



# Rules of the International Acupuncture Association of Physiotherapy (IAAPT)

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## 1. Name

- 1.1 The organisation's name is the International Acupuncture Association of Physiotherapy (IAAPT).
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## 2. Definitions

- 2.1 In these Rules, unless there is something in the subject or context which is inconsistent:

**Executive Committee** means the IAAPT Executive Committee elected or appointed in accordance with these Rules.

**Executive Committee member** means a person elected or appointed to the Executive Committee in accordance with these Rules, including the President, Vice-President, and Secretary.

**Majority** means more than fifty percent.

**Member** means an organisation admitted to membership of the IAAPT and listed in the register of Members in accordance with these Rules.

**Physiotherapy** also means Physical Therapy

**President** means a person elected or appointed as president of the IAAPT in accordance with these Rules.

**Presiding Officer** means the person appointed to chair a General Meeting in accordance with the rules of procedure determined by the Executive Committee under these Rules and may be the President.

**Quorum** means the minimum number of Voting Delegates or Executive Committee members that must be present at a General Meeting or an Executive Committee meeting respectively before it can officially start and before official decisions can be taken. Proxies are not included in the quorum.

**Returning Officer** means an independent person appointed to establish and implement an administrative procedure to enable Members to elect Executive Committee members in accordance with these Rules.

**Rules** means these Rules as amended or supplemented.

**Secretary** means a person elected or appointed as secretary of IAAPT in accordance with these Rules.

**Vice-President** means a person elected or appointed as vice-president of IAAPT in accordance with these Rules.

**Voting Delegate** means a person who is entitled to vote on behalf of a Member under these Rules. An authorised proxy of a Member is **not** a Voting Delegate under these Rules.

**World Physiotherapy** means World Confederation for Physical Therapy.

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### **3. Aims/purpose**

3.1 The aims of the IAAPT are to:

- (a) develop and promote the advancement of acupuncture and dry needling (DN) in physiotherapy.
- (b) represent acupuncture and dry needling in physiotherapy internationally; and
- (c) act as a knowledge hub, facilitating connections and networking between Members, World Physiotherapy, other physiotherapists, the medical profession, and the public.

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### **4. Functions**

4.1 The functions of the IAAPT, through its Executive Committee, are to:

- (a) undertake activities that develop and promote the advancement of acupuncture and dry needling in physiotherapy;
- (b) identify, act and advocate on relevant issues and trends in of acupuncture and dry needling in physiotherapy;
- (c) engage with Members to support exchange of knowledge and information relevant to of acupuncture and dry needling in physiotherapy;
- (d) undertake activities that facilitate connections and exchange of information between Members; and
- (e) other strategic activities that the Executive Committee identifies as important for acupuncture and dry needling in physiotherapy.

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### **5. Membership**

5.1 To be admitted and remain a Member of the IAAPT, an organisation must:

- (a) be a World Physiotherapy Member Organisation or a national special interest group recognised by the World Physiotherapy Member Organisation in their country/territory; and
- (b) demonstrate at least 80% of its members are also members of a World Physiotherapy member organisation.
- (c) Associate Membership -

An individual may apply to be an Associate Member if they belong to a World Physiotherapy member organisation that does not have a recognised special interest group (SIG) for acupuncture and dry needling or the SIG is currently not a member of IAAPT, or the member organisation of World Physiotherapy does not wish to join. Associate members cannot vote at a General Meeting.

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### **6. Admission procedure**

#### **Application**

6.1 Any organisation seeking admission as a Member of the IAAPT, must:

- (a) submit an application to the Executive Committee addressing the eligibility criteria in Rule 5 in a form approved by the Executive Committee; and

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- (b) provide any other verifiable evidence that the Executive Committee requests to assess the organisation's eligibility for membership.

### **Approval by Executive Committee**

- 6.2 The Executive Committee may approve an application for membership if it determines the organisation meets the eligibility criteria in Rule 5.
- 6.3 The Secretary must notify the applicant organisation and all other Members of the Executive Committee's decision.

