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# INTRODUCTION

## Section I

### ITEM 1.

These Policies and Procedures have been formulated following the decision at the General Assembly on 28 August 2004 to transfer responsibilities previously in the Bylaws to the Board of the World Heart Federation (hereafter: “World Heart Federation”, “Federation” or “WHF”). These policies were amended in 2018 by the Board.

### ITEM 2.

The Board may, from time to time, as necessary, amend and add to these Policies and Procedures either by majority vote at a meeting of the Board or by electronic consensus.<sup>i</sup>

### ITEM 3.

These Policies and Procedures should be considered in conjunction with the Board Charter. ■

## Section II

### Membership Fees, Membership Application Process and Membership Termination Criteria

#### ITEM 1.

The annual fee for Full and <sup>ii</sup>Associate Members will be determined by means of a scale including inflation, the basic principle of which will be approved by the Board and presented for ratification to the General Assembly as per the Statutes.<sup>iii</sup>

#### ITEM 2.

Where an applicant member, at the time of application, demonstrates that it does not possess the funding capacity to pay its full membership fee, it may apply in writing for a reduced fee by sending a letter of application explaining the situation and expressing the intent to secure funding and by when. In no case shall the reduced membership fee be in effect for more than five years. Applications for reduced membership fees shall be subject to approval of the Board.

Non-payment of fees for longer than one year or a Member’s activity against the principles of membership in the Federation (e.g. accepting funding from the tobacco industry) may result in termination of membership. In such circumstances a letter will be sent to the Member on behalf of the Federation’s Board, according to which their membership will be terminated if no response has been received from the Member within one month to work out a satisfactory resolution. The International Headquarters may then notify the Member involved of the termination and the reasons thereof.

Applications of reinstatement of membership terminated for non-payment of membership fees must be accompanied by payment of the arrears of fees leading to termination and the appropriate fee for the calendar year for which reinstatement is requested.<sup>iv</sup>

#### ITEM 3.

Admission of new members is a Board decision, as per the World Heart Federation Statutes. The Board may delegate authority to a council or committee to review and approve new members, as well as applications for reduced fees.<sup>v</sup>

#### ITEM 4.

If a full or Associate Member does not pay their full or reduced annual membership fees for 3 consecutive years they can be removed from the list of federated organisations by the Board. ■

## Section IIIa

### ITEM 1.

**To support its vision and missions, and reflect its diverse membership, the Board creates two standing committees, The Science Committee and the Advocacy Committee.**

### Science Committee

#### ITEM 1.

**Definition:** The Science Committee is the cardiovascular health evidence based advisory committee for the WHF. (The Committee is not a governing committee.)

**ITEM 2.**
**Responsibilities: The Science Committee is responsible for the following tasks:**

- a. Ensure that evidence based medical and scientific knowledge underlies the WHF's efforts to reduce the impact of heart disease and stroke;
- b. Provide strategic input into the WHF strategic planning process and ensure that the WHF scientific and policy priorities are appropriately reflected in the strategic plan;
- c. Monitor new developments in cardiovascular science to determine and adjust the WHF scientific agenda appropriately;
- x. Be responsible for the programme of the WHF World Congress or coordinating with the programme committee of the host organization.
- d. Manage the process of commissioning, reviewing and approving appropriate medical and scientific statements and guidelines of importance to the WHF mission and science agenda subject to approval as specified in Item 6 below; Provide input and comments into the Position and policy papers prepared by the Advocacy Committee
- e. Oversee and coordinate the activities of Working Groups, Expert Groups and Task Forces as decided by the Board
- f. Establish ad-hoc Working Groups as needed to address new developments in cardiovascular science and health which are important to the WHF mission and science, policy and advocacy agenda, subject to approval by the Board; criteria for establishment includes mandate and capacity to support
- g. Advise the Board of any conflicts between scientific policy of WHF and any of its members
- h. Assume other responsibilities as assigned by the Board.

**ITEM 3.**

**Membership:** There shall be up to ten (10) individual members of the Science Committee. Nominations for members of this committee are solicited from WHF members, although non-members of WHF are also eligible. Membership should be geographically diverse with expertise to address the responsibilities of the committee. The Executive Committee provides a recommendation of members of this committee to the Board for final approval.

**ITEM 4.**

**Term of office:** The term of office for all members of this committee is two (2) years. Any member of this committee can serve for a maximum of two (2) terms

in the same capacity;\* if a member of this committee is subsequently appointed in a different capacity, this member can serve in this new capacity for another maximum of two (2) terms. <sup>vi</sup>

**ITEM 5.**

**Meetings:** The Scientific Policy & Advocacy Committee shall meet at least twice a year, either in person or via teleconference and effort should be made to go no more than three months without a fully appointed meeting. ■

## Section IIIb

### Advocacy Committee

**ITEM 1.**

**Definition:** The Advocacy Committee is the advisory committee for WHF for all issues related to Global Advocacy and Policy. (The Committee is not a governing committee.)

**ITEM 2.**

**Responsibilities:** The Advocacy Committee is responsible for the following tasks:

- a. Ensure that evidence based medical and scientific knowledge underlies the WHF's advocacy efforts to improve cardiovascular health and access to cardiovascular medicine;
- b. Provide strategic input into the WHF strategic planning process and ensure that the WHF advocacy and policy priorities are appropriately reflected in the strategic plan;
- c. Monitor new developments in the political environment to determine and adjust the WHF advocacy agenda appropriately;
- d. Manage the process of commissioning, reviewing and approving appropriate Position and Policy papers of importance to the WHF mission and advocacy agenda subject to approval as specified in Item 6 below; Provide input and comments into the Scientific and medical papers prepared by the Science Committee;
- e. Oversee and coordinate the activities of Working Groups, Expert Groups and Task Forces as decided by the Board;
- f. Establish ad-hoc Working Groups as needed to address new developments in global policy and cardiovascular health which are important to the WHF mission and policy and advocacy agenda, subject to approval by the Board; criteria for establishment includes mandate and capacity to support;

- g. Advise the Board of any conflicts between advocacy policy of WHF and any of its members;
- h. Assume other responsibilities as assigned by the Board.

**ITEM 3.**

**Membership:** There shall be up to ten (10) individual members of the Advocacy Committee. Nominations for members of this committee are solicited from WHF members, although non-members of WHF are also eligible. Membership should be geographically diverse, in particular ensure liaison with the 6 WHO regions, with proven expertise in advocacy to address the responsibilities of the committee. The Executive Committee provides a recommendation of members of this committee to the Board for final approval.

