

Constitution European Academy of Childhood Disability

Article 1. NAME

The society shall be known as the European Academy of Childhood Disability. The recognised abbreviation shall be 'E.A.C.D.', henceforth called 'the Academy'.

Article 2. ADMINISTRATION

Subject to the matters set out below the Academy shall be administered and managed in accordance with this Constitution by the members of the General Management Committee, constituted by clause () of this Constitution ('The General Management committee')

Article 3. OBJECTS

To relieve children and adolescents throughout Europe who have disabilities by the promotion of education and research into Childhood Disability. In furtherance of this object, but not further or otherwise, the Academy shall engage in the following aims and activities.

- (a) to promote and extend research in all aspects of childhood disability and publish the useful results of such research.
- (b) to ensure regular teaching and exchange of information bearing on all aspects of childhood disability by means of meetings, symposia, working groups, exhibitions and publications.
- (c) to support the medical and scientific aspects of research into the care and treatment of childhood disabilities.
- (d) to foster co-operation and collaboration between those working in the field of childhood disabilities in Europe and elsewhere.
- (e) to encourage people throughout Europe to work in the field of childhood disabilities.
- (f) to maintain high ethical and scientific standards in all the activities of the Academy.

Article 4. POWERS

- (i) The power to raise funds and to invite and receive contributions from any person or persons whatsoever by way of subscriptions and otherwise PROVIDED THAT the Academy shall not undertake permanent trading activities in raising funds for the same object.
- (ii) The power to enter into contracts of any kind for the furtherance of the Objects of the EACD
- (iii) The power to employ such staff (who shall not be members of the General Management Committee) as are necessary for the proper pursuit of the objects and where appropriate to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependents.
- (iv) The power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects.
- (v) The power to appoint and constitute such advisory committees as the General Management Committee might think fit.
- (vi) The power to do all such other lawful things as is necessary for the achievements of the objects.
- (vii) The General Management Committee shall control the funds of the organisation and to this end shall maintain such bank account or accounts in the name of the Academy as it sees fit. Any cheques must be signed by any two of the following to be valid: Chairman, Secretary,

and Treasurer. The General Management Committee shall arrange for the production of annual accounts which will be inspected by an Independent Examiner to be appointed by the Committee.

(viii) The General Management Committee shall out of the funds of the organisation pay all proposed expenses of administration and management. Monies raised by or on behalf of the Academy shall be applied to further the objects of the organisation and no further.

Article 5. MEMBERSHIP

(i) The membership of the Academy shall consist of persons who at the time of application have clinical or scientific interest in the problems and treatment of childhood disability.

(ii) Termination of membership: The General Management Committee may unanimously and for good reason terminate the membership of any individual or Member Organisation: provided that the individual concerned or the appointed representative of the Member Organisation concerned (as the case may be) shall have the right to be heard by the General Management Committee, accompanied by a friend, before a final decision is made.

Article 6. HONORARY OFFICERS

(a) At the Annual General Meeting of the EACD the members shall elect from amongst themselves a Chairman, a Secretary and a Treasurer and a Meeting President (for the annual meeting) who shall hold office for three years. In addition, votes may be obtained by postal or electronic ballot. The Chair term is limited to a single term of 3 years, plus a year as an elect position to ensure that there will be continuity of function. If the elected Chair is an existing Member of the GMC and fully informed of the workings of the EACD, then the "elect year" may be waived. The Secretary and Treasurer post will have the option of two terms of three years each plus a year as an elect position if not an existing GMC member to ensure that there will be continuity of function.

Article 7. GENERAL MANAGEMENT COMMITTEE

(a) The General Management Committee shall consist of the elected Honorary Officers (Chair, Secretary, and Treasurer), 3 additional members and 3 Meeting presidents (past, present and president elect). These will be elected at the Annual General Meeting or by postal ballot of the membership at any time, provided that one calendar month's written notice has been given to the members. A term of office shall be for 3 years. No member shall serve more than 2 consecutive terms of office. The General Management Committee shall meet as required, but at least twice annually and a quorum shall consist of 4 members, one of whom must be an Honorary Officer.

