



**World Association for Sexual Health (WAS)**

# **STATUTES AND BYLAWS**

Approved by the WAS General Assembly held in Glasgow on 14 June 2011

## STATUTES

### Section I

#### DEFINITION-MISSION-PURPOSE-MEMBERSHIP

**Statute 1** The World Association for Sexual Health (WAS) is an international association made up of national or international societies, associations, institutes and individual supporting members, professionally involved in the field of sexual health.

**Statute 2** The World Association for Sexual Health is incorporated in Minnesota, U.S.A. as a non profit organization.

**Statute 3** The Statutes are written in English, which is the official language.

**Statute 4** The application of the present Statutes is assisted by the By-Laws.

**Statute 5** Mission Statement: The World Association for Sexual Health (WAS) promotes and advocates for sexual health and sexual rights throughout the lifespan and across the world by advancing sexology, science-based sexuality knowledge, research, comprehensive sexuality education, clinical care and services.

The purpose of WAS is to advance International cooperation in the field of sexology by coordinating the activities designed to increase research and knowledge in sexology, including sexuality education, sexual health and the alleviation of sexual suffering, and the recognition and fulfilment of sexual rights throughout the world

The mission of WAS is carried out through

- I. Promoting sexual rights for all
- II. Developing the field of sexuality, sexual health and sexology
- III. Facilitating the dissemination and exchange of information, ideas and experiences
- IV. Promoting scientific and ethical standards for educating professional and others working in the area.
- V. Establish and maintain working relations with international agencies, organizations and societies

**Statute 6** The World Association for Sexual Health has six different types of members:

1. International Organizations
2. National Organizations
3. Professional Institutes
4. Individual supporting members
5. Student members
6. Honorary members

**Statute 7** INTERNATIONAL ORGANIZATIONS: are those organizations working at an international level and or in several countries with a focus in areas related to sexual health, sexuality education or sexual rights that submit an official application and are admitted by the General Assembly of WAS.

**Statute 8** NATIONAL ORGANIZATIONS: are those organizations that have a membership representative of a country's sexual health, sexuality education or sexual rights related professionals and others that submit an official application and are admitted by the General Assembly of WAS.

**Statute 9** PROFESSIONAL INSTITUTES: are groups of two or more individuals who organize themselves to provide services or products in the areas related to sexual health, sexuality education or sexual rights that submit an official application and are admitted by the General Assembly of WAS.

**Statute 10** INDIVIDUAL SUPPORTING MEMBERS: are those individuals working professionally in areas related to sexual health, sexuality education or sexual rights who submit an official application and are admitted by the General Assembly of WAS.

**Statute 11** STUDENT MEMBERS: are those individuals who are currently enrolled in a relevant course of study, in a recognised University, College or a WAS Professional Institute having submitted an official application and are admitted by the General Assembly of WAS.

**Statute 12** HONORARY MEMBERSHIP: may be conferred by the General Assembly to persons or organizations who have made important contributions in the area of sexual health, sexuality education or sexual rights or to an individual who has provided outstanding service to WAS.

**Statute 13** There are five Regional Federations affiliated to WAS: The Latin American Federation of Sexological and Sex Education Societies (FLASSES), The European Federation of Sexology (EFS), The Asian-Oceania Federation of Sexology (AOF), The African Federation for Sexual Health and Rights (AFSHR) and The North American Federation of Sexuality Organizations (NAFSO).

**Statute 14** Membership of WAS may be terminated by resignation or suspension. Suspension is an action taken by the General Assembly or by the Executive Committee between meetings of the General Assembly with the approval of the majority (half plus one) of the members of the Advisory Committee of WAS. Members who have not paid dues for more than 4 years will have their membership automatically terminated.

### Section II

#### ORGANIZATION OF THE WORLD ASSOCIATION FOR SEXUAL HEALTH

**Statute 15** The World Association for Sexual Health has three operating bodies: the General Assembly; the Advisory Committee and the Executive Committee.

**Statute 16** The General Assembly is the governing body of WAS.

**Statute 17** The General Assembly is composed of:

- 1 Delegates from each member organization. The number of delegate votes of each member organization will be from *one* to six according to the conditions stated in the Bylaws;
- 2 Members of the Advisory Committee of WAS.

