

## **WORLD ASSOCIATION OF RADIOPHARMACEUTICAL AND MOLECULAR THERAPY (WARMTH)**

*This constitution was*

*(1) Unanimously approved by the Final General Assembly of WRPTC, held on 4<sup>th</sup> November 2009 at Cartagena, Colombia*

*(2) Subsequently approved and adopted by the First General Assembly of WARMTH, which was held on 7<sup>th</sup> November 2009 at Cartagena, Colombia.*

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### 1. Name, Seat and Scope of Activities

1.1. The name is the "World Association of Radiopharmaceutical and Molecular Therapy" abbreviated to WARMTH. The Registered Office of the Association shall be situated at New Delhi, in India. It extends its activities throughout the world. The immediate address of WARMTH (until it has its own building) will be: Department of Nuclear Medicine & PET, Max Devki Devi Heart & Vascular Institute, Saket, New Delhi, India.

### 2. Objectives and Means

The Association is a voluntary non-profit making organization of individuals associated for the purposes and using the means to reach these purposes set out in the following:

2.1. To advance science and education of therapeutic nuclear medicine and radiopharmaceutical therapy including dosimetry, treatment evaluation, radiation physics, radiation biology and radiation protection for the benefit of public health and humanity.

2.2. To promote and co-ordinate throughout the world the discussion and exchange of ideas and results on problems associated with radiopharmaceutical and molecular therapy and research by making use of unsealed radio-active substances and radiopharmaceuticals, which would also include radioactive substances such as labeled particles (macroaggregates, microspheres, etc.), radiolabeled nanoparticles (nanospheres) and the properties of radionuclides in medicine.

2.3. To provide a suitable platform for the dissemination and discussion of the latest results in the field of Nuclear Medicine Therapy, and related subjects.

2.4. To organize every year an International Conference on Radiopharmaceutical Therapy (ICRT) or an International Symposium on Radiopharmaceutical Therapy (ISRT) alternately to help to meet the objectives of WARMTH.

2.5. To represent with one voice all Global Radiopharmaceutical Therapy activities in the field of science, education and the promotion of good and safe practice by providing information, reasoned comment and argument vis-à-vis National and Regional authorities and International organizations including WHO, IAEA, WFNMB, SNM, EANM, AOFNMB, ALASBMN, and other appropriate national and international organizations.

2.6. To promote appropriate professional training in Radiopharmaceutical and Molecular Therapy.

### 3. Raising of Funds

The financial year of WARMTH is the calendar year. The funds of WARMTH may be raised by individual or corporate membership fees, savings from conferences and symposia incomes, donations, industrial grants and by other means that the Governing Body shall decide. Gifts may be incorporated into the funds of the Society.

### 4. Voting

Voting will be by plurality, i.e. the largest number of votes received by any candidate will be declared winner. If necessary a second ballot will be used to elect from the candidates with the greatest tied number of votes in the first ballot. This voting procedure applies in all cases except as indicated in Bylaws 5.8, 5.11, 12 and 13.

### 5. Members

5.1. In conformity with the aims of WARMTH and the universal nature of scientific research and human rights; membership is irrespective of any one country, language area, ethnic group, gender or religion.

5.2. The members of WARMTH are: ordinary members, associate members and honorary members. Companies may have the status of corporate members.

5.3. Any physician or scientist or person committed to the objectives of WARMTH with a completed university or equivalent education will be able to become an Ordinary member of WARMTH provided that he or she is mainly engaged in nuclear medicine or related fields.

5.4. Associate membership of WARMTH is open to any other person working in the field of nuclear medicine or related fields.

5.5. Honorary membership is reserved for persons of outstanding distinction who have provided great service to WARMTH.

5.6. Corporate membership can be offered to individuals, societies, associations or companies interested in promoting the aims of WARMTH.

5.7. Admission to ordinary, associate and corporate membership of WARMTH requires that a proposal in writing on such forms as the Governing Body shall from time to time prescribe be lodged with the President or with the Secretary of WARMTH. Decisions concerning acceptance of members shall be made by the Governing Body. The Member's Assembly must be informed about the admission of new members.

5.7.1. The Annual Membership Fee for various categories of Members for 2010 is as follows:

Ordinary Member	:	US\$ 25.00 (or US\$ 100.00 for 5 years)
Associate Member	:	US\$ 15.00 (or US\$ 60.00 for 5 years)
Corporate Member	:	US\$ 1000.00 (or US\$ 4000.00 for 5 years)

Active membership allows complementary registration to the members to participate in annual International scientific meetings (ICRT/ISRT) organized by WARMTH.

5.8. Honorary members are elected at the Members' Assembly on a proposal from the Governing Body. Such elections shall require approval by two-thirds of the members present.

