

Bylaws of the World Federation of Orthodontists

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Bylaws of the World Federation of Orthodontists

I. NAME

- A. The name of this Federation shall be the “WORLD FEDERATION OF ORTHODONTISTS”, herein after referred to as the “WFO” or the “FEDERATION”.

II. PURPOSE

- A. The purpose of the Federation shall be to advance the art and science of orthodontics throughout the world.

III. OBJECTIVES

- A. Consistent with its purpose, the chief objectives of the Federation shall be to:
 1. encourage high standards in orthodontics throughout the world,
 2. encourage, and assist when requested, in the formation of a national organization of orthodontists in countries where such organizations do not exist,
 3. encourage and assist in the formation of national orthodontic specialty certification boards,
 4. encourage high standards in orthodontic research and treatment,
 5. encourage the exchange of orthodontic research and treatment information,
 6. encourage high standards of orthodontic education, training, certification and licensure and
 7. sponsor and administer periodic International Orthodontic Congresses (IOC), including selecting the site and the host organization.

IV. MEMBERSHIP

- A. The membership categories of this Federation are:
 1. Fellow
 2. Honorary Fellow
 3. Non-orthodontist Academic Member
 4. Student Member
 5. Retired Fellow

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B. Fellow

1. To be a Fellow (active member) of this Federation, a specialist orthodontist (throughout this document referred to as ORTHODONTIST) must meet the following requirements:
 - a. Be a full or active member in good standing of a WFO-affiliated national organization of orthodontists and must practice within the jurisdiction of such organization.
 - b. Must endorse and sign a pledge to support the Federation’s principles and objectives.
 - c. In the event an orthodontist practices in a country that does not have a WFO-affiliated national organization, such orthodontist may apply for Fellow membership as an individual, providing the following requirements are met.
 - i. Be educationally qualified by successfully completing the highest level of specialty orthodontic training available in the country in which the orthodontist practices.
 - ii. Where permitted, be legally authorized by local or national rules or law to identify themselves as orthodontists.
 - iii. Must endorse and sign a pledge to support the Federation’s principles and objectives.
 - d. Subsequent to acceptance as an individual Fellow, should a national organization or society from the same country in which the Fellow practices become a WFO-affiliated national organization, said Fellow must join such national organization or society within three (3) years of the date of the recognized affiliation or by the renewal date of the Fellow’s membership, whichever is earlier. Should any Fellow fail to comply with this requirement, that Fellow’s membership in this Federation shall immediately terminate. Such former individual Fellows may reapply for WFO membership only upon becoming full or active members in the now WFO-affiliated national organization.
 - e. In the event a Fellow belongs to more than one WFO-affiliated national organization, that Fellow may designate to which organization his/her membership shall be credited. Should the Fellow make no designation following request by the Executive Committee, representation shall be credited to the WFO-affiliated national organization indicated on his/her original WFO membership application. Should the Fellow no longer belong to that original organization, the Executive Committee will decide which WFO-affiliated national organization will be credited with such Fellow’s membership.

100 C. Honorary Fellow

- a. Any individual, orthodontist or not, who is deemed to have rendered outstanding service to the specialty of orthodontics may be nominated to the Executive Committee for consideration for Honorary Fellowship.
- b. The Executive Committee may by two-thirds (2/3) vote elect a nominee to Honorary Fellowship provided that there shall not be more than twenty (20) living Honorary Fellows at any one time.

- 107 c. Nominations may be made by the WFO Council, the WFO Executive Committee,
108 any WFO-affiliated organization or any Fellow in good standing, in the manner
109 prescribed by the Executive Committee.
110 d. The nominee must endorse and sign a pledge to support the Federation's
111 principles and objectives.
112 e. The salutation for an Honorary Fellow of the Federation shall be "Hon. WFO."
113

114 D. Non-Orthodontist Academic Member

- 115 1. Non-Orthodontist Academic Members must meet the following requirements:
116 a. Orthodontists are not eligible for membership in this category; the applicant
117 must be a non-orthodontist engaged in full-time education or research related to
118 orthodontics at a university or educational institution whose accreditation or
119 credentialing is judged acceptable by the WFO-affiliated national organization
120 with jurisdiction.
121 b. Must be certified by the dean, program director or person of equivalent
122 academic rank as well as by the president of the WFO-affiliated national
123 organization as fulfilling the requirements of section IV.D.1.a. at the time of
124 application and at each subsequent membership renewal.
125 c. Must endorse and sign a pledge to support the Federation's principles and
126 objectives.
127

128 E. Student Members

- 129 1. Student Members must meet the following requirements:
130 a. Must be a full-time student or resident, and be so certified by the dean, program
131 director, or person of equivalent rank, in an accredited postgraduate orthodontic
132 specialty program as determined and certified by a WFO-affiliated national
133 organization. Such certification shall be verified by the signature of the
134 president of said WFO-affiliated national organization on the application for
135 student membership. Students in countries without a WFO-affiliated national
136 organization are not eligible for student membership in this Federation.
137 b. Must endorse and sign a pledge to support the Federation's principles and
138 objectives.
139 2. Student members may continue their membership in this Federation as long as they
140 continue to be certified full-time students at an accredited institution, provided that
141 such membership does not exceed five (5) years.
142

143 F. Retired Fellow

- 144 1. Retired Fellows must meet the following requirements:
145 a. Be retired from the active practice of orthodontics or full-time teaching.
146 i. Employment status shall be verified in a manner determined by the Executive
147 Committee.
148 ii. Must have been a Fellow, Honorary Fellow or Non-Orthodontist Academic
149 Member of the Federation for 10 cumulative years before retirement, and
150 shall have requested reclassification by this Federation.

151 b. A Retired Fellow may teach full-time *pro bono* or may be employed teaching on a
152 part-time basis provided that he/she is compensated for teaching no more than
153 the equivalent of two (2) days per week.

154 c. Retired Fellows will be registered with this Federation by home address.

155 G. Applications for all membership categories shall be made on the form prescribed by
156 this Federation and submitted to the Secretary-General for review, and then forwarded
157 to the Executive Committee for consideration and decision. Any applicant for
158 membership whose application is denied may reapply not earlier than one (1) year
159 following the date of rejection. Should the second application be denied, the applicant
160 may submit a final application no earlier than two (2) years after the date of the second
161 rejection. Should the third application be denied, no further application for
162 membership may be made. In every case, the decision of the Executive Committee is
163 final and may not be appealed.

164

165 H. Member Duties, Rights and Privileges

166 1. Members have the duty to support and advance the principles and objectives of this
167 Federation and must comply with all the provisions of its bylaws and policies.

168 2. Only Fellows whose membership is in good standing are eligible to hold office or be
169 elected or appointed to any leadership or committee position. Only Fellows may
170 vote or participate in the selection of Federation officials or establishment of
171 Federation policy. Honorary Fellows who satisfy all membership criteria of the
172 Fellow member category enjoy these same privileges.

173 3. Fellows shall be entitled to all services and privileges as may be provided by the
174 Federation.

175 4. Members in all other categories shall be entitled to all rights and privileges as may be
176 provided according to their category.