**ITEM 4.**

**Term of office:** The term of office for all members of this committee is two (2) years. Any member of this committee can serve for a maximum of two (2) terms in the same capacity; if a member of this committee is subsequently appointed in a different capacity, this member can serve in this new capacity for another maximum of two (2) terms. <sup>vii</sup>

**ITEM 5.**

**Meetings:** The Advocacy Committee shall meet at least twice a year, either in person or via teleconference and effort should be made to go no more than three months without a fully appointed meeting. ■

## Section IIIc

**ITEM 1.**
**Scientific, Policy & Advocacy Statements**
**1.1**
**Review and Approval.**

All scientific, policy and advocacy statements which can be attributed to the WHF shall be reviewed by the Chair of the Advocacy Committee and the Chair of the Science Committee, President, Vice President and CEO who together are authorized to approve on behalf of the Board.

**1.2**
**Limitation on Statements.**

No scientific, policy or advocacy statements, which can be attributed to the WHF, may be made by any person or organization without the prior approval of the WHF Board, or as the Board chooses to delegate. ■

## Section IV

### Other Committees of the Federation <sup>viii</sup>

**ITEM 1.**

**Executive Committee:** There shall be established an Executive Committee consisting of the following:

- a. President, who shall chair the Committee <sup>ix</sup>
- b. Vice-President; <sup>x</sup>
- c. Chair of the Science Committee
- d. Chair of the Advocacy Committee; <sup>xi</sup>
- e. Treasurer; <sup>xii</sup>
- f. President Elect; <sup>xiii</sup>
- g. Past President
- h. Vice-President Elect; <sup>xiv</sup>
- i. Up to three additional members, as determined by the Board; <sup>xv</sup>
- j. Chief Executive Officer (CEO) and Finance and Administration Director (FAD) both ex-officio.

The Executive Committee will oversee the implementation of decisions made by the Board and take action, subject to limitations imposed by the Board and in accordance with the policies established by the Board.

The Executive Committee will monitor the implementation of the strategic plan for the WHF and will be charged with advising on and endorsing an ongoing fundraising programme and building a broad consensus on programme priorities.

The Executive Committee shall make recommendations to the Board for committee chairpersons. With regard to Board membership in cases of a vacancy, the Executive Committee proposes nominees to the Board. <sup>xvi</sup>

**ITEM 2.**
**Nominating Committee:**

There shall be established a Nominating Committee consisting of the following:

- a. President;
- b. Vice-President; President-elect
- c. Up to four independent members to be appointed by the Board from outside the Board in order to maintain a geographic and medical/non-medical

balance and gender. None of these members shall be eligible to be nominated as an officer or member of the Board;

- d. The Past President (co-chair) Past Vice-President (co-chair);
- e. CEO, (ex officio).

The Nominating Committee shall make nominations for the following officers and members of the Board for confirmation at the General Assembly:

- a. President (*ex-officio member*);
- b. President Elect;
- c. Vice-President Elect;
- d. Treasurer/Secretary;
- e. A maximum of 6 Additional Board Members as required.

In making its nominations the Nominating Committee will take note of geographical representation, leadership and management ability, and other competencies necessary to achieve the mission of the Federation as determined by the Board. <sup>xvii</sup>

Candidates for nominations of President Elect, Vice-President Elect and Treasurer/Secretary will be solicited from all Full Members of the Federation at least seven months prior to the General Assembly and their names shall be submitted to the Nominating Committee at least five months prior to the General Assembly. The Nominating Committee shall select the nominees from this list.

The Nominating Committee shall circulate its list of selected nominees to all Full Members at least three months prior to the General Assembly. Full Members still wishing to have their unselected nominations presented to the General Assembly for vote must re-submit their nominations to the Nominating Committee accompanied by written endorsements from five other Full Members at least 60 days prior to the General Assembly.

### **ITEM 3.**

#### **Awards Committee:**

The Nominating Committee will also function as the Awards Committee unless an Awards Committee has been appointed by the Board.

The Awards Committee shall define the appropriate awards and select the recipients of such awards to be

presented at the World Congress of Cardiology and Cardiovascular Health.

### **ITEM 4.**

#### **Finance and Audit Committee:**

The members of the Finance and Audit Committee (called the Audit Committee in the Statutes) will be:

- a. President (*ex-officio member*);
- b. Vice-President;
- c. Treasurer/Secretary (Chair); <sup>xix</sup>
- d. CEO;
- e. Up to three (3) additional outside experts to be proposed by the Treasurer/Secretary and the Executive Committee, and approved by the Board;
- f. Finance and Administration Director.

The Finance and Audit Committee, which will be chaired by the Treasurer/Secretary, will be responsible to the Board for guiding the financial activities of the Federation as outlined in the terms of reference, and for providing legal and ethical oversight. It is not a government committee and reports to the WHF Board who will make final decisions on all financial matters. ■

## **Section V**

### **The WHF World Congress of Cardiology**

#### **ITEM 1.**

#### **Frequency, Site Selection and Programme:**

The WHF World Congress of Cardiology (called in this document: “WCC” or “WHF World Congress of Cardiology”) will usually be held every year in partnership with an existing congress organized by one of our members, unless otherwise decided by the Board.

It is strongly recommended that any negotiations with local members to hold a congress include the incorporation of their congress into the WCC during the congress year.

The Board will decide the site of each World Congress based on agreed selection criteria approved by the Board.

Each Congress can only be approved after a detailed business plan has been presented to the Board

assuring that WHF will experience no material financial risk and that the meeting meets WHF strategic objectives. The plan must also be presented to SPAC, FAC and EXCO prior to going to the Board for approval.

The Board shall be responsible for the management, scientific organization, conduct and finances of the Congress.<sup>xx</sup>

This will be achieved through the Congress Management Committee and the Congress Programme Committee. The province of the congress is the exchange of information on scientific and professional subjects, public education, public policy, and the advancement of such other functions of the Federation as are appropriate.

## **ITEM 2.**

### **Congress Management Committee:**

Unless otherwise decided by the Board, and depending on the specific agreement with the hosting member, for each World Congress of Cardiology, there will be a Congress Management Committee that shall be responsible to the Board of the Federation, for the organization of the Congress.<sup>xxi</sup>

The members of the Committee shall be composed of maximum ten (10) members from each of the following groups:

- a. Maximum seven (7) members appointed by the Board of the Federation;
- b. Three (3) members appointed by the host organization, who will be members of the World Congress Local Organizing Committee.

The appointees of the Board must include:

- a. President at the time of congress (who is the chair of the Congress Management Committee);
- b. President Elect;
- c. Vice-President;
- d. Chairperson of the Scientific Policy & Advocacy Committee;
- e. Treasurer;
- f. CEO;
- g. Finance and Administration Director;
- h. Senior Science Adviser;
- i. As noted in 2.b, up to three (3) members of the region where the WCC will take place.

