

# **THE BRITISH ASSOCIATION OF EDUCATIONAL AUDIOLOGISTS**

## **CONSTITUTION**

This constitution was prepared by the National Committee of the BAEA in consultation with the Regional Groups and adopted by the association at the AGM on October 3<sup>rd</sup> 2003.

### **1. TITLE**

The Association shall be known as the British Association of Educational Audiologists.

### **2. STATUS**

The Association shall be a voluntary, non-profit making body of persons associated for the purpose hereinafter appearing.

### **3. AIMS**

The Association is established to promote the following aims:

- (a) To raise the professional profile of educational audiologists.
- (b) To provide an opportunity for communication between members of the Association and other related professional agencies, to allow them to work effectively in partnership to sustain and enhance the quality of audiological provision for hearing impaired children.
- (c) To provide a forum for debate, research, the exchange and dissemination of ideas for mutual support and collective influence.
- (d) To contribute to debate regarding quality standards in practice and training in Educational Audiology.

### **4. INCOME AND EXPENDITURE**

- (a) The income and property of the Association, whencesoever derived, shall be applied solely to the promotion of the aims set forth in clause 3 and no portion thereof shall be paid or transferred directly or indirectly by way of profit to the members.
- (b) Provided that nothing herein shall prevent the payment in good faith of reasonable and proper remuneration of any member of the Association for service rendered to the Association nor the payment of out-of-pocket expenses properly incurred in the service of the Association.
- (c) If, upon winding up or dissolution of the Association, there remains after the satisfaction of all debts and liabilities, any monies and properties whatsoever, the same shall not be paid or distributed to among the members of the Association but transferred, paid or distributed to or among such charitable bodies in paediatric audiology.

## **5. ACCOUNTS**

- (a) The Association will cause proper books of accounts to be kept in respect to:
  - (i) All sums of money received and expended by the Association.
  - (ii) All sales and purchases by the Association.
  - (iii) All assets and liabilities of the Association.
- (b) The books of account shall be kept at such a place, as the Association shall determine.
- (c) The accounts shall be audited at the end of each financial year by an independent auditor.
- (d) At each AGM the National Committee shall present the members of the Association an audited account of income and expenditure for the preceding year together with a balance sheet. The financial year shall end on the 31<sup>st</sup> of March.
- (e) The balance sheet shall be accompanied by a report from the National Committee a copy of which shall be presented to all members at the Annual General Meeting.

## **6. MEMBERSHIP and VOTING RIGHTS**

(a) There may be four grades of membership. Each member shall agree to abide by the constitution and rules of the British Association of Educational Audiologists. Election to any grade of membership is open to those resident overseas subject to the National Committee's approval.

- (i) **Full member:** A qualified teacher of the deaf working in the field of education who holds a recognised qualification in educational audiology - A PGDip or MSc in Educational Audiology or in Audiology; and are therefore eligible for Teacher Pay and Conditions.

**Terminology :** there may be other professionals who are qualified in audiology and who are working in the sphere of education. They are sometimes known as "audiologists in education" but are not qualified teachers of the deaf and not eligible for teacher's pay and conditions. As members of the association they shall also qualify as full members.

The National Committee shall have the power to elect as a full member, a professional who is making a significant contribution to the field of educational audiology.

- (ii) **Associate Member:** The National Committee may elect as an associate member any person who it considers suitable who demonstrates an interest in educational audiology or works in a related field - no voting rights.
- (iii) **Organisational Member:** The National Committee may elect an organisation with a commercial or non-commercial interest in educational audiology as an affiliate or sponsor member - no voting rights.
- (iv) **Honorary Life Membership:** The National Committee may, at its own instigation, award Honorary life Membership to a member with a distinguished record of service with the BAEA. They shall retain full membership rights.

### **(b) VOTING RIGHTS**

Full voting rights are accorded to categories (i) and (iv).

## **7. FEES**

- (a) Annual subscription fees shall be payable by the membership of the Association as determined by the National Committee.
- (b) The National Committee may change the annual subscription.
- (c) Subscriptions shall be due on 1st April in each year and shall be payable in advance.

## **8. REGISTER AND SECRETARIAT**

- (a) A register of all members shall be kept by the Membership Secretary of the Association. A copy of the register shall be available to the Chair, Vice-chair, Secretary and Treasurer. A list of members and approved contact details shall be available to all members on request.
- (b) The register of members shall not be used for any professional, commercial or business purposes without the express permission of the members involved.