177 5. The Federation shall establish and collect dues, based on Federation policy
178 established by the Executive Committee. Nonpayment of dues will result in
179 termination of membership in this Federation.

180 6. The membership year of the Federation shall be from January 1 through December
181 31.

182

183 V. WFO-AFFILIATED ORGANIZATIONS

184 A. Any national organization of orthodontists may apply for affiliation with this Federation,
185 providing all the following requirements are met.

186 1. The bylaws of the national organization must comply with this Federation's bylaws,
187 as determined by the WFO Executive Committee in its sole and absolute discretion.

188 2. The bylaws of the national organization must have a category of full membership that
189 is only available to orthodontists. These orthodontist members must be
190 educationally qualified and recognized to be orthodontists by local governing laws
191 and/or the WFO-affiliated national association's bylaws. Members of this category
192 must be entitled to all privileges of membership in that organization, including the

- 193 right to hold office and vote. Unless forbidden by applicable law, only this category
194 of membership may hold office and vote.
- 195 3. Membership in the national organization must be open to all qualified orthodontists
196 practicing or teaching within its geographic jurisdiction.
 - 197 4. The national organization must not be recognized or perceived by the WFO Executive
198 Committee, in its sole and absolute discretion, to be a study club or organization
199 formed to promote or advance a particular modality of orthodontic treatment.
 - 200 5. In countries where an official accrediting agency or commission has recognized a
201 national organization whose controlling members are not exclusively orthodontists,
202 other national organizations whose controlling members are exclusively
203 orthodontists are eligible for WFO affiliation, even if such organizations are not
204 officially recognized by that country's accrediting agency or commission.
 - 205 6. The national organization must promote and advance standards consistent with the
206 purpose and objectives of this Federation, as determined by the WFO Executive
207 Committee in its sole and absolute discretion.
 - 208 7. Upon verification that all the above requirements have been met, the application for
209 affiliation shall be approved by majority vote of the Executive Committee.
 - 210 8. Once accepted for affiliation with this Federation, such national organizations will be
211 known as WFO-affiliated national organizations.

212
213 B. WFO-Affiliated National Organization Duties, Rights and Privileges

- 214 1. WFO-affiliated national organizations have the duty to support and advance the
215 principles and objectives of this Federation and must comply with all the provisions
216 of this Federation's bylaws and policies.
- 217 2. This Federation shall establish and collect dues for WFO-affiliated national
218 organizations, based on Federation policy established by the Executive Committee.
219 Nonpayment of dues will result in termination of affiliation with this Federation. In
220 the event an organization's affiliation with this Federation is terminated for any
221 reason, the current members of said organization that are WFO Fellow shall
222 immediately become individual Fellows of this Federation, and may continue their
223 membership as such. Members in other categories will continue in their current
224 classification. All new applicants for membership in this Federation must apply per
225 the requirements of section IV.B.1.c. of these bylaws.
- 226 3. Each WFO-affiliated national organization shall be entitled to representation on the
227 WFO Council, subject to the provisions of Article VII.

228
229 C. Any regional association of two or more WFO-affiliated national organizations may
230 apply for affiliation with this Federation, providing all the following requirements are
231 met.

- 232 1. The bylaws of the regional organization must comply with this Federation's bylaws,
233 as determined by the WFO Executive Committee in its sole and absolute discretion.
- 234 2. All the member organizations in the regional association must be WFO-affiliated
235 national organizations. WFO-affiliated regional organizations recognized prior to
236 October 4, 2020, are exempt from this requirement.

- 237 3. No derived group of members of a WFO-affiliated regional organization (society,
238 chapter, local organization, etc.) is eligible to become a WFO-affiliated national
239 organization, nor are individual members of any such derived group eligible to be
240 WFO members through the regional organization.
- 241 4. The regional organization must promote and advance standards consistent with the
242 purpose and objectives of this Federation, as determined by the WFO Executive
243 Committee in its sole and absolute discretion.
- 244 5. Upon verification that all the above requirements have been met, the application for
245 affiliation shall be approved by majority vote of the Executive Committee, and such
246 organizations will be known as WFO-affiliated regional organizations.

247
248 D. WFO-Affiliated Regional Organization Duties, Rights and Privileges

- 249 1. WFO-affiliated regional organizations must support and advance the principles and
250 objectives of this Federation and must comply with all the provisions of its bylaws
251 and policies.
- 252 2. This Federation shall establish and collect dues for WFO-affiliated regional
253 organizations, based on Federation policy established by the Executive Committee.
254 Nonpayment of dues will result in termination of affiliation with this Federation.
- 255 3. Each WFO-affiliated regional organization shall be entitled to one representative on
256 the WFO Council, subject to the provisions of Article VII.
- 257

258 VI. GENERAL ASSEMBLY

- 259 A. The General Assembly shall consist of all Fellows in good standing of this Federation.
260
- 261 B. The General Assembly shall have the opportunity to meet at each International
262 Orthodontic Congress (IOC).
263
- 264 C. Quorum for any meeting of the General Assembly shall be forty percent (40%) of the
265 number of all Fellows of this Federation.
266
- 267 D. Subject to the provisions of Article XIX, WFO Fellows may not participate in meetings of
268 the General Assembly by proxy. This includes submitting resolutions and voting.
269
- 270 E. A special meeting of the General Assembly may be convened by Council in the
271 intervening period between IOC's, with the following requirements:
- 272 1. All Fellows must be notified in writing at least one hundred twenty (120) days in
273 advance of the special meeting.
- 274 a. The notice must include the date, time, place and agenda of the meeting.
- 275 b. The statement of business to be considered must be specific and state if action is
276 to be taken at the meeting. No new items of business may be added to the
277 agenda. Only those items of business stated in the call for a special meeting may
278 be considered at the meeting.
279

- 280 F. Rights of the General Assembly include:
281 1. Receive reports from Council regarding any of its actions subsequent to the previous
282 meeting of the General Assembly. Such report shall include the names of the newly
283 elected Executive Committee.
284 2. Receive reports from the Executive Committee regarding its actions subsequent to
285 the previous meeting of the General Assembly.
286 3. Receive a report from the Secretary-General; including a statement of the financial
287 status of this Federation.
288

289 VII. COUNCIL

- 290 A. The Council is the ultimate policy-making body of this Federation. It shall possess all the
291 legislative powers necessary for the proper administration of the affairs of this
292 Federation.
293
294 B. The quorum requirement for Council to conduct business shall be fifty percent (50%) of
295 the total number of Councilors, with each of the six geographic regions of this
296 Federation being represented by at least fifty percent (50%) of the total number of its
297 member organizations.
298
299 C. The Council shall consist of representatives from each WFO-affiliated national
300 organization or society, such representatives herein after referred to as Councilors.
301 1. Each WFO-affiliated national organization in good standing must select one of their
302 members to represent them on Council. These Councilors must be Fellows of this
303 Federation.
304 a. In the event more than one national organization in a country becomes affiliated
305 with this Federation, that country shall still be represented on Council by only
306 one councilor. The national organizations concerned shall mutually determine
307 such councilor. Should these organizations be unable to reach mutual
308 agreement, the WFO Executive Committee shall determine which organization
309 will appoint the councilor. The decision of the Executive Committee is final and
310 may not be appealed.
311 2. In addition to the councilors provided for in Article VII.C.1, forty (40) additional
312 councilors shall be selected by the WFO-affiliated national organizations with the
313 largest number of WFO Fellows on a *pro rata* basis, in proportion to the number of
314 members of each eligible organization who are WFO Fellows in good standing.
315 a. No single WFO-affiliated national organization may be represented by more than
316 seven (7) of these forty councilors.
317 b. In the event multiple WFO-affiliated national organizations exist within a single
318 country, the total number of councilors for that country must not exceed seven
319 (7) councilors.
320 c. Policy for selecting the forty at-large councilors shall be determined by the
321 Executive Committee.

