

# **British Burn Association**

## **Amended Constitution 2017**

Amended Constitution 2015

Amended Constitution 2013

Amended Constitution 2011

Amended Constitution 2004

(Original Constitution 1969)

### **1. Name**

1.1 The Association shall be a British Isles (United Kingdom Eire and Channel Islands) non-profit making society to be known as the British Burn Association and registered in the United Kingdom as a Charity (no. 260167).

### **2. Aims**

2.1 The Association is established to promote for the benefit of the public study into burn prevention, burn care and burn injury outcome and in particular:

- I. To disseminate knowledge and to stimulate prevention in the field of burns
- II. To promote education in all aspects of burn care.
- III. To promote and support research into scientific, clinical and societal aspects of burn injury.

2.2 The Executive Committee may establish formal mechanisms for information exchange with such other bodies or societies including health service and governmental agencies as are deemed to share common cause with the Association or where such liaison is likely to lead to more effective pursuit of the aims of the Association.

### **3. Funds**

3.1 The funds of the Association shall be managed as follows: -

3.1.1. The funds of the Association shall be derived from subscriptions, donations, grants and contracts and shall be applied solely towards the aims of the Association as set forth in Clause 2.

3.1.2. The funds of the Association shall be in the hands of the Secretary-Treasurer and administered by him/her.

3.1.3. The annual accounts of the Association shall be subject to independent audit as and when required to accord with all relevant statutory provisions from time to time enacted, and shall be provided to the Charity Commission regularly as required by them.

### **4. Membership**

4.1 Membership of the Association shall consist as follows:

4.1.1 Professional members - Health care professionals (including Medical, Nursing, Allied Health Professionals, and scientific investigators) actively engaged by reason of their employment in the care of the burn injured patient. Professional members are entitled to receive all mailings, notices and other information issued from time to time by the Association, have access to the Members' only area of the website, have full voting rights (general entitlements) and may be nominated to sit on the Executive Committee unless there are significant conflicts of interest to be determined by the Executive Committee.

4.1.2 Overseas members - Persons who would be eligible for professional membership but who reside and work overseas for more than fifty percent of the year. Members in this category are entitled to all general entitlements and may vote on Association matters at the Annual General Meeting but may not be nominated for election to the Executive Committee.

4.1.3 Honorary members - Honorary membership of the Association may be awarded by the Executive Committee of the Association to persons who:

i. have demonstrated outstanding service to burn injured patients in accordance with the aims of the Association. Nominations may be made for this membership category by at least two members of the Association. Names may be forwarded to the Executive Committee which will then present its decision for ratification by the Annual General Meeting.

ii. have by invitation given the annual Wallace Memorial Lecture.

Members in this category will no longer be required to pay a subscription but are entitled to all general entitlements and may vote on Association matters but may not be nominated for election to the Executive Committee.

4.1.4 Associate members - The Association recognises the large amount of work done on behalf of burn survivors and in the work of burn prevention by other charities, philanthropic groups and non-medical workers actively engaged by reason of their employment in some aspects of care of the burn injured patient. Associate membership is therefore open to such at the discretion of the Executive Committee.

Associate members are entitled to all general entitlements but may not vote on formal Association business or be elected onto the Executive Committee. Associate members may be invited to serve in a voluntary capacity on Association sub-committees where their particular experience may be of value and may be co-opted onto the Executive Committee on a similar basis but may not vote in either capacity.

4.1.5 Student members – Students studying for their primary degree in health related disciplines, who on application state their place of study and graduation date (confirmation should be submitted by their place of study). Their membership will be time limited. On graduation they must reapply as a Professional member. Student members are entitled to all general entitlements and may vote on Association matters at the Annual General Meeting, but may not be nominated for election to the Executive Committee.

## **5. Annual Subscriptions and Entitlements**

5.1 The annual subscription for each membership category shall be as decided from time to time at the Annual General Meeting and shall be payable on or before the thirty-first of December in every year in advance for the ensuing year.

## **6. General Meetings**

6.1 A General Meeting (AGM) of the Association shall be held annually. The AGM shall be open to Members (Professional, Overseas, Honorary, Associate and Student) of the Association and its functions shall be:

- To receive and approve the reports of the Executive Committee
- To appoint or ratify as appropriate the Officers and Members of the Executive Committee
- To fix the rate of the annual subscription
- To conduct any other business as proposed by the Executive Committee or by members eligible to vote.

