

# WCET™ CONSTITUTION

## 2018 Constitution

Approved at the WCET™ General Meeting in Kuala Lumpur, Malaysia.  
All previous constitutions are repealed

### 1. Establishment and Title

A World Council of Enterostomal Therapists shall be established, with the title of the ‘World Council of Enterostomal Therapists’ – with the sub-line “An Association of Nurses” (hereinafter the WCET™), a non-profit organization.

### 2. Objectives of the WCET™

Shall be the relief and rehabilitation of sickness of persons with stomas, draining wounds, fistulae, incontinence management problems or potential or actual tissue trauma by:

- (a) Providing a corporate identity for those concerned with the rehabilitation of people with stomas, draining wounds, fistulae, incontinence management problems or potential or actual tissue trauma;
- (b) Providing opportunities for members to meet together for the purpose of discussing matters of common interest to enterostomal therapy nursing;
- (c) Promoting activities which will assist members engaged in enterostomal therapy nursing to increase their knowledge of and enhance their contribution to the subject of enterostomal therapy, and
- (d) Promoting increased awareness in others of the role and contribution of the Association.

### 3. Membership Categories

There shall be five membership categories: Full, Associate, Commercial, Honorary and Life Members.

#### (a) Full Member

A Full Member shall be a licensed health professional who works or has an interest in Stoma, wound or continence care, or accepted as a Full member as of 14 August, 1980.

A Full Member is required to pay membership fees and shall have the privilege of making motions, voting, holding an Executive Board position or being an International Delegate and shall have all other privileges of membership.

#### (b) Associate Member

An Associate Member shall be any individual who supports the mission and objectives of the World Council of Enterostomal Therapists but doesn't meet the Full Member criteria.

An Associate Member is required to pay membership fees and shall have all the privileges of membership except those of making motions, voting, holding an Executive Board position or being an International Delegate.

**(c) Commercial Member**

A Commercial Member shall be any person sponsored or employed by industry who is not involved in the provision of clinical nursing, education or clinical research, but rather in sales/marketing and is interested in and supportive of the objectives of the WCET™.

A Commercial Member is required to pay membership fees and shall have all the privileges of membership, except those of making motions, voting and holding an Executive Board position or being an International Delegate.

**(d) Honorary Member**

An Honorary Member shall be a person who has shown distinction and eminence in his/her contributions to the field of enterostomal therapy nursing. Recommendation for honorary membership can be made by any person from within the membership to the Executive Board for approval.

An Honorary Member shall not be required to pay membership fees and shall have all the privileges of membership, except those of making motions, voting and holding an Executive Board position or being an International Delegate.

**(e) Life Member**

A Life Member shall be a Full Member recommended to and approved by the Executive Board as having shown distinction and eminence in the field of enterostomal therapy nursing. A Life Member shall not be required to pay membership fees and shall have all the privileges of membership.

**4. Affiliate Groups**

National and regional affiliate groups of the WCET™ may be established. They shall adhere to the Philosophy, Objectives, Mission, Vision and Values and Constitution of the WCET™.

**5. Membership Year and Fee Schedule**

- (a) The WCET™ membership year shall begin on the first day of January in each year and shall end on the thirty-first day of December in the same year.
- (b) The annual membership fee is payable to the WCET™ by each member by the first day of January of each year.
- (c) The amount of the annual membership fee shall be determined by the Executive Board and approved by the membership.

**6. Financial Year**

The financial year of the WCET™ shall be from the first day of April through to the thirty-first day of March of the following year.

**7. Voting:**

There shall be one (1) vote per Executive Board Member and one (1) vote per country on all issues at general meetings and/or elections. The International Delegate or an appointed person shall cast the vote on behalf of his/her country members.

**8. General Meetings:**

**(a) Parliamentary Authority**

The latest edition of Robert's Rules of Order shall be the rules to conduct all meetings. Robert's Rules of Order shall govern in all situations not stated in the Constitution.

**(b) Quorum**

Two-thirds of the Executive Board and two-thirds of the International Delegates registered for the Congress or Extraordinary General Meeting shall constitute a quorum for the transaction of the business of the Association.

**(c) A General Business Meeting**, hereinafter to be called the General Meeting, shall be held at least once every two (2) years.

The date and city of meetings shall be determined by the Executive Board of the WCET™ and will be communicated to the membership at least 30 days prior to the meeting.

The ordinary business at the General Meeting shall include:

- Approval of the minutes of the previous general meeting and any extraordinary meeting(s) held since the previous meeting;
- Approval of reports from the Executive Board;
- Approval of the financial accounts and proposed budget of the WCET™;
- Other business pertinent to the functioning of the WCET™.

**(d) Extraordinary General Meeting(s)**

An Extraordinary General Meeting may be called by the Executive Board or the President upon receipt of a written request of at least one-fifth (1/5) of the membership.

**9. WCET™ Executive Board**

**(a) Powers:**

The Executive Board shall oversee the operations and administration of the WCET™.

