

Constitutional Review, 9 September 2022

This text shall replace all previous editions of the constitution, following the adoption by the African regional general assembly of member states of the WFSA



The Constitution
of
The African Regional Section
of the
World Federation of Societies
of Anesthesiologists.

The member societies party to this constitution declare in conformity with the World Federation of Societies of Anesthesiologists (therein after referred to as "WFSA") that access to affordable, timely and safe anesthesia care is a basic need among all people on the African continent.

Accepting this principle, and for the purpose of unity and co-operation among themselves to work towards the fulfilment of this need, all anesthesiologist member societies and associations under the African Regional Section of the WFSA (therein after referred to as "ARS") agree to the present constitution.

Constitution of the African Regional Section of the WFSA, 2022

Table of Contents

SECTION I- IDENTITY	3
SECTION II- OBJECTIVE.....	3
SECTION III- AIMS AND FUNCTIONS.....	3
SECTION IV- MEMBERSHIP AND ASSOCIATE MEMBERSHIP	3
SECTION V- THE ORGANS.....	4
SECTION VI- THE REGIONAL ASSEMBLY	5
SECTION VII- VOTING AT THE REGIONAL ASSEMBLY	6
SECTION VIII- THE BOARD	7
SECTION IX- TERMS OF OFFICE.....	8
SECTION X- THE AGENDA	9
SECTION XI- BOARD MEMBER RESIGNATION.....	9
SECTION XII- MEETINGS.....	9
SECTION XIII- TEXTS AND LANGUAGE	10
SECTION XIV- COMMITTEES.....	11
SECTION XV- BUDGET, FUNDS AND EXPENSES	11
SECTION XVI- CONFERENCES.....	12
SECTION XVII- HEADQUARTERS	12
SECTION XVIII- REPORTS SUBMITTED BY MEMBER SOCIETIES.....	13
SECTION XIX- LIAISING WITH OFFICERS OF THE WFSA.....	13
SECTION XX- BYLAWS.....	13
SECTION XXI- AMENDMENTS.....	13
SECTION XXII- INTERPRETATION	14
SECTION XXIII- DISSOLUTION AND LIQUIDATION	14
SECTION XXIV- ENTRY -INTO -FORCE	14

Constitution of the African Regional Section of the WFSA, 2022

SECTION I- IDENTITY

Article 1

ARS is a section of the WFSA (defined by Art 1.2 and Art 1.3 of the WFSA constitution) constituted by societies and associations of physician anesthetists (therein after referred to as societies) found on the continent of Africa. It is established as a regional section of the WFSA under Art. 2.15.1.

While ARS is a section of the WFSA, it is a semi-autonomous body with specific objectives. It however draws membership from the WFSA Membership.

SECTION II- OBJECTIVE

Article 2

The objective of the ARS is to bring together organizations of physician anesthetists in Africa for the common goal of realizing access to affordable, timely and safe anesthesia for all people on the African continent.

SECTION III- AIMS AND FUNCTIONS

Article 3

The aims and functions of the ARS shall be consistent with the aims and functions of the WFSA. The ARS shall co-operate with the WFSA whenever possible while performing the listed aims and functions in order to achieve its objective, the aims and functions of ARS shall be:

1. To encourage and assist in the formation and development of national societies of anesthesiologists on the continent
2. To establish and maintain closer relationships among national and or regional societies of anesthesiologists in all countries in Africa.
3. To safeguard the interests of the specialty of anesthesiology the African region by establishing: standards of practice, standards of equipment, standards of monitoring, standards of education and training, standards of continuous education and ensuring health collaboration with international development partners.
4. To be at the forefront and guide the development of the specialty of anesthesiology in the African region through policy, research, advocacy and co-operation with other organizations.
5. To provide a platform for anesthesiologists on the continent through regular conventions, conferences, meetings and other forms of interaction.
6. Generally, to take all necessary action within the realm of the WFSA to attain the objective stated in *article 2*
7. *To perform any other function as prescribed by the art. 2.15.2 of the WFSA constitution*

SECTION IV- MEMBERSHIP AND ASSOCIATE MEMBERSHIP

Article 4

Membership to the ARS shall be open to individual national societies and or regional society that are at that time full members of the WFSA

Article 5

Associate membership shall be open to national societies which do not have, at that time, full member status with the WFSA.

