



World Gastroenterology Organisation
Statutes
By-Laws
2009

These statutes were approved by a two-thirds majority at the General Assembly Meeting of WGO in Munich in May 1962 and modified during meetings of the General Assembly in 1970 (Copenhagen), 1974 (Mexico City), 1978 (Madrid), 1982 (Stockholm), 1990 (Sydney), Vienna (1998), Bangkok (2002), Montreal (2005) and London (2009).

Article 1. History of the WGO

In 1954 the formation of a World Gastroenterology Organization (WGO) was first discussed in Paris under the leadership of Dr. Henry L. Bockus. On 29th May 1958, the WGO was constituted in Washington, D.C. Initially founded as a forum on digestive disorders and disease in the developed world, the WGO today is a global federation of 110 national and regional societies representing over 60 000 gastroenterologists and is dedicated to serving the needs of its member societies and promoting digestive health world wide and especially in developing and emerging societies. The 29th May is annually celebrated as World Digestive Health Day (WDHD).

Article 2. The WGO Vision

Digestive disorders –are pre-eminent among health care issues globally, a significant burden to national healthcare budgets and the single greatest cause of cancer death. While an increasing awareness of causative factors, coupled with dramatic advances in diagnostic and therapeutic approaches have led to improvements in the prevention, diagnosis and treatment of digestive disorders, these benefits have not been transmitted equally across the world and, especially, to those in greatest need.

As the global representative for gastroenterology, the role of the WGO is to:

- increase global public awareness of digestive disorders
- provide independent and high quality educational opportunities to medical, nursing and other healthcare professionals in digestive disorders throughout the world, regardless of location
- support healthcare professionals who care for those with digestive disorders throughout the world

‘Global Guardian of Digestive Health. Serving the World.’

Article 3. Mission of the WGO

To promote, to the general public and health care professionals alike, an awareness of the world wide prevalence and optimal care of digestive disorders through the provision of high quality, accessible and independent education and training.

Article 4. WGO Objectives

- To promote public **awareness** of digestive disorders world-wide
- To provide the highest standards in **education and training** in gastroenterology throughout the world and objectively assess the outcomes thereof
- To create an **educational network** readily accessible and relevant to gastroenterologists in **emerging societies** to support their local professional development
- To promote **multi-disciplinary approaches** to primary prevention, screening, early detection and optimal care of digestive cancers
- To develop and disseminate global guidelines on important global issues in the clinical practice of gastroenterology

- To promote an **ethical** approach to all aspects of the practice of gastroenterology
- To promote the formation of **national** gastroenterological organizations
- To support and **collaborate** closely with all organizations interested in digestive disorders, including nursing, other healthcare workers and patient advocacy groups
- To solicit **financial support** for the purpose of undertaking WGO's global and emerging society programs and activities
- To regularly **communicate** WGO's strategic plan, activities and **outcomes** to its constituents

Article 5. Administration

There shall be an Executive Secretariat to support the activities of WGO.

Article 6. Powers

6.1 The World Gastroenterology Organisation shall vest its general management in a Governing Council.

6.2 Acting through the Governing Council, the World Gastroenterology Organisation is empowered to do all and only such acts as are necessary or convenient to the purposes herein set forth and to the same extent, and as fully as any natural person might do, could do, to purchase, lease, hold, sell, mortgage, or otherwise acquire or dispose of real or personal property, to enter into, make, perform or carry contracts with any firm, persons, corporation or association, to do any acts necessary or expedient for carrying on any and all of the purposes of the World Gastroenterology Organisation not forbidden by its by-laws or by the laws of the area in which the organisation is domiciled or holding its World Congresses.

6.3 The private property of the members of the Governing Council shall not be subject to payment of organisation debts to any extent whatsoever.

6.4 The World Gastroenterology Organisation is not organized nor is it to be operated for the personal profit of its members. The World Gastroenterology Organisation is organized exclusively for charitable, educational, and scientific purposes in accordance with its Articles of Incorporation

Article 7. Membership

The following are eligible to become members of WGO.

7.1 National gastroenterological societies.

7.2 Specialised sections in gastroenterology or groups of gastroenterologists in those countries in which there is no gastroenterological society.

