

## UKTS CONSTITUTION

### **1. TITLE.**

The name of the Society shall be "The United Kingdom Thalassaemia Society" hereafter referred to as "The Society".

### **AIMS AND OBJECTIVES OF THE SOCIETY.**

The objects of the society are for the relief of sickness and for the protection and preservation of public health by:

**2.1** The relief of persons suffering from thalassaemia and related or similar disorders.

**2.2** Advancing the education of the public, including medical practitioners, in all aspects of thalassaemia and related or similar disorders in particular by promoting and coordinating research into its causes, treatment, prevention, and permanent cure, and by disseminating the useful results of such research.

### **3. POWERS OF THE SOCIETY.**

The powers of the Society are exercised by the Management Committee, which is the sole executive committee of the Society. All decisions concerning national interests of the Society and the delegation of power to sub-committees shall be taken by the Management Committee.

In furtherance of the aims and objectives, but not otherwise, the Society may exercise the following powers:

**3.1** To encourage and support the standardisation of treatment within the UK excluding financial assistance to individuals.

**3.2** The promotion of awareness of thalassaemia, with the provision of information and advice to thalassaemia carriers and the general population on prevention and with particular emphasis on integration of thalassaemics into the community.

**3.3** The promotion and co-ordination of research of thalassaemia and disorders pertaining thereto, the useful results of such research to be made public.

**3.4** To acquire, alter, improve, let and (subject to such consents as may be required by law) to charge or otherwise dispose of property.

**3.5** To draw, make, accept, endorse, discount, execute and issue promissory notes, bills, cheques, and other instruments, and to operate bank accounts in the name of the Society. All cheques issued by the Society will be signed off by a minimum of two trustees.

**3.5a** Subject to the approval of the bank and the approved account signatories, debit cards can be issued to administrative staff for the purpose of day to day transactions with a daily transaction limit of £500.00.

**3.6** When necessary to invest such funds, as are not immediately required by the Society for its purposes, in such investments, securities and other capital investments that the Management Committee considers advantageous and prudent but excluding high risk investments such as stocks, shares and similar.

**3.7** To establish and maintain a central headquarters to collect and disseminate data on thalassaemia.

**3.8** To bring together patients, their families, and well wishers to exchange ideas and information, by means of meetings, lectures, conferences and social activities.

**3.9** To support the establishment of separate units in major hospitals, where appropriate, for the care, treatment and management of thalassaemia.

**3.10** To liaise with commercial, industrial and research establishments and Government with a view to developing new methods, products and drugs to alleviate the suffering of thalassaemia patients.

**3.11** To establish and maintain close contact with blood donor services throughout the country primarily to advise these services on the special needs of thalassaemia patients, particularly with regards to the requirement for testing and quality control of blood supplied.

**3.12** To liaise with other countries' Thalassaemia Associations, Thalassaemia Centres, Government, research centres, The World Health Organisation or any other physical body connected with thalassaemia.

**3.13** To publish newsletters of the Society, quarterly or at such regular intervals as may be determined by the Management Committee.

**3.14** To establish a board of advisors, by invitation, of leading authorities on the various aspects of thalassaemia (research, medical, social and administrative) and any other appropriate candidate to join such a board, on acceptance by the Management Committee. This board to be maintained and utilised as required.

**3.15** To establish sub-committees for any project beneficial to the Society, whenever advice or assistance may be required. Such sub-committee to have specific terms of reference defined by the management committee and to report back to the Management Committee when the project is completed.

**3.16** To co-opt members or non-members whenever their advice or assistance may be required on any committee or sub-committee. The co-opting of a person into the committee of the Society at one level must be reported to the Management Committee in writing within seven days and is subject to approval. The co-opted person on the Committee shall have no voting rights nor will be taken into account for quorum purposes.

**3.17.** The Management Committee shall have the power to appoint and revoke the appointments of Directors as members of sub-committees. Directors will be experts in their own fields. Such action to be ratified at the next AGM.

**3.18** The Management Committee shall have the power to appoint and revoke the appointments of Patrons. Patrons will be nationally or internationally renowned figures. Such action to be ratified at the next AGM.

**3.19** The Management Committee shall have the power to appoint and revoke the appointment of Honorary President. Hon. President will be a person with an exemplary record of helping the Society. Such action to be ratified at the next AGM.