Elected members of the Advisory Committee and Federation President will have one vote each. Individual supporting members may be present in the General Assembly; they may participate and comment but will not have a vote.

**Statute 18** The General Assembly meets every two years on the occasion of the World Congress of Sexual Health. A special General Assembly may be convened by the Executive Committee or at the request of the majority (half plus one) of the members of the Advisory Committee or the request made by 30% of the organizational members of WAS. The agenda of the General Assembly is planned by the Executive Committee, which should be approved by the Advisory Committee. Any agenda should have as the last point: Miscellaneous. The decisions of the General Assembly are based upon a simple majority vote, excluding any amendment to these Statutes.

**Statute 19** The General Assembly of the World Association for Sexual Health has the following functions:

1. Receives and approves the Report from the President;
2. Receives and approves the Report from the Secretary General/Treasurer, which should include a budget for the following 2 years;
3. Receives the Report from the Organizing Committee of the World Congresses;
4. Receives the Report of other Statutory Committees, and from any *ad hoc committees* that have been created;
5. Decides upon the organization of future World Congresses of Sexual Health and gives the Executive and Advisory Committees the responsibilities to organize such meetings;
6. Decides upon official publications of the World Association for Sexual Health;
7. Approves the membership of new applicants;
8. Elects from among its members 19 persons to the Advisory Committee, for a period of 4 years. The voting is secret. For a valid election, the persons elected must represent a minimum of ten nationalities and at least five continents. A gender balance of the Advisory Committee is also required. It is understood that the voting will be completed and announced on the day that the ordinary General Assembly takes place;
9. Decides upon matters brought to the attention of the General Assembly.

**Statute 20** The Advisory Committee is the second ranking governing body of the World Association for Sexual Health. It consists of 19 elected members, the immediate Past President of WAS, and the current Presidents of the Regional Federations. All Past Presidents of WAS are considered Ex-Officio members of the Advisory Committee (without voting rights). Other ex-officio member may be nominated, however they shall not have voting rights.

**Statute 21** The Advisory Committee is a consultative, supportive, decisive and supervising body whose fundamental role is to watch over the stability of WAS.

**Statute 22** The Advisory Committee meets at the request of the President of WAS or when at least 51% of its members request a meeting. It is mandatory that the Advisory Committee meet before any General Assembly (ordinary or extraordinary). The Advisory Committee shall

meet any time it is required by the Executive Committee as a whole or by any five (5) members of the Executive Committee. Its decisions are based on a simple majority vote.

**Statute 23** The Advisory Committee has the following functions: Elect among its members an Executive Committee comprising a President, Vice-President and four Associate Secretaries immediately after their election by the General Assembly. After that, the new President will choose the Secretary General/Treasurer from among the members of the new Advisory Committee;

2 Approve any suspension of membership;

3 Approve the agenda for the ordinary or extraordinary General Assembly;

Approve any impeachment of the President or any other Advisory Committee member; 4 Approve or deny any recommendation for membership (Individual or Organizational) made by the Executive Committee.

**Statute 24** The Executive Committee is the third ranking governing body of the World Association for Sexual Health.

**Statute 25** WAS has vested its power in the Executive Committee at times when the ordinary or extraordinary meeting of the General Assembly is not in session. Its decisions are based on a simple majority vote. Any decision that implies a new policy, a new procedure or that would require the approval of the General Assembly must be consulted and approved by Advisory Committee of WAS

**Statute 26** A meeting of the Executive Committee will be held at least once a year, pursuant to the conditions provided by the By-Laws.

**Statute 27** The Executive Committee has thirteen (13) members: President, Vice-President, Secretary General/Treasurer, four (4) Associate Secretaries, and the immediate Past-President of WAS, and the current five Regional Federation Presidents. The officers are President, Vice-President, Secretary General/Treasurer and immediate Past-President.

**Statute 28** The President of WAS is the chairperson of the Executive Committee, the Advisory Committee and of the General Assembly. He or she, along with the Secretary General/Treasurer, are entrusted with carrying out the daily work of WAS. At the end of his or her term of office, the President will remain a member of the Executive Committee as Immediate Past-President for an additional term

**Statute 29** The Vice-President acts in the absence of the President and may be entrusted with special duties by the Executive or Advisory Committee.

