



WORLD FEDERATION FOR ULTRASOUND IN MEDICINE AND BIOLOGY

www.wfumb.org



WFUMB CONSTITUTION

(Constitution Revised October 13, 2017, May 28, 2019, Sept. 2022, Sept. 2024)

PREAMBLE

With the increasing applications of ultrasound techniques in biological and medical research and practice, National and International Ultrasound Societies have been organized in various parts of the world to promote cooperative effort in these areas. In order to integrate this effort further and expand the cooperation on an international basis, a world federation of Affiliated Organizations was indicated. In accordance with this principle and with the decision of the constituent assembly meeting in Vienna, Austria, in June 1969, there is hereby organized an international non- profit scientific organization which shall be a federation under the following Constitution.

ARTICLE 1: NAME

The name of this organization shall be the World Federation for Ultrasound in Medicine and Biology, Inc. (WFUMB).

ARTICLE 2: ADDRESS

The headquarters of WFUMB shall be as designated by the Administrative Council.

ARTICLE 3: OBJECTIVES AND ETHICAL POLICY

The objectives of WFUMB shall be scientific, literary, and educational. Its aims shall be to encourage research in the field; to promote international cooperation in the field; and to disseminate scientific information. In pursuit of these aims, WFUMB may, in relation to its specific field of interest, engage in the following activities: sponsorship of meetings; publication of an official journal and other official documents including guidelines and position papers; cooperation with other societies and organizations in training and research projects; appointment of committees and commissions on special problems; and awarding of prizes and distinctions. It may promote the formation of national or regional societies or groups, the coordination of bibliographic and informational services and the improvement of standards in terminology, equipment, methods, training, clinical applications including quality of care and safety practices, and generally shall promote improved communication and understanding in the world community using ultrasound in medicine and biology.

WFUMB is an independent, voluntary, not for profit, medical federation of societies committed to the highest standards of governance, accountability, and responsibility. WFUMB implements fair and transparent decision- making, nomination, and election processes and commits itself to disclose and consider possible conflicts of interest in nominations, elections, and decisions. In the practical implementation of its objectives, WFUMB respects the diversity of its members including professional, national, ethnic, cultural and gender backgrounds.

ARTICLE 4: MEMBERSHIP: AFFILIATION AND ASSOCIATION

4.1. WFUMB membership shall be composed of primarily Affiliated Organizations that have a major interest in the field of medical and biological ultrasound and whose objectives, ethical policy and scientific stature are in keeping with the aims of WFUMB. These organizations may be scientific societies or subgroups thereof or other regional or national bodies as specified in 4.2, 4.3.1 and 4.3.2 below. Individuals who are members of such Affiliated Organizations shall be known as Affiliates of WFUMB.

- 4.2. Organizations desiring affiliation must present evidence that they are carrying on one or more of the following activities in an area relevant to the use of ultrasound in medicine and biology: holding regular meetings; publishing a journal of good scientific standard; publishing guidelines; promoting education in ultrasound; maintaining study groups on particular topics. Such an organization must be on a non-profit basis and maintain high ethical standards; and must have a constitution or other formal documentation of its organization and operation.
- 4.3. Wherever such an arrangement is practical, several such national groups shall jointly apply for affiliation as a federation based on geographical, linguistic or other common factors. In addition, individual societies that are now members will be encouraged to form regional federations. Normally, and except by a resolution of the General Assembly, with respect to a particular situation, not more than one national or regional organization covering the same geographical area may become affiliated.
 - 4.3.1. Not more than one international specialty organization may become affiliated for any specialty. Such a specialty organization must demonstrate broad representation within such a specialty.
- 4.4. Applications for affiliation to WFUMB must be made to WFUMB using procedures specified in the bylaws. If an application is approved by the Administrative Council, it shall then be presented to the General Assembly for approval.
 - 4.4.1. Membership of organizations approved for affiliation by the General Assembly shall be regarded as provisional for two years and confirmed in the absence of a claim for recognition by other societies seeking to represent the same country or region during this period. During this provisional period, the Affiliated Organization will have all the privileges and responsibilities of membership, subject to the payment of the membership fees. If a rival claim is made, this will be reported on by the Administrative Council, and affiliation shall then be decided by vote of the General Assembly.
- 4.5. Individual membership in WFUMB shall be through one class of membership: Honorary Life Members.
 - 4.5.1. Individuals who have rendered uniquely valuable service to WFUMB may have bestowed upon them the title of Honorary Life Member. Affiliated Organizations may propose individuals with a current CV and supporting citation letter of recommendation to the Executive Board for consideration.
 - 4.5.2. Subject to endorsement by the Administrative Council, nominations for Honorary Life Membership shall be presented to the General Assembly for ratification.
 - 4.5.3. A register of Honorary Life Members shall be kept by WFUMB.