### **Refusal by Executive Committee**

- 6.4 The Executive Committee may refuse an application for membership if it determines the organisation does not meet the eligibility criteria in Rule 5.
- 6.5 The Secretary must notify the applicant organisation and all other Members of the Executive Committee's refusal decision.
- 6.6 The Secretary must also notify the applicant organisation of any procedures for the organisation to appeal the refusal decision.

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## **7. Rights of Member Organisations**

- 7.1 Each Member Organisation may use the name or title decided by that organisation at its sole discretion.
- 7.2 Each Member Organisation may nominate delegates and representatives to:
- a) participate in the activities of the IAAPT in accordance with these Rules;
  - b) exercise any power or function that these Rules requires to be exercised or implemented by the Member Organisations;
  - c) participate in policy and project development by making suggestions at IAAPT General Meetings and to the Executive Committee at any time;
  - d) attend, present proposals, speak and vote at IAAPT General Meetings in accordance with these Rules; and
  - e) request advocacy and other practical support from the IAAPT to assist efforts to improve the situation of physiotherapists in its country.

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## **8. Duties of Member Organisations**

- 8.1 These Rules create a contract between each Member Organisation and the IAAPT, and each Member Organisation agrees to be bound by these Rules.
- 8.2 Each Member Organisation must:
- a) comply with and observe these Rules and any resolution passed by the Member Organisations or determination made by the Executive Committee under these Rules;
  - b) comply with all Regulations and procedures which may be created, amended or replaced in accordance with these Rules;
  - c) pay to the IAAPT any annual membership subscriptions in accordance with these Rules;

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- d) send to the Secretary, when requested and within 30 calendar days of any change, the name and contact details of the head of the governing body;
  - e) inform the Secretary about national events and developments relevant to physiotherapy on a regular basis and when requested;
  - f) provide any reports and information requested by the Executive Committee;
  - g) exercise its powers as a member of the IAAPT in the way it decides in good faith will further the aims/purposes of the IAAPT; and
  - h) promote the aims/purposes and work of the IAAPT.
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## **9. Membership Subscriptions**

- 9.1 Members must pay any annual membership subscription that is agreed by a resolution passed by a majority of all votes cast by Members.
  - 9.2 Any membership subscription for IAAPT agreed under Rule 9.1 is due on the 01<sup>st</sup> of January each year.
  - 9.3 A Member is not entitled to vote until it has paid any membership subscription due under Rule 9.2.
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## **10. Resignation, Termination and Suspension of Membership**

### **Resignation**

- 10.1 An organisation's membership of the IAAPT ends automatically on 31 December in any year if the Member Organisation submits written notice of its resignation to the Secretary in the same year.

### **Termination**

- 10.2 An organisation's membership of the IAAPT ends immediately after a resolution is passed at a General Meeting by at least two thirds of the Member Organisations entitled to vote on a recommendation by the Executive Committee to terminate the organisation's membership of the IAAPT.
- 10.3 The Member Organisations' decision to terminate an organisation's membership of the IAAPT is final.
- 10.4 The Secretary must notify the Member Organisation about the outcome of the vote on a recommendation by the Executive Committee to terminate the organisation's membership of the IAAPT within 30 calendar days of the Member Organisations' decision.

### **Suspension**

- 10.5 The Executive Committee may suspend the membership of any Member Organisation that is the subject of a recommendation for termination of membership pending a vote on a recommendation by the Executive Committee to terminate the organisation's membership.
  - 10.6 A Member Organisation suspended under sub-clause 10.5 is not entitled to vote during the period of suspension.
  - 10.7 The Secretary must notify a Member Organisation in writing within 30 calendar days if its membership is suspended under sub-clause 10.5 and provide the reason for the suspension.
  - 10.8 The written notice under sub-clause 10.7 must include the procedures for the Member Organisation to appeal against the suspension in accordance with the Regulations.
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- 10.9 The IAAPT appeals process must consider any appeal against a decision by the Executive Committee to suspend a Member Organisation's membership.
- 10.10 The IAAPT appeals process may repeal or confirm the Executive Committee's decision to suspend a Member Organisation's membership.
- 10.11 The decision by the IAAPT appeals process to repeal or confirm the Executive Committee's decision to suspend a Member Organisation's membership is final.
- 10.12 The Secretary must notify the Member Organisation of the decision of the appeals process decision within 30 calendar days of that decision.
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## **11. Reinstatement of membership after suspension and termination**

### **Reinstatement after suspension**

- 11.1 The Executive Committee must re-instate the membership of an organisation suspended under sub-clause 10.5 if a resolution to terminate the organisation's membership is not passed at the next General Meeting.