Constitution of the African Regional Section of the WFSA, 2022

Article 6

Where a country is part of a full member regional society, the individual national societies automatically qualify as associate members, but with no limitation to register as a full member.

Article 7

African members societies of the WFSA may become members of the ARS by applying to the secretary general of the ARS.

Article 8

A two-third majority vote “in favor” of the official delegates seated at a regular ARS assembly shall suffice to elect applicants to the section.

Article 9

Each Member Society or Associate Member shall abide by the regulations of the African Region and fulfill its obligations as a Member Society or Associate Member Society in accordance with the provisions of these regulations.

Article 10

Each member Society shall pay the annual subscription of a fee agreed upon by the ARS Regional Assembly. For WFSA members societies, this will be an additional fee to their annual WFSA subscription, payable through the WFSA. The subscription year shall coincide with the current calendar year.

Article 11

A Member Society that fails to pay its subscription by 1 November each year shall be deemed to be in arrears for that year. Member Societies that are in arrears have no rights, privileges or voting authority.

Article 12

If a member society fails to meet its financial obligations to the ARS, or in other exceptional circumstances, the ARS may, on such conditions as it thinks proper, suspend the voting privileges and services to which a member is entitled. The ARS general assembly shall have the authority to restore such voting privileges and services.

Article 13

Membership may be terminated only for the same causes and under the same terms and processes as those for suspensions, expulsions and termination set out in the constitution of the WFSA, following decision by the ARS general Assembly and endorsed by the WFSA.

Article 14

Reinstatement of suspended, expelled and in-arrears member societies to full membership status shall follow the process outlined in article 2.13 of the WFSA constitution

SECTION V- THE ORGANS

Article 15

The work of the ARS shall be carried out by:

1. The African Regional Assembly (herein referred to as the Regional Assembly)
2. The Regional board (herein referred to as the Board)

Constitution of the African Regional Section of the WFSA, 2022

SECTION VI- THE REGIONAL ASSEMBLY

Article 16

The Regional Assembly shall be the supreme body of the African Regional Section, and shall determine and control the policies and affairs of the African Section.

Article 17

The Regional Assembly shall be composed of the Delegates of national or regional member Societies.

Article 18

Each full member society, national or regional, will put forward the total number of its members and the names of its representative delegates at least three (3) months before the Regional Assembly. Delegates should preferably have served or actively serving in the national society.

Article 19

Each full Member Society shall be entitled to representation according to the total number of members registered with it as follows, but nevertheless not more than five (5) delegates.

Range of Anesthesiologists	Number of countries	Number of representatives per country
0-40	27	1
41-100	15	2
101-500	4	3
501-1000	2	4
>1000	4	5

Article 20

Each delegate to the Regional Assembly shall be entitled to exercise one vote.

Article 21

Each Member Society shall be entitled to additional representation by the same number of duly nominated Alternate Delegates as the number of Official delegates. Such Alternate Delegates may attend the Sessions of the Regional Assembly, but without the power to exercise a vote

Article 22

An Alternate Delegate who replaces an Official Delegate shall then become an Official Delegate, assuming the power to exercise one vote.

Article 23

An Officer of the World Federation or a Member of the Executive Committee may exercise a vote only if he is also an Official Delegate of his Member Society within the Region.

Article 24

Only one delegate from each Associate Member Society may attend a Regional Assembly. They will have no voting power except on matter agreed by the Board beforehand where the Chairman believes the broadest opinions from the region should be obtained.

Article 25

The Regional Assembly shall be held once every two years at the All Africa Anesthesia Congress which shall be held in a year which does not coincide with the year of the WFSA World Congress.

Constitution of the African Regional Section of the WFSA, 2022

Article 26

The conduct of business shall be in accordance with the By-Laws (Note: This should be based on the Bylaws of the WFSA).

Article 27

The business of the Regional Assembly shall be conducted in at least two Sessions, one being held before the commencement of the Congress, and another being held before the conclusion of that Congress.

