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## **ASSOCIATION OF CHARTERED PHYSIOTHERAPISTS IN NEUROLOGY REVISED CONSTITUTION**

**March 2018**

**(Revised from previous Constitution dated March 2017)**

### **1. TITLE**

- 1.1 This Clinical Interest Group shall be known as the 'Association of Chartered Physiotherapists in Neurology', herein referred to as ACPIN, or 'The Group'.
- 1.2 ACPIN is a Private Limited Company by guarantee without share capital use of 'Limited' exemption and registered as such at Companies House under Company number 10898963.

### **2. TERMS OF REFERENCE**

- 2.1 To promote and facilitate collaborative interaction, including the exchange of ideas and information, between ACPIN members across all fields of practice including clinical, research and education.
- 2.2 To promote evidence informed practice and continuing professional development of ACPIN members by leading; facilitating and assisting in the exchange and dissemination of knowledge and ideas within the area of neurology (including neuro-physiotherapy, neurosciences, neuro-technology, neurosurgery, neuro-rehabilitation and adjacent sub-disciplines) or cognate health-related fields.
- 2.3 To provide and facilitate support for members to participate in good quality research (with a diversity of methodologies) and evaluation of practice at all levels. This support includes providing opportunities for the dissemination of good quality research which may develop or inform clinical practice.
- 2.4 To develop and deliver educational programmes for members of ACPIN who are or would like to become recognised neuro physiotherapists and other healthcare professionals or members of the public with an interest in neurological physiotherapy practice.
- 2.5 To deliver a portfolio of education and continuous professional development through a structure of regional groups and national and international collaboration.
- 2.6 To promote and encourage the further development of clinical standards in neurological physiotherapy.
- 2.7 To keep abreast of, participate in, respond to, and facilitate guideline development that have an impact on neurological physiotherapy practice.



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- 2.8 To continue to foster, develop and maintain a reciprocal communication process with the Chartered Society of Physiotherapy on all issues related to neurology or cognate health-related fields.
- 2.9 To foster, develop, maintain and encourage collaborative working between ACPIN, other professional groups including, universities; educational bodies, other relevant national and international organisations including third sector, government departments and members of the public.
- 2.10 Any other objective not in conflict with 2.1 to 2.5 above which appears to be appropriate to the needs and interests of the members of ACPIN.
- 3. ACPIN is a not-for-profit organisation embracing diversity and does not discriminate on the basis of race, religion, politics, gender or sexual orientation. It shall not take any action or express any view which in any way affects or concerns the general policy of the Chartered Society of Physiotherapy (CSP) without the express agreement of the Council of the Chartered Society.

#### **4. MEMBERSHIP**

Membership shall be available upon completion of an application form and payment of the appropriate subscription in the following terms:

- 4.1 All UK practicing physiotherapist members must be HCPC registered
- 4.2 Full members shall be registered Chartered Physiotherapists in good standing with the CSP (This section includes CSP members who live overseas).
- 4.3 Associate members:
  - 4.3.1 Associate members shall have a professional or personal interest in neurology or related health-related fields and thus, in the opinion of the National Board are suitable to become associate members of ACPIN.
  - 4.3.2 Associate members will not have the right to hold any elected post within ACPIN.
  - 4.3.3 Associate members shall be open to other Professionals at the discretion of the Board. Such professionals must have an equivalent health or professional body membership.
  - 4.3.4 CSP Support workers whose names appear on the register maintained by the Chartered Society of Physiotherapy shall be eligible for associate membership.
- 4.4 Overseas members shall be qualified Physiotherapists or practitioners, students or researchers in neurology or related health-related fields who are members of their country's governing body.

Honorary Fellowship may be conferred on any person recommended by the ACPIN Awards committee, who has made an exceptional contribution to the advancement of neurological physiotherapy or related fields or given outstanding service to the Association.

