

BSUG constitution 2024

In June 2011 the British Society of Urogynaecology achieved charitable status. The Society will be administered by the Trustees, who are elected members of the Society. All members who are elected or re-elected as Trustees at the Annual General Meeting shall take office with effect from the end of that meeting. All members of the Board/Trustees committee chairs and sub-committee members must reside in the UK and Republic of Ireland.

1. Name

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

2. Objects

The objects of the British Society of Urogynaecology are:

- 2.1** to relieve sickness, promote good health and advance education for the public benefit in particular but not exclusively by:
 - 2.1.1** encouraging the study and management of female pelvic dysfunction including, but not limited to, urinary incontinence, pelvic organ prolapse and faecal incontinence;
 - 2.1.2** raising and setting standards, including training, in urogynaecology including but not limited to the provision of a network of support through discussion, study and communication;
 - 2.1.3** aiding an effective clinical network of care for urogynaecology patients throughout the United Kingdom and Republic of Ireland; and
 - 2.1.4** by providing 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;
 - 3.1.5** to promote the work of and provide support to the Annual Research Meeting within the Society, via the Research sub-committee;
 - 3.1.6** to collect and disseminate information on all matters concerning and affecting the Objects, including epidemiological research and multi-centre trials;
 - 3.1.7** 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;
 - 3.1.8** to procure, write 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(s);

- 3.1.9** 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;
- 3.1.10** 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;
- 3.1.11** to interact and exchange information with other bodies and societies having similar Objects, whether in the United Kingdom, Republic of Ireland or internationally;
- 3.1.12** to interact with and disseminate information to urogynaecology patient support groups in the United Kingdom and the Republic of Ireland;
- 3.1.13** to collect membership fees from its members;
- 3.1.14** to accept such gifts, contributions, legacies or bequests as the Board shall think fit;
- 3.1.15** to procure contributions and pledges to the Society by personal or written appeals, public meetings or by any other method approved by the Board;
- 3.1.16** 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;
- 3.1.17** 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;
- 3.1.18** 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;
- 3.1.19** to employ paid or unpaid agents, staff or advisers to supervise, organise and carry on the work of the Society;
- 3.1.20** to insure the Board against foreseeable risk and take out other insurance policies to protect the Society and its property and assets when required;
- 3.1.21** to establish local branches of the Society (as appropriate);
- 3.1.22** to do all such other lawful things as are necessary or reasonable to promote the Objects.

4. Membership

- 4.1** Membership is open to an individual who:
 - (a) is interested in furthering the Objects; and
 - (b) satisfies the criteria for membership in clause 4.2; and
 - (c) in applying for membership has indicated their agreement to abide by the constitution and the Code of Conduct.
- 4.2** A member shall be a Full Member, an Associate Member, Allied Health Professional Member, Urologist member or an Emeritus Member. Full Members and Emeritus Members are entitled to vote at General Meetings.
- 4.3** Members are classified as follows:
 - a) A Full Member is a consultant who the Board believes, in its absolute discretion, to be suitably qualified in the practice of urogynaecology, by reason of their experience and/or training and is listed on the GMC specialist register, continues to have revalidation and licence to practice and is employed in the UK.

- (b) An Associate Member is a member who is a doctor, who is not a consultant, who has an interest in pelvic floor conditions.
 - (c) An Emeritus Member is an individual retired from clinical or academic practice.
 - (d) An Allied Health Professional member is a healthcare professional who deals with/has an interest in any pelvic floor conditions.
 - (e) Urologists.
- 4.4 The Board shall have the power, in its absolute discretion, in relation to any individual:
- (a) to suspend or terminate their membership; or
 - (b) to refuse admission to, or renewal of their membership.
- 4.5 An individual shall cease to be a member:
- (a) on death; or
 - (b) by giving notice in writing to the Hon Secretary; or
 - (c) if their membership has been suspended or terminated; or
 - (d) if they choose to by cancelling their membership.

5. Membership Fees

- 5.1 Annual membership fees for each category of member shall be set by the Board and approved by the members to take effect on:
- (a) 1 April for those individuals who were admitted to membership and have been members continuously since before 31 December 2018; and
 - (b) The anniversary of the date an individual was first admitted or readmitted to membership in, or after January 2019.
- 5.2 Individuals:
- (a) who terminate their membership prior to the date when their membership fees become due shall not be entitled to a refund or partial refund of the membership fees they have paid; and
 - (b) who are admitted or readmitted to membership shall be required to pay a full year's subscription.

