and extending the cooperation among them;
 - 3.2. APQN is committed to the quality of higher education and is supportive of both internal and external quality assurance in the Asia-Pacific Region;
 - 3.3. APQN's vision is to promote quality culture and develop self-sustaining organizations. APQN being the first point of reference, will advise and support, enhance interaction and share information among member organizations;
 - 3.4. The ultimate goal of APQN is "Dissolving Boundaries for a Quality Region".

II. Purpose

4. The purpose of APQN is:
 - 4.1. to promote good practices in developing an effective and comprehensive quality culture of higher education in the Asia-Pacific Region;
 - 4.2. to foster research activities in quality assurance practices for rebuilding the employability oriented higher education in Asia Pacific Region;
 - 4.3. to provide advice and expertise in order to assist in the development of new quality assurance organizations in the region;
 - 4.4. to facilitate cooperation among Quality Assurance Agencies (QAAs) and Higher Education Institutions (HEIs), and recognize each other's decisions and judgment;
 - 4.5. to assist APQN members in determining the quality standards operating across national borders;
 - 4.6. to ensure better-informed international recognition of qualifications throughout the region;
 - 4.7. to assist in the development and application of credit transfer systems;
 - 4.8. to enhance the mobility of students between institutions both within and across national borders;
 - 4.9. to make the APQN members aware of and alert against the dubious accrediting practices

and organizations;

4.10. to promote the interest of the Asia-Pacific Region by effective representation vis-à-vis interacting with other networks and international organizations.

III. Methods

5. APQN achieves its purpose through a range of methods, including:

5.1. dissemination of information through APQNews, documents, journals, anthologies and books, whether in paper-based or electronic form;

5.2. training and development through seminars, workshops, conferences and staff capacity building;

5.3. developing and using databases of experts and good practices both in EQAA and international networks such as INQAAHE, CHEA/CIQG and other appropriate organizations working on accreditation and quality assurance in education;

5.4. recognition and dissemination of good practices through Asia-Pacific Quality Register (APQR), Asia-Pacific Quality label (APQL) and APQN Quality Awards (AQA) and so on;

5.5. other appropriate means as determined by the General Council or the Board.

IV. Finance

6. The APQN's financial year is from January 1 to December 31. The APQN Annual Financial Statement must be audited and published in the "APQN Annual Report".

7. Funding for APQN is derived from membership fees, grants, donations or other earnings and fees. APQN may seek donations and may derive income as determined by the General Council or Board for a period of 3 years.

8. APQN may set fees and levy charges for its products and services.

9. APQN owns intellectual property rights for the paid products or fully-supported projects that are under the APQN budget.

10. Membership fees are set as determined by the General Council.

11. The assets and income of APQN shall be applied solely in furtherance of its above-mentioned purpose, and no portion shall be distributed directly or indirectly to the members of the organization except as bona fide compensation for services rendered, or expenses incurred on behalf of the organization.

V. Membership

12. APQN has five categories of membership: Full Member, Intermediate Member, Associate Member, Institutional Member and Individual Member.
 - 12.1. Full Members are either organizations responsible for assuring the academic quality of post-secondary institutions or education programs other than their own, or organizations responsible for assuring the quality of external quality assurance agencies, which meet the conditions for membership as expressed in the membership criteria of APQN, as decided by the General Council.
 - 12.2. Intermediate Members are either organizations responsible for assuring the academic quality of post-secondary institutions or education programs other than their own, or organizations responsible for assuring the quality of external quality assurance agencies, but which do not fully meet the conditions for membership as expressed in the membership criteria of APQN, as decided by the General Council.
 - 12.3. Associate Members are organizations with a major interest and active involvement in evaluation, accreditation and quality assurance in higher education, but without the responsibility for assuring the quality of institutions, education programs, or external quality assurance agencies as described in Section V. Clause 12.1.
 - 12.4. Institutional Members are institutions of higher education in the region that are in good standing with the relevant quality assurance agency if one exists.
 - 12.5. Individual Members are representatives of academic or the QA community with a major interest and active involvement in the development of quality and research in higher education and the purpose of APQN.
13. APQN grants Observer status to those who are interested in Outside the Asia-Pacific Region, including external QAAs; institutions with a major interest in evaluation, accreditation and quality assurance in higher education; other regional networks that have major interests and strong links with the region.
14. Those within the APQN region who satisfy the membership criteria referred to in Section V. Clauses 12.1-12.5, are accepted as members of APQN on completion of the online 'Membership Application' and payment of the initial joining fees and annual membership fee determined by the General Council.
15. The procedure for admission is as follows:
 - 15.1. the Secretariat verifies that the request for membership complies with either of the conditions mentioned in Section V. Clauses 12.1-12.5 and makes a recommendation about the membership category; and
 - 15.2. the Secretariat's recommendation is presented to the Board for approval.
16. Only Full and Intermediate Members are eligible to participate in the governance and administration of APQN.