7.3 The Regional Associations (AIGE, AMAGE, APAGE, ASNEMGE/UEGF) are ipso facto affiliated to WGO, and shall have honorary, non-voting membership status. The Regional Associations may, however participate in the Governing Council as set forth in the Bylaws of WGO.

Article 8. The Governing Council

8.1 The business of WGO shall be undertaken by a Governing Council.

8.2 The Governing Council shall comprise the Executive Committee (discussed in Section 7.1 of the By-laws) plus the following:

- Chair persons of the standing committees and ad hoc committees established by the Governing Council
- The Presidents (or their deputies) of the following regional associations:
 - African/Middle East
 - Asian/Pacific
 - European
 - Inter-American
- Editor of World Gastroenterology News*
- Observer status may be granted to other organizations and/or representatives as agreed by the Governing Council *.

8.3 Co-opted members: The President shall have the power to co-opt individuals who he deems to be important for the running of WGO* (* In attendance only)

8.4 The officers of WGO shall be approved at General Assembly and shall hold office until the expiry of their terms of office which shall coincide with the termination of the appropriate General Assembly.

Article 9: WGO Foundation

A WGO Foundation will be established with the purpose of raising funds for the WGO. The WGO Foundation will be governed by a separate Charter that will define the allocation of funds raised. Such funds should be primarily directed towards supporting and promoting the training and educational activities of WGO around the globe.

Article 10. Amendments to the Statutes

10.1 The Governing Council may propose changes to the Statutes which will be presented to the General Assembly.

10.2 Amendment(s) to the Statutes may also be proposed in writing by a paid up society belonging to WGO and submitted to the Secretary-General of WGO, at least six months prior to the forthcoming World Congress of Gastroenterology. The Secretary General shall place this item on the agenda of the Governing Council for subsequent presentation to the General Assembly.

10.3 The Secretary General shall circulate any proposed amendments to the Statutes to all paid up member societies at least three months prior to the forthcoming General Assembly. Amendments to the Statutes require a two-thirds majority vote of those member societies present and entitled to vote, taken by secret ballot or show of hands, at the General Assembly.

Article 11. Dissolution

Dissolution of the World Gastroenterology Organisation shall require a two-thirds majority vote of the General Assembly taken by secret ballot.

After dissolution, following settlement of all dues, debts and accounts, such monies will be allocated to a non-profitable charitable organisation for a purpose which is exempt within the meaning of the United States Internal Revenue Code, which shall be decided upon by the General Assembly.

Article 12. By-laws

The General Assembly shall adopt By-laws which relate to the effective working of WGO. In particular circumstances, and to enhance the function of WGO, the Governing Council may change the By-laws prior to a meeting of the General Assembly. Such action must be reported to, and be approved by, the General Assembly for the altered By-law to have legal status. During the period between the change of the By-Law by the Governing Council and the approval of the General Assembly, the amendments are valid.

Article 13. Honorary Presidents

Any person who has rendered eminent services to gastroenterology may be elected an Honorary President of WGO. Such election must be approved by two-thirds of the voting delegates of the General Assembly.

Article 14. Finances

The finances of WGO shall derive from:

- Foundations established and maintained by WGO for support of its activities.
- Annual subscriptions from national member societies or any other agencies wishing to promote the mission of WGO.
- Money derived from World Congresses and other educational activities
- Other monies or materials donated to support a specific programme or activity.

Article 15: WGO Divisions/Interest Groups

WGO will organize its activities in the following areas:

- Oncology (International Digestive Cancer Alliance (IDCA)), a division of WGO
- Nutrition, an interest group,
- Endoscopy, an interest group,
- Surgery, an interest group,
- Hepatology, an interest group,
- Gastroenterology, an interest group

Other areas of interest may be added in the future if considered appropriate by the Governing Council

Article 16. Committees

Standing committees, ad-hoc committees, divisions, interest or working groups or advisors shall be established according to the needs of WGO.

Article 17. The General Assembly

17.1 Meetings of the General Assembly shall be held during each World Congress and at other times at the command of the President.

