

CONSTITUTION

of the UK Board of Healthcare Chaplaincy

A Name of Organisation

The organisation shall be named 'The UK Board of Healthcare Chaplaincy' (hereafter known as 'the Board')

B Administration

The organisation will be managed under this constitution by the members of the Board, as provided by clause G.

C Purpose and Objects

1. The Purpose of the Board will be to safeguard the wellbeing of the public by ensuring that chaplains deliver the highest standards of care and safety to patients and users. The Board will do this by supporting and promoting the work of healthcare chaplaincy through maintaining a register of accredited chaplains, setting standards for education and practice, and giving guidance to the registrants.
2. In so doing, the Board will provide a collaborative and authoritative forum to address professional issues; advance the knowledge and practice of chaplaincy for the benefit of patients and healthcare professionals; publish and review as required a code of professional conduct and ethics; encourage co-operation among its constituent professional chaplaincy bodies as defined in clause D below.

D Authority and Powers

The authority of the Board originates from its four constituent bodies:

- The Association of Hospice and Palliative Care Chaplains (AHPCC);
- The College of Healthcare Chaplains (CHCC);
- The Northern Ireland Healthcare Chaplains' Association (NIHCA); and
- The Scottish Association of Chaplains in Healthcare (SACH);

as outlined in 'The Memorandum of Understanding' (*Appendix I, 2008*) which enables the following powers to be used in pursuit of the objects:

1. Promote the advancement and dissemination of the knowledge and practice of healthcare chaplaincy.
2. Establish and develop professional standards for the admission of healthcare chaplains to a register of practitioners and for the revalidation of registrants.
3. Administer procedures for dealing with cases where a registrant's right to remain on the register has been called into question because of concerns about their professional conduct, competence or any other 'fitness to practice' issue.
4. Establish and develop educational standards for chaplains at all levels of practice.
5. Appoint a professional conduct sub-committee.
6. Appoint, oversee and co-ordinate appropriate professional assessors.
7. Maintain a national accreditation scheme for CPD.
8. Publish a code of professional conduct and ethics.
9. Establish sub-committees and project groups for specific tasks or purposes.
10. Co-opt additional non-voting members to the Board as necessary.
11. Publicise and promote the work of the Board through a website and other media.
12. Liaise with organisations in other countries which have the same or similar objects as the Board.
13. Provide advice to Governments, health care managers, educators, patients, faith and belief communities and the general public on best practice for the optimal provision of healthcare chaplaincy.
14. Co-operate and collaborate with relevant professional associations, voluntary bodies, faith and belief communities, Government departments and statutory authorities without prejudice to the purpose and objects of the Board.
15. Charge fees, raise funds and apply for grants.
16. Commission work to be done by third parties.
17. Buy or lease equipment and software.
18. Do all other things necessary for the achievement of the objects.

E Membership of the Board

1. The membership of the Board shall be:
 - a. Four ex officio members consisting of the most senior honorary office-holders of AHPCC, CHCC, NIHCA & SACH, recognising:
 - i. an ex-officio member may nominate a deputy to attend a meeting; where such a nominee is in attendance, they shall have the same voting rights as the office-holder they are representing, and to all intents and purposes act in the stead of that person.
 - b. Four elected professional members. A person is eligible for election as a professional member of the Board if he or she:
 - i. is a member of the AHPCC, CHCC, NIHCA or SACH;
 - ii. is a registered member of UKBHC; and
 - iii. has no persisting conflicting interests with the purpose and objectives of the Board.
 - c. Four persons elected as lay members of the Board. A person shall be eligible for election as a lay member of the Board if he or she:
 - i. has never exercised a role directly or indirectly related to healthcare chaplaincy;
 - ii. has a demonstrable interest in promoting the objects of the Board; and
 - iii. has no persisting conflicting interests with the purpose and objectives of the Board.
2. A person's membership will end if the person falls into one of the following categories:
 - a. no longer fulfils the criteria for membership set out in clauses E1(a) – E1(c) above;
 - b. has completed their term of office without re-election;
 - c. has had her or his membership revoked by the Board;
 - d. has been absent without good reason from all meetings of the Board held over twelve months, and the Board resolves that his or her office be vacated;
 - e. notifies the Board that he or she wishes to resign (but only if at least three members of the Board will remain in office when the resignation takes effect).
3. A person's membership may be revoked by the Board if the following apply:
 - a. there is good and sufficient reason to consider that the person's membership should be ended (e.g. failure to adhere to a Code of Conduct commensurate with good practice in public office);
 - b. two-thirds of the membership of the Board agree that the membership should be ended.
4. The person has the right to be heard by the Board, except in those circumstances where the relevant member has had their professional registration revoked by the Board's Professional Conduct Committee.

