

# UNITED KINGDOM BOARD OF HEALTHCARE CHAPLAINCY (UKBHC) Ltd.

## Standing Orders September 2024

### 1. Name of Organisation

The organisation shall be named 'The UK Board of Healthcare Chaplaincy' (hereafter known as 'the Board'). The organisation is registered with Companies House as UKBHC Ltd (No. 09772655). A private company limited by guarantee without share capital.

### 2. Purpose

**2.1** The Purpose of 'the Board' will be to safeguard the wellbeing of the public by ensuring that healthcare chaplains deliver the highest standards of safe and effective care.

### 3. Objects

**3.1** The Board will do this by supporting and promoting the work of healthcare chaplaincy/spiritual care through:

- a) maintaining a register of accredited healthcare/registered chaplains;
- b) setting standards for education and practice;
- c) providing guidance to registrants on matters relating to their role; and
- d) the provision of Professional Advisors to support employers in filling vacancies

**3.2** In so doing, the Board will provide a collaborative and authoritative forum to:

- a) address professional issues particularly in relation to fitness to practice and complaints about healthcare chaplains;
- b) advance the knowledge and practice of healthcare chaplaincy profession / spiritual care providers for the benefit of patients, staff and healthcare professionals;
- c) publish and review, as required, a code of professional conduct and ethics;
- d) encourage co-operation among its constituent professional healthcare chaplaincy bodies as defined in clause 4 below.

**3.3** The Board shall meet the requirements for continued accreditation with the Professional Standards Authority (PSA) and comply with the annual revalidation process.

### 4. Authority and Powers

The initial authority of the Board originated from its four original 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- The Scottish Association of Chaplains in Healthcare (SACH) (some roles now superseded by Scottish Professional Leadership Group for Spiritual Care)

as outlined in 'The Memorandum of Understanding' (2008).

In June 2024, the Association of Chaplaincy in General Practice (ACGP) and Wales Chaplaincy Forum (WCF) were formally added to the groups with a representative place on the Board.

The Board is a private company limited by guarantee without share capital, recognised by the PSA, whose authority is now contained in the Standing Orders September 2024 which enables the following powers to be used in pursuit of the objects:

- 4.1** Promote the advancement and dissemination of the knowledge and practice of healthcare chaplaincy/spiritual care.
- 4.2** Establish and develop professional standards for the admission of healthcare chaplains to a register of professional practitioners and for the revalidation of registrants.
- 4.3** Administer and implement 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.
- 4.4** Establish and develop educational academic standards for healthcare chaplains at all levels of practice.
- 4.5** Appoint leads to take forward business of the Board relating to Academic Standards, Professional Advisors, Professional Conduct/Fitness to Practice, Professional Registration and any other matters necessary for achieving the aims and objects of the Board.
- 4.6** Maintain a national accreditation scheme for CPD.
- 4.7** Publish a code of professional conduct and ethics.
- 4.8** Establish further sub-committees and project groups for specific tasks or purposes.
- 4.9** Co-opt additional non-voting members to the Board as necessary.
- 4.10** Publicise and promote the work of the Board through a website and other media.
- 4.11** Liaise with organisations in other countries which have the same or similar objects as the Board.
- 4.12** Provide professional advice to Governments, the health care sector, educators, patients, faith and belief communities and the general public on best practice for the optimal provision of healthcare chaplaincy/spiritual care services.
- 4.13** 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.
- 4.14** In line with the purpose and objects of the Board (see Clause 2 and 3) we will
  - Charge fees, raise funds and apply for grants
  - Commission work to be done by third parties

- Buy or lease equipment and software.

**4.15** Do all other things necessary for the achievement of the objects (see Clause 3).

## **5 Membership of the Board**

**5.1** The membership of the Board shall be:

- a. Six designated directors, consisting of one nomination each from ACGP, AHPCC, CHCC, NIHCA, SPLG and WCF. The nominees must be full UKBHC registered and currently practicing chaplains, recognising:
  - i. Each may nominate a deputy to attend and observe the meeting; where such a nominee is in attendance, they shall not have voting rights as the designated director they are representing.

*They are appointees of those bodies and are empowered to act in their own right in the best interest of UKBHC Ltd*

*The directors must act in the best interest of UKBHC Ltd*

- b. Eight appointed professional directors, who must all be currently practicing chaplains. A person is eligible for appointment as a professional member of the Board if they:
  - i. are a full UKBHC registered chaplain; and
  - ii. have no persisting conflicting interests with the purpose and objectives of the Board.
- c. Six persons appointed as lay directors of the Board.

A person shall be eligible for appointment as a lay director of the Board if they:

- i. have not normally practiced as an employed healthcare/registered chaplain or held any post with a healthcare chaplaincy organisation, body or group or Spiritual Care Service.
  - ii. have a demonstrable interest in promoting the objects of the Board; and
  - iii. have no persisting conflicting interests with the purpose and objectives of the Board.
- d. A person's directorship may be revoked by the Board if there is good and sufficient reason, as per the UKBHC Code of Conduct, to consider that the person's membership should be ended.