### **Reinstatement after termination**

- 11.2 The Executive Committee may re-instate the membership of an organisation terminated for failure to pay fees, if:
- a) the organisation has submitted an application for admission to membership in accordance with these Rules;
  - b) the Executive Committee has determined the organisation satisfies the eligibility criteria specified in sub-clause 5;
  - c) the Executive Committee considers it will further the aims/purposes of the IAAPT to re-instate the organisation as a member; and
  - d) the organisation has paid the current annual membership fee.
- 11.3 An organisation previously terminated as a member of the IAAPT may apply to the Executive Committee in writing for reinstatement of membership after a period of at least two years beginning with the date of the notice under sub-clause 10.7.
- 11.4 Any application for reinstatement of membership must be assessed by the Executive Committee in accordance with the Regulations.
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## **12. Membership of the Executive Committee**

- 12.1 The Executive Committee will consist of between five and nine members elected in accordance with Rule 13, including the President, Vice-President, Secretary and regular Executive Committee members.
- 12.2 Subject to Rule 12.1, the Executive Committee, in consultation with the Members, may determine the Committee's size, composition and positions.
- 12.3 No more than two members may represent a Member Organisation on the Executive Committee.
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## **13. Election of Executive Committee members**

### **Returning Officer**

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13.1 The Executive Committee must appoint a Returning Officer for the election of Executive Committee members.

13.2 Executive Committee members, Voting Delegates, and election candidates are not eligible for the position of Returning Officer.

### **Election**

13.3 The Returning Officer must establish and implement an administrative procedure to enable Members to elect Executive Committee members in accordance with these Rules.

13.4 The procedure must:

- (a) provide a fair and transparent process for Members to participate in the election of Executive Committee members;
- (b) apply democratic principles to the nomination and election of Executive Committee members; and
- (c) be consistent with the World Physiotherapy election procedure.

### **Timing of election**

13.5 Unless Rule 13.6 applies, an election for any Executive Committee member position must be held:

- (a) not more than 90 calendar days before the end of the term of the current Executive Committee member; and
- (b) not less than one calendar day before the end of the term of the current Executive Committee member.

13.6 The timing of an election to fill a casual vacancy for any Executive Committee member position will be determined by the Executive Committee and must be held in accordance with these Rules.

### **Nominations**

13.7 Nominations of individuals to fill any Executive Committee member position must be:

- (a) submitted to the Returning Officer in a form approved by the Executive Committee;
- (b) received by the Returning Officer:
  - (i) at least 30 calendar days before an election to fill any casual vacancies on an Executive Committee; and
  - (ii) at least 60 calendar days before any other elections to fill any positions on an Executive Committee.

### **Election of Executive Committee members**

13.8 All elections to fill an Executive Committee member position:

- (a) must be conducted in a manner consistent with the procedure established under Rule 13.3;
- (b) may be conducted by electronic voting.
- (c) require voting by a majority of Members; and
- (d) must be decided by a majority of all votes cast by Members.

### **Ballot material**

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13.9 Each Member organisation will be sent an email containing, or providing access to, the ballot material.

### **Communication of results**

13.10 If the election is held as part of a General Meeting, the Returning Officer must formally notify those present at the meeting of the election results.

13.11 The Returning Officer must, within 10 days of the closing date for voting, give notice of the election results to fill an Executive Committee position to:

- (a) the Executive Committee;
- (b) each candidate nominated to fill an Executive Committee position; and
- (c) all Members.

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## **14. Term of office of Executive Committee member positions**

14.1 Except in relation to a member elected to fill a casual vacancy, the term of any Executive Committee member is four years.

14.2 A person may remain on the Executive Committee for a maximum of three consecutive terms regardless of the position he or she holds in that period. Note: the only exception to this rule is if, no nominations are received for an Executive Committee position, then the long-standing incumbent may be allowed to serve beyond three consecutive terms.