(b) All General Management Committee members are the trustees of the EACD.

(c) The General Management Committee shall be able to co-opt members provided that the number of co-opted members shall not exceed one-third of the elected members.

(d) The General Management Committee shall consist of not less than 8 members. The chair of the Scientific Committee is an adjunct (no-voting) member of the General Management Committee.

(e) The Chairman shall act as Chairman at meetings of the General Management Committee. If the Chairman is absent from any meeting, the members of the General Management Committee present shall choose one of their number to be Chairman of the meeting before any other business is transacted.

(f) Quorum: There shall be a quorum when at least one third of the number of members of the General Management Committee for the time being or three members of the General Management Committee, whichever is the greater, are present at a meeting.

(g) Decision making: Every matter shall be determined by a majority of votes of the members of the General Management Committee present and voting on the question but in the case of equality of votes the Chairman of the meeting shall have a second or casting vote.

(h) Minutes: The General Management Committee shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the General Management Committee and any subcommittee. Web-based General Management Committee Meeting Minutes will be held valid and equivalent to face-to-face meetings.

(i) Conduct: The General Management Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.

Article 8. THE NOMINATIONS COMMITTEE

The Nomination Committee shall be composed of three members, nominated outside the present General Management Committee. The members are nominated and elected from the floor at the Annual General Meeting. The Nominating Committee is elected for one year. No member may serve on the Nominating Committee for more than three years. The Nominating Committee appoints a chair within the group.

Task: to assist EACD members in finding suitable people for nomination to the General Management Committee.

Article 9. THE SCIENTIFIC COMMITTEE

The General Management Committee appoint three members (outside the present General Management Committee) to form the Scientific Committee. The Scientific Committee is elected for two years. No member may serve on the Scientific Committee for more than two consecutive terms (four years). The Scientific Committee appoints a chair within the group. The chair of the Scientific Committee is an adjunct member of the GMC.

Article 10.

This Constitution may be amended by a two-thirds majority at an Annual General meeting provided that members have been given one month's notice in writing of any proposed change and that the proposal has been put forward by at least ten members from at least two countries: and provided that no amendment shall be made to Article 3 (Objects), Article 13 (Dissolution) or this clause without the prior written consent of the Charity Commissioners having been obtained and provided further that no alteration shall be made which would have the effect of causing the Academy to cease to be a charity at law.

Article 11. ANNUAL GENERAL MEETING

An Annual General Meeting shall be held once in every calendar year.

It will be for the purpose of receiving the General Management Committee's report and the accounts for the year preceding; to elect officers for the forthcoming year and to transact such other business as may be necessary. Members shall be notified of this meeting not less than twenty-eight days before the date of the meeting. A quorum shall be 10% of the current membership.

Article 12. ORDINARY MEETINGS

Ordinary meetings shall take place from time to time as required by the business of the Academy. The General Management Committee shall have the power to:

- (a) organise the venue and content of such meetings
- (b) set the fee payable for participation
- (c) arrange for the publication of the proceedings.

Article 13. DISSOLUTION

If the General Management Committee by a simple majority decide at any time that on the ground of expense or otherwise it is necessary or advisable to dissolve the Academy, it shall call a meeting of all members of the Academy who have the power to vote, of which meeting not less than 21 days' notice (stating the terms of the Resolution to be proposed thereat) shall be given. If such decision shall be confirmed by a simple (two thirds) majority of those present and voting at such a meeting the General Management Committee shall have the power to dispose of any assets held by or on behalf of the Academy. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Academy as the General Management Committee may determine and insofar as effect cannot be given to this provision then to some other charitable object.

Article 14.

The laws of England and Wales will be applied to the settlement of any question not covered in these statutes.

Article 15.

These statutes shall come into force on the day of their approval by the General Meeting.