The Congress Management Committee shall:

- a. Review and plan the budget of the Congress which should be presented to Exco;
- b. Oversee and monitor the overall congress plan and relationships with key parties;
- c. Review a detailed statement of income and expenditures following the Congress; <sup>xxii</sup>Evaluate the Congress following its conclusion in order to formulate recommendations for future congress planning;
- d. Maintain oversight of the scientific programme.

All decisions of the Committee will be made by consensus or, if consensus cannot be reached, by absolute majority of the votes of the members present. In the case of a tie, the Chair's vote prevails. A quorum of the Committee shall consist of a majority of its members.

## **ITEM 3.**

### **Congress Programme Committee:**

Unless otherwise decided by the Board, and depending on the specific agreement with the hosting member, there shall be established a Congress Programme Committee responsible for contents of the WCC programme.<sup>xxiii</sup>

Members of the Congress Programme Committee shall include:

- a. A minimum of two (2) Co-Chairs;
- b. WHF President (*ex officio member*);
- c. Host country cardiac society/foundation leaders;
- d. WHF Science Officer (*ex officio member*) who is the primary staff person of the committee;
- e. Core members; (at the discretion of the Chair);
- f. WHF Finance and Administration Director (an *ex officio member*);
- g. Additional members who have specific expertise.

There shall be at least seven (7) members of the Congress Programme Committee; the number of members of this committee depends on the WHF's needs and expertise.

Co-Chairs of this committee are approved by the Congress Management Committee, upon proposal of the WHF officers and the host cardiac society or heart foundation.

**ITEM 4.** It shall be the responsibility of the Congress Management Committee to inform the Exco and the Board detailing the plans and progress to date in all aspects of the Congress, including finances.

**ITEM 5.** All World Congresses must implement a tobacco free policy. ■

## Section VI

### Chief Executive Officer

**ITEM 1.**

The Board shall approve a job description for a CEO and employ a suitable person for the effective operation of the Federation. The CEO shall serve for such period of time and upon such terms and conditions as the Board may determine. The CEO is responsible for the management of the Executive Office, operating under the direction and control of the Board, with authority to employ, supervise and discharge staff. The CEO shall perform such other duties as may be assigned by the Board and shall attend all its meetings and those of the General Assembly. The Board shall review annually the performance of the CEO through a committee comprising the President, Vice President, and Treasurer/Secretary which will receive a written report from the CEO and then provide formal feedback in writing. The CEO is a Board member and member of all Board committees (ex officio). The CEO reports to the Board and between meetings to the President and the VP. <sup>xxiv</sup>

**\*ITEM 2.**

The CEO, with the staff's support, shall develop with the Board the strategic plan, develop the annual business plan with key performance indicators, executes the strategic plan, hire and manage the staff, oversee all the programmatic and fundraising activities, monitor and report on the budget, and make changes within the delegated authority. ■

## Section VII

### Policy on Corporate Relationships

**ITEM 1.**

**Definition:** The World Heart Federation seeks to collaborate with a diverse range of organizations to further its mission. WHF recognizes that partnerships

with for-profit enterprises can be a key source of support and alignment in advancing its mission. Such partnerships are restricted to those enterprises that recognizes and are committed to corporate social responsibility and that value health of individuals and populations. By engaging companies' management, customers, employees and stakeholders the goal is to:

- a. Further the Federation's mission;
- b. Increase the number of supporters (Corporations, foundations, individual donors and others);
- c. Increase and sustain loyalty from existing supporters.

The Federation will engage in relationships that provide support – directly and indirectly – to the organization's work. WHF's relationships with the business community take many forms and should provide support for programming, advocacy and fundraising.

The World Heart Federation actively seeks cost-effective, secure income, particularly non-earmarked income – as well as goods and services, directly from companies, as long as such income and services are not in conflict with the mission.

#### Donations

Donations can be received in the form of cash or goods and services. Donations are often unrestricted or with expectation of low or no direct exposure or benefit to the donor. No formal contract is involved although there may be an agreement about acknowledgement.

- This relationship carries a low potential risk for the WHF;
- The donor is not entitled to use the WHF's logo;
- The use of the association with the WHF for the donor's publicity purposes always needs the written permission of the WHF.

#### Sponsorship

Sponsorship is a formal relationship (contract) in which both parties commit to a mutually beneficial association. Substantial financial benefit to the WHF is part of the arrangement.

- These relationships carry a medium to high potential risk for the WHF;
- The terms of the sponsorship agreement are set down in the contract, to be signed by the President and the CEO. The contract should include:
  - The parameters for association and use of names and logos;
  - The amount of sponsorship and/or in lieu of cash donations, of products or services.



All agreements should contain full details concerning financial benefits to the WHF (where applicable), and any obligations given by or expected of the WHF in return for financial, and/or other, considerations;

- The form in which the WHF acknowledges support;
  - Approval process for advertising and promotional campaigns in the case of sponsorship involving media promotion;
  - Guidance on use of the WHF name or logo, which may be granted in certain cases with WHF always having final sign off authority;
  - A confidentiality clause if appropriate;
  - A termination clause for breach of contract.
- Acknowledgement of the sponsorship should be discreet and normally be by company name only except where a brand complements the WHF's aims and objectives and the company name may be associated with some products that do not.

The sponsoring body should not include parent associated and/or subsidiary companies in the agreement unless they comply with the overall guiding principles set down in this document or are active participants in the agreement.

## **ITEM 2.**

### **Overall Guiding Principles: Principles of Collaboration**

All collaborations entered into by WHF are based on the understanding that the partners are working for the ultimate benefit of heart health. Partnerships should have mutually agreed goals and objectives and define clear roles and responsibilities. The interests of both partners will be respected and protected. Partnerships between WHF and private entities are based on the following principles:

- The objectives of the entity are consistent with WHF's mission and bring clear value towards the achievement of WHF's strategic priorities;
- Transparency, accountability and mutual trust. Both partners agree to cooperate fully and openly while respecting the right of the other to protect their own interests;
- Independence and integrity. Partnerships shall maintain the integrity and independence of WHF and protect the organization's reputation and brand;
- Rules of engagement. No partnership should prevent WHF expressing independent views;
- In order to ensure the above principles are met,

partnerships between WHF and organizations are governed by a written contract. Contracts must clearly define and establish the following terms:

- Agreement of cooperation and transparency;
- Objectives and scope of the collaboration and activities to be undertaken;
- Start and end date of agreement;
- Level of funding and how it will be used towards agreed activities;
- Obligation of partners and ownership of activities;
- Lines of reporting and accountability;
- Protection and use of intellectual property;
- Confidentiality agreement;
- Termination and arbitration.

### **Endorsement and Exclusivity**

**Endorsements:** As a rule, WHF does not endorse any products, goods, or services. It may do so in cases where the product carries a **significant** public health benefit.