**3.20** To do all such other lawful things as are necessary or desirable for the achievement of the aims and objectives

#### **4. THE MANAGEMENT COMMITTEE.**

The affairs of the Society shall be managed by the Management Committee who would be elected at the Annual General Meeting. There shall be up to nine members including the following:

Chair, Vice-Chair, Treasurer, Assistant Treasurer,  
Secretary, Assistant Secretary.

There shall be a minimum number of five members of the Management Committee, four for quorum.

All elected Management Committee members are also the Trustees of the Society.

The Committee to include up to two members without thalassaemia major and/or intermedia and/or haemoglobin H disease, (i.e. non-thalassaemics). The rest to be with thalassaemia major and/or intermedia and/or haemoglobin H disease. If there are none non-thalassaemic nominees then the Committee can be made up of thalassaemics only.

In the event of there being fewer nominations than five, no Annual General Meeting hereafter referred to as "AGM" shall be called until the number of nominations rises above this number.

In the event of there being less than or equal to nine nominees these are deemed elected and no voting will be necessary as long as the number is above five.

All the committee members shall be elected annually at the AGM, and the distribution of posts shall take place at the first subsequent meeting of the Management Committee.

The Management Committee shall meet regularly up to twelve times a year, and on such other occasions as shall be deemed necessary. The quorum at the meetings of the Managing Committee shall be four members, the voting procedure shall be by simple majority, and the Chair shall have a casting vote.

## **5 MEMBERSHIP**

Membership of the Society shall be open to all people irrespective of nationality, sex, religion, caste, creed or social class. No person shall be admitted a member of the Society unless his/ her application is approved by the Management Committee. There shall be the following classes of membership:

### **5.1 Ordinary Member**

Membership of the UK Thalassaemia Society shall be dependent upon the setting up of a standing order payment in favour of the Society for a minimum of £2 per calendar month. Membership shall continue for as long as the standing order remains in force. Membership of the UK Thalassaemia Society is not transferable.

### **5.2 Honorary Member**

The Management Committee shall be empowered to elect Honorary Members of The Society. Honorary Members, Patrons, Directors and the Honorary President shall be entitled to all privileges of the Ordinary Members, except that they shall not vote at the Annual General Meeting, or any other meeting, nor propose candidates for election to the Management Committee. These members shall have no executive powers, but will be able to serve in an advisory capacity to the Management Committee and participate in sub-committees set up by the Management Committee. Honorary members are exempt from paying the membership standing order payment as set out in Clause 5.1.

### **5.3 Resignation**

Any members wishing to resign from the Society shall give notice in writing to the Secretary.

### **5.4 Expulsion of members.**

If any member's standing order payment (as set out in Clause 5.1) shall cease, or if in the opinion of the Management Committee the conduct of any member shall be prejudicial to the interest of the Society, then the Management Committee will investigate the matter and take representation from the individual(s) to consider their position. Following this the Management Committee will have the power with a simple majority vote to request such a member to resign if appropriate. If the member so requested does not resign within 7 days of the request, he or she shall be liable to expulsion from the Society by a two-thirds majority vote of the Management Committee. The expulsion of a member can be reversed by a 75% majority decision at the following AGM.

## **6. MEETINGS**

### **6.1 Annual General Meeting**

The AGM shall be held once every twelve calendar months, but not later than fifteen calendar months, at such time and place as shall be decided by the managing committee, on giving written notice to all members of not less than 21 clear days. The notice shall specify the time and place of the meeting and the agenda of the business to be transacted, including the following:

- a) To receive and approve reports on the activities of the past year from the Chair.
- b) To receive and approve the audited accounts of the Society (copies of the accounts to be made available to all members).
- c) To consider nominations for membership / committee membership that may have been rejected.
- d) To elect the Management Committee of the Society.
- e) To transact any other business on the agenda.

## **6.2 Nomination to the Management Committee.**

Members can only be nominated for election to the Management committee if they were actively involved in the UK Thalassaemia Society during the twelve months prior to the AGM, to the satisfaction of the present committee. Each candidate standing for election will be required to produce a manifesto of not more than 50 words stating the reasons why he/she wishes to serve on the Committee. Such manifestos will be presented with the ballot papers to the members present at the AGM. Candidates standing for election must be current members and must be aged 18 years or over on the date of nomination.

Nominations for election to the Management Committee must be proposed and seconded by two current members of the Society who are aged 18 years or over on the date of nomination with the consent of the nominee and submitted to the secretary in writing, at least fifteen days before the AGM. Nominations will include the 50-word manifesto statement at least fifteen days before the AGM.

Nominees must be present at the AGM in order to accept appointment, if elected, unless they can show just cause or satisfactory excuse.

