

## Constitution of the National Association of Psychiatric Intensive Care and Low Secure Units

### 1. Name, Domicile and Purpose

The Association name is the 'National Association of Psychiatric Intensive Care and Low Secure Services' (hereinafter "NAPICU").

NAPICU is the trademark for the Association.

#### 1.2 AIM

To advance psychiatric intensive care, low secure services and other environments, at local and national level improve mechanisms for the delivery of psychiatric intensive care, to promote research, education and practice development within the speciality in a multidisciplinary manner. To improve the experience of patients who receive and professionals who deliver care in these services.

#### 1.3 Objectives

NAPICU will achieve these aims through:

- The organisation of an annual conference and a programme of regional meetings
- Publication of the Journal of Psychiatric Intensive Care
- Development of educational and training programs
- Undertake relevant programmes of quality improvement and research
- Maintain and develop a network of Practitioners and other stakeholders

NAPICU further engages in all activities suitable to further the aims defined above. The Association pursues neither commercial objectives nor pecuniary rewards.

### 2. Membership

2.1 Members of the Association can be individuals or organisations.

Members are admitted by the payment of the relevant fee.

2.2 The Association has the following classes of membership:

#### UK Organisational

UK Organisational Membership is open to the following organisations:

- Providers (PICU and LSU units)
- Charitable Mental Health organisations
- Mental Health Policy Development organisations and Commissioners
- providers of Emergency Psychiatric care including open wards and emergency departments.

The actual membership rates for provider organisations, is based on membership by ward/unit.

### UK Individual Membership

Any person resident in the UK may apply and be accepted for membership of the Association. Individual members of the Body of Members may attend meetings and functions organised by the Association, receive information from the Association.

### International Membership for non-UK Organisations and Individuals

Outside of the UK, any institution that provides care considered equivalent to psychiatric intensive or low secure care or any worker in any relevant discipline may apply for membership. Membership fees are dependent upon the type of organisation and the status of the country as defined by the United Nations. The fee structure is designed to enable practitioners working in a developing or least developed country to join at a reasonable cost. Details are available on the Association's website.

### Individual Honorary membership

The Executive Committee may confer individual's honorary membership for a time limited period.

### Honorary Fellows

The Executive Committee may appoint Honorary Fellows. Fellows will have life time membership to the association and assist the Executive Committee in achieving the aims of the Association.

### Corporate Membership

This is open to commercial organisations. Private providers of PICU or LSU healthcare services and pharmaceutical industries are not eligible for corporate membership of NAPICU. The Executive Committee publishes up to date guidance on the fees and terms of conditions of Corporate Membership to commercial organisations.

### Affiliated Associations

Organisations that share the same or have similar aims and objectives can become affiliate members. Individual members of those organisations would still need to join the Body of Membership of NAPICU to qualify for full member status of this Association.

The use of the term NAPICU by Affiliate Associations outside of the United Kingdom should seek permission from the Executive Committee. The Executive Committee defines the terms of acceptance of affiliated associations.

Affiliate Associations will be asked to assure NAPICU of their governance arrangements on a 3 yearly basis.

## 2.3 Ceasing to be a Member

Members may resign at any time in writing to the Association. Any member not having paid their membership fee within nine months of it being due will be deemed to have resigned. The Executive Committee may unanimously and for good reason terminate the membership of an individual or organisation. The individual or organisation shall have the right to be heard by the Officers before a final decision is made.

### 3. Financial Means, Liability of the Association and Honorary Basis

3.1 To achieve the aim and objectives of the Association, membership fees, contributions from third parties will be held in the Association's bank account. The assets will be used solely for the purpose of achieving the aims and objectives of the Association.

3.2 For all obligations of the Association, only the Association's assets are liable. Any personal liability of the membership body is excluded. The Association will pay any required indemnity insurance of the Directors.

3.3 Changes to the membership dues are proposed by the Treasurer at the Annual General Meeting, stating a fixed amount for each class of membership.

3.4 The members of the Executive Committee are working on an honorary basis and are in principle only entitled to be reimbursed for their actual expenses.

3.5 The business period of the Association comprises a period of one fiscal year. The Accounts are closed annually on March 31<sup>st</sup>.