**Exclusivity:** WHF will not grant "exclusive" permission to reproduce the WHF name, logo, or emblem, or grant exclusivity in one market sector. Exceptions may be granted where the relationship with a company provides a significant benefit to the WHF, and the perceived risk has been fully evaluated, limited exclusivity may be granted for specific WHF programmes, projects or activities for a fixed period of time.

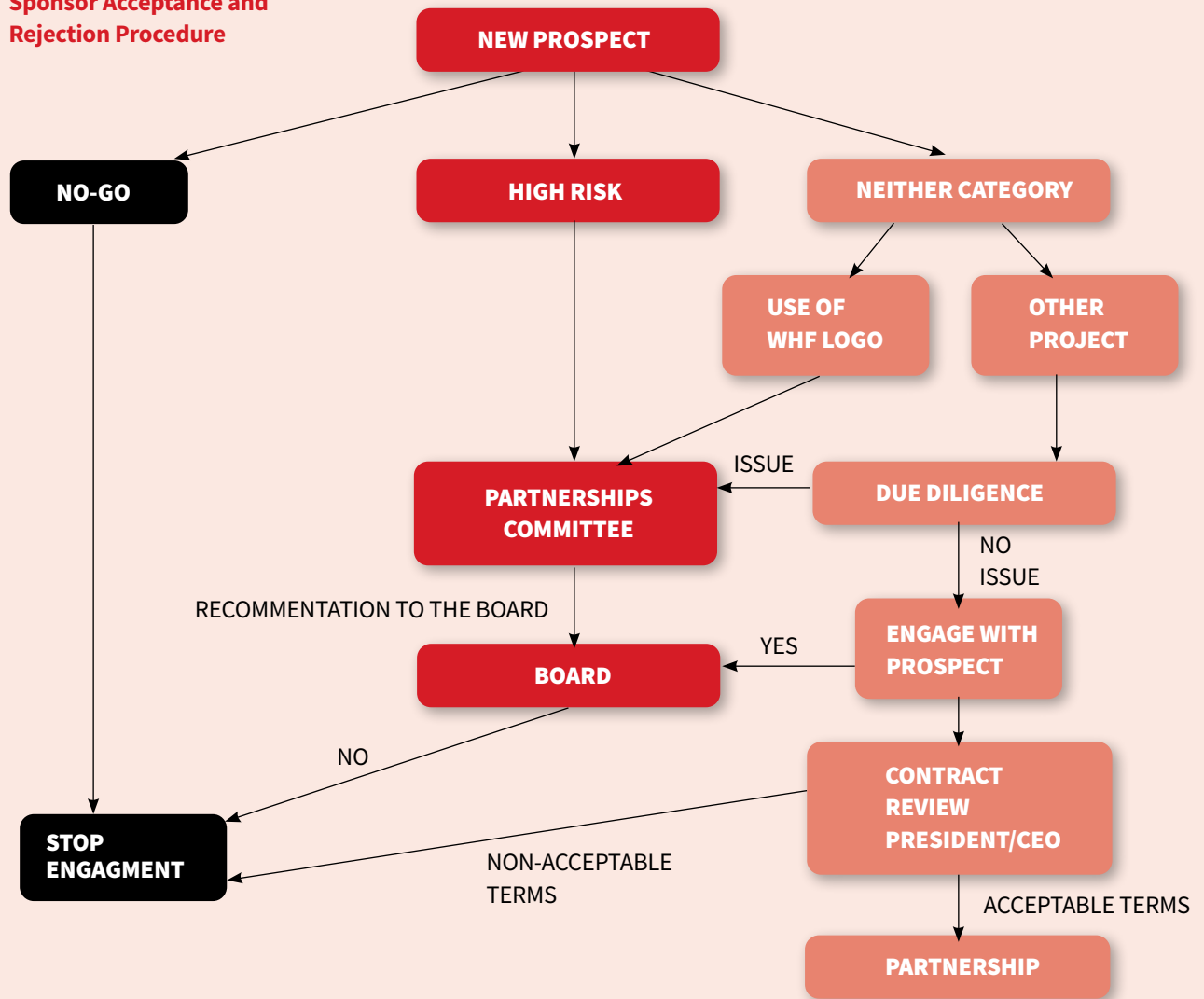
### **Reporting and Disclosure**

WHF is committed to maintaining accountability and transparency in its collaborations with its partners. With this aim, WHF:

- Reports activities undertaken in collaboration with corporations;
- Is transparent about the sources of its funds;
- Processes and uses all funds received in a manner that is auditable;
- Provides accurate information to partners on the activities WHF undertakes as part of the collaboration and the use of funds contributed by the partner when required.

**ITEM 3.**

**Sponsor Acceptance and Rejection Procedure**



The Sponsor Acceptance and Rejection procedure provides a framework for evaluating sponsorships where accepting the sponsorship might carry risks to the mission of the Federation.

**Criteria**

To collaborate with WHF, organizations must:

- Have an interest in improving heart health;
- Be governed by a code of ethics and have in place appropriate procedures to ensure the company acts responsibly and ethically in all business and corporate affairs;
- Does not attempt to influence in any way the activities or objectives of WHF or use WHF's name, image or intellectual property for any purposes not previously agreed upon;
- Does not interfere, influence, or undermine policy development of the WHO.

**Inherently Harmful/No Go**

Any collaboration with a company who makes more than 10% of its revenue from the following industries is classified as No Go.

- Alcohol, tobacco and nicotine<sup>1</sup>, ultra-processed and high in fat, sugar, and/or salt (HFSS) foods and beverages, fossil fuel extraction, and arms industries, as they are considered as harmful to health;
- Provision of gambling, production and sale of pornography;

In addition, WHF will not collaborate with or accept financial support from organizations;

- Active in advocacy and lobbying to oppose or delay adoption and implementation of public health treaties (e.g. WHO FCTC).

<sup>1</sup> The tobacco industry is defined to include any tobacco or tobacco product manufacturer, distributor, importer, or retailer, any parent, affiliate, branch, or subsidiary of a tobacco manufacturer, distributor, importer, retailer, or front group or any individual or entity, such as an interest group, think tank, advocacy organization, lawyer, law firm, scientist, lobbyist, advertising agency, business, or foundation, that represents, receives funding from, or works to promote tobacco products, their sale or to limit their regulation.

### High-Risk

Collaborations with organizations will be reviewed individually by the Partnership committee where one or more of the following apply:

- The organization's involvement in an Inherently Harmful Activity is indirect or constitutes less than 10% of revenue;
- The organization faces allegations of human rights violations;
- The organization's donation may call into question WHF's independence or create unacceptable conflicts of interest;
- The organization is attached to a controversy that may pose a risk to WHF's reputation, brand, or ability to carry out our work.

#### ITEM 4.

#### **PARTNERSHIPS Committee**

All collaboration opportunities with an organization deemed as High-Risk will be submitted to the Partnerships Committee.