ARTICLE 5: REGISTER

- 5.1. A register of Affiliated Organizations shall be kept by WFUMB. It shall include a listing of current executive officers. Affiliated Organizations are required to forward WFUMB official communications to their members by email and to post relevant information on their websites, unless a current census of membership is provided to WFUMB.

ARTICLE 6: RESPONSIBILITIES OF AFFILIATED ORGANIZATIONS

As a condition of membership, Affiliated Organizations shall agree to:

- 6.1. Publish or otherwise disseminate to all their members WFUMB calls for papers, news releases, conference notices and announcements.
- 6.2. Supply WFUMB and the editor-in-chief of WFUMB's official journals with advance information on their own meetings and activities.
- 6.3. Notify WFUMB of changes in leadership, changes in membership numbers, and any substantive changes to their constitution and bylaws.
- 6.4. Affiliated Organizations shall select one General Assembly delegate to WFUMB.
- 6.5. Assign the Administrative Councillor with the task of liaison between WFUMB and affiliate organization and to support him or her with all necessary information.
- 6.6. Pay annual per capita membership dues.
 - (a) The per capita membership dues will be determined by the Administrative Council.
 - (b) Annual dues from Affiliated Organizations are based upon 100% of the number of members in all the categories of membership of the organization, except the student category, for affiliation.
 - (c) Membership fees are invoiced in January by WFUMB and are payable for membership of the year in which they are invoiced.
 - (d) Not later than 1 March of each calendar year, each Affiliated Organization shall send to WFUMB an annual dues payment based on the fee designated in 6.5.(a) and the number of members as designated in 6.5.(b), calculated on the basis of the members at 31 December of the prior year.

ARTICLE 7: PRIVILEGES AND RIGHTS OF AFFILIATED ORGANIZATIONS

The following privileges and rights are granted to Affiliated Organizations by virtue of their affiliation:

- 7.1. Access to WFUMB resources.
- 7.2. Permission to indicate the affiliation on their stationery or elsewhere, consistent with the objectives of WFUMB.
- 7.3. Promotion of their activities on the WFUMB website and with links to the Affiliated Organizations' websites.
- 7.4. Representation on the General Assembly of WFUMB as provided by the Constitution.
- 7.5. Representation in WFUMB as provided by the Constitution.
- 7.6. The right to submit draft resolutions to the decision-making bodies of WFUMB (Executive Board, Administrative Council, General Assembly) and to make proposals for amendment or revision of the Constitution and of Bylaws.
- 7.7. Ability to offer their members reduced subscription rates to WFUMB's journal.
- 7.8. Access to reduced rates for WFUMB publications and reduced registration fees at WFUMB congresses, where available.
- 7.9. Right to online meetings with WFUMB officers to raise issues of concern.
- 7.10. Right to receive regular emailed updates on WFUMB activities.

- 7.11 Right to contribute to the ECHOES eNewsletter and WFUMB website with Federation activities.