The present Management Committee shall have the right to reject the nomination of anyone whose appointment, in their opinion, could give rise to conflict of interest, or be prejudicial to the interest of the Society. Such rejections to be put before the Annual General Meeting prior to the election for ratification and the person(s) affected to be notified and invited in advance of the Annual General Meeting to put forward their comments for discussion.

There shall further be excluded from eligibility for nomination the following class of person:

1. Any second person immediately related to another Nominee.
2. Any paid employee of the Society.
3. Any member of the medical profession directly and substantially involved in the research and treatment of Thalassaemia.
4. Any person immediately related to a paid employee of the Society.

For the purposes of the above “immediately related” shall mean spouse, blood relative or adopted family member.

## **6.3 Voting**

Only current members who are aged 18 years or over shall be entitled to vote at the AGM.

Voting at the AGM shall be by ballot, and the Chair shall have a casting vote on all issues except election of the Management Committee.

Voting in respect of election of the Management Committee shall be on a ballot paper prepared by the secretary and containing the names of all nominees.

All voting members must vote for nine nominees on the ballot paper.

Those with the highest number of votes, in each of the categories; thalassaemics, non-thalassaemics, will be the elected Management Committee for that year.

In the event of the committee members falling below the minimum number, for any reason, at any time, there shall be appointed to the committee the person/s who achieved the next highest number of votes at the AGM; or a consenting person who stood down from the Management Committee at the last AGM.

A complete and accurate record of the results of the voting shall be retained by the Secretary, for future use, including replacement of outgoing committee members in order to maintain the minimum number in each category.

Each member shall be asked to mark his/her vote against the names of as many candidates as will form the Management Committee.

## **6.4 Quorum**

The quorum at the AGM shall be not less than twenty-one current members who are aged 18 years or over; and if a quorum is not present then a further AGM shall be rescheduled.

## **6.5 Extraordinary General Meeting.**

The Management Committee shall have power to call an Extraordinary General Meeting by giving written notice of not less than fourteen clear calendar days. The notice shall specify the time and place of the meeting and the agenda of business to be transacted at the meeting. If more than twenty-one full paid members of the Society sign a petition for an EGM, then the Management Committee is obliged to arrange such a meeting, for a date not later than four weeks after receipt of the petition.

## **7. SOCIETY FUNDS.**

### **7.1 Financial Year of the Society.**

The Society's financial year shall end on the 31<sup>st</sup> December

### **7.2 Appointing of the Auditor.**

The appointment of a duly qualified auditor shall be made at the Annual General Meeting. A duly audited balance sheet and accounts for the preceding financial year shall be submitted by the Treasurer at each Annual General Meeting.

These accounts shall also be submitted to the Charity Commission, and must comply with their requirements.

### **7.3 Use of Society Funds.**

All money belonging to the Society and not invested (i.e. surplus funds) shall be paid by the Treasurer into a separate account in the name of the Society at a bank or banks to be named by the Management Committee.

All cheques issued by the Society shall be signed by any two of the three committee members which will be the Treasurer, the Assistant Treasurer and a third person nominated by the committee.

**7.3a** Subject to the approval of the bank and the approved account signatories, debit cards can be issued to administrative staff for the purpose of day to day transactions with a daily transaction limit of £500.00.

## **8 AMENDMENTS TO THE CONSTITUTION**

No amendments or alterations to the Constitution shall be made except at the AGM by a two-thirds majority of the members present. The Management Committee shall be empowered, however, to make emergency byelaws, which must be presented to the next AGM for approval provided that no amendment or alteration may be made, the effect of which would cause the Society at anytime to cease to be a charity in law. Any proposed amendment to the Constitution must reach the Secretary in writing not later than thirty clear calendar days before the date of the AGM together with particulars of the proposed amendment and names of the proposer and seconder who must both be full paid up members of the Society.

## **9. WINDING UP THE SOCIETY**

If, at an Annual General Meeting, a special resolution to wind up the affairs of the Society shall have been duly proposed and passed the entire assets of the Society shall be realised in order to discharge all liabilities and any remaining assets shall be donated to one or more charitable organisations having similar objectives to the Society. The Annual General Meeting will name the selected charitable organisations and issue specific instructions as to the required use of the remaining assets. No such resolution shall be passed unless carried by 100% of the members present.

*Amended at AGM of 18 September 2017*

A handwritten signature in black ink, appearing to read 'Gabriel', written over a light blue rectangular background.

Signed.

Gabriel Theophanous  
Chair