**Statute 30** The Secretary General/Treasurer is entrusted, along with the President, with carrying out the day-to-day work of WAS. He or she is responsible for the execution of all decisions taken by the General Assembly, the Advisory Committee and the Executive Committee and renders to it an account of the activities of the WAS. The Secretary General/Treasurer is responsible for the financial management of WAS and for presenting an audited financial statement to the General Assembly.

**Statute 31** In case of conflicting interests between the President and the Secretary General/Treasurer, the President may request that the Executive Committee vote to remove the Secretary General/Treasurer and choose a replacement from the members of the Advisory Committee. The Secretary General/Treasurer may appeal to the Advisory Committee if he/she believes that the Executive Committee's decision was unfair.

**Statute 32** The Secretary General/Treasurer, at the end of their term, should provide in electronic form, a detailed, and complete record of WAS programmatic and financial activities, including the USA IRA returns undertaken during their term and a report on WAS' current financial status.

**Statute 33** The Associate Secretaries play an active role in the functions of the Executive Committee. They may be entrusted with special duties by the Executive or Advisory Committee.

**Statute 34** For all significant issues, the President and the Secretary General/Treasurer convene the Executive Committee and follow its decisions made by a simple majority vote.

**Statute 35** No member of the Executive Committee may be re-elected for a consecutive second term in the same position and in no case may a successor to a President be from the same country.

### Section III

#### FINANCES

**Statute 36** The World Association for Sexual Health has as income sources, the following:

- I. Dues of the member organizations;
- II. Dues of individual and student members;
- III. Income from the World Congresses, Regional Meetings, etc.;
- IV. Grants, donations and/or special contributions;
- V. Any other approved income.

**Statute 37** The Secretary General/Treasurer of WAS, in accordance with the President, should present an annual operating budget to the Executive and Advisory Committees and reports on this budget to the General Assembly of WAS.

### Section IV

## COMMITTEES

### STATUTORY

**Statute 38** There shall be the following Statutory Committees

- Education Committee
- Finance Committee
- Scientific Committee
- Sexual Rights Committee

**Statute 39** Each Committee will operate under approved Terms of Reference

**Statute 40** The chair and composition of each Committee shall be determined by the Executive Officers and approved by the Advisory Committee

**Statute 41** All Committees must maintain an official record (Minutes) of each meeting and present an annual report to the Executive and Advisory Committees and to the biennial General Assembly. Interim reports shall also be submitted upon request by the Executive Officers.

### AD HOC

**Statute 42** The Executive Officers may approve the establishment of *ad hoc* committees as the need arises. All *ad hoc* committees shall be governed by Terms of Reference and follow the same requirements of Statutory Committees.

### Section V

#### MODIFICATION OF THE STATUTES

**Statute 43** The Statutes of the World Association for Sexual Health may be modified on the recommendation of the General Assembly taken by two-third majority vote after a proposal offered by the Advisory Committee or any five (5) members of the General Assembly. Any proposed change must be presented to the membership at least 30 days before the day of the General Assembly.

### Section VI

#### DISSOLUTION OF WAS

**Statute 44** A quorum of two-thirds of the member organizations is necessary in order that the General Assembly may, by a two-third majority, order the dissolution of the Association. The distribution and allocation of funds, goods and property of WAS will follow the procedures required of the non-profit status granted by the U.S.A. authority.

## BY-LAWS

### Section I

#### HEADQUARTERS OF THE ASSOCIATION

**Item 1** The World Association for Sexual Health (WAS) is incorporated in the U.S.A. and subject to the civil laws and regulations of that country.

**Item 2** WAS has two offices: one located at the current President's address and the other located at the current Secretary General / Treasurer's address. The President's office is WAS' representative office and the Secretary General/ Treasurer's office is the WAS operational office.

### Section II

#### MEMBERSHIP

**Item 3** Any national or international sexological society, association or institute may request admission to the World Association for Sexual Health. A sexological society, association or institute is a properly constituted organization concerned with sexuality, whether it is research, education, diagnosis and/or therapy, sexual health or sexual rights promotion.

