

WFHSS Bylaws

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World Federation for Hospital Sterilisation Sciences
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1. Name, Seat, and Official Language

1. The name of the association, founded in accordance with Article 60 and following of the Swiss Civil Code, shall be “World Federation for Hospital Sterilization Sciences” (hereinafter referred to as “WFHSS”).
2. The seat of the WFHSS shall be in Lucerne, Switzerland, at the address of the Permanent Office.
3. The official language of the WFHSS shall be English.

2. Purpose and Objectives

1. The WFHSS is a scientific, non-profit organization whose purpose is the worldwide improvement of knowledge and practices related to the decontamination, cleaning, disinfection, and sterilisation of Reusable Medical Devices (RMD) in healthcare facilities, along with related topics.
2. The objectives of the WFHSS in relation to the above field include, but are not limited to:
 - a. Bringing together national and regional academic societies worldwide to exchange knowledge and information
 - b. Promoting research and education
 - c. Supporting innovation and development
 - d. Organizing surveys
 - e. Providing communication networks to gather and disseminate resource information among the members
 - f. Assisting individuals in founding national associations in their countries by offering information, advice, and assistance
 - g. Organizing international multidisciplinary scientific congresses
 - h. Conducting workshops and educational sessions
 - i. Developing and enhancing education and training programs worldwide to a minimum common standard, while taking into account the legislation of various member countries
 - j. Participating in standards committees, such as ISO working groups
 - k. Acting as a representative, upon request, of World Health Care organizations or other international institutions
 - l. Gathering and disseminating environmental health information from members with the aim of reducing the carbon footprint of the activity

3. Liabilities and Assets

3.1. Assets

1. The WFHSS shall be financed by the following sources:
 - a. Annual fees paid by members
 - b. Fees from the Annual Congress
 - c. Sponsoring fees
 - d. Donations, grants, and similar contributions

2. The assets belong to the WFHSS as a legal entity. They shall be managed by the Executive Committee (EC).
3. In the case of outstanding debts, the WFHSS's sole liability is limited to its assets. Personal liability of individual members or of members of the Executive Committee is excluded.

3.2. Business Year

The business year of the WFHSS shall be the calendar year.

4. Membership

4.1. Categories of Membership

Members of the WFHSS shall be classified into the following four categories:

- a) Full Members
- b) Individual Members
- c) Corporate Members
- d) Honorary Members

4.2. Full Membership

1. Full Membership may be held by non-profit organizations, such as academic societies, associations, or institutions whose members are active in the field.
2. These organizations are referred to as "Full Members" of the WFHSS.
3. Full Members have voting rights (one vote per organization).
4. A maximum of three associations per country is accepted.

4.3. Individual Membership

1. May be held by professionals active in the field, with no commercial activity, whose country does not have an academic society or association that is a member of the WFHSS.
2. These individuals are referred to as "Individual Members" of the WFHSS.
3. Individual Members do not have voting rights.

4.4. Corporate Membership

1. May be held by manufacturers and companies active in the field.
2. These entities are referred to as "Corporate Members" of the WFHSS.
3. Corporate Members do not have voting rights.

4.5. Honorary Membership

1. May be conferred upon any individual or corporation in recognition of extraordinary or meritorious services rendered to the public or to the WFHSS. These members are referred to as "Honorary Members".

2. Honorary Members enjoy all the privileges of Full, Individual, or Corporate Members, except:
 - Voting rights
 - The right to be elected to the Executive Committee
3. Honorary Membership must be proposed by the Executive Committee (EC) and ratified by the General Assembly (GA).
4. Honorary Members are not required to pay membership fees.

4.6. Membership Subscriptions

1. All memberships must be approved by the Executive Committee (EC).
2. Annual membership fees are determined by the General Assembly (GA) upon proposal by the EC.
3. Fees may vary depending on the membership category.

4.7. Membership Resignation

A member may resign at the end of a calendar year by submitting a written notice of resignation to the WFHSS at least one month prior to year-end.

4.8. Suspension and Exclusion

The Executive Committee (EC) may suspend or permanently exclude any member who:

- Violates these By-Laws or associated documents
- Acts in a manner prejudicial to the interests or values of the WFHSS or global interests

4.9. Expiry of Membership

Membership expires:

- For natural persons: in the event of retirement, exclusion, or death
- For legal (judicial) persons: in the event of exclusion or dissolution

5. Governing Body

5.1. The Governing Body of the WFHSS consist of:

- a) The General Assembly (GA)
- b) The Executive Committee (EC)

5.2. The General Assembly (GA)

1. The General Assembly (GA) is the highest decision-making authority within the WFHSS.
2. The Annual General Assembly shall be convened each year during the Annual WFHSS Congress.
3. In cases of force majeure, the GA may be conducted virtually.