6.2 Only those members eligible to vote will be permitted to do so in respect of Association business at the AGM. Voting will be by a show of hands unless otherwise decided by the meeting. All business for discussion at the AGM especially if related to the Constitution must be submitted to the Executive Committee at least two months before. Notice of AGM papers will be sent electronically to entitled members.

6.3 All business arising at meetings of the Association except as otherwise provided for in the Constitution shall be decided by a simple majority of those voting, the Chairman having both a deliberative and casting vote.

## **7. Executive Committee**

7.1 The Executive Committee shall be elected by the Association from its professional membership at the AGM, shall consist of nine members and shall have power to co-opt additional members to ensure equitable representation of the main professional groups involved in burn care. No more than two representatives from an individual burn service will normally be elected to the Executive Committee at any time.

7.2 The Committee shall have as its main charge the application of the aims of the Association by all means possible and legitimate. The Committee shall cause to be arranged an Annual Scientific Meeting including an AGM and other elements as from time to time agreed by the AGM as essential components.

7.3 The Chairman is empowered to call the Executive Committee together at any time as necessary giving minimum notice of six weeks. Executive Committee meetings shall be held at least twice a year the frequency to be determined by the Executive according to the nature and urgency of business. A quorum shall consist of the Chairman or Deputy Chairman and four other voting members.

7.4 The Officers shall constitute a sub-committee for the conduct of urgent business, which shall be reported to the next meeting of the Executive Committee for confirmation. Minutes of all meetings shall be circulated to Executive Committee members at least two weeks prior to the next meeting.

7.5 Members of the Executive Committee including Officers shall attend at least two thirds of formal Executive meetings over a two-year period. This condition may be waived in exceptional circumstances at the discretion of the Executive. If this condition is not met the member shall be removed from the Executive Committee and the general Membership entitled to vote invited to elect a replacement member at the earliest opportunity.

7.6 When possible, one Executive Committee member will be elected from each of the main areas of the burn care MDT i.e. Doctors, Nurses and Allied Healthcare Professionals (AHPs). These three Executive Committee members will be known as designated Executive Committee members. The three remaining members will be known as undesignated Executive Committee members.

7.7 The mechanism for election of the three designated members will be as follows. When applying for election, members will be asked to indicate which MDT area they work in. Votes will be ranked within each of the MDT areas. The candidate with most votes from the MDT area for which a designated Executive member is being sought will be elected. Undesignated posts will be allocated to the candidate receiving the highest number of votes, once the designated posts are filled.

If no nominations are received from members in a particular MDT area, the post will be allocated to the candidate receiving the highest number of votes no matter which MDT area he or she works in, as an undesignated post. The post will be re-advertised

as a designated post, the next time an undesignated Executive Committee member is due to demit office.

7.8 The post of Executive Committee Officer will be considered to be undesignated. If a designated Executive Committee member becomes an Executive Committee Officer, their designated post will become vacant and be open for election as described in section 7.7.

## **8. Officers of the Association**

### **8.1 Chairman**

8.1.1. The Chairman of the Association shall serve for a term of two years only and shall be eligible for election having previously served one term as Secretary-Treasurer, Deputy Chairman or as a current or previous sub-committee Chair after serving a minimum of two years as an Executive Committee member. S/he shall normally chair all the Executive meetings, the AGM and other formal business meetings of the Association not delegated to a sub-committee. S/he is charged with ensuring that the profile of the Association both professionally and politically is maintained and may act on behalf of the Association directly or by delegation in raising awareness of burn injury, its prevention, treatment and rehabilitation, and to represent the Association at a national and international level. S/he shall present an Annual Report to the Membership at the AGM

### **8.2 Deputy Chairman**

8.2.1 The Deputy Chairman of the Association shall serve for a term of two years and shall deputise for the Chairman in all his/her roles as and when the Chairman is unable for any reason to fulfil the same and shall by all reasonable means assist and support the Chairman and the Secretary-Treasurer.

### **8.3 Secretary-Treasurer**

8.3.1. The Secretary-Treasurer shall be responsible to the Executive Committee for the conduct of the day-to-day business of the Association and shall be accountable to the Executive Committee in all matters of finance for the Association. S/he shall maintain a bank account in the name of the British Burn Association and shall administer its resources on behalf of the Association. The Secretary-Treasurer shall receive membership application forms and all dues and donations and maintain an up-to-date register of membership in all categories. S/he shall present an Annual report to the Membership at the AGM.

8.4 The Officers shall be empowered to employ secretarial and any other form of help as required subject to prior approval by the Executive Committee.