- 322 d. The length of term for any councilor is five (5) years, commencing at the first
323 Council meeting following their selection, and ending immediately prior to the
324 next regular Council meeting.
- 325 i. Councilors may be selected for more than one term.
- 326 ii. Once this Federation has received notice that a councilor has been selected
327 by an eligible organization, said councilor may only be changed by written
328 notice from the President of the WFO-affiliated national organization
329 received by the Secretary-General prior to the Council Meeting.
- 330 3. Each WFO-affiliated regional organization shall be entitled to one representative on
331 the WFO Council, subject to the following provisions. Such representative must be a
332 Fellow of this Federation and may address Council or participate in Council debate
333 only with permission of the president or presiding officer. WFO-affiliated regional
334 organization representatives do not have the right to vote on any issue before
335 Council because each of the component organizations of the regional organization
336 already have a voting representative seated in Council.
- 337 4. The Secretary-General shall be an ex-officio member of the Council, without the right
338 to vote.
- 339 5. The Executive Committee shall be ex-officio members of the Council, without the
340 right to vote.
- 341 6. The President of the WFO, or the president's designee shall be the presiding officer at
342 all meetings of the Council.

343

344 D. The Council shall have the following powers and duties:

- 345 1. Amend these bylaws.
- 346 2. Receive and ratify amendments to these bylaws made by the Executive Committee
347 since the previous meeting of Council.
- 348 3. Receive Executive Committee reports summarizing its activities since the previous
349 meeting of Council, and act upon them if required.
- 350 4. Receive the Secretary-General's report on the financial status of the Federation.
- 351 5. Make recommendations to the Executive Committee for Honorary Fellows.
- 352 6. Elect ten (10) members to the Executive Committee.
- 353 7. Convene a special meeting of the General Assembly; a two-thirds (2/3) vote with a
354 quorum of seventy-five percent (75%) of the total number of councilors, and with at
355 least fifty percent (50%) of the eligible Councilors representing each of the six
356 geographic regions of the world shall be required to convene such special meeting.
- 357 8. Report its decisions to the General Assembly.

358

359 E. The Council must meet at least once during each IOC.

360

361 F. A special meeting of Council may be convened by the Executive Committee in the
362 intervening period between IOC's, with the following requirements.

- 363 1. A two-thirds (2/3) vote with a quorum of 7 voting members of the Executive
364 Committee is required to convene a special meeting of Council.

- 365 2. All Councilors and WFO-affiliated national organizations must be notified in writing at
366 least one hundred twenty (120) days in advance of the special meeting.
367 a. The notice must include the date, time, place and agenda of the meeting.
368 b. The statement of business to be considered must be specific and clearly state if
369 action is to be taken at the meeting. No new items of business may be added to
370 the agenda. Only those items of business stated in the call for a special meeting
371 may be considered at the meeting.
372 c. Special meetings may be held in any manner compliant with U.S. federal statutes
373 and Missouri state statutes regarding nonprofit organizations.
374
- 375 G. A special meeting of Council must be convened by the Secretary-General upon request
376 of the presidents or councilors representing at least one-half of the WFO-affiliated
377 national organizations.
378 1. All Councilors and WFO-affiliated national organizations must be notified in writing
379 at least one hundred twenty (120) days in advance of the special meeting.
380 a. The notice must include the date, time, place and agenda of the meeting.
381 b. The statement of business to be considered must be specific and clearly state if
382 action is to be taken at the meeting. No new items of business may be added to
383 the agenda. Only those items of business stated in the call for a special meeting
384 may be considered at the meeting.
385 c. Special meetings may be held in any manner compliant with U.S. federal statutes
386 and Missouri state statutes regarding nonprofit organizations.
387

388 VIII. EXECUTIVE COMMITTEE

- 389 A. The Executive Committee shall consist of fourteen (14) members; the President and ten
390 (10) members elected by Council shall be the voting members. The Secretary-General,
391 one member selected by the WFO-affiliated national organization that will be the host
392 organization for the upcoming IOC and the Editor-in-Chief of the Journal of the WFO
393 shall be ex officio members of the Executive Committee without the right to vote.
394 1. The 10 elected members shall be as follows:
395 a. One member elected from each of the 6 WFO regions of the world.
396 i. The 6 major regions of the WFO shall be as follows: Africa & Middle East,
397 Central and East Asia, Central and South America, Europe, South East Asia
398 and Oceania, North America.
399 b. 4 additional elected members, each allocated proportionately according to the
400 number of Fellows in good standing at the time of allocation in each region, to
401 one or more of the six major regions of the WFO as described above, provided
402 however, that no single region receives more than two additional seats on the
403 Executive Committee, for a combined maximum total of three representatives
404 on the Executive Committee, for a combined maximum total of three
405 representatives on the Executive Committee. This does not include the
406 President, Secretary-General, Editor-in-Chief and the IOC representative.

- 407 c. The Executive Committee shall determine and notify all WFO-affiliated national
408 organizations which regions qualify for an additional representative on the
409 Executive Committee. Such determination and notification must occur at least
410 eighteen (18) months prior to the next regular Council meeting.
411
- 412 B. The Executive Committee shall be the managing body of the Federation, vested with full
413 power to conduct all business of the Federation, subject to the laws of the state of
414 Missouri, USA, the Articles of Incorporation, these bylaws and the mandates of the
415 Council of the WFO.
416
- 417 C. The quorum requirement for the Executive Committee to conduct business shall be
418 seven (7) of the eleven (11) voting members of the Executive Committee.
419
- 420 D. The Executive Committee shall have the following powers and duties:
421 1. Establish rules and policy consistent with these bylaws to govern, guide and manage
422 the Federation. All such policies must be presented for review at the next meeting
423 of Council.
424 2. Amend these bylaws subject to the provisions of section XV.C of these bylaws.
425 3. Establish dues for all member categories
426 4. Report to Council a summary of its actions in the interim between IOC's.
427 5. Direct the President to convene a special meeting of the Council as provided in
428 Article VII.F. of these bylaws.
429 6. Determine the site of each International Orthodontic Congress (IOC).
430 7. Establish policy governing all aspects of an IOC. The Executive Committee shall
431 supervise the organization of the congress, working with the Executive Committee
432 member liaison to the host organization, and advise the host organization on any
433 aspect of the process it deems necessary.
434 8. Vet and approve all applicants for every category of membership.
435 9. Elect the President and Vice President.
436 10. Select and employ the Secretary-General.
437 11. Select the Editor-in-Chief.
438 12. Enter into contracts with outside contractors, vendors, consultants or other outside
439 entities.
440 13. Elect Honorary Fellows.
441 14. Approve the budget prepared and submitted by the Secretary-General.
442 15. Establish rules and policy to govern and guide the officers and the Executive
443 Committee.
444 16. Establish criteria for recognizing WFO-affiliated national organizations.
445 17. Establish criteria for recognizing WFO-affiliated regional organizations.
446 18. Vet and approve national and regional organizations for WFO affiliation.
447 19. Exercise full authority and discretion in managing the publication of any official
448 publication of the Federation.
449 20. Present to Council a slate of vetted candidates for election to the subsequent
450 Executive Committee.