14.3 A person, after serving three consecutive terms as an Executive Committee member, is not eligible to be elected or appointed to Executive Committee for at least two years after their third term ends. Note: the only exceptions to this rule are:

- (a) If, there are no nominations for an Executive Committee position the incumbent may serve another beyond three consecutive terms.
- (b) If despite efforts to recruit new executive members, there are no nominations for an Executive Committee position, then a long-standing member may be elected to serve beyond three consecutive terms.

## **15. Removal and resignation of Executive Committee members**

15.1 The Members may by a resolution passed by at least two thirds of all votes cast at an Extraordinary General Meeting remove any Executive Committee member at any time.

15.2 The position of an Executive Committee member becomes vacant if the member:

- (a) ceases to be in good standing as a member of a Member;
- (b) dies;
- (c) becomes bankrupt or makes any arrangement or composition with his creditors generally;
- (d) becomes of unsound mind or his or her estate is liable to be dealt with in any way under the law relating to mental health;
- (e) is removed from office in accordance with these Rules;
- (f) resigns his or her office by written notice to the Secretary or, if the Secretary is resigning, the President;

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- (g) is found guilty of an offence of professional misconduct or conduct discreditable to the physiotherapy profession; or
  - (h) is absent from all Executive Committee meetings for a period of 12 months without permission of the Executive Committee or a reasonable excuse.
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## **16. Casual vacancy of Executive Committee member positions**

- 16.1 If the President position becomes vacant under Rule 14 or if the President becomes incapable of performing his or her duties, the Vice President will fill the President position and resign his or her office as Vice-President by written notice to the Secretary.
  - 16.2 If the Vice-President position becomes vacant under Rule 14 or due to Rule 16.1, or if the Vice-President becomes incapable of performing his or her duties, the President and other Executive Committee members will elect a current regular Executive Committee member to fill the Vice-President position.
  - 16.3 If the Secretary position becomes vacant under Rule 14, or if the Secretary becomes incapable of performing his or her duties, the President, Vice President and other Executive Committee members will elect a current regular Executive Committee member to fill the Secretary position.
  - 16.4 If a regular Executive Committee member position becomes vacant under Rule 14 or due to Rule 16.2 or 16.3, or if a regular Executive Committee member becomes incapable of performing his or her duties, the position must be filled in accordance with Rule 13.
  - 16.5 Any Executive Committee member appointed or elected to fill a casual vacancy under this Rule will hold office for the balance of the term of the Executive Committee member whose position is being filled and at the end of that term, he or she will be deemed to have served an entire term.
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## **17. Executive Committee meeting arrangements**

- 17.1 The Secretary will schedule Executive Committee meetings in consultation with the Executive Committee, based on activity levels.
  - 17.2 The Secretary will maintain a written record of each Executive Committee meeting (minutes/meeting notes). This will record decisions, actions, recommendations, and the rationale for them only, and will not constitute a verbatim record of the discussion.
  - 17.3 The Secretary will circulate draft meeting notes to other Executive Committee members within agreed timeframes and not more than 30 calendar days after the meeting, for their confirmation.
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## **18. Attendance of observers at Executive Committee meetings**

- 18.1 The Executive Committee may invite observers to attend any Executive Committee meetings if it is consistent with the aims/purpose in these Rules.
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## **19. Quorum for Executive Committee meetings**

- 19.1 A quorum for the Executive Committee shall be the majority of members including the President or Vice-President.
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## **20. Conflict of interest**

- 20.1 Executive Committee members and any other meeting participants will comply with IAAPT's conflict of interest policy, and any other relevant policies, at all times.
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## **21. Working groups/subcommittees**

21.1 The Executive Committee may establish and appoint:

- (a) subcommittees to provide advice and guidance to the Executive Committee on specific areas on an ongoing basis; and
- (b) working groups for a defined term to provide advice and guidance to the Executive Committee on specific issues and projects.

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## **22. Administrative arrangements**

22.1 The Executive Committee will oversee administrative arrangements for IAAPT that reflect its needs and resources.

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## **23. Financial arrangements**

23.1 The Executive Committee will oversee establishment of financial arrangements that comply with any legal obligations.