F Election of Members

1. The chair person of the Board will invite nominations for vacancies on the Board in categories E1(b) and E1(c) above.
2. The Board may request additional information to determine that the nominated person:
 - a. can fulfil clause E1(b) or E1(c) above;
 - b. has the required experience and knowledge to fulfil the vacant role; and
 - c. can make an appropriate contribution to the Board.
3. All nominees being considered for appointment will be interviewed.
4. Nominated persons will be elected by members of the Board either by
 - a. a majority vote in the case of a single candidate for vacant position; or
 - b. a simple majority ballot in the case of more than one candidate for a vacant position.

G Composition of the Board

1. The Board shall appoint one of the elected members in categories E1(a) and E1(b) to be lead officers in respect of:
 - a. Academic Standards;
 - b. Professional Assessors;
 - c. Professional Conduct;
 - d. Professional Regulation.
2. The Board may, in addition, co-opt non-voting members for sub-groups or committees, or for specific time-limited tasks or projects.
 - a. However, the Board cannot appoint any person as a co-opted member if, as a result, more than one-third of the members of the Board would be co-opted members.
 - b. Co-opted members can be appointed at any meeting of the Board.
3. A secretary will be appointed to support the administration of the Board. The secretary may or may not be a member of the Board. If the secretary is not a member of the Board, he/she will have no voting rights when in attendance at meetings.

H Term of Office

1. Ex officio members will serve for the period of their honorary office in AHPCC, CHCC, NIHCA or SACH.
2. Elected members will serve for a period of four years from the date of their first meeting following election or re-election.

3. Under normal circumstances, no member should serve for more than two consecutive terms on the Board. However, elected members in categories E1(b) and E1(c) above may be invited to serve on the Board for a longer period for reasons of continuity or in exceptional circumstances. This may be proposed by any member of the Board, and a vote shall be taken in accordance with F4 above.
4. Elected members approaching the end of their term may be nominated for re-election to a new term by any member of the Board.
5. Co-opted members will serve either for a specified time or the completion of the task or project for which they were co-opted.
6. Such co-opted members may then be eligible for election in terms of section F above.

I Sub-Committees

1. The Board shall appoint a Professional Conduct sub-committee. The committee shall have the following composition as a minimum:
 - a. a chairperson who is the Lead Officer for Professional Conduct;
 - b. a person who is a member of a professional association which is not the same as that of the chair person; and
 - c. two lay members.
2. The Board may consider appointing three further sub-committees to oversee work relating to:
 - a. Academic Standards,
 - b. Professional Assessors, and
 - c. Professional Regulationwhere it considers the Lead Officer needs additional support in their area of work. Where necessary, The Board may consider co-opting members to these sub-committees in terms of section G2 above.

J Conflicting Interests

1. It is recognised that the members of this Board are likely to have commitments to other organisations and interests in other parties. It is important that the integrity of this Board is maintained free from unwarranted external influences without restricting the open exchange of ideas.
2. A conflict of interest is any situation in which a member's personal interests or interests owed to another party, and those of this Board arise simultaneously or appear to clash.¹

¹ Based on the definition given by the Charity Commission: A Guide To Conflicts of Interest For Charity Trustees. Version 03/04 – www.charity-commission.gov.uk

3. A conflict of interest may express itself in actions or decisions related to this Board but determined by other parties or interests which are not consistent with the objects or best interests of the Board.
4. All members are required to declare their interests and these will be recorded in a register which will be regularly updated. Members must disclose current or prospective situations involving conflict of interest as soon as such situations become known.
5. Members are required to declare any potential or actual conflicts of interests in any item to be discussed and withdraw from the discussion and any decision making.
6. Members who develop a persisting conflict of interest are required to disclose this and be subject to consideration under clause E1(c)iii above.

