

REGULATION 1

CONSTITUENCY ORGANIZATION

- 1.** The following provisions shall subject as otherwise provided in the Rules and Regulations of the Association govern the Constituency Organization of the Association.
- 2.** The Constituencies of the Association for the time being are as follows:
 - a) North East
 - b) North West
 - c) Yorkshire and the Humber
 - d) East Midlands
 - e) West Midlands
 - f) East of England
 - g) London
 - h) Northern Ireland
 - i) Scotland
 - j) South East Coast
 - k) South Central
 - l) South West
 - m) Wales
- 3.** For the purposes of this Regulation the South West Constituency will include the Channel Islands and the North West Constituency will include the Isle of Man.
- 4.** The number and grades of Constituency Representatives will be as in Regulation 2 (1.).

REGULATION 2

THE COUNCIL

1. The following provisions shall subject as otherwise provided in the Rules and Regulations of the Association govern the qualifications and procedure for elections to the Council and the proceedings of the Council:
 - a) The Chief Executive Officer or such other person or persons as may from time to time be designated by the Executive Committee shall at the direction of and subject to the supervision of the Executive Committee organize the election of Members of the Council. In these Regulations "the Chief Executive Officer" shall be deemed to include and refer to any such other person or persons.
 - b) The election shall be held by separate postal ballot of all Members in each Constituency.
 - c) Any complaint or dispute concerning the election of the Council may be referred to the Executive Committee by any Member of the Association and shall be considered by the Executive Committee at a meeting called specially for that purpose. The decision of the Executive Committee in relation to any such complaint or dispute shall be final and conclusive.
 - d) No Member shall be entitled to nominate a candidate for election to the Council for any Constituency other than his/her own.
 - e) No Member shall be entitled to be a candidate for election to the Council for any Constituency other than his/her own.
 - f) No Member shall be entitled to vote for any candidate for election to the Council for any Constituency other than his/her own.
 - g) Subject to the following provisions of these Regulations every Ordinary Member shall be entitled to vote in Council elections. Any Member purporting to register more than one vote for any candidate shall be recorded as having cast one vote only for such candidate.
 - h) Up to four Area Representatives from category 1(Rule 2), to be elected within each of the 13 constituencies of the UK.
 - i) One Specialist Registrar and one non career grade practitioner per constituency may be elected, by members falling within those grades, by national ballot to serve as full Members of Council
2. The procedure for the postal ballot shall be as follows:
 - a) The Chief Executive Officer shall invite all Members in each Constituency to submit nominations for election to the Council by circulating to such Members a Nomination Paper in such form as may from time to time be approved by the Independent Scrutineer.
 - b) Nominations shall close no later than 28 days after the date of dispatch of Nomination Papers and no nomination received thereafter shall be valid or acceptable except with the express written approval of the Independent Scrutineer.

- c) The date of close of nominations shall be clearly stated on all Nomination Papers.
 - d) No nomination, shall be valid unless made on the approved Nomination Paper, or via the approved on line submission form, signed by the nominating Member and seconded by the signature of a Member other than the nominating Member, and delivered to the Independent Scrutineer subject as aforesaid prior to the date set for close of nominations.
 - e) If only the required number of nominations is received for any Constituency the Independent Scrutineer shall declare such Member(s) elected without putting such nomination to the ballot.
 - f) If more nominations are received than the number of vacancies in any Constituency the Independent Scrutineer shall send each eligible Member in such Constituency a Ballot paper in such form as may from time to time be approved by the Independent Scrutineer.
 - g) Each candidate for whom a valid nomination has been received shall be entitled to prepare an election address which shall be sent to each Member in such Constituency by the Independent Scrutineer. A photograph may be included with such address which shall not contain more than 150 words.
 - h) The Ballot Paper shall indicate the date set for close of voting.
 - i) Ballot Papers shall be returned to the Independent Scrutineer and voting shall close no later than 28 days after the date of dispatch of Ballot Papers.
 - j) The Independent Scrutineer shall declare invalid any Ballot Paper which is not completed in accordance with these Regulations.
 - k) The Independent Scrutineer shall subject to the foregoing provisions of these Regulations declare elected the candidate who received the highest number of votes. In the event of a tied vote he/she shall consult the tying candidates and if any are prepared to withdraw and allow a clear victor to emerge he/she shall declare such candidate elected, failing which the he/she shall organize a second postal ballot of the tying candidates declaring elected the candidate who receives the highest vote. In the event of a second tied vote the Executive Committee shall have a casting vote or votes and shall declare the election accordingly.
 - l) The accidental omission to send Nomination Papers or Ballot Papers to or the non-receipt of such Papers by any person entitled to receive them shall not invalidate the result of any election to the Council.
3. Any vacancy in the Council in respect of any Constituency whether caused by a lack of candidates in such Constituency at any election of the Council, or being merely a casual vacancy shall be filled, where possible, by the Executive Committee, by co-opting to Membership of the Council a Member from the Constituency in which such vacancy has arisen. Any Member so co-opted shall retire at the date of the next subsequent Council election any may submit themselves for reelection.
 4. The President shall be the Chairman of all meetings of the Council, failing which some other National Officer of the Association, failing which the meeting shall elect a Chairman from the Members of the Council present.
 5. The quorum necessary for the transaction of business of the Council shall be 20% of the elected Members of the Council.

