



World Federation of Public Health Associations
Fédération Mondiale des Associations de Santé Publique
Federación Mundial de las Asociaciones de Salud Pública
Всемирная Федерация Ассоциаций Общественного Здравоохранения
世界公共卫生联盟
الاتحاد العالمي لجمعيات الصحة العامة

WFPHA By-Laws

Revised and approved May 2014

ARTICLE I - OFFICES

Section 1 - Principal Office

The registered office of the Federation shall be in the city of Geneva, Switzerland.

Section 2 - Other Offices

The Federation may establish regional and other offices upon majority vote of the Governing Council, as the affairs of the Federation may require.

ARTICLE II - MEMBERS

Section 1 - Categories of Membership

The Federation shall have seven (7) categories of membership:

1. Full Members: National, multidisciplinary public health associations that meet the qualifications stated in the Federation's Constitution (Articles I, II, and III). Each country represented by one or more full member body shall have one vote on all matters to come before the Federation. National umbrella Public Health Associations can be Full members of the WFPHA, but may also apply for Sustaining membership. When a country is represented in the WFPHA by more than one full member, the one vote available is as a rule determined by consensus – either for each vote or by agreeing to a rotating schedule. Where needed, the Council can offer mediation between the involved members.

Newly accepted Full Members become eligible for membership in the Council and Committees and for organizing a World Congress on Public Health after one year of membership.

2. Associate Members: national associations or organizations that meet some but not all of the qualifications stated in the Federation's Constitution (Articles I, II, and III) and which could reapply for Full Members at some time in the future when they meet all the qualifications necessary for Full membership and at the Council's discretion. The membership of Associate members is renewable every three years. Associate members pay dues but cannot vote. They can attend meetings as observers, are encouraged to participate on Federation Working groups and have access to all materials and information WFPHA may provide to its members.

3. Regional Members: Federations of national public health associations or of Schools of Public Health of a geographic region representing three or more countries. Regional members shall promote the objectives of WFPHA within their region. Regional members pay no dues (except for the possibility that they collect the dues of their national members for transfer to WFPHA), do not have voting rights and can attend meetings as observers and have access to all materials and information WFPHA may provide to its members. The Council can allow exceptions to this rule.

WFPHA aims at having regional members from all Regions, as follows:



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Africa (AFPHA)

Americas

Eastern Mediterranean/Middle East

Europe (EUPHA)

South-East & Central Asia

Asia-Pacific

4. Sustaining Members: Organizations that do not meet the qualifications stated in the Federation's Constitution (Articles I, II, and III) but which endorse the principles of the Federation and desire to collaborate with it in reaching its objectives actively or through annual donations. Sustaining members are non-voting but pay dues or contribute services and can attend meetings as observers with access to all materials and information WFPHA may provide to its members. The membership of Sustaining members is renewable every three years.

Acceptable for Sustaining Membership are:

- International organizations covering a wide field within or relevant to public health
- International organizations covering a specific field within or relevant to public health
- National organizations other than Public Health Associations covering a wide field within public health

Not acceptable for Sustaining Membership are:

- National organizations covering a specific limited field within public health

5. Individual Members: Individuals who endorse the principles of the Federation and provide an active in-kind collaboration such as by participation in a Working Group or a monetary donation. Admission requires endorsement by their national Public Health Association. If there is no Full Member association, 2 other Full Members must support the admission. Individual members will receive Federation publications and shall be invited to attend business or committee meetings if indicated by their function in Federation activities. They have no voting rights. Membership terminates on the recommendation of the Membership Committee following the termination of active collaboration.

6. Lifetime Members: Individuals having previously served as Presidents or by judgment of the Governing Council having provided comparable significant service to the Federation may be appointed lifetime members. Lifetime members may participate at GC Meetings but without a vote. Lifetime Members are exempt from annual membership fees and receive complimentary registration to the World Congress of Public Health.

7. Honorary Members: This category of membership will honor persons for a lifetime of commitment and a significant contribution to research, and/or education and/or service which has fundamentally advanced public health internationally. Nominees need not be associated with the Federation. If the nominee is from a country with a member national Public Health Association, this Association is to be informally consulted prior to submission to the GC. Honorary Membership is conferred for life. Honorary membership may be proposed by full member associations or by members of the GC. Honorary Members are exempt from annual membership fees and receive complimentary registration to the World Congress of Public Health.

