Constitution and By-Laws

Constitution

ARTICLE I – NAME

1. The name of this organization shall be The World's Poultry Science Association, hereinafter referred to as the WPSA.

ARTICLE II – OBJECTIVES

1. To promote the advancement and dissemination of knowledge in all aspects of poultry science and the poultry industry.
2. To promote education in the field of poultry science for students and extension services, and to facilitate exchanges between research, education and industry.
3. To encourage the staging of local, national and regional meetings, seminars, symposia and conferences and to facilitate the staging of World's Poultry Congresses.
4. To co-operate with other national and international organizations in achieving these aims.

ARTICLE III – MEMBERSHIP

1. Application for membership may be made on the form available either directly to a Branch Secretary or to the Secretary General.

2. *Type of membership*
   (i). ***Individual*** membership may be held by any person who is interested in the objectives of the Association. This includes individual branch membership, where the individual is a member of one of the WPSA's country branches, and individual non-branch membership, where the individual is a member of the World body.
   (ii). Associations, societies, government bodies, clubs, or business firms connected with any activities of the poultry industry may become ***Affiliate*** members. Affiliates may designate one person as a representative who shall be entitled to all rights and privileges of an individual member except holding office. This category of membership also includes Branch Patrons.
   (iii). ***Student*** membership may be held by full time, bona fide students, except those taking post-doctoral studies.
   (iv). ***Life*** membership may be taken out by any individual member making a once-only payment.
   (v). The Council shall have the power to appoint as ***Honorary Life*** members such members as it considers to have made noteworthy contributions to the work of the Association.

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3. *Dues*
   Annual Dues at the level set by the Board are payable in advance on January 1st of each year to the Treasurer or Secretary General, or to Branch Secretaries for forwarding to the WPSA Treasurer or Secretary General.

4. *Forfeiture*
   A member may forfeit his membership for failure to act in full accord with the objectives of the Association set out in Article II of the Constitution.

ARTICLE IV – OFFICERS (MANAGEMENT BOARD), EXECUTIVE COMMITTEE AND COUNCIL

1. The management of the Association shall be directed by the Board and its Executive Committee under guidelines set forth in this Constitution and those policies established by the Council.

2. *Officers*
   (i). The Officers shall manage the business of the Association.
   (ii). The Officers collectively constituting the Board of the Association shall consist of a President, a Senior Vice-President, four Vice-Presidents, a Secretary General, a Treasurer, the Immediate Past President and the Presidents of the Regional Federations.
   (iii). Officers shall serve for four years, or in the event of an individual appointment made by the President for the residue of the four-year term of the then serving Board.
   (iv). Officers other than the Immediate Past President and the Presidents of the Regional Federations shall be elected by secret ballot at Council Meetings held at World's Poultry Congresses.
   (v). The President shall be empowered, after consultation with the Board, to appoint a member to a vacancy among the Officers caused by the resignation or death of an Officer occurring between Council Meetings.
   (vi). In the event of the resignation or death of the President, the Senior Vice-President shall assume the office of President.
   (vii). The Board shall hold annual meetings to consider all the activities of the Association, and the projected annual programs and budgets of the Secretary and the Treasurer and endorse or amend them.
   (viii). With the approval of the President, any Officer, except the President, may designate an alternate to attend Board meetings in his/her place with full voting power.
   (ix). The Board shall be empowered to appoint an Editor and a Journal Production Manager. The Executive Committee may recommend to the Board such appointments between meetings of the Board when it becomes necessary.

3. *Executive Committee*
   (i). The Executive Committee shall be responsible to the Board for the management of the Association's affairs between Board meetings. The Board shall be consulted on substantive issues and where required, decisions shall be made by the Board on the basis of a simple majority vote by email.
   (ii). The Executive Committee shall consist of:
   - President

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- Senior Vice President
- Secretary General
- Treasurer

4. *Council*
   (i). The Council is the supreme governing body of the Association and shall be responsible for receiving and commenting upon reports from the Board, authorizing changes to the Constitution, making appointments to the Board and conducting any other relevant business.
   (ii). The Council shall be composed of all Branches of WPSA, with representation as described in Article II. 4 of the By-Laws.
   (iii). A General Meeting of the Council shall be held at each World's Poultry Congress, when a quorum shall comprise 50% of Branches plus 1. All members of Branches shall be entitled to attend General Meetings. The Council may pass resolutions at a General Meeting by a simple majority vote.
   (iv). Similar votes may be taken on other major matters arising between General Meetings. The voting shall be carried out by e-mail and votes must be returned to the Secretary General within one month of the notification of the ballot. The same quorum rule shall apply as for General Meetings.