## **6 Election of Members**

**6.1** The chairperson of the Board will invite nominations for vacancies on the Board in categories 5.1(b) and 5.1(c) above.

**6.2** The Board may request additional information to determine that the nominated person:

- a. can fulfil clause 5.1(b) or 5.1(c) above;
- b. has the required experience and knowledge to fulfil the vacant role; and
- c. can make an appropriate contribution to the Board.

**6.3** In the interest of good governance, interviews will be part of the process of appointing Board members under 5.1 b and 5.1 c.

**6.4** 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. simple majority ballot in the case of more than one candidate for a vacant position.

**6.5** Any matters relating to Board appointments may be addressed to the Governance subgroup or recruiting panel. Any individuals in disagreement with their interpretation are able to escalate this to the full Board for final consideration.

**6.6** When seeking nominations or expressions of interest, the Board will seek to promote equality and diversity as far as is possible.

## **7 Composition of the Board**

**7.1** The Board shall appoint one of the elected members in categories 5.1 to be lead officers in respect of:

- a. Academic Standards - The setting of standards of practice and conduct, education and training in a consistent and rigorous manner. This would include dealing with the accreditation of institutions who provide appropriate education for healthcare chaplains as well as all matters relating to continuing professional development (CPD). This work is supported by an academic advisor and the academic forum which comprises all the academic institutions providing chaplaincy education.
- b. Professional Advisors – are able to provide employers support throughout the recruitment and selection process of a new chaplain. Alongside employer HR departments, they can offer practical support and information about job descriptions, person specifications, Genuine Occupational Requirements and safe and effective advertising. When it comes to shortlisting, they can provide an informed assessment of the knowledge, training, experience and competencies of candidates in relation to a post. Within an interview and selection process, UKBHC Professional Advisors are able to provide an external view on the appointability of prospective candidates and liaise with the relevant faith/belief groups, where that is required.
- c. Professional Conduct/Fitness to Practice – to ensure consistency of approach with regard to issues arising in the care and support provided by healthcare/registered chaplains informed by the agreed ‘Code of Conduct’.
- d. Professional Registration – dealing with all aspects of the UKBHC regulatory process, including working with the Registrar to ensure registration queries and applications are processed and communicated in a timely manner.
- e. Communication and Engagement, including regular newsletter, overseeing social media and working with the webmaster to ensure information is correct and up-to-date.

**f.** PSA registration – To be a point of contact with PSA, respond to queries relating to UKBHC continued accreditation with the PSA and comply with the annual revalidation process.

**g.** Governance, including oversee the Risk Register, Safeguarding matters, update Board policies, organisational issues and address any other matters referred by the Board.

**h.** Equality, Diversity and Inclusion – To oversee the practice and application of the UKBHC Equality, Diversity and Inclusion Strategy and ensure it remains relevant and up-to-date.

It is anticipated that, where possible, each strand outlined above will be overseen by one Professional director + one Lay director.

**7.2** The Board may co-opt non-voting persons for sub-groups or committees, or for specific time-limited tasks or projects.

**a.** However, the Board cannot make such appointments if, as a result, more than one-third of the members of the Board would be co-opted.

**b.** Co-options can be appointed at any meeting of the Board, subject to written evidence for their co-option.

**c.** Maximum period of service shall not be any longer than for elected members

**7.3** The Board may, in addition, invite non-voting observers from relevant partners to attend the Board and contribute to the business of the Board.

**a.** However, the Board cannot invite observers if, as a result, more than one-third of the members of the Board would be co-opted.

**b.** Observers can be appointed at any meeting of the Board, subject to written evidence for their observer role.

**c.** Maximum period of service shall not be any longer than for elected members

**7.4** A secretary will be appointed to support the administration of the Board.

**7.5** A treasurer will be appointed to support the administration of the Board

**7.6** The Board shall appoint a Registrar as an officer of the Board. The Registrar has the functions of:

**i.** Granting registration

The Registrar has the role of considering and determining applications for registration as against the published registration criteria. These will include:

- Considering full registration applications and notifying applicants of the outcome
- Considering provisional registration applications and notifying applicants of the outcome
- Renewing registrations (if registration is finite)

**ii.** Administrative removal of registrants for non-payment of fees or failure to return CPD

**iii.** Keeping the register up to date

- iv. Overseeing compliance with CPD
- v. Administer and facilitate the process of receiving complaints and liaising with relevant parties

## **8 Term of Office**

- 8.1** The nominated directors from the respective chaplaincy bodies will serve for the period of their nomination in AHPCC, CHCC, NIHCA, SPLG, ACGP and WCF, subject to 8.2, 8.3 and 8.4.
- 8.2** Elected members will serve for a period of four years from the date of their first meeting following election or re-election.
- 8.3** Under normal circumstances, no member should serve for more than two consecutive terms on the Board. However, elected members in categories 5.1(b) and 5.1(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 6.4 above.
- 8.4** Elected members approaching the end of their term may be nominated for re-election to a new term of two additional years by any member of the Board, subject to review and approval of the Board. Maximum term of service is ten consecutive years.
- 8.5** Co-opted members will serve either for a specified time or the completion of the task or project for which they were co-opted.
- 8.6** Such co-opted members may then be eligible for election in terms of section 6 above.