Section 2 - Election of New Members



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New members of the Federation shall be elected by a two-thirds vote of those present and voting at the annual meeting of the Federation's General Assembly, only after recommendation by the Council following certification by the Membership Committee that the applicant meets the necessary membership criteria. The new member must pay the current year's dues assessment, when applicable.

Section 3 - Terms of Membership

All members shall continue to hold membership in the Federation so long as they maintain the established requirements set forth in the Constitution and so long as annual assessed dues as applicable are paid before the opening date of the annual meeting of the General Assembly of the ensuing year. Member associations unable to meet the dues or services requirement or are requested to show cause for the non-payment of their dues in order to retain the status of a member association. Members that have not communicated such information shall cease to be members of the Federation after a period of time to be determined by the Council.

ARTICLE III - ANNUAL MEETING OF THE WFPHA

Section 1 - Annual Meeting

There shall be an annual meeting (General Assembly) of the Federation's membership. This annual meeting shall be held in a location as designated by the General Assembly. Sixty days' notice shall be given by the President or his/her designate of the date on which the annual meeting of the Federation shall be held. Properly designated and accredited representatives of the member associations shall participate in the proceedings of the WFPHA.

Section 2 - Organization

At each General Assembly, the President, or in the President's absence the Vice-President or a chairperson chosen by a majority of the Full members present, shall act as chairperson of such meeting and preside thereat. A representative from the registered office or the Federation's Main Office, or in his/her absence any representative of a Full Member association present at the meeting, shall act as Secretary of such meeting and keep the Minutes thereof.

Section 3 - Voting

Each Full Member of the Federation shall at each annual meeting of the Federation be entitled to vote in the person of the accredited representative or of the proxy, appointed by an instrument in writing subscribed by such member association and delivered to the Secretary of the meeting, provided, however, that no proxy shall vote after one year of appointment. Any voting member shall have no more than four votes in addition to its own.

Section 4 - Program and Financial Review

The General Assembly shall elect a comptroller or appoint a controlling firm for the yearly review of the financial report. The General Assembly shall vote on the President's yearly report for the preceding year and, after review by the comptroller, on the Treasurer's yearly financial report on income, expenses, and assets for the preceding year.

Section 5 - Quorum At all annual meetings of the Federation, a quorum shall consist of one-quarter of the eligible voting members in attendance or by proxy.

ARTICLE IV - GOVERNING COUNCIL (Short name: Council)

Section 1 - Composition and Term of Office



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The Council shall consist of the following Officers: President, Vice-President/ President-Elect, Immediate Past President, and the Treasurer. In addition, there shall be no less than six nor more than twelve elected Full Members which shall have representation on the Council. Every effort should be made to ensure that all Regions as listed above (Article II, Section 1) shall be represented on the Council. The Council will include one or two member-at-large positions, to be appointed by the Council. When there is no Full Member available to represent a Region, the Council may designate an Associate Member to represent the Region without vote.

The term of office of the elected Council members shall be three years, renewable for one consecutive term. Full Members can be re-elected to the Council after an absence of at least three years following two consecutive terms.

Full Member associations to which the Federation's principal Officers are members cannot be elected to the Council during the principal Officer's term of office. They can be elected to the Council once the Office holder is no longer a principal Officer.

During the time that Full Members are fulfilling formal tasks for the WFPHA, they shall be represented on the Council in addition to those elected, but without a vote.

A designated representative of the Federation's Main office and of the Federation's Regional Offices, and the WHO Designated Technical Officer will also sit on the Council in an *ex officio* capacity.

Section 2 - Liaison functions of elected members of the Council

In addition to the tasks of the Council, its elected members fulfill liaison functions between the WFPHA and their Region. This may include tasks such as providing the WFPHA newsletter editor with information regarding members in their respective region; attending meetings of public health associations within their regions; or promoting and assisting in the establishment of new national, multi-professional public health associations in countries within their regions. In case of multiple representation of the same Region on the Council, the respective members coordinate their efforts. Elected members of the Council report periodically to the Council about developments in their Region. The Council may, on a case to case basis, decide on request for reimbursement of expenses incurred by members of the Council in fulfilling this liaison task or other activities executed on behalf of the Council.

Section 3 - Board of Officers

The Board of Officers acts on behalf of the Council during the interim times between Council meetings. It is composed of the following Officers: President, Vice-President/President-Elect, Immediate Past-President, Treasurer, one other Council member, as determined by the Council, and the Head of the Main Office (*ex officio*).

