

# **ISPO Constitution (Proposal for 2010)**

*Proposed update to accommodate changes in procedures with time and environmental/circumstantial factors and in response to changes in clinical & rehabilitation service needs*

## **CONTENTS:**

- 1. Name of the Society**
  - 2. Administration of the Society**
  - 3. Functions of the Society**
  - 4. Membership of the Society**
  - 5. Obligations and Privileges of Membership**
  - 6. Executive Authority – Executive Board & International Committee**
  - 7. Standing and Ad Hoc Committees**
  - 8. National Member Societies**
  - 9. Regional Member Societies**
  - 10. Triennial Assembly**
  - 11. Financial Management**
  - 12. Amendments to the Constitution**
  - 13. Dissolution**
- 

## **1. NAME OF THE SOCIETY**

- 1.1** The Society shall be called The International Society for Prosthetics and Orthotics and is hereafter referred to as ISPO.

## **2. ADMINISTRATION**

- 2.1** Subject to the provisions set out below, ISPO and its property shall be administered and managed in accordance with this constitution by members of the Executive Board.
- 2.2** The International Committee (IC) is responsible for the effective management of ISPO.
- 2.3** Voting on ISPO matters should be conducted to ensure transparency, equal opportunity and access by all with voting rights. Voting by Postal, Electronic and other means is acceptable, if previously approved by the Executive Board as meeting these criteria.

2.4 The quorum for any ISPO Committee or Executive Board meeting shall be one third of its voting members. A postal or electronic voting means may be used, if authorized by the Executive Board, to meet this requirement.

2.5 The Executive Board may establish and modify Bye-Laws, as necessary to carry out the proper business of ISPO, by a two thirds majority of its voting members present at a duly scheduled meeting. All Bye-Laws must be consistent with the constitution.

### 3. FUNCTIONS

**To promote high quality orthotic and prosthetic care for all persons with neuromuscular and skeletal disabilities, the functions of ISPO are:**

3.1. To serve as an international impartial and non-political coordinating, correlating and advisory body on prosthetics, orthotics, wheelchairs, rehabilitation engineering and other matters related to the neuromuscular and skeletal system in close collaboration with other national and international bodies, offering appropriate guidance and advice to these bodies to avoid unwitting duplication of effort and to encourage maximum use of resources.

3.2. To effect a scientific exchange among its members and others by collecting and disseminating information through publications, correspondence, exhibits, regional or international courses, seminars, symposia, conferences, staff efforts or otherwise.

3.3. To encourage, promote and when requested, assist in efforts to co-ordinate or guide research, development, and evaluation activities related to prosthetics, orthotics, wheelchairs and rehabilitation engineering throughout the world.

3.4. To encourage, guide, and support the efforts of all those responsible for the education and training of the professions involved and when requested, correlate these activities through out the world.

3.5. To encourage, guide, and support the efforts of all those responsible for care of patients involving these important fields and when requested, correlate these activities throughout the world.

3.6. To undertake, when requested, appropriate projects to encourage and facilitate high-level uniform practice by development of standards for nomenclature, curricula, design of devices, techniques and processes, testing, and by involvement in all appropriate aspects of patient care, research and development, evaluations, and education and training.

3.7. To conduct research and surveys when appropriate.

## 4 MEMBERSHIP

4.1. Membership of ISPO will be open to all individuals with a bona fide interest in prosthetics, orthotics, wheelchairs and rehabilitation engineering and related subjects as well as an interest in supporting the objectives of ISPO.

4.2. ISPO will primarily represent all the disciplines involved in prosthetics, orthotics, wheelchairs and rehabilitation engineering, in the care of patients, research and development, evaluation, and education and training. It will also include members representing administrative, philanthropic, legal, production or other aspects of prosthetics and orthotics, and especially persons with neuromuscular or skeletal disabilities as well as others who are interested in the mission of ISPO.

4.3. Membership of ISPO is either as Individual Membership, Institutional Membership or Group membership.

4.4. **Individual Membership** categories are as follows:

**4.4.1 Member:** the special professional member: for persons actively engaged in prosthetics, orthotics, wheelchairs and rehabilitation engineering, including research, education, clinical practice, and other significant aspects. (Referred to as Member).

**4.4.1.1** An individual may become a Member of ISPO by appropriate application to the Secretariat of ISPO through the National Committee as defined in the Bye-laws of this constitution and payment of required fees.

**4.4.2 Fellow:** the recognition of the individual member who by professional achievement, integrity, reputation, and by activities as a Member in the opinion of the Executive Board of the International Committee has contributed to a high degree to the objectives of ISPO.