## **9. TERMINATION OF MEMBERSHIP**

- (a) Any member may resign from the Association by giving notice in writing to the Secretary or Membership Secretary, to that effect.
- (b) Every person who ceases from any cause to be a member shall remain liable for all sums owing by him/her to the Association, whether by way of subscription or otherwise and no such person shall be entitled to recover any part of the subscription paid.
- (c) Any member whose subscription is more than two months overdue and who shall fail to pay such arrears within one month after a written application shall cease to be a member, unless the National Committee should decide to take notice of special circumstances.
- (d) The use of membership of the Association in the form of advertising, or for any commercial or business purposes, shall be deemed to be injurious to the character and interests of the Association and is not allowed.
- (e) Any person or organisation, who ceases from any cause to be a member, may apply for readmission to the Association.

## **10. MEETINGS OF THE ASSOCIATION**

- (a) The meetings of the Association shall be as follows:
  - (i) The National Committee shall meet at least three times a year.
  - (ii) Regional Groups shall be responsible for the organisation and scheduling of regional meetings in accordance with the regional needs.
  - (iii) The Annual General Meeting (see below)
  - (iv) Extraordinary General Meetings (see below)
- (b) The business of the Annual General Meeting shall be to receive and consider the reports of the National Committee, reports from Regional Groups and accounts of the Association for the past year and to transact any other relevant business raised by the National Committee or individual members.

- (c) An Extraordinary General Meeting may be called at any time, by the National Committee, for any specific purpose relating to the direction and management of the affairs of the Association. The National Committee shall at all times call such a meeting on a requisition, in writing, of not less than 15 full members of the Association, specifying the general nature of the business to be transacted.
- (d) At any Annual General Meeting or Extraordinary General Meeting a vote may be taken on a show of hands. Every member, who shall have paid every subscription, shall have one vote. In the case of a postal or email ballot every member, as outlined in clause 6, shall have one vote.
- (e) In the case of equality of voting, the Chair of the meeting shall have a second or casting vote in addition to his/her personal vote.
- (f) A postal or email ballot may be directed by the Chair of any Annual or Extraordinary General Meeting or may be demanded by ten members personally present and if so demanded be taken in such a manner within 28 days after the meeting. The fact that a postal ballot has been demanded shall not prevent the continuance of the meeting for the transaction of any business other than the question on which a postal or email ballot has been requested.
- (g) A quorum of an Annual or Extraordinary General Meeting shall be not less than 8 members. If a quorum be not present within half an hour of the time appointed for the meeting then it shall stand adjourned. The National Committee may determine a time and place for a further meeting. If a quorum is not present within half an hour from the time appointed for the adjourned meeting, then the members present shall be a quorum.
- (h) Fourteen days notice shall be given to the membership of all Annual or Extraordinary General Meetings. The accidental omission to give notice of a meeting to any member shall not invalidate the meeting.
- (i) The Chair of the Association, or in his/her absence, the Vice-chair shall preside at all General Meetings. If neither is present within fifteen minutes after the appointed time of holding the meeting or if both shall be unwilling to preside, then the members present shall choose a member of the National Committee.
- (j) The Chair may, with the consent of any meeting at which a quorum is present, adjourn the meeting.
- (k) At the discretion of the National Committee, resolutions may be put to members of the Association by postal or email ballot providing 21 clear days notice in writing is given.

## **11. OFFICERS**

- (a) The officers of the Association shall be a Chair, Vice-chair, Secretary, Treasurer and Membership Secretary.
- (b) Only full members of the Association may be eligible to hold office.

## **12. THE NATIONAL COMMITTEE**

- (a) The National Committee shall consist of:
  - (i) The Association's Officers.
  - (ii) Two elected Representatives from each of the Regional Groups.
  - (iii) The outgoing chair as an ex-officio member

- (iv) Ex-officio members appointed by the National Committee.
  - (v) The National Committee shall have powers to co-opt further members to The National Committee.
- (b) The Officers shall hold office for a period of two years and shall retire at the conclusion of the second Annual General Meeting following their election. All Officers are eligible for re-election. The Officers shall take up office at the conclusion of the Annual General Meeting when the outgoing Chair relinquishes office.
  - (c) The out-going chair will be given ex-officio membership of the National Committee and will not be limited to a 2 year tenure of office.
  - (d) Three full members may nominate a full member as an officer of the National Committee.
  - (e) The Regional Groups shall elect their own representatives to the National Committee and shall determine the period for which the person shall hold office according to their own constitutions.