Section 4 - Organization

At each meeting of the Council and Board the President, or in the President's absence the Vice-President or a chairperson chosen by a majority of the Board members present, shall act as chairperson of such meeting and preside thereat. The representative of the Main office or in his/her absence any representative of a full member association present at the meeting, shall act as secretary of such meeting and keep the minutes thereof.

Section 5 - Voting

Decisions of the Council and Board are by majority vote of those members present at a Council or Board meeting or telephone conference.



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When in Council/Board meetings or telephone conferences the quorum as defined in Article IV, Section 5 is not reached, the representative of the Main Office or his/her designate may ask the members to vote electronically. In that case he/she sends the necessary information and a ballot form to the members and specifies the deadline for responding with “yes” or “no” to specific questions.

A decision shall be considered to have been taken as soon as a motion has been approved or rejected by a majority of the members. Non participation is considered as agreement with the proposal.

Section 6 - Quorum

At all meetings of the Council/Board, a majority of the Council/Board members shall constitute a quorum for the transaction of business.

ARTICLE V - OFFICERS

Section 1 - Principal Officers

The principal Officers of the Federation shall be the President, the Vice-President/President-Elect, the Immediate Past President, and the Treasurer, each of whom shall be selected from the accredited representatives of the Full members.

Section 2 - Election, Term of Office, and Qualifications

The principal Officers of the Federation shall be elected by the General Assembly of the Federation. The term of office of the President shall be for two years. The term of the Vice-President/President-Elect shall be for two years, and the individual shall assume the presidency upon the completion of their term as Vice-President/President-Elect. The Council may decide temporarily not to fill the post of Secretary General, and to have the functions (Section 12) executed by one or more other persons. This decision is to be reviewed annually by the Council in the light of working experience and financial possibilities. The President, Vice-President/President-Elect and Immediate Past President, under the leadership of the President shall submit appropriate recommendations concerning persons and functions to the Council.

Section 3 - Additional Officers

In addition to the principal Officers, the General Assembly may appoint or may elect such other Officers as the General Assembly may deem necessary or advisable, each of who shall hold office for such period of authority and perform such duties as the Council may from time to time determine.

Section 4 - Removal

Any Officer of the Federation may be removed either with or without cause at any time by resolution adopted by a majority of the General Assembly present and voting in regular meeting, or under unusual circumstances, by a majority vote of the Council. The decision of the Council to remove an Officer shall be confirmed by a majority vote of the next following meeting of the General Assembly.

Section 5 - Resignation

Any Officer of the Federation may at any time resign by giving written notice of his resignation to the Council or the President, and unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.



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Section 6 - Vacancies

A vacancy in any office resulting from death, removal, resignation, or any other cause shall be filled for the unexpired portion of the term in the manner prescribed in these By-Laws for regular election to such office.

Section 7 - Remuneration

All Council members will serve on a voluntary, unremunerated basis. No Officer shall be paid for his/her services, although the President can authorize reimbursement of any actual and eligible expenses incurred by an Officer carrying out an authorized task on behalf of the Council.

Section 8 - The President

The President shall have general and active supervision over the activities and affairs of the Federation subject, however, to the control of the Council. The President shall, if present, preside at all meeting of members and at meeting of the Council. The President shall see that all orders and resolution of the Council are carried out. The President may sign, execute, and deliver in the name and on behalf of the Federation, all deeds, mortgages, and bonds; contracts; and other instruments authorized by the Board.

Section 9 - Vice-President/President-Elect

The Vice-President/President-Elect shall have such powers and perform such duties as the Council or the President may from time to time prescribe. At the request of the President or in case of the President's absence or inability to act, the Vice-President/President-Elect shall perform the duties of the President and, when so acting, shall have all the powers of, and be subject to all restriction upon, the President. The Vice-President/President-Elect will sit on the Finance Committee.

Section 10 - Immediate Past President

The Immediate Past President shall act as an ambassador for the Federation in its relations with the Regional offices and other organizations. At the request of the President or in case of the President's and Vice-President/President-Elect's absence, the Past President can be called upon to perform the duties of the President, and when so acting, shall have all the powers of, and be subject to all restriction upon, the President. The Immediate Past President shall ex officio chair the Nominations Committee and the ad hoc Committee for Federation Awards (Article XII).