23.2 The Executive Committee must ensure the IAAPT maintains written financial records that:

- (a) correctly record and explain the IAAPT's transactions and financial position and performance; and
- (b) enable true and fair financial statements to be prepared and, if required, subjected to an independent review.

23.3 (a) The ANZ, Albany, Auckland, New Zealand are the official bankers for IAAPT.

(b) IAAPT use Internet Banking only. There are two authorised signatories to the IAAPT ANZ bank account, they both have access to internet banking and may act individually. The two-controlling people/authorised signatories are the IAAPT Secretary and IAAPT Treasurer.

(c) The two authorised signatories can individually transact, i.e., give instructions and use the ANZ product to complete any transactions including:

- (i) Transferring money between your ANZ products
- (ii) Withdrawing money, including setting up electronic payments, automatic payments, direct debits, direct credits, and bill payments
- (iii) Cancelling or changing any transaction
- (iv) Transferring ANZ products from one type to another
- (v) Rolling over or reinvesting fixed term deposit or investment or instructing to pay the proceeds of any fixed term deposit or investment to an account at the end of its term.
- (vi) The two authorised signatories must act together to open new accounts or close existing accounts.
- (vii) The two authorised signatories must act together to request a new authorised signatory and remove an authorised signatory following

(d) Following WP requirements accounts have to be collated annually and audited every four years and a report provided to WP.

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- (e) Income is derived from membership subscriptions, accreditation fees, and potentially from profit from seminars.
  - (f) “As a not-for-profit organisation, the officers and members may not receive any distributions of profit or income from it. This does not prevent officers or members:
    - (i) Receiving reimbursement of actual and reasonable expenses incurred, or
    - (ii) Entering into any transactions with the organisation for goods or services supplied to or from them, which are at arm’s length, relative to what would occur between unrelated parties.
    - (iii) Provided no officer or member is allowed to influence any such decision made by the organisation in respect of payments or transactions between it and them, their direct family or any associated entity.”
    - (iv) “No addition to, deletion from or alteration of the organisation’s rules shall be made which would allow personal pecuniary profits to any individuals. The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.
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## **24. Communication and Reporting**

- 24.1 The Executive Committee will assign responsibility for ensuring communication between the IAAPT and its Members to an Executive Committee member.
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## **25. General Meetings**

- 25.1 The Executive Committee:
    - (a) must convene a General Meeting (virtual or physical) every second calendar year; and determine the dates and times of each General Meeting.
  - 25.2 The Executive Committee may decide a General Meeting will be held as a virtual meeting using any technology that:
    - (a) gives the Members present a reasonable opportunity to participate in proceedings;
    - (b) enables the Presiding Officer to be aware of proceedings; and
    - (c) enables the Voting Delegates to vote in accordance with the rules of procedure for that General Meeting.
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## **26. Extraordinary General Meetings**

- 26.1 A General Meeting other than a meeting convened under Rule 25 is an Extraordinary General Meeting.
  - 26.2 The Executive Committee may convene an Extraordinary General Meeting at the request of:
    - (a) one third of the Members; or
    - (b) a majority of the Executive Committee members.
  - 26.3 A request under Rule 26.2 must be sent to the Secretary by email and must state the proposed agenda item(s).
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26.4 The Secretary must notify all Members about any request under Rule 26.2 within 30 calendar days of receiving such a request.

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## **27. Notice of General Meeting**

27.1 The Executive Committee must give every Member:

- (a) at least 90 calendar days' notice of each General Meeting; and
- (b) at least 60 calendar days' notice of each Extraordinary General Meeting.

27.2 A notice of any General Meeting must include:

- (a) the meeting dates;
- (b) the meeting times;
- (c) the meeting place or advice that the meeting will be held virtually using technology;
- (d) a dedicated electronic address for the Secretary to receive any information and documents sent by Members in electronic form; and
- (e) where applicable, a reminder that a Member is not entitled to vote until it has paid any membership subscription due under Rule 9.2.

27.3 Members and the Executive Committee must notify the Secretary of any proposed resolutions or motions for inclusion in the agenda at least 90 calendar days before a General Meeting.

