



## Constitution

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### **Article I Name and Duration of the Federation**

On the 6th of November 1972 in Mar del Plata, Argentina, the International Federation for Cervical Pathology and Colposcopy was founded.

The International Federation for Cervical Pathology and Colposcopy (IFCPC) (herein after called “the Federation) is governed by this Constitution.

The duration of the Federation shall be unlimited. Its principle place of business will be established in future Congresses.

### **Article II Purpose**

The Federation intends to:

- A. Stimulate basic and applied research and the diffusion of knowledge in matters related to cervical pathology and colposcopy;



- B. Stimulate the creation of national societies;
- C. Contribute to the standardization of terminology and evaluation of diagnostic and therapeutic procedures in the field of cervical pathology and colposcopy;
- D. Hold World Congresses at regular intervals, each held successively in a different country;
- E. Take part in and, where possible, sponsor regional or national congresses organized by affiliated societies;
- F. Where possible, help co-ordinate the dates of conferences which are relevant to the field of cervical pathology and colposcopy;
- G. Collaborate with affiliated societies whenever joint scientific action is appropriate; and,
- H. Nurture international and regional collaborative efforts related to training or research in cervical pathology and colposcopy.

### **Article III Membership**

#### **Section A Composition of Membership**

- A. The membership of the Federation shall include the national Society or Federation of any country representing the specialists in colposcopy and cervical pathology in that country.
- B. When more than one Society exists in a given country, each claiming the right to represent that country, the Societies must resolve this problem within the country itself, or else, set up a coordinating committee recognized by the two or more Societies of that country. In any case, national Societies must be non-profit bodies and have a Constitution in conformity with their national laws.
- C. Acceptance of membership may not be based on religion, race, or national origin.

#### **Section B Conditions of Membership**

A Society which was not a member at the time of the creation of the Federation may become a member provided it fulfills the following conditions:

- A. Sends an application in writing to the Secretary General of the Federation together with a copy of its Constitution showing that it satisfies the requirements set out in Article III, Section A above;
- B. Declares its intention to abide by the Constitution of the Federation;
- C. Make financial contributions in such amount and at such time as decided by the General Assembly; and,
- D. Has at least ten members.

The decision as to the granting or refusal of membership shall be made by active and eligible members of the General Assembly; the General Assembly shall not be required to state the reason for its decision.

#### **Section C Termination of Membership**

Membership of the Federation shall be terminated:

- A. By withdrawal, subject to a period of notice to be fixed by the Bylaws.



- B. By defaulting in the payment of contributions to the Federation over a period of time fixed by the Bylaws.
- C. Subject to a vote to terminate by the General Assembly. Based on a report by the Executive Board, a two-thirds majority of the delegates present and entitled to vote at a General Assembly may exclude from the Federation any Society whose actions are determined by the General Assembly to be detrimental to the reputation or interest of the Federation or casts discredit upon the profession.

No exclusion from membership may be based on religion, race, or national origin.

#### **Article IV Contributions**

Each national Society shall pay to the Federation a yearly contribution, in proportion to the number of regular members of each Society, the amount of which shall be fixed by the General Assembly.

Members of the Federation shall not be personally liable for the financial commitments of the Federation, which shall be guaranteed solely by the Federation's assets.

#### **Article V General Assemblies**

##### **Section A Organization of the General Assembly**

The Federation shall have a General Assembly and an Executive Board. The General Assembly is the supreme authority of the Federation. It shall be composed of the delegates of each national Society, or their nominees, and of the members of the Executive Board.

Based on the following schedule, each national Society represented at the General Assembly shall be entitled to votes proportional to its membership. Delegates of a national society owing past or current fiscal year contributions shall not vote. The ratio of membership proportionality to voting shall be calculated as follows:

10 – 50 members	1 vote
51 – 100 members	2 votes
101 – 200 members	3 votes
201 – 500 members	4 votes
501 – 1000 members	5 votes
Over 1000 members	6 votes

The allocation of votes per national society will be fixed one year prior to the opening date of the World Congress based upon the contributions paid for that fiscal year. This level of contribution must then be maintained during the World Congress year.

##### **Section B General Assembly Format and Agenda**

- A. There shall be two Ordinary General Assemblies at each World Congress organized by the Federation



**B. Extraordinary General Assemblies may occur whenever convened by the Executive Board**

The agenda of the General Assembly shall be determined by the Executive Board of the Federation. The official language of the General Assembly will be English. Other languages will be valid where translation facilities have been provided.