The Partnerships Committee includes:

- Treasurer (Committee Chair);
- Chair of the Advocacy Committee;
- Chair of the Science Committee;
- Two WHF Board members appointed by the WHF President;
- CEO;
- Director of Partnerships and Programmes
- Director of Business Development.

For partnerships with organizations that fall under the high-risk category as defined above, the Partnerships Committee will review all available information and make a recommendation to the Board on whether or not to proceed with the partnership.

#### **Process for Entering into Collaboration**

Due diligence research is undertaken on all potential new partners to ensure they meet the criteria outlined above.

As soon as a high-risk prospect is identified (i.e. has expressed interest in collaboration with the World Heart Federation and a formal collaboration proposal can be prepared), the Partnerships Committee will review the collaboration opportunity. In reviewing the opportunity, the following will be taken into consideration:

#### **1. Organization Overview**

#### **2. Key Questions**

- Size of potential partnership;
- Ethics and risk;
- Impact for Heart Health: What can we achieve for Heart Health by accepting this donation?
- Brand and Mission Fit: What is the level of alignment of the donor's activities with the WHF mission and will a relationship enhance the WHF brand?
- Reputation: Is WHF proud to partner with this donor?
- Operational Impact: What is the operational impact in servicing the donor, and can these demands be met without compromising strategic priorities and what is the return on investment?
- Independence: Will the independence of WHF to follow its mission be protected?
- Opportunity Cost: What is the opportunity cost for WHF?

#### **3. Other Input**

- Where funding is linked to a specific country, comments will also be sought from the Country Members, around any potential risks such as in country reputational risk.

The Partnerships Committee will make a recommendation to the Chair of the Finance Committee and the President. They will make a decision on behalf of the Board. All decisions will be circulated to the Board, which retains the ultimate right of veto, on a quarterly basis.

#### **Use of WHF Logo**

Corporations may request the use of WHF name/logo on products and in their communication campaigns. WHF may allow this for certain partners, however specific principles and procedures shall apply:

- No-go list is extended to any products/corporations that fall under the "High Risk" category;
- All opportunities shall be submitted to the Partnerships Committee for review;
- On no account should the WHF affirmatively recommend the consumption of a specific branded product;
- If the branded product has a health claim, the company shall submit the scientific evidence to WHF for review;

- Any health recommendations attributable to WHF shall come from WHF and shall provide a holistic heart health message;
- The decision to place a logo on a product shall not be a standalone aspect of the relationship between WHF and the company but shall represent one component of a broader programme to improve public education and public health;
- The nature of the relationship between the brand and WHF must be made explicit by a partnership statement;
- Any publicity material bearing the WHF's name or logo must be submitted to WHF for review and approval.

### **Termination of Collaboration**

The terms for the termination of collaboration are contained within agreement contracts. Either party may terminate the collaboration if the other acts in a way that violates the terms of the agreement.

If WHF becomes aware that any of its current partners has acted in a way that contravenes the Principles of Collaboration (Item.2), the organization will review the partnership agreement and may terminate the collaboration. ■

## **Section VIII**

### **Travel & Expense Policy for Board Members, Staff & Invited Guests**

#### **ITEM 1.**

##### **Board Member Entitlement:**

The Board currently meets once a year and most years twice. The WHF will reimburse all Board members to attend at least one Board meeting per year, except where the Board member's sponsoring organisation can cover travel costs. <sup>xxv</sup>

#### **ITEM 2.**

##### **Air Travel:**

For flights not exceeding 5 hours, Board members, Staff and Invited Guests shall be reimbursed for the cheapest possible air ticket. For flights of more than 5 hours, the WHF will reimburse up to full-fare economy (including Economy plus, additional leg room, seat selection, option to upgrade). For full journey exceeding 18 hours, the WHF will on a case-by-case basis reimburse Board Members the cheapest possible business class air ticket,

after prior approval from the CEO. For the President and the CEO, for flights above 5 hours cheapest business class should be an option. This, however, is subject to an annual budget limit and will be budgeted accordingly. Any upgrades are the personal responsibility of the Board member, Staff or Invited Guest. The cost of all tickets must be checked with and approved by the CEO before purchase. All Board members, Staff and Invited Guests are expected to control travel costs.

Where possible WHF will provide benchmarks for travel and will reimburse only up to the level of the benchmark with some exceptions.

#### **ITEM 3.**

##### **Transport to hotel and meetings:**

Shuttle bus services from airports to hotels or trains to the city centre should be used whenever available. Where not available, taxi fares will be reimbursed.

#### **ITEM 4.**

##### **Meals:**

Meals (breakfast, lunch and dinner) will be provided either by the host organization or by WHF. Should the Board member, Staff or Invited Guest decide not to participate, reasonable meal expenses will be reimbursed.

#### **ITEM 5.**

##### **Hotel Rooms:**

Lodging expenses will be reimbursed for the period of the meetings if not provided for by the host. WHF and/or the host organization will select and organize the hotel accommodation. Please note that WHF will not reimburse telephone, laundry, mini-bar, or other personal expenses.

#### **ITEM 6.**

##### **General Procedures:**

WHF will reimburse expenses upon presentation of copies of tickets or travel agent bills and upon presentation of receipts for all other expenses, together with a completed reimbursement form including all necessary bank account details. A letter of request without justifying documentation is insufficient. ■

## Section IX

### Media Policy

#### ITEM 1.

##### Introduction:

The success of the WHF is directly related to its reputation for providing quality products and services to its diverse range of publics. In its simplest form, favourable image is only earned through good performance, which is publicly recognized. Since much of what the public knows about the WHF is obtained through the media, it is very important that everyone dealing with the media do so effectively to ensure the best possible chances for accuracy and objectivity in media coverage.

It is recognized that responsibilities vary, according to discipline within the WHF and because of this, Board and Scientific Policy & Advocacy Committee members may be the first people the media will try to reach. This media policy has been established to give guidelines on dealing with the media, to be aware of what can be dealt with locally and what must be referred to the President and CEO.

The President, CEO and other appointed spokespeople are trained professionals in this area and have practical experience dealing with the media and in a variety of circumstances. Please seek their advice and rely on their judgement. The media usually calls when they need to “localize” a story. When the performance of the WHF impacts the local community or its citizens, or especially when a speech is delivered, it is likely to encounter members of the fourth estate looking for comments.

**(Refer to Article VII, Section 1 of the Statutes: “The President shall be concerned specifically with all medical and public health matters of the Federation and shall in particular be its public spokesperson.” (excerpt))**

Generally at the local level, news and media requirements will be confined to local health programmes and fundraising events.

