

This comprehensive update is proposed to accommodate changes over time in procedures, environmental/circumstantial factors, and in response to the evolving in needs of our Society.

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ISPO Constitution

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 the members of the Executive Board.

2.2 The Executive Board may appoint agents and staff who shall have authority to perform prescribed duties on behalf of ISPO.

- 2.3** One or more persons may participate in any Executive Board or Committee meeting by electronic and other means, including teleconference and videoconference, permitting two-way communication between all participants.
- 2.4** Voting on ISPO matters should be conducted to ensure transparency, equal opportunity, and access by all having voting rights.
- 2.5** Unless otherwise specified in this constitution, the quorum for any ISPO Committee or Executive Board meeting shall be one third of its voting members.
- 2.6** All Executive Board or Committee decisions will require a simple majority of the voting members present unless specified otherwise in the Constitution.
- 2.7** The Executive Board may establish and modify Operational Guidelines, as necessary to carry out the proper business of ISPO, by a two thirds majority of its voting members.
- 2.7.1 Postal, electronic, and similar voting means may be used to meet this requirement.
- 2.7.2 All Operational Guidelines must be consistent with the constitution.

3. PURPOSE

To enhance the quality of life for everyone who may benefit from prosthetic, orthotic, mobility and assistive devices, by:

- 3.1** *Serving 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** *Fostering 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** *Promoting and when requested, assisting in efforts to co-ordinate or guide research, development, and evaluation activities* related to prostheses, orthoses, wheelchairs and rehabilitation engineering around the world.

- 3.4 *Guiding, and supporting the efforts of all those responsible for the education and training of the professions involved* and when requested, correlating these activities around the world.
- 3.5 *Encouraging, guiding, and supporting the efforts of all those responsible for care of patients* involving these important fields and, when requested, correlating these activities around the world.
- 3.6 *Undertaking, 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 is open to **all** individuals, associations, organizations, and institutions with a bona fide interest in prosthetics, orthotics, wheelchairs, assistive devices, rehabilitation engineering and related subjects who support the Mission and Goals of ISPO.
- 4.2 Membership in ISPO requires written or electronic application to the ISPO Head Office, as defined in the Operational Guidelines of ISPO, plus payment of required fees.
- 4.3 **Full Membership** confers voting rights and includes the following categories:
 - 4.3.1 **Member:** Person with a bona fide interest in prosthetics, orthotics, wheelchairs, assistive devices, rehabilitation engineering and related subjects who support the Mission and Goals of ISPO.
 - 4.3.2 **Fellow:** Designation of the individual Member and Non-Member who has contributed to a high degree to the Mission and Goals of ISPO by personal achievement, integrity, reputation, and activities on behalf of the Society.
 - 4.3.2.1 Nomination as a Fellow is performed by the individual's Member Society, according to the MS policies and protocol, or by any group of five persons on the International Committee. Nomination must be supported by an appropriate citation. Election of a Member to Fellow status requires approval of the Executive Board.

4.3.3 **Emeritus Fellow or Emeritus Member:** those Fellows or Members of twenty-five or more years standing, who are 65 years or above and have retired from active practice and who have applied for such status.

4.4 Dual membership: this type of membership may be available for members of certain organisations with whom ISPO negotiates special relations and appropriate arrangements as outlined in Paragraph 4.7, including reduced membership fees. Detailed criteria, features and benefits will be outlined in the Operational Guidelines of ISPO and procedures confirmed by the Executive Board.

4.5 Associate Membership categories do not have voting rights and include:

4.5.1 **Student Member:** Bona fide full-time students, residents, interns or trainees in the pertinent disciplines.

4.5.2 **Institutional Partner:** Colleges, Universities, research centers, clinics, associations and other appropriate not-for-profit bodies.

4.5.3 **Corporate Partner:** Business entities and for-profit bodies active in manufacturing or service provision in the field of prosthetics and orthotics rehabilitation.

4.5.4 **Partner Organizations:** Societies or organizations whose interests and activities are consistent with ISPO's Mission and Goals.

4.5.5 **User Member:** Users of prosthetic, orthotic, mobility and assistive devices.

Hereinafter the term Member will be used to represent all categories of membership and will refer to all who are in good standing.

4.6 Member Societies: All ISPO members are encouraged to join together on a geographical basis to facilitate ISPO activities and to participate in ISPO governance through the International Committee representatives.

4.6.1 At least five ISPO Full Members in good standing, resident within a geographical area, are required to form a Member Society.

4.6.2 At the time of application, each new Member Society will submit its constitution in English to the Executive Board for approval. The Member Society constitution must not conflict with the ISPO mission and objectives as set forth in the ISPO constitution.