17.2 The General Assembly shall be formed by:

- i. delegates representing member societies of WGO. Each member society will be represented by no more than two delegates and normally these should be the President and Secretary of the society. However, up to two suitable alternatives may be delegated by the President of the society. The names of delegates are to be submitted in writing.
- ii. members of the Governing Council.

Article 18. Function of the General Assembly

The General Assembly shall review and approve the work of the Governing Council and attend to other business including the venue of the next World Congress of Gastroenterology.

Article 19. Voting Powers at the General Assembly

There shall be only one vote for each national society.. In those countries which have two or more societies there shall be two (2) delegates for each society but there shall be only one vote for each country.

Specialised sections and groups of gastroenterologists may be represented by a delegate without voting power.

The Regional Associations will be represented without voting power.

Any society which after due notification has not paid its dues for the period since the last General Assembly shall not be eligible to attend unless the Governing Council rules otherwise. In the event of a tie, the Chairman of the Governing Council shall have the casting vote.

Article 20. Brohée Lecture

A Brohée Lecture shall be delivered during each World Congresses of Gastroenterology to commemorate Dr Georges Brohée, the founder of the first International Association of Gastroenterology. The Brohée Lecturer should be chosen by the Steering Committee of the current World Congress of Gastroenterology from either the host country or the respective region. The honorarium and the Lecturer's travel expenses shall be paid from WGO funds while the host country shall be responsible for providing subsistence for the Lecturer. The Medal is provided by the Belgian Society of Gastroenterology.

Article 21. Henry L. Bockus Medal and Lecture

A medal, to be known as the Henry L. Bockus Medal, will be awarded at each World Congress to a gastroenterologist who, in the opinion of the Governing Council, has made a distinguished contribution to the clinical practice, science and/or teaching of gastroenterology. The presentation will be made during the Congress at which time the medallist shall deliver a lecture. The medal, the honorarium and the Lecturer's travel expenses and subsistence shall be paid from WGO funds.

By-Laws 2009

The By-laws prescribe all decisions and actions which may be necessary or appropriate for the optimal function of the Council and its prescribed committees in fulfilling the mission of WGO. The Governing Council may alter or repeal By-laws provided that all By-laws are consistent with the Statutes of the organisation. To take effect, such changes must be reported to and approved by, the General Assembly. The official language of WGO is English.

Article 1. Membership, Affiliation, Resignation and Expulsion

- 1.1 Membership of WGO shall become effective when ratified at a meeting of the Governing Council and subsequently by a simple majority vote at the General Assembly. Membership of the WGO entails an obligation to pay the dues required.
- 1.2 All applications for membership by a national society or any other group must include the list of members, officers and statutes of that society, specialised section or group. Evidence of organisation and activity of the society or its equivalent should be supplied by the society applying for affiliation with WGO.
- 1.3 A member society may resign from WGO at any time by filing its resignation with the Secretary-General, but such resignation shall not exempt it from payment of dues for the year of membership
- 1.4 Any member society or group if judged guilty of unprofessional or unbecoming conduct may be expelled from WGO by an affirmative vote of two-thirds of the voting members present at a General Assembly.

Article 2. The Governing Council

The Governing Council shall meet at least once a year and always prior to each General Assembly in order to consider all matters relating to the activities of WGO. The Governing Council shall present a report of its activities to the General Assembly. The composition of the Governing Council is listed in Article 6.2 of the Statutes.

Article 3: WGO Foundation

The WGO Foundation Board shall be governed by a separate set of By-Laws outlining the regularity of their meetings and their reporting process.

Article 4. Vacancies in the Governing Council

The Governing Council shall have the power to fill any vacancy on the Governing Council that may occur between meetings of the General Assembly.

Article 5. The Officers

- 5.1 The **President** shall be a statutory officer of WGO, and shall be responsible for the proper functioning of WGO and is empowered to undertake the necessary actions with the knowledge of the Governing Council. The President shall preside at all meetings of the Governing Council and at business sessions of the WGO. The position of the President will be limited to up to two terms of office, the first of which will run for 2 years from the approval of the General Assembly. A second two year term of office may be confirmed with the approval of the Governing Council. The candidate for presidency should, under normal circumstances, already have served on the Governing Council.

