

CONSTITUTION  
OF THE  
WORLD COUNCIL OF OPTOMETRY (WCO)

*This version dated September 9, 2017 passed by the Governing Board shall supersede all previous statutes and articles of the WCO.*

Art.	<b>I. NAME, LEGAL BASIS, SEAT, MISSION AND POWERS</b>	
<b>1</b>	The name of the Association is “WORLD COUNCIL OF OPTOMETRY” and shall be referred to as WCO.	<b>Name</b>
<b>2</b>	WCO is registered in the United States of America as a 501c6 non-profit association.	<b>Legal basis</b>
<b>3</b>	The registered office of the WCO is in Saint Louis, Missouri, USA. WCO’s directors and suppliers may be located wherever WCO decides.	<b>Seat</b>
<b>4</b>	The language of business including all meetings, documents and correspondence of WCO is English.	<b>Language</b>
<b>5</b>	WCO is established to promote eye health and vision care as a human right. This is achieved through advocacy, education, policy development and the promotion of sustainable eyecare services and is intended to facilitate the development of optometry and optometrists around the world.	<b>Mission</b>
<b>II. MEMBERSHIP</b>		
<b>6</b>	WCO is a membership body and has following membership categories:	<b>Types</b>
<b>7</b>	<ul style="list-style-type: none"> <li>(a) Country membership for national associations</li> <li>(b) Affiliate membership for academic institutions and other organisations</li> <li>(c) Individual membership</li> <li>(d) Corporate membership</li> </ul> <p>WCO membership is divided into international regions (Regional Organisations) as the Governing Board may from time to time specify.</p>	
<b>III. FINANCES</b>		
<b>8</b>	WCO is financed predominantly by annual fees paid by members and affiliated members.	<b>Membership fees</b>
<b>9</b>	WCO shall keep detailed accounts of all funds and transactions, and shall operate bank accounts as applicable. The currency of the WCO accounts shall be the US Dollar.	<b>Accounts</b>

10	<p>The income and property of WCO shall be applied solely towards the promotion of its mission as set forth in the Constitution and no part thereof shall be paid or transferred, directly or indirectly, by the way of dividend, bonus, or otherwise howsoever by way of profit, to members of WCO provided that nothing herein shall be deemed to prevent any payment or transfer in good faith by WCO.</p> <ul style="list-style-type: none"> <li>a) WCO shall remunerate or reimburse expenses of representatives of WCO or the Secretariat engaged in work or activities for the furtherance of the mission of WCO subject to rules as agreed by the Governing Board. These shall be available to all members (or their representatives) upon request</li> <li>b) WCO may purchase or lease anything deemed necessary furtherance of the mission of WCO subject to budgetary considerations.</li> <li>c) WCO may borrow or invest monies on behalf of the members as is deemed necessary furtherance of the objectives of WCO subject to relevant local law and subject to approval and oversight of the Governing Board.</li> </ul>	<b>Expenditure</b>
11	<p>Personal liability of the members for the liability of the association is excluded, for individuals that act on behalf of the association, the acting persons are personally liable for their own indebtedness. The organs are liable for unlawful actions.</p>	<b>Liability</b>
<b>IV ORGANISATION</b>		
12	<p>The organs of the association are:</p> <ul style="list-style-type: none"> <li>a) General Assembly</li> <li>b) Board of Directors</li> <li>c) Executive Committee</li> <li>d) Secretariat</li> <li>e) Auditors</li> <li>f) Standing Committees</li> </ul>	<b>Organs</b>
13	<p>The General Assembly is a meeting of national delegations of the Country Members of WCO.</p> <ul style="list-style-type: none"> <li>a) The General Assembly is the supreme organ of the association.</li> <li>b) There shall be a General Assembly held at intervals of not less than 10 months and not more than 14 months with at least 60 days notice.</li> <li>c) An extraordinary General Assembly may be called with at least 60 days notice.</li> <li>d) A General Assembly must have a quorum to transact any business of WCO.</li> <li>e) The General Assembly has the following authorities: <ul style="list-style-type: none"> <li>i. Amendments to the Constitution and By-laws</li> <li>ii. Adoption of the financial reports</li> <li>iii. Elections</li> <li>iv. Redress of the Board of Directors and Executive Committee decisions</li> <li>v. Country Member's motions</li> <li>vi. Dissolution of the association</li> </ul> </li> </ul>	<b>General Assembly</b>

	<p>f) Countries with country members may nominate a maximum of three Delegates to attend the General Assembly.</p> <p>g) Each country shall have one vote at the General Assembly regardless of the number of its country members.</p> <p>h) Affiliate, individual and corporate members shall not have any voting rights but are welcome to attend and contribute to open sessions including the General Assembly.</p> <p>The Board of Directors shall be comprised of the President, the President- Elect, the immediate Past-President, the Treasurer, the Standing Committee Chairs, and the Directors appointed by the Country Members (National Associations), coordinated by Regional Organisations.</p>	
<b>14</b>	The Executive Committee consists of the Officers (President, President-Elect, Immediate Past President and the Treasurer) and the Standing Committee Chairs. The Executive Committee has the authorisation of the members to conduct business for the furtherance of the objectives of WCO, according to its By-laws and Policies.	<b>Executive Committee</b>
<b>15</b>	The activities of the Secretariat are stipulated in the description of tasks included in the By-laws, policies, and contract(s).	<b>Secretariat</b>
<b>16</b>	The standing committee chairs shall be elected by the Board of Directors. The standing committee composition and tasks are defined in separate By-laws and policies.	<b>Standing committees</b>
<b>17</b>	The legal binding signature of the association rests with the President, President-Elect, Treasurer or other authorized individual.	<b>External representation</b>
<b>18</b>	The President-Elect shall be elected by the General Assembly from the Board of Directors. The President-Elect shall assume the office of President when the currently sitting President's term expires. The currently sitting President becomes the Immediate Past-President when his/her term expires.	<b>Elections of Officers</b>
<b>19</b>	<p>Dissolution of the WCO can only be decided by the General Assembly by a majority of three-quarters of those eligible to vote.</p> <p>If upon the winding up or dissolution of WCO there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of WCO, but shall be given or transferred to some other body having objects similar to the objects of WCO, or to another body the objects of which are the promotion of charity and anything incidental or conducive thereto (whether or not the body is a member of WCO) chosen by the members of WCO by resolution at or before the time of dissolution.</p>	<b>Dissolution</b>