ARTICLE 8: TERMINATION OF MEMBERSHIP

Affiliated Organization membership may be terminated in any of the following ways:

- 8.1. Should an Affiliated Organization wish to resign, it must give six months' notice to WFUMB in writing. It shall be responsible for the annual membership dues for the effective year of resignation.
- 8.2. If the annual membership dues of an Affiliated Organization have not been paid on or before 1 March of that year, the Affiliated Organization will be suspended until dues payment has been received by WFUMB. If the membership dues in arrears have not been paid by 31 December of that year, the organization shall cease to be an Affiliated Organization as of that date, unless otherwise decided by resolution of the Administrative Council.
- 8.3. The Administrative Council may suspend an Affiliated Organization and the General Assembly may terminate the affiliation of an Affiliated Organization, in either case upon finding that (i) the Affiliated Organization has failed to meet its financial or other obligations to WFUMB, or (ii) that the conduct of the Affiliated Organization has been detrimental to the honor or ethical principles and interests of WFUMB. Before a suspension or termination shall take effect, the Affiliated Organization shall have the right to submit evidence and testimony to the Administrative Council or General Assembly, as the case may be. Upon suspension or termination of an Affiliated Organization, all outstanding dues and liabilities shall become immediately due and payable, including dues for the effective year of suspension or termination.
- 8.4. Each Officer and Committee Member representing or nominated by a suspended or terminated organization shall resign his or her Office or Committee membership unless, within 60 days of the effective date of such suspension or termination, the Administrative Council and General Assembly each shall have unanimously determined that such Officer or Committee Member may continue to serve in his or her current capacity.

ARTICLE 9: THE GENERAL ASSEMBLY RESPONSIBILITIES OF THE GENERAL ASSEMBLY

- 9.1 Meetings of the General Assembly are open to all Affiliates.
- 9.2 The principal functions of the General Assembly shall be to ratify:
 - 9.2.1 WFUMB policy.
 - 9.2.2 Election of the members of the Administrative Council.
 - 9.2.3 Election of the officers of WFUMB and members of standing WFUMB Committees.
 - 9.2.4 Receive and approve reports of the Administrative Council and make recommendations thereto.
 - 9.2.5 Amendments of the Constitution of WFUMB.
- 9.3 Business of the General Assembly shall be carried out as specified in Articles 11 and 12.

SELECTION AND TENURE OF GENERAL ASSEMBLY DELEGATES

- 9.4. Each Affiliated Organization shall be represented in the General Assembly by one delegate, who shall have the authority to cast a number of votes equal to the Affiliated Organization's paid-up membership as certified by WFUMB consistent with Article _6.6; provided, however, that an Affiliated Organization may be represented by more than one delegate and split the aggregate number of votes available to it in the manner specified in advance by the Affiliated Organization to WFUMB.
- 9.4.1 A membership year shall begin on 1 January and shall end on 31 December.
- 9.4.2 Each Affiliated Organization may nominate its own voting delegate(s). In the absence of a nomination, the Administrative Councillor shall be deemed to be the Affiliated Organization's voting delegate.
- 9.4.3 The Affiliated Organization shall communicate the name of its delegate(s), and the name of not more than one alternative for each delegate, by electronic means to WFUMB immediately on appointment and at least 10 days in advance of the next General Assembly meeting.
- 9.4.4 Delegates shall be chosen only from those categories of membership in the Affiliated Organization which have been chosen for affiliation with WFUMB.
- 9.4.5 The WFUMB President may invite the Complaints Committee to examine and approve the credentials of nominated delegates to the General Assembly.