27.4 The Secretary must notify every Member of the following matters at least 60 calendar days before a General Meeting, and at least 30 calendar days before an Extraordinary General Meeting:

- (a) the rules of procedure determined by the Executive Committee for that General Meeting;
- (b) the agenda items;
- (c) any proposed resolutions or motions; and
- (d) details of nominees for any elections at the meeting.

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## **28. General Meeting Rules of Procedure**

28.1 Each General Meeting is conducted in accordance with the rules of procedure determined by the Executive Committee and circulated to Members in accordance with these Rules.

28.2 If the rules of procedure do not cover a matter arising during a General Meeting, the Presiding Officer must determine the rules for that matter.

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## **29. Chairing of General Meetings**

29.1 All General Meetings are chaired by a Presiding Officer appointed in accordance with the rules of procedure determined by the Executive Committee under these Rules.

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## **30. Voting Delegates at General Meetings**

30.1 Each Member entitled to vote at a General Meeting is permitted representation by one Voting Delegate to participate in that meeting.

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30.3 All Voting Delegates participating in a General Meeting:

- (a) must be qualified physiotherapists;
- (b) must be authorised by the Member in a form approved by the Executive Committee; and
- (c) have the right to speak and propose motions during the meeting.

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### **31. Attendance of observers at General Meetings**

- 31.1 Each Member entitled to vote at a General Meeting is permitted to nominate two Observers, including staff, to attend that meeting.
- 31.2 A candidate for election at the General Meeting is permitted to attend that meeting as an Observer.
- 31.3 An Observer is entitled to speak at a General Meeting only if permitted or invited by the Presiding Officer to do so.
- 31.4 Observers are not counted for the purposes of a quorum.

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### **32. Quorum and cancellation of General Meetings**

- 32.1 No business can be transacted at a General Meeting unless a quorum is present.
- 32.2 If a General Meeting is held virtually, a Voting Delegate who joins the meeting using the relevant technology is taken to be present at the General Meeting.
- 32.3 The quorum for any General Meeting is presence of Voting Delegates from a majority of Members entitled to vote at that meeting.
- 32.4 When counting the number of Voting Delegates present at a General Meeting, a Voting Delegate can be counted once, and a person authorised as a proxy under these Rules is not counted as a "Voting Delegate" for the purposes of a quorum.
- 32.5 Each Member entitled to vote at a General Meeting must notify the Secretary whether or not a Voting Delegate from their organisation will be present at that meeting.
- 32.6 The notice required by Rule 32.5 must be received by the Secretary:
  - (a) at least 30 calendar days before a General Meeting; and
  - (b) at least 14 calendar days before an Extraordinary General Meeting.
- 32.7 The Executive Committee must cancel a General Meeting if the notices under Rule 32.5 indicate a quorum will not be attending that meeting.
- 32.8 If a General Meeting is cancelled, the Secretary must send notice of the cancellation to every Member.

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### **33. Voting at General Meetings**

#### **Voting Rights at a General Meeting**

- 33.1 Each member group is allowed one vote.
- 33.2 The Presiding Officer does not have a casting vote.

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### **Method of voting at a General Meeting**

- 33.3 Votes in any proposed resolution, or motion put to the vote at a General Meeting, must be cast in accordance with the rules of procedure for that General Meeting.

### **Outcome of voting**

- 33.4 Unless stated otherwise in these Rules, any proposed resolution or motion put to the vote is passed if a majority of votes cast (including votes cast by Voting Delegates present in person and virtually, and votes cast by proxy in accordance with these Rules) are in favour of the proposed resolution or motion.

If an equal number of votes is cast (including votes cast by Voting Delegates present in person and virtually, and votes cast by proxy in accordance with these Rules) are in favour of and against a proposed resolution or motion that requires a majority of votes cast to be in favour of it, the matter is decided in the negative.

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### **34. Use of electronic voting**

- 34.1 Members may cast their vote on any proposed resolution using electronic voting.
- 34.2 The use of electronic voting under Rule 34.1 includes voting under Rules 33 and 38 and must be in accordance with any relevant General Meeting rules of procedure and any relevant procedures established under Rule 38.1.
- 34.3 The Secretary must send notice of the outcome of any electronic vote to all Member Organisations including details of each organisation's vote on the proposed resolution within 30 calendar days of the close of voting.

