

CONSTITUTION

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- 1. Name**
The name of the Society is the United Kingdom Continence Society (the "Society")
- 2. Objects**
The objects of the Society (the "Objects") are:
 - 2.1** to encourage the study and management of pelvic floor dysfunction including, but not limited to, urinary incontinence and other lower urinary tract symptoms, pelvic organ prolapse and faecal incontinence
 - 2.2** to provide a forum for practitioners with an interest in these topics throughout the United Kingdom
 - 2.3** to develop and promote standards for good practice in the care of patients with these conditions
- 3. Powers**
The Society has the following powers, which may be exercised only in promoting the Objects:
 - 3.1** to work closely with other organisations to promote the Objects of the Society
 - 3.2** to collect and disseminate information on all matters concerning and affecting the Objects
 - 3.3** to promote and carry out or assist in promoting or carrying out research, surveys and investigations and to publish the useful results thereof for the benefit of the members of the Society, the medical profession and the public
 - 3.4** to grant awards to individuals or groups of individuals to support research projects, as deemed appropriate by an appointed committee and within constraints agreed by the Annual General Meeting
 - 3.5** to procure to be written and print, publish, issue and circulate such information, publications, papers, books, electronic information or other documentation or films, video or recorded tapes as shall assist in the furtherance of the Objects
 - 3.6** to organise clinical meetings and bring together in conference members of the Society, and where appropriate other allied organisations, patient support groups, relevant Government bodies, statutory authorities and individuals
 - 3.7** to arrange and provide for or join in arranging and providing for, the holding of exhibitions, meetings, lectures, classes, seminars and training courses for the benefit of its Members
 - 3.8** to interact and exchange information with other bodies and societies having similar Objects, whether in the United Kingdom or overseas
 - 3.9** to interact with and disseminate information to relevant patient support groups
 - 3.10** to collect subscriptions from its members
 - 3.11** to accept such gifts, contributions, legacies or bequests as the Committee shall think fit
 - 3.12** to procure contributions and pledges to the Society by personal or written appeals, public meetings or by any other method approved by the Committee
 - 3.13** to invest any funds raised or collected by the Society, which are not immediately required to promote the Objects, in or on such investments, securities or property subject always to such conditions (if any) as may from time to time be imposed or required by law
 - 3.14** to purchase, lease, remove, hire or otherwise acquire any property and any rights and privileges attaching thereto and to construct, maintain and alter any buildings or premises

- 3.15 subject to such consents as may be required by law, sell, lease or otherwise dispose of all or any of the property or assets of the Society
- 3.16 to employ paid or unpaid agents, staff or advisers to supervise, organise and carry on the work of the Society
- 3.17 to insure the Committee against foreseeable risk and take out other insurance policies to protect the Society and its property and assets when required
- 3.18 to do all such other lawful things as are necessary or reasonable to promote the Objects

4. Membership

- 4.1 Membership is open to all health professionals with an interest in continence care who are resident in the United Kingdom. 4.2 If any member has failed to pay his/her subscription after 12 months despite requests from the Treasurer, membership may be suspended
- 4.3 Termination by the Member
- 4.3.1 An individual may terminate his/her membership of the Society by giving notice in writing to the Secretary
- 4.3.2 Any Member who terminates his/her membership prior to the renewal date shall not be entitled to a refund of his subscription

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5. Subscriptions

- 5.1 Annual subscriptions decided by the Committee and approved by the AGM, shall be payable on 1 October in respect of each Member
- 5.2 A full year's subscription shall normally be paid in respect of a new Member on the date of joining for the period to the next [e.g. 1 October].
- 5.3 The subscription for any subsequent year shall be decided by the Members at the Annual General Meeting

6. General Meetings

6.1 Annual General Meeting

- 6.1.1 The Society shall hold an Annual General Meeting once each year at such time (not being more than 15 months after the holding of the preceding Annual General Meeting) and place as the Committee shall determine
- 6.1.2 At least 21 clear days' notice shall be given in writing by the Secretary to each Member of such meeting
- 6.1.3 At such Annual General Meeting, the business shall include the ballot for election of Officers; the election of Full Members to serve on the Committee; the consideration of an annual report of the work done by or under the auspices of the Committee and of the audited or examined accounts; and the transaction of such other matters as may from time to time be necessary

6.2 Extraordinary General Meeting

- 6.2.1 The Committee may at any time at its discretion call an Extraordinary General meeting of the Society.
- 6.2.2 Members may do likewise. The Secretary shall within 21 days of receiving a written request so to do signed by not less than 5 Full Members and giving reasons for the request, call an Extraordinary General Meeting of the Society
- 6.2.3 At least 21 clear days' notice of such Meeting shall be given in writing by the Secretary to each Member
- 6.2.4 Any notice convening an extraordinary General Meeting shall specify the time, date and place of such meeting and the general nature of the business to be transacted

6.3 Rules of Procedure at all General Meetings

6.3.1 Quorum

6.3.1.1 No business shall be transacted at any General Meeting unless a quorum is present

6.3.1.2 The quorum for a General Meeting shall be not less than 20 of the Members entitled to attend and vote on the business to be transacted

6.3.2 The Chairman of the Committee or in his/her absence the Vice-Chairman, shall preside as chairman of the meeting

6.4 Voting

6.4.1 Each Full Member shall have one vote on any question arising or resolution tabled at a General Meeting

6.4.2 All questions arising at a General Meeting shall be decided by a simple majority of those present and entitled to vote

6.4.3 Voting at a General Meeting shall be by a show of hands of the Full Members, unless before such vote a poll is demanded by the Chairman or not less than two Members who are entitled to attend and vote

6.4.4 In the case of an equality of votes, the chairman of the meeting shall have a second or casting vote

6.4.5 Postal or Electronic Ballot

In lieu of a General Meeting (but not the Annual General Meeting), the Committee shall have the power to arrange for a postal or electronic ballot of the Full Members of the Society.