8.5 The Officers of the Association shall also be its Trustees

## **9. Election of Executive Committee and Officers**

9.1 Nominations for election to the Executive Committee must be supported by two professional members of the Association and submitted to the Secretary-Treasurer by the appointed closing date. Executive Committee members shall be elected by the membership by ballot and the results shall be ratified at the AGM.

9.2 Executive Committee members shall be elected for a period of three years in the first instance and shall be eligible for re-election for one further three year term. However they shall not thereafter be eligible for further immediate re-election except as set out in clause 9.4 below. After a period of three years from leaving the Executive Committee the member shall again become eligible for nomination for election to the Executive in the manner and for the terms set out in this paragraph.

9.3 Officers of the Association are elected to serve for a period of two years in the first instance. All Officers shall be nominated by the Executive Committee and the nominations shall then be placed before the AGM for ratification. Members of the Executive Committee may hold no more than two Officer posts consecutively. Persons returning to the Executive after having previously served as an Officer may not again be elected to an Officer role.

9.4 Executive Committee members shall become eligible for nomination to an Officer role after one year of service to the Executive. Once elected as an Officer the member shall remain eligible to serve a full two year term in that Office and be (re-elected to one full term in that or a different Office even if such election would cause the time as an Executive member to exceed two full terms or six years provided that the consecutive period served as an Executive Committee member does not exceed a maximum of eight years.

9.5 If an Officer's term of office is terminated by decision of the Executive or the Officer stands down before the term of office is complete, the Executive Committee shall nominate another member to fulfil the remainder of that term of office. At the discretion of the Executive the nomination may be put to the membership for ratification at the earliest opportunity.

## **10. Expenses incurred on Association business**

10.1 All Officers and Executive Committee members shall be eligible for reimbursement of reasonable expenses incurred while fulfilling Executive Committee responsibilities provided that such reimbursement is supported by receipts and subject to audit from time to time as necessary.

10.2 Reimbursement of expenses incurred by general members on official Association business shall likewise be approved subject to prior confirmation by the Executive that such expenses shall be eligible for reimbursement. This clause includes but is not exclusive to members of Association sub-committees.

## **11. Conferences and Meetings**

11.1 The Executive Committee shall be empowered to endorse or cause to be organised such conferences seminars or other meetings as may be considered appropriate in pursuance of the aims of the Association. The Executive may delegate any part of or the entire organisation of such activities to an organising committee or other body whether established for that purpose or pre-existing.

11.2 The financial management of and accountability for any meeting endorsed or organised under the auspices of the Association shall be either delegated fully to the organisers at no risk to the Association or retained and managed in full by the Association. The detail of the financial arrangements shall in either case be subject to formal approval by the Executive. The programme and content of the meeting shall be subject to formal approval by the Executive in pursuance of the aims of the Association.

## **12. Sub-committees**

12.1 The Executive Committee shall have power to establish set terms of reference for and appoint members to sub-committees and working groups for specific tasks and considerations in furtherance of its aims and objectives.

12.2 Chairs of sub-committees shall normally be an Executive Committee member or may be nominated by the Executive Committee. The Chairs of sub-committees shall report to the Executive Committee.

### **13. Amendments to the Constitution**

13.1 No new clause shall be added or any existing clause repealed or altered except by Resolution of the General Meeting at which the majority for change shall be not less than two thirds of those voting. No amendment shall be made to the Constitution of the Association which will affect its charitable status.

### **14. Dissolution and Liquidation**

14.1 Events leading to the dissolution of the Association will be under the control of the Executive Committee but there must be a majority of not less than two-thirds of the members of the Executive Committee. Voting by proxy in this event is permissible.

14.2 In the event of dissolution of the Association, any surplus assets shall not be paid to or distributed among members of the Association but shall be given or transferred to a charity or other not-for-profit organisation active in the field of burn prevention and/or care and/or rehabilitation and having aims in harmony with those of the Association. The organisation to which donation or transfer shall be made shall be as agreed by those taking the decision that dissolution is necessary.

The original Constitution was adopted as the Constitution of the British Burn Association at a Public Meeting duly convened on the thirty-first day of October, one thousand, nine-hundred and sixty-nine at Queen Mary's Hospital, Roehampton, London S.W.15.

This amended Constitution was adopted as the Constitution of the British Burn Association by a more than two-thirds majority of those present and eligible to vote at an Annual General Meeting of the Association duly convened in accordance with the original Constitution on the fourth of May two thousand and seventeen at the Royal College of Surgeons, London.