ARTICLE 10. MEETINGS OF THE GENERAL ASSEMBLY

- 10.1 The General Assembly shall meet at the time of the scientific congress of WFUMB. If deemed necessary by the Executive Board, the General Assembly shall meet virtually, having been advertised as an open meeting on the website and notified to the Affiliated Organizations.
- 10.2 Affiliates may attend a General Assembly meeting and participate in the discussion. Only voting delegates may vote. Vote may be by show of hands indicative of voting rights except on questions of constitutional amendments (two-thirds majority required under Article 15) or selection of officers where a written ballot is required (simple majority under Article 13.3.6). Certified election platforms may be used for meetings.
- 10.3 An extraordinary General Assembly meeting shall be called by the Executive Board at other times either on petition of two or more Affiliated Organizations which hold among them at least 10% of the voting rights of WFUMB, or, if the Executive Board believes it necessary for consideration of important issues.
- 10.4 The agenda of the General Assembly meeting shall be circulated to Affiliated Organizations at least 10 days and not more than 30 days in advance of the Assembly Meeting. It shall include at least:
- 10.4.1 Reports from President, Secretary and Treasurer
- 10.4.2 Counting of election ballots for officers
- 10.4.3 Election of the Administrative Councillors

- 10.4.4 Approval of the co-opted Administrative Councillors
- 10.4.5 Presentation of annual independently audited accounts for approval
- 10.4.6 Any old or new business presented by the Administrative Council
- 10.4.7 Any proposed amendments to the Constitution
- 10.4.8 Discussion of matters of general interest presented by any delegate.
- 10.4.9 New business
- 10.5 The President of WFUMB shall preside over the General Assembly meeting. In the absence of the President, the meeting shall be presided over by the Vice-President 1.
- 10.6 The next President shall be installed at the end of the regular General Assembly meeting at which he/she was President-Elect.
- 10.7 The Secretary, or their designee, shall keep minutes of each meeting of the General Assembly, which shall, after confirmation by the presiding officer, be kept by WFUMB. Copies of the minutes shall be sent to all Affiliated Organizations and available on the WFUMB website.
- 10.8 A quorum shall consist of voting delegates who, among them, represent the voting rights of at least 50% of the full Affiliated Organizations membership. A simple majority shall be sufficient to carry a decision except as defined in Article 15.3.
- 10.9 Lacking a quorum, all business transacted must be ratified as specified in Article 12.

ARTICLE 11. PROCEDURES FOR INTERIM VOTING BY THE GENERAL ASSEMBLY

In the intervals between meetings of the General Assembly and subject to resolutions of the Administrative Council, items of WFUMB business may be submitted to the General Assembly for voting. This procedure shall be as follows:

- 11.1 WFUMB shall prepare an appropriate ballot form and send to all Affiliated Organisations at least 30 days before a meeting of the General Assembly. The ballot shall list all nominees for each office (other than immediate Past President and President) and a write-in option.
- 11.2 Replies should be communicated in writing, by electronic means to WFUMB within 30 full days from the date of communication.

ARTICLE 12: EXECUTIVE BOARD AND ADMINISTRATIVE COUNCIL

- 12.1. The Executive Board shall administer the day-to-day affairs of WFUMB. The Administrative Council shall establish the policies of WFUMB, subject to ratification of such policies by the General Assembly.
 - 12.1.1. The Executive Board shall consist of the following voting members: President; President-Elect; Vice-President 1; Vice-President 2; Immediate Past President; Secretary; Treasurer.
 - 12.1.2. The Administrative Council shall consist of the Officers and elected Councillors, all of whom shall be voting members, along with the following non-voting members: The Editor in Chief - WFUMB journal, the Editor in Chief - WFUMB Open Access Journal, and up to 3 Co-opted Councillors appointed by the President to provide expertise not otherwise offered by elected Councillors.

