

CONSTITUTION

(Adopted April 2001)

Accepted by AGM of the society Nov 2010

1. Name

The name of the Society is **The British Society of Urogynaecology** (the "Society")

2. Objects

The objects of the Society (the "Objects") are:

- 2.1 to encourage the study and management of female pelvic floor dysfunction including, but not limited to, urinary incontinence, pelvic organ prolapse and faecal incontinence
- 2.2 to raise and set standards of training in Urogynaecology including, but not limited to, the provision of a network of support through discussion, study and communication
- 2.3 to aid an effective clinical network of care for Urogynaecology patients throughout the United Kingdom and Republic of Ireland
- 2.4 to provide a forum for practitioners with an interest in Urogynaecology throughout the United Kingdom and Republic of Ireland

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.
 - 3.1.1 to promote and assist in establishing appropriate standards and clinical management guidelines in Urogynaecology.
 - 3.1.2 to train gynaecologists in specialist Urogynaecological skills.
 - 3.1.3 to oversee Continuing Medical Education.
 - 3.1.4 to oversee certification and accreditation in Urodynamics Special Skills Training in association with other bodies.
- 3.2 to promote the work of and provide support to the Research Urogynaecology Society (RUGS) within the Society, via the Research Subcommittee.
- 3.3 to collect and disseminate information on all matters concerning and affecting the Objects, including epidemiological research and multi-centre trials
- 3.4 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
- 3.5 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 Object
- 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 Urogynaecology patient support groups in the United Kingdom and the Republic of Ireland.
- 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 establish local branches of the Society.
- 3.19 to do all such other lawful things as are necessary or reasonable to promote the Objects.

4. Membership

4.1 General

In this rule,

- 4.1.1 "gynaecologist" means a United Kingdom or Republic of Ireland resident doctor who has sat and passed the examination for membership of the Royal College of Obstetricians and Gynaecologists or a person who, in its absolute discretion, the Committee believes to be suitably qualified by reason of their experience or training or both
- 4.1.2 "member" shall include a Full Member, an Associate Member and an Emeritus Member
- 4.2 Committee shall have discretion to suspend or terminate membership
- 4.4 The Committee shall have the right to refuse the admission of any person to the Society.
- 4.5 A "Full member" is a consultant gynaecologist who may become a member of BSUG by payment of the annual membership subscription.
- 4.6 An "Associate member" is a specialist registrar or other non-consultant grade who may become an associate member of BSUG by payment of the annual membership subscription.

4.7 Emeritus Member

- 4.7.1 A Full Member or an Associate Member who ceases to satisfy the requirements of membership solely by reason of retirement from clinical or academic practice shall be reclassified as an Emeritus Member.
- 4.7.2 Emeritus Members shall not be entitled to vote.

4.8 Renewal of Membership

- 4.8.1 Every Member (except Emeritus Members) shall have his/her membership criteria reviewed every three years by not less than two members of the Committee
- 4.8.2 If any Member is found not to have complied with the requirements for membership during the three years preceding such review and /or has failed to attend at least one meeting of the Society or other recognised society (as in 4.5.3) in two years, he/she may have his/her membership suspended or terminated, provided that the individual concerned shall have the right to be heard by the Committee before a final decision is made
- 4.8.3 If any member has failed to pay his/her subscription after 12 months despite requests from the Treasurer, membership will be suspended
- 4.9 Termination by the Member
- 4.9.1 An individual may terminate his/her membership of the Society by giving notice in writing to the Secretary
- 4.9.2 Any Member who terminates his/her membership prior to the renewal date shall not be entitled to a refund of his subscription

5. Subscriptions

- 5.1 Annual subscriptions decided by the Committee and approved by the AGM, shall be payable on 1 January 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 April]. The Committee shall have discretion to call for a lower subscription or waive payment in the case of a new Member joining in the three months prior to [e.g. 1 April]
- 5.3 The subscription for any subsequent year shall be decided by the Members in Annual General Meeting

6. General Meetings

- 6.1 The Committee may at any time at its discretion call an Extraordinary General meeting of the Society.
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 At least 21 clear days' notice of such Meeting shall be given in writing by the Secretary to each Member
- 6.3 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

7. Annual General Meeting

- 7.1 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
- 7.2 At least 21 clear days' notice shall be given in writing by the Secretary to each Member of such meeting
- 7.3 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

8. Rules of Procedure at all General Meetings

8.1 Quorum

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

8.1.2 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

8.2 Chairman

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

8.3 Voting

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

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

8.3.3 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. Voting can also take place via BSUG website once developed and functional. Voting will be closed one week before the Annual General Meeting.