- 4.6.3 Each Member Society may levy subscription/membership fees to support their activities, in addition to the fees required for basic ISPO membership.
- 4.6.4 Each Member Society should arrange to elect a Committee of at least three persons as its Executive body. The Committee should elect by majority vote its own Chair and such other officers as deemed necessary.
- 4.6.5 The Committee Chair, with the assistance of other officers, should be required to call meetings, prepare agendas, organize the election of subsequent Committees, and ensure that a summary report of these events is submitted to the ISPO Head Office and the International Committee.
- 4.6.6 The Committee members may be eligible for re-election as determined by the rules of the Member Society. It is recommended that the Chair not serve more than two consecutive terms. The Committee will notify the ISPO Head Office of appointments within the Committee and the names of the representative(s), alternate(s), or observer(s).

4.7 ISPO recognizes the following Member Societies:

- 4.7.1 Member Societies representing a country (i.e. a National Member Society of ISPO) formed by interested ISPO members resident in the same country.
 - 4.7.1.1 Country boundaries will be those determined by the United Nations.
 - 4.7.1.2 No country will have more than one National Member Society, such recognition being the prerogative of the Executive Board.
- 4.7.2 Member Societies representing an administrative jurisdiction within a country (i.e. formed by interested ISPO members residing in the same administrative jurisdiction), i.e. that does not appear in the list of sovereign states recognized by the United Nations, may be accepted, such recognition being the prerogative of the Executive Board.
 - 4.7.2.1 Administrative jurisdiction refers to a territory in which an office with executive or managerial authority administers justice and declares judgments, but which is not a sovereign state recognized by the United Nations.
 - 4.7.2.2 **Regional Member Society:** If members within a country are unable to meet the minimum criteria to form a National Member Society, they may join together with other interested individuals, associations, organizations, and institutions in neighboring countries to form a Regional Member Society.

4.7.2.3 **ISPO Regions:** If members of several National Member Societies in a geographic area would like to closely collaborate, they may form an ISPO Region. Specific criteria and features will be outlined in the Operational Guidelines of ISPO.

4.8 Special Relationships with other Organisations

- 4.8.1 In order to minimise duplication and maximize results in line with our purpose as outlined in paragraph 3.1 ISPO may seek to develop close working relationships with other organizations with complementing objectives.
- 4.8.2 Such a relationship should be of mutual benefit for both organizations. It should not distract from the primary business of ISPO, but rather give the opportunity to achieve greater impact as a result of the special relationship.
- 4.8.3 As part of such a relationship dual membership of both organisations could be explored and implemented.

4.9 Obligations and Privileges of Membership

- 4.9.1 Each Member Society of ISPO will supply the Head Office of ISPO with the name and addresses of the society's official representative for ISPO matters.
- 4.9.2 To maintain membership in good standing, the requisite fees will be transmitted to the ISPO Head Office within the specified period of time. Membership fees will be established by the Executive Board, after giving due consideration of the class of membership, country or region of residence, and such matters as currency rate fluctuations. Subscription rates for different individual and group membership categories will be recorded in the Operational Guidelines of ISPO.
- 4.9.3 Members who have achieved Honorary or Emeritus status are not required to pay membership fees.
- 4.9.4 All classes of membership in ISPO will be appropriately informed regarding meetings, courses, conferences, and other activities of ISPO.
- 4.9.5 Official representatives of partner organizations will receive all notices of ISPO meetings, conferences, symposia, assemblies, and technical programs sponsored in full or in part by ISPO.
- 4.9.6 Members will receive various publications of ISPO in relation to their membership category, as determined by the Executive Board.

4.9.7 Members will be entitled to participate in the World Assembly of ISPO and to introduce matters for discussion that are not on the published agenda.

4.9.8 Members will receive any other benefits of membership as decided and communicated by the Executive Board.

4.10 Resignation

4.10.1 ISPO membership may be resigned at any time by written notification to the ISPO Head Office.

4.11 Discontinuance of Membership and Expulsion

4.11.1 Membership of individuals, associations, organizations, and institutions who fail to meet the requirements of ISPO regarding conduct, 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. One written appeal of Expulsion may be submitted to the International Committee, whose decision by majority vote will be final.

5. STANDING MEETINGS

5.1 ISPO will host an international World Congress at least once every three years to foster the exchange of current scientific and clinical information.

5.1.1 ISPO will convene a **World Assembly** in conjunction with each World Congress to provide a forum for all interested Members to interact with the Executive Board in person.

5.1.1.1 The President will present his Presidential Address at the **World Assembly**.

5.1.1.2 The **World Assembly** of ISPO may hear and discuss the reports of the Officers and Committee Chairmen and those matters introduced by any Member.