Article 28

The president of the Board of ARS shall serve as the Chairman of the Regional Assembly.

Article 29

One-third of the voting Delegates, physically or remotely present, shall constitute a quorum for transactions of business of the ARS.

Article 30

All elections and other decisions of the Regional Assembly shall be determined by the affirmative vote of not less than a simple majority of those voting by a show of hands (physically or remotely) unless the board has recommended a secret ballot.

Article 31

Each Delegate of full member Societies shall have one vote. The Chairman, shall refrain from voting except in a tie-vote.

Article 32

The method of procedure at the Regional Assembly meetings shall be determined by the Board. The Regional Assembly shall deal with the items on the Agenda and other matters as it may decide to add thereto, with the exception of new business relating to the expenditure of funds, which may be considered only on prior notice.

Article 33

The Regional Assembly will decide the Society to host, the approximate time and country of the next African Congress of Anesthesiologists during its last Session. Only in special circumstances should this be left to the Board. The organizing Committee will conduct the Congress, and shall decide its exact date in consultation with the Board and the Secretary of the WFSA.

SECTION VII- VOTING AT THE REGIONAL ASSEMBLY

Article 34

Each Member shall have one vote in the Regional Assembly.

Article 35

Decisions of the Regional Assembly, the board and all committees on all questions shall be made by a two-thirds majority of the delegates present (physically and online) and voting. These questions may include: the adoption of new policies and agreements; the amendments to this Constitution; and any other question that may be deemed important by the regional assembly and or the board.

Constitution of the African Regional Section of the WFSA, 2022

SECTION VIII- THE BOARD

Article 36

There shall be a Board of the African Regional Section, which will function as an Executive Committee.

Article 37

The Board shall consist of at least fourteen (14) persons designated by as many Members. The Regional Assembly, taking into account an equitable geographical and language distribution, shall elect the members entitled to designate a person to serve on the Board, provided that, of such members, not more than two (2) shall be elected from one member society or a member regional society established pursuant to *Articles 14 and 16*. Each of these Members societies should appoint to the Board a person or persons technically qualified in the field of anesthesia, who may have other qualities desirable for serving ARS.

Article 38

The Board shall be composed of:

1. The officers:
 - I. The President (Elected by the Regional Assembly)
 - II. The President elect (Elected by the Regional Assembly)
 - III. The Secretary (Elected by the Board from its members)
 - IV. The Treasurer (Elected by the Board from its members)
 - V. The deputy secretary (Elected by the Board from its members)

Article 39

Fourteen (14) members shall be elected directly by the Regional Assembly only by delegates with voting powers

Article 40

The Board shall be constituted of delegates representing the following geographical regions and languages: Southern Africa 3 (including 1 from South Africa), East Africa (2), Northern Africa 3 (including 1 from Egypt and 1 from Algeria), West Africa 3 (including 1 from Nigeria, and at least 1 Francophone), Central Africa (2) and others (1) voted by representatives of those regions and or societies.

Article 41

The outgoing president will have the powers to nominate into the Board one (1) more member at his or her own discretion. This will not be voted on.

Article 42

All African representatives on the WFSA executive committee as ex-officio members without a vote, provided they are not members of the ARS Board in their own right.

Article 43

All immediate past Officers (at most 5) of the board as ex-officio members without a vote, provided they are not members of the ARS Board in their own right.

Article 44

In the event of the host society of the next Regional Congress not having a member on the Board one should be co-opted for two (2) years (without vote).

Article 45

The new Board members shall be elected by the delegates at the Regional Assembly through a secret ballot.

Constitution of the African Regional Section of the WFSA, 2022

Article 46

The president and president elect shall be elected by the Regional Assembly from the elected new Board members. The president should have served on the Board. Names of all candidates except for the one to be voted for should be crossed out on the voting form.

Article 47

Secretary, Deputy Secretary and Treasurer to be elected by secret exhaustive ballot by the Board from its members. Retiring members of the Board who have not served as President are eligible to election as President and or President elect.

Article 48

Members society delegates not physically present at the Regional Assembly should be provided a real-time, online platform to cast their vote. However, such delegates must have given warning of absence at least 1 month prior to the Regional Assembly.

