

Charity Commissioner approval received on 16-8-18 – Membership criteria revised

# **BRITISH SOCIETY OF REHABILITATION MEDICINE**

**Registered Charity No. 293196**

## **CONSTITUTION**

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### **The Constitution Bylaws**

#### **1 Name**

The Society shall be called the British Society of Rehabilitation Medicine and is hereafter referred to as 'the Society'.

#### **2 Administration**

Subject to the provisions set out below, the Society and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee constituted by sub-clause 8.1 of this constitution ("the Executive Committee")

#### **3 Objects**

3.1 The objects of the Society are:

- 3.1.1 to promote the development of the understanding and management of acute and chronic disabling diseases and injuries, and their consequences for the individual patient, their carers, their medical and other attendants, and society at large.
- 3.1.2 to promote the specialty of Rehabilitation Medicine, being defined as the application of medical skill to the diagnosis and management of disabling disease and injury of whatever cause and affecting any system of the body.
- 3.1.3 to advance the education of health and other professionals and the general public in the area of disability.
- 3.1.4 to develop and promote standards for clinical care and professional working in the specialty and mechanisms for audit, appraisal and review to ensure that those standards are maintained.
- 3.1.5 to promote and facilitate research in the field of rehabilitation to support the evidence base which underpins good clinical practice in the specialty.

#### **4 Powers**

In the furtherance of the above objects, but not otherwise, the Society shall have the following powers:

- 4.1 the power to appoint an Executive Director who shall be responsible for the day-to-day running of the Society. This person shall be salaried at a rate to be determined by the Executive Committee, on the advice of the Treasurer. The Executive Director's duties shall include maintaining a register of members of the Society, being responsible for regular communication with the members, assisting the President, Treasurer, Secretary and Deputy Secretary with their duties, and such other tasks as the Executive Committee shall determine from time to time. Additional support staff may be appointed as required and remunerated as appropriate.

- The Executive Director and any other staff appointed under this article may not be elected or co-opted to the Executive Committee.
- 4.2 the power to study and disseminate information to all interested parties regarding:
    - 4.2.1 the epidemiology of disabling disorders
    - 4.2.2 their prevention, diagnosis, clinical features, and treatment
    - 4.2.3 the nature and content of education in rehabilitation, involving training in all specialities, both at the undergraduate and postgraduate level.
    - 4.2.4 the provision and organisation of facilities to study and treat disabling diseases
    - 4.2.5 the economic, social and community aspects of disability
  - 4.3 The Society shall also have the power to organise and promote educational meetings, publish reports and other material, both printed or otherwise, and become associated with, or publish, a learned journal or in any other way disseminate the proceedings of its scientific and other meetings.
  - 4.4 The Society shall have the power to make grants or awards, both to members and non-members, in furtherance of the objects of the Society.
  - 4.5 The Society shall undertake all such things as are incidental or conducive to the attainment of any or all of these objects and in the process thereof shall have, after taking due heed of all relevant laws, the power to:
    - 4.5.1 purchase, take on lease or in exchange, receive by way of gift, grant or otherwise, hire or in any other manner acquire any real or personal property and any rights of privileges which the Society may think necessary or desirable for the promotion of its objects or any of them, and to construct, maintain and alter any buildings or constructions necessary or desirable for the work of the Society.
    - 4.5.2 sell, let, mortgage, dispose of, or turn to account, all or any property or assets of the Society as may be thought expedient with a view to the promotion of its objects.
    - 4.5.3 borrow or raise money for the purposes of the Society on such terms and on such security as may be thought fit.
    - 4.5.4 invest the monies of the Society not immediately required for its purposes in or upon such investment, securities or property as may be determined by the Society.
    - 4.5.5 affiliate itself to any group whose objects are compatible with those of the Society.

