

Constitution of the

Vascular Anaesthesia Society

Of Great Britain and Ireland

1. Name

The name of the Association shall be the Vascular Anaesthesia Society Of Great Britain and Ireland, also known as the VASGBI.

2. Objective

The objectives of the VASGBI shall be:-

- a) To promote the highest standard of management and care for patients suffering from cardiovascular disorders, and in particular those undergoing vascular surgery.
- b) To further the development of the art and science of vascular anaesthesia. To that end the VASGBI is committed to the following:-
 - i) to hold regular educational meetings
 - ii) to encourage the presentation of original research
 - iii) to encourage national and international links with like-minded groups
 - iv) to be active in all matters concerning the training of future vascular anaesthetists.
 - v) to represent the views of vascular anaesthetists to any other interested parties.

3. Membership

Full membership of the VASGBI shall be open to the following:

Medical practitioners in Anaesthesia who are active in the care of vascular patients, or in research in matters relevant to vascular anaesthesia.

Retired full membership of the VASGBI shall be open to the following:

Full members who have retired from NHS practice. Retired full members should have reached their 60th birthday. Retired full members and honorary members will continue to enjoy the rights and privileges of membership, including the right to vote.

Honorary membership of VASGBI shall be open to the following:

Full members of the VASGBI who are judged by their peers to be distinguished contributors to vascular anaesthesia. Honorary membership shall be given by election or by acclaim of the full membership.

4. Subscription

All full members of VASGBI shall pay such subscriptions and at such times as may be decided by the full members. Subscriptions will be collected annually.

5. *The Committee*

The Committee shall consist of not fewer than six full members to be elected from among and by the full members by a postal ballot, normally for a term of 3 years. A Committee member may be re-elected for a further term of 3 years. If the committee member takes on an Officer role they may extend their term to complete this role. (2011 amendment) A committee member may be re-elected after a period of not less than 3 years have elapsed since his or her departure from the Committee.

The committee shall have a trainee elected member who may serve a single 3 year term. (2011 – amendment)

All questions arising at any meeting of the Committee shall be decided by a simple majority of those present, excluding the Chairman or in his absence, his or her deputy. In case of equality of votes, the Chairman or his or her deputy shall have a casting vote.

The Officers of the Committee shall be the Chairman, Honorary Secretary and Honorary Treasurer. They shall be elected by the full members of the Committee and their appointment shall be ratified every year. The Treasurer role can be for a period of up to 5 years.(2011 amendment)

The Committee shall meet not less than once yearly.

There shall be Research, Education and Audit Sub-Committees. Members of these Committee will be co-opted from the membership of the Society, but will include at least one member of the main Committee. The maximum term for each member will be six years. Members of each Sub-Committee will elect their own Chairman. The Chairman of each Sub-Committee will be co-opted to the membership of the main Committee.

6. *Sub-Committee*

There shall be Research, Education and Audit sub-committees. Members of these committees will be co-opted from the membership of the Society, but will have to include at least one member of the main Committee. The maximum term for each members shall be 6 years. Members of each sub-committee shall elect their own chairman.

7. *Responsibilities of the Committee*

The general policy of the committee shall be to serve the objective and the members of the VASGBI. Accordingly, the officers shall perform the duties ascribed to them by the full membership.

Subject to the limitation hereinafter mentioned, the Committee shall in addition have power to do the following:-

- a) co-opt such additional members as it requires to maintain adequate expertise in appropriate fields of interest to the VASGBI.

- b) to appoint such sub-committees as it may from time to time decide and will determine the powers and terms of reference of such sub-committees.
- c) to appoint and dismiss paid employees.

All such actions of the committee must be available for the scrutiny and approval of the full membership at the next meeting of the VASGBI. Approval will be determined by a simple majority vote.

8. *General Meetings*

General meetings shall be convened by the Secretary for the attendance of the full members only. Other than in exceptional circumstances such meetings will occur once yearly, will occur during the scientific meeting, and will consider all matters deemed of interest by the full members or the officers of the VASGBI. At the Annual General Meeting the full members will be entitled to attend for the following additional purposes:-

- a) receiving the annual report of the committee
- b) receiving the annual statement of accounts, and to fix the amount of the subscription for full and other members.
- c) approve resignations from officers, and nominations for replacements
- d) whenever necessary for voting on proposals to amend this Constitution in accordance with the provisions in paragraph 14.