5. *Nominations and Voting*
   (i). Nominations for President may be made by any Branch. For the other Officer positions, nominations shall be made by the Nominations Committee. This Committee shall be appointed by the Board and charged with ensuring that suitable nominations for the posts of Secretary General and Treasurer and a representative slate of nominations for the Vice-Presidential positions are made before the due date. Proposals of candidates for nomination for these positions may be made to the Committee through the Secretary General by any individual member or Branch.
   (ii). Officers shall be elected by secret ballot by the Council at General Meetings.
   (iii). The elections for the posts of Vice-President shall follow the elections for President, Secretary General and Treasurer. If those elected were also candidates for Vice-President, then they shall be removed automatically from the ballot for Vice-Presidents.
   (iv). In the votes for President, Secretary General and Treasurer, if a contested ballot is held, the elected candidate must receive more than one half of the votes properly recorded. If there are more than two candidates participating in a ballot and no one candidate receives in excess of one half of all the votes properly recorded, then a further ballot or ballots shall be held. On each subsequent ballot the candidate who has received the least number of votes on the previous ballot shall be automatically removed from further ballots for that position. The process of subsequent ballots and the removal from the next ballot of the candidate securing the least number of votes at the previous ballot(s) shall continue until one candidate secures in excess of one half of all the votes properly recorded. That person shall then be declared elected. If in any ballot two or more candidates have an equal number of votes and one of them has to be excluded from further ballots, that candidate amongst them who had the least number of votes at the previous ballot shall be excluded. If two or more candidates have an equal number of votes, having had an equal number at the previous ballot, the one drawing the shortest straw shall drop out.

https://doi.org/10.1017/S0043933911000407 Published online by Cambridge University Press

(v). In the case of the five Vice-Presidents only one ballot shall be held. Votes must be cast for five candidates on each ballot paper. Ballot papers not containing five votes shall be discarded. The five candidates receiving the highest number of votes will be declared elected. Of these five, the one receiving the highest number of votes shall become the Senior Vice-President. If the positions cannot be decided because two or more candidates have the same number of votes, the candidate(s) drawing the longest straw(s) shall prevail.

(vi). The term of office for all Officers elected by the Council (except the Secretary General and Treasurer) shall be for 4 years, commencing at the termination of the Council meeting at which they were elected. The Secretary General and Treasurer shall continue in office until the close of the year in which the Council Meeting was held. The President may serve only one term as President. Other officers may serve more than one term if re-elected.

ARTICLE V – BRANCH ORGANIZATIONS

1. The Board, or Executive Committee between Board meetings, may approve the formation of Branch Organizations, which then shall be designated as Branches of the World's Poultry Science Association.
2. Branches shall organize their own activities and programs and shall not include in their constitutions and by-laws anything not in full accord with the WPSA Constitution. Branch constitutions shall be submitted to the Secretary General for approval by the Executive Committee or the Board.
3. Branch membership subscription rates in excess of those fixed by the Board may be charged at the discretion of the Branch. The Branch may retain these excess dues for the purpose of local administration. No portion of these excess amounts need be transferred to the WPSA.
4. An Officer of each Branch shall be responsible for the remittance of the necessary amounts of the annual dues from Branch members to the Treasurer or Secretary General of the WPSA.
5. Branches shall not restrict their members from acting as free and independent members of WPSA, nor withhold, forbid, or restrict their members in regard to any privilege granted by WPSA to its members.
6. Any person may be a member of WPSA with or without being a member of a Branch. All members of a Branch must be members of the WPSA.
7. Branches within a recognized global or continental region may, if they so wish, combine to form a Federation to promote further the aims of the Association by holding Regional Poultry Conferences and other means. In the absence of a covering Federation, a regional poultry Network may be formed by branches in that geographical region. Such Federations and Networks shall operate under a Constitution approved by the Council. The Presidents of the Federations, but not Networks, shall be full voting members of the WPSA Board.