### **13. PROCEEDINGS, POWERS AND DUTIES OF THE NATIONAL COMMITTEE**

- (a) The Association shall be managed by the National Committee which shall have the power to act as, or on behalf of, the Association.
- (b) The National Committee shall meet at least three times a year.
- (c) A quorum for the meetings of the National Committee shall be not less than five members of whom at least two should be officers and one shall be the Chair or Vice-chair. A meeting of the National Committee may be called at the request of the Chair, Vice-chair or two other officers or elected members of the National Committee.
- (d) At any meeting of the National Committee, the Officers, each elected member and each ex-officio member shall have one vote. In the case of equality of votes the Chair, or person acting as Chair, shall have a second or casting vote. Co-opted members of the National Committee are not entitled to vote.
- (e) Seven clear days notice shall be given in writing to the National Committee members of meetings specifying the time, date, place and agenda.
- (f) The National Committee may appoint committees of Association members to deal with such matters as it may deem necessary. The National Committee may delegate such powers as they may prescribe?
- (g) The National Committee may set up branches and/or groups within the aims of the Association as it may consider appropriate. Such branches or groups may be at the discretion of the National Committee.
- (h) The National Committee may by resolution passed by a two-thirds majority of the Officers and elected members of the National Committee remove any member or officer before the expiration of his/her office in accordance with Clause 13(c).
- (i) The National Committee shall cause proper minutes to be made of the proceedings of all business meetings of the association. All such minutes shall be duly agreed and signed at the next meeting by the Chair of the Association or the Chair of the relevant committee, branch or group, which shall be sufficient evidence without further proof of the facts therein stated. Copies of minutes shall

be circulated to all members via the Regional Representatives and a copy shall be retained by the Secretary to provide future access.

- (j) The members of the National Committee shall be reimbursed out of the funds of the Association for reasonable costs and expenses which they incur in the execution of their respective duties.
- (k) In furtherance of the aims of the Association, but not otherwise, the National Committee shall have the following powers:
  - (i) To take and accept any gifts of property whether or not subject to any special trusts.
  - (ii) To raise voluntary funds and to receive and accept contributions by way of subscriptions, donation and otherwise, provided that the Association shall not undertake any permanent trading activities concerned solely with raising funds.
  - (iii) To make such charges as seemed necessary for the provision of appropriate services.
  - (iv) To do all such things as are necessary for the attainment of any or all of the aims of the Association as stated in clause 3 of the Constitution.

### **13. REGIONAL GROUPS**

- (a) All Regional Groups shall recognise and abide by the rule set down in Constitution of the Association.
- (b) All Regional Groups shall be free to establish their own Committee Structure in accordance with the needs of the individual group at a given point in time. The lengths of office for Regional Committee members, shall be determined by the Regional Group.
- (c) All Regional Groups shall elect two representatives to the National Committee to ensure that members are properly represented. The Regional Groups shall elect their own representatives to the National Committee and shall determine the period for which the person shall hold office according to their own constitutions.
- (d) A proportion of the individual membership subscriptions shall be allocated to the Regional Groups, by the National Committee. The regional Groups shall keep a record of income and expenditure, The Regional Groups shall elect their own representatives to the National Committee and shall determine the period for which the person shall hold office according to their own constitutions. which should be made available to the national Treasurer on or after the end of the financial year.
- (e) The membership list of the regional groups should be made available to the group at beginning of the membership year (and new members as and when they join) - with contact addresses - so that members of local groups can be fully informed of local events.

#### **14. WINDING UP**

- (a) The Society shall be dissolved if a resolution to the effect is passed by a majority of two-thirds of those present and voting at an General Meeting provided that a resolution is then passed at the same General Meeting, appointing a properly qualified Accountant as a Liquidator.
- (b) The disposal of any assets remaining after liquidation shall be in accordance with the provisions of Clause 4(c) thereof.

#### **15. CHANGES IN CONSTITUTION**

A two-thirds majority of Full Members present and voting at any duly convened General Meeting with respect to which notice has been given of the matters to be taken into consideration thereat, shall have the power from time to time to make such additions, deletions or alterations of the Constitution of the Association as to them seem requisite and convenient for the regulation, government or advantage of the Association, its members or property.

#### **16. NOTICES**

- (a) Any notice may be served or any communication may be sent by the National Committee or by the Secretary of the Association upon or to any member either personally, by email or by sending it prepaid through the post addressed to such person at his/her address as registered in the books of the Association.
- (b) Any notice or communication, if served or sent by post or email, shall be deemed to have been served or delivered 48 hours after the same has been sent or posted: and in providing such service or sending it shall be sufficient to prove that the notice or communication was properly addressed, sent or posted.