

# Draft Bylaws of the World Fall Prevention Society

September 11, 2023

## Organisation of the Constitution

Article 1.	Name
Article 2.	Purpose and Objectives
Article 3.	Society Membership
Article 4.	Membership of the WFPS Executive Council
Article 5.	Powers and Duties of Members of the WFPS Executive Council
Article 6.	Meetings
Article 7.	Communications
Article 8.	Fiscal Management
Article 9.	Indemnifications
Article 10.	Conflict of Interest Disclosure
Article 11.	Dissolution

### Article 1. Name

The name of the society is the World Fall Prevention Society (WFPS); an international organization with its registered office in Sydney, Australia.

### Article 2. Purpose and Objectives

2.1 The purpose of the WFPS is to promote the multidisciplinary study and implementation of fall prevention in older people and clinical groups with balance impairment.

#### 2.2 Objectives

- To plan and organise WFPS congresses, symposia and meetings.
- To present and discuss the latest research and clinical findings relating to fall risk factors and fall prevention strategies.
- To facilitate student participation at WFPS congresses through travel grants, low registration fees and presentation awards.
- To provide members with email notifications about upcoming WFPS congresses and other occasional email updates.
- To facilitate interaction between members who meet from across the world.
- To foster links with similar societies and networks around the world.
- To promote the broad discipline of fall prevention research.
- To translate fall prevention into practice and policy through advocacy and education

2.3 The property and income of the WFPS shall be applied solely towards the purpose stated above, and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members of the WFPS or any individual except in good faith in the promotion of those purposes.

## **Article 3. Society Membership**

3.1 The WFPS shall consist of three categories of members with applications following procedures defined by the Officers of the WFPS: Regular Members, Student Members and Emeritus Members.

3.2 Regular Members. Any person who has an interest in fall prevention, including those engaged in fall prevention research, clinical practice or policy is eligible to be a regular member.

3.3 Student Members. Students enrolled in degree granting programs at institutions of higher learning are eligible to be student members.

3.4 Emeritus Members. Any person who has retired, due to age or illness, from professional employment in fall prevention research or clinical practice and has been an active member in good standing of the WFPS for at least 10 years.

3.5 Membership dues. The Executive Council shall set triennial dues to the members according to the needs of the WFPS. Membership dues will be included in the registration fee of each WFPS congress and provide membership up until the next triennial congress. People wishing to join the WFPS between congresses will need to complete and email a form available on the website, to be forwarded to the Treasurer, and pay a fee (to be set by the Executive Council) to cover the administration cost. This will allow membership up until the next congress.

3.6 Voting Rights. All members whose dues are paid in full are entitled to vote as provided in these Bylaws for the purposes of:

- a) electing officers and the members of the WFPS Executive Council;
- b) voting on proposed amendments to the Bylaws; and
- c) voting at general business meetings.

3.7 Termination of Membership. Membership in any class shall cease upon a) death, b) failure to pay triennial membership dues, c) ceasing to meet eligibility requirements for such class of membership; d) expulsion in accordance with the resolution of the WFPS Executive Council.

## **Article 4. Membership of the WFPS Executive Council**

4.1 The Executive Council consists of: Officers and Elected Representatives who will serve on a volunteer basis.

4.2 Officers include: the President, Past-President, Vice-President, Treasurer and Secretary. The President, Vice-President, Secretary and Treasurer must have served on the Executive Council for a minimum of 3 years prior to nomination and will be elected by a majority vote of the Executive Council. The President will serve for a maximum 6-year term. The Vice-president, Secretary and Treasurer will serve 3-year terms that can be renewed (without limitation) by a majority vote by the Executive Council. The Past-President will serve on the Executive Council for a maximum of 3 years following their

term as President. Officers must agree to attend meetings of the Executive Council and general business meetings during their term of office. If an Officer resigns or cannot continue serving the Society, the Executive Council may install a replacement by majority vote.

4.3 Elected Representatives. Eight elected representatives will be voting members of the Executive Council. Four representatives from the Regular Membership will be elected every three years and will serve a term of six years. Elections take place by email polls in the 3 months prior to the triennial congress with members taking up their positions immediately following the business meeting at the triennial congress. If an elected representative is elected to serve as an officer by the Executive Council, their position on the Executive Council will be filled at the next scheduled election.

4.4 Method of Election of Elected Representatives. The Nominating Committee will select a slate of self-nominated members for election taking the international scope of the Society's membership into consideration. Elected Representatives are elected by a majority vote of the general membership. The President will refrain from voting and will then cast a deciding vote if needed.

## **Article 5. Powers and Duties of Members of the WFPS Executive Council**

5.1 The Executive Council will be responsible for the formation/dissolution of all standing and ad-hoc committees and establishing the terms of reference for those committees. Standing committees include, but are not limited to, the Nomination Committee, Strategic Planning Committee, and Scientific Content Committee. The Executive Council members will be responsible for considering and accepting the recommendations put forward by all committees.

5.2 President. The President shall preside at the WFPS general Assembly and Executive Council meetings. The President shall be responsible for executing policies as determined by the WFPS Executive Council. The President will plan, organise, direct and coordinate the activities of the WFPS, delegating to ensure that the objectives of the WFPS are attained. The President will report to the Executive Council and to the membership at the triennial meeting. The President shall appoint a Nomination Committee and the Chairpersons of any Sub-committees. The President shall be empowered to establish and abolish ad hoc committees for specific tasks as needed. The President may invite Committee chairpersons to attend meetings of the Executive Council when deemed appropriate. The President maintains the original copy of the past and current bylaws.