- 4.5 Student or registered for full-time study at undergraduate or postgraduate level in neurology or cognate health-related fields members shall be Undergraduate Physiotherapists who are student members of the Chartered Society of Physiotherapy.
- 4.6 Full and Associate members shall have the right to vote.
- 4.7 All members must keep the designated central membership secretariat informed of their current electronic mail address. They shall be deemed to have accepted delivery at that electronic address of official correspondence or notices, including any alerting them to further official notices at a specified internet/web page. They in turn should use the Group's designated secretariat electronic address for official communications the other way.
- 4.8 Applicants for membership must support the objectives of ACPIN and satisfy other criteria including correct submission of specified forms. Applications will be considered by or on behalf of the National Board within 3 months, during which provisional membership status will apply. If an application is rejected at that stage fees paid will be returned in full. Resignations must be submitted in writing before the renewal date, and no fees will be reimbursed. The National Board will lay down due-process rules for exclusion from membership, including for being in subscription arrears.

## **5. REGIONAL STRUCTURE**

### **5.1 Application procedure**

Applications for full, associate and student membership shall be submitted in the first instance to the membership secretary. A new member will be allocated to one Regional Group, according to the location of his or her place of work or residence in accordance with the map annexed hereto. A member who works or lives close to the boundary of any region may elect to join an adjacent region.

### **5.2 Capitation**

Regional Groups can qualify to receive a proportion of the annual subscription paid by each member allocated at a level determined by the National Board. It shall be open to the National Board to set different levels of local subscription allocations among Regional Groups and laydown requirements for Regional Groups to satisfy, in order to qualify for capitation. With the prospect that the Capitation arrangement with the CSP will end in 2018, the Board will put forward proposals for alternative regional funding support.



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### 5.3 Regional constitution

Each Regional Group shall adopt a written constitution in accordance with guidelines at Appendix 1 of this constitution. A Regional Group may not amend its own constitution without prior agreement of the National Board, signed by a resolution passed by a majority of Regional Group committee members present.

## **6. THE NATIONAL ACPIN BOARD (FORMERLY KNOWN AS THE EXECUTIVE COMMITTEE) SHALL COMPRISE OF:**

6.1 The ACPIN board shall work towards the objectives of ACPIN on behalf of the membership. Management of the business, both financial and professional, shall be vested in the ACPIN Board.

6.2 Chair, Vice Chair and such other number of members (between 8 and 18) as may be agreed by the National Board from time to time and reported in the published agenda for the Annual General Meeting in each year.

6.3 The Board shall be empowered to co-opt four members to serve in addition to those elected members, should the need arise. The total number of co-opted members shall never exceed one third of the total membership of the Board. The National Board hereafter referred to as the Board shall be responsible for the general management of the Group and shall have power to commit it.

6.4 A register of interests of all Board and Council (formerly National Committee) members shall be maintained by the Secretary. A policy on handling of conflicts of interest or loyalty involving a member of either committee shall be created, maintained and enforced by the Board.

6.5 ACPIN Board, Council and Committee members will be expected to undertake their allocated roles with an appropriate demonstration of commitment. A demonstration of commitment to the role will include the attendance of at least two thirds of the yearly total meetings.

6.6 If any Board member fails to attend one -third of the yearly total of meetings or fails to undertake satisfactorily the agreed duties without good reason, where good reason is decided at the discretion of the majority of the remaining Board members, their term of office shall be deemed to have lapsed. Subject to appeal mechanisms, which will be developed and laid down by National ACPIN Council, from time to time the vacancy may be filled by the Board at its discretion.

## **7. THE HONORARY OFFICERS**

7.1 All non-co-opted members of the Board shall also be Honorary Officers. Only full members shall be eligible for election as Honorary Officers. Any candidate for election as an Honorary Officer must submit a written nomination, countersigned by at least two other full members to the Chair.