## 5 Membership

- 5.1 Full Membership (as defined in the Bylaws) of the Society shall be open to all registered medical practitioners interested in, and concerned with, the objects of the Society.
- 5.2 Associate Membership shall be open to medical practitioners in allied specialties who are members of their own specialty society holding similar objects as those of the Society and to Senior Allied Health Professionals/Nurses, registered with the Health Professions Council/Nursing & Midwifery Council, who have experience of working with Rehabilitation Medicine in a multidisciplinary team and share the Society's objectives. Associate Members shall enjoy all the rights and privileges of the Ordinary member, with the exception of the right to election to an Officer post or to vote at the Annual General Meeting.
- 5.3 The general qualifications for, privileges of, and subscriptions due shall be determined from time to time and defined in the Bylaws of the Society.
- 5.4 Candidates for membership should apply in writing with the endorsement of an existing full member in good standing, to the Executive Director of the Society. All suitably qualified applicants with an appropriate endorsement, shall be admitted to the membership. If the Executive Director is uncertain of the status of an applicant, then the application shall be discussed and either approved or rejected at the next meeting of the Executive Committee.
- 5.5 Any member who desires to resign shall signify this desire in writing to the Executive Director and thereupon his or her name shall be removed from the list of members and at that point cease to gain any benefits of membership.
- 5.6 Any member who is more than twelve months in arrears in the payment of the subscription to the Society and who has been duly notified thereof shall cease to be a member of the Society and shall lose all privileges of membership. Membership may be restored at the discretion of the Executive Committee, who may require the payment of part or all of any outstanding subscription.
- 5.7 The Executive Committee has the power to recommend to the Annual General Meeting of the Society that certain individuals should be elected Honorary Members of the Society. Such individuals shall as a rule be members of not less than five years good standing who have retired from active medical practice and who are no longer on the Medical Register. Other people of distinction who are committed to the objects of the Society may also be nominated for Honorary Membership. Individuals in the latter category need not necessarily be medically qualified. Honorary Members shall enjoy all the rights and privileges of the ordinary member, with the exception of the right to election to an Officer post or to vote at the Annual General Meeting.

## 6 Scientific Meetings

- 6.1 The Society shall organise at least one Scientific Meeting annually, and this would generally be in conjunction with the Annual General Meeting of the Society.

- 6.2 Additional Scientific Meetings and educational meetings can be organised at the discretion of the Executive Committee.
- 6.3 Any of the scientific or educational meetings can be held in conjunction with other organisations.
- 6.4 Guests may attend scientific and educational meetings of the Society, at the discretion of the Executive Committee.

## **7 Officers**

- 7.1 The Officers of the Society shall be the President, the President-Elect, the Immediate Past President, the Treasurer, the Secretary and the Deputy Secretary. The Officers shall constitute the Trustees for the purposes of the Charities Act (2011).
- 7.2 All Officer posts are honorary.
- 7.3 Candidates (full members) for election to an Officer post require to be nominated by two full members of the Society who are in good standing.
- 7.4 Elections for Officer posts shall take place at the Annual General Meeting of the Society. Those individuals who are successful in the elections shall assume their offices at the close of the Annual General Meeting.
- 7.5 The President shall hold office for two years. A President-Elect shall be elected every two years and also hold office for two years, when he or she shall assume the post of President. In the event of the President-Elect being unable to assume the office, the new President shall be nominated and elected at the Annual General Meeting as for any other of the Officer posts. At the end of the two-year period of office the President shall stand down but shall remain a member of the Executive Committee for a further period of one year, as Immediate Past President. After that one year period the individual shall not be eligible to be re-elected as President or President-Elect, but is eligible to be re-elected to the Executive Committee, any of its sub-committees or any other committee of the Society and also to hold any other of the Officer posts of the Society.
- 7.6 The Treasurer shall serve for three years following which he/she would be eligible for re-election for a further three year term, with a maximum of three terms of office. Thereafter, he/she would not be eligible to stand for the post of Treasurer for three years but could stand for election to the Executive Committee or any of the other Officer posts of the Society. The Treasurer is responsible for directing the financial affairs of the Society. These responsibilities include maintaining a bank account, producing audited accounts, and supervising investments, advising the Society on financial matters and such other duties as the Executive Committee directs in connection with finance. The day-to-day financial dealings of the Society may, at the discretion of the Executive Committee, be devolved to the Executive Director (see Article 4.1).
- 7.7 The Secretary shall serve for a period of two years. A Deputy Secretary shall be elected every two years and also hold office for two years, after which he or she shall assume the office of Secretary. In the event of the Deputy Secretary being unable to assume office, a new Secretary shall be nominated and elected at the Annual General Meeting as for any other of the officer posts. After the two year period as Secretary, the individual shall not be eligible to be re-elected as Secretary or Deputy Secretary, but is eligible to be re-elected to the Executive Committee, any of its sub-committees or any other committee of the Society and also hold any other officer posts of the Society. The Secretary shall be responsible for calling all Scientific, Educational and Business Meetings of the Society and the meetings of the Executive Committee and ensuring minutes are kept of the proceedings thereof.
- 7.8 In the event of the President being unable to complete his or her term of office, the Immediate Past President or President-Elect shall assume the post until the next Annual General Meeting. At that meeting the President Elect will assume the office of President for his or her two year term or if said post is not filled elections for President and President Elect will take place.
- 7.9 In the event of the President and, within their respective terms of office, the Immediate Past President or President Elect both being unable to complete their term of office the Executive Committee will have the power to elect an interim President from its membership until the next Annual General Meeting, at which meeting elections will be held for President and President Elect.
- 7.10 In the event of the Secretary being unable to complete his or her term of office the Deputy Secretary shall assume the post, the two year period of full office starting from the next Annual General Meeting. A temporary Deputy Secretary may be appointed by the Executive Committee at their discretion.
- 7.11 In the event of the Immediate Past President being unable to complete his or her term of office on the Executive Committee he or she shall not be replaced.
- 7.12 In the event of the Treasurer being unable to complete his or her term of office the Executive Committee is empowered to appoint a temporary replacement from within the membership, the new Treasurer then being elected at the next Annual General Meeting.