- 451
452 E. In the interim between Council meetings at an IOC, the Executive Committee shall meet
453 as often as the business of the Federation requires. The Federation may pay for part, or
454 all, of these meeting expenses.
455
- 456 F. Between Executive Committee meetings, the business of the committee may be
457 conducted by any legally acceptable means of communication, including traditional
458 mail, conference call, videoconference or teleconference and electronic mail.
459
- 460 G. Members of the Executive Committee shall be eligible to serve on the Executive
461 Committee for no more than two consecutive terms unless they are serving in an ex
462 officio capacity or unless they have been elected President of the Federation.
463
- 464 H. In the event that the office of President, Vice President, Secretary-General or any seat
465 on the Executive Committee should become vacant, the Executive Committee shall
466 appoint an individual to fill the unexpired term of office; provided that such person shall
467 not automatically succeed to the office for which such person was appointed to fill.
468
- 469 I. Nomination and Election.
- 470 1. Five (5) members of the current Executive Committee shall be appointed by the
471 President to serve on the Nominating Committee for the next Executive Committee.
472 This Nominating Committee must receive and vet nominations from WFO-affiliated
473 organizations.
- 474 2. Any WFO-affiliated organization may submit names of qualified candidates for
475 nomination. Only Fellows in good standing may be nominated.
- 476 3. The Nominating Committee must receive the names for nomination at least one year
477 prior to the next regular meeting of Council (Council meets during each IOC). Names
478 received after this deadline cannot be considered.
- 479 4. Should no nominations be received from any of the six designated regions of the
480 world, the Nominating Committee must make a nomination for that region.
- 481 5. The Nominating Committee shall distribute all nominations it receives to the
482 appropriate regional Executive Committee members for review and vetting to
483 confirm eligibility for election and present its recommendations to the Executive
484 Committee for review. More than one nominee from any region may be submitted
485 for final consideration by the Executive Committee. The Executive Committee shall
486 consider the Nominating Committee's recommendations, may change any number
487 of Nominating Committee recommendations and must decide on a single slate of
488 nominees.
- 489 6. The approved single slate of nominees will be submitted to Council and distributed to
490 every Councilor at least four months prior to the next regular Council meeting.
- 491 7. Council may elect the single slate of candidates with a single majority vote.
- 492 a. Prior to voting on the slate, one or more of the nominees may be removed from
493 the single slate by majority vote. Should this occur, Council would adopt the

- 494 amended single slate by majority vote and then vote to fill the remaining
495 position(s), one region at a time.
- 496 b. Nominations for the open position may be made and seconded by any councilor.
497 Any number of nominations may be made. A 2/3 vote of Council will be required
498 to elect a candidate to the new Executive Committee. The process will continue
499 until all positions on the new Executive Committee have been filled.
- 500 c. Should a candidate that was previously on the single slate but was removed by
501 majority vote be re-nominated for the position, that candidate may be elected to
502 the new Executive Committee by majority vote instead of a two-thirds vote.
503

504 IX. OFFICERS

505 A. President

- 506 1. The President of this Federation shall be nominated by and elected from the
507 members of the current Executive Committee at least 24 months prior to the
508 pending IOC. Members of both the current Executive Committee and the
509 immediately preceding Executive Committee are eligible for nomination and
510 election. Once elected, this President will assume the office and its duties at the
511 close of that pending IOC.
- 512 2. A majority of the eligible voting members of the Executive Committee who vote shall
513 elect the new President, with a quorum of seven (7). Proxy voting is not permitted.
514 Should a voting member of the Executive Committee be unable to be present for the
515 election, voting by phone, teleconference or videoconference is permitted.
- 516 3. The term of office of President shall be five (5) years (or until the next IOC).
- 517 4. The President is not eligible for re-election.
- 518 5. The President shall preside over all meetings of the Executive Committee, Council
519 and any meeting of the General Assembly as may occur during his/her term of office.
520 The President shall also preside over the IOC following his/her installation in office.
- 521 6. The President shall serve without stipend.
- 522 7. The Executive Committee may reimburse or partially reimburse the President for
523 expenses the President incurs in the performance of his/her official duties
524 representing the WFO. Any designee performing these duties in the President's
525 absence may be similarly reimbursed.

526 B. Vice President

- 527 1. The Vice President shall be nominated by and elected from the newly elected
528 Executive Committee, following the IOC and installation of the new President. A
529 majority of the eligible voting members of the Executive Committee who vote shall
530 elect the new Vice President, with a quorum of seven (7). Proxy voting is not
531 permitted. Should a voting member of the Executive Committee be unable to be
532 present for the election, voting by phone, teleconference or videoconference is
533 permitted.
- 534 2. The term of office of Vice President is five (5) years (or until the next IOC).
535

- 536 3. The Vice President shall not automatically succeed the President but shall be eligible
537 for election to that office.
538 4. The Vice President shall perform the duties of the President at the President's
539 request or in the President's absence.
540 5. The Vice President shall serve without stipend.

541
542

543 C. Secretary-General

- 544 1. The Secretary-General shall be nominated and selected by the Executive Committee.
545 A majority of the eligible voting members of the Executive Committee who vote shall
546 elect the new Secretary-General, with a quorum of seven (7). Proxy voting is not
547 permitted. Should a voting member of the Executive Committee be unable to be
548 present for the election, voting by phone, teleconference or videoconference is
549 permitted.
- 550 2. The Secretary-General shall receive a salary. The Executive Committee shall
551 negotiate the terms of employment, including salary.
- 552 3. The Secretary-General shall serve as the chief executive and financial officer of this
553 Federation and shall be responsible for its day-to-day operations.
- 554 4. The Secretary-General shall be the chief executive and financial officer of the
555 Executive Committee, Council and General Assembly.
- 556 5. The Secretary-General shall oversee the administrative and management operations
557 of the IOC.
- 558 6. The Secretary-General shall report his/her actions to the Executive Committee.
- 559 7. The Secretary-General shall be responsible for the collection, management and
560 disbursement of all Federation funds. The Secretary-General shall annually submit
561 to the Executive Committee a budget with projected income and expenditures. A
562 profit/loss summary statement will be submitted to the Executive Committee after
563 the end of the fiscal year.
- 564 8. The Secretary-General shall be responsible for the management of the Secretariat.
565 These duties include:
566 a. Securing and managing a physical location for the Federation's headquarters.
567 b. Employing management and secretarial staff.
568 c. Secretariat expenses, including all expenditures incurred by the Secretary-
569 General in the management of the Secretariat, shall be the responsibility of the
570 Federation.
- 571 9. The Secretary-General shall be responsible for publishing and distributing the WFO
572 newsletter.