Board and Scientific Policy & Advocacy Committee members are under no obligation to respond to the media, but ideally, the CEO of the WHF should be advised whenever such a media inquiry is made as it may be part of a larger story that requires the WHF’s

position, involves WHF policy, controversial issues or matters outside an individual’s area of expertise. The WHF office maintains prepared key messages for the media along with every press release. These messages can improve the quality of any interview. When an interview is agreed, it must be for a reason – “How will the WHF be impacted by this?” “What does the WHF want to communicate?”

WHF media policy will take into account that the mass media has a powerful influence in the daily lives of all; it can be a strong ally in creating a climate of opinion or setting an agenda for public discussion; it can also generate negative public feeling towards an organization where there is controversy.

The aim of this media policy is to maximize the WHF’s media opportunities and minimize the risks of negative press.

#### ITEM 2.

##### Goals of the Policy:

- 2.1 To ensure the messages of the WHF are delivered in a consistent and positive manner;
- 2.2 To effectively target and distribute information about the WHF’s work and programmes to key stakeholders, i.e. general public, health professionals and decision-makers;
- 2.3 To create and distribute positive health promotion messages so that they impact favourably on the health of the world’s population;
- 2.4 To enhance the profile of the WHF throughout the world;
- 2.5 To influence public policy on health issues related to the aims and objectives of the WHF
- 2.6 To support all national advocacy, education and training or fundraising campaigns implemented by the WHF;
- 2.7 To support all regional special and fundraising events by proactive distribution of key messages associated to each event;
- 2.8 To avoid, limit and defuse any negative publicity.

#### ITEM 3.

##### Who Should Handle Calls from the Media?

- 3.1 All media calls should be directed to the Director of Communications who will liaise as appropriate with the President and CEO and appointed spokespersons, all of whom are required to have media training.

3.2 The Director of Communications will:

- Discuss the nature of the enquiry with the journalist to determine what the reporter is looking for, the deadline, and advise when and by whom they will be called back;
- Ensure the appropriate person with delegated authority to speak on behalf of WHF responds to the journalist.

#### **ITEM 4.**

##### **Handling Difficult Issues/Crisis Management:**

4.1 All media inquiries relating to a controversial issue or crisis must be urgently directed in the first instance to the President and CEO as these types of calls usually require a more in-depth communications strategy to be developed.

An effective communications strategy is particularly important because of the potential to confuse the public and/or damage the WHF. There is no steadfast way to handle these situations or journalists and the WHF's response will vary according to the circumstances.

Depending on the nature of the call and issue, the CEO and the President, will determine if it is more appropriate to issue a prepared written statement on behalf of the WHF, or have a face-to-face interview with the journalist.

Providing a prepared, written statement ensures that WHF is telling a consistent story and serves as a reference for future interviews.

Objectives of handling difficult calls:

- To minimize negative impact;
- To avoid protracted coverage;
- To maintain the WHF's credibility;
- To turn a negative situation into a positive opportunity wherever possible.

#### **ITEM 5.**

##### **Media Releases and Promotional Materials**

5.1 Media releases and all promotional material on national issues, national events and fundraising campaigns, e.g. World Heart Day, are the responsibility of the Director of Communications in consultation with the CEO and President.

5.2 Similarly, any promotional materials carrying endorsement or reference to the WHF produced by the members should be channelled through the Director of Communications for review and approval. This includes brochures, flyers,

advertisements (print, radio and TV) and any other material for external publication. No material referring to the WHF should be disseminated into the community without approval.

#### **ITEM 6.**

##### **Use of the WHF's Logo:**

6.1 All material with the WHF logo must be used in strict accordance with written partnership agreements as approved by the Board. Members are allowed to use the "member of WHF logo." ■

## **Section X**

### **Programme Sponsorship Policy**

#### **ITEM 1.**

##### **Introduction:**

The WHF may under certain circumstances sponsor or endorse programmes, symposia or conferences where the main purpose of the event is to promote knowledge and understanding of the causes, treatment and prevention of cardiovascular disease.

#### **ITEM 2.**

##### **Procedure:**

2.1 Applications for sponsorship are to be addressed to the CEO at WHF Headquarters (or by email to **info@worldheart.org**) at least six months prior to the date of the meeting using the special form available from the WHF website **www.worldheart.org**.

2.2 Applications will be initially evaluated by the Senior Science Advisor and the final decision will be made by SPAC and the Finance and Audit Committee. The outcome will be advised to the applicant by the Science Officer.

2.3 Approval does not imply any financial obligation on the part of the WHF, however the WHF logo will be made available for use on publicity material and the WHF will announce the applicant's meeting on the WHF website and in Heartbeat.

2.4 Applicants must be prepared to ensure that their meeting will take place in a smoke free environment and that food provided to participants must include healthy options.

2.5 If the WHF has national affiliated members in the country where the meeting is being held, the applicant should notify these member organizations of the event. ■

## Section XI

### Conflict of Interest and Relationships Policy

#### ITEM 1.

##### Aims of this Policy:

It is likely that several Board members will have relationships with potential funders of the WHF. In fact such relationships are often key to leveraging support for the WHF. However, the aim of this policy is not to discourage existing or new legitimate relationships between Board members and potential sponsors but to ensure that the decisions and transactions of the WHF are made with honesty and integrity and that both the WHF and individuals privy to those decisions and transactions are protected through a full disclosure of relationships and where appropriate potential conflicts of professional and financial interest.

#### ITEM 2.

##### Who this Policy applies to:

Staff, Members of the Board, Scientific Policy & Advocacy Committee members, FAC, Congress Management Committee members, Congress Programme Committee members, or any other individuals who are privy to the decisions and transactions of the WHF.

#### ITEM 3.

##### Definitions of Conflict of Interest:

An individual who is privy to the decisions and transactions of the WHF may have a conflict of professional and financial interest if he or she or a closely associated third party may personally or their immediate family) benefit financially from those decisions or transactions.

#### ITEM 4.

##### Situations where a conflict of interest may arise:

#### 4.1 Business decisions and transactions

A potential professional or financial conflict of interest may occur if an individual is privy to the business and decisions and transactions of the WHF and:

- a. He/she will or may derive a material professional or financial benefit;
- b. His/her business, family, or family's business will or may derive a material professional or financial benefit;
- c. A third party to which he/she is closely associated will or may derive a professional or material financial benefit;

- d. The discussions, decisions or transactions are commercially sensitive and may conflict with the professional or financial interests of a third party to which that individual is closely related.

#### 4.2 Research grants and awards

- a. A conflict of interest will occur if the member (in particular a Board member, a SPAC member, or other council or committee member) submits an application for a grant or award from WHF as a principal investigator, co-investigator or recipient.
- b. A conflict of interest may occur if the member is part of the same research team, a close collaborator, or a member of the same department as an applicant for a grant or award from the WHF.
- c. A potential conflict of interest relationship is understood but acceptable if the member is asked to present the case to the Committee for a fellowship or scholarship application from an individual who is from the member's institution.