Article 49

The Board shall exercise on behalf of the whole Regional Assembly the powers delegated to it by that body in order to carry out the resolutions of the Regional Assembly.

Article 50

The Board, in consultation with the WFSA, shall determine the date of each annual and special session.

Article 51

The Board shall have the power to invite, at its discretion, the attendance at a Regional Assembly of observers from non-member societies.

Article 52

The Board shall receive nominations for the next Board at least 24 hours in advance of the next regular Regional Assembly and at the first Session of that Assembly.

Article 53

The Board shall meet at least twice a year and shall determine the place of each meeting or the online platform for online meetings.

Article 54

An Extraordinary Meeting of the Regional Assembly may be called by the Board on its own initiative, as and when deemed necessary; it must be called by the Board within six months of a request by one-third or more of the Member Societies of the African Region.

SECTION IX- TERMS OF OFFICE

Article 55

A term of office for board members shall be four (4) years.

1. The President and President Elect will be elected from the board by the Regional Assembly. The term for each will be two (2) years. When the President retires into the post of Past President, the President Elect will assume the post of President.
2. The Secretary, Deputy Secretary and Treasurer: One term in this position but he or she is eligible for re-election for any position on the board if this was his or her first term of serving on the Board.

Constitution of the African Regional Section of the WFSA, 2022

Article 56

No Board member shall serve more than two consecutive terms of four (4) years. An individual who has served on the Board for two consecutive terms is eligible for re-election after an interval of 4 years while not holding any office on the Board.

SECTION X- THE AGENDA

Article 57

The Secretary and deputy secretary in consultation with the President of the Board shall prepare the Agenda of the Regional Assembly and shall forward the same to the Member Societies with notice of the Assembly at least two months prior to the meeting.

Article 58

In deciding on matters to be placed on the Agenda of the next Regional Assembly, the Secretary of the Board shall, throughout its term of office, co-operate and consult with the rest of the Member Societies who may want some items to be considered for the next Agenda.

Such member society who may wish to have an item on the Agenda may submit it in writing (at least 3 months prior) to the Secretary of the Board who will circulate it with the Agenda.

Article 59

The Secretary of the Board shall conduct the day-to-day business of the Regional Society and keep a record of the transactions of the Regional Assembly and of the meetings of the Board, and inform all Member Societies of interim decisions of the board. This will be done on a regular basis and at a minimum of once a year.

SECTION XI- BOARD MEMBER RESIGNATION

Article 60

A member of the Board must give three (3) months' notice of termination of service to the Board secretary

Article 61

Such a member shall be replaced through the same process they were voted in at the next Regional Assembly, not exceeding two (2) years after the position has fallen vacant.

SECTION XII- MEETINGS

Article 62

The Board shall meet before the first Session of the Regional Assembly, as well as be present at each session of the Regional Assembly, and whenever the interests of the Regional Society so require, at the time and place established by the President or his designate; and it may recess from time to time as necessary to complete its business.

Article 63

Special Meetings of the Board may be called by the Chairman whenever he believes the interests of the Regional Society so require, and whenever he receives a request for the consideration of special business from not less than a majority of members of the board. Such a meeting may be conducted by tele-conference.

Constitution of the African Regional Section of the WFSA, 2022

Article 64

1. The official notice of any meeting of the Board shall specify the date, time and place at which it will be held;
2. Notice of a Special Meeting of the Board shall in addition specify the purpose for which the meeting is called. Other business may be discussed with due prior notification.

Article 65

A simple majority of the members of the Board present either physically or on-line shall constitute a quorum for transaction of business by the Board.

Article 66

All members of the Board shall exercise one vote during all board meetings.

Article 67

The Chairman of the Board shall have power to decide what business may be conducted by correspondence, and he may request the members of the Board to cast their vote on such business in writing, by telegram, cablegram, facsimile or any other means of written communication.