Section 11 - Treasurer

If so directed by the Council, the Treasurer shall give a bond for the faithful discharge of duties in such sum and with such surety or sureties as the Council shall from time to time specify or approve. The Treasurer shall:

1. have charge and custody of and be responsible for all funds, securities, notes, and valuable effects of the Federation; receive and give receipt for monies due and payable to or receivable by the Federation from any source whatsoever; deposit all such money to the credit of the Federation or otherwise dispose thereof as the Council shall direct; and the Treasurer shall cause such funds to be dispersed by wire transfer, cheques or drafts signed as provided in these By-Laws and be responsible for the accuracy of the amount of, and preserve proper voucher for, all monies dispersed;
2. render to the President, whenever required an account of the financial condition of the Federation and of all transactions as Treasurer;
3. sit on the Finance Committee;



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4. in general, perform all the duties incident to the office of Treasurer and such other duties that may from time to time be assigned by the Council.

Expenditures shall be made within the context of an agreed upon work plan with budget or Annual Budget. Otherwise, any expenditure should be following approval by the Council.

Section 12 - Secretary General

The Secretary General or his/her designate as deemed by the Council shall:

1. keep the Minutes of the meetings of the General Assembly and the Council/Board;
2. see that all notices are duly given in accordance with the provisions of these By-Laws;
3. be custodian of all contracts, deeds, and documents of the Federation and of all its other corporate records except accounting records;
4. see that the books, reports, statements, certificates and all other documents and records are properly kept and filed;
5. in general, perform all duties incident to the office of Secretary General and such other duties that may from time to time be assigned by the President or the Council.

ARTICLE VI - ADVISORY BOARD

Section 1 - Function

The Advisory Board can be called upon to provide advice to the Council as requested by the Federation. Individual members of the Advisory Board can be called upon for specific advice or support. The Chair is to be informed when individual members are contacted.

Section 2 - Composition, appointment and term

The Advisory Board is composed of Lifetime and/or Honorary Members of the Federation and exceptionally other eminent persons in public health or persons with particular experience with relevance to the Federation. It will have between five to eight members. Exceptionally the Council may accept a larger number. Members shall be appointed by the Council for periods of three years, renewable once and exceptionally more often by decision of the Council. The Advisory Board selects its Chair among its members by consensus.

Section 3 - Meetings

The Advisory Board shall meet as requested by the Council and at the triennial Congress. Members of the Advisory Board are exempt from annual membership fees and receive complimentary registration to the World Congress of Public Health.

ARTICLE VII - COMMITTEES AND WORKING GROUPS

Section 1 - Committees

Committees fulfill functions serving the organizational framework of the Federation. In addition to permanent Committees, the Council may appoint interim Committees for activities limited in time. For Committees to be recognized by the Council and General Assembly, their terms of reference and rules of procedures have to be presented.

Further details relating to Committees are specified in the “Guidelines for Committees”.

Section 2 - Working Groups

Working Groups will usually be created to work on theme-related program elements serving to fulfill parts of the Federation’s mission. For Working Groups to be recognized by the Council and General Assembly their terms of reference, rules of procedures and a work program have to be presented. Temporary recognition is possible to allow for the preparation of these documents. Working Groups should have at least three active members.



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Depending on the situation, other terms (Task Force, Study Group, Action Group, etc.) may be used to describe Working Groups. Further details relating to Working Groups are specified in the “Guidelines for Working Groups”.

ARTICLE VIII - OUTSIDE REPRESENTATION OF THE FEDERATION

Section 1 - Representatives

The President and Vice-President are the main representatives of the Federation. From case to case the President may designate other members of the Council, members of the Advisory Board or Chairs of Working Groups to represent the Federation at specific occasions.

Section 2 - Content

The representatives can express support of specific causes in the name of the WFPHA, when these coincide with a Resolution passed by the Federation. Otherwise their support should be expressed in their own name, whereby the representative’s elected function within the WFPHA may be added. Resolutions formally accepted by the General Assembly are public and can be quoted in support of a personal opinion by any person.

ARTICLE IX - WIRE TRANSFERS, CHEQUES, DRAFTS, BANK ACCOUNTS, ETC.

Section 1 - Loans

No loans shall be contracted on behalf of the Federation and no negotiable papers shall be issued in its name unless authorized by the Council.

Section 2 - Wire Transfers, Cheques, Drafts, Etc.

All wire transfers, cheques, drafts, and other orders for the payment of money shall be signed or endorsed by such Officer or Officers of the Federation and in such manner shall from time to time be determined by resolution of the Council.

Section 3 - Deposits

All funds of the Federation not otherwise employed shall be deposited from time to time to the credit of the Federation in such banks and other depositories as the Board shall designate or select.