## **8 The Executive Committee**

- 8.1 The governing body of the Society shall be the Executive Committee and shall consist of the officers of the Society (Article 7.1), six members elected from the membership of the Society, one member elected by members of the Society who are in training, the Chairmen of the principal subcommittees and special interest groups as the Executive Committee may establish, one representative of each organisation with whom the Society may establish cross-representation, and up to three co-opted members who can bring special skills or experience to the Society.

With the exception of the last two categories all members of the Executive Committee shall be members of the Society in good standing.

- 8.2 Candidates for election to the Executive Committee shall require nomination in writing by two full members of the Society in good standing.
- 8.3 Elections for members of the Executive Committee shall take place at the Annual General Meeting of the Society. Those individuals who are successful in the elections shall assume their offices at the close of the Annual General Meeting. The term of office of elected members of the Executive Committee shall be for three years, two elected members retiring each year in rotation. Upon the expiration of such a term a member shall be eligible to be elected as an Officer of the Society but shall not be eligible to re-election to the Executive Committee for at least one year. Co-opted members shall retire at the end of their year of appointment but can then stand for election to the Executive Committee or an Officer post (as long as they are full members in good standing) or be co-opted again if thought to offer further special skills or experience.
- 8.4 The Executive Committee shall be responsible for deciding the arrangements for all meetings and other business of the Society and for deciding representation on other bodies.
- 8.5 The Executive Committee shall have the power to establish sub-committees to further the work of the Society. The nature, membership and rules of such sub-committees shall be decided by the Executive Committee. The principal sub-committees are:
  - Finance and General Purposes
  - Education
  - Research and Clinical Standards
  - Academic Affairs.
- 8.6 The Executive Committee shall have the power to establish Special Interest Groups to further the work of the Society, including forging links with other professional groups working in the area of disability. The nature, membership and rules of such Special Interest Groups will be decided by the Group Membership and ratified by the Executive Committee.

## **9 Termination of Membership of the Executive Committee**

A member of the Executive Committee shall cease to hold office if he or she:

- 9.1 is disqualified from acting as a member of the Executive Committee by virtue of section 181 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).
- 9.2 becomes incapable, by reason of mental disorder, illness or injury, of managing or administering his or her own affairs.
- 9.3 is absent from two meetings held within a period of one year and the Executive Committee resolve that his or her office be vacated.
- 9.4 notifies the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain in office when the notice of resignation is to take effect).

## **10 Executive Committee Members not to be personally interested**

No member of the Executive Committee shall acquire any interest in property belonging to the Society (otherwise than as a Trustee for the Society) or receive remuneration or be interested (otherwise as a member of the Executive Committee) in any contract entered into by the Executive Committee. This article does not prevent the payment of reasonable expenses to Officers and members of the Executive Committee while engaged on the business of the Society.

## **11 Meetings and proceedings of the Executive Committee**

- 11.1 The Executive Committee shall meet at least twice a year.
- 11.2 Five members of the Executive Committee shall constitute a quorum for the conduct of business.
- 11.3 The President, or in his or her absence, the President-Elect, or in his or her absence, the Immediate Past President, shall preside at all meetings of the Executive Committee. If none of the three above mentioned are available, the meeting may appoint its own chairman from among the members in good standing present at the meeting.
- 11.4 A special meeting of the Executive Committee may be called at any time by the President or by any two members of the Executive Committee, upon not less than seven days notice being given to other members of the Executive Committee of the matters to be discussed, but if the matters include the appointment of a co-opted member, then not less than 28 days notice must be given.
- 11.5 Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question, but in the event of equality of votes the chairman shall have a second or casting vote.
- 11.6 The Executive Committee shall keep minutes, of meetings of the Executive Committee and any sub-committees.
- 11.7 The Executive Committee may appoint one or more sub-committees for the purpose of making an inquiry or of supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a sub-committee, provided that all acts and proceedings of any such sub-committee shall be fully and promptly reported to the Executive Committee. A member of the Executive Committee shall hold the chairmanship of any such sub-committee.
- 11.8 The Proceedings of the Executive Committee shall not be invalidated by any vacancy or by the failure to appoint or by any defect in the appointment or qualification of any member or members.