6. The Council shall have power to regulate the convening of and the procedure at its meetings provided that:
- a) Meetings shall be convened by notice from the President or the Chief Executive Officer or such other persons as may from time to time be designated by the Executive Committee.
 - b) There shall be not less than two meetings of the Council in any one year.
 - c) The President or the Chief Executive Officer or such other person as aforesaid shall at any time call a meeting of the Council at the written request of the Executive Committee or any 10 Members of the Council.
 - d) Seven days' notice of all meetings of the Council shall be given to all Members of the Council together with the agenda and all relevant papers for discussion.
 - e) If within half an hour from the time appointed for the holding of any Council meeting no quorum is present the meeting if convened on the requisition of Members shall be dissolved. In any other case the meeting shall stand adjourned to the same day time and place in the next week or to such other day time and place as the Executive Committee may determine and at such adjourned meeting the Members present shall constitute a quorum.
 - f) The accidental omission to give notice of a meeting or the non-receipt of such notice by any person entitled to receive notice thereof shall not invalidate any resolution or other proceedings at any meetings of the Council.
 - g) All resolutions or decisions proposed at meetings of the Council shall be decided by a majority of votes on a show of hands, each ordinary member present having one vote. In the event of an equality of votes the Chairman of the meeting shall have a second or casting vote.
 - h) Proxies may not be appointed for meetings of the Council.
 - i) A deputy with entitlement to vote may be appointed to attend a Council meeting in place of the Member for a Constituency.
 - j) Proper Minutes shall be made of all the proceedings and business transacted at all meetings of the Council and such Minutes if signed by the Chairman of the meeting or of the next succeeding meeting shall be sufficient evidence without any further proof of the facts therein stated.

REGULATION 3

NATIONAL OFFICERS

1. The following provisions shall subject as otherwise provided in the Rules and Regulations of the Association govern the method of election, terms and tenure of office, and powers and duties of the National Officers-
 - a) The President shall serve for a period of three years until the Annual General Meeting third next after his/her election as, or assumption of office as, President, after which he/she will not be eligible for re-election as President but will be eligible for election to the Council or any National Office other than President.
 - b) The election of President Elect will take place by ballot at the Association's Annual General Meeting one year before the expiry of the Presidential three year term of office.
 - c) The President need not necessarily continue to represent throughout his/her tenure of office the Constituency for which he/she was elected or in which he/she subsequently practices, but may rather concentrate his/her efforts nationally on his/her presidential duties.
 - d) The Chairman of the Executive shall serve for a period of three years until the Annual General Meeting third next after his/her election as, or assumption of office as, Chairman of the Executive. After which he/she shall demit office but shall remain as a member of Council and be eligible for election to any National Office.
 - e) The Chairman of the Executive shall remain throughout his/her tenure of office a member of the Council representing the Constituency for which he/she was elected or in which he/she subsequently practices. The Chairman of the Executive shall be declared automatically re-elected as such member of the Council in any Council elections which precede the termination of his/her tenure of office.
 - f) The Immediate Past President shall serve for the period of the Presidency next following his/her retirement as President. After which he/she shall demit office but shall remain as a member of Council and be eligible for election to any National Office.
 - g) The Immediate past President will, where possible, assume the role of President until the next Annual General Meeting, if the standing President becomes unable to fulfil the role
 - h) The Immediate Past President need not necessarily continue to represent throughout his/her tenure of office the Constituency for which he/she was elected or in which he/she subsequently practices, but may rather concentrate his/her efforts nationally in support of his/her successor in office.
2. The Executive Committee shall:
 - a) serve for a period of three years until the Annual General Meeting third next after their election or assumption of office. After which he/she shall remain as a member of Council and be eligible for re-election to Executive or election to any other National Office.
 - b) remain throughout their tenure of office a member of the Council representing the Constituency for which they were elected or in which they subsequently practise and

shall be declared automatically re-elected as such member of the Council in any Council elections which precede the termination of their tenure of office as such National Officer.