## **9 Sub-Committees**

- 9.1** The Board shall establish 'Screening' and 'Conduct, competence and health' committees under its Fitness to Practice procedures.
- 9.2** The Board may consider establishing further sub-committees as required.

## **10 Conflicting Interests**

- 10.1** 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.
- 10.2** 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. 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](http://www.charity-commission.gov.uk)

- 10.3** 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.
- 10.4** 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.
- 10.5** Members are required to declare any potential or actual conflicts of interests in any item to be discussed and may, at the discretion of the Chairperson, withdraw from the discussion and any decision making.
- 10.6** Members who develop a persisting conflict of interest are required to disclose this and be subject to consideration under clause 5.1(c) iii above.
- 10.7** When appointing members, the Board will take account of potential power dynamics/imbances that are at play when Board members work for the same organisation and one reports to the other who in turn has appraisal responsibility for the former.

## **11 Meetings and proceedings of the Board**

- 11.1** 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.
- 11.2** Members of the Board must be notified of the matters to be discussed at a meeting at least 7 days before the meeting.
- 11.3** A Chairperson will be appointed from among the members to chair the Board for a two-year period. This may be extended for a further two-year period, subject to review and agreement of the Board. Only in exceptional circumstances should the period of chairing the Board exceed four consecutive years.
- 11.4** In any event, a member of the Board should not be appointed chair for more than six consecutive years.
- 11.5** Two Vice-Chairs will be appointed from among the members to support the Chair and, where necessary, deputise for the Chair. One of the Vice-Chairs will normally chair the Governance subgroup; the other will normally chair the PSA subgroup.
- 11.6** At least one-half of the Directors of the Board must be present for decisions made at a meeting to be valid.
- 11.7** Every matter will be decided where possible by consensus, failing which by a majority of votes of the attending Directors. In the case of equality of votes the chair of the meeting will have a casting vote.
- 11.8** The Board will keep minutes of meetings.

**11.9** 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 The Standing Orders.

**11.10** 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 Board.

## **12 Governance and Accountability**

**12.1** The procedures and conduct of the Board must demonstrate high ethical standards and accountability.

**12.2** The Board will adopt systems of governance necessary to identify and manage risks and poor performance.

**12.3** The Board will comply with the relevant requirements of the Data Protection Act 2018 and the associated General Data Protection Regulations in processing the personal information of members and registrants.

**12.4** In carrying out its business, the Board will comply with the Equalities Act 2010, freedom of information, safeguarding and any other relevant regulations and legislation across the four constituent UK countries.

**12.5** The Board will follow relevant good practice guidance in fulfilling its role of professional regulation.

**12.6** While retaining its independence, the Board will work in close liaison with the professional associations as outlined in section 4 above and other relevant bodies, and will provide briefings and reports as requested including an annual report.

**12.7** The Board will develop and maintain a risk register outlining any risks associated with Board purpose and object and ensure appropriate mitigation against those risks are identified (see Clause 3).

## **13 Expenses and Income**

**13.1** All posts in the Board will be honorary.

**13.2** 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.

**13.3** 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 £250 must be signed by two designated members of the Board.

**13.4** A financial account will be kept by the Board and be subject to financial inspection.



**13.5** The funds belonging to the Board will be used only to further the objects and may include equipment, fees and services.

**13.6** 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.

**13.7** The Board shall be empowered to set an annual registration fee for registrants. The level of this fee shall be reviewed annually.

**13.8** 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.

#### **14 Alterations to the Standing Orders**

The Standing Orders may be altered by a resolution passed by at least two-thirds of the Board. Any such alterations shall be reported on in full at the next Engagement meeting.

#### **15 Engagement Meeting**

**15.1** The Board shall arrange an annual Engagement meeting to which all interested parties should be invited.

**15.2** Where possible, the location of the Engagement meeting should reflect the geographical spread of the Board's work.

**15.3** Intimation of the place, date and time of the Engagement meeting should be made to registered members of the Board and members of the professional healthcare chaplaincy organisations at least two months in advance.

**15.4** The Engagement meeting should, as a minimum, receive a:

- a. report of the Board's work in the previous 12 months; and
- b. report and statement of the Board's finances.

#### **16 Dissolution**

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

**16.2** Notice (stating the terms of the proposed dissolution) must be given at least 21 days before the meeting.

**16.3** 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.

**16.4** 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 Board. Failing that, the assets will be applied for some other charitable purpose, as decided by the Board.

Amended and adopted by the Board on 12<sup>th</sup> September 2024



**(Interim Chairperson)**



**(Secretary)**

**Note:** Following the Scottish Government's recommendation in the June 2023 Framework, Discovering meaning, purpose and hope through person centred wellbeing and spiritual care: framework - gov.scot ([www.gov.scot](http://www.gov.scot)), healthcare chaplains in Scotland are referred to as 'registered chaplains' who work in spiritual care, i.e. the service/department is Spiritual Care, and the individuals are 'registered chaplains.'