#### ITEM 5.

##### Procedures for potential conflicts of interest:

#### 5.1 Potential conflicts arising during Board or Committee meetings

The member, who has a potential conflict of interest or relationship, will declare this to the Chairperson at the earliest available opportunity. The Chairperson will decide on the appropriate action (such as the member leaving the room or not taking part in the discussions). The declaration of potential conflict of interest and action taken will be recorded in the minutes.

#### 5.2 Potential conflicts arising outside Board or Committee meetings

The member will inform the CEO and President who will record the declaration in the Register of Conflicts of Interest, and review independently. New registrations in the Register will be noted by the CEO and included with other reports to the Board

#### ITEM 6.

##### Board and Committee declarations:

**6.1 All Board Members and Committee members** must complete and sign a Conflict of Professional and Financial Interest Declaration as part of the Induction process, and subsequently on an annual basis. ■

## Section XII

### Financial/Investment Management Policies

#### ITEM 1.

##### Introduction:

The World Heart Federation manages both cash or near cash current accounts and reserve accounts. Management of the reserve accounts must be undertaken with the utmost caution. These reserves are assumed to be in secure long-term investments. The current accounts assure the proper operational effectiveness of the organization on a year-to-year basis. These accounts must be managed for efficiency and some acceptable return. <sup>xxviii</sup>

#### ITEM 2.

##### Current Accounts:

Current accounts and short/mid-term investments are maintained in US\$, Euros, GBP and Swiss Francs at the WHF operational Bank in Geneva. The management of these accounts is the primary responsibility of the CEO. He/she shall have signing authority on these accounts to enable efficient bill paying and operational management. All transaction orders require the joint signature of two persons.

All investment policies will be recommended by the Finance and Audit Committee with advice from the CEO and the WHF operational Bank management, and approved by the Board.

#### ITEM 3.

##### Reserve Account Management:

Reserve account management is the responsibility of the Finance and Audit Committee and it is the aim of the organisation to have at least 3 months' reserves to cover unrestricted costs (eg key staff not supported by projects, travel unrelated to projects, rent, etc).

#### ITEM 4.

##### Financial Management

The financial activities of the organisation are governed through the financial policies and procedures. (Refer to separate Financial Policies and Procedures document). ■

## Section XIII

### Use of Electronic Signatures

#### ITEM 1.

The World Heart Federation maintains electronic signatures and/or computer-scanned signatures for correspondence of the President, CEO and selected WHF officers under conditions controlled by the CEO. A management policy exists to guide staff in the access and use of these tools.

#### ITEM 2.

Under no circumstances are the signature stamps or scanned signatures used on financial instruments.

#### ITEM 3.

All use of electronic signatures requires the approval of the owner of that signature as well as the CEO.

#### ITEM 4.

The Board reviews the policy and its applications at two-year intervals. <sup>xxix</sup> ■

## Section XIV

### Smoke free Environments

#### ITEM 1.

All activities of the World Heart Federation will be conducted within a smoke free environment.

#### ITEM 2

The Federation will have no relationships of any form with the tobacco industry or its subsidiaries.

#### ITEM 3

Board members will have no personal or professional relationships of any form with the tobacco industry or its subsidiaries. ■



# REFERENCES

<sup>i</sup> (Refer to Article IV, Section 1 of the Statutes: “The Board shall be responsible for governance, the development and implementation of the Policies & Procedures of the Federation and shall have oversight over the funds and property of the Federation.” (excerpt))

<sup>ii</sup> The terms <society> and <foundation> are to be considered as generic terms designating artificial persons. It is understood that different terminology, such as “association”, is used in certain countries.

<sup>iii</sup> (Refer to Article 1, Section 2 of the Statutes: “Full Member: A Full Member means/designates a cardiac society, heart foundation or other organisation with significant involvement in cardiovascular health that applies for membership and meets the eligibility criteria for full membership. Associate Member: An Associate Member means/designates an organisation working towards cardiovascular health though that does not need to be its sole aim.”)

(Refer to Article III, Section 2 of the Statutes: “The General Assembly has the following responsibilities:

c. Ratify the basic principle to be used by the Board in determining the scale of membership fees, within the limits set out in Article IX, Section 3.”)

(Refer to Article IX, Section 3 of the Statutes: “The Board shall determine the scale of membership fees as its reasonable discretion, by combining one or more relevant elements which may include GDP of the Member’s country of domicile; whether the Member is based in a G20 country; the Members’ number of permanent staff; the Members’ number of Members; the size of the Members’ operating budget. It may exempt certain categories of Members from membership fees, provided that this is disclosed in the fee schedule made available to all Members.”)

<sup>iv</sup> (Refer to Article II, Section 9 of the Statutes: “Members will be required to pay an annual membership fee. Non-payment of membership fees will entail the loss of voting rights and all other privileges of Members at the end of the calendar year for which the fees are due.”)

<sup>v</sup> (Refer to Article II, Section 4 of the Statutes: “Application for membership under Sections 1 and 3 of this Article shall be made in writing to the International Headquarters; applications will involve an application form, a letter of motivation from the applicant’s board, the applicant’s legal statuses as well as its last set of accounts. The Board has the authority to admit the Members.”)

(Refer to Article VII, Section 3 of the Statutes: “The Treasurer/Secretary shall received and process applications for membership and notices of resignation and shall be responsible for ensuring the maintenance of good standing by Members and the initiation of suspension procedures when appropriate”. (excerpt))

<sup>vi</sup> (Refer to Article VII, Section 4 of the Statutes: “The Chairperson of the Science, Policy and Advocacy Committee shall be a medical person who will also have intimate knowledge of the work of a national heart foundation. The Chairperson of the Scientific and Policy Advocacy Committee will be an ex-officio Member of all Working Groups and Expert Panels and will also be a Member of the Board and of the Executive Committee of the Federation. The term of office will be four years.”)

<sup>vii</sup> (Refer to Article VII, Section 4 of the Statutes: “The Chairperson of the Science, Policy and Advocacy Committee shall be a medical person who will also have intimate knowledge of the work of a national heart foundation. The Chairperson of the Scientific and Policy Advocacy Committee will be an ex-officio Member of all Working Groups and Expert Panels and will also be a Member of the Board and of the Executive Committee of the Federation. The term of office will be four years.”)

<sup>viii</sup> (Refer to Article V, Section 1 of the Statutes: “The Board may appoint other bodies as defined in the Policies and Procedures.”)