17. Associate, Institutional and Individual Members may participate in the Annual General Meeting (AGM) and other meetings of the General Council, but without the right to vote.
18. All members may:
 - 18.1. benefit from APQN's activities, collaborate in the attainment of APQN's purposes; and exercise their rights according to this Constitution.
 - 18.2. participate in APQN Academic Conferences (AAC) and AGMs, APQN online forums and other APQN meaningful events;
 - 18.3 promote members' branding by using the APQN logo on their website or relative documents;
 - 18.4 develop different kinds of collaborations among QAAs and HEIs through AACs;
 - 18.5 co-organize international seminars, workshops or forums together with APQN in the local context;
 - 18.6 apply for the annual APQN Award;
 - 18.7 have access to the Consultant Data Base and get advice on general and specific QA matters;
 - 18.8 receive APQNews, the Annual Report, the APQN Brochure and other documents in e-form;
 - 18.9 publish their qualified research papers in the APQN Anthology after AAC.
19. All members undertake to:
 - 19.1. abide by this Constitution;
 - 19.2. comply with APQN decisions and resolutions; and
 - 19.3. pay, in due time, the fees or any other contributions determined in accordance with this Constitution.
20. The procedures for disciplining of members are as described in Section V. Clauses 21 .21.4 and 32.6, and in Section IX.
21. Membership is withdrawn if the member:
 - 21.1. withdraws its membership in writing to the Secretary;
 - 21.2. fails to maintain the conditions that allowed their initial admission, as set out in this Constitution;
 - 21.3. does not fulfill the obligations set out in this Constitution; or
 - 21.4. acts in APQN's name without authorization.
22. All members will be listed in the online register on the APQN website.
23. All members may, upon request, view any records and relevant documents of APQN if not available on the website provided that they peruse the documents in person and by

appointment.

24. Notwithstanding anything in this Constitution, no member organization shall be expected, by virtue of its membership of the Network, to do anything that contradicts the rules and requirements of that organization.

VI. Governing Bodies

25. The governing bodies and authorities of APQN are the General Council and the Board.
26. The General Council is comprised of Full Members, Intermediate Members, Associate Members, Institutional Members and Individual Members of APQN, each represented by one nominated person.
27. The General Council shall meet at least once every year and notice of the meeting shall be given via email at least 21 days in advance.
28. All APQN notices to APQN members shall be given via e-mail and published on the APQN website.
29. The Full and Intermediate Members present at an in-person meeting of the General Council constitute a quorum for the meeting; for an electronic meeting, 30% of the Full and Intermediate Members of APQN constitute a quorum.
30. Full and Intermediate Members are entitled to vote by proxy at the AGM using an appointment of proxy form available on request.
31. Elections for the Board of Directors will be held by electronic ballot, or other means, according to the procedures agreed by the General Council.
32. The responsibilities of the General Council are to:
- 32.1. elect the President, Vice-President and other four Directors of the Board;
 - 32.2. consider the reports from the Board;
 - 32.3. set the annual fees and any other contribution to be paid by members;
 - 32.4. consider and approve APQN annual financial statements;
 - 32.5. make decisions necessary for the satisfactory operation of APQN; and
 - 32.6. exclude, on the recommendation of the Board, any member who disregards this Constitution.
33. Meetings of the General Council shall be conducted by the President (or in the absence of the President the Vice-President, or in the Vice-President's absence, by a Chair elected by the General Council for this purpose) and in accordance with accepted meeting procedures.
34. The decisions of the General Council shall be adopted by a simple majority of voting members.

35. Amendments to the APQN Constitution will require a three-quarters majority vote of the Full and Intermediate Members, and at least 21-day notice will be given of any resolution to alter the APQN Constitution.