**(b) Board Meetings:**

The Executive Board shall meet when required, with one meeting arranged to take place in conjunction with the biennial Congress.

**(c) Quorum:**

Two-thirds of the Executive Board shall form a quorum for an Executive Board meeting. No action shall be taken unless a quorum is established.

**(d) Executive Board Composition:**

The WCET™ Executive Board shall consist of the President, Vice-President, Secretary\*, Treasurer, Chairpersons of the Standing Committees, and Congress and Meeting Coordinator. Each Executive Board member has one vote. Paid staff are ex-officio, non-voting members.

*\*In the event that an employee of the management company is providing secretarial services for the WCET™, a nomination for Executive Board Secretary will not be called for.*

**(e) Executive Board Eligibility:**

To hold an Executive Board position, a person must have been a Full or Life Member in good standing for at least two (2) years prior to the election, have no conflicts of interest as specified in the Policy and Procedure Manual and must have consented to serve in writing before being nominated to the position.

Additional eligibility qualifications for Committee Chairpersons include:

To have been an active committee member in good standing for at least two (2) years prior to the election to the relevant Chairperson position.

Members of each standing committee submit Chairperson nominations.

**(f) Term of Position:**

The term begins at the conclusion of the WCET™ Congress.

The President, Vice President, Secretary\*, Treasurer and Committee Chairpersons shall be elected for two (2) years coinciding with the WCET™ Congress and be eligible for re-election for a second two (2) year term. No person shall be elected to the same Executive Board position for more than two consecutive terms.

He/she shall be eligible for re-election to the same position after a two (2) year period has elapsed. In the event there is no eligible candidate for a position and, at the discretion of the President in consultation with the Executive Board, the incumbent or other eligible person may be appointed for the term of office.

**(g) Nominations:**

The Management Company will place the call for nominations in the Journal, on the website and in an email message to all members and receive the written nomination forms for the Executive Board positions. The process for validation of nominee eligibility is delineated in the Policy and Procedure Manual.

**(h) Elections:**

The Full and Life Members shall elect biennially a President, Vice-President, Secretary\* Treasurer and Committee Chairpersons. Each Executive Board member and International Delegate is entitled to one (1) vote for each Executive Board position. The election for these positions will be conducted electronically. International Delegates will cast their country vote for each candidate based on the voting results of the full members who cast their vote within their country.

In the event that there is no eligible candidate for an Executive Board position, the President may, with consultation of the board, appoint an eligible person to serve the term of office.

**(i) Appointments:**

The Congress and Meeting Coordinator is an appointed Executive Board position. The President, in consultation with the Executive Board, appoints a person to fill the position. This appointment does not have a defined two-year term limit.

**(j) Executive Board Vacancies:**

A vacancy on the Executive Board may occur due to: resignation, death or inability to perform the role as outlined in the Policy and Procedure manual.

If a vacancy occurs, the President, in consultation with the Executive Board may appoint an eligible person to fill the position for the remainder of the term.

**(k) Duties of the Executive Board Members**

**1) President**

The President shall:

- Be the official representative/spokesperson for the WCET™ or designate an alternate person;
- Serve as the Chairperson at all Executive Board and General Meetings;
- Prepare and submit the annual Charities Commission Report;
- With the consultation of the Executive Board, appoint the Congress and Meeting Coordinator and any vacant Executive Board positions that exist;
- Evaluate performance of Executive Board members;
- Be authorized to write cheques on the WCET™ account and use the WCET™ credit card solely for organisation expenses;
- Perform other duties specific to the welfare of the Association.

**2) Vice-President**

The Vice-President shall:

- Assist President to prepare meeting agendas;
- In the absence or incapacity of the President, perform the duties of the President
- Perform duties so delegated by the President;
- Serve as the official channel of communication between the Executive Board and the International Delegates;
- Monitor membership trends;
- Conduct a biennial membership survey.

**3) Secretary\***

The Secretary shall:

- Be responsible for recording, disseminating and archiving the proceedings of all Executive Board and General Meetings and any other extraordinary General Meeting(s);

- Maintain Association correspondence and documents.

*\*In the event that an employee of the management company is providing secretarial services for the WCET™, a nomination for Executive Board Secretary will not be called for.*

#### **4) Treasurer**

The Treasurer shall:

- Maintain the WCET™ finances and financial records;
- Be authorized to write cheques on the WCET™ account and use the WCET™ credit card solely for organisation expenses;
- Pay authorized invoices and reimbursements in timely fashion;
- Monitor income and expenses in relation to the approved budget;
- Prepare financial statements and budgets on all assets and projects to be presented for approval at Executive Board and General Meetings in conjunction with an accountant or accounting firm approved by the Executive Board;
- Present the annual financial report and budget at all Executive Board meetings and the General Meeting for approval by the membership.