**Item 4** Requests for WAS membership must be sent to the Secretary General / Treasurer's office. The application should be completed and submitted through the WAS Website and must include: the name of the Society, Association, or Institute; the date of its formation; its purpose and objectives; its statutes and bylaws; the names of its members and officers, including postal and e-mail addresses; two letters of recommendation issued by WAS members; and the proper dues. After hearing the advice of the Executive and the Advisory Committees, the General Assembly, at the beginning of its ordinary meeting, will decide on admission of the applicant societies, associations, institutes or groups to WAS. Those applicants who are admitted are invited to attend the General Assembly. Between General Assemblies, the Executive Committee is permitted to grant provisional member status to an applicant member as long as all proper documentation has been received and reviewed. Final acceptance or rejection of membership is made by the next General Assembly.

**Item 5** An individual may apply for individual supporting membership of WAS. The application should be completed and submitted through the WAS Website and must include: professional curriculum vitae; two letters of recommendation from recognized professionals in the field of sexual health; and the corresponding payment of dues. The application will be forwarded to the Executive and Advisory Committees, which recommends admission to the General Assembly. Between General Assemblies, the Executive Committee is permitted to grant provisional member status to an applicant as long as all proper documentation has been received and reviewed. Final acceptance or rejection of membership is made by the next General Assembly. Individual supporting members do not have a vote in the General Assembly.

**Item 6** An individual may apply for student membership for WAS. The application should be completed and submitted through the WAS Website and must include: evidence of current, full time enrolment in a recognised university, college or a Professional Institute recognised by WAS; curriculum vitae; two letters of recommendation and the

corresponding payment of dues. The application will be forwarded to the Executive and Advisory Committees, which recommends admission to the General Assembly. Between General Assemblies, the Executive Committee is permitted to grant provisional member status to an applicant as long as all proper documentation has been received and reviewed. Final acceptance or rejection of membership is made by the next General Assembly. Student members do not have a vote in the General Assembly.

**Item 7** The Advisory Committee may recommend that Honorary Individual Membership be conferred to a person who has carried out important work in the field of sexual health. Final acceptance or rejection of honorary membership will be made by the next General Assembly.

**Item 8** An impeachment process against anyone holding an office within WAS may be initiated by the Executive Committee, by a member of the Advisory Committee or by three (3) member organizations. This action should be approved by the General Assembly if it is in session or by a two-thirds majority vote of the members of the Advisory Committee when the General Assembly is not in session.

**Item 9** A suspension of WAS membership is an action that could be taken in the General Assembly if it is in session or by a majority (half plus one) vote of the members of the Advisory Committee when the General Assembly is not in session.

### Section III

#### GENERAL ASSEMBLY

**Item 10** Before each General Assembly a meeting of the Executive Committee and Advisory Committee will be held.

**Item 11** Each member organization is allowed one to six delegates to the General Assembly. Only delegates from member organizations whose dues are paid to date may vote. A delegate may represent only one member organization at the General Assembly, having the right to vote as many times as the number of votes this organization has.

**Item 12** The Executive Committee draws up the Agenda of the General Assembly, which is approved by the Advisory Committee before being sent to the member organizations. Members of the General Assembly may request the addition of items to the Agenda when this is presented for approval to the Assembly at the beginning of the meeting. Acceptance or rejection of additional agenda items will be decided by a simple majority vote of the General Assembly

**Item 13** Membership dues are to be paid on an annual basis and are determined based on the type of membership (organizational or individual) and on the number of members of an organization. The following categories will be used:

Individual supporting members

Student members

Organizations with up to 100 members

Organizations with 101 to 399 members

Organizations with 400 to 699 members

Organizations with 700 to 999 members

Organizations with 1000 to 1999 members

Organizations with 2000 or more members.

The calendar year for computing payment shall

commence on January 1<sup>st</sup> and terminate on December 31<sup>st</sup> of each year.

The dollar amount of dues for individual supporting members and member organizations shall be determined by the Advisory Committee and approved by the General Assembly for the period immediately following each General Assembly Meeting.

**Item 14** Voting Delegates in the General Assembly:

1) Each member organisation shall be entitled to –

- 1 Delegate for less than 100 members
- 2 Delegates for 101 to 399 members
- 3 Delegates for 400 to 699 members
- 4 Delegates for 700 to 999 members
- 5 Delegates for 1000 to 1999 members
- 6 Delegates for 2000 members or more.

2) Only the organizations whose membership dues are paid to date are eligible to vote at the General Assembly.

3) At the beginning of each calendar year, member organizations must electronically submit a mailing list of its members and list of current officers, including contact email addresses to the Secretary General/Treasurer. Membership dues will be determined using this information. .