6. General Meetings

- 6.1 The Board may at any time call an EGM.
- 6.2 The Hon Secretary shall, within 21 days of receiving a written request signed by five Full Members giving reasons for the request, call an EGM.
- 6.3 At least 21 clear days' notice shall be given in writing by the Hon Secretary to each Full Member and Emeritus members by email or some other electronic means of communication.
- 6.4 The notice convening an EGM shall specify the time, date and place of the meeting and the general nature of the business to be transacted.

7. Annual General Meeting

- 7.1 The Society shall hold an AGM once each year at such time (not being more than 15 months after the holding of the preceding AGM) and place as the Board shall determine.
- 7.2 At least 21 clear days' notice shall be given in writing by the Hon Secretary to each member by email or some other electronic means of communication.

- 7.3 The business at the AGM may include the result of any ballot or election, consideration of the annual report and accounts of the Society 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 Full Members or Emeritus Members.
- 8.2 The Chair of the Board or, if absent, the Vice Chair, shall preside as Chair of the meeting.
- 8.3 Voting.
- 8.3.1 Only Full members and Emeritus are entitled to vote.
- 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 may be conducted on-line or at a General Meeting by show of hands.
- 8.3.4 The role of a Chair is to chair meetings.
- 8.3.5 The votes cast shall be counted before the Annual General Meeting and the results of the ballot shall be declared at the Annual General Meeting immediately following the ballot.
- 8.4 Notes of the meeting are kept electronically in perpetuity.

9. The Board

- 9.1 The Society shall be administered by the Board who may exercise the powers of the Society.
- 9.1.2 Sub-committees will be formed (as required) and work delegated to them by the Board.
- 9.1.3 The Chairs of the sub-committees will be elected by the Membership. The member must have spent at least one year in the sub-committee to stand for Chair.
- 9.1.4 The Chair of BSUG is the Chair of the Board. The Vice-Chair is the Chair Elect of BSUG and also Vice-Chair of the Board.
- 9.1.5 All members of the Board shall officially begin their terms of office from the Annual General Meeting at which their election is announced, or appointment ratified.
- 9.1.6 A member of a sub-committee can't go back on that same sub-committee after they have completed "two consecutive terms" but can apply to sit on a "new/different" sub-committee.
- 9.2 The Board shall be comprised exclusively of Full Members ((plus Associate Member rep, AHP rep, patient/lay rep and any other reps as decided by the Board) including the members of the Executive Committee. The Associate Representative, AHP rep, patient/lay rep and any other reps as decided by the Board are entitled to vote.
- 9.3 The Board may delegate powers to the Executive Committee over whom they shall exercise oversight. The Executive Committee shall report on their activities to the Board on a regular basis.
- 9.3.1 The Board may:
- (a) establish other sub-committees to whom they may delegate their powers; or

- (b) delegate any of their powers to any individual or person, whether or not they are a Trustee.
 - (c) "Co-opt" a committee member as a Chair required in an emergency, this would be decided by the Executive Committee and ratified at the Away Day at the next AGM.
- 9.3.2 The functions of the Executive Committee and other delegates shall be committed to writing. The Board shall exercise oversight of any person to whom they have delegated their powers and shall require frequent reports to be submitted to the Board.
- 9.4 The Board shall hold at least two meetings in each year. Any Board member may call a meeting of the Board and shall instruct the Hon Secretary to give notice of it to the Trustees. Notice shall be given not less than 21 days before the date of the meeting specifying the time, date, place and nature of the business to be transacted. A lesser notice period may be given by two Officers in the case of any emergency. Meetings may be held:
 - (a) in person;
 - (b) by electronic means so that each participant can speak and be heard by the other participants.
- 9.5 Termination of the Board Membership: a member of the Board shall cease to hold office if they:
 - (a) becomes incapable by reason of mental disorder, illness or injury of managing or administering their own affairs;
 - (b) resigns their office by notice in writing; or
 - (c) is absent from three consecutive meetings of the Board and/or for good and sufficient reason three quarters of the other members of the Board pass a resolution that such member of the Board shall be removed from office.
- 9.6 The quorum for meetings of the Board shall be five Board members.
- 9.7 A Trustee shall promptly disclose any material interest in a transaction or arrangement that may constitute a conflict of interest.
- 9.8 The Board may, from time to time, make rules or byelaws for the proper conduct of the administration of the Society including:
 - (a) the conduct of meetings of the Board and General Meetings;
 - (b) the procedures for conducting elections of Trustees, Officers and Chairs of sub-committees;
 - (c) prescribing categories and conditions of membership.