573

574 X. COMMITTEES

- 575 A. Standing committees of this Federation may be created at any meeting of Council for
576 the purpose of performing duties of a continuing nature not otherwise assigned by
577 these bylaws. The composition, chair, term and duties of such committees shall be set

578 forth in the resolution creating such committees. All standing committees shall be
579 subject to the qualifications, privileges and limitations imposed in these bylaws.

580
581 B. The following standing committees are authorized: the Bylaws Committee, the Awards
582 Committee, the Finance Committee, Elections Committee and the Society of Specialty
583 Orthodontic Certification Boards Committee.

- 584
585
- 586 1. Bylaws Committee
 - 587 a. The Bylaws Committee shall consist of three Executive Committee members
588 appointed by the President, to serve until the next IOC or until replaced. The
589 committee chair shall be named by the President.
 - 590 b. The Bylaws Committee shall periodically review these bylaws and recommend
591 changes as necessary.
 - 592 c. The Bylaws Committee shall assist the Council or Executive Committee in
593 drafting proposed bylaws amendments for proper verbiage, content and to
594 ensure any amendments are consistent with existing bylaws.
 - 595 2. Awards Committee
 - 596 a. The Awards Committee shall consist of the entire Executive Committee with the
597 President serving as chair-
 - 598 b. The Awards Committee shall nominate or receive nominations, vet and elect
599 deserving individuals for appropriate recognition per awards this Federation may
600 establish. The following awards and corresponding policy are authorized.
 - 601 i. The William H. DeKock Distinguished Service Award.
 - 602 ii. The WFO Regional Award of Merit
 - 603 3. Finance Committee
 - 604 a. The Finance Committee shall consist of the President, Vice-President, Secretary-
605 General and two Executive Committee members appointed by the President, to
606 serve until the next IOC or until replaced. The committee chair will be appointed
607 by the President.
 - 608 b. The duty of the Finance Committee is to provide financial oversight for the
609 Federation by:
 - 610 i. Creating and approving policies and procedures for financial transactions in a
611 Financial Policy Manual, and annually reviewing and updating it as necessary.
 - 612 ii. Creating, approving and updating as necessary policies that help ensure this
613 Federation's assets are protected.
 - 614 iii. Assisting and advising the Secretary-General in the hiring and continued
615 evaluation of any investment managers that might be employed by the
616 Federation.
 - 617 iv. Creating and updating as necessary an investment policy for the Federation's
618 investable assets, and ensure provisions of such policy are followed.
 - 619 v. Providing for an audit of the Federations finances at least once during the
620 five-year period between IOC's, and provide the Executive Committee with
621 copies of these reports. An internal audit of the Federation's finances should

622 be performed annually by the Secretary-General and submitted to the
623 Finance Committee for review prior to distribution to the entire Executive
624 Committee.

625 vi. Developing long term plans that integrate Federation goals with funding
626 strategies.

627 4. Elections Committee

628 a. The Elections Committee shall consist of three Executive Committee members
629 appointed by the President, to serve until the next IOC or until replaced. The
630 committee chair shall be named by the President.

631 b. The Elections Committee shall supervise all Council elections, including:

632 i. Preparation, distribution and collection of ballots.

633 ii. Appointing tellers and ensuring the accuracy of the vote.

634 iii. Verifying the rules of notice and quorum are satisfied.

635 c. In the event there are more than two candidates in an election, a method of
636 preferential voting may be selected by the Elections Committee. The default
637 preferential voting method described in this Federation's parliamentary
638 authority shall be the method used.

639 5. Society of Specialty Orthodontic Certification Boards Committee

640 a. The Society of Orthodontic Specialty Certification Boards (SOSCB) is an advisory
641 committee of this Federation serving in an advisory capacity to the WFO
642 Executive Committee. All actions of the Society of Orthodontic Specialty
643 Certification Boards must comply with WFO bylaws and policy.

644 b. The purpose of this Society shall be to improve the quality of orthodontic
645 treatment throughout the world by improving the knowledge and skills of WFO-
646 member orthodontists by encouraging them to aspire and challenge themselves
647 to achieve orthodontic specialty board certification in their respective countries.

648 c. In order to achieve its purpose, the SOSCB has established the following goals:

649 i. Invite and encourage established national orthodontic specialty boards to
650 become members of the SOSCB.

651 ii. Encourage, and assist if requested, in the formation of a new national
652 orthodontic specialty board in countries that do not already have a national
653 board certification organization.

654 iii. Provide a forum for collaboration and the exchange of ideas between and
655 among member board organizations for the purpose of improving the quality
656 of orthodontic education and treatment.

657 iv. Provide a forum for collaboration and the exchange of ideas between and
658 among member board organizations for the purpose of improving their
659 board certification process.

660 v. Provide a forum for orthodontic specialty board representatives to share,
661 discuss and learn about other issues of common interest.

662 vi. Provide a voice for national orthodontic specialty boards in the WFO, by
663 serving as an advisory committee to the WFO Executive Committee.

664 d. National orthodontic specialty board organizations shall apply for membership in
665 the SOSCB to the WFO Executive Committee. In order to be eligible for

- 666 membership in the SOSCB, an orthodontic board certification organization must
667 satisfy the following:
- 668 i. The organization must be a national board certification organization; regional
669 or local orthodontic certification boards are not eligible.
 - 670 ii. The organization must be affiliated with or endorsed by a recognized WFO-
671 affiliated national organization.
 - 672 iii. Board certification by the applicant organization must be limited to
673 orthodontists or orthodontic specialists only; the definition of orthodontist
674 or orthodontic specialist shall be consistent with the definitions established
675 in the bylaws of that country's WFO-affiliated national organization.
 - 676 iv. Should an applicant organization not satisfy the above membership
677 requirements, the WFO Executive Committee (WFO EC) may review the
678 application and further, may permit such organization to attend a SOSCB
679 meeting. This permission may be revoked by the EC at any time. These
680 decisions of the EC are final and may not be appealed.
 - 681 e. SOSCB shall select leaders as needed for the administration of society functions.
 - 682 i. A Chair shall be elected by majority vote of the representatives of the
683 member organizations, for a term of five years, coincident with the term of
684 office of the WFO president.
 - 685 ii. The chair may not be reelected.
 - 686 iii. Should a vacancy develop, the WFO EC shall appoint a chair to serve the
687 remainder of the term or may delegate that responsibility to the Society.
688 Any chair that assumes less than a full five-year term is be eligible to be
689 elected to a full five-year term as Chair.
 - 690 iv. Quorum shall be fifty percent (50%) of the number of member organizations.
 - 691 v. The name of the elected Chair shall be submitted to the WFO Executive
692 Committee for approval. Additional leaders are not required, but may be
693 named and selected as the SOSCB decides appropriate.
 - 694 vi. Two (2) current members of the WFO Executive Committee shall serve as
695 liaisons between the WFO EC and the SOSCB, and shall also serve in any
696 aspect of the leadership of the SOSCB as determined necessary or advisable
697 by the WFO Executive Committee. One of the EC liaisons to the SOSCB will
698 conduct any meeting of the SOSCB in the absence of the chair.
 - 699 f. The duties of the Chair, and any additional leaders appointed or elected, include
700 but are not limited to:
 - 701 i. Administration of the society, including the development of necessary
702 policies. All proposed policies must comply with WFO Bylaws and be
703 approved by the WFO Executive Committee.
 - 704 ii. Develop and submit a budget for any anticipated expenses to the WFO
705 Executive Committee for consideration and approval. The SOSCB does not
706 have the authority to spend or commit WFO resources.
 - 707 iii. Organize its meetings in consultation with the WFO Executive Committee.
 - 708 iv. Develop the agenda for SOSCB meetings.