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### **35. Voting by proxy**

- 35.1 A Member that notifies the Secretary that it will not be represented by a Voting Delegate at a General Meeting may appoint a delegate of another Member who is participating in the meeting to act as its proxy.
- 35.2 The notice under Rule 35.1 must be:
- (a) in a form approved by the Executive Committee; and
  - (b) received by the Secretary at least 14 calendar days before any General Meeting at which the Member proposes to cast its vote by proxy.
- 35.3 A person may act as an authorised proxy for any number of Members.
- 35.4 A Member may revoke its appointment of a proxy and appoint a different proxy by notifying the Secretary at least one calendar day before the relevant General Meeting.
- 35.5 The Secretary must verify the total number of proxies held by each person present at the relevant General Meeting.
- 35.6 The Presiding Officer of the General Meeting must not recognise a person as an authorised proxy unless the Secretary has received a notice that names that person.

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### **36. General Meeting minutes**

- 36.1 The Secretary must provide the draft minutes of each General Meeting to Members within 90 calendar days of the respective meeting.

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- 36.2 If a General Meeting is held virtually by technology the General Meeting minutes will record that the respective meeting was held using technology.
- 36.3 Power of Executive Committee to propose resolutions without a General Meeting
- 36.4 The Executive Committee may propose resolutions to Members without convening a General Meeting.
- 36.5 Voting on any resolutions proposed under Rule 37.1 must be in accordance with Rule 38.
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### **37. Voting on resolutions proposed outside a General Meeting**

- 37.1 The Executive Committee must establish and implement an administrative procedure for Members to decide resolutions without a General Meeting.
- 37.2 The procedure established under Rule 38.1 must:
- (a) enable Members to use electronic voting;
  - (b) provide a fair and transparent process for Members to participate in the vote including a dedicated electronic address for the Secretary to receive any questions to the Executive Committee from Members about the proposed resolution;
  - (c) specify a date and time when Members may attend an information session about the proposed resolution to be held by any technology that gives the Members present a reasonable opportunity to ask questions; and
  - (d) provide a mechanism to publish any questions from Members about the proposed resolution and the response from the Executive Committee to each question.
- 37.3 The Voting Delegate on a resolution proposed without a General Meeting is the President or Chair of a Member.
- 37.4 The Secretary must send written notice of the outcome of the vote on a proposed resolution to all Members, including details of each organisation's vote on that resolution within 30 calendar days of the close of voting.
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### **38. Winding up or dissolution**

- 38.1 A resolution to wind-up or dissolve the IAAPT requires a resolution passed by at least two thirds of all votes cast at an Extraordinary General Meeting (including votes cast by Voting Delegates present and votes cast by proxy in accordance with these Rules).
- 38.2 If the IAAPT is wound-up or dissolved, after it has paid all debts and other liabilities, any remaining assets must:
- (a) be given or transferred to another international organisation with similar aims/purpose; or given or transferred to another not-for-profit organisation." -
  - (b) and not be paid to or distributed among the Members.
- 38.3 The Executive Committee must determine before the time of the winding-up or dissolution, the organisation to which the assets will be given to under Rule 39.2.
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### 39. Members' Liability

39.1 If the IAAPT is wound up or dissolved, the Members and current and past Executive Committee members have no liability to contribute to the assets and no personal responsibility for settling its debts and liabilities.

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### 40. Language

40.1 The official language of the IAAPT is English.

40.2 The official language must be used for all meetings and documents referred to in these Rules.

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### 41. Alterations to Rules

41.1 These Rules may be amended and repealed by a resolution passed by at least two-thirds of all votes cast at a General Meeting (including votes cast by Voting Delegates present and votes cast by proxy in accordance with these Rules).



Signed:

Date: 22.06.2023 IAAPT Chairperson



Signed:

Date: 30.06.2023 IAAPT Vice Chairperson



Signed:

Date: 21.06.2023 IAAPT Secretary



Signed:

Date: 03.07.23 IAAPT Treasurer