5.3 Vice President. The primary role of the Vice President is to chair the Scientific Content Committee and serve as a member of the Strategic Planning Committee. In case of death, disqualification, removal, resignation or absence of the President, inability of the President from any cause to act, the Vice-President shall perform the duties of the office of the President until the Executive Council elects a new President.

5.4 Treasurer. The Treasurer will be responsible for keeping account of the monies received and expended for the use of the WFPS and shall make payments approved in writing by officers of the WFPS designated by the Executive Council; and deposit all funds received

in a dedicated University or Medical Research Institute account, a bank or banks or trust company approved by the Executive Council and subject to its inspection and control. At the expiration of their term of office, the Treasurer shall deliver to the appointed successor all books, monies and other property of the WFPS held in their capacity as Treasurer. The Treasurer shall seek professional guidance to ensure that the finances of the WFPS are recorded in compliance with the laws and Australian regulations governing the non-profit status of the WFPS. The Treasurer shall automatically be a member of the scientific committee of the Executive Council triennial congress and, with the Immediate Future Congress Host, provide a written report on the status of the congress to the President of the WFPS at least every six (6) months. The Treasurer (or President in the absence or unavailability of the Treasurer) shall be empowered authorise payments up to a limit determined by the Executive Council. Payments of a higher amount shall require the signature of the Treasurer (or Vice President in the absence or unavailability of the Treasurer) and the President.

5.5 Secretary. The Secretary will organise meetings of the Executive Council. They will record and distribute planning and general meeting minutes, handle and maintain copies of all major correspondence, coordinate nomination procedures for officers, run election procedures at the triennial business meeting, and hand over minutes and all other files to the incoming Secretary. The Secretary will maintain a list of the members of the WFPS and distribute correspondence under the direction of the President. The secretary is responsible for maintaining files of all incoming and outgoing correspondence received from members.

5.6 Immediate Past President. The Immediate Past President will continue to serve on the Executive Council for a term of three years following their term. The Immediate Past-President will serve as the chair of the Nomination Committee and as a member of the Strategic Planning Committee and will be available for appointment to other committees. The Immediate Past President shall be available to the President for counsel and assistance as needed.

5.7 Communications Manager. The Communications Manager will maintain the WFPS website between congresses. This will include information on congress venues, programs, call for abstracts and registration information. Additional information relating to other congresses, meetings and resources will also be posted as required.

5.8 Elected Representatives. Regular Elected members will represent the views of regular members of the WFPS to the Executive Council. The Student and Early-to-Mid Career (EMC) Elected Representative will represent the views of student and EMC members of the WFPS which includes graduate students and post-doctoral fellows. All elected representatives will be available for appointment to committees.

5.9 Various Members from time to time may be invited to Executive Council meetings for express purposes but without executive voting rights.

## **Article 6. Meetings**

6.1 The WFPS will hold triennial congresses. The Secretary will ask for bids for the congress to be held at least 3 years ahead via an email to members. An invitation for

bids will also be posted on the WFPS website at this time, along with the congress bid submission deadline. The Executive Council will select the host institution, place and time of each congress at least 2 years prior to the congress date. The general membership meeting will be held at each congress.

6.2 The congress host serves as a member of the Scientific Content Committee for the congress they are to host, and the congress that immediately follows.

6.3 In addition to triennial congresses, the WFPS may hold symposia and meetings on a regular or ad hoc basis in topic areas consistent with the society's purpose and objectives. Proposed symposia and meetings require endorsement from the Executive Council.

## **Article 7. Communications**

7.1 The WFPS will maintain a website and provide members with email notifications about upcoming WFPS congresses and other occasional email updates. The website will include information on the history and organization of the Society, Constitution and Bylaws, future meetings and career opportunities, as well as membership and congress registration.

## **Article 8. Fiscal Management**

8.1 The fiscal year of the WFPS shall be the calendar year commencing on the 1<sup>st</sup> day of January and concluding on the 31<sup>st</sup> day of the following December.

8.2 An end-of year financial report of the WFPS indicating the income, expenses and balance of the WFPS. shall be prepared by the Treasurer and presented to the Executive Council for approval by April 1 in the year following the close of each fiscal year.

8.3 The approved annual financial reports will be presented at the General Meeting for information to the membership.

## **Article 9. Indemnifications**

9.1 The WFPS shall indemnify any Executive Council members, employee or agent of the WFPS against reasonable expenses and against liability incurred by such a person in a proceeding in which she or he was a party by reason of the fact that she or he was an Executive Council member, employee or agent of the WFPS. These indemnification rights shall not be deemed to exclude any other rights to which the person may otherwise be entitled. The WFPS may indemnify, reimburse, or advance expenses to a covered person.

## **Article 10. Conflict of Interest Disclosure**

10.1 The Executive Council requires the disclosure in circumstances where a contract for goods or services may be awarded to a person or business in which an Executive Council member has a material interest. A conflict of interest exists when an Executive Council member takes part in decisions to transact Executive Council business with a

person or business in which they have a material interest. Therefore, the responsibility rests with individuals to disclose whenever they have influence over a decision about a proposed contract between the Executive Council and a business in which they have substantial holdings and to withdraw from the WFPS decision-making process.

## **Article 11. Dissolution**

12.1 The WFPS may be dissolved pursuant to a resolution of the General Membership. If, on dissolution, any property of the WFPS remains after satisfaction of the debts and liabilities of the WFPS and the costs, charges and expenses of the dissolution, that property shall be distributed:

- a) to another association or associations having objectives similar to those of the WFPS;  
or,
- b) for charitable purposes.

which associations or purposes, shall be determined by resolution of the members when authorizing and directing the Executive Council to prepare a plan for the distribution of the surplus property of the Society.