- 12.2. The Executive Board shall invite Affiliated Organizations to propose nominees for the Executive Board and Committees at least 6 months prior to elections. Self-referral is not permitted. Nominees are encouraged to have relevant administrative experience within their respective Affiliated Organizations. Nominations should include a brief curriculum vitae of the candidate, a declaration of possible conflicts of interests, and a letter of support of the Affiliate Organization describing the candidate's qualifications for service on the Executive Board or Committee position.
- 12.3. Nominees may shadow Councillors who are then serving, as appropriate, but shall have no vote.
- 12.4. Ballots from voting delegates should be returned to WFUMB at least 7 days before the meeting of the General Assembly unless an electronic ballot is held.
- 12.5. Election to each office shall be decided by a simple majority of the voting rights of all such ballots received.
- 12.6. Each officer and elected member of the Administrative Council shall hold office as follows:
 - 12.6.1 A term of office shall be from the end of the session of the General Assembly which elected him or her until the end of the subsequent session of the General Assembly or until his or her successor takes office except as specified in Article 13.4.4.
 - 12.6.2 An Administrative Councilor other than a Co-opted Councilor may serve up to three successive terms, including any interim or unexpired term. A Co-opted Administrative Councilor may serve up to two terms only, and shall resign upon the request of a simple majority of the Executive Board.
 - 12.6.3 The maximum number of consecutive terms for Offices shall be as follows:
 - 12.6.3.1 The President is eligible to serve only one two-year term. Upon completion of the President's term, the President shall become Immediate Past President. Neither the President, the Immediate Past President or the President-Elect shall be eligible to run for re-election, or for election to office other than as provided in the preceding sentence.
 - 12.6.3.2 The Vice President 1 and Vice President 2 are each eligible to serve one two year term only, after which they are only eligible for one other Officer nomination.
 - 12.6.3.3 The Treasurer and Secretary are each eligible to serve one two-year term after which they are eligible for one other Officer nomination.
 - 12.6.3.4 Chairs and members of WFUMB committees shall be eligible for a maximum of two successive two-year terms, after which they are eligible for nomination to another position.
 - 12.6.3.5 In the event no meeting of the General Assembly is held within two calendar years, the President shall proceed with an election under Article 13.3 of the Constitution.
- 12.7. In the event of a vacancy on the Executive Board, whether by death, illness, resignation or inability or failure for any reason of an Officer to fulfill his or her duties for a period of three months or more, such vacancy shall be filled as provided in this Article 12.7; provided, however, that if a vacancy occurs as a consequence of the Officer's loss of Affiliation status due to the suspension or termination of an Affiliated Organization, the provisions of Article 8.4 shall supersede the provisions of this Article 12.7 to the extent of any inconsistency.
 - 12.7.1 If a vacancy in the office of President shall occur prior to the end of the first year of the vacating President's two-year term, the Vice President 1 shall immediately become President and shall serve for the remainder of the first year of such term, after which the

President-Elect shall immediately become President and shall serve for the balance of the term. If a vacancy in the office of President shall occur from or after the first year of the vacating President's two -year term, the President-Elect shall immediately become President and serve for the balance of the term.

12.7.2. President-Elect – If the President-Elect fills a vacancy in the office of President, the office of the President-Elect shall remain vacant until the next election. If the office of President-Elect becomes vacant for any other reason, an interim election will take place following the procedure in Article 11.

12.7.3. Immediate Past President – If a vacancy occurs in the office of Immediate Past President, the vacancy shall be filled by the most recent Immediate Past President who is willing to serve. The preceding sentence supersedes any eligibility limitation to the extent of any inconsistency.

12.7.4. Other Officers – If a vacancy occurs for any reason in the office of Vice President 1, Vice President 2, Secretary or Treasurer, the Affiliated Organization that initially nominated such Officer shall nominate his or her replacement, who shall serve until the next session of the General Assembly.

12.8 The Constitution Committee shall prepare a set of bylaws specifying the principal administrative procedures of WFUMB, including the formation of ad hoc committees and working groups. WFUMB shall ensure that copies of such bylaws and of any updates or amendments are available on the website and on request electronically to Affiliated Organizations

12.9 The operation of the Administrative Council is under the provisions of this Constitution and of the Bylaws and shall perform the functions of a Board of Directors according to applicable law.

ARTICLE 13: WFUMB COMMITTEES

13.1. In order to achieve the objectives of WFUMB according to this constitution, standing committees are established in support of the Executive Board. In addition, ad hoc committees and working groups may be appointed for specific tasks and to prepare decisions on current issues.