6.5 Minutes

Minutes shall be kept by the Committee detailing all business transacted and resolutions passed at every General meeting

7. The Committee

7.1 General

The Society shall be administered by a Committee, who may exercise all the powers of the Society. Such Committee shall comprise the following Members, elected as provided below.

7.1.1 Members of the committee to include: Chairman, Vice-Chairman, Treasurer and Secretary ("Officers") who will be Full Members.

7.1.2 The Officers should be drawn from the professional groups represented by the Members of the Society.

7.2 Subcommittees may be formed and work delegated to them by the Committee.

7.3 Elections

7.3.1 Elections for Officers, Committee Members and Chairmen of the Subcommittees shall be held at the Annual General Meeting.

7.3.2 Nominations for Committee Members and Officers must be made by Full Members of the Society in writing or by e-mail and must be lodged with the Secretary at least one week before the Annual General Meeting

7.3.3 Should nominations for any post exceed vacancies, election shall be by ballot provided that the first Committee Members and Officers shall be elected by a show of hands at the first General Meeting of the Society

7.3.4 Any casual vacancy in the Committee may be filled by the Committee and any person appointed to fill such a casual vacancy shall hold office until the conclusion of the next Annual General Meeting and shall be eligible for election at that meeting

7.4 Term

7.4.1 Election to the Committee shall be for a term of three years

7.4.2 Members of the Committee shall retire on expiry of each term in office, and shall be eligible for re-election to the Committee on expiry of their first term only

7.4.3 No Member of the Committee shall serve more than two consecutive terms

7.5 Meetings

7.5.1 The Committee shall meet as often as it sees fit, but in any event, not less than twice per annum

7.5.2 Any member of the Committee may call a meeting of the Committee by requesting the Secretary to give notice of such meeting to the Members of the Committee

7.5.3 Notice of meetings shall be given to all members of the Committee not less than 21 days before such meeting, specifying the time, date, place and nature of the business to be transacted

7.6 Termination of Committee Membership

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

7.6.1 resigns his office by notice in writing

7.6.2 is absent from 3 consecutive meetings of the Committee and/or for good and sufficient reason three quarters of the other members of the Committee pass a resolution that such member of the Committee shall be removed from office

7.6.3 becomes incapable by reason of mental disorder, illness or injury of managing or administering his own affairs;

7.7 Quorum

The quorum for meetings of the Committee shall be three.

7.8 Proceedings of the Committee

7.8.1 The Committee may delegate any of its powers under the Constitution to any one or more of the members of the Committee or to such other persons as the Committee decides at its discretion

7.8.2 The Committee may appoint sub-committees with such membership, powers and functions as the Committee shall provide. All acts and proceedings of such sub-committees shall be reported back to the Committee as soon as possible, but in any event at the next Committee Meeting

7.8.3 The Committee may from time to time make such rules or by-laws as they may deem necessary or expedient or convenient for the proper conduct of the administration of the Society and for the purposes of prescribing classes of any conditions of membership, PROVIDED THAT no rule or by-law shall be inconsistent with the Objects nor shall they affect or repeal anything contained in this Constitution

7.8 Material Interests

Members of the Committee shall promptly disclose to the Chairman any material interest in any transaction or arrangement with a commercial enterprise that may constitute a conflict of interest with the Society

8. Property and Funds

8.1 The property and funds of the Society must be used only for promoting the Objects

8.2 No Committee member, other than those authorised by the Committee shall be entitled to receive any payment of money or other material benefit from the Society except reimbursement of reasonable out-of-pocket expenses (including travel costs) actually incurred in the administration of the Society

8.3 A bank account will be opened in the name of United Kingdom Continence Society. The Committee shall authorise in writing the Treasurer, the Secretary and

one other member of the Committee to sign cheques on behalf of the Society. All cheques must be signed by at least two of the authorised signatories

9. Records and Accounts

- 9.1 Proper and up-to-date financial records shall be kept and accounts for the preceding year, audited and examined shall be presented to the Members by the Committee at the Annual Meeting
- 9.2 The Committee shall keep proper records of all professional advice obtained

10. Alteration to the Constitution

- 10.1 Subject to the following provision of this rule, this Constitution may be altered by a resolution passed by not less than two-thirds of the Members present and entitled to vote at a General Meeting. The notice of the General Meeting must include notice of the resolution, setting out the terms of the alteration proposed

11. Dissolution

- 11.1 At any time, the Committee, by a two-thirds majority, may decide to dissolve the Society, on the grounds of expense or otherwise
- 11.2 After making provision for all outstanding liabilities of the Society, the Committee must apply the remaining property and funds in one or more of the following ways:
 - 11.2.1 by transfer to one or more other bodies established with similar objects to the Society; or
 - 11.2.2 directly for the Objects; or
 - 11.2.3 in furtherance of such other good cause as the Committee shall unanimously decide, whether or not such good cause shall have objects similar to those of the Society

SIGNED [NAMES TO BE INSERTED]

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