



NATIONAL BACK EXCHANGE CONSTITUTION

1 NAME

- 1.1 The name of the Association shall be National Back Exchange ("the Association")

2 AIMS AND OBJECTIVES

- 2.1 To promote and improve musculoskeletal health for all
2.2 To promote the exchange and dissemination of information and ideas on musculoskeletal health
2.3 To develop and promote core competencies in safer handling practice and injury prevention
2.4 To promote initiatives and act as a forum for providing evaluation and audit of current practice in matters associated with musculoskeletal health
2.5 To lobby employers and other relevant bodies to provide advisory services to reduce work related musculoskeletal problems
2.6 To provide advice and support for members

3 POWERS

In furtherance of the aims and objects but not otherwise the Executive Committee may exercise the following powers :

- 3.1 to raise funds and to invite and receive contributions provided that in raising funds the Executive Committee shall not undertake any substantial permanent trading activities other than by means of a separate trading company
3.2 to buy, take on lease or exchange any property necessary for the achievement of the aims and objectives and equip it for use
3.3 to sell, lease or dispose of all or any part of the property of the Association
3.4 to borrow money and to charge all or any part of the property of the Association with repayment of the money so borrowed
3.5 to employ such staff (who shall not be members of the Executive Committee) as are reasonably necessary for the proper pursuit of the aims and objectives and to make all reasonable provision for their remuneration
3.6 to establish or support any other organisations formed for all or any of the objects
3.7 to draw up such rules, regulations, agreements and codes as are reasonably necessary for the proper management and control of the Association
3.8 to do all such other lawful things as are reasonably necessary for the achievement of the aims and objectives

4 MEMBERSHIP

- 4.1 Membership shall be open to all individuals who are interested in furthering the aims of the Association and are expected to abide by its Constitution and any rules, regulations, agreements and codes made pursuant thereto
4.2 Categories of members shall be Ordinary Members and such other categories as shall be decided by the members in general meeting
4.3 Every member shall be entitled to attend and have one vote at any general meeting save that no member shall be entitled to attend or vote at a general meeting whose annual subscription is in arrears at the date of such meeting
4.4 Applications for membership shall be made in such form and manner and accompanied by such documents and information as the Executive Committee shall decide from time to time

- 4.5 Each application for membership other than ordinary member shall be decided by the Executive Committee or such sub-committee as it shall appoint for this purpose. If approved the applicant shall become a member from the date of such approval and entitled to all the benefits of his or her category of membership. If rejected, the applicant may appeal in writing to the Executive Committee or sub-committee within such time period as the Executive Committee shall decide from time to time stating grounds for appeal whereupon such Executive Committee shall reconsider the application but its then decision shall be final
- 4.6 Members may form local or special interest groups with other members but such groups shall be first approved by the Executive Committee and shall affiliate to the Association
- 4.7 Any member may resign from the Association by not less than 14 days notice in writing to the Secretary but no subscription or any part thereof shall be refunded upon such resignation or other suspension or termination of membership

5 MANAGEMENT OF THE ASSOCIATION

- 5.1 Honorary Officers of the Association consisting of Chairman, Vice Chairman, Secretary, Treasurer, Membership Secretary, Public Relations Officer, Conference Co-ordinator and Library and Research Officer shall be elected from amongst its members at each Annual General Meeting of the Association
- 5.2 The Executive Committee of the Association shall generally oversee and be responsible for the administration and management of the Association in accordance with this Constitution and any rules, regulations, agreements and codes made pursuant thereto
- 5.3 The Executive Committee shall consist of not less than 11 and not more than 15 members being the Honorary Officers specified in clause 5.1 above, 4 Regional Officers (representing the North, South, East and West of the United Kingdom respectively) who shall be elected from amongst the members at each Annual General Meeting and any members co-opted in accordance with clause 5.5 below
- 5.4 The Executive Committee may co-opt not more than 3 further members of the Association to serve until the next Annual General Meeting and if a casual vacancy shall occur amongst the Honorary Officers may appoint one of its members to fill such vacancy who shall hold office for a similar period. Co-opted Executive Committee members shall be eligible to vote
- 5.5 The Honorary and Regional Officers shall hold office from the conclusion of the Annual General Meeting at which they are elected to the next Annual General Meeting at which they shall retire but shall be eligible for re-election provided that no such officer shall be re-elected to office more than 5 times. The total of service may encompass different posts. Office holders may not then be elected to service in another office without a service break of one year
- 5.6 The Editor of Column shall attend Executive Meetings as required but shall not be eligible to vote