ARTICLE VI – PUBLICATIONS

1. The World's Poultry Science Journal is the official organ of WPSA. Other publications may be approved by the Board. The Journal is available in either print or online versions. The printed journal shall be sent to all members and Affiliated members in good financial standing who choose to receive it in this form.

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2. The official language of the WPSA and in the WPS Journal shall be English. Translations of summaries of papers in Chinese, French, German, Russian and Spanish will be published in the Journal. Organizing committees of World's Poultry Congresses are encouraged to provide translation, where possible, at plenary sessions of the Congress.

ARTICLE VII – MEETINGS

1. The Board shall meet at least once every year. Adequate notice of such meetings shall be given by the Secretary General to those concerned.
2. On a request signed by the Branch Secretaries of at least 12 countries, the Secretary General shall be required to communicate by email with all Branches and seek their votes on the question or matter raised.
3. In the event of the arrangements for the next World's Poultry Congress breaking down or being cancelled by the host country, the Executive Committee shall be empowered to extend the term of office of all Officers of the Board and to take any further action that seems desirable in such a state of emergency.

ARTICLE VIII – HONORARY OFFICERS

1. Any Officer shall become an Honorary Past Officer after having served as President for four years or as another Officer for eight years.
2. The terms of Honorary Past Officers shall last as long as they remain members of WPSA.

ARTICLE IX – DISPOSAL OF ASSETS

1. The income and property of the Association shall be applied solely towards the carrying out and exercising of the objectives and powers of the Association, and no part thereof shall be paid or transferred directly or indirectly to any members of the Association by way of dividend, discount, rebate or bonus, other than as set out in Article II. 3 of the By- Laws and Article V 3 of the Constitution.
2. If the Association ceases to exist as a separate body then the assets of the Association shall be applied to some purpose consistent with the objectives of the Association. At no time shall any part of the assets of the Association or of its Branches be divided among its members.

ARTICLE X – WORLD'S POULTRY CONGRESSES

1. World's Poultry Congresses shall be held every four years.
2. The venue for a World's Poultry Congress (WPC) will be decided by vote at the Council meeting at the WPC held eight years before the subject WPC.
3. During the WPC, WPSA may recognize outstanding scientists/organizations following the procedures outlined in the relevant guidelines.

ARTICLE XI – FINANCES

1. *Funds*
   All monies belonging to the Association shall be deposited in and disbursed through bank accounts selected by the Treasurer and Secretary General and approved by the Executive Committee (EC).

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2. *Contracts*
The Executive Committee and/or the Board of Directors may authorize any officer (s) or agent(s) of the Association to enter into any contract and/or execute and deliver any instrument in the name of and on behalf of the Association. This authority may be general or confined to specific instances.

3. *Investments*
The Treasurer will be responsible for maintaining the main investment portfolio of the Association. All investments and movement of funds shall be done with appropriate consultation of the Association's investment broker.

4. *Expenditure*
No elected officer or appointee shall expend funds, other than those involved in the daily operations of the Offices of the Secretary General and Treasurer, without first getting 3/4 approval of the EC.

5. *Payments to the Association*
The Secretary General shall invoice Branches relative to the dues owed. Said funds shall be sent to the Treasurer or Secretary General and then deposited. Individuals and Companies having agreed to support the Journal shall be invoiced by the Treasurer. Funds in payment of invoices shall be sent to the Treasurer or Secretary General and then deposited into the appropriate accounts.

6. *Fiscal year*
The fiscal year of the Association shall be the calendar year.

7. *Records*
The Treasurer shall prepare the financial records for the Certified Public Accountant (CPA).

8. *Reporting*
The Treasurer, Secretary General, and the Association's Certified Public Accountant shall work together to ensure that all records are completed two weeks prior to the annual Board Meeting.

ARTICLE XII – LIABILITY

1. *Indemnification*
The Association shall indemnify its Officers in relation to liabilities they incur by acting in good faith on behalf of the Association.

2. *Insurance*
The Association may purchase and maintain liability insurance on behalf of its Officers or other persons.