5.9. Rights of Members: All members have the right to vote at the Members' Assembly, to be informed of and participate in the activities of WARMTH, and the right to propose in writing to the Governing Body nominees for honorary membership.

Only Ordinary Members with a minimum of 2 years standing have the right to take office in the Governing Body or the Court of Arbitration of WARMTH.

On formation of WARMTH the existing members of the WRPTC will serve for an interim period of three years prior to the first elections of office bearers of the new WARMTH Governing Body. At the end of the three year term the Chairman Elect will take over the Chairmanship of the next WARMTH Governing Body; all other members of the Governing Body will join him/her after the due process of election. The responsibility for holding the elections will be with the outgoing Governing Body.

5.10. Obligation of Members: All members shall promote and embrace the objectives of WARMTH set out in Bylaw 2. All members shall pay the membership fees of WARMTH as determined by the Governing Body and ratified by the General Assembly.

5.11. Termination of Membership: Termination may be voluntary by giving written notification three months in advance of the next calendar year to the Secretary of WARMTH. Termination will be obligatory if a member has remained three years arrears with his or her membership fees. Termination will be at the discretion of the Governing Body by a unanimous decision if a member is considered to have brought WARMTH into disrepute. A member may appeal to the Court of Arbitration.

## 6. The Organs of WARMTH

6.1. The organs of WARMTH are:

1. The Assembly of Members,
2. The Governing Body
3. The Auditors,
4. The Court of Arbitration,
5. Committees and Task Groups may be set up as and when required.

## 6.2. The Assembly of Members

The Members' Assembly is made up of Ordinary, Associate and corporate members. Members may only attend provided that they produce evidence that they have fully paid their membership fees by the time of the Members' Assembly. Honorary members may attend. The Members' Assembly takes place once in a year normally during the regular annual International Conference/ Symposium on Radiopharmaceutical Therapy – ICRT/ISRT. The agenda will be circulated 6 weeks before the assembly.

Items may be added to the agenda and discussed under "other items" if approved by the Assembly or President of WARMTH.

An extraordinary meeting of the Members' Assembly may be called either by the Governing Body or if at least 30 ordinary members propose this in writing to the President. The time of notification of the date of the extraordinary Members' Assembly should be 12 weeks; the time of written notice of the agenda should be at least 6 weeks. An extraordinary Members' Assembly must have members from at least 50 percent of countries represented in the Members' Assembly as defined in 6.3.1.

The Members' Assembly has the following functions and responsibilities:

1. To receive the Annual Report of all members of the Governing Body.
2. To exonerate the Governing Body.
3. To discuss the general policy put forward by the Governing Body.
4. Subject to a detailed recommendation from the Governing Body, to approve the Congress venues up to four years in advance.
5. To discuss and approve the individual membership fees of WARMTH.
6. To present views of individual members to the Governing Body.
7. To elect to the Governing Body by secret ballot the following candidates from all nominations received and circulated by the Secretary.
  1. President Elect
  2. Secretary
  3. Treasurer
  4. Chairman, International Conference on Radiopharmaceutical Therapy (ICRT)
  5. Chairman, International Symposium on Radiopharmaceutical Therapy (ISRT)
  6. Member
  7. Member
  8. Member
  9. Member
8. To be informed of the admission of members.
9. To vote on changes in the By-laws.

10. To elect Honorary members.
11. To appoint three members to the Court of Arbitration.
12. To appoint two Auditors
13. To implement the dissolution of the Association.

### 6.3. The Governing Body

The Governing Body shall be composed of the following members:

1. President
2. President Elect
3. Immediate Past President
4. Secretary
5. Treasurer
6. Congress Chairman (ICRT)
7. Congress Chairman (ISRT)
8. Member
9. Member
10. Member
11. Member

#### 6.3.1. WARMTH President has the following functions and responsibilities:

- To act as the official representative of WARMTH.
- To sign with the Secretary or Treasurer appropriate documents for WARMTH.
- To chair the Governing Body and to be responsible for the short and long term planning of WARMTH.
- To chair the Members' Assemblies.
- In case of early retirement or incapacity of the President of WARMTH, WARMTH President-Elect takes office immediately until the end of his/her own mandate.
- To coordinate and monitor all financial and scientific activities of WARMTH meetings like ICRT/ISRT on behalf of the Governing Body of WARMTH.
- To be responsible for the editorial content of WARMTH web site.

#### 6.3.2. WARMTH President Elect has the following functions and responsibilities:

- To appreciate and become cognizant with the overall lines of policy and directions of WARMTH as a whole.
- To help in period of transition between officers of the Governing Body and to assist the President in officially representing WARMTH.
- Upon request from the Governing Body the President Elect can take on special tasks (including but not limited to the tasks in connection with the functions of the Governing Body as described in article 6.4).