6 MEETINGS AND PROCEEDINGS OF THE EXECUTIVE COMMITTEE

- 6.1 The Executive Committee shall hold at least 4 ordinary meetings in each year. A special meeting may be called at any time by the Chairman or by any 3 other members of the Executive Committee requesting such a meeting in writing to the Secretary specifying the matters to be discussed
- 6.2 The Secretary shall give at least 7 days written notice of every meeting of the Executive Committee which shall contain particulars of the business to be transacted
- 6.3 The Chairman of the Association or in his absence the Vice Chairman shall act as chairman of the meetings of the Executive Committee and in the absence of both then the members present shall appoint one of their number to be chairman of the meeting before any business is transacted
- 6.4 There shall be a quorum when at least one half of the members of the Executive Committee for the time being or 5 such members, whichever is the greater, are present at a meeting
- 6.5 Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question but in the case of equality of votes the chairman of the meeting shall have a second or casting vote
- 6.6 The Executive Committee shall keep minutes in books kept for the purpose of the proceedings at all its meetings and such minutes once approved at the next meeting and signed by the chairman of such meeting as being correct shall be conclusive proof of what transpired
- 6.7 The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member
- 6.8 The Executive Committee may from time to time make and alter rules for the conduct of its meetings and business provided such rules are not inconsistent with this Constitution

7 GENERAL MEETINGS

- 7.1 There shall be an Annual General Meeting of the Association which shall be held in the month of September in each year
- 7.2 Every annual general meeting shall be called by the Executive Committee. The Secretary shall give at least 28 days notice of each such meeting to all members of the Association and all members shall be entitled to attend and vote thereat subject to the saving in clause 4.3 of this Constitution
- 7.3 The Chairman of the Association shall be the chairman of the annual general meeting and any extraordinary general meeting or, in his absence, the Vice Chairman or, if both are absent then the members present shall choose one of their number to be chairman of the meeting before the transaction of any other business
- 7.4 There shall be a quorum when at least one quarter of the members of the Association for the time being or 50 such members, whichever is the lesser, are present at any general meeting
- 7.5 The business to be transacted at an Annual General Meeting shall be :
 - 7.5.1 the presentation by the Executive Committee of the annual reports and accounts of the Association for the preceding year
 - 7.5.2 the approval of the annual membership subscription for the next financial year
 - 7.5.3 the election of the Honorary and Regional Officers of the Association
 - 7.5.4 the appointment of a reporting accountant in accordance with clause 8.6 of this Constitution
 - 7.5.5 the consideration of any business or resolutions proposed by members of which proper notice has been given in accordance with clause 7.7 of this Constitution
 - 7.5.6 any other business suitable to be conducted at such a meeting
- 7.6 Nominations for election of the Honorary Officers and for other members of the Executive Committee must be made in writing by members of the Association and must be received by the Secretary at least 60 days before the annual general meeting. Each candidate shall be proposed and seconded by members of the Association and shall have given his or her prior consent in writing to such nomination. If no nominations are received in time or at all for a particular post then they may be accepted from the floor during the annual general meeting at the sole discretion of the Chairman. Should nominations exceed vacancies election shall be by ballot
- 7.7 Any business or resolution required by a member to be considered at an annual general meeting shall be notified in writing by such member to the Secretary at least 60 days before such meeting whereupon the Secretary shall include the same in the notice of the meeting
- 7.8 The Executive Committee may at any time call an extraordinary general meeting of the Association. Alternatively if at least 15 members request such a meeting in writing to the Secretary stating the business to be considered then the Secretary shall call such a meeting as soon as reasonably practicable. Not less than 28 days and not more than 35 days notice must be given and the notice of the meeting must state the business to be transacted
- 7.9 The Secretary or such other person appointed for the purpose by the Executive Committee shall keep minutes of proceedings at every general meeting of the Association and such minutes when approved at the next general meeting and signed as correct by the chairman of such meeting shall be conclusive proof of what transpired