- 709 v. Develop and submit a report of its meetings to the WFO Executive
710 Committee.
- 711 vi. Distribute its report of meetings to SOSCB membership.
- 712 g. MEETINGS
- 713 i. The SOSCB shall have at least one (1) regular meeting every five years; this
714 meeting to be held in conjunction with the International Orthodontic
715 Congress (IOC). The WFO shall arrange and be responsible for meeting space
716 and the necessary facilities for this meeting.
- 717 ii. Additional meetings, either electronic or face-to-face, may be held providing
718 that all such meetings are approved in advance by the WFO Executive
719 Committee, the WFO President or the WFO Secretary General. The expenses
720 for these additional meetings shall not be reimbursed by the WFO unless
721 previously authorized by the WFO Executive Committee, the WFO President
722 or the WFO Secretary General.
- 723 iii. SOSCB meetings shall be a forum for discussion of topics relevant to
724 orthodontic board certification, and any concerns or recommendations that
725 result from such discussion may be submitted to the WFO Executive
726 Committee.
- 727 iv. Notice of all meetings shall be sent to SOSCB membership and to the
728 members of the WFO Executive Committee. The notice shall include the
729 draft agenda as well as the date, time and place of the meeting. The final
730 agenda will be sent to the EC six (6) months in advance of the meeting.
- 731 v. Meetings are open to representatives of all member organizations, as well as
732 guests invited by society leadership. It is expected that this society shall
733 reach out to national organizations and interested orthodontists from
734 countries without specialty boards, to encourage and assist in the formation
735 of a national board organization and certification process in their country.
- 736 vi. A majority vote of the membership is not required to submit
737 recommendations or concerns to the WFO Executive Committee, and there is
738 not a quorum requirement for discussion or report.
- 739 vii. Expenditures of the SOSCB for its regular meeting or activities must be
740 authorized by the WFO Executive Committee or the WFO Secretary General.
- 741 viii. It shall be the duty of SOSCB leadership to notify members at least nine
742 months prior to its regular meeting and to urge member attendance.
- 743 ix. The SOSCB membership roster shall be available to society members to
744 facilitate communication between and within membership and WFO
745 leadership.

746
747 C. SPECIAL COMMITTEES

- 748 1. Special committees of this Federation may be created by the Council or the President
749 for the purpose of performing duties not otherwise assigned by these bylaws. The
750 composition, chair and duties of the committee shall be set forth in the resolution
751 creating the committee. Special committees cease to exist when their task is
752 completed, and the final report is filed, or at the next meeting of Council.

753 XI. FINANCES

- 754 A. The fiscal year of this Federation shall begin on January 1 and end on December 31 of
755 each calendar year.
756
- 757 B. Income for this Federation shall be maintained in a general fund, and shall consist of
758 member dues, WFO-affiliated organization fees, investment income, profits from the
759 IOC and any grants, gifts or bequests it may receive.
760
- 761 C. The annual budget shall be distributed to all councilors for submission to their
762 respective organizations.
763
- 764 D. The Executive Committee may select and employ a qualified accountant to assist in the
765 preparation of financial statements and budgets.
766
- 767 E. The Secretary-General, in consultation with the Executive Committee, shall be
768 authorized to allocate, invest and expend Federation funds at his/her discretion. The
769 Secretary-General must provide a financial statement to the Executive Committee
770 showing all such allocations whenever requested by the President, or at least annually.
771
- 772 F. Under no circumstances shall the funds of this Federation be used to finance or
773 reimburse councilors, ambassadors or delegates to the Council for any of their expenses
774 for attendance at a Council meeting or IOC.
775
- 776 G. The financing of the IOC shall be the responsibility of the host country. At the sole
777 discretion of the Executive Committee, a loan from Federation funds may be made to
778 the host country to initiate the organization of the IOC. The loan must be repaid in full
779 when all accounts for the IOC have been settled, or within twelve months of the
780 conclusion of the IOC, whichever is sooner.
781

782 XII. SECRETARIAT

- 783 A. The Federation's headquarters and central office shall be known as the Secretariat. Its
784 location shall be determined by the Executive Committee, in compliance with U.S.
785 federal and Missouri state statutes regarding incorporated entities.
786

787 XIII. OFFICIAL LANGUAGE

- 788 A. The official language of this Federation shall be English, and all correspondence or
789 meetings of the Federation shall be conducted in English. Meetings of the IOC shall be
790 conducted in English and, at the discretion of the host country, the host country's
791 language. Notwithstanding this provision, simultaneous translations of scientific
792 sessions of the IOC to other languages as feasible are recommended.
793

794 XIV. DISCIPLINARY PROCEEDINGS

795 A. Grounds for Action

- 796 1. The WFO, of its own volition or upon receipt of a written complaint from any other
797 person, reserves the right to discipline any of its Fellows and to terminate the
798 affiliation of any WFO-affiliated organization. Disciplinary action against a Fellow
799 may include reprimand, suspension or expulsion. Violation of these bylaws or any
800 lawful rule of practice duly adopted by this Federation or any other conduct
801 prejudicial to the interests of this Federation shall constitute sufficient cause for
802 disciplinary action or membership termination hereunder.
- 803 2. Each Fellow and WFO-affiliated organization hereby expressly waives the right to
804 hold the Federation, Executive Committee, Council, officers, Fellows, councilors,
805 delegates, employees, and any of its affiliated organizations responsible for any
806 damage, pecuniary or otherwise, as a result of disciplinary or termination
807 proceedings against any member or affiliated organization.