REGULATION 4

EXECUTIVE COMMITTEE AND SUB-COMMITTEES

1. The following provisions shall subject as otherwise provided in the Rules and Regulations of the Association govern the powers, terms of reference, duties, business and procedure of the Executive Committee and its Sub-Committees for the time being:
2. The Executive Committee and its Sub-Committees shall have power to regulate the convening of and the procedure at their meetings provided that there shall be not less than one meeting of:
 - a) the Executive Committee in every two months and
 - b) of any Sub-Committee in every six months.
 - c) The Chairman (in the case of the Executive Committee) or the Chairman (in the case of a Sub-Committee) and in either case the Chief Executive Officer shall at any time call a meeting of the Executive Committee or as the case may be a Sub-Committee thereof at the written request of any three Members of the Executive Committee or as the case may be Sub-Committee thereof.
 - d) Seven days' notice of all meetings of the Executive Committee and its Sub-Committees must be given to all Members of such Committees respectively together with the agenda and relevant papers for discussion.
3. The quorum necessary for the transaction of business of the Executive Committee shall 50% of the Ordinary Members of the Committee.
4. The quorum necessary for the transaction of business of all other Sub-Committees shall be three Ordinary members.
5. Unless and until otherwise determined by the Executive Committee there shall be the following Sub-Committees of the Executive Committee:
 - a) The Finance Sub-Committee.
6. The Immediate Past President shall be the Deputy Chairman of the Executive Committee and shall serve as Chairman in the Chairman's absence failing which a Chairman shall be elected from the Members present.
7. The Treasurer shall be the Chairman of all meetings of the Finance Sub-Committee. In all other cases the respective Chairmen of the Sub-Committees shall be the Chairmen of their meetings, failing which the meeting shall elect a Chairman from the Sub-Committee Members present.
8. The President, President Elect (where appointed), Chairman of the Executive and the Secretary or, as the case may be, Joint Secretaries shall be ex-officio Members of all Sub-Committees.
9. The Membership of the Finance Sub-Committee shall be:
 - a) Two officers

- b) five members of the Executive (Treasurer, Chairman of Executive, President, President-Elect and Immediate Past President)
 - c) Two Fellows. The Fellows would be nominated (or self nominated) by the HCSA Fellows and if more than two nominations, two shall be elected by simple postal ballot. Fellows shall be entitled to attend, speak at, take part in but not vote at meetings (Rule 69)
 - d) The Executive Committee would also be able to co-opt two additional voting Ordinary Members onto the Sub-Committee.
 - e) In attendance shall be the Chief Executive Officer and other Executive Officers as may be required.
- 10.** Members of Sub-Committees, other than the Finance Sub-Committee, shall subject as otherwise determined by the Executive Committee serve for a period of three years but shall be eligible for re-appointment.
- 11.** The Executive Committee shall use its best endeavours to ensure, where possible, that Membership of Sub-Committees reflect a balanced representation of the various Constituencies and specialties of Members of the Association.
- 12.** 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 or other proceedings at any meeting of the Executive Committee or any Sub-Committee thereof.
- 13.** If within half an hour from the time appointed for the holding of any meeting of the Executive Committee or any Sub-Committee thereof no quorum is present the meeting shall stand adjourned to the same day time and place in the next week or to such other day time and place as the Executive Committee or Sub-Committee may determine and at such adjourned meeting the Members present shall constitute a quorum.
- 14.** All resolutions or decisions proposed at meetings of the Executive Committee and any Sub-Committee thereof shall be decided by a majority of votes of a show of hands each member present having one vote. In the event of an equality of votes the Chairman of the meeting shall have a second or casting vote.
- 15.** Proxies may not be appointed for meetings of the Executive Committee or any Sub-Committee thereof.
- 16.** Proper Minutes shall be made of all the proceedings and business transacted at all meetings of the Executive Committee and any Sub-Committee thereof and such minutes if signed by the Chairman of the meeting or of the next succeeding meeting shall be sufficient evidence without any further proof of the facts therein stated.
- 17.** All acts bona fide done by any meeting of or by any person acting as a member of the Executive Committee or Sub-Committee thereof shall notwithstanding that it afterwards be discovered that there was some defect in the appointment or continuance in office of any such person be as valid as if every such person had been duly appointed or had duly continued in office.