3.6 The elected Officers of the Executive Committee will also undertake the role of Trustee for the charity for the period of office.

### 4. Organisation

The Association has the following bodies:

- A The Body of Members (the membership)
- B The Executive Committee
- C The Executive Committee Officers, these are also trustees of the charity.

#### The Body of Members

The Body of members includes individuals and organisations from these classes of membership. Membership is validated by the payment of the appropriate fee.

#### The Executive Committee

To stand for election to the Executive Committee, the person must be:

- A member of the association either as an individual or through organisational membership (not corporate membership).
- Resident in the UK
- A professional from any discipline with relevant PICU and/or LSU experience, or person who is a member of an appropriate organisation (e.g. patient or carer organisation) who is interested through appropriate experience in PICU or LSU care, with the exception of the patient and carer representatives.

Members are voted by the membership into committee roles at the AGM.

To stand for election to the EC the member putting themselves forward should provide a statement of intent linked to the post, require an EC member to propose their election and a member to

second their proposal, and the membership should cast a vote. The person getting the post should be the one with the most votes. In the event of equal votes for candidates, the voting should move to a 1st/2nd choice system.

The Body of Members elects the Executive Committee consisting of:

- Chair\*
- Vice Chair\*
- Director of Operations\*
- Treasurer\*
- Deputy Treasurer
- Editor in Chief\*
- Director of service user experience
- Carer Representative
- Director of Policy and Public Relations
- Director of Educational Programmes
- Director of Research Programmes
- Deputy Director of Educational Programmes
- Up to 10 x Executive Committee Members without portfolio (must be a health or social care worker related to the Commissioning or delivery of PICU or Low Secure Services).

#### The Executive Committee Officers\*

The Officers of the Association consist of the: Chair, Vice Chair, Treasurer, Editor in Chief and the Director of Operations who form the Executive Officers of the Committee. These are also trustees of the charity.

#### Co-opted Executive Committee members

The Executive Committee can, through combined majority agreement, co-opt members of the Membership Body into vacant roles the committee to assist in meeting the aim and objectives of the Association. This will be confirmed and minuted through Executive meetings.

Co-opted Executive Members shall be eligible for subsequent election to the Executive Committee at the following AGM.

Co-opted Executive Members will be reviewed annually at the AGM.

Co-opted Executive Members do have voting rights.

- Co-opted patient representative
- Co-opted carer representative
- Co-opted Executive Members

#### Observers

Any member of the Body of Membership can request or be invited to participate in an Executive Committee meeting (non voting) as an Observer. This is to be encouraged by the Executive Committee to promote transparency, develop participation and succession planning.

#### Fellows

Fellows of the Association will have accepted the role. They will act as an ambassador for the Association and assist the Executive in meeting the aims and objectives of the association.

Appointments will be made at the AGM and announced at an annual conference.

### The Auditors

The financial statements of the Association shall be subject to annual inspection in accordance with the laws and regulations of the country in which the books and records are maintained (England). The inspection shall be carried out by an organisation competent in law to conduct the level of inspection required by laws and regulations (hereafter "Auditors"). The Auditors shall prepare a summary report in writing addressed to the Executive Committee which shall in turn be presented to the AGM. The Auditors' report shall be published and presented to the Body of members at the end of the business period.

## **5. Roles and Responsibilities**

### Executive Committee Members

- Members of the Executive Committee are required to attend 50% of the formal meetings and will be able to undertake work on behalf of the association.
- The Executive Committee decides on all matters which are pursuant to the law or this Constitution and line with the needs of members and national PICU and / or low secure services.
- The Executive Committee represents the Association towards third parties.

### Roles and Responsibilities of the Executive Committee Officers

- Collective responsibility for strategic directions of the Association, and adherence to charities' aim.
- Oversee the day to day running of the Association and the relationship with the selected administration and Event Organisation Company.
- Ensure that the Association operates within the law.
- Ensure that the Association remains solvent.
- Ensure that all transactions required for payment are scrutinised before being authorised for payment.
- Take necessary decisions and actions between meetings of the Executive to ensure the objectives of the association are met.
- Are also trustees of the charity, refer to 3.6.
- All decisions are made by voting, with a majority decision. Where there is not a majority vote then decisions should be taken to the wider Executive Committee members for a vote, a majority vote is required for a decision.
  
