

# **THE UNITED KINGDOM MULTIPLE SCLEROSIS SPECIALIST NURSE ASSOCIATION (UKMSSNA)**

## **CONSTITUTION**

This Constitution governs the operations of the UK Multiple Sclerosis Specialist Nurse Association (UKMSSNA) and reflects the byelaws of the International Organization of MS Nurses (IOMSN).

### **1 NAME**

The name of the organisation is the United Kingdom Multiple Sclerosis Specialist Nurse Association (UKMSSNA) hereinafter referred to as “the Association”.

### **2 ADMINISTRATION**

Subject to the matters set out below the Association shall be administered and managed in accordance with this constitution by members of the Committee constituted by Clause 5 of this constitution (“the Committee”).

### **3 OBJECTS**

The object of the Association is to improve the lives of all those persons affected by multiple sclerosis through the provision of education, information, support and appropriate healthcare services. This will be achieved by:

- establishing and perpetuating a specialised branch of nursing in multiple sclerosis;
- establishing standards of nursing care in multiple sclerosis;
- supporting other nurses and healthcare professionals who care for people with MS;
- supporting multiple sclerosis nursing research;
- supporting evidenced-based practice in multiple sclerosis nursing;
- educating the health and social care community about multiple sclerosis;
- disseminating this knowledge throughout the UK and the rest of the world.
- raising the voice of MS Specialist Nurses in the political arena.

### **4 MEMBERSHIP**

Membership of the Association shall be limited to those persons who provide, direct, facilitate, or support nursing care in multiple sclerosis.

#### **4.1 Classes and Qualifications for Membership**

- i. Full Membership: Full membership shall be limited to MS Specialist Nurses and other health and social care professionals whose principal professional interests and activities are devoted to the care of patients with multiple sclerosis either through direct practice, research, or education and who resides in the United Kingdom.

- ii. Associate Membership: Associate membership shall be open to any health or social care professional interested in MS care and the aims of the Association who resides in the United Kingdom.
- iii. Honorary Membership: Honorary membership shall be offered to any health, social care professional or voluntary organisation who is recognized by the committee as making an important contribution to the care of people with MS nationally or internationally. Once awarded, this membership is indefinite as long as they remain a person in good standing. The Committee will be responsible for awarding or terminating honorary membership.

#### **4.2 Annual Subscription**

An annual subscription will be payable by Full and Associate Members. The amount of the subscription will be decided and laid down by the Committee. Subscriptions are payable at the month of acceptance of membership. Members are personally responsible for the payment of their subscription. Membership subscriptions will not be accepted via any pharmaceutical or other commercial company on behalf of a Full or Associate Member.

#### **4.3 Application Process**

Application for membership of the Association shall be made by completing the application form and forwarding it to the Association's Administrator together with the appropriate membership subscription. Applications for membership or for change in membership status shall be referred to the Committee for evaluation and recommendation.

#### **4.4 List of Members**

The Administrator is responsible for maintaining records of membership. The membership list will be available to members only.

#### **4.5 Voting Rights**

Full Members have one vote. Only Full Members in good standing (i.e. persons being investigated for fraud or breach of code of conduct will not have voting rights) may vote on matters coming before the membership, including the election of officers.

#### **4.6 Termination of Membership**

- i. A member may terminate their membership of the Association at any time by notifying the Administrator in writing. No refund of their membership subscription will be paid for early termination of membership.
- ii. A member failing to pay the required annual subscription, having received notice of membership renewal from the Administrator, shall automatically have their membership terminated. If the member fails to pay within 60 days after mailing of notification, the Committee will remove the member's name from the Association. Failure of the member to receive such notification shall not prevent termination. Any member removed from membership in this way may re-apply for membership.

- iii. The membership of any Member taking maternity or other long term official leave from work will be held in abeyance until their return to work, their subscription being due at the next due date after their return to work.

#### **4.7 Right of Appeal**

Any member or prospective member may appeal in writing to the Committee concerning a decision on refusal of application for membership or termination of membership. The appeal will be considered at the Committee's next scheduled meeting. Approval of appeal requires a majority vote of the Committee.

### **5 COMMITTEE**

#### **5.1 Powers**

In furtherance of the objects of the Association the Committee may exercise the following powers:

- i. power to raise funds and to invite and receive grants, donations and other contributions;
- ii. power to buy or lease and to maintain any equipment or materials necessary for the achievement of the objects;
- iii. power to buy, take on lease or in exchange, hire any property necessary for the achievement of the objects and to maintain and equip it for use;
- iv. power to sell, lease or dispose of all or any part of the property of the Association;
- v. power to employ such paid workers (who shall not be members of the Committee) as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for paid workers and their dependents;
- vi. power to publish books, periodicals, pamphlets and other materials in printed, recorded or electronic format, and to hold intellectual property rights in any such material;
- vii. power to organise conferences, debates, seminars and such other special events as the Committee may determine;
- viii. power to co-operate with other organisations in furtherance of any of the objects or of similar purposes;
- ix. Power to do all such other lawful things as are necessary for the achievement of the objects

#### **5.2 Eligibility and Terms of Office**

- i. Committee members are required to hold a first line contract with the NHS or an educational establishment (university, college).
- ii. Committee members must have been Full Members of the Association for at least a year at the date of nomination for election to the Committee to be eligible to hold office as a Committee member.
- iii. The members of the Committee will serve without monetary compensation but shall be entitled to reimbursement of out-of-pocket expenditures made by them on behalf of the Association while discharging their duties as members of the Committee.

### **5.3 Number and Tenure**

- i. There shall be no fewer than five and no more than fifteen members of the Committee.
- ii. Committee members shall represent geographical regions within the UK as set out in Schedule 1 of the Constitution.
- iii. Committee members shall serve for a term of three years. Committee members shall not be eligible to serve more than two (2) consecutive terms of office.
- iv. Each member of the Committee shall remain until his/her successor has been duly elected unless such Committee member shall have ceased to meet the qualifications of his/her office.

### **5.4 Election**

- i. Members of the Committee shall be elected by a simple majority of the voting members of the Association by a postal ballot or electronic ballot.
- ii. Members of the Association will be invited to nominate individuals in Full Membership of the Association, as in 6.1. above, for election as Committee members. Such nominations must be submitted to the Administrator 21 days prior to the date of the postal or electronic vote. Nominees are required to produce a pen portrait to be circulated to all voting members to aid their decision.
- iii. All full members shall have one vote. All votes will be sent to the Administrator.
- iv. The Administrator will count votes and will draw up a list of successful candidates. This list will be passed onto the current Chair of the Association who will circulate its contents to members of the Association.

### **5.5 Officers of the Association**

The officers of the Association shall consist of a Chair or Co-Chairs and Vice Chair.

#### **a) The Chair or Co-Chairs**

- i. The Chair is elected by a majority vote of the Committee.
- ii. The Chair or Co-Chairs are the chief officers of the Association and shall be responsible for the administration of the Association including general supervision of the policies of the Association and general and active management of the affairs of the Association. The Chair shall preside at all meetings of the members and at all meetings of the Committee. S/he shall have the power to delegate the authority to preside at such meetings to any other person in the absence of the Vice-Chair. S/he shall appoint and fill any vacancies for the chairpersons of any Special Interest Groups described in Clause 8.

- iii. The UKMSSNA Chair will seek to become a member of the IOSMN board. They shall be afforded all other full membership privileges and shall provide the Board of Directors of the IOMSN with input about the needs, care models, evidence base, nursing research in MS and nursing care throughout the UK.
  - iv. Following the term of office as Chair s/he will be entitled to serve a further six months as past Chair.
- b) The Vice-Chair
- i. The Vice-Chair is elected by a majority vote of the Committee.
  - ii. The Vice-Chair shall assist the Chair or Co-Chairs in performing their duties and in carrying out the wishes of the Association. S/he shall preside at any meeting in the Chair's absence. S/he has all the powers, duties, responsibilities, and privileges of the Chair, when acting on his/her behalf.
  - iii. S/he shall succeed to the office of Chair upon that office becoming vacant for any reason, including death, resignation or incapacity of the Chair. She/he will succeed to the post of Chair once the Chair's tenure is complete.
  - iv. The Vice-Chair will serve two consecutive terms of office, one as Vice-Chair, the second as Chair.

## **5.6 Removal**

A committee member shall cease to hold office if s/he:

- i. has been convicted of any offence involving dishonesty or deception;
- ii. has been adjudged bankrupt or sequestration of her/his estate has been awarded and s/he has not been discharged
- iii. has made a composition or arrangement with, or granted a trust deed for, her/his creditors and has not been discharged;
- iv. has become incapable by reason of mental disorder, illness or injury of managing his or her own affairs;
- v. is absent without the permission of the Committee from three consecutive meetings of the Committee and the Committee resolves by a two-thirds majority vote that s/he shall cease to hold office;
- vi. notifies the Committee of her/his resignation provided that at least five members of the Committee will remain in office when the notice of resignation is to take effect.

## **5.7 Vacancies**

The Committee shall have powers to co-opt a Full member of the Association to fill a vacancy provided that no more than one third of the membership of the Committee is composed of co-opted members.

## **6. COMMITTEE MEETINGS**

### **6.1 Number**

- i. The committee shall meet immediately before or after the Annual General Meeting of the Association and on at least three further occasions during the year. Additional or special meetings may be held as deemed necessary by

- the Chair or Co-Chairs, giving not less than 20 days' notice being given to the members of the Committee of the matters to be discussed. Such meetings may be face-to-face or using electronic conferencing facilities
- ii. The Officers of the Association may meet face-to-face or using electronic conferencing facilities between full Committee meetings.

## **6.2 Action without a meeting**

Any action required between scheduled meetings of the Committee may be taken if a consent in writing, setting forth the action to be taken, shall be signed by a majority of the Committee, and filed with the Minutes of the proceedings of the Committee.

## **6.3 Quorum**

There shall be a quorum when five elected members are present. Except as otherwise provided in this Constitution, all resolutions adopted and all business transactions by the committee shall require the affirmative vote of the majority of the committee members present at a meeting, with each committee member to have one vote. In the event of a tied vote, the Chair of the meeting for the time being will have an additional casting vote.

# **7 SPECIAL INTEREST GROUPS**

The Association may establish Special Interest Groups that will act as advisory committees to the Association's members. These Special Interest Groups shall function solely in an advisory capacity and shall have none of the powers or authority granted to the Committee by law or in this Constitution. The Chair of the Special Interest Group, or their nominee, will report either verbally or in writing to each meeting of the UKMSSNA Committee and to the Annual General Meeting of the Association.

## **7.1 Appointment of Chairpersons**

The Chair or Co-Chairs of the Association will appoint the chairperson of each of the Special Interest Groups.

## **7.2 Composition**

The composition of each Special Interest Group shall be at the discretion of the Group's chairperson with the approval of the Association's Chair or Co-Chairs. UKMSSNA members, either Full or Associate will be actively encouraged to take part in these Groups.

# **8 GENERAL MEETINGS**

## **8.1 Annual General Meeting**

- i. The Annual General Meeting of the Association will be held at a suitable time and venue determined by the Committee within fifteen months of the previous Annual General Meeting.
- ii. The Administrator shall give at least 21 days notice of the Annual General Meeting to all members of the Association entitled to attend and vote at the

meeting, stating the date, time, place and business to be discussed. Members will be notified that Minutes of the previous AGM will be available on the UKMSSNA website.

## **8.2 Special Meetings**

Special meetings of the members of the Association may be called by the Committee at any time. A Special Meeting shall also be called by the Chair or Co-Chairs at the request in writing of ten Full or Associate Members, giving at least 21 day's notice of such a meeting, stating the business to be discussed.

## **8.3 Quorum**

The quorum for the transaction of business at the Annual General Meeting or Special Meeting shall be 20 people or one tenth of the Full Members of the Association whichever shall be the greater. All resolutions and business transacted shall require the affirmative vote of a majority of the voting members present.

# **9 FINANCE**

## **9.1 The Treasurer**

The Treasurer shall be appointed by the Committee to oversee the deposit of all monies and other valuables in the name of and to the credit of the Association with such depositories as may be designated with the approval of the UKMSSNA Committee. S/he shall oversee the disbursement of the funds of the Association as may be ordered by the committee and shall provide the Chair or Co-Chairs of the Association, whenever it is requested, an account of all the financial transactions and an accounting of the financial conditions of the Association. S/he shall maintain an annual budget report; s/he shall ensure that all funds, physical assets, and other property of the Association are appropriately safeguarded and administered.

## **9.2 Contracts**

The committee may authorise any officer or officers, agent or agents of the Association to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association and such authority may be general to specific instances.

## **9.3 Cheques/Drafts**

All cheques, drafts, or other orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the Association, shall be signed by at least two recognised signatories as determined by the Committee.

## **9.5 Financial Year**

The financial year of the Association shall run from 1<sup>st</sup> October to 30<sup>th</sup> September.

# **10 AMENDMENTS TO THE CONSTITUTION**

This Constitution may be amended by a resolution passed by not less than one-third of Full Members present and voting at a Special General Meeting or the Annual General Meeting of the Association. Where the alteration involves a change to

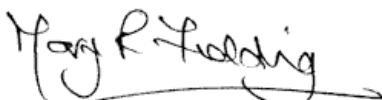
Clause 3 (“The Objects”) or to this Clause, at least twenty-one (21) days prior notice must be given to all Members.

## 11 DISSOLUTION

If the Committee decides that it is necessary or advisable to dissolve the Association it shall call a General Meeting of all the members of the Association, of which not less than 21 days’ notice shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Committee shall have the power to realise any assets held by or on behalf of the Association. Any assets remaining after the satisfaction of any proper debts and liabilities shall be transferred to such other organisation or organisation (having objects similar to the Association) as the General Meeting or the Committee (in the absence of direction from the General Meeting) may determine. In the event of liquidation, dissolution or winding up of the Association , whether voluntary or involuntary or by operation of law, the remaining property and assets of the Association shall be distributed in such manner as the Association’s Committee shall by majority vote determine.

Signed, 

Co-Chair

Signed, 

Secretary

Date: 2<sup>nd</sup> November 2006

Amended November 2009

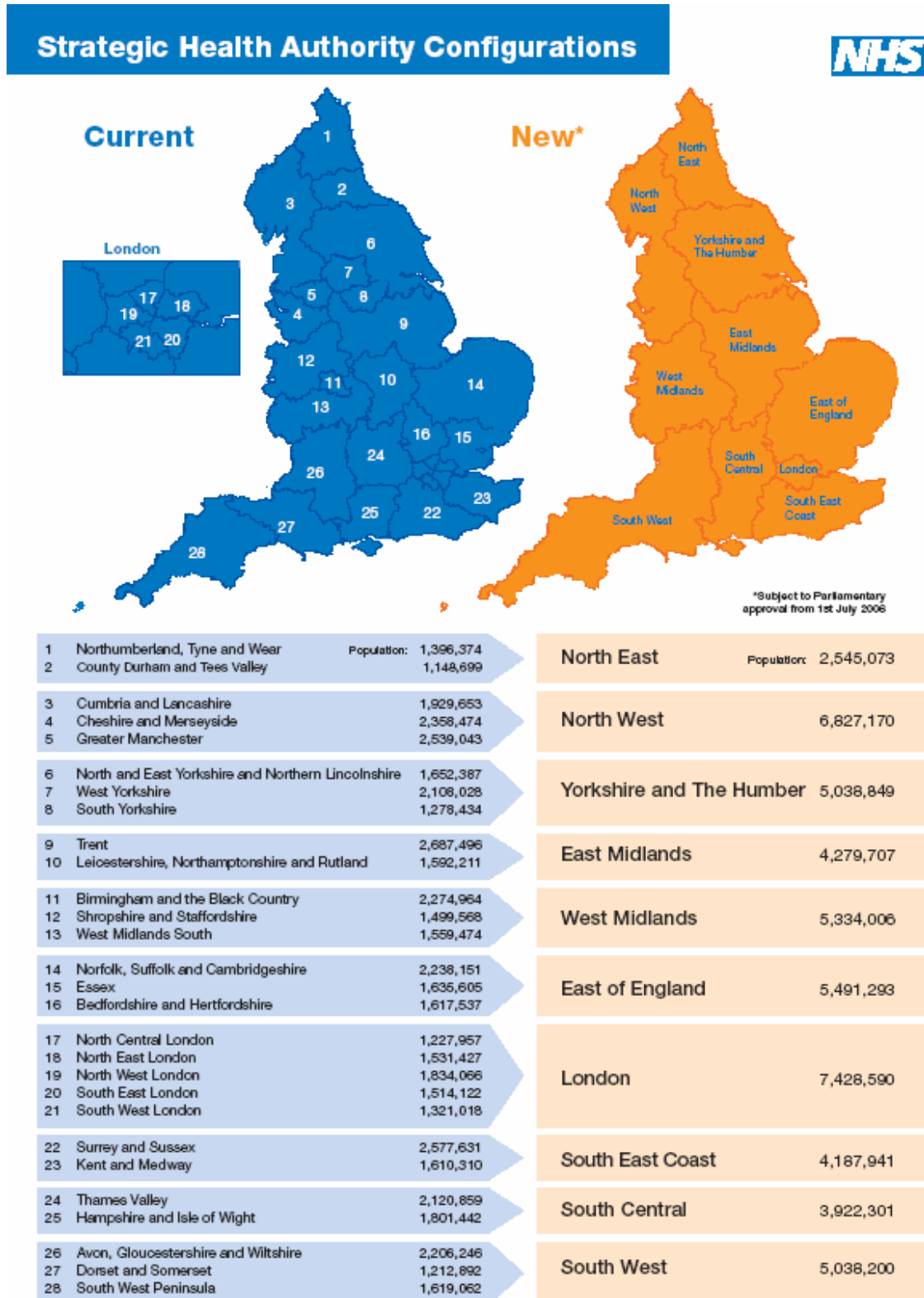
# Schedule I

## Regions of the UK

Northern Ireland

Scotland

Wales and Herefordshire



**South West England** (Cornwall, Devon, Somerset, Avon, Gloucestershire, Wiltshire, Dorset)

**South Central** (Hampshire, Isle of Wight, Thames Valley [Oxfordshire, Berkshire, Buckinghamshire])

**West Midlands** (Shropshire, Staffordshire, Worcestershire, Warwickshire,, Birmingham, Black Country, Coventry)

**North West** (Cumbria, Cheshire, Merseyside, Greater Manchester, Lancashire)

**North East** (Northumberland, Tyne & Wear, Durham, Tees Valley)

**Yorkshire & The Humber** (North Yorkshire, West Yorkshire, South Yorkshire, Humberside and Lincolnshire)

**South East Coast** (Kent and Medway, West Sussex, East Sussex)

**London**

**East of England** (Norfolk, Suffolk, Cambridgeshire, Essex, Bedfordshire, Hertfordshire)

**East Midlands** (Derbyshire, Leicestershire, Nottinghamshire, Rutland, Northamptonshire)