**4.4.2.1** Nomination of Fellows is performed by a National Member Society depending upon their individual policies and protocol or any group of five persons on the International Committee. Any such nomination shall be supported by an appropriate citation. Election requires the approval of the Executive Board.

**4.4.3 Honorary Fellow:** those Members or Fellows who have been selected by the International Committee for special recognition.

4.4.3.1 Nomination of Honorary Fellows is performed by the National Member Society or any five members of the International Committee confirmed by the Executive Board. Any such nomination should be supported by an appropriate citation. Election requires approval of the International Committee, confirmed by the Executive Board.

**4.4.4 Emeritus Fellow or Member:** those Fellows or Members of six or more years standing, who have reached the age of 65 or retired from active practice and who have applied for such status.

**4.4.5 Student Member:** students, residents, interns or trainees in the pertinent disciplines may be admitted.

**4.5 Group Memberships** may be a sponsoring member, institution or Affiliate member. Application and admission is governed by the Bye-laws of this constitution.

**4.5.1 Sponsoring Member:** for persons and/or organizations actively involved in activities directly related to the objectives to the extent that they will render financial support in excess of the regular membership fees.

**4.5.2 Institutional Member:** the class of membership available for universities, relevant research centers, clinics, and appropriate associations or bodies.

**4.5.3 Affiliate Member:** A society or group may become an affiliate of ISPO after application to and approval by the Executive Board.

**4.6 Membership Societies:** These are societies consisting of individual members grouped together on a geographical basis to facilitate activities of ISPO. There are following types of group memberships:

**4.6.1 National Member Society of ISPO:** the national member grouping of ISPO members including Members, Fellows, Honorary Fellows and Sponsoring Members resident in the country.

**4.6.2 Regional Member Society:** If a nation is unable to meet the minimum criteria for national member society it may group together with other adjacent countries to form a Regional Member Society.

*Hereinafter the term Member will be used to represent all categories of individual membership.*

#### **4.7 Resignation**

**4.7.1** An individual may resign at any time.

#### **4.8 Discontinuance of Membership and Expulsion**

**4.8.1** The membership of Members who fail to meet the requirements of ISPO regarding conduct or payment of fees or assessments or otherwise violate the rules and regulations of ISPO may be discontinued by a majority vote of the Executive Board of the International Committee. The person concerned is entitled to appeal to the International Committee, whose decision by majority vote is final.

### **5. OBLIGATIONS AND PRIVILEGES OF MEMBERSHIP**

**5.1.** Each National Member Society of ISPO will supply the Secretariat of ISPO with the name and addresses of the society's official representative for ISPO matters.

**5.1.1.** Annual fees will be levied, the rate to be determined on an annual basis by the Executive Board with due consideration of the class of membership, country or region of residence, and such matters as currency rate fluctuations. Annual subscription rates for different individual and group membership categories are noted in the Bye-Laws of this constitution.

**5.1.2.** Members who have achieved Honorary or Emeritus status are required to pay no fees.

**5.2.** The **privileges** for the membership are as follows:

**5.2.1.** Members of all classes of ISPO will be appropriately informed regarding meetings, courses, conferences, and other activities of ISPO.

**5.2.2.** Properly registered official representatives of affiliated societies or groups will receive all notices of ISPO meetings, conferences, symposia, assemblies, and technical programmes sponsored in full or part by ISPO.

**5.2.3.** Members will receive various publications of ISPO in relation to their membership category and as determined from time to time by the Executive Board.

- 5.2.4.** Members will be entitled to participate in the Triennial Assembly of ISPO. In addition Members may introduce for discussion matters not on the agenda, provided these matters are deemed relevant, restricted if need be to discussion and not put forward for decision.

## **6. EXECUTIVE AUTHORITY AND COMMITTEES**

**6.1. The International Committee of ISPO** The International Committee of ISPO will consist of representatives of National and Regional Member Societies of ISPO and members of the Executive Board, task officers and International Consultants. Only National Member Society representatives and Regional Member Society representatives on this committee will have voting rights.

**6.1.1.** The International Committee will ensure that the policies and plans of ISPO and the election of persons to the International Committee, its Executive Board and its several committees reflect as far as possible the various professional disciplines and interests and the cultural and geographical distribution of ISPO membership.

**6.1.2.** The International Committee shall evaluate the activities of ISPO, its office and committees.

**6.1.3.** Persons on the International Committee will each have a 3-year term being eligible for re-election with members taking office only at the Triennial Assembly. In the event of a retirement, an appropriate member may be co-opted to serve the remaining period of the term. The International Committee will meet at least once every three years just prior to the Assembly meeting.