Article 68

The Secretary shall keep: -

1. The Minutes of each meeting of the Board and shall distribute the Minutes to all Members of the Board within two months of a meeting; the Minutes shall be confirmed by the Board at its next meeting.
2. Archive of Minutes of Meetings of the Board and the Regional Assembly

Article 69

Following a Board meeting, the minutes shall be circulated to the Board members and the Secretary of the WFSA

Article 70

Following each Regional Assembly, the Minutes thereof shall be distributed to the Secretariat of each member Society, each member of the Board and to the Secretary of the WFSA.

SECTION XIII- TEXTS AND LANGUAGE

Article 71

The text of the regulations in the English Language shall be considered as authoritative. Translation into any other requested official language should be readily available.

Article 72

The official language of the Regional assembly, Congresses and all meetings and matters of business shall be English. Presentations in French language are acceptable, provided that presenters will bring, at least, slides translated in English or that a simultaneous translation is organized

Article 73

Translation in other languages should be made available if desired and if capacity allows.

Constitution of the African Regional Section of the WFSA, 2022

SECTION XIV- COMMITTEES

Article 74

The Board shall set up such committees as the regional Assembly may direct and, on its own initiative or on the proposal of the WFSA, may establish any other committees considered desirable to serve, expedite any purpose within the mandate and competence of the ARS.

Article 75

Such Committees may be appointed at the time of a regular or extraordinary meeting of the Regional Assembly.

Article 76

Such committees will be composed of members of the ARS Board with or without other members of the General Assembly

Article 77

The Board, from time to time and in any event annually, shall review the necessity for continuing each committee.

Article 78

The Board may provide for the creation of or the participation by the ARS in joint or mixed committees with the WFSA and or other organizations and for the representation of the ARS in committees established by such other organizations.

SECTION XV- BUDGET, FUNDS AND EXPENSES

Article 79

Funds shall be derived from a previously agreed amount of the registration fee of each participant at the Regional Congress and from subsidies, gifts and bequests offered to the African Region provided that the conditions attached to such gifts or bequests are acceptable to the Regional Assembly or the Board and are consistent with the objective and policies of the ARS and the WFSA.

Article 80

The Board shall actively seek for funds through grants, industry partnership and any other way in a manner that is agreeable to the regional assembly and the WFSA.

Article 81

The Board shall arrive at an agreement with the World Federation regarding disbursements of surplus monies from the Regional Congress. This surplus shall be shared between WFSA, ARS and the host country in a manner that shall be agreed upon by the parties.

Article 82

The Treasurer shall keep an accurate and audited account of all monies received and disbursed annually, for distribution to all Member Societies and Members of the Board at least three months before the next regular Regional Assembly.

Article 83

Prior to the Regional Assembly, the Board shall consider the Treasurer's audited accounts and report of anticipated income and expenditure, and shall prepare a recommended budget, together with any recommendations the board may deem necessary to present to the Regional Assembly.

Constitution of the African Regional Section of the WFSA, 2022

Article 84

The Regional Assembly shall review and approve the budget estimates presented by the ARS president

Article 85

Funds may be expended by the Board within the limits of the budget approved by the Regional Assembly.

Article 86

The funds of the African Regional Section shall be used to cover office expenses approved by the Board. These funds shall be deposited in a country from which they can be easily accessed for transactions.

Article 87

Cheques shall be issued in payment of debts incurred by the Board as authorized in a budget, signed by the Treasurer, after authorization by the Chairman and one other Member of the Board.

Article 88

The accounts of the African Region shall be kept by the Treasurer who will submit an Annual Report and Audited Accounts every two years.

Article 89

A copy of the accounts for the previous year shall be distributed to all members of the Board and the Treasurer of the World Federation, by the 1st day of March in each year, and a copy of the audited accounts every two years.

SECTION XVI- CONFERENCES

Article 90

The African Regional Section Congress, the All Africa Anesthesia Congress shall be conducted once every two (2) years and shall not coincide with the year of the WFSA World Congress of Anesthesia. In such a situation, the ARS congress shall be held the following year.

Article 91

Surplus funds from Regional Congresses should be shared on a 50% basis by ARS and the host member society.

Article 92

If seed money is provided by the WFSA and a financial agreement is made, this money will be paid back to the WFSA.

Article 93

The Board may provide for representation of the ARS at conferences, meetings, workshops and other technical conventions in which the Board considers that the ARS has an interest.