#### 6.3.3. The Secretary of WARMTH has the following functions and responsibilities:

- To work in close collaboration with the WARMTH Secretariat and to supervise its work.

- To ensure that the correspondence of WARMTH is appropriately dealt with and filed.
- To notify the Governing Body and Members of the meetings with normally at least 6 weeks' notice.
- To ensure that the Agenda and Minutes of all Assemblies are sent out in good time.
- To record all resolutions passed by the Governing Body and Members' Assembly and to document the short and long term plans of WARMTH in the Minutes of those meetings. The Minutes shall be signed by WARMTH President and Secretary.
- To be responsible for the Membership List
- To circulate the nomination papers in good time.

6.3.4. The Treasurer of WARMTH has the following functions and responsibilities:

- To carry out the financial dispositions decided by the Governing Body, and to keep accurate records thereof by the keeping of proper books of account with respect to the following:
  - All sums of money received and expended by WARMTH,
  - All sales and purchases by WARMTH,
  - All assets and liabilities of WARMTH,
- To report to the Governing Body and Members' Assembly on the financial state of WARMTH, through a written account of income and expenditure for the preceding 12 months together with a balance sheet made up at the same date, once yearly, and to propose the budget for the next year to the Governing Body and the Members' Assembly.
- To submit these accounts to the Auditors.

6.3.5. The Congress President of WARMTH (ICRT/ISRT) has the following functions and responsibilities:

- To sign an agreement with WARMTH to organize the ICRT /ISRT in keeping with the guidelines, norms and philosophy of WARMTH (e.g., nominal or no registration fee, no travel at conference expense to promote the conference, etc.)
- To chair the Organizing Committee and appoint its members.
- To invite Plenary, Highlight and other lecturers and session chairpersons.
- To design and chair the opening and closing ceremonies in collaboration with the Local Organizing Committee.
- To be responsible for preparing a budget for the Conference and seek prior approval of WARMTH Governing Body and to work in close collaboration with the President of WARMTH in discharging responsibilities with regard to all financial and scientific activities of the conference
- To open a bank account in the country of the conference in the name of "ICRT/ISRT-year" and operate that account with the oversight of the Treasurer of WARMTH.
- To commit a minimum of 10% of the sponsorship money received from companies for the organization of the conference to the parent body (WARMTH). This sum should be handed over to the WARMTH Treasurer at the Inaugural Ceremony of the ICRT/ISRT.
- To submit an audited account of the conference to the WARMTH Governing Body within six months of the completion of the conference. To subsequently transfer all

“unspent” money (over and above the 10% committed already above) of ICRT/ISRT to WARMTH Bank account and close the ICRT/ISRT account.

6.3.6. The Task Group coordinator appointed by the Governing Body of WARMTH has the following functions and responsibilities:

- To be responsible for coordinating the activities of the Task Groups and Committees and to actively make recommendations to the Governing Body.
- To require and receive from the Chairpersons of Task Groups and Committees written activity reports which should indicate to what extent present goals have been reached.
- To present the budget and accounts of each Task Group and Committee to the Governing Body.
- To receive proposals for new Task Groups and Committees and to advise the Governing Body on the completion or termination of activity of Task Groups and Committees.

#### 6.4. Functions of the Governing Body

The Governing Body will be chaired by WARMTH President.

It should meet at least once per year. WARMTH President is responsible for calling a meeting and the Secretary is responsible for notifying members of the Governing Body of the date normally at least 6 weeks before a meeting is to take place, the agenda being presented two weeks in advance.

Decisions will be taken by simple majority vote. WARMTH President will cast the deciding vote in case of a deadlock.

The Governing Body can determine at its own discretion that meetings and the work of the Governing Body concerning particular matters are confidential and must not be carried outside WARMTH Governing Body by any member.

The Governing Body will be responsible for:

- Establishing the broad policy guide-lines and forward planning for the Association and the overall budget of WARMTH, including the Congress Budget.
- Setting membership fees and administering the funds of WARMTH.
- Convening the Members’ Assembly and reporting its activities to the Assembly.
- Carrying out the decisions of the Members' Assembly.
- The decision to launch or dissolve Task Groups and Committees and to appoint Chairpersons and members thereof as appropriate.
- Propose Honorary Members

#### 7. The Auditors

The accounts of WARMTH shall be audited by two Ordinary members appointed by the Members' Assembly and by an externally registered auditor, who is qualified as accountant, tax advisor or certified public accountant.

## 8. The Court of Arbitration

The Court of Arbitration may be called by the President of WARMTH on the advice of the Governing Body to resolve all disputes arising within WARMTH that cannot be solved by the organs or officers of WARMTH. It shall be composed of three Ordinary members chosen by the Members' Assembly. One of them will act as Chair. The Court of Arbitration shall then decide in matters of dispute by majority vote.