REGULATION 5

GENERAL MEETINGS

1. The following provisions shall subject as otherwise provided in the Rules and Regulations of the Association govern the rules and procedures at General Meetings of the Association: -
 - a) One of the Joint Secretaries or the Chief Executive Officer shall give every Member 21 days' notice in writing of the date and place of and the general nature of the business to be transacted at every Annual General Meeting and Extraordinary General Meeting.
 - b) The accidental omission to give notice of a General Meeting or the non-receipt of such notice by any person entitled to receive notice thereof, shall not invalidate any resolution or other proceedings at any meeting.
 - c) **The quorum necessary for the transaction of business of a General Meeting shall be 10 Ordinary members.** If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present the Meeting if convened on the requisition of Members shall be dissolved. In any other case it shall stand adjourned to the same day in the next week at the same time and place or to such other day time and place as the Executive Committee may determine, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting, the Members present shall be a quorum.
 - d) The President shall be the Chairman of all General Meetings failing which the Immediate Past President or the Chairman of the Executive failing which the Members present shall elect a member of the Executive Committee as Chairman, failing which they shall elect a Chairman from the Members present.
2. All resolutions or decisions proposed at all General Meetings shall be decided by a simple majority of votes on a show of hands unless a poll is, before or upon declaration of the result, demanded by the Chairman or **at least 10 Ordinary Members** present in person, and unless a poll be so demanded a declaration by the Chairman of the Meeting that a resolution has been carried or carried unanimously or by a particular majority, or lost or not carried by a particular majority, and an entry to that effect in the Minutes of the Meeting shall be conclusive evidence of the fact without proof of the number or proportion of the vote recorded in favour or against that resolution.
 - a) The demand for a poll may be withdrawn.
 - b) No poll shall be demanded on the election of a Chairman of a meeting.
 - c) Votes may be given on a poll either personally or by proxy.
 - d) The demand of a poll shall not prevent the continuance of a Meeting for the transaction of any business other than the question on which a poll has been demanded.
 - e) If a poll is demanded it shall be taken at such time and place, and in such manner, as the Chairman of the Meeting shall direct, and the result of the poll shall be deemed to be the resolution of the Meeting at which the poll was demanded.
 - f) Each person paying subscriptions as an ordinary Member who is present at the Meeting and entitled to shall have one vote.

- g) In the case of an equality of votes the Chairman of the Meeting shall be entitled to a second or casting vote.
3. The Chairman of the Meeting may, with the consent of any Meeting at which a quorum is present, (and shall if so directed by the Meeting) adjourn the Meeting from time to time, and from place to place, but no business shall be transacted at an adjourned Meeting other than business which might have been transacted at the Meeting from which the adjournment took place. Whenever a Meeting is adjourned for 30 days or more, notice of the adjourned Meeting shall be given in the same manner as of an original Meeting. Save as aforesaid the Members shall not be entitled to any notice on an adjournment or of the business to be transacted at an adjourned Meeting.
 4. An Ordinary Member may appoint a proxy to attend a meeting on his/her behalf. A proxy must be an ordinary Member of the Association and vote on a show of hands. Any vote or votes so given as a proxy shall be in addition to the personal vote of the Members acting as proxy.
 5. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorized in writing.
 6. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified or official copy thereof shall be deposited at the Office not less than forty-eight hours before the time appointed for holding the Meeting or adjourned Meeting at which the person named in the instrument proposed to vote, or in the case of a poll not less than twenty-four hours before the time appointed for the taking of a poll, and in default the instrument or proxy shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiration of 12 months from the date of its execution.
 7. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the proxy was executed, provided that no intimation in writing of the death, insanity or revocation as aforesaid shall have been received at the Office before the commencement of the Meeting or adjourned Meeting at which the proxy is used.
 8. Any instrument appointing a proxy shall be in the following form or as near thereto as circumstances will admit:

"THE HOSPITAL CONSULTANTS AND SPECIALISTS ASSOCIATION

I

of

.....

an Ordinary Member of the Hospital Consultants and Specialists Association hereby appoint

Proxy

of

.....

and failing him/her

Proxy

of

.....

to vote for me and on my behalf at the (Annual or Extraordinary or adjourned, as the case may be) General Meeting of the Association to be held

on the day of 20.....

and at every adjournment thereof.

As witness to my hand this the day of 20.....

.....
(Member signature)

- 9. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
- 10. Proper Minutes shall be made of all the proceedings of and business transacted at all General Meetings and such Minutes, if signed by the Chairman of the Meeting or by the Chairman of the next succeeding Meeting, shall be sufficient evidence without any further proof of the facts therein stated.