- 7.2 Honorary Officers shall be elected by ballot of enfranchised members of the group at the AGM, save and except the Chair, who shall be elected by a ballot of all Board Members at the first Board Meeting to be held after the AGM in the year of the Chair's retirement all members of the Board are expected to undertake duties for the running of ACPIN and take up responsibilities in accordance with portfolios and Position Descriptions as allocated by the Chair and agreed by the Board .
- 7.3 Honorary Officers shall become registered as Directors of ACPIN at Companies House. Portfolio holders within the Board shall form a Cabinet which reports to the Chair. The Chair, Vice Chair and Treasurer will form the leadership steering team of the Board overseeing financial and other performance of the organisation. All Honorary Officers are accountable to the Board, with close liaison and routine supervision exercised by the Chair and Vice-Chair.
- 7.4 The Board may delegate tasks to, and seek advice from sub-committees, but remains collectively responsible for oversight, actions and decisions. It is accountable to Council and Annual General Meetings for discharge of its mandate in the interests of the organisation as a whole, including with regard to duties of care and prudence; and to Council for demonstrating that there is in place a transparent rotation system such that a minimum of 2 members every 3 years offer themselves for re-election, and such that no member serves for more than 10years continuously without being the subject of a special vote at an Annual General Meeting.
- 7.5 50% of the Executive Committee shall form a quorum.
- 7.6 The Office of President shall be occupied by a person suitably qualified and distinguished who has been invited by the Board for a period not exceeding four years. The President shall be entitled to attend all meetings of the Board but shall not have voting rights.
- 7.7 Should any casual vacancy arise among the Honorary Officers, except Chair, that vacancy shall be filled by co-option through a vote of the Council. A casual vacancy for the Chair shall be filled by the Board from its own members by a simple majority vote or, if no candidate is able to command a majority, by inviting Council to co-opt a suitable alternative. Persons so appointed shall hold office until the next AGM. Vacancies shall not invalidate or hold up business.

## **8. THE ACPIN COUNCIL**

- 8.1 The ACPIN Council (formerly known as The National Committee), has a responsibility to consider and advise The Board on longer-term governance and strategic matters. Other than in pursuit of duties specified in this Constitution and in other approved documents, and through its members acting personally in other capacities, it fulfils a consultative role and has no financial powers. It shall consist of the Board and one Representative Council Member elected from each Region and from each approved Special Interest Group (if any) as may exist

from time to time. The Council Member may be the Chair or the representative Group and shall be full members of the Group whom they represent.

## **9. ANNUAL GENERAL MEETING (AGM)**

- 9.1 The AGM shall be held in the period March to July at a convenient time and place, to be decided by the Board, providing that no more than fifteen months shall elapse between AGM's.
- 9.2 Notice the date, time and place of the AGM shall be given to all members by the Chair not less than 28 clear days in advance. Such notice shall be accompanied by a provisional agenda. The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any resolution passed at, or proceeding of, any meeting.
- 9.3 The AGM shall receive reports from the Honorary Officers, consider the accounts, and appoint an Auditor for the following year, hold elections for office and transact such other business as notified to the Secretary in writing not less than 14 days before the said AGM.

## **10. EXTRA-ORDINARY GENERAL MEETING (EGM)**

- 10.1 An EGM may be called by the Secretary upon receipt of instructions from the Board or upon written representation from not less than one third of the full membership.
- 10.2 Not less than 28 days clear notice of an EGM shall be given, specifying date, time and place, to all members of the Group. Such notice shall also include an agenda which comprises a full and exhaustive programme for the business which is to be considered at any such meeting.

## **11. VOTING**

- 11.1 All voting at Annual General Meetings or Extraordinary General Meetings shall be by a show of hands. Voting at Board, Council and all other Committee Meetings shall be by a show of hands. In each case, a secret ballot will be held if so demanded by not less than two thirds of those present and voting. In the event of an equality of votes, the Chair shall have a second or casting vote. After any vote, the chair of the meeting will forthwith announce the result. A resolution in writing signed by all members of the Board or Council shall be as valid and effectual as if passed at a meeting duly convened.
- 11.2 Any full or associate member may appoint another full or associate member to act as his or her proxy at any Annual or Extraordinary General Meeting by giving notice in writing to the Secretary. Such notice specifying whether the said proxy is directed to vote in accordance with the wishes of the members or given discretion in the casting of any vote.

- 11.3 A National Annual General Meeting or Extraordinary Meeting shall not be deemed quorate unless at least 20 full members, or one third of the total full membership attends, whichever be the less.
- 11.4 Any other Committee Meeting shall require a quorum of not less than one third of the membership of the Committee. Remote participation may be allowed at the sole discretion of the Chair, provided all parties can at all times hear and be heard, and see any vital papers not previously distributed.