**6.1.4.** The International Committee shall elect, by majority vote from the Members at large, the Officers of ISPO and others to serve on the Executive Board, all to take office at the conclusion of the Assembly.

### **6.2. The Executive Board**

**6.2.1.** The Executive Board will consist of the President, the President-Elect, six other Members, the Secretary, the Treasurer. The Immediate Past-President and all Standing Committee Chairmen may join the Executive Board as ex-officio non-voting members. The President, with majority approval of the Board, may appoint non-voting consultants to the Board.

- 6.2.2.** The Executive Board of ISPO should be elected with appropriate recognition of the different professional contributions to prosthetics and orthotics.
- 6.2.3.** The newly elected Executive Board will take office at the conclusion of the Assembly.
- 6.2.4.** Voting Members of the Executive Board may serve two continuous terms of three years each except in the case of the election of the President, who may serve nine years in different voting capacities on the Board.
- 6.2.5.** In the event of a vacancy arising in the Executive Board during the Triennium, through illness or other reason, the Executive Board may co-opt from the membership at large to fill that vacancy. A Member or Fellow co-opted in this way, where applicable, enjoys full voting rights and has the same status as those members of the Executive Board elected in the normal way.
- 6.2.6.** The Executive Board of ISPO will meet at the call of the President.
- 6.2.7.** The Executive Board will supervise the activities of the Standing Committees and other Committees of ISPO and provide resources and executive action necessary for Committee and staff functions.
- 6.2.8.** The Executive Board will establish staff positions when appropriate and effect changes in staff structure, activities and plans by resolution through majority vote of its members.

### **6.3. Officers of the Society on the Executive Board**

- 6.3.1.** The Officers shall be the President, the Immediate Past-President, the President-Elect, the Secretary, and the Treasurer.
- 6.3.2.** The President of ISPO will be Chairman of both the International Committee and its Executive Board. He or she is limited to one full term of three years.
- 6.3.3.** Should a President resign, he or she does so from all commitments, rights and continuing responsibilities normally associated with the Presidency.
- 6.3.4.** The President-Elect will assist the President and, in the case of the President's incapacity or unavailability, the President-Elect will replace him or her as Acting President in all duties assigned to the President. In the

absence of both the President and President-Elect, the members of the Executive Board may appoint a replacement from the Board members.

- 6.3.5.** The Secretary shall be responsible for general supervision of the keeping of records, of meetings, activities, membership and any other records required by law. The Executive Board may, when deemed necessary, appoint an Assistant Secretary for a limited period. He or she shall work under the direction of the Secretary and have observer status on the Board.
- 6.3.6.** The Secretary shall be responsible for arrangements for all Executive Board and International Committee meetings including preparation of agenda and publication of these to all members of the Board or the International Committee. At least two months notice of such meetings shall be given where possible.
- 6.3.7.** The Secretary shall transmit to the representatives of National Member Societies and the affiliated societies such notices as the business of the Executive Board and International Committee may require and carry out assignments as directed by the President and the Executive Board.
- 6.3.8.** The Treasurer shall be responsible for general supervision of the fiscal affairs of ISPO and shall be responsible for the keeping of accounts thereof and any other record required by law.
- 6.3.9.** The Treasurer shall have charge of the funds and shall maintain the financial records of ISPO. The Treasurer shall collect fees, dues, and assessments from the constituent societies and groups and from all classes of individual members and shall make all disbursements and prepare and submit all financial reports, subject to the procedures defined in these By-laws.
- 6.3.10.** The Treasurer shall qualify for fidelity bond or other insurance against obligations, the procurement cost of which shall be borne by ISPO.

## **7. STANDING AND AD HOC COMMITTEES, TASK OFFICERS AND INTERNATIONAL CONSULTANTS**

**7.1.** The Executive Board shall conduct its duties through the following Standing Committees: the Finance Committee, the Education Committee, the Nominations Committee and the Scientific Committee. In addition to the membership listed below, any member of the Executive Board may attend any meeting of any standing committee as long as this does not incur additional costs to the Society.