808
809 B. Disciplinary Proceedings

- 810 1. Jurisdiction: This Federation has jurisdiction to bring disciplinary proceedings against
811 a Fellow and termination proceedings against a WFO-affiliated organization, which
812 shall be conducted by the Executive Committee.
- 813 2. Investigation: The President shall select three members of the Executive Committee
814 (the "Investigating Committee") to investigate any complaints against a Fellow or a
815 WFO-affiliated organization. The Investigating Committee may conclude, in its sole
816 discretion and based upon a preliminary review of any complaint, that the complaint
817 contains insufficient information on which to base an investigation or is patently
818 frivolous or inconsequential. In such case, the matter may be disposed of by written
819 notice to the complainant. If the Investigating Committee concludes that a
820 complaint constitutes a valid and actionable inquiry, the Investigating Committee
821 shall conduct a confidential investigation in order to determine whether disciplinary
822 action or termination may be warranted.
- 823 3. Such an investigation shall include contacting the accused Fellow or WFO-affiliated
824 organization, as the case may be, and the complainant, if any, and gathering all
825 relevant facts. The Investigating Committee shall file its report and
826 recommendations with the President within a reasonable time after receipt of the
827 complaint. Should the Investigating Committee determine that no disciplinary
828 action is warranted, or that termination of the WFO-affiliated organization is not
829 warranted, it shall notify the accused Fellow or the WFO-affiliated organization, as
830 the case may be, the President, and the Secretary-General of this Federation. The
831 notice to the accused Fellow or the WFO-affiliated organization shall be in writing
832 and sent via certified mail, return receipt requested (or other similar means).
- 833 4. If the Investigating Committee determines that disciplinary action against a Fellow is
834 warranted, or that termination of the organization's affiliation is warranted, the
835 Executive Committee shall follow the procedures set forth below:

- 836 a. Notice: The accused Fellow or organization, as the case may be, shall be notified
837 in writing of the findings and decision of the Investigating Committee. Such
838 notification shall be sent by mail, with return receipt requested (or other similar
839 means), to the member's or organization's address of record. The Fellow or
840 organization shall have the option to waive his/her/its right to a hearing or to
841 request a hearing. Should the accused request a hearing in order to appear and
842 present evidence, the President shall appoint a Hearing Committee composed of
843 three members of the Executive Committee, none of whom were members of
844 the Investigating Committee, and schedule a hearing. The accused entity may be
845 represented by legal counsel, at his or her own expense.
- 846 b. Hearing: Upon timely written request from the accused Fellow or organization,
847 which must be given by certified mail, return receipt requested (or other similar
848 means) to the WFO Secretary-General within thirty (30) days of the notice to the
849 accused Fellow or organization of his/her/its right to a hearing, the accused
850 Fellow or organization shall be entitled to a confidential hearing at which time
851 he/she/it shall be given the opportunity to present his/her/its response to the
852 charges. The hearing shall be conducted in accordance with the procedures
853 adopted by this Federation at that time, at a place and time selected by the
854 Hearing Committee at its sole discretion. The accused Fellow or organization
855 shall be given reasonable advance notice of the date, time and place of the
856 hearing. The members of the Hearing Committee shall elect from their number
857 a Hearing Officer, who shall preside at the hearing and issue any appropriate
858 procedural or evidentiary rulings and summarize the results of the investigation
859 at the hearing for the other members. Formal rules of evidence or civil
860 procedure shall not be required. The Hearing Committee may consider any
861 relevant material.
- 862 c. Decision: Every disciplinary decision of the Hearing Committee shall be in
863 writing. Each written decision shall specify the charges made against the Fellow,
864 or charges for termination of an organization, as the case may be, the facts
865 which substantiate any or all of the charges, the decision rendered by the
866 Hearing Committee, the penalty imposed or the decision as to termination of
867 affiliation, the fact that the accused Fellow or organization has a right of appeal
868 and the time for filing a notice of appeal. Within ten (10) days of the date on
869 which the decision is rendered, a copy thereof shall be sent by mail, with return
870 receipt requested (or other similar means), to the this Federation's last known
871 address of each of the following parties: the accused Fellow or organization, the
872 president of the affiliate organization of which he/she is a member (in the case
873 of a Fellow), the President and the Secretary-General of this Federation.

874 C. Appeals

- 875
876 1. An accused Fellow or organization receiving an adverse decision from the Hearing
877 Committee shall have the right to appeal from such a decision by filing a notice of
878 appeal with the Secretary-General of this Federation.

- 879 2. The notice of appeal must be in writing and filed with the Secretary-General of this
880 Federation within thirty (30) days of receipt of the notice of the adverse decision.
- 881 3. Each party to an appeal shall be entitled to submit a brief in support of his/her/its
882 position. The accused Fellow or organization and the Hearing Committee shall
883 submit his/her or its brief to the Secretary-General of the WFO via certified mail,
884 return receipt requested (or other similar means), within ninety (90) days from when
885 of the date the appeal was filed.
- 886 4. No decision shall become final while an appeal therefrom is pending or until the
887 thirty (30) day period for filing notice of appeal has elapsed.
- 888 5. Within sixty (60) days of the receipt of a notice of appeal, the President of this
889 Federation must appoint, and determine their willingness to serve, three members
890 and three alternates, no one of whom shall have been a member of the Investigating
891 Committee or Hearing Committee, to an Ad Hoc Appeals Panel. These six individuals
892 must not be members of the Executive Committee. The Secretary-General of this
893 Federation will notify the accused Fellow or organization of the names of these six
894 Fellows via certified mail, return receipt requested (or other similar means). If the
895 accused Fellow or organization shows good cause why any named Fellow is
896 unacceptable, an alternate(s) will be selected by the President of the Federation.
897 This selection shall be final. The Appeals Panel shall notify the Hearing Committee
898 and the accused Fellow or organization of the time and place of the hearing, such
899 notice to be sent by mail, with return receipt requested (or other similar means), to
900 the last known address of the parties to the appeal and mailed not less than thirty
901 (30) days prior to the date set for the appeal hearing.
- 902 6. The Appeals Panel shall meet within a reasonable time from the time when the
903 appeal was filed. The accused Fellow or organization may have one representative
904 appear, at his/her/its expense, before the Appeals Panel to make oral or written
905 presentations to, and to respond to questions from, the Appeals Panel. The Hearing
906 Officer shall designate a representative to appear before the Appeals Panel to
907 support represent the decision of the Hearing Committee and to respond to
908 questions of the Appeals Panel. Either party may be represented by counsel;
909 however, the proceedings shall be conducted on an informal basis.
- 910 7. The Appeals Panel must review the decision being appealed and determine whether
911 the charges brought against the accused Fellow or organization support the decision
912 or warrant the penalty imposed or the termination of affiliation, as the case may be.
913 The Panel may uphold or reverse the decision of the Hearing Committee. The
914 Appeals Panel shall not be required to consider additional evidence unless there is a
915 clear and convincing showing that either party to the appeal will be unreasonably
916 harmed by failure to consider the additional evidence.
- 917 8. Every decision being appealed shall be reduced to writing and shall clearly state the
918 conclusion of the Appeals Panel and reasons for reaching the conclusion. The Panel
919 shall have the discretion to:
- 920 a. Uphold the decision of the Hearing Committee which brought charges against
921 the accused fellow or the WFO-affiliated organization;

- 922 b. Reverse all or any part of the decision of the Hearing Committee which brought
923 charges and thereby exonerate the accused Fellow or the WFO-affiliated
924 organization;
925 c. Deny an appeal which fails to satisfy the requirements of these bylaws;
926 d. Refer the case back to the Hearing Committee for a new proceeding, if the rights
927 of the accused Fellow or the WFO-affiliated organization under all applicable
928 bylaws were not accorded him/her/it; or
929 e. Accept the findings of the Hearing Committee but impose a different penalty.
930 9. Within a reasonable time from the date on which a decision on appeal is rendered, a
931 copy thereof shall be sent by mail, with return receipt requested (or other similar
932 means), to this Federation's last known address of each of the following parties: The
933 accused Fellow or the WFO-affiliated organization, as the case may be, the President
934 of the affiliate organization of which he/she is a member (in the case of a Fellow),
935 the President and the Secretary-General of this Federation.