## 12. POWERS:

### Roles and Responsibilities of the National Board:

- 12.1 Report on and examine any proposed change to the Constitution and make recommendations to the membership at either an Extraordinary General Meeting (EGM) called for that purpose, or at the next AGM.
- 12.2 Co-opt further ACPIN members onto the National Board if and when required for a specific purpose and for an identified period of time, decided at their co-option. Such co-opted members will/will not be eligible to vote. The number of co-opted members will not exceed more than 20% of the number of Executive Committee members.
- 12.3 Set up Standing Committees with identified terms of reference.
- 12.4 The Board may seek the services of any persons to act in an advisory role whether members of ACPIN or not. Such persons will act in a non-executive capacity for a period agreed by the Board.
- 12.5 Form Working Parties when required for a specific purpose and for an identified period of time. Members of such groups will not necessarily be members of ACPIN and will act in a non-executive capacity and be accountable to the Board.
- 12.6 Nominate ACPIN members to liaise with other professional groups as appropriate and agreed by the Board.
- 12.7 Produce criteria for the development and procedures of Standing Committees and Working Parties of ACPIN. This will be provided in an appendix to the Constitution. These will include terms of reference, objectives and time scales.
- 12.8 To budget for, and control, income and expenditure and to operate bank accounts.
- 12.9 To levy and receive fees and other charges.
- 12.10 To borrow, raise or lend money.



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- 12.11 To provide indemnities and to obtain insurance cover (neither operative in case of recklessness or breaches of trust or duty).
- 12.12 To reimburse travel and other agreed expenses.
- 12.13 To employ, remunerate, dismiss and control staff, consultants or advisers.
- 12.14 To lawfully and prudently collect, hold, control and use data, including a membership register.
- 12.15 To undertake evidence-based advocacy.
- 12.16 To produce publications, conferences, courses, other events and websites.
- 12.17 To develop and operate other activities or schemes consistent with the purposes.
- 12.18 To make rules or bylaws.
- 12.19 To create new entities or styles for any or all of the above, including charitable registration.

### **13. WINDING UP / DISSOLUTION**

The Group may be wound up by a resolution passed at an Annual or Extraordinary General Meeting supported by a simple majority of full members casting votes. In the event of a motion to wind the Group up being passed the CSP will be informed and entitled to recoup the balance of the year's capitation fees. The remaining assets of the Group shall be handed over to the Members Benevolent Fund of the Chartered Society of Physiotherapy.

### **14. AMENDMENT**

This constitution may only be amended by a resolution passed by an Annual or Extraordinary General Meeting of the group provided: -

- 14.1 The proposed amendment has been notified to the Secretary in writing and is supported by the signatures of not less than ten full members.
- 14.2 At least 14 clear days' notice has been given to each full member of the proposed amendment.
- 14.3 The proposed amendment receives the support of at least two thirds of the votes cast at the relevant meeting.
- 14.4 The amendments must be approved by the PPSD at the Chartered Society of Physiotherapy.



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## **APPENDIX 1**

When formulating a Constitution, Regional Groups shall have regard to the provisions of the National Constitution, and in particular shall adopt the provisions of Articles 1 to 5 thereof.

Regional Groups shall make provision for the election of a Regional Committee not less than one month before each Annual General Meeting of the National Group.

That Committee must include a Regional Representative or Council Member who shall serve for two years on the ACPIN Council. It is envisaged that each Region will also elect a Secretary and a Treasurer. The same time limits on service on a Regional Committee shall apply as in the case of the Board and Council.

Not less than four meetings should be required to be held each year within normal circumstances.

Amendment to the Regional Constitution shall be at a Regional Annual General Meeting or Extraordinary General Meeting but shall only take effect when it has been approved by Resolution of the Council, with oversight from the Board and by the PPSD at the CSP.

Winding up shall be by resolution of the members, save that if full memberships falls below 10 a Regional Group will be deemed to have been wound up and its remaining members shall be allocated to other convenient group(s).

Regional assets shall pass automatically to the National Group.

A copy of the Constitution of each Regional Group must be supplied to the National Secretary.

The appropriate provisions of this Constitution may be adopted by Regional Groups by the making of amendments to meet the specific needs of such groups. It is envisaged that each Regional Group will adopt this Constitution subject to such amendments.