**7.2. The Finance Committee (FC)** is responsible for all financial matters of ISPO

- 7.2.1. The Finance Committee shall comprise the Treasurer, the President, the President-Elect, a member of the Executive Board and an appropriate management representative of the ISPO Secretariat
- 7.2.2. The ISPO Treasurer will be the Chairman of the Finance Committee.
- 7.2.3. The Finance Committee shall establish and maintain orderly mechanisms for the collection, deposit, management and disbursement of ISPO funds.
- 7.2.4. The Finance Committee shall prepare an annual budget for the Executive Board's approval and budget forecast for three years to be presented at the Assembly.
- 7.2.5. The Finance Committee shall prepare an annual financial statement to be presented to the Executive Board for publication to the full membership of ISPO.
- 7.2.6. The Finance Committee shall supervise the procedure for financial affairs involved in ISPO functions such as conferences and publications.
- 7.2.7. The Finance Committee shall employ a certified public accountant to audit the records and financial statements of ISPO as required.

**7.3. The Protocol Committee** is an advisory body to the Executive Board and is responsible for the Constitution of the Society and the Elections.

- 7.3.1. The Protocol & Nominations Committee shall have a continuing responsibility to review and interpret the Constitution and to act as an advisory body to the President. When appropriate, it may recommend amendments in the Constitution to the Executive Board.
- 7.3.2. In each triennium, it should appoint from this committee an Election Officer and an Associate Election Officer, one of whom should be from the Executive Board and the other should be a National Member Society nominated member of the Protocol Committee. It is the responsibility of the Election Officers to conduct the Elections according to the Bye-laws of ISPO and procedures confirmed by the Executive Board.
- 7.3.3. The Protocol Committee is also responsible for general advice to the Executive Board, when requested. In these duties, including

preparation of documents, it must ensure that they are in keeping with the Constitution.

**7.3.4.** The Protocol Committee shall comprise the President, the Immediate Past-President, the President-Elect, the Secretary and three Members from the membership at large who are not members of the Executive Board.

**7.3.5.** The members of the Protocol Committee shall designate its Chairman.

**7.3.6.** The three Members of the Protocol Committee taken from the membership at large shall normally be nominated by the National Member Societies and appointed on the basis of their experience by the Executive Board for a three-year term. They may be re-appointed for a further consecutive term, serving a maximum of 2 terms.

**7.4. The Education Committee** is responsible for all matters of ISPO relating to Education.

**7.4.1.** The Education Committee shall have continuing responsibility to review the educational policy of the Society and make recommendations to the Executive Board.

**7.4.2.** The Education Committee oversees the educational activities of the Society as directed by the Executive Board.

**7.4.3.** The Education Committee shall comprise a Chairman, two members, the President, the President-Elect. Further members may be co-opted from the membership at large and approved by the Executive Board, to carry out specific tasks.

**7.4.4.** The Chairman and the two members shall be appointed by the Executive Board for a three year term and may be reappointed for up to 2 further consecutive terms.

**7.5 Scientific Committee** is responsible for all matters of ISPO relating to Science

**7.5.1** The Scientific Committee shall have continuing responsibility to review the scientific policy of the Society and make recommendations to the Executive Board.

**7.5.2** The Scientific Committee oversees the scientific activities of the Society as directed by the Executive Board.

**7.5.3** The Scientific Committee shall comprise a Chairman and four members. Further members may be co-opted from the membership at large and approved by the Executive Board, to carry out specific tasks.

**7.5.4** The Chairman and the two ISPO members shall be appointed by the Executive Board for a three year term and may be reappointed for up to 2 further consecutive terms.

## **7.6 Ad Hoc Committees**

**7.6.1** The President may establish Ad Hoc Committees, to undertake specific tasks as deemed necessary or directed by the Executive Board.

**7.6.2** The President, with the approval of the Executive Board, may appoint International Consultants with regard to identified tasks in relation to specific countries or geographical regions. International Consultants may serve up to 2 three-year terms consecutively.

**7.6.3** The President, with the approval of the Executive Board, may appoint Task Officers with regard to identified tasks. Task Officers may serve up to 2 three-year terms consecutively.

## **8. MEMBER SOCIETIES (MS)**

**8.1.** ISPO Members may form voluntary groups, termed Member Societies, consistent with the ISPO Constitution and associated Bye-laws.

**8.2.** Each MS can levy subscription fees in addition to the fees for international membership.

**8.3.** At the time of application, each new MS should submit its constitution in English to the Executive Board for approval. The MS constitution must not conflict with ISPO constitution.

**8.4.** A National Member Society of ISPO will be composed of at least five members resident within that country.

**8.5.** No country will have more than one recognized National Member Society, such recognition being the prerogative of the Executive Board.

**8.6.** A national grouping not fulfilling the minimum membership requirements for appointment of a representative may obtain representation on the International Committee by appropriate integration of its members with the membership of any other country or countries into a Regional Member Society. A Regional

Member Society of ISPO will be composed of at least five members resident within that region.