SECTION XVII- HEADQUARTERS

Article 94

The location of the headquarters of the ARS shall be determined by the Regional Assembly after consultation with the WFSA.

Constitution of the African Regional Section of the WFSA, 2022

SECTION XVIII- REPORTS SUBMITTED BY MEMBER SOCIETIES

Article 95

Each Member society or regional society shall report every two years to the Regional assembly and the Board on the key steps taken and achievements in all areas and activities of the society that contribute to development of anesthesia in their countries or regions.

Article 96

Each Member society shall report annually on the action taken with respect to recommendations made to it by the ARS and or WFSA.

Article 97

Each Member society shall communicate promptly to the ARS important policies, regulations, official reports and statistics pertaining to anesthesia health which have been developed in the country or region concerned.

Article 98

Each Member society shall transmit upon the request of the Board such additional information pertaining to anesthesia as may be practicable.

SECTION XIX- LIAISING WITH OFFICERS OF THE WFSA

Article 99

In all their scientific and business meetings, the African Region shall always welcome the President, Chairman, Secretary and Treasurer and administrator of the WFSA to attend in their official capacity.

Article 100

Such officer from the World Federation shall not exercise a vote in the affairs of the African Region unless he is also an Official Delegate of his Member Society within the Region.

Article 101

The Secretary of the African Region shall acquaint these officers with the business on the Agenda for meetings of the African Region.

SECTION XX- BYLAWS

Article 102

The Board shall, after consultations, continue to develop Bylaws to be used in conjunction with this Constitution.

SECTION XXI- AMENDMENTS

Article 103

Proposed amendments to the Constitution by a Society must be presented to the Secretary at least three months prior to a Board Meeting. They should be sent to Board Members as enclosure with the agenda.

Constitution of the African Regional Section of the WFSA, 2022

Article 104

Texts of proposed amendments to this Constitution shall then be communicated by the President to other Members societies at least three months in advance of their consideration by the Regional Assembly.

Article 105

Amendments shall come into force for all Members societies when adopted by a two-thirds majority vote of the Regional Assembly in accordance with the By-Laws of the WFSA.

SECTION XXII- INTERPRETATION

Article 106

The English, French, Arabic, Portuguese and Spanish texts of this Constitution shall be regarded as equally authentic.

Article 107

Any question or dispute concerning the interpretation or application of this Constitution which is not settled by negotiation or by the Regional Assembly shall be referred to the WFSA for advisory opinion and or settlement.

Article 108

The ARS president may appear before the WFSA on behalf of the ARS in connection with any proceedings arising out of any such request for an advisory opinion.

SECTION XXIII- DISSOLUTION AND LIQUIDATION

Article 109

A resolution to dissolve ARS shall be carried by a two-thirds affirmative vote of the total membership of the Regional Assembly, or in a referendum of all Official Delegates.

Article 110

At the time of liquidation, following such resolution to dissolve ARS, all accounts shall be settled, and surplus funds distributed among Member Societies in proportion to their declared membership, after debiting with unpaid subscriptions.

SECTION XXIV- ENTRY -INTO -FORCE

Article 111

This Constitution shall remain open to all member societies for signature or acceptance.

Article 112

Member societies may become parties to this Constitution by:

1. Signature without reservation as to approval.
2. Signature subject to approval followed by acceptance.
3. Or acceptance.

Constitution of the African Regional Section of the WFSA, 2022

Article 113

The president of the ARS (and or the WFSA) will inform member societies to this Constitution of the date when it has come into force. He or she will also inform them of the dates when other societies have become parties to this Constitution.

IN FAITH WHEREOF the undersigned representatives, having been duly authorized for that purpose, sign this Constitution.

DONE in the City of Kigali, on this 9th day of September, 2022, in a single copy in the English, French, Arabic, Portuguese and Spanish languages, each text being equally authentic. The original texts shall be deposited in the archives of the ARS and WFSA. The Secretary of the ARSA and/or WFSA will send certified copies to each of the societies.

Signed by:



.....
Dr Gareth Davies
ARS Board President



.....
Dr Abel Mwale
ARS Board Secretary