

CONSTITUTION OF AN UNINCORPORATED ASSOCIATION

1 Name

The name of the Association is

Swindon Counsellors and Psychotherapists Network (S.C.P.N.)
(‘The Association’)

2. Objects

The object of the Association is to provide a forum for counsellors and psychotherapists from a range of theoretical disciplines, who are working in the South West of England (known as the area of benefit) to develop a supportive professional network and to promote their professional development.

3. Powers

The powers of the organisation shall be as follows:

- 3.1 To hold regular meetings to progress its aims
- 3.2 To organise and manage social and professional development events and exhibitions
- 3.3 To apply for and raise funds to be used for furthering its aims
- 3.4 To employ or contract paid staff
- 3.5 To follow and uphold any legal requirements
- 3.6 To acquire or hire property of any kind
- 3.7 To let or dispose of property of any kind
- 3.8 To deposit or invest funds in any lawful manner
- 3.9 To take out insurances to protect the income and property of the Association and members of the Committee where required
- 3.10 To enter into contracts to provide services to or on behalf of other bodies
- 3.11 To co-operate with other bodies
- 3.12 To pay a reasonable fee to members who lead workshops, lectures and seminars on behalf of the Association
- 3.13 To pay a reasonable fee to a non-SCPN member who leads a workshop, lecture or seminar on behalf of the Association
- 3.14 To do anything else within the law which promotes or helps to promote the Objects

4. Membership

- 4.1 Membership will be open to any individual aged 18 years and over living in the area of benefit who is interested in promoting the Objects of the Association and have been approved by the Committee
- 4.2 The criteria for membership will be that:
 - a) SCPN will be open to all counsellors and psychotherapists, aged 18 years and over, provided that they are members of a professional counselling/psychotherapy organisation and that they provide details of such membership
 - b) The Committee of SCPN may establish different classes of membership and set appropriate rates of subscription
 - c) The Committee must keep a register of members
 - d) Should SCPN receive a complaint about a member this would be referred to their professional organisation(s) to investigate. Continued membership of SCPN would thereafter be contingent upon their continued membership of the professional counselling/psychotherapy organisation(s)
- 4.3 The Committee may terminate the membership of any individual whose continued membership would in the reasonable view of the Committee be harmful to the Association
- 4.4 Every member will be entitled to one vote at an AGM or General Meeting

5. General Meetings

- 5.1 All members are entitled to attend general meetings of the Association in person
- 5.2 General meetings are called by 14 clear days' written notice to the members specifying the business to be transacted
- 5.3 There is a quorum at a general meeting if the number of members personally present is at least 10
- 5.4 The Chair or (if the Chair is unable or unwilling to do so) some other member elected by those present presides at a general meeting
- 5.5 Except where otherwise provided in this Constitution, every issue at a general meeting is determined by a simple majority of the votes cast by the members present in person
- 5.6 Except for the chair of the meeting, who has a second or casting vote, every member present in person is entitled to one vote on every issue

- 5.7 An AGM must be held in every year (except that the first AGM may be held at any time within 18 months after the formation of the Association)
- 5.8 At an AGM the members:
- a) receive the accounts of the Association for the previous financial year
 - b) receive the report of the Committee on the Association's activities since the previous AGM
 - c) elect elected Committee members to replace those retiring from office
 - d) appoint an independent examiner for the Association where required
 - e) may confer on an individual (with his or her consent) the honorary title of Patron, President or Vice-President of the Association
 - f) discuss and determine any issues of policy or deal with any other business put before them
- 5.9 An EGM may be called at any time by the Committee and must be called within 14 days after a written request to the Committee from at least 20 members

6. The Committee

- 6.1 The committee have control of the Association and its property and funds and are responsible for overseeing the day to day operation of the business of the Association
- 6.2 The Committee will be elected by the membership at its AGM
- 6.3 The Committee will consist of at least four and no more than eight individuals plus one representative each from the Counselling and Psychotherapy Centre and Willows Counselling Service
- 6.4 The quorum of the Committee will be four members
- 6.5 The Committee will have the authority to co-opt up to four additional Committee members
- 6.6 Co-opted members of the Committee have to be members of the network
- 6.7 At least four Committee meetings will be held each year
- 6.8 The Committee will determine, from time to time, the level of remuneration to members who lead workshops, seminars or lectures
- 6.9 The Committee will determine what Officers, Posts and Functions will be held by the Committee and by Members of the Association.

- 6.10 The Chair of the Committee will be elected by the Committee
- 6.11 Officers within the Committee would be agreed by the Committee
- 6.12 It was agreed that the length of term of office would be three years. In the first year one third of the Committee would stand for one year, one third for two years and one third for three years. The Committee will determine which of their members serves for which period of time in their inaugural meeting. One third of the Committee retiring in any one year
- 6.13 Members could be elected for a second term of three years but after which must stand down for a period of at least one year before being re-considered for another term of office.
- 6.14 A Committee member could be voted off by a majority vote within the Committee

7. Income and Property

- 7.1 The property and funds of the Association must be used only for promoting the Objects and do not belong to the members of the Association or the Committee
- 7.2 No committee member may receive any payment or money or other material benefit (whether direct or indirect) from the Association except 7.3 (expenses) and 7.4 (fees)
- 7.3 Committee members may be paid reasonable out of pocket expenses
- 7.4 As with the case of members of the Association (SCPN), a committee member who leads workshops, seminars or lectures can receive a sum by way of remuneration on the instructions of the other Committee members but
 - a) only if the procedure prescribed by clause 7.5 is followed in selecting the member and setting the fees and
 - b) provided that this provision may not apply to more than one half of the committee members in any financial year
- 7.5 Whenever a committee member has a personal interest in a matter to be discussed at a Committee meeting
 - a) The Committee member must:
 - i) declare an interest before discussion begins on the matter
 - ii) withdraw from that part of the meeting unless expressly invited to remain in order to provide information
 - iii) not be counted in the quorum for that part of the meeting
 - iv) withdraw during the vote and have no vote on the matter

- b) the maximum fees that a Committee member can receive leading workshops, seminars or lectures will be determined from time to time by the Committee and shall not exceed any fees paid to ordinary members of SCPN who have received payment/fees for similar work

7.6 The Association will keep a record of all income and expenditure and will ensure that these accounts will be verified annually at the AGM

8. Changes to the constitution

The constitution may be amended by a resolution passed by not less than two thirds majority of the members present and voting at a general meeting. Members must be given at least two weeks notice of the meeting. The notice of the general meeting must include notice of the resolution setting out the terms of the amendment proposed.

9. Dissolution

The organisation can be dissolved at a general meeting with at least two thirds of the members in attendance in agreement to dissolve. After making provision for all outstanding liabilities of the Association, the Committee may transfer all the remaining property and funds to an organisation with the same or similar objects.

Adopted at a meeting held

At(place)

On(date)

Signed

Witnessed

NAME

Name

Position

Address

Signature

.....

(Name and signature of chair of meeting)

Signature
(name, address & signature of witness)