ARTICLE XIII – AMENDMENTS TO CONSTITUTION

1. The Constitution may be amended by the Council at any time by ballot (cast at Council Meeting, mail or electronic technology). A minimum of 50% of branches plus one must participate to constitute a quorum. Acceptance of amendments will require a seventy five per cent majority vote.

https://doi.org/10.1017/S0043933911000407 Published online by Cambridge University Press

2. Changes to the Constitution shall be reported to the membership (mail or electronic newsletter) within 90 days. The changes shall also be reported at the next Council Meeting, if the vote was taken at other than a Council Meeting.

ARTICLE XIV – AMENDMENTS TO BY-LAWS

1. The By-laws may be amended by the Council at any time by ballot (cast at Council Meeting, mail or electronic technology). A minimum of 50% of branches plus one must participate to constitute a quorum. Acceptance or otherwise of amendments will be determined by a simple majority vote.
2. Changes to the By-laws shall be reported to the membership (mail or electronic newsletter) within 90 days. The changes shall also be reported at the next Council Meeting, if the vote was taken at other than a Council Meeting.

Adopted on 20 March 2011 during the WPSA Board Meeting in Taiwan.

By-Laws

ARTICLE I – MEMBERSHIP

1. Honorary Life Members shall be exempt from the payment of dues. Between Council meetings the Board shall be empowered to appoint Honorary Life Members and those members should then be presented to the Council at its next meeting to be 'recognized'.

2. *Dues*
   (i). Since 1999 WPSA has employed a 2-tiered dues structure where. countries have been categorized as "Low Income" based on a per capita Gross Domestic Product (GDP) of 4000 SDR or less (SDR or "Special Drawing Rights" is the monetary unit of the reserve assets of the International Monetary Fund (IMF).
   (ii). From 2013, classification of countries shall be based on Gross National Income (GNI) as determined by the World Bank Atlas method. Members from countries classified as "low" or "lower-middle" income shall qualify for reduced membership dues as shown in the table below. Members from "upper-middle" and "high" income countries shall be required to pay the higher rates shown. Classification of countries is shown on the World Bank website. Country classifications are revised annually by the World Bank, but any change in classification to WPSA country branches shall not apply to membership dues until January of the year following the staging of the World's Poultry Congress, i.e. every four years.

	Higher Income Countries		**Lower Income Countries**	
Individual Members	20.00	US$	10.00	US$
Affiliate Members	50.00	US$	50.00	US$
Student Members	10.00	US$	5.00	US$
Life Members	500.00	US$*	250.00	US$*

* once only

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Membership dues for Non-Branch Members shall be:

	Higher Income Countries		**Lower Income Countries**	
Individual Members	50.00	US$†	30.00	US$†
Affiliate Members	120.00	US$†	120.00	US$ †
Student Members	25.00	US$†	20.00	US$†
Life Members	650.00	US$*	650.00	US$*

† for two years
* once only

In the case of failure to pay the required dues by December 1st of that year, the member's name shall be removed from the membership list and he or she shall cease to receive the Association's journal.

ARTICLE II – OFFICERS (MANAGEMENT BOARD), EXECUTIVE COMMITTEE AND COUNCIL

1. At the annual meeting of the Board, reports will be given by:
   - President
   - Secretary General
   - Treasurer (The Treasurer shall present a financial report for the previous calendar year and a budget for the coming calendar year. In addition, the Treasurer shall present a balance sheet prepared by a Certified Public Account and the report of the Committee charged with reviewing the financial records).
   - Journal Editor
   - One Representative from the next World's Poultry Congress.
   - Presidents of the Regional Federations

   The travel and accommodation expenses at annual Board meetings, of Board members, the Journal Editor and the representative from the next World's Poultry Congress (if not already a member of the Board), shall be met by the Association. Past Presidents, other than the immediate Past President, though not members of the Board, are welcome to attend the annual Board meetings at their own expense.

   The Board shall be empowered to approve all expenditures occurring or likely to occur during the ensuing twelve months. It shall review and, if necessary, propose amendments relevant to the publication of the Association's Journal. It may invite experts or consultants to be present at its meetings and may appoint sub-committees or working parties on specific or general matters, provided such appointments do not extend beyond the appointed term of the Board.