13.2. Obligatory standing committees of WFUMB shall be:

- Congress Committee
- Education Committee
- Constitution Committee
- Collaboration Committee
- Publications Committee
- Safety Committee
- Complaints Committee
- Investment Advisory Committee
- Nominations Committee

13.3 The duties and functioning of standing committees are governed by bylaws. All chairs and members of standing committees with the exception of the ex-officio members have a two-year term and may be eligible for a further two-years terms in this particular position. Each committee may co-opt a maximum of two individuals, subject to the approval of the Executive Board. The criteria should be that specific expertise is required for the effective running of the committee. The co-opted members shall have equal rights as the elected members of the committee. Their term will end at the time of re-election of the committee and they shall not be re-eligible for co-option but may join as an elected member if nominated by their Affiliated Organization.

- 13.4 The Complaints Committee shall be composed of four recent Past Presidents and the President-elect as chair.
- 13.5 The members of the standing Committees except for the chair of the Complaints Committee are elected by the General Assembly on the proposal of the Administrative Council.
- 13.6 The establishment of ad hoc committees and working groups, the assignment of tasks and the appointment of chairs and members is done by the Executive Board, but requires confirmation by the AC.

ARTICLE 14: AMENDMENTS

- 14.1 Amendments to this Constitution may be initiated by:
 - (a) Recommendation of the Administrative Council, or
 - (b) Petition of any Affiliated Organization to the Administrative Council.
- 14.2 Proposed amendments to the Constitution shall be delivered to Affiliated Organizations at least 30 days before an officially convened session of a General Assembly at which voting is to take place, and acceptance shall require a two-thirds majority of the certified voting rights cast. If, however, less than two-thirds of the total certified voting rights of WFUMB is represented at the meeting, the matter shall be put to an electronic ballot of the entire General Assembly as described in Article 12.
- 14.3 Proposed amendments to the bylaws shall require a two-thirds majority of the Administrative Council, at a scheduled meeting or as described in Article 12 for their adoption.

ARTICLE 15: COOPERATION WITH OTHER INTERNATIONAL ORGANIZATIONS

The Executive Board shall be the representative of WFUMB in dealings with other international organizations. WFUMB shall present for Administrative Council approval arrangements for cooperation with other organizations having mutual or parallel interests.

ARTICLE 16: PERSONAL LIABILITY

Members of the Administrative Council and affiliates of WFUMB shall incur no personal liability in respect to commitments of WFUMB. Membership of any category in WFUMB shall commit individuals to no more than payment of their annual subscription.

ARTICLE 17: DISSOLUTION

- 17.1. A decision to dissolve WFUMB shall be taken at a meeting of the General Assembly and shall require a two-thirds majority of the certified votes cast. A Liquidator shall be appointed by the General Assembly.
- 17.2. Failing the appointment of a Liquidator, liquidation shall be carried out by the Administrative Council then in office acting as a Panel of Liquidators. Any assets from the liquidation shall be distributed to such non-profit organizations of like aims as the Liquidators shall decide, consistent with the certificate of incorporation of WFUMB.

ARTICLE 18: GIFTS AND GRANTS

WFUMB shall be empowered to accept gifts, donations, grants and other funds within applicable laws.

ARTICLE 19: PUBLICATIONS

WFUMB shall be empowered to publish or to enter into agreement with others to publish such journals and other publications as may be authorized by the General Assembly.

ARTICLE 20: LANGUAGES

The working language of WFUMB shall be English: however, a wider selection of official languages shall be encouraged for international scientific meetings wherever this is economically feasible.

ARTICLE 21: EXPENSES

The expenses of the delegates attending meetings of the General Assembly shall not be a charge on the funds of WFUMB.

ARTICLE 22: APPLICABLE LAW

As WFUMB is incorporated in the State of New York, USA, it is not intended that this Constitution supersede the laws of that State, and wherever inconsistent, New York State law shall govern.