- 5.2 The **Vice President** shall be a statutory officer of WGO, and shall assist/represent the President in the conduct of the business of the Organisation. The Vice President will serve for up to two terms of office the first of which will run for two years from the approval of the General Assembly and may be extended for one further two-year term with the approval of the Governing Council. The Vice President shall assume the Presidency should this position become vacant during the term of office of a President. The Vice President will act as the liaison between the Executive Committee and the WGO Foundation Board.
- 5.3 The **Secretary-General** shall be a statutory officer of WGO, shall maintain liaison between WGO and the member societies and will be responsible for the duties assigned by the President and Governing Council. The Secretary General shall serve for no more than two four-year terms of office.
- 5.4.1 The **Treasurer** shall be a statutory officer of WGO, and is responsible to the Governing Council for the finances of WGO. The Treasurer is required to keep appropriate accounts, to have such accounts appropriately audited on an annual basis and presented to the Finance Committee, and to invest the funds of WGO on the advice of the Finance Committee.
- 5.4.2 The **Treasurer** is also Chairperson of the Finance Committee of WGO.
- 5.4.3 The **Treasurer** shall examine the credentials of the national delegates prior to any General Assembly of WGO, and present these credentials to the Governing Council of WGO for their approval as a prerequisite to gaining admission to the General Assembly. The Treasurer may serve for no more than three terms of office.
- 5.5 The **Past President** shall chair the Nominations Committee and may sit on the Executive Committee and Governing Council for up to two terms of office the first of which will run for two years from the approval of the General Assembly and may be extended for one further two-year term with the approval of the Governing Council. .
- 5.6 The **Co-Ordinator for Education and Training** shall co-ordinate on behalf of the Executive Committee and Governing Council, all educational activities and shall serve for no more than two four year terms of office.
- 5.7 The **Division/Interest Representative** shall chair his/her respective Division and shall be chosen by the chairs of the Divisions and shall serve no more than one four year term of office.
- 5.8 The **Editor-in-Chief** of *World Gastroenterology News* shall edit the official newsletter of the organization. The Editor shall serve for no more than two four year terms of office.
- 5.9 If the activities of WGO require additional administrative assistance, the President and Governing Council are authorized to designate and employ such a person.
- 5.10 The duties of the chairpersons of the committees are to undertake those committee activities as set out in Article 6 of the By-laws.

Article 6. Finances

The finances of the World Organisation shall consist of:

- 6.1
- i. Membership Dues which shall be determined by the Governing Council under the advice of the Finance Committee, who shall have power to increase, remit or reduce the dues. The dues shall be payable annually during January of each year. They are to be collected by the treasurer of each member society and the costs of such collection shall be borne by the society. The funds so collected shall be forwarded directly to the Treasurer of WGO.

- ii. Revenue from the World Congress and other educational activities shall be collected by the Treasurer of WGO in accordance with accepted financial practices.
- iii. Additional funds may be obtained through gifts, bequests or subsidies from individuals, foundations, or governments with the approval of the Governing Council.

6.2 The finances must be sufficient to conduct the affairs of the World Organisation.

6.3 The finances of the WGO shall be separate and independent of the budget for the World Congress.

6.4 The finances of WGO shall be administered by the Treasurer together with the members of the Finance Committee of WGO (see Article 6.6 of the By-laws)

Article 7. Standing Committees

7.1 Executive

The Executive Committee shall comprise the President, Past-President, Vice President, the Secretary-General, the Treasurer and the Co-Ordinator of Education & Training, a representative of the Division Heads with, in addition, a member of the Executive Secretariat and the WGO Foundation Chair in attendance. shall meet before each Governing Council Meeting and on other occasions deemed necessary by the President. It shall conduct the business of WGO in between meetings of the Governing Council, and shall draw up the agenda for a Governing Council Meeting. The President may invite other individuals, as appropriate, to participate in the meetings of the Executive Committee.