- 8.7.** No region will have more than one recognized Regional Member Society, such recognition being the prerogative of the Executive Board.
- 8.8.** Each Member Society consisting of 5-15 Members is entitled to apply to the Executive Board for representation on the International Committee of one voting representative. Each Member Society with 16-100 Members may appoint two voting representatives. One additional voting representative will be allowed for each additional 100 members. [In other words, 5-15 members = 1 vote; 16-199 = 2 votes; 200-299 = 3 votes; 300-399 = 4 votes.]
- 8.9.** To ensure proper representation at any given meeting, the MS may appoint alternates acceptable to the International Committee. Where two or more representatives are involved, they should preferably be of different professional disciplines.
- 8.10.** Each new MS should elect a Board or Management Executive Committee of at least three Members at its first annual meeting of Members.
- 8.11.** Each Member Society should arrange for at least a triennial meeting of all members and elect a Committee as its Executive body. The Committee should elect by majority vote its own Chairman and such other officers as deemed necessary, including representatives to the International Committee.
- 8.12.** The term of a MS Chairman may be up to 3 years. However, a MS Chairman should not serve more than 2 consecutive terms.
- 8.13.** The Committee Chairman with the assistance of other officers should be required to call meetings, prepare agenda and organize the election of the Committee. They shall ensure that a report of these events is presented to the International Committee.
- 8.14.** The Committee members shall be elected for a term of three years and are eligible for re-election. The Committee will notify ISPO Secretariat of appointments within the Committee and the name of the representative(s), alternate(s), or observer.

## **9. ISPO Triennial Assembly**

- 9.1.** A Triennial Assembly will be held usually in conjunction with the World Congress of ISPO.

- 9.2. The President will present his Triennial Address at the Assembly.
- 9.3. The Assembly of ISPO will hear and discuss the reports of the Officers and Committee Chairmen and those matters introduced by any Member.
- 9.4. The Assembly will debate the actions of the International Committee. Only Members and Fellows of ISPO are entitled to take part in the debate although any interested person may attend.

## **10. FINANCIAL MANAGEMENT**

- 10.1. No parts of ISPO's proceeds or funds shall accrue to the personal benefit of any Officer of the Society. ISPO may reimburse reasonable expenses incurred on its behalf and make reasonable payment for staff services.
- 10.2. ISPO shall not be organized or operated for profit.
- 10.3. The Fiscal Year of ISPO shall be from January 1 to December 31.
- 10.4. Income shall be derived from fees, dues, assessments, gifts, contracts, grants, proceeds from conferences and publications sales, and reimbursements for costs incurred in providing special services to other organizations.
- 10.5. Financial commitments of the Society: The President, the Secretary and the Treasurer shall each have individual authority to commit the Society to obligations of funds within the budget approved by the Board. Standing Committee Chairmen shall be entitled to commit funds made available to their Committees by the Executive Board or obtained from outside sources.
- 10.6. The Executive Board of the Society in consultation with the Finance Committee can, by majority vote, apply Society funds to investments of any nature.

## **11. AMMENDMENTS TO THE CONSTITUTION**

- 11.1. An amendment to the Constitution may be proposed to the Executive Board by any Member. If acted upon, the proposal must be published to the International Committee and Members for comment and then discussed and voted upon in the International Committee meeting. Publication of any proposed amendment shall be made at least 3 months before the International Committee meeting at which it shall be debated. The International Committee must approve the amendment by at least a two thirds majority for change to be effective.

## **12. DISSOLUTION**

**12.1.** If the Executive Board decides that it is necessary or advisable to dissolve the Society, it shall call a meeting of the International Committee, of which not less than three months notice shall be given, stating the terms of the resolution to be proposed. If the proposal is confirmed by a two-thirds majority of those present and entitled to vote, the Executive Board of the Society shall have the power to realise any assets held by or on behalf of the Society. Any assets remaining after the settling of any proper debts and liabilities shall be given or transferred to such charitable institutions having objects similar to the objects of the Society as determined by the International Committee or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of the Society must be prepared and sent to the appropriate official entity in the venue where ISPO is legally established.

---

### ***Example of BYE-LAWS of the Constitution***

#### **1 Subscriptions**

1.1 The Subscription rate applies to a calendar year and is due annually on 1 January.

1.2 The Subscription rate includes subscription to 'Prosthetics & Orthotics International'.

1.3 The Subscription rates are changed periodically as advised by the Finance Committee and approved by the Executive Board.

1.4 The subscription rates for the years 2008, until further notice, are as follows: