

CONSTITUTION of the  
OSTOMY ASSOCIATION of the AMERICAS

A REGION of the INTERNATIONAL OSTOMY ASSOCIATION

1. NAME

The Name of the Association is The Ostomy Association of the Americas (OAA, hereinafter called “The Association”). The Association is a Region of the International Ostomy Association. When used in this Constitution, the meaning of the words “ostomy” and “ostomates” shall be expanded to include those with related alternative surgeries done to preserve continence which would otherwise have resulted in the formation of a stoma.

2. HISTORY AND ORIGIN

The Association was founded in 2010 in conjunction with the revision of the International Ostomy Association’s structure and governance. It represents a merger of the North and Central America and Caribbean Ostomy Association (NCACOA) and the Asociacion Latino Americana de Ostomizados (ALADO or the South American Ostomy Association) into one Region of the International Ostomy Association. Hereafter, in this Constitution, NCACOA and ALADO shall be referred to as “Regional Associations” The Association is a non-profit-making, nonpolitical and religiously neutral organization concerned only with the health, welfare and quality of life of ostomates. It is pledged to cooperate with medical, nursing and associated professions and to work with allied organizations and corporations.

3. PURPOSE, AIMS AND OBJECTIVES

The Purpose:

To provide an Association of affiliated Regional Associations committed to the improvement of the quality of life of ostomates in the Americas. To create a society where people with ostomies and intestinal or urinary diversions are universally accepted and supported socially, economically, medically and psychologically.

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The geographic area served by these Regional Associations includes North America, Central America, the Caribbean Basin and South America. The work of the Association, managed by ostomates, will be organized by a Coordination Committee.

The Association encourages the highest possible standards of surgery, medical attention and patient after-care for ostomates, and, the use by medical professionals of trained ostomate volunteers as members of multi-disciplinary teams organized to help rehabilitate ostomates. It will support efforts to form Ostomy Associations where needed and will promote awareness about the rights of ostomy patients.

The Aims of the Association are:

1. To provide to its affiliated Regional Associations services common to all;
2. To provide a forum for the exchange of information of the work and experiences within each Regional Association;
3. To promote awareness of the rights of ostomy patients;
4. To serve as a point of contact for allied organizations Regional in scope.

The Primary Objectives of the Association are:

1. Provide services common to all Regional Associations by:
  - Maintaining an Internet website for the Association;
  - Publishing a periodic activity report;
  - Being a source of advice and counsel to the leadership of a Regional Association if called upon by the leadership to provide this service.
2. Coordinate distribution of information among the Regional Associations;
3. To provide resources for the fulfillment of ostomy patient rehabilitation programs, initiatives and activities undertaken by the Regional Associations;
4. To assist in the planning and formation of new Regional Associations;
5. To serve as a point of contact for allied organizations and corporations doing business in the Americas;
6. To coordinate the convening of periodic Conferences of the Association.

#### 4. MEMBERSHIP

Members of the Association shall include the following Regional Ostomy Associations that support the Constitution of IOA and OAA

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- The North and Central America and Caribbean Ostomy Association (NCACOA);
- The Asociacion Latino Americana de Ostomizados (ALADO)
- Any Regional Association approved by the Association's members.

#### 5. ADMINISTRATIVE STRUCTURE

The work of the Association shall be carried out by the OAA Coordination Committee and assigned conveners, committees and/or task forces.

#### 6. OAA COORDINATION COMMITTEE

##### Composition

The OAA Coordination Committee shall be composed of a President, a Vice President, the President of each of the Regional Associations, a Secretary, and, a Treasurer.

##### Governance

1. The President, Vice President, Secretary and Treasurer shall be elected by the ostomy associations that constitute the Region Associations' membership. Each member Association in ALADO or NCACOA eligible to vote in an OAA election shall have one (1) vote, independent of the number of members in that Association.
  1. The President, Vice President, Secretary and Treasurer shall serve three (3) year terms;
  2. The Secretary and Treasurer shall have the right to serve successive three (3) year terms;
  3. The Secretary's Association will provide the Association with a permanent postal address;

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4. The President, Vice President, Secretary and Treasurer shall be serving, or have served in a leadership position in a member association of IOA;
5. The President, during his / her service as the Association's President, shall not serve, at the same time, as the President of a Regional Association.
2. Once the term of a Regional Association President is complete, he / she shall be replaced as a member of the Association's Coordination Committee by his / her successor.
3. The duties of the President, Vice President, Secretary and Treasurer shall include those responsibilities as generally associated with their Office;
4. The duties of the Presidents of the Regional Associations shall include those responsibilities as generally associated with the office of a Board Director.
5. The President shall serve as a member of the IOA Coordination Committee and shall serve as such until his / her term as OAA President ends;
6. The member associations that constitute the Regional Associations shall elect a second person from the Association's Coordination Committee to serve as a member of the IOA Coordination Committee whose term shall continue until a successor is elected or three (3) years whichever comes first;
7. Members of the OAA Coordination Committee shall be ostomates;
8. No person shall be a member of the OAA Coordination Committee, be assigned as a convener, or serve as a member of a committee or taskforce who is in the business of marketing, manufacturing, selling or otherwise earning a livelihood from ostomy products;
9. OAA Coordination Committee shall attempt to make consensus decisions, however, if this is not possible, a vote approved by a majority of the Coordination Committee members shall be required to approve an issue. The Coordination Committee President shall have one (1) vote.
10. The proceedings of OAA Coordination Committee Meetings, and all official Regional correspondence, shall be in both Spanish and English languages.

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Functions

The functions of the OAA Coordination Committee shall include, but are not limited to:

1. Responsibility for the financial control of the Regional Associations;
2. Facilitation of an exchange of information and experiences among the Regional Associations;
3. Maintenance of an awareness of issues that could impact the rights and/or quality of life of ostomy patients in the Americas;
4. Maintenance of an Internet website for the Association;
5. Publication of periodic activity reports;
6. Provision of advice and counsel to Regional Association leadership as requested;
7. Work with the Regional Associations to establish initiatives to protect ostomy patients' rights;
8. Maintenance of a relationship with the appropriate international divisions of ostomy product manufacturers, professional organizations and non-profit associations who support the goals of IOA and OAA;
9. Initiation of plans to organize new Regional Associations if the Regional Associations determine that a need exists;
10. Convene periodic Conferences of the Association.

Finance

1. The OAA Coordination Committee shall assume responsibility for the determination and collection of the annual subscription fees paid by the member associations of the Regional Associations. The Regional Associations shall not assess any secondary subscription fees without approval of the OAA Coordination Committee
  1. The OAA Coordination Committee will establish the necessary procedures to collect these fees.
  2. The OAA Coordination Committee will determine a percentage of the annual subscription fees collected that will be set aside for operating expenses incurred by the Regional Associations.
2. For fiscal purposes, the OAA shall operate on a calendar year basis;

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3. By November 1st of each year the Regional Associations shall prepare and submit to the OAA Coordination Committee annual operating budgets for the upcoming fiscal year. Funds will be made available to the Regional Associations for expenditures approved by the OAA Coordination Committee, to the extent that funds are available.
4. The Regional Associations shall have the authority to solicit funds from sources other than the OAA or IOA for budget projects, programs, and activities approved by the OAA;
5. The OAA will provide funding to IOA for its pro-rata share of IOA Coordination Committee expenses.

#### Meetings

If management considerations of the Association cannot be adequately addressed using current electronic technology, the OAA Coordination Committee shall have the right to convene a meeting of its committee members. Conferences of the Association shall be used as venues to convene a General Council Meeting of representatives of all of the ostomy associations that constitute the Association.

#### 7. DISSOLUTION

Any resolution to dissolve the Association shall only come into force if passed by a unanimous affirmative vote of all members of the OAA Coordination Committee, approval of the Houses of Delegates of all affiliated Regional Associations, and with the concurrence by the IOA Coordination Committee. Upon dissolution of the Association, any surplus funds of the Association, after discharging all legal liabilities of the Association, shall be distributed among the member associations that comprise the Regional Associations in due proportion as established by the OAA Coordination Committee.

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8. AMENDMENTS

This Constitution may be amended by unanimous affirmative vote of all members of the OAA Coordination Committee with the approval of the Houses of Delegates of all Regional Associations. Amendments shall become effective immediately upon approval unless noted otherwise in the text of the amendment.

Amendments may be proposed at anytime by a Regional Association by submitting the text of any such amendment/s in writing to the Chair of the OAA Coordination Committee.

Drafted by: Kenneth W. Aukett  
April 11, 2010

as revised on  
June 20th, 2010  
25 August 2010  
20 November 2010