The President shall be the presiding officer of the General Assembly. The President shall vote only in the instance to break a tied vote. Officers of the Executive Board shall be the officers of the General Assembly.

The General Assembly shall receive a report from the Executive Board regarding the general activities of the Federation. This report shall be known as the Management Report and it shall be presented by the President and/or Secretary General. When the General Assembly votes to approve the Management Report, no member of the Board shall be entitled to vote.

The General Assembly shall review and accept or reject the financial statement presented by the Treasurer for the most recently concluded fiscal year and discuss the other items appearing on the agenda.

Time will be allowed for the introduction of other topics for discussion by members of the General Assembly.

**Section C General Assembly Voting Process**

Votes in the General Assembly shall be binding irrespective of the number of members present except when amendments to the Constitution (see Article VII, Section A) or the dissolution of the Federation (see Article VIII) are under consideration.

The General Assembly delegates vote on the Agenda items, however, if a simple majority of the members present so decide, Ordinary General Assemblies may take action on items not included in the Agenda barring proposed amendments to the Constitution or dissolution of the Federation. Subject to the above instances, when a qualified majority is required by the provisions of this Constitution, decisions of the General Assembly shall be by simple majority of the members present and entitled to vote.

For Extraordinary General Assemblies, a country which is not represented and is current in its contributions may cast its vote in writing on agenda items requiring a vote. Postal votes must reach the Secretary General at least 15 days prior to the opening of the General Assembly. Electronic voting (e.g. email) will be allowed. This provision does not apply to Ordinary General Assemblies.

**Article VI The Executive Board**

**Section A Election and Organization**

The Executive Board shall be elected by the General Assembly and shall consist of 15 members. It shall include the officers of the Federation who are: the President, Immediate Past-President, President-Elect, Secretary General, Treasurer, Assistant Secretary/Archivist and Assistant Treasurer. The officers of the Federation shall be elected by the General Assembly for a term of three (3) years, excluding the Secretary



General and Treasurer who shall be elected for a term of six (6) years. The President cannot be elected for a second term. The Secretary General, Treasurer, Assistant Secretary/Archivist, and Assistant Treasurer may be re-elected to subsequent terms of office, without limitation.

In addition to the above 7 officers, the Board shall include 8 members-at-large who should represent 8 countries selected on a rotating basis from national societies other than those of the Federation's 7 officers. Henceforth, 4 new members-at-large will be elected for a term of six (6) years at each meeting of the General Assembly.

Election of officers shall be held at each World Congress.

### Section B Meetings

The Executive Board shall conduct the activities of the Federation and shall meet once yearly unless convened more frequently by the President or at the request of at least one-third of its members. Action by the Executive Board arrived at by correspondence, including the electronic method of email, shall be valid as though the Board had actually assembled. Any vote or meeting conducted electronically must be conducted by the Board member from an email address that is consistent with the registry of Board member emails kept by the Secretary General. A quorum shall be eight (8) members of the Board present or represented. Decisions of the Executive Board shall be made by a majority of those present and shall be binding.

If a member of the Executive Board is unable to attend a meeting he/she may appoint, by written proxy, either another member of the Board or another representative of his national society to represent him/her. In the event that the Board members is unable to personally request a proxy, or the Board member is unable to complete his/her term of office, the appointment of a proxy or substitute member will be made by the member's national Society. The nominated representative must be ratified by the President.

The Secretary General shall prepare minutes of the meeting of the Board and shall sign them jointly with the President.

### Section C Executive Board Powers

The Executive Board shall exercise the broadest powers for the management of the affairs of the Federation. It shall establish the yearly budget and determine the use of available funds, including the location of the Federation's offices.

The Executive Board shall determine appropriate endeavours and activities to be undertaken in order to achieve the objectives of the Federation

The President or a representative duly appointed by the Board, shall have all necessary authority to act on behalf of the Federation.

### Section D Standing Committees



- A. The Executive Board of the International Federation may appoint Standing Committees relating to research, education, audit, training and practice in the fields of colposcopy and cervical pathology.
- B. Specifically the Executive Board of the Federation shall appoint three standing committees: the Scientific Committee, the Education Committee and the Information Technology Committee.
- C. The tenure of these three committees shall be three years.
- D. The Executive Board may also appoint other ad hoc committees from time to time and these may have limited duration.
- E. Also the Executive Board shall appoint the Committee members responsible for auditing the financial records at each General Assembly. The members of this Finance Committee shall be immediately re-eligible. The Finance Committee shall submit a report to each General Assembly and annually to the Executive Board.