## **12 Receipts and expenditure**

- 12.1 The funds of the Society, including all subscriptions, donations and bequests, shall be paid into an account operated by the Executive Committee in the name of the Society at such bank as the Executive Committee shall from time to time decide. All cheques drawn on the account shall be signed by at least two signatories according to the current bank mandate. At least one signatory shall always be an elected member of the Executive Committee. At the discretion of the Executive Committee, the Executive Director may be authorised to sign cheques as a single signatory up to a prescribed limit, to be clearly stated in the Bylaws, to enable the smooth day-to-day running of the Society.
- 12.2 The funds of the Society shall only be applied in furthering the objects of the Society.

## **13 Trust Funds**

- 13.1 Monies and property held in Trust for the Society shall be administered by the Trustees of the Society.
- 13.2 Monies and properties allocated by their donors for specific purpose, shall, in accordance with charitable law, only be used for the purpose defined by the donor.

## **14 Accounts/Annual Report**

The Trustees shall comply with their obligations under the Charities Act 2011 (or any statutory re-enactment or modification of that provision) with regard to:

- 14.1 the keeping of accounting records for the Society
- 14.2 the preparation of the annual statements of account of the Society
- 14.3 auditing or independent examination of the statements of account of the Society
- 14.4 the transmission of the Statements of Accounts/Annual Report to the Charity Commissioners.

## **15 Annual general meeting**

The Annual General Meeting of the Society shall be held in conjunction with a Scientific Meeting of the Society, within fifteen months of the previous Annual General Meeting. The business transacted at the Annual General Meeting shall include:

- 15.1 consideration of reports from the President, the Treasurer and the auditors of the Society
- 15.2 election of Officers of the Society and members of the Executive Committee
- 15.3 election of the auditors
- 15.4 determination of the level of subscription for the following year.

## **16 Special general meetings**

- 16.1 A Special General Meeting may be convened upon the receipt of a motion, signed by ten members of good standing, by the Executive Director. Formal notice of the Annual General Meeting or any Extraordinary General Meeting must be given at least ten days before the meeting.
- 16.2 The Executive Committee is empowered to conduct a postal ballot on any issue it considers appropriate.
- 16.3 Matters relating to the constitution of the Society can only be discussed at a General Meeting if due notice shall have been given in accordance with Article 19 of this constitution.

## **17 Procedures at all general meetings**

- 17.1 The President, or in his or her absence, the President-Elect, or in his or her absence, the Immediate Past President, shall preside at all General Meetings. If none of the three above mentioned are available, the meeting may appoint its own chairman from among the members in good standing present at the meeting.
- 17.2 The quorum for any general meeting of the Society is thirty full members in good standing.
- 17.3 All decisions, with the exception of constitutional issues, which are governed by Article 19, shall be decided by a simple majority of those present and entitled to vote. Only full members, who are of good standing, are entitled to vote.
- 17.4 In the event of a tied ballot, the Chairman of the meeting, or the President, in the case of a postal ballot, shall have a second, casting vote.

## **18 Notices**

Any notice required to be served on any member of the Society shall be in writing and shall be served by the Executive Director, or any other person specially appointed for the purpose by the Executive Committee, on behalf of the Executive Committee on the member either personally or by appropriate mailing addressed to such member at his or her last known address and any communication so sent shall be deemed to have been received within 10 days of sending.

## **19 Alterations to the Constitution**

- 19.1 The Executive Committee shall have the power to make, vary, and repeal Bylaws and Regulations as they see fit for the conduct of the general affairs of the Society. Such Bylaws or Regulations enacted or repealed shall be reported to the membership at the Annual General

Meeting, by way of letter to the individual members, or, by any other means that enables the members to be made fully aware of such Bylaws or Regulations.