- The Chair is responsible for the strategic leadership and direction, and for driving the national impact of the Association, and the Associations' annual programme of work, and for succession planning within the EC.
- The Director of Operations deputises for the president as needed, and is the operational lead for workstreams, and oversight of the Associations' activity and output.
- The Treasurer is responsible for the Associations accounts, financial forecasts and planning, and works closely with the selected administration company.

The Editor in Chief leads on the logistics of publication of all NAPICU publications from all workstreams, to maximise their impact nationally, and proactively seeking new methods and routes of publication to reach a wider audience.

### Roles and Responsibilities of the Executive Committee members

- To main a specific portfolio a leading on specific aspects of NAPICU business. Examples of this include – increasing membership and development, international membership, accreditation and advice to specific membership queries, support with quarterly meetings, support of education programmes, specific clinical specialist device guidance, publications support for specific projects and any other need of NAPICU exec that supports strategic aims and is defined.
- To report back in writing at every NAPICU executive committee on progress relating to a defined portfolio
- Active contribution to NAPICU agenda within meetings
- Upholding the NAPICU constitution and support of strategic ambition
- Support decision making through contribution and active voting on issues within the committee
- To uphold the requirements of being an executive committee members as above.
- The Director of Policy and Public Relations is responsible for responding to national consultations on behalf of the Association and for overseeing and directing content of website.
- The Director of Educational Programmes oversees all the educational programmes and events that the Association runs including the annual conference, quarterly events, and formal training courses.
- The Deputy Director of Educational Programmes deputizes for the director of Educational Programmes and supports this role as needed, and leads the planning committee for annual conference.
- The Director of Research is the strategic lead for the Associations’ programme of research activities.

### Ceasing to be a Member of the Executive Committee

Executive Committee Members may resign from the committee at any time in writing to the Chair with a 3 month period notice.

Any Executive Committee member who has not paid their membership fee within nine months of it being due will be deemed to have resigned from their membership and therefore Executive Committee role.

The Executive Committee may unanimously and for good reason terminate the role of an individual on the Executive Committee, subject to conduct or delivery deemed to be in breach of the constitution, behaviour expected of executive committee members or non-delivery of specified objectives, which have not been hindered by external factors.

## **6. The Annual General Meeting (AGM)**

The AGM shall be convened by the Executive Committee. Notice shall be given at least 30 days prior to the meeting. This will include the Executive Committee positions which are up for election.

### The AGM

- The AGM will be held during the Associations’ Annual Conference.
- The AGM approves the annual accounts.
- The AGM approves any changes to the membership fees.

- One third of the Executive Committee positions will be elected at each AGM which must include one of the Executive Committee Officer positions.

In the AGM each individual member has one vote and organisational members have one vote. In the AGM where any ballot of votes is equal, the Chairman shall have the deciding vote. Amendments to this constitution may be proposed to the AGM by the Executive Committee or by petition of 10% of the Body of Members and are ratified by majority vote.

#### Extraordinary General Meetings (EGM)

EGM shall be called according to necessity or if so requested in writing by at least 20% of the membership body stating the purpose of such meeting. This shall be put in writing to the Executive Committee regardless if this is called by the executive committee members including the chair to all of the Executive committee and the executive officers.

### **7. Dissolution of the Association**

The Body of Members may at all times resolve the dissolution of the Association by open vote at the AGM / EGM.

The dissolution of the Association requires an affirmative vote from two thirds of all voting members in attendance. Arrangements will be made for voting by proxy for members who cannot attend.

In case of dissolution of the Association the Association's assets shall be donated to tax-exempt and non-profit organisations or charities with identical or similar objectives and providing a public benefit promoting the development of care and treatment for those people requiring psychiatric intensive care or low secure care.

The Body of Members are not entitled to the Association's assets.

### **8. Final provisions**

8.1 The official language of the Association and the all meetings shall be English.

8.2 This version of the Constitution was approved by NAPICU AGM on 6<sup>th</sup> September 2019.