   The Board may make recommendations pertaining to World's Poultry Congresses and Regional Poultry Conferences to the relevant Organizing Committees.

2. A majority of the Officers shall constitute a quorum for meetings of the Board, i.e. 6 Officers.

3. The Board shall decide the honoraria paid to the Secretary General, Treasurer,

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Editor and any others. These rates shall be reviewed at the annual Board meeting in the year following the election of the Board.

4. *Council*
Branches shall be entitled to the following number of votes which may be distributed among its members, based on the number of members (including Affiliates) in each Branch in good financial standing on December 1st of the year preceding the vote:

15 members but not exceeding	25	1	Vote
26	50	2	
51	75	3	
76	100	4	
101	125	5	
126	150	6	
151	175	7	
176	200	8	
201	225	9	
226	250	10	
251	275	11	
276	300	12	
301	325	13	
326	350	14	
Above 350		15	Votes

1. *Nominations and Voting*
(i). The Nominations Committee shall be Chaired by a WPSA member of international repute appointed by the Board. Other members of the Committee shall comprise the Immediate Past President of WPSA and the Immediate Past Presidents of the Federations. The Committee may co-opt other members to increase geographic diversity, such that total membership should be at least 15, but not more than 20. The Committee shall request proposals of candidates for nomination for the positions of Secretary General, Treasurer and Vice-President from all Branches. They may also receive proposals of candidates for nomination from individual members and Branches submitted through the Secretary General. For the positions of Secretary General and Treasurer, the Committee shall only nominate persons whom they consider suitable for these positions in terms of experience and capability. For the Vice-Presidential positions, the Committee shall draw up a slate of nominations that reflects the world-wide distribution of Branches. The minimum number of candidates shall be eight. The Committee shall confirm with all nominees their willingness to accept nomination and shall communicate the slate to the Secretary General 28 days before the date of the election.

Nominations for President may be made direct to the Secretary General. The branch hosting the WPC at which the election of officers will take place, will automatically be entitled to nominate one person for the position of President.

(ii). Nominations for President must reach the Secretary General 60 days before the date of the election. Proposals for nominations for other offices must reach the Secretary General 90 days before the date of the election. If no nomination is received, or a nominee withdraws, nominations may be made by Branches at the time of the election.

https://doi.org/10.1017/S0043933911000407 Published online by Cambridge University Press

ARTICLE III – WORLD'S POULTRY CONGRESSES

1. Countries, represented by Branches and supported by Governments, desirous of hosting a WPC shall make their intentions known to the Secretary General at least twelve months prior to the Council meeting where the decision on the venue of the subject WPC shall be made.

2. Formal bids, which should include the host city, venue and proposed dates, are to be submitted to the Secretary General at least eight months prior to the Council meeting where the decision on the venue of the subject WPC will be made.

3. The bids will be circulated to members of the Board for their information and comment. To ensure good geographical distribution of Congresses, the Board discourages bids from countries in the same region or continent as the two congresses preceding the subject WPC.

4. The Board shall arrange visits by a site inspection team to evaluate the venues promoted in the acceptable bids.
   The site inspection team shall consist of three people, chosen as follows, according to availability and willingness to participate:
   The President, the Secretary General, plus one other of the Officers for a total of three. The same team, as far as possible, shall inspect all potential sites. Only in exceptional circumstances will variation in the site inspection team from one bidding city to another be accepted.

   No member of the site inspection team shall be from, or have a vested interest in, any of the countries which are bidding for the Congress.(Note: Cost of site inspection should be borne by the relevant city, Convention Centre, or other civic body which stands to benefit, should the bid be successful. It should NOT be a direct cost to the WPSA Branch.)
   The site inspection team shall provide the Board with a comprehensive, detailed and impartial report on all venues visited and studied, within three (3) weeks of the inspection of the final venue visited.

5. The Board shall discuss the site inspection report and further consider the need for elimination of any of the bids due to problems with infrastructure, facilities or other factors. The Board shall then submit approved bids to the Council of WPSA at its meeting eight years before the proposed date of the subject WPC.