**Item 15** The Executive Committee will suspend the membership of any organization or individual supporting member that is 4 or more years in arrears with their payment of dues. A re-joining fee will be required, the sum being determined and declared by Advisory Committee.

**Item 16.** Members of the Advisory Committee are elected by secret ballot every 4 years. The voting shall be conducted pursuant to Statute 19 point 8.

**Item 17.** The General Assembly may vote by secret ballot vote or by a show of hands on all other actionable items on the agenda.

#### **Section IV**

#### **SECRETARIAL AND FINANCIAL MANAGEMENT**

**Item 18** The secretarial and financial management responsibilities of WAS are the charge of the Secretary General/Treasurer and the President. The hiring of appropriate staff and external consultants to complete necessary tasks is at their discretion. These may include, but are not limited to, accounting and auditing consultants, legal and technical advisors, and assistants for financial and clerical activities.

**Item 19** All correspondence received and sent by WAS should be handled by the President and/or the Secretary General /Treasurer. The proper filing of the correspondence should be made in electronic form for easy transmission to the subsequent elected officers.

**Item 20** The Secretary General/Treasurer is responsible for the financial management of WAS, controlling the WAS resources with whatever means of disposition are decided to be convenient by the officers.

**Item 21** All WAS expenditure is subject to approval by the Secretary General/Treasurer and the President through prior

submission of a detailed and evidenced request

**Item 22** At each meeting of the Executive and Advisory Committees and the General Assembly, the Secretary General/Treasurer shall report on the current financial position of WAS. The Secretary General/Treasurer will be a member of any Finance Committee appointed by the Executive Committee.

**Item23.** During the period between the ordinary General Assemblies, the Executive Committee is entrusted by the General Assembly with the operations of WAS.

#### **Section V**

#### **WORLD CONGRESS OF THE WORLD ASSOCIATION FOR SEXUAL HEALTH**

**Item 24**The World Congress of WAS must be held every two (2) years, taking into consideration the dates and locations of other related Congresses and meetings.

**Item 25** The date and location of upcoming World Congresses shall be proposed by the Executive and Advisory Committees and will be decided upon by the General Assembly, at least four years in advance, whenever possible.

**Item 26** The General Assembly, based on recommendations from the Executive and Advisory Committees, will elect the President of a World Congress. In the absence of an ordinary General Assembly, the WAS Advisory Committee is empowered to elect a provisional Congress President with final approval pending at the next General Assembly of the WAS. The President of the Congress must have the support of a WAS member organization.

**Item 27** A written agreement must be made between all organizations and individuals responsible for the World Congress. These may include, but are not limited to, the Host Organizing Committee of a World Congress, the President of the Congress, any other responsible individuals associated with WAS member organization(s), the WAS President, the Secretary General/Treasurer, and any other entity entrusted by WAS for the organization of its World Congress.

**Item 28** The finances of the World Congress of WAS will be the responsibility of the WAS Executive Committee, which may entrust a Professional Congress Organization Company (PCO) to ensure the best promotion, fund raising and attendance of the WAS Congresses.

**Item 29** The responsibilities of the President of the Congress, under the supervision and with the advice and approval of the Executive and Scientific Committees, will encompass the following:

1. The responsibility to structure the scientific program;
2. The establishment of a Host Organizing Committee and a Host Scientific Committee, which will take charge of the various tasks necessary for the organization of the Congress.

**Item 30** The President of World Congress of WAS will serve as an Ex-officio member of the Advisory Committee, with no voting rights

**Item 31** The President of a Congress is an office

independent from that of the President of WAS. The President of a Congress cannot hold the office of the President of WAS during the period he or she serves as President of the Congress.

**Item 31** The President of the Congress or the appointed PCO must present a full, independent, audited financial report on the World Congress within six months of the conclusion of the Congress. This report will be submitted to the Executive and Advisory Committees. In addition, the report will be delivered by either the appointed PCO or the President of WAS at the next General Assembly of WAS.

## **Section VI**

### **Council of Presidents**

**Item 32** A council of all WAS past presidents will be called upon to advise and offer guidance to the President of WAS as requested by the President or the Executive Committee. This council is advisory and does not have a vote on the Advisory Committee.

**Item 33** The Chairperson of the Council of Presidents shall be the Immediate Past President.