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

8.4 Postal Ballot

In lieu of a General Meeting (but not the Annual General Meeting), the Committee shall have the power to arrange for a postal ballot of the Full Members of the Society on any matter which is not reserved to an Annual General Meeting

8.5 Minutes

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

9. The Committee

9.1 General

The Society shall be administered by a Committee, who may exercise all the powers of the Society. Such Committee shall comprise the following Full Members, elected as provided in rule 9.2 below: One Associate member will be eligible to serve on the Committee.

9.1.1 Chairmen of Subcommittees ("Committee Members"), to include the Urogynaecology Representative to the Royal College of Obstetricians and Gynaecologists Sub-Specialty Training Committee, and the Chairman of the Annual Research Meeting of BSUG

9.1.2 President, Chairman, Vice-Chairman, Treasurer and Secretary ("Officers") who will be Full Members. Those wishing to stand for President, Chairman, Vice-chairman, Secretary or Treasurer (Officers) must have spent at least one term on the General Committee (3 years) to be eligible for election

9.1.3 such further Full Members of the Society (not exceeding 3 in number) who may be invited from time to time by the Committee ("Co-opted Members").

9.1.4 Subcommittees will be formed and work delegated to them by the Committee.

9.1.5 The Chairmen of the Subcommittees will be elected by the Membership at the AGM.

9.2 Elections

- 9.2.1** Elections for Committee Members and Officers shall be held at the Annual General Meeting. New Committee members will be appointed one year prior to commencing their post in order to 'shadow' the existing post holder.
- 9.2.2** Nominations for Committee Members and Officers must be made by Full Members of the Society in writing and must be lodged with the Secretary at least one week before the Annual General Meeting
- 9.2.3** 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 electronic voting which will close one week before the Annual e General Meeting of the Society
- 9.2.4** 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
- 9.3** Term
 - 9.3.1** Election to the Committee shall be for a term of three years
 - 9.3.2** 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
 - 9.3.3** No Member of the Committee shall serve more than two consecutive terms in any one post, but there will be the possibility of him/her serving a further term in a different post. No member shall serve more than 9 consecutive years on the Committee.
 - 9.3.4** In exceptional circumstances where no other nomination is forthcoming the post holder may continue in post on a yearly renewable basis.
- 9.4** Meetings
 - 9.4.1** The Committee shall meet as often as it sees fit, but in any event, not less than three times per year
 - 9.4.2** 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
 - 9.4.3** 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
- 9.5** Termination of Committee Membership
 - A member of the Committee shall cease to hold office if he/she:
 - 9.5.1** becomes incapable by reason of mental disorder, illness or injury of managing or administering his own affairs;
 - 9.5.2** resigns his office by notice in writing; or
 - 9.5.3** 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
- 9.6** Quorum
 - The quorum for meetings of the Committee shall be five.
- 9.7** Proceedings of the Committee
 - 9.7.1** 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 in its discretion decides
 - 9.7.2** The Committee may appoint sub-committees with such membership, powers and functions as the Committee shall provide. Full or Associate Members may be members of the sub-committees created under this rule. 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
- 9.7.3** 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
- 9.8** **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
- 10. Property and Funds**
- 10.1** The property and funds of the Society must be used only for promoting the Objects
- 10.2** 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
- 10.3** A bank account will be opened in the name of The British Society of Urogynaecology with (NatWest Bank or with such other bank as the Committee may from time to time decide). The Committee shall authorise in writing the Treasurer, the Secretary (from time to time) 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
- 11. Records and Accounts**
- 11.1** 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
- 11.2** The Committee shall keep proper records of all professional advice obtained
- 12. Alteration to the Constitution**
- 12.1** 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
- 13. Local Branches**
- 13.1** The Committee shall have power to establish local branches for the furtherance of the Objects. Each branch so established shall comply with and be subject to the following regulations:
- 13.1.1** the branch shall act in pursuance of the Objects and of the policy of the Society and shall be subject to such conditions as may from time to time be laid down by the Committee
- 13.1.2** the title of the branch shall be subject to the prior approval of the Committee. No branch shall be entitled to use the expression "British Society of Urogynaecology" in its title unless at least one member of the branch is a Full Member of the Society

13.1.3 the branch will be deemed to have adopted the model rules for branches as prescribed from time to time by the Committee unless it has, with the prior approval of the Committee, adopted other rules

14. Dissolution

14.1 At any time, the Committee, by a two-thirds majority, may decide to dissolve the Society, on the grounds of expense or otherwise

14.2 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:

14.2.1 by transfer to one or more other bodies established with similar objects to the Society; or

14.2.2 directly for the Objects; or

14.2.3 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]

.....
.....
.....
.....
.....
.....
.....
.....
.....
.....