10. Elections

- 10.1 At the Annual General Meeting, there may be elections for Trustees, Officers and chairs of sub-committees and the Associate/AHP/Patient/lay/other Representative.
- 10.2 Except for the Associate/AHP/Patient/lay other Representative, candidates for election must be nominated by at least two Full Members and all candidates for election must agree to be nominated. A candidate for the Associate Representative must be nominated by at least two Associate Members. Candidates for AHP rep must be nominated by at least two AHP Members.
- 10.3 When there is more than one candidate standing for a post, elections shall take place electronically and the results shall be announced at the AGM. Eligibility to vote is as follows:

- 10.3.1 Chairs of sub-committees – by a majority of Full and Emeritus Members.
- 10.3.2 The Associate Representative – by a majority of Associate Members
- 10.3.3 The AHP Representative – by a majority of AHP Members.
- 10.3.4 Where there is only one candidate standing for a post, that candidate shall be elected without a ballot.
- 10.4 To be eligible to stand for election as the Chair of a sub-committee, an individual must have served on that sub-committee for at least one year at the time of the election.
- 10.4.1 To be eligible to stand for election as an Executive, an individual must have served for at least one year as a Chair of a sub-committee or three years as the Vice-Chair.
- 10.5 Executives and sub-committee Chairs shall serve for a term of three years and shall be eligible to serve for a second term of three years. Executives and sub-committee Chairs are not eligible to stand for a consecutive third term.

11 Representing BSUG

- 11.1 Any BSUG member wishing to represent BSUG on an external committee, group or in any other capacity must have agreement from the Executive for this and must report back on their activity to the BSUG Executive after each meeting.
- 11.2 Anyone representing BSUG on external committees must complete a Declaration of Interest form on the BSUG website. This is optional for other members.

12. Property and Funds

- 12.1 The property and funds of the Society must be used only for promoting the Objects.
- 12.2 No Board member, other than those authorised by the Board 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.
- 12.3 A bank account will be maintained in the name of The British Society of Urogynaecology. The Treasurer shall administer the property and funds of the Society.

13. Records and Accounts

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

14. Alteration to the Constitution

- 14.1 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.

15. Local Branches

- 15.1 The Board 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:

- 15.1.1** The branch shall act in pursuance of the Objects of the Society and shall be subject to such conditions as may from time to time be laid down by the Board.
- 15.1.2** The title of the branch shall be subject to the prior approval of the Board. 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.
- 15.1.3** The branch will be deemed to have adopted the model rules for branches as prescribed from time to time by the Board unless it has, with the prior approval of the Board, adopted other rules.

16 Special Interest Groups

BSUG may set up Special Interest Groups at its discretion and they can write their own Terms of Reference.

17. Dissolution

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

18. Definitions

“the Board”	the Board is the general committee
“the Chair”	the Chair of the Board
“Code of Conduct”	document for members setting out rules and responsibilities
“Consultant”	a senior doctor who is listed on the GMC specialist register and holds a consultant post
“Executive Committee”	a standing committee of the Board made up of the Chair, the Vice Chair, the Hon Secretary and the Treasurer
“General Meeting”	an AGM or an EGM
“AGM”	the Annual General Meeting
“EGM”	an Extraordinary General Meeting
“Officers”	the members of the Executive Committee
“Associate”	Associate member is a doctor who is not a consultant
“AHP”	Allied Health Professional

“the Vice Chair”

the Vice-Chair of the Board and Chair Elect

“The Trustees”

The Executive committee ie Chair, Vice-chair, Treasurer and Hon Secretary are the Trustees. The Chair of BSUG is the Chair of the Trustees.

SIGNED [NAMES TO BE INSERTED]

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Date