

DRAFT CONSTITUTION OF THE WELSH INTENSIVE CARE SOCIETY (v. May 2016)

1. Definition

The Society shall be known as the Welsh Intensive Care Society (WICS) or in Welsh “Cymdeithas Gofal Dwys Cymru”.

2. Terms of Reference

The purpose of the Society will be to enhance and advance Critical Care in Wales. This will be achieved by the following:

- (a) To promote education and training of medical, nursing and allied health professional staff working in Critical Care.
- (b) To give professional advice to other bodies on aspects of Critical Care and to represent the views of members.
- (c) To promote, support and organise Audit and Research within Wales
- (d) To agree and promote standards for Critical Care in Wales.
- (e) To promote public understanding and awareness of Critical Care.
- (f) To facilitate co-operation between staff working for different organisations providing critical care within Wales.
- (g) To organise such meetings as are required to promote the aims above.
- (h) By holding the annual “Ed Major Prize Competition” to encourage original research, Audit and clinical presentations by non-consultant staff.
- (i) To help financially support non-consultant staff wishing to undertake Critical Care related elective work placements outside the UK – “The Colin Wise Travelling Fellowship”.

3. Membership

3.1 All clinical staff affiliated with Critical Care services within Wales will be eligible for membership.

3.2 Doctors in training (including medical students), Critical Care nurses (including nursing students) and Allied Health Professionals / AHP students may become Members at a reduced rate of subscription. The current subscription rates are available on the website.

3.3 Becoming a Member of the society is a two stage process. First a member must register (and then undertake to maintain) their details with the website. This information should include position, grade and contact email address. From 1st January 2017 this requirement will also apply to existing members and from this date the website membership list will be the definitive membership list for WICS. Members must also ensure that they have a mechanism in place for annual payment of the correct membership fee. The normal mechanism for this will be by standing order but alternate arrangements may be made via the treasurer. Members who do not pay to renew their membership will be reminded in the first year and removed from the membership roll in the second year of non payment. Resumption of membership in the future would then be conditional upon payment of outstanding membership dues.

3.4 Maintenance of the membership list and associated administration of the website is the responsibility of the secretary.

3.5 Ensuring that members have paid their membership fees and are hence in “good standing” is the responsibility of the Treasurer.

3.6 The Trainee and student medical staff who are members of WICS shall constitute the section of the society’s membership that is known as the ‘Welsh Intensivists In Training Society’ (WITS). The functioning of WITS is described fully in section 19.

3.7 The nursing and AHP members of WICS are represented on council by an elected representative or their deputy. The AHP representative and a deputy AHP representative are both elected for 3 year terms by a “show of hands” of full WICS AHP members present at the annual AHP meeting. Should the AHP representative be