<sup>ix</sup> (Refer to Article VII, Section 1 of the Statutes: “The President shall be Chairperson of the Board and of the Executive Committee. The President shall be entitled to cast a vote on all issues before the Board and the Executive Committee. The President shall be a Member of all Committees and Boards of the Federation unless the Board by resolution specifies otherwise.” (excerpt))

<sup>x</sup> (Refer to Article VII, Section 2 of the Statutes: “The Vice-President shall be a Member of all Committees and Boards of the Federation, including the Executive Committee, unless the Board by resolution specifies otherwise.” (excerpt))

<sup>xi</sup> (Refer to Article VII, Section 4 of the Statutes: “The Chairperson of the Science, Policy and Advocacy Committee shall be a medical person who will also have intimate knowledge of the work of a national heart foundation. The Chairperson of the Scientific and Policy Advocacy Committee will be an ex-officio Member of all Working Groups and Expert Panels and will also be a Member of the Board and of the Executive Committee of the Federation. The term of office will be four years.”)

<sup>xii</sup> (Refer to Article VII, Section 3 of the Statutes: “The Treasurer/Secretary shall be a non-medical person, with recognised expertise in finance and management, and shall be a Member of the Board and of the Executive Committee of the Federation. The Treasurer/Secretary shall have such other powers and duties as may from time to time be assigned by the Board”. (excerpt))

<sup>xiii</sup> (Refer to Article VIII, Section 1 of the Statutes: “The President Elect shall be a Member of the Board. In the absence of the President, the President Elect shall perform the duties of the President and shall have such further powers and duties as may be assigned by the Board.”)

<sup>xiv</sup> (Refer to Article VIII, Section 2 of the Statutes: The Vice-President Elect shall be a Member of the Board and shall have such duties as may be assigned by the Board.)

<sup>xv</sup> **(Refer to Article IV, Section 3 of the Statutes:** *In addition, up to three Members as approved by the Board at the Strategic Partner Level, will have the option on a rotating basis with other partners to each appoint one additional Board Member for the relevant calendar year. These three Board Members shall have observer status only; their number shall not be taken into account to determine any Board Member quorum or majority.*) (excerpt)

<sup>xvi</sup> **(Refer to Article IV, Section 3 of the Statutes:** *In case of a vacancy or extended absence in the Board, the Board may appoint a new Member to fill the vacancy for the remaining term of the post vacated.*) (excerpt)

<sup>xvii</sup> **(Refer to Article VI, Section 1 of the Statutes:** *The Officers of the Federation shall be the President, the Vice-President, the Treasurer/Secretary, the Chairperson of the Science, Policy and Advocacy Committee, the Chair of the Partners Council and the Chair of the Continental Council.*)

**(Refer to Article III, Section 2 of the Statutes:** *The General Assembly has the following responsibilities:*

*b Elect the President, Vice-President and Treasurer/Secretary, and a minimum of 5 additional Board Members based on skills and geography.*) (excerpt)

<sup>xviii</sup> **(Refer to Article V, Section 1 of the Statutes:** *The Board may appoint other bodies as defined in the Policies and Procedures.*)

<sup>xix</sup> **(Refer to Article VII, Section 3 of the Statutes:** *The Treasurer/Secretary shall have charge of, and be responsible for, the funds and securities of the Federation which shall be deposited in accordance with the instructions of the Finance Committee. The Treasurer/Secretary shall be responsible for proper accounting procedures and controls in maintaining the books and records of accounts of the Federation and shall render such financial statements to the Board as may be requested. The Treasurer/Secretary shall ensure proper audit of the accounts as soon as possible after the end of the fiscal year, which corresponds to the calendar year, but in any case not later than 31 May. The annual statements shall be submitted to the first meeting of the Board after their preparation, and then made available to the membership.*) (excerpt)

<sup>xx</sup> **(Refer to Article IX, Section 1 of the Statutes:** *The income of the Federation shall consist of: b. Surpluses from congresses and other conferences;*) (excerpt)

<sup>xxi</sup> **(Refer to Article V, Section 1 of the Statutes:** *The Board may appoint other bodies as defined in the Policies and Procedures.*)

<sup>xxii</sup> **(Refer to Article IX, Section 1:** *The income of the Federation shall consist of: b. Surpluses from congresses and other conferences.*) (excerpt)

<sup>xxiii</sup> **(Refer to Article V, Section 1 of the Statutes:** *The Board may appoint other bodies as defined in the Policies and Procedures.*)

<sup>xxiv</sup> **(Refer to Article IV, Section 4 of the Statutes:** *A quorum of the Board shall consist of a majority of its Members. An absolute majority of the vote of the Members present shall decide any questions unless a different vote is required by law or by the Federation's Statutes. The Chief Executive Officer is a Board Member, however, he/she acts in an advisory capacity only.*)

<sup>xxv</sup> **(Refer to Article IV, Section 6 of the Statutes:** *Board Members, including those with observer status, if any, except those acting in an advisory capacity only (such as the Chief Executive Officer), serve on an unpaid basis and may only claim reimbursement of their effective expenses and travel costs. Possible attendance fees may not exceed those paid for official commissions.*)

<sup>xxvi</sup> **(Refer to Article VII, Section 1 of the Statutes:** *The President shall be concerned specifically with all medical and public health matters of the Federation and shall in particular be its public spokesperson.*) (excerpt)

<sup>xxvii</sup> **(Refer to Article VII, Section 1 of the Statutes:** *The President shall be concerned specifically with all medical and public health matters of the Federation and shall in particular be its public spokesperson.*) (excerpt)

<sup>xxviii</sup> **(Refer to Article VII, Section 2 of the Statutes:** *The Vice-President, in particular, shall be concerned with the administrative and financial affairs of the Federation and the development and coordination of Member activities.*) (excerpt)

**(Refer to Article VII, Section 3 of the Statutes:** *The Treasurer/Secretary shall have charge of, and be responsible for, the funds and securities of the Federation which shall be deposited in accordance with the instructions of the Finance Committee. The Treasurer/Secretary shall be responsible for proper accounting procedures and controls in maintaining the books and records of accounts of the Federation and shall render such financial statements to the Board as may be requested. The Treasurer/Secretary shall ensure proper audit of the accounts as soon as possible after the end of the fiscal year, which corresponds to the calendar year, but in any case not later than 31 May. The annual statements shall be submitted to the first meeting of the Board after their preparation, and then made available to the membership.*

*Subject to resolution by the Board, the Treasurer/Secretary, together with the CEO, is authorised to endorse for deposit or transfer the name of the Federation on cheques, drafts, warrants and bills of exchange, to give receipts and releases in the name of the Federation for cash, securities and other property delivered to it, and to make disbursements for vouchers, payrolls, drafts and other expenditures during the ordinary course of business of the Federation.*) (excerpt)

<sup>xxix</sup> **(Refer to Article IV, Section 1:** *The Board shall be responsible for governance, the development and implementation of the Policies and Procedures of the Federation and shall have oversight over the funds and property of the Federation.*) (excerpt)



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