936
937 D. Resignation

- 938 1. If a Fellow or WFO-affiliated organization who is the subject of a complaint or other
939 disciplinary or termination action by this Federation resigns at any time during the
940 pending of the proceeding, the matter shall be dismissed and the Fellow or
941 organization may not thereafter reapply for any class of membership or for
942 affiliation, as the case may be.

943
944 E. Reporting Requirement

- 945 1. This Federation shall report any disciplinary information to such agency or agencies
946 as may be required or permitted by any applicable law.
947

948 XV. BYLAWS AMENDMENTS

- 949 A. Proposals for amendments to these bylaws must be submitted to the Executive
950 Committee not less than five months before the next Council meeting. The Executive
951 Committee will forward the proposed amendments with its recommendations to the
952 Council not less than three months before the next Council meeting. Executive
953 Committee recommendations to the Council regarding proposed bylaws amendments
954 require approval by a two-thirds (2/3) affirmative vote of the Committee.
955
956 B. A two-thirds (2/3) vote of the Council is required to approve the recommended changes
957 to the bylaws, which may occur at regular or special meetings of the Council or by
958 written ballot in the interim.
959
960 C. Portions of these bylaws may be amended by the Executive Committee, with the
961 following requirements and restrictions:
962 1. Only articles contained within Sections II, III, IV, V, VIII, IX, X, XI, XII, XIII, XIV or XVI
963 may be amended by the Executive Committee. Articles contained within sections I,
964 VI, VII, XV, XVII, XVIII or XIX may not be amended by the Executive Committee.

- 965 2. Proposals for amendments to these bylaws must be submitted by one of the
966 fourteen members of the Executive Committee to the eleven voting members of the
967 Executive Committee, not less than three months before the Executive Committee
968 meeting at which it is to be decided.
969 a. The decision must be made during a face-to-face meeting of the Executive
970 Committee.
971 b. A two-thirds (2/3) affirmative vote with a quorum of eight (8) voting members is
972 required to adopt any amendment.
973 3. All amendments to these bylaws made by the Executive Committee must be
974 presented to Council for ratification at its next regular meeting. Should Council fail
975 to ratify the amendment, these bylaws revert to their previous condition, and any
976 actions taken by virtue of the unratified amendment are in as much as possible
977 immediately abandoned or reversed.
978

979 XVI. INTERNATIONAL ORTHODONTIC CONGRESS

- 980 A. The location and sponsoring national association for each IOC shall be determined by
981 the Executive Committee in a manner consistent with policies established by the
982 Executive Committee.
983
984 B. A Congress Committee in the host country shall be appointed by the President of the
985 host organization in consultation with the Executive Committee and appropriate officials
986 in the host country. The Congress Committee must consult with the WFO Executive
987 Committee and the WFO Secretary-General with regard to all arrangements for the IOC.
988
989 C. The Congress Committee shall be responsible for securing the financial assistance
990 required for the IOC.
991
992 D. In the event IOC proceeds are insufficient to cover the reasonable expenses of the
993 President, Vice-President, Secretary-General, and/or employee of the Secretariat in
994 attending the International Orthodontic Congress, the same shall be paid by the WFO.
995
996 E. All Fellows shall be eligible to attend the IOC, together with their families, upon
997 payment of the registration fee. Members of their families shall be known as
998 "Accompanying Persons."
999
1000 F. Practitioners who are not Fellows of the Federation may be permitted to attend the IOC.
1001 Such practitioners shall be called "Guests" and shall be required to pay a higher
1002 registration fee than that charged to Fellows. Members of Fellows' families shall receive
1003 priority with regard to events scheduled on the programs.
1004
1005 G. National and regional representatives at the IOC shall be indicated as such.
1006

- 1007 H. The Congress Committee shall be required to prepare a report following the IOC and to
1008 supply the report and relevant IOC literature and documents to the Secretary-General.
1009
- 1010 I. The length of the IOC shall be determined by the Executive Committee, after
1011 consultation with the representative national or regional association in the host country,
1012 but shall not, in any case, exceed one week in duration.
1013
- 1014 J. The dates of the IOC shall be determined by the Executive Committee provided it is held
1015 within five calendar years of the preceding IOC.
1016
- 1017 K. The program for the IOC must provide for at least one meeting of the Council and may
1018 provide for one meeting of the General Assembly if required.
1019
- 1020 L. The President of this Federation shall preside over the meeting of the General Assembly,
1021 the Council and all other material functions of the IOC.

1022 XVII. INDEMNIFICATION

- 1023 A. The Federation shall indemnify to the fullest extent authorized or permitted by law any
1024 person made, or threatened to be made, a party to an action, suit or proceeding
1025 (whether civil, criminal, administrative or investigative) by reason of the fact that he/she
1026 is or was a councilor of, officer of, employee of, or Fellow elected or appointed to any
1027 position of responsibility within this Federation.
1028

1029 XVIII. PARLIAMENTARY AUTHORITY

- 1030 A. The current edition of the American Institute of Parliamentarians Standard Code of
1031 Parliamentary Procedure (AIPSC) shall govern this Federation in all parliamentary
1032 situations that are not provided for in the law or in the Federation's corporate charter,
1033 bylaws or adopted rules and policies.
1034

1035 XIX. DISSOLUTION OF THE FEDERATION

- 1036 A. A motion to dissolve this Federation may only be proposed by an absolute three-fourths
1037 (3/4) vote of the General Assembly. (For the purposes of this vote, an absolute majority
1038 is defined as three-fourths of the total number of Fellows who are members of the
1039 Federation, not three-fourths of the number of Fellows voting.)
1040
- 1041 B. Once proposed, the motion for dissolution of this Federation must be adopted and
1042 ratified by either one-half of the WFO-affiliated national organizations or by all
1043 members of the Executive Committee.
1044
- 1045 C. Should the motion for dissolution be adopted and ratified by either one-half of the
1046 WFO-affiliated associations or unanimously by the Executive Committee, that ratifying

1047 group shall return the resolution to the General Assembly for consideration, at least one
1048 year before the meeting of the General Assembly at which it is to be decided. Such a
1049 motion must be sent to all Fellows of this Federation individually, each of who shall have
1050 the opportunity to vote in person or by proxy.

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1052 D. Notwithstanding the foregoing, for dissolution to occur, an absolute majority of all
1053 Fellows of the Federation must approve the motion. (For the purposes of this vote, an
1054 absolute majority is defined as the majority of the total number of Fellows who are
1055 members of the Federation, not the majority of the number of Fellows voting.)

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1057 E. If, upon dissolution and after all the Federation's debts are settled and all of its liabilities
1058 are satisfied, there remains any property or funds, the same shall neither be paid to nor
1059 distributed among the Fellows of the WFO. The funds shall, to the extent permitted by
1060 law, be transferred either to another institution(s), or charitable fund(s) having
1061 objectives similar to those of the Federation, or shall be used for some other charitable
1062 purpose as decided by a majority vote of the former Executive Committee with the
1063 approval of a majority of the former Council of the WFO.

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