4. The GA shall be convened by the EC through a formal invitation sent to members at least two weeks prior to the meeting. The invitation must specify the location, time, and agenda, and may be delivered by email or post (if no email address is available).
5. Each Full Member may appoint up to two representatives to attend the GA; however, only one voting right per Full Member shall apply. Individual members and one designated representative of all Corporate Members may also attend.
6. Proposals for inclusion in the GA agenda must be submitted to the EC no later than five weeks prior to the scheduled date of the Assembly.
7. The GA shall be deemed quorate regardless of the number of representatives in attendance.
8. The GA holds the authority to:
 - a. Elect and re-elect members of the Executive Committee
 - b. Approve and amend the Bylaws
 - c. Approve the minutes of the previous General Assembly
 - d. Approve annual activity reports
 - e. Approve annual financial statements
 - f. Grant discharge to the Treasurer
 - g. Grant discharge to the Executive Committee
 - h. Approve the annual budget, including membership fees
 - i. Approve the agenda for the upcoming year
 - j. Consider proposals for strategic action
9. Decisions of the GA shall be made by a simple majority of the Full Member representatives present.
10. In the event of a tie, the President shall cast the deciding vote.
11. Official minutes shall be taken to record all discussions and resolutions of the GA.
12. When necessary, decisions may also be made via circular resolution (including email). Such decisions require a simple majority of the votes submitted.
13. An Extraordinary General Assembly may be convened by the Executive Committee when required.
14. Extraordinary General Assemblies shall follow the same procedural rules as the Annual General Assembly.

5.3. The Executive Committee (EC)

1. The Executive Committee (EC) is responsible for the management of the WFHSS and reports directly to the General Assembly (GA)
2. The EC shall consist of 7 to 9 members:
 - a. President
 - b. Vice-President
 - c. Secretary
 - d. Treasurer
 - e. Publication officer
 - f. Social media officer
 - g. Scientific officer

- h. Green / Innovation officer
 - i. members (optional)
3. Candidates for membership on the Executive Committee (EC) must be nominated by an organization that holds Full Member status.
 4. Representation on the Executive Committee (EC) is limited to one member per country.
 5. Where multiple Full Member organizations exist within a single country, the candidate securing the greatest number of votes shall be appointed to the Executive Committee (EC).
 6. Executive Committee members must be free from any commercial interests or affiliations that could create a conflict of interest.
 7. Members of the Executive Committee are elected by the General Assembly for a term of four (4) years.
 8. The renewal of the Executive Committee shall occur by halves, promoting stability in leadership and continuity in the implementation of long-term initiatives.
 9. Members of the Executive Committee may be re-elected for successive terms.
 10. There shall be no restriction on the number of consecutive terms for which a member of the Executive Committee may be re-elected.
 11. The Executive Committee shall have the authority to:
 - a. Manage the affairs and operations of the WFHSS;
 - b. Propose the annual agenda for approval;
 - c. Present the annual activity report;
 - d. Present the annual financial statements;
 - e. Present the annual budget, including membership fees;
 - f. Represent and promote the interests of the WFHSS;
 - g. Establish working groups as deemed necessary;
 - h. Decide on the admission of new members;
 - i. Decide on the suspension or expulsion of members;
 - j. Propose candidates for Honorary Membership;
 - k. Elect, re-elect, or remove the Financial Controller (optional position);
 - l. Elect, re-elect, or remove the Permanent Office holder (optional position);
 - m. Enter into contracts on behalf of the WFHSS (including with Permanent Office, Financial Controller, Core PCO, etc.);
 - n. Participate in the Organization and Scientific Committees of the Annual WFHSS Congress.
 12. The Executive Committee is self-constituting, including the appointment of the President
 13. Decisions of the Executive Committee shall be made by a simple majority of the members present at the meetings.
 14. In the event of a tie, the President shall have the casting vote
 15. Decisions may also be made by circular resolution (including via email), provided that no member of the Executive Committee requests further consultation on the matters to be decided
 16. All resolutions shall be documented in minutes, which shall be presented for approval at the next meeting.
 17. The President and Treasurer shall jointly sign all official documents. Should the President or Treasurer be unavailable or incapacitated, the Vice-President is authorized to sign in their place as the second signatory

5.4. Financial Controller

1. The Executive Committee may elect a Financial Controller, who may be an external auditor or a trust company.
2. The Financial Controller's term of office shall continue until a successor is elected; re-election is permitted.
3. The Financial Controller must be independent and distinct from both the Accountable Officer and the Permanent Office holder.

5.5. Permanent Office

1. The Executive Committee may elect a Permanent Office, which may be an individual or a company external to the WFHSS.
2. The term of office for the Permanent Office shall continue until a successor is elected; re-election is permitted

6. Annual Congress

1. The WFHSS generally organizes an Annual Congress in collaboration with a Full Member association from a host country selected among candidate associations.
2. A formal agreement shall be signed between the WFHSS and the hosting Full Member association, outlining the organizational and financial responsibilities.
3. The terms and conditions governing the Annual Congress are detailed in the document titled "*Guidelines for the Annual WFHSS Congress.*"
4. In exceptional circumstances, the WFHSS may directly organize the Annual Congress. Such a decision must be approved by the General Assembly upon proposal by the Executive Committee.

7. Signing authorizations

The WFHSS shall be obligated through the joint signatory authority of the President and the Treasurer. Should either be impeded, the Vice-President is authorized to sign in their place as the second signatory.

8. Dissolution of the WFHSS

1. The WFHSS may be dissolved upon receipt of written votes in favor of dissolution from at least two-thirds of all Full Members
2. Notice of the proposed dissolution must be sent to all members at least 60 days in advance of the proposed dissolution date.
3. In the event of dissolution, any remaining assets shall be transferred to another non-profit organization, as determined by the Full Members based on a proposal from the outgoing Executive Committee.

9. Entering into force

These Bylaws replace the version dated 21 December 2023.

The current Bylaws were adopted during the Extraordinary General Assembly held from 3 December 2025 and came into effect on 3 December 2025.