- 19.2 Notice of any proposal to amend, alter, or revise this constitution must be sent by the Executive Director to all members not less than eight weeks prior to the next Annual General Meeting and shall appear on the agenda of that meeting in the form of a motion, The quorum for such a motion shall be one third of the full members in good standing of the Society present in person and the motion shall be decided by at least two thirds majority of those present and eligible to vote. In the event of these two conditions not being met the motion shall be decided by ballot with the result being decided by a simple majority of those members in good standing voting.
- 19.3 No amendment may be made to article 1 (Name), Article 3 (Objects), Article 10 (Executive Committee members not personally interested), Article 20 (Dissolution), or this Article without the prior consent in writing of the Charity Commissioners.
- 19.4 No amendment to the constitution shall be made whereby the Society ceases to be a charity at law.
- 19.5 The Executive Committee shall promptly send to the Charity Commissioners a copy of any amendment made under this Article.

## **20 Dissolution**

If the Executive Committee decides that it is necessary or advisable to dissolve the Society, it shall call a meeting of all members of the Society, of which not less than 21 days notice shall be given, stating the terms of the resolution to be proposed. If the proposal is confirmed by a two-thirds majority of those present and entitled to vote, the Trustees of the Society shall have the power to realise any assets held by or on behalf of the Society. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institutions having objects similar to the objects of the Society as members of the Society may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of the Society must be sent to the Charity Commissioners.

## **BYLAWS**

### **1 Membership**

Categories for full membership are Ordinary (including Non EC), Trainee. Other categories of membership are Honorary Life, Associate and Affiliate.

### **2 Subscriptions**

- 2.1 The Subscription rate applies to a calendar year and is due annually on 1 January.
- 2.2 Members in good standing are defined as those who have paid the current membership subscription.
- 2.3 The Subscription rate includes subscription to 'Clinical Rehabilitation' with the exception of Junior members, Associate Members, Retired A Members whose subscription rate excludes the journal subscription. For the year 2018 the rate is set at: £235 for ordinary members, £75 for Junior Members, £155 for Retired B members, £80 for Retired A Members, £221 for Non EC Members. Associate Members, as defined in article 5.2, shall for the year 2019 pay £80.

### **3 Affiliations and Liaisons**

The Society shall liaise with the Joint Specialty Liaison Committee for Rehabilitation Medicine of the Royal College of Physicians of London and the British Medical Association.

### **4 Publications**

- 4.1 The Society shall publish a Newsletter to members at least twice a year.
- 4.2 The subscription to the Society shall include receiving 'Clinical Rehabilitation' on a regular basis, subject to bylaw 2.3.

### **5 Sub-Committees, Working Parties and Special Interest Groups**

- 5.1 The Executive Committee shall set up such sub-committees and working parties as it sees fit.

- 5.2 The Executive Committee is further empowered to establish specialist interest groups. The Chairman of a special interest group shall become a member of the Executive Committee if not already a member as of right. Such groups will operate under 'Working Rules' agreed with the Executive Committee. As of 1 March 2016, there are seven groups. These are
- Special Interest Group for Electronic Assistive Technology (SIGEAT),
  - Special Interest Group for Amputee Medicine (SIGAM)
  - Vocational Rehabilitation Special Interest (VRSIG)
  - Forum for Academics in Rehabilitation Medicine (FARM)
  - Special Interest Group for Musculoskeletal Rehabilitation
  - Special Interest Group for Spinal Cord Injury Rehabilitation (SCISIG)
  - Trauma Rehabilitation Special Interest Group (TRsIG)
- 5.3 Special Interest Groups may include in their membership any individual, of any profession, who can contribute to the work of that Group.
- 5.4 The chairmen of working parties are to be chosen from members of good standing of the Society, but the appointed chairman may choose any persons they consider appropriate to serve on the working party. Any publications arising from the deliberations of a working party remain the copyright property of the Society.

## **6 Scientific Meetings**

- 6.1 The initiative for inviting the Society to hold a Scientific Meeting at a particular location rests with individual members of the Society.
- 6.2 Scientific communications for presentation at such meetings shall be prepared in accordance with such instructions as the Executive Committee shall determine. However, the local organiser is entitled to choose the major topics for the meeting and vary the rules concerning presentation in the interest of providing an informative and interesting meeting.
- 6.3 The Research and Clinical Standards Sub-committee shall assess all abstracts submitted for the Scientific Meeting and make a decision on their acceptability based on established procedures. Such decisions shall be final.
- 6.4 The Executive Director, in conjunction with the local organiser and the Education Sub-committee, is responsible for ensuring the financial viability of scientific meetings by producing an agreed budget in advance. Any surplus from BSRM meetings will be retained by the Society. Where a meeting is held jointly with another similar body there will be formal discussion re any split of risk/surplus and this will be included within the budget.