#### **5) Standing Committee Chairpersons**

Each of the following WCET™ Standing Committees shall have a chairperson:

Education, NNGF and Publications and Communications. Furthermore:

- A description of the functions of each committee is contained in the Policy and Procedure Manual;
- Each Chairperson will assure that their committee will consist of at least four Full Members, including the Chairperson;
- Each committee member is to complete a Consent to Serve form and send it to the Chairperson;
- The Committee Chairperson will notify committee members, in writing, of their appointment to the committee;
- The term of service of each committee member is two (2) years and may include additional terms;
- Upon request, the President, Vice-President or each Past President may agree, to act as an advisor to any committee.

#### **6) Congress and Meeting Coordinator**

The Congress and Meeting Coordinator shall:

- Organize the logistics for Executive Board meetings;
- Provide a written budget to the Executive Board for Executive Board meetings;
- Be the liaison between the Executive Board and the Congress Planning Committee;
- Develop and monitor adherence to the congress budget;
- Be an active participant in all Congress Planning Committee meetings and activities;
- Research and recommend locations and venues for future biennial congresses and Executive Board meetings;

- Update the Congress Planning Guidelines after every congress;
- Prepare a written summary report after every congress that includes congress statistics and final financial statement.

## **10. Journal Editor**

- Works with the publisher to produce the WCET™ Journal;
- Provides reports as requested to the WCET™ Executive Board;
- Appoint an Editorial Board and serve as the Chairperson of this board;
- Besides the Chairperson, the Editorial Board shall consist of a minimum of four Full Members who have the necessary skills required to produce an English language professional journal, and may include members with specialised expertise who are not necessarily members of the WCET™;
- The term of service of each Editorial Board member shall be two (2) years and may include additional terms.

## **11. International Delegates**

- An International Delegate shall be a Full or Life Member and shall be elected electronically by the Full and Life Members within their country. The International Delegate shall serve for a term of two (2) years and is eligible for re-election for a second two (2) year term.
- Each eligible member is entitled to submit a nomination or self-nominate for the position of International Delegate. This person must have consented to serve in writing before being nominated for election. Each country is responsible for conducting the election.
- The International Delegate is the elected representative of his/her country and has the power to vote. Only one vote is allowed per country.
- The International Delegate shall liaise with the Executive Board and members in their country. In the event an International Delegate is unable to continue to hold the position, another International Delegate will be elected electronically according to the election process. Other options for the election of the ID shall include show of hands, secret ballot, telephonic media or mail – in ballot.
- In countries where there is no one eligible to be an International Delegate, a Contact person may be appointed. This Contact will not be eligible to vote.

## **12. Advisory Panels**

- The Executive Board may convene advisory panels to address specific tasks or WCET™ Projects. Advisory panel members are not members of the Executive Board.
- The Constitution Advisory Panel is an ad hoc group of Full members who will, at the request of the Executive Board;
  - Review and ensure the existing Constitution facilitates the governing of the WCET™;
  - Advise the Executive Board and the members on constitutional issues;

- Consist of no less than four (4) Full Members, including a Coordinator who will be elected by the Panel members;
- Complete the Consent to Serve on the Panel form in writing and submit it to the management company;
- A representative from the management company will be a non-voting member of the panel.
- A liaison to the executive Board will be appointed.

### **13. Charities Commission Trustee**

In accordance with the legal requirements of the Charities Commission for England and Wales, **the Trustees of the Charity are the members of the Executive Board.** One of the Trustees (the President or a designated Executive Board member) shall act as contact person for the Charities Commission and be responsible for the submission of the annual report and accounts. It is not obligatory for one or more of the trustees to be resident in the United Kingdom, but the WCET™ shall conduct some administration or banking activities in the United Kingdom.

### **14. Amendments**

Alterations to this Constitution shall receive the approval of two-thirds of those eligible to vote electronically online, at a General Meeting or an Extraordinary General Meeting. A resolution(s) for the alteration of the Constitution must be received by the Secretary\* at least four (4) months before the meeting at which the resolution(s) is to be brought forward. At least three (3) months' notice of such a meeting and all proposed changes to the constitution must be given to the membership by the Secretary\* electronically or by post.

No alteration to item 2 (Objectives of the World Council), item 14 (Dissolution) or this item (Amendments) shall take effect until the approval in writing of the Charity Commissioners or other authority having charitable jurisdiction has been obtained, and no alteration shall be made which would have the effect of causing the World Council to cease being a charity in law.

### **15. Dissolution**

The World Council may be dissolved by a resolution passed by a two-thirds (2/3) majority of those present and eligible to vote at an Extraordinary General Meeting convened for that purpose, of which the membership has received six (6) months notice via the International Delegates. Such a resolution may give instructions for the disposal of any assets held for, or in the name of, the World Council, provided that if any property remains after the satisfaction of all debts and liabilities; such property shall not be paid to, or distributed among, members of the World Council but shall be given or transferred to such other charitable institution(s) as have objectives similar to some or all the objectives of the World Council, as the World Council may determine, and if and insofar as effect cannot be given to this provision, then to some other charitable purpose.