5.1.1.3 The **World Assembly** may 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.

5.1.2 ISPO will convene an **International Committee** meeting in conjunction with each World Congress.

6. EXECUTIVE AUTHORITY

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

6.1.1 The term of office for all members of the **International Committee** shall run from one scheduled World Congress to the next subsequent scheduled World Congress unless specified otherwise in this constitution.

6.1.2 All members of the **International Committee** are limited to three consecutive terms.

6.1.3 The **International Committee** will evaluate the activities of ISPO and advise the Executive Board as appropriate.

6.1.4 The **International Committee** will ensure that the policies and plans of ISPO, the representatives to the International Committee, its Executive Board and its committees reflect as much as possible the various professional disciplines and interests and the cultural and geographical distribution of ISPO membership.

6.1.5 The **International Committee** shall select, by majority vote, the Officers of ISPO and others to serve on the Executive Board, who will take office at the conclusion of the World Congress.

6.1.6 To ensure proper representation at any given meeting, the Member Society may appoint alternates acceptable to the **International Committee**. Where two or more representatives are involved, they should preferably be of different professional disciplines.

6.1.7 **Voting Rights:** Each Member Society having at least 5 Members in good standing will be eligible for voting representation on the International Committee.

6.1.7.1 Each Member Society consisting of 5-100 Members in good standing is entitled to apply to the Executive Board for representation on the International Committee of one voting representative.

6.1.7.2 One additional voting representative will be allowed for each additional 100 members in good standing, up to a maximum of four voting representatives. [In other words, 5-100 members = 1 vote; 101-200 = 2 votes; 201-300 = 3 votes; over 301 = 4 votes.]

6.2 The Executive Board

- 6.2.1 Voting members of the Executive Board consist of the Officers and six other elected Members. The Officers will be the President, President-Elect, Secretary, and Treasurer. The Immediate Past-President and all Standing Committee Chairs 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 newly elected Executive Board will take office at the conclusion of the World Congress.
- 6.2.3 The term of the President-Elect begins upon election at a World Congress, continues automatically to President at the subsequent World Congress, and concludes as Immediate Past President.
- 6.2.4 The term office for Secretary and Treasurer shall run from one scheduled World Congress to the next subsequent scheduled World Congress (total of approximately two years). They may be re-elected for up to one further consecutive term.

The term of office for the six other elected Members shall run for two bienniums (from one scheduled World Congress to the next but one World Congress (total of approximately four years). The Board members are elected in groups of three, to take office at alternate World Congresses to ensure some continuity of board membership. They may not be re-elected as Member for a consecutive term, however, may stand for election for an Officer position.

- 6.2.5 In the event of a vacancy arising in the Executive Board, the Executive Board shall inquire with the next ranked candidate from the previous election cohort, and so forth. In case the position is not filled this way, it may co-opt from the membership at large to fill that vacancy. A Member or Fellow co-opted in this way enjoys full corresponding 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, either virtually or in person, at the call of the President on at least a quarterly basis.
- 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 as appropriate and effect changes in staff structure, activities and plans by majority vote of its members.

- 6.2.9 The Executive Board may authorize the purchase of appropriate insurance or other means to indemnify elected and appointed ISPO representatives against personal legal or financial liability for appropriate actions taken in the lawful course of their ISPO responsibilities.

6.3 Duties of the Officers of the Executive Board

- 6.3.1 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.
- 6.3.2 Should a President resign, he or she does so from all commitments, rights and continuing responsibilities associated with the Presidency.
- 6.3.3 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.
- 6.3.4 The Secretary will serve as the primary liaison with the ISPO Head Office and 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 to work under the direction of the Secretary and have observer status on the Board.
- 6.3.5 The Secretary will 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 60 days written notice is required to conduct a voting meeting.
- 6.3.6 The Secretary will transmit to the representatives of the Member Societies and the partner organizations 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.
- 6.3.7 The Treasurer will 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.

- 6.3.8 The Treasurer will be responsible for the funds and financial records of ISPO. The Treasurer is responsible for fees, dues, and assessments from the constituent societies and groups and from all classes of members; all disbursements; and all financial reports, subject to the procedures defined in these Operational Guidelines.
- 6.3.9 The Treasurer will qualify for fidelity bond or other insurance against obligations, the procurement cost of which shall be borne by ISPO.

7. COMMITTEES, TASK OFFICERS AND INTERNATIONAL CONSULTANTS

7.1 The Executive Board shall conduct its duties through the following Standing Committees: the Finance Committee (FC), the Education Committee (EC), the Protocol Committee (PC) and the Scientific Committee (SC). Further members may be co-opted from the membership at large and approved by the Executive Board, to carry out specific tasks. 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.