### Section E Officers

- A. The President shall be the executive officer of the Federation and shall preside at the General Assemblies, Ordinary and Extraordinary, and at meetings of the Executive Board and shall serve for one three (3) year term. It shall be the prerogative of the President to officially represent the Federation at the regular meetings of affiliated gynaecology or cervical pathology meetings or to appoint another member of the Federation as the official delegate.
- B. The President-Elect will act as Vice President and, in the absence of the President, will preside at General Assembly meetings and of the Executive Board. The President-Elect shall serve for one three (3) year term and shall automatically succeed to the office the President.
- C. The Treasurer shall oversee the financial records and overall collections and disbursements in accordance with the Bylaws and at the direction of the Executive Board. At the end of each fiscal year, the Treasurer shall have the books audited and submit this together with a report to the Executive Board. For each World Congress, the Treasurer will submit a report for the year preceding to the General Assembly. The Treasurer will be the chairman of the Finance Committee.
- D. The Assistant Treasurer shall assist the Treasurer in the performance of fiscal duties and reporting.
- E. The Secretary General shall oversee the correspondence and historical records of the Federation. The Secretary General shall prepare the minutes of all meetings of the General Assembly and of the Executive Board.
- F. The Assistant Secretary/Archivist shall assist the Secretary General in the performance of secretarial and archival duties. The Assistant Secretary shall be the chairman of the Education Committee

### Article VII Amendments

#### Section A Constitution

Any proposal for an amendment to this Constitution must be submitted by either the Executive Board or by at least one-tenth of the members of the Federation. The text of any proposed amendment shall be communicated to all members of the Board at least six (6) months before the opening of the General Assembly and copies shall be mailed, both by postal and electronic mail, by the Secretary General to each member Society at least four (4) months before the General Assembly. One half of the active members in attendance at the General Assembly and entitled to vote must then be present at the General Assembly in order to vote on a proposed amendment to the Constitution.



Should this quorum not be reached, the General Assembly shall be convened again within the time-limit prescribed by the Bylaws. The second General Assembly may act and vote irrespective of the number of members present.

In no case may the Constitution be amended unless the amendment is adopted by a two-thirds majority of the members entitled to vote who are present at the General Assembly. As an exception to the last paragraph of Article V, Section C, a vote by correspondence shall not be permissible when changes to the Constitution are being considered.

### Section B Bylaws

The Bylaws of the Federation shall be prepared by the Executive Board, and submitted for approval to the General Assembly.

Any proposal for an amendment to the Bylaws must be submitted by either the Executive Board or by at least one-tenth of the members of the Federation. The text of any proposed amendment shall be communicated to all members of the Board at least six (6) months before the opening of the General Assembly and copies shall be mailed, both by postal and electronic mail, by the Secretary General to each member Society at least four (4) months before the General Assembly. One half of the active members in attendance at the General Assembly and entitled to vote must then be present at the General Assembly in order to vote on a proposed amendment to the Bylaws.

In no case may the Constitution be amended unless the amendment is adopted by a two-thirds majority of the members entitled to vote who are present at the General Assembly. As an exception to the last paragraph of Article V, Section C, a vote by correspondence shall not be permissible when changes to the Bylaws are being considered.

### Article VIII Dissolution of the Federation

A decision to dissolve the Federation shall be taken by a General Assembly especially convened for that purpose and composed of at least two-thirds of the member societies who are entitled to vote. Should this quorum not be reached, the General Assembly shall be convened again within the time-limit prescribed by the Bylaws. This second Assembly meeting in Extraordinary Session, may vote irrespective of the number of members present. In all cases, a two-thirds majority of the members present at the second General Assembly and entitled to vote shall be required to decide on the dissolution. As an exception to the last paragraph of Article V, Section C, a vote by correspondence shall not be permissible.

In the event that the liquidation of the Federation's affairs and property is favorably voted upon by the General Assembly of the Federation at a special meeting called for the purpose, then a liquidator shall be appointed by the Executive Board and, after payment of all debts, if any, the property and assets shall be distributed proportionately among the federated Societies. The proportionality of allocation shall reflect the relative amounts of contributions received by the Federation during the previous decade. The liquidation shall be final only after approval of the liquidation accounts by the members of the full Executive Board of the Federation who shall be consulted in writing.



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### **Approvals & Revisions**

- Approved at the General Assembly in London on October 16th, 1981.
- Modified at the 13th World Congress in Auckland in October 2008; approved at the 14th World Congress in Rio de Janeiro in July 2011.