6. At its regular meeting, Council will determine by secret ballot the venue for the Congress, from among the bids approved by the Board. In the case of two bids, a simple majority is required. In the event of a tie, a second ballot shall be held and in the event of a second tie, a third ballot and so on until Council reaches a decision. In the case of three or more bids, the winning bid shall require more than 50% of the votes cast. This may occur on the first ballot but, if it does not, the bid with the lowest number of votes on the first ballot shall be eliminated and a second ballot held on the remaining bids. This procedure of elimination and subsequent ballot shall be repeated until a bid emerges with greater than 50% of the votes properly recorded.

7. In the event that a country or city withdraws its bid prior to the Council meeting

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convened to vote on the subject WPC venue, provided that there is at least one remaining bid which is acceptable to the Board, the vote (if two or more bids) or ratification (one bid) shall proceed at the Council meeting, without a call for further bids.

8. In the event where a country or city which has been selected to host a WPC is unable to proceed with this, the President shall convene an emergency tele- or video meeting of the Board to discuss this. Following as wide a consultation process as possible by email and telephone, the Board shall recommend at least three countries in the order in which they should be approached by the President and/or Secretary with a view to hosting a Congress in the year in question, or as soon after this as possible. Following this, the President shall arrange site visits, in the order specified, until a suitable venue can be agreed. It is suggested that a minimum of two venues be visited for purposes of comparison. Following receipt of the site inspection report, the Board shall convene in a tele-conference meeting to discuss and make a final decision. A minimum of six Board members must vote (in person or by proxy) in favour of this decision.

9. As a condition for holding the World's Poultry Congress, the organising committee in the host country shall include in the budget for the congress, an amount equivalent to US$ 50,000 as a contribution to WPSA. This amount, which is to be paid to WPSA following the congress, is to be added to the WPSA Travel fund. The primary purpose of the fund is to enable officers and other members, as deemed necessary, to travel to existing and new WPSA Branches in order to promote the affairs and objectives of WPSA.

ARTICLE IV – FINANCES

1. *Funds*
The Association's bank accounts shall include, but not be limited to, the main accounts managed by the Treasurer and the satellite accounts managed by the Secretary General. The Treasurer and Secretary General shall have primary signatory authority on their respective accounts. A WPSA member in good standing, approved by the EC, should also have secondary signing authority. Given that the accounts of the Treasurer and Secretary General are typically maintained in different countries, two individuals will be needed for secondary signing authority. All cheques, wires, or other methods of payment for settlement of indebtedness shall be signed by the Treasurer or Secretary General, or the individual with secondary signatory authority on the account.

2. *Expenditures*
Any officer or agent of the Association planning travel on behalf of the Association must first request approval for said travel from the EC. Upon completion of travel, the traveler must submit an itemization of travel expenses (least cost) to the Treasurer. The traveler should keep original receipts and be prepared to submit them, if requested. A 3/4 vote of the EC is necessary before the Treasurer will reimburse the traveler.

3. *Records*
The Treasurer shall ensure that all required tax documents are completed by the Association's Certified Public Accountant (CPA). It will be the responsibility of the

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Treasurer to suggest names of Association members to form a two-person review committee to conduct an annual internal audit of the previous year's financial records. The list of reviewers shall require approval by the Board. The Treasurer shall provide a copy of the Reviewers' report to the President. Likewise, the Secretary General shall suggest the names of Association members to form a two-person review committee to conduct an annual internal audit of the previous year's financial records for the satellite accounts. The list of reviewers shall require Board approval. The Secretary General shall provide a copy of the Reviewers' report to the President.

4. *Reporting*
Two weeks before the annual Board meeting, the Treasurer shall circulate a written financial report, the financial statement prepared by the CPA and the proposed budget for the next year, to Board members. The report shall include itemized details of all monies paid to Board members and editorial and secretarial staff. A summary of the annual financial report shall be published in the Journal. During the Council meeting, at each Congress, the Treasurer shall present a financial report on the prior 4 years and the budget for the upcoming year.

5. *Fiduciary Responsibility*
The Treasurer and Secretary are expected to exercise the utmost fiduciary care.

Adopted on 20 March 2011 during the WPSA Board Meeting in Taiwan.

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