- 7.1.1 **The Finance Committee** will oversee the financial activities of the Society as directed by the Executive Board.
- 7.1.2 The Finance Committee will have continuing responsibility to review the financial policy of the Society and make recommendations to the Executive Board.
- 7.1.3 The Finance Committee shall comprise the Treasurer, the President-Elect, an appropriate management representative of the ISPO Head Office, and one additional ISPO member.
- 7.1.4 The ISPO Treasurer will be the Chair of the Finance Committee.
- 7.1.5 The Finance Committee shall establish and maintain orderly mechanisms for the collection, deposit, management and disbursement of ISPO funds.
- 7.1.6 The Finance Committee shall prepare an annual budget for the Executive Board's approval.
- 7.1.7 The Finance Committee shall prepare an annual financial statement to be presented to the Executive Board for publication to the full membership of ISPO.
- 7.1.8 The Finance Committee shall supervise the procedure for financial affairs involved in ISPO functions such as conferences and publications.

7.1.9 The Finance Committee shall secure the services of an independent financial auditor external to the Society to audit the records and financial statements of ISPO as required.

7.2 The Protocol Committee shall have a continuing responsibility to review and interpret the Constitution and to act as an advisory body to the Executive Board. The PC will insure that all decisions of the Executive Board are consistent with the constitution, and will recommend amendments to the constitution as necessary.

7.2.1 The Protocol Committee shall comprise the Past-President and at least two Members from the membership at large who are not on the Executive Board.

7.2.2 The Immediate Past President will chair the Protocol Committee.

7.2.3 Nominations for the Members of the Protocol Committee taken from the membership at large shall be requested from the Member Societies. They will be appointed on the basis of their experience by the Executive Board for one term and may be re-appointed to serve a maximum of 2 consecutive terms.

7.2.4 The Protocol Committee will appoint an Election Officer and an Associate Election Officer, one of whom should be from the Executive Board and the other should be a Member Society nominated member of the Protocol Committee. It is the responsibility of the Election Officers to conduct the Elections according to the Operational Guidelines of ISPO and procedures confirmed by the Executive Board.

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

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

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

7.3.3 The Education Committee shall comprise at least three members, one of whom must be a current Board member.

7.3.4 The Chair and the members shall be appointed by the Executive Board for one term and may be reappointed for up to 2 further consecutive terms.

7.4 Scientific Committee is responsible for all matters of ISPO relating to Science.

- 7.4.1 The Scientific Committee shall have continuing responsibility to review the scientific policy of the Society and make recommendations to the Executive Board.
- 7.4.2 The Scientific Committee oversees the scientific activities of the Society as directed by the Executive Board.
- 7.4.3 The Scientific Committee shall comprise at least three members, one of whom must be a current Board member. 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 Chair and the members shall be appointed by the Executive Board for one term and may be reappointed for up to 2 further consecutive terms.

7.5 Ad Hoc Committees

- 7.5.1 The President may establish Ad Hoc Committees, to undertake specific tasks as deemed necessary or directed by the Executive Board.
- 7.5.2 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.
- 7.5.3 The President, with the approval of the Executive Board, may appoint Task Officers with regard to identified tasks.

8. FISCAL RESPONSIBILITY

- 8.1** No parts of ISPO's proceeds or funds shall accrue to the personal benefit of any Officer or member of the Society. ISPO may reimburse reasonable expenses incurred on its behalf and make reasonable payment for staff services.
- 8.2** ISPO shall not be organized or operated for profit. *The Society's income can be used only for charitable purposes in accordance with the purpose of this organization.*
- 8.3** The Fiscal Year of ISPO shall be determined by a 2/3 majority vote of the Executive Committee.

- 8.4** 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.
- 8.5** 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 Chairpersons shall be entitled to commit funds made available to their Committees by the Executive Board or obtained from outside sources.
- 8.6** The Executive Board, in consultation with the Finance Committee can, by majority vote, apply Society funds to investments of any nature that are in the best interest of the Society.
- 8.7** All elected and appointed members of the Executive Board and Committees, all Task Officers, and all ISPO Head Office staff will declare any potential conflict of interest in connection with their ISPO activities according to the policy in the Operational Guidelines and will abide by all provisions of the ISPO Code of Ethics, as established by the Executive Board.

9. AMENDMENTS TO THE CONSTITUTION

- 9.1** An amendment to the Constitution may be proposed to the Executive Board by any Member.
 - 9.1.1 If acted upon, the proposal must be published to the International Committee and Members for comment and then discussed and voted upon by the International Committee.
 - 9.1.2 Publication of any proposed amendment shall be made at least 90 days before the International Committee meeting at which it shall be debated.
 - 9.1.3 The International Committee must approve the amendment by at least a two-thirds majority of those voting members present for change to be effective.

10. DISSOLUTION

- 10.1** 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

ISPO Constitution – approved by the International Committee in October 2019

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.

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