7.2 Nominations

7.2.1 The Chairperson of this Committee shall be Past President of WGO. If that is not possible, the chair will be appointed by the Governing Council. The Committee shall meet at least two years prior to the forthcoming World Congress to consider the nominations submitted by member societies and the four regional associations for membership of the Governing Council, committees, and Divisions/Interest Groups. From these submissions the Nominations Committee shall recommend a list of candidates for each office which shall be submitted by the Chairperson of the Nominations Committee to the Governing Council. The Governing Council may modify this list if necessary and thereafter submit it to the General Assembly for its approval. The Nominations Committee shall consist of the Chairperson, President of WGO (ex officio), the Vice-President (ex officio), Treasurer (ex officio), Secretary-General (ex officio), together with not less than two members from each of the four Regional Associations.

7.2.2 The regular method for nomination of officers and members of committees in WGO is via a nomination processed by the Nominations Committee. Under special circumstances, the President can co-opt a new member, in agreement with the Chairperson of the committee. This nomination should then be considered for approval by the Nominations Committee during its next meeting.

7.3 Education and Training

Education and Training represents a core primary programme for WGO. Education and Training promotes its activities in a variety of projects. Each of these projects shall be directed by a Project Team whose Leader shall be a member of the Education and Training Committee. The Education and Training Committee, in turn, shall be co-ordinated by an individual who has been nominated by the nominating committee and approved by the General Assembly. The Coordinator of the Education and Training Committee shall serve a maximum of two terms of office. As the priority and activity of individual projects will change from time to time, the existence of the various project teams will be subject to change as directed by the Governing Council. The function of the Education and Training Committee will be to develop policy and to provide oversight for the various projects which constitute the activities of WGO in Education and Training.

7.4 Guidelines

The Chairperson of this Committee shall serve a maximum of two four year terms of office.

7.5 Finance

This Committee shall be chaired by the Treasurer of WGO. It shall consist of the President, Vice President, Secretary-General and, at least one representative from each of the four regions. The Chairperson shall have the power to co-opt additional members to the committee, with the approval of the Governing Council. It should meet at least once a year and report regularly to the WGO Foundation Board, Governing Council and to the General Assembly. The Committee shall scrutinize the accounts and advise on the financial policy of WGO.

7.6 Functions of Committees

- i. The Committees shall meet regularly according to a timetable determined by the Chairperson of the Committee and approved by the Governing Council.
- ii. The Chairperson shall have the power to replace any member of a committee who has been absent from more than two consecutive meetings of a committee.
- iii. The budget for a committee shall be submitted 6 months prior by the Chairperson of the committee to the Treasurer of WGO for approval by the Finance Committee and Governing Council.
- iv. The Chairpersons shall ensure that each committee submits an annual report and a plan of action to the Governing Council.

Article 8: WGO Divisions and Interest Groups

The Head for each Division or Interest Group will be proposed by the Executive Committee and Governing Council and approved by the General Assembly. Division and Interest Group Heads will be responsible for the integration of their respective fields in the various WGO training and education activities. Where required, Heads will be entitled to nominate Interest Group members for approval by the Executive Committee and Governing Council.

Article 9. Editor of World Gastroenterology News

This person, appointed by the President and approved by the Governing Council, shall be an ex officio member of the Governing Council and shall edit World Gastroenterology News for a maximum of two terms.

Article 10. Business of the General Assembly

The following shall be included on the agenda of the General Assembly:

- (I) Report of the President
- (II) Report of the Secretary-General
- (III) Report of the Treasurer
- (IV) Report of the Committee Chairpersons and Divisional Chairs/Interest Groups
- (V) Report of WGO Foundation

- (VI) Presentation and approval of nominations for membership to the Governing Council and Committees
- (VII) The approval of the venue for the next World Congress by a secret ballot.

Article 11. World Congress

The World Congress shall be organized and administered by the WGO in collaboration with regional and/or national societies where appropriate. The Governing Council is authorized to seek and select a venue for the World Congress in collaboration with the regional and national societies. The location for the World Congress shall be submitted to the General Assembly for its approval.

Article 12. Communications

12.1 A newsletter of the WGO shall be published by WGO at regular intervals under the direction of an Editor and the assistance of an Editorial Board.

12.2 A website shall be established and maintained to promote the goals and objectives of WGO.

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