## 9. Committees and Task Groups

The purpose of Committees and Task Groups is to implement WARMTH activity. Their function is governed by WARMTH rules.

## 10. Nomination and Election Procedures

### 10.1 Announcement of elections

The Secretary must circulate to all members at least 6 months before WARMTH Members' Assembly, invitations to nominate for positions open for election. All nominations for positions in the Governing Body must be sent in writing to the Secretary of WARMTH, stating the name and affiliation of the person proposed, the office, the name and affiliation of the proposer and two seconders, who must all be from different nations represented in the Members' Assembly. These nominations must be received by the Secretary at least 3 months before the Members' Assembly.

Nominations may be made by any paid up member.

The Secretary of WARMTH must circulate to all Members of WARMTH the details of the nominations for Office Bearers of Governing Body for their perusal, at least two months prior to the actual date of Members' Assembly. No nominations will be accepted from the floor of the Members' Assembly, unless no nomination has been received for the office or position.

### 10.2. Elections to the Governing Body

10.2.1 Actual elections will be held by secret ballots. Every eligible Member of WARMTH is a member of the Members' Assembly and eligible to vote. Each Member has one vote.

10.2.2 An eligible Member is one who has fully paid up the Membership fee due from him/her up to the date of Members' Assembly.

10.2.3 Actual voting will take place at the venue of ICRT/ISRT. Eligible members can obtain ballot papers from the Secretary at any time during the Congress and before the Members' Assembly. They should drop their ballots into the ballot box after choosing their respective candidates. Voting will stop two hours before the start of the Members' Assembly and no more ballots will be accepted after that. Ballot boxes will be sealed and sent to the Presiding Officer for counting. Results will be declared during the Members' Assembly.

It may be noted that as per this procedure a member must be physically present at the venue of the General assembly in order to cast his/her vote. The General Assembly which approved this



WARMTH constitution on 4<sup>th</sup> November 2009 decided to explore other alternate procedures like “e-voting” or “proxy voting”. Until that is done, the above process will be continued.

10.2.4 The Presiding Officer will be nominated by the Governing Body.

10.2.5 The following members of the Governing Body will be elected by the election process. :

1. President Elect
2. Secretary
3. Treasurer
4. Congress Chairman (ICRT)
5. Congress Chairman (ISRT)
6. Member
7. Member
8. Member
9. Member

10.2.6 The term of office is for a period of 3 years.

10.2.7 All terms for renewal for a second term are subject to re-election.

10.2.8 No renewal is possible for a third term.

### 10.3. Conflict of Interest Policy

The nominees for positions in the Governing Body and as Chairmen of Task Groups and Committees, shall upon nomination, and after being elected, annually or in case of a change, declare any mission, appointment or other tie that may risk or constitute any actual or potential conflict of interests in particular in connection with functions they may have in other organizations or in enterprises. They shall also disclose any potential damages that such risk may cause to WARMTH.

In the event of conflicts of interest, the interest of WARMTH shall have priority over interests and obligations of loyalty that a WARMTH officer, as specified above, may have vis à vis third parties.

When in doubt, the issue should be submitted to the Court of Arbitration.

### 11. Indemnity

The Members of the Governing Body and other Officers of the Association for the time being shall be indemnified out of the funds of the Society against all costs, charges, losses, damage and expenses which they shall respectively incur or be put to on account of any act, deed, matter or thing which shall be executed, done or permitted by them respectively in good faith in or about the execution of their respective offices.

### 12. Changes in the constitution

Proposals to change the constitution can be made by the Governing Body or by individual

members. In the latter case, they must be lodged with WARMTH President in writing not later than 12 weeks before the Annual Meeting of the Members' Assembly and must be supported by at least 30 Ordinary members from 50% of countries. Such proposed changes must be submitted for advice to The Governing Body and be on the Agenda for discussion by Members' Assembly where the changes must receive a two-thirds majority of those present.

13. Dissolution of WARMTH

The voluntary dissolution of WARMTH may be approved if proposed as a resolution in writing to the Governing Body by at least one half of the delegates, and then is only valid if it is agreed by three-quarters of all Ordinary members present.

In the event of dissolution of the Society, or should the Society change its objectives and no longer fulfills the criteria of section .....(as per the laws of the country in which WARMTH is registered) a properly qualified lawyer should be appointed as liquidator and any assets remaining, after settlement of all financial commitments for the Society and including the fees due to the liquidator, shall then be given to such Societies or organizations with similar objectives and, as WARMTH, fulfilling the criteria of sections 1 – 2.6 at the sole discretion of the Governing Body.