VII. The Board

36. The Board of APQN consists of the President, immediate Past President, Vice-President and Secretary/Treasurer(ex-officio), and four other elected directors, and other directors whom the Board may decide to co-opt, to a maximum of four co-opted directors on the Board, provided immediate past president can have only one term ex-officio, if he/she has already served 3 successive elected terms on the Board.
37. Each elected Board director is nominated from Full and Intermediate Member organizations.
38. No two elected Board directors should be from the same member organization.
39. The Board is elected by the General Council for a three-year period. Re-election to the Board or any position on the Board is permitted for a maximum of three successive terms, provided that re-elections can be sought by any member after a gap of at least one term.
40. The role of the Board is to:
- 40.1. actively promote the functions provided for in this Constitution; and
 - 40.2. implement the decisions of the General Council.
41. In furtherance of this objective, the Board may establish committees, such as the Membership Committee, the Finance Committee, the Office Bearers, etc.
42. The Board will appoint Project Group Leaders who, if not already directors of the Board, may be co-opted as directors of the Board to a maximum of two co-opted Project Group Leaders as outlined in Section VII. Clause 36.
43. The Board shall appoint a Secretariat, which must be a Full of Intermediate Member and whose Chief Executive or nominee shall be the Secretary/Treasurer of APQN and a director of the Board ex-officio. No member of APQN is eligible to host the Secretariat for more than three successive terms, provided that re-hosting can be sought after the gap of at least one term.
44. The Board shall meet in person no less than once a year. Each meeting shall be conducted by the President (or in the President's absence the Vice-President, or in the Vice-President's absence, by a Chair elected by the Board for this purpose) and in accordance with the accepted meeting procedures. Fifty percent of the elected directors of the Board constitute a quorum.
45. The responsibilities of the President are to:
- 45.1. actively represent APQN in all relevant events;
 - 45.2. chair General Council meetings; and

- 45.3. liaise on behalf of APQN with INQAAHE and other organizations.
46. The responsibilities of the Vice-President are to:
 - 46.1. serve as the President's backup where designated;
 - 46.2. monitor the activities of the Project Groups; and
 - 46.3. chair the Finance Committee.
47. The responsibilities of the Secretary/Treasurer are to:
 - 47.1. arrange for APQN's publications and website;
 - 47.2. prepare APQN Annual Reports;
 - 47.3. keep and maintain APQN's records (including the register of members);
 - 47.4. arrange and record the meetings of the General Council and Board;
 - 47.5. collect fees and subscriptions;
 - 47.6. maintain any necessary bank accounts and make payments as required;
 - 47.7. prepare APQN's financial statements for presentation at the AGM, and
 - 47.8. carry out decisions of the Board and the General Council.
48. All cheques, drafts and bills must be authorized by the President, the Secretary/Treasurer or atleast2directors of the Board.
49. The directors of the Board will have custody of all relevant APQN documents. In the event of a Board director surrendering their position, all the documents will be handed over to acting directors of the Board.
50. Occasional vacancies can occur where a Full or Intermediate Member agency with which a Board director is associated
 - 50.1. ceases to be a Full or Intermediate Member of the Network;
 - 50.2. becomes insolvent; or
 - 50.3. the Board director resigns from office by submitting a written notice to the Board thirty days in advance.
51. When an occasional vacancy occurs on the Board, the Board shall make an appointment to fill the vacancy for the remainder of the vacating Board director's term of office.

VIII. Dissolution

52. APQN may be dissolved by a three-quarter majority of voting members at an AGM.
53. Any assets of APQN at its dissolution shall be handed over to INQAAHE unless decided otherwise by the General Council.

IX. Dispute Resolution

- 54. Any disputes over the interpretation of this Constitution shall be resolved by simple majority vote at a meeting of the General Council.**
- 55. Any disputes arising between APQN and one of its members, or between the members, shall be submitted in written form and/or served on the member in question, and shall be presented to the Board for discussion within 14 days after the delivery of the written notice.**
 - 55.1. Failure of the parties to resolve the dispute will result in a mediation meeting with a mutually agreed independent mediator within a further period of 14 days, at the expense of the member organizations.**
 - 55.2. All parties must attempt to resolve the disputes at mediation.**
 - 55.3. Dispute resolution must allow for natural justice to be applied.**

Amended by the sixth Board on September 15, 2019

Approved by the General Council on November 30, 2019