K Meetings and proceedings of the Board

1. The Board will meet no less than twice a year. In addition special meetings may be called at any time by the chair or by any two members of the Board.
2. Members of the Board must be notified of the matters to be discussed at a meeting at least 14 days before the meeting.
3. The Board will choose one member to chair the Board for a two year period. This may be extended for a further two year period. Only in exceptional circumstances should the period of chairing the Board exceed four consecutive years.
4. In any event, a member of the Board should not be appointed chair for more than six consecutive years.
5. The Board will choose one of its members to act as treasurer for their term of office under sections H1 and H2 above.
6. At least one-half of the members of the Board must be present for decisions made at a meeting to be valid.
7. Every matter will be decided where possible by consensus, failing which by a majority of votes of the attending members. In the case of equality of votes the chair of the meeting will have a second or casting vote.
8. The Board will keep minutes of meetings.
9. The Board, from time to time, may make and change rules for the conduct of its business, the summoning and conduct of their meetings, and the custody of documents. No rule may be inconsistent with this constitution.

10. The Board may appoint sub-committees of at least three members to make any inquiry, or to supervise or perform any function or duty which would be more conveniently carried out by a sub-committee. All acts and proceedings of any such sub-committees will be fully and promptly reported to the main committee.

L Governance and Accountability

1. The procedures and conduct of the Board must demonstrate high ethical standards and accountability.
2. The Board will adopt systems of governance necessary to identify and manage risks and poor performance.
3. While retaining its independence, the Board will work in close liaison with the professional associations as outlined in section D above and will provide briefings and reports as requested including an annual report.
4. The Board will comply with the relevant requirements of the Data Protection Act in processing the personal information of members and registrants.
5. The Board will follow relevant good practice guidance in fulfilling its role of professional regulation.

M Expenses and Income

1. All posts in the Board will be honorary.
2. Ex-officio members of the Board will normally be expected to claim for any reasonable out-of-pocket expenses incurred on behalf of the Board from their respective professional associations.
3. Members of the Board may claim reasonable out-of-pocket expenses incurred on behalf of the Board from the Board treasurer. The treasurer shall request appropriate receipts, shall keep a record of such expenses and, where a dispute arises, shall bring the matter to the Board for resolution.
4. The funds of the Board, including any fees, donations, and contributions will be paid into an account operated by the Board in the name of the organisation. All transactions over £750 must be signed by two members of the Board.
5. A financial account will be kept by the Board and be subject to financial inspection.
6. The funds belonging to the Board will be used only to further the objects and may include equipment, fees and services.

7. A member of the Board may charge and be paid for professional or other services provided by them when instructed by the other members of the Board. Payment to a member of the Board should only be considered in the most exceptional of circumstances and only when it can be demonstrated that the Board member in question is truly the best and only person available. Members must withdraw from any meeting discussing their own instruction or remuneration.
8. The Board shall be empowered to set an annual registration fee for members, this to commence when the Board considers appropriate regulatory systems are in place. In the event of what the Board would consider an unhelpful delay in this regard, it will consider setting a registration fee in advance of complete regulatory systems being in place. In any event, the level of this fee shall be reviewed annually.
9. The Board shall be empowered to set a fee for CPD points and to collect such fees appropriately. The level of this fee shall be reviewed annually.

N Alterations to the constitution

The constitution may be altered by a resolution passed by at least two-thirds of the elected members and by all the ex officio members. Any such alterations shall be reported on in full at the next AGM.

O Annual General Meeting

1. The Board shall arrange an AGM to which all interested parties should be invited.
2. Where possible, the location of the AGM should reflect the geographical spread of the Board's work.
3. Intimation of the place, date and time of the AGM should be made to registered members of the Board and members of the four professional chaplaincy organisations at least two months in advance.
4. The AGM should, as a minimum, receive:
 - a. a report of the Board's work in the previous 12 months; and
 - b. a report and statement of the Board's finances.

P Dissolution

1. If the voting members decide that it is necessary or advisable to dissolve the Board, it shall call a meeting of all registered members.

2. Notice (stating the terms of the proposed dissolution) must be given at least 21 days before the meeting.
3. If the proposal is approved by two-thirds of those present and voting, the Board will have the power to realise any assets held by or on behalf of the Board.
4. Any assets remaining after all proper debts and liabilities are paid will be transferred to organisations or charities with identical or similar objects, as decided by the members. Failing that, the assets will be applied for some other charitable purpose.

For presentation to the UKBHC AGM, 28th September 2011