8 FINANCE

- 8.1 All monies belonging to the Association shall after payment of all proper expenses of administration and management be applied only in furthering its aims and objectives
- 8.2 All monies received by the Association shall be paid into an account operated by the Executive Committee in the name of the Association at such bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two of the signatories designated by the Executive Committee from time to time
- 8.3 The Association shall keep full and proper books of account and financial records from which annual statements of account for each financial year shall be prepared and submitted to the members for approval at the relevant annual general meeting. A copy of such annual statements shall be sent to every member with the notice convening the meeting
- 8.4 The financial year of the Association shall run from the 1st April to 31st March in each year and the Executive Committee shall prepare each year an Annual Business Plan which shall identify the projected income and expenditure for the next financial year
- 8.5 The annual membership subscription shall be due and payable on the 1st April in each year and shall be fixed each year by the Executive Committee to meet the requirements of the Annual Business Plan. The amount so fixed shall be submitted for the approval of the members at the annual general meeting preceding such 1st April

- 8.6 The annual statement of accounts shall be reported on and be independently verified by a Chartered Accountant who shall be appointed annually at the Annual General Meeting

9 TRUSTEES

- 9.1 The Executive Committee shall appoint not less than 2 and not more than 4 Trustees of the Association in whom shall be vested all the property of the Association other than cash which shall be under the control of the Treasurer
- 9.2 The Trustees shall hold office until death, resignation or removal from office by the Executive Committee. Additional appointments may be made by the Executive Committee to fill any vacancy arising at any time
- 9.3 The Trustees shall deal with the property so vested in them as decided by the Executive Committee and such direction shall be given by a resolution of the Executive Committee which shall in favour of any purchaser, mortgagee, chargee, lessee or grantee be binding upon all members of the Association.
- 9.4 The Trustees and members of the Executive Committee shall not be liable (otherwise than as members) for any loss suffered by the Association as a result of the discharge of their respective duties on its behalf except such loss as arises from their respective wilful default and they shall be entitled to an indemnity out of the assets of the Association for all expenses and other liabilities incurred by them in discharge of their respective duties

10 NOTICES

- 10.1 Any notice required to be served on any member of the Association shall be in writing and shall be served upon the member personally or by sending it by first class post in a prepaid envelope addressed to such member at, or by leaving it at, his or her last address notified in writing to the Association. Any notice so sent or left shall be deemed to have been received within 3 days of posting or 1 day of being left whichever is applicable
- 10.2 Any notice required to be served on the Association shall be in writing and shall be served personally on the Secretary or by sending it by recorded delivery first class prepaid post to or by leaving it in an envelope addressed to the Secretary at the offices of the Association for the time being.

11 AMENDMENT OF THIS CONSTITUTION

- 11.1 This Constitution may be amended, varied or added to at any time by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of such general meeting must include the resolution setting out the terms of the amendment, variation or addition proposed.
- 11.2 A copy of this Constitution together with copies of all resolutions passed pursuant to the preceding clause attached thereto and signed by the Chairman for the time being of the Association shall be kept at the offices of the Association and made available for inspection upon request at all reasonable times by any member

12 DISSOLUTION

- 12.1 If the Executive Committee shall decide that it is necessary or advisable to dissolve the Association it shall call an extraordinary general meeting of the Association the notice of which shall state the terms of the resolution to be proposed. If the resolution is passed at such meeting by at least a two thirds majority of those members present and voting the Executive Committee shall wind up the Association by realising all its assets and paying off all proper debts, expenses and liabilities to the extent of such assets. The Executive Committee shall as soon as practicable thereafter prepare and approve a statement of accounts for the final accounting period of the Association and send a copy thereof to each member
- 12.2 If in the event of the Association being wound up pursuant to the preceding clause there is a surplus of monies then such surplus shall be given to one or more charitable institutions having similar aims and objectives to the Association as are recommended by the Executive Committee and approved by the members at such meeting. If in such event there is a deficit then the members shall make good such deficit to the Association as soon as possible in the same proportions as their then current annual membership subscriptions bear to one another