9. *Extraordinary General Meetings*

The Chairman or Secretary may at any time at their discretion within 21 days of a written request to do so signed by not less than 20 full members having the power to vote and giving reasons for the request, call a special general meeting of the VASGBI.

10. *Conduct of Meetings*

Subject to the provisions of paragraph 14 regarding alterations to the Constitution, all questions arising at any general meeting shall be decided by a simple majority of those present and entitled to vote.

At any meetings of the Committee, one half of the members shall form a quorum. At any meetings of the full members, 20 full members shall form a quorum. Minute books and attendance records shall be kept by the VASGBI, the Committee and all sub-committees and the appropriate secretary shall enter therein a record of all proceedings and resolutions.

11. *Standing Orders*

The Committee shall have power to adopt and issue standing orders and/or rules, which shall go into operation immediately after approval has been given by a simple majority of members at the next general meeting. In exceptional circumstances, standing orders may become operational before approvals of the general membership has been given provided that the Committee is unanimous in its recommendation and provided that the standing orders are consistent with the provision of the Constitution. (see appendix 1).

12. *Income and Expenditure*

The subscription fixed at the annual general meeting shall become payable on the succeeding 1st September.

All monies raised by and on behalf of the VASGBI shall be applied to further the objectives of the VASGBI and for no other purpose. No surplus monies shall be distributed to members. Reasonable expenses shall be paid to members of the committee, and any member of the Society acting on behalf of the Society.

The Treasurer shall keep proper accounts of the finances of the VASGBI. The statement of accounts for the last financial years shall be submitted to the full members of the annual general meeting. The Treasurer shall be responsible for the accounts of *all* monies accruing to the VASGBI, whether they are subscriptions, grants, donations, bequests, loans or from any other source whatsoever.

13. *Property*

The title of all or any real property which may be acquired by or for the purpose of the VASGBI shall be vested in trustees who shall be appointed by the full members and who shall enter into a Deed of Trust setting forth the purpose and conditions under which they hold the said property in trust for the VASGBI. The number of trustees shall not be fewer than two.

14. *Dissolution*

If the Committee decides by a simple majority that there are grounds for the dissolution of the VASGBI then it shall give notice that such a resolution is to be put before the full membership at an extra-ordinary general meeting, or at the next annual general meeting. If such a decision is then confirmed by a simple majority vote of full members, then all debts and liabilities will be settled at the earliest opportunity. Any residual assets shall be transferred to such charitable purposes of as like a nature as possible to the objectives of the VASGBI as the full members may determine.

15. *Alteration to the Constitution*

Any proposal to alter this Constitution must be delivered in writing to the Chairman or the Secretary of the VASGBI. A proposal should be accompanied by a petition of support signed by not less than 10 full members. Upon receipt of such a proposal, the resolution to change the constitution shall be put to the membership at the next annual general meeting, or if more appropriate, at an extra-ordinary general meeting as per clause 8. An alteration will require the approval of a two thirds majority of members present at the meeting.

No alteration can be made to this Constitution which would be incompatible with paragraph 2 (Objectives) or which would prejudice the status of the VASGBI as a potential charitable institution.

Appendix 1

Standing Orders

Current standing orders of the VASGBI are as follows:

1. To hold an annual scientific meeting
2. The site of the meetings will be chosen to ensure equitable geographic representation.
3. The VASGBI is responsible for the scientific, social and business content of the meeting.
4. Deleted.
5. The VASGBI does not exclude research presented at other major meetings, but will not re-present research previously presented at a VASGBI meeting. These criteria apart, no other criteria other than scientific merit shall be used in judging which original research is to be presented in the free paper sessions.
6. The presentation of the best original research in any free paper session at the scientific meeting may be rewarded by a Prize. The value of the prize is to be £100. The prize is adjudicated by an ad hoc committee of not less than three senior members of the VASGBI and awarded at the end of the scientific session.
7. The VASGBI is committed to the development of clinical audit and to encouraging a collaborative effort on clinical audit between all the vascular units in the UK.
8. The VASGBI is concerned to make regular representations to insurance companies and others regarding all relevant matters concerning private practice.