ARTICLE X - ASSESSMENT FOR SUPPORT OF THE WFPHA

Member associations shall contribute to the support of the WFPHA in the following amounts:

1. Full members pay an annual flat rate based on the country income and number of members for each association. Based on recommendation of the Finance Committee, the Council will determine the rates for the following year and present them to the General Assembly for acceptance. A table of the rates will be appended to the By-Laws.

1b. Regional members may pay the sum of the annual flat rates of its members or of selected members jointly and determine procedures through a Memorandum of Understanding with the Federation.

The Council may reduce or waive membership dues in specific circumstances with due reason given, such as disaster or economic crisis in a specific country, or when in addition to national public health associations a national umbrella public health association is a member of WFPHA and multiple payments for their individual members are to be avoided.



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The Council may also give a dispensation from paying monetary dues if the member agrees in writing to provide to the Federation a comparable in-kind contribution. These decisions are to be reviewed tri-annually by the Council.

2. Associate Member: US\$100.00 per year. The Council may reduce or waive membership dues in specific circumstances with due reason given, such as disaster or economic crisis in a specific country, or when in addition to national public health associations a national umbrella public health association is a member of WFPHA and multiple payments for their individual members are to be avoided.

The Council may also give a dispensation from paying monetary dues if the member agrees in writing to provide to the Federation a comparable in-kind contribution. These decisions are to be reviewed tri-annually by the Council.

3. Regional Member: Regional members pay no fees.

4. Sustaining Member: For Sustaining members from not-for-profit organizations and other similar bodies working for the broader goals of public health, a minimum annual donation of US\$ 100.00, or support in kind shall be agreed upon at entry into membership. For commercial companies and for organizations without a link to the goals of public health, a minimum annual donation of US\$ 5,000.00 shall be agreed upon at entry into membership. Exceptionally, the Council may accept small local companies under more favorable terms.

5. Individual Member: For individual members, a minimum annual donation of US\$ 500.00 shall be agreed upon at entry into membership. A comparable in-kind contribution for services rendered will also be accepted as payment of annual assessed dues.

6. Lifetime and Honorary members pay no membership fee.

ARTICLE XI - WORLD CONGRESS ON PUBLIC HEALTH

The WFPHA will hold on a triennial basis (every three years) an international forum focusing on global public health. This event will be an opportunity for WFPHA members and other interested parties to come together to exchange information and experiences and learn new skills and practices to advance public health.

Full and Regional Members are given preference to host the Congress. In exceptional circumstances an Associate Member may be considered. The Council will appoint an ad hoc Congress Bid Selection Committee to assess the bids. The Committee's recommendation will be considered by the Council. If the Council approves the Committee's recommendation, it will then be put before the General Assembly for endorsement. The Congress host bid selection will take place not less than three years prior to the event.

The host association/organization will be responsible for the overall organization on the Congress and for fund-raising in support of the Congress in consultation with WFPHA. The Congress Organizing Committee will consist of the WFPHA President, Vice-President/President-Elect, one other Council member, as well as representatives of the host association/organization.

Any surplus from the Congress will be shared equally between the WFPHA and the host association/organization. WFPHA will not be responsible for covering a deficit.

In the case that the designated association/organization is unable to host the Congress, the Council may take the decision to defer the Congress to the following year or seek an alternate host association/organization.



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ARTICLE XII - AWARDS

At the World Congress, the WFPHA presents the *Leavell Lecture Award* to a deserving individual from the Region in which the Congress takes place, and an *Institutional Award* to a deserving institution in the field of academic or practical public health with seat in this Region. The Council may also decide to confer a *Lifetime Achievement Award* to an individual worthy to be especially honored for his/her merits in favor of global public health and the WFPHA. In exceptional situations the Council may confer the Lifetime Achievement Award posthumously.

The Immediate Past President chairs a small ad hoc committee appointed by the Council to call for nominations, examining these and proposing the best suited individual and institution to the Council for decision. The Leavell Lecture is to be given due visibility within the Congress program, and is followed by the presentation of the awards. The Chair of the Awards Committee sees to it that appropriate Laudatios will be prepared.

ARTICLE XIII - FISCAL YEAR

The fiscal year of the Federation shall be from January 1 to December 31.

ARTICLE XIV - LANGUAGES

The working language of the Federation shall be English. Simultaneous translation in the WHO official languages will be provided when possible.

ARTICLE XV - REGULATIONS Where deemed appropriate, the Council may specify further details in the form of Regulations. Regulations are working guidelines. These are voted on by the Council, and a list of Regulations is kept and regularly updated by the Main Office as an Appendix to these By-Laws.