

Constitution British Elbow and Shoulder Society

June 2016

Draft to AGM June 2016



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Constitution and Rules

BRITISH ELBOW AND SHOULDER SOCIETY CONSTITUTION AND RULES: For Adoption AGM 2016

ARTICLE 1: NAME OBJECTIVES AND PURPOSES

- 1.1 The name of the society shall be THE BRITISH ELBOW AND SHOULDER SOCIETY.
- 1.2 The Society will operate within a “not for profit” framework.
- 1.3 The objectives and purpose of the British Elbow and Shoulder Society (herein after referred to as BESS) shall be:
 - 1.3.1 To foster and advance the science and practice of elbow and shoulder care through scientific meetings, educational programs and by encouraging research.
 - 1.3.2 To organise regular interdisciplinary scientific meetings where health professionals interested in the elbow and shoulder can meet, discuss ideas, and present scientific material.
 - 1.3.3 To strive to standardise assessment, scoring of disability, and nomenclature relevant to the elbow and shoulder. To improve quality of care by encouraging the national collection of scientific data and functional outcomes.
 - 1.3.4 To function as a multi-professional educational society to further learning through scientific meetings, educational Fellowships, and both knowledge- based and skills-based educational courses.
 - 1.3.5 To foster research through scientific meetings, Fellowships and by encouraging research collaboration between members.
 - 1.3.6 To cultivate international relationships in the field of elbow and shoulder care.



2 MEMBERSHIP

2.1 There will be three categories of membership.

2.1.1 HONORARY MEMBERS

2.1.2 This category of membership may be offered by the council to eminent workers in the field who have contributed to either the scientific study of the elbow and shoulder or education in the area of shoulder and elbow surgery. Honorary members will not pay a yearly subscription but will have full voting rights at the AGM.

2.1.3 ORDINARY MEMBERS

2.1.4 This category of membership will be open to interested medical practitioners. Ordinary members will pay the full subscription and have full voting rights at the AGM.

2.1.5 ORDINARY MEMBERS (AHP)

2.1.6 AHP members will pay a discounted (25% discount) membership. Ordinary members (AHP) will pay the discounted subscription and have full voting rights at the AGM.

2.2 Members are expected to remain active by attendance at one scientific meeting organised by BESS every three years. In the event of a member being unable to attend, he or she should communicate this to the Secretary in advance of the Business Meeting (AGM).

2.3 Failure to fulfill this commitment, without acceptable cause may result in loss of membership.

3 ELECTION TO MEMBERSHIP

3.1 Application for membership should be submitted to the Membership Secretary by 10.30am on the day of the Annual General Meeting and must be supported by an up-to-date curriculum vitae and nominations from two referees, both of whom must be members of the society.

3.2 Applications for membership will be considered after one attendance at a Scientific Meeting of BESS.

3.3 Applicants need to demonstrate commitment to shoulder and elbow surgery.

3.4 Election shall be by the vote of the majority of the Council on the recommendation of the Membership Secretary. The Membership Secretary will report to the Business Meeting (AGM).

3.5 The Membership Secretary shall deal with all membership issues.



4 **RESIGNATION**

- 4.1 Any member wishing to withdraw from the society should give notice in writing to the Membership Secretary not less than three months before the end of the society's financial year.

5 **SUBSCRIPTIONS**

- 5.1 The annual membership subscription is due on the 1st April each year and is paid in advance. Payment by Direct Debit is required.
- 5.2 The amount of the subscription will be determined by the Finance Committee and must be approved by both BESS Council and two thirds of the membership present at a Business Meeting (AGM).
- 5.3 Any member who does not pay the subscription within one year, in spite of due notice, shall cease to be a member.

6 **OFFICERS**

- 6.1 The officers of the society shall be the President, Immediate Past President, Vice-President, Honorary Secretary, Honorary Treasurer, Chair of the Education Committee, Chair of Research Committee, Membership Secretary, Webmaster and AHP Representative.
- 6.2 The Secretary Elect, Treasurer Elect and immediate past Treasurer attend Council (non-voting).
- 6.3 The President of the Society serves for two years having been elected and served as the Vice President. The Immediate Past President serves as a Council Member for two years.
- 6.4 The Vice-President's post is only open to members who have completed a full term of office on council. All other posts are open to all members of the society.
- 6.5 All the office bearers will be elected at a business meeting from amongst the members.
 - 6.5.1 The Secretary Elect and The Treasurer Elect serve for a period of one year.
 - 6.5.2 The Hon Treasurer, Hon Secretary, Membership Secretary and Web Master serve for a period of two years.
 - 6.5.3 The AHP representative, The Chairman of the Education Committee and the Chairman of the Research Committee serve for a period of three years.
- 6.6 At least 28 days prior to a Business Meeting, members will be notified of any vacant posts.



6.7 Nominations, proposed and seconded by two members of the society should be in the hands of the Honorary Secretary by noon on the day of the Business Meeting. Election will be by a simple majority vote of those attending the meeting.

6.8 The President or the Vice-President shall chair all scientific and business meetings of the society. In the event of neither the President nor the Vice-President being in attendance an officer will deputise.

6.9 The Honorary Treasurer will chair the Finance Committee.

7 **COUNCIL**

7.1 The Council shall comprise of the officers of the Society, these ten council members shall have equal voting rights. The President shall have a casting vote.

7.2 The Council shall be responsible for the affairs of the Society, its funds and assets. The income of the Society shall be used solely towards the declared aims of the Society and the Council shall have the authority to authorise the repayment of out of pocket expenses properly incurred by a member on behalf of the Society.

8 **SUB-COMMITTEES**

8.1 Sub-committees shall be formed for the following purposes Finance, Education and Research.

8.2 The President is (ex-officio) a member of all BESS sub-committees.

8.3 The Finance Committee as defined in article 9.

8.4 The Education Committee, The current terms of reference for the Education Committee (As approved and amended from time to time by Council) will be displayed on the Society's website.

8.5 The Research Committee, The current terms of reference for the Research Committee (As approved and amended from time to time by Council) will be displayed on the Society's website.

9 **FINANCE**

9.1 The society's financial year shall extend from the 1st April to 31st March the following year inclusive.

9.2 Hon Treasurer shall present accounts on behalf of Council to the AGM for formal adoption. The Hon Treasurer will ensure that the Society and its Council comply with all relevant statutory



accounting practice. The Treasurer will chair the Finance Committee, which will have responsibility for oversight and financial governance of the society.

- 9.3 The Finance Committee will comprise The Treasurer, The Immediate Past Treasurer, The Treasurer Elect, A representative from the appointed Auditor and Accountant to the Society, Members of the Finance Team (as approved by Council) and a representative (when required) from the appointed conference organiser. The President has ex-officio membership of all BESS committees.
- 9.4 The Finance Committee will meet once per year as a minimum. The meeting will take place at or around the beginning of October and will define the point of handover of the Treasurer Role to the Treasurer Elect.
- 9.5 The Finance Committee will have responsibility and oversight for all regulatory compliance, all commercial diligence and investment strategy and will report to Council. The Finance Committee will recommend all subscription rates and meeting charges to Council. The Finance Committee will advise the Business Meeting as to the appointment of professional financial advisers, auditors and accountants.
- 9.6 The Trustees of the society for all purposes required are: The President, The Vice President, The Secretary, The Treasurer, The Immediate Past Treasurer and The Treasurer Elect.
- 9.7 The Finance Committee will define the authority levels and number of Trustee signatories required for day to day transactions and internal governance.
- 9.8 The Hon Treasurer (or in his/her absence a trustee) will act as contracting officer. The Hon Treasurer is authorised to open and operate bank/investment accounts on behalf of BESS.
- 9.9 The Hon Treasurer will approve all expenses re-imbursments to officers/members undertaking work on behalf of BESS. A trustee will approve any re-imbusement of expenses to the Treasurer.

10 **SCIENTIFIC MEETINGS**

- 10.1 The Council is responsible and accountable for the organization of the annual scientific meeting. The Treasurer is the contracting officer.
- 10.2 The Council will act to ensure that appropriate venues from all regions of the British Isles are considered.



- 10.3 The contracting officer will present a forward scientific meeting plan (minimum three years) to Council.
- 10.4 The Council will approve and authorise the forward scientific meeting plan for up to a five year period of time.
- 10.5 Centres, or groups of members, wishing to co-host a BESS Annual Scientific Meeting (with BESS) should indicate their intention to present a plan (theme/strategy/focus) to the Hon Secretary by March 31st in the year of their intended presentation.
- 10.6 Scientific meetings shall normally be held at least once every year.
- 10.7 Scientific meetings will be organised on a self-financing basis, the registration fee being determined by the Finance Committee on behalf of the Council of the Society.
- 10.8 Financial risk of the annual meeting rests with the society and the society will ensure appropriate risk protection. Any financial surplus will accrue to the Society.
- 10.9 The programme for each meeting will be determined by the Secretary with the assistance of the Chairman of the Education Committee and the Vice President. The scientific programme is the responsibility of the BESS council whereas the social programme is determined by the Co-hosts.
- 10.10 Each meeting will have two principal invited Guest Speakers. One will be the Presidential Guest Speaker chosen by the incumbent BESS President. The Co-hosts Guest Speaker will be chosen by the Co-Hosts in conjunction with the BESS council.
- 10.11 BESS will pay reasonable travel expenses for the guest speakers.
- 10.12 The Council may from time to time authorise expenses for other visiting speakers.
- 10.13 Anyone wishing to present a communication should furnish the Honorary Secretary with an abstract at such times to be decided and notified by the Honorary Secretary.
- 10.14 Communications at scientific meetings will not be restricted to members of the Society, but non-members should be introduced by a member.
- 10.15 A closed scientific meeting may be held no more than once every three years. Only BESS members will be allowed to attend a closed meeting.

11 **BUSINESS MEETING**



11.1 A Business Meeting shall normally be held during the course of each scientific meeting and on such other occasions as may be decided by either the council or a request signed by 10% of the membership. All members are entitled to attend and to vote at a business meeting. 10% of the number of paid-up members will constitute a quorum.

12 **ALTERATIONS OF THE CONSTITUTION AND RULES**

12.1 The Constitution and Rules may be altered only by the vote of at least two thirds of those members of the Society present at a Business Meeting. Details of each proposed alteration shall be sent to each member not less than 28 days before the date of the meeting.

12.2 In the event of dissolution of the Society any property or monies remaining after the satisfaction of debts and liabilities should be transferred to some charitable institution(s) concerned with the advancement of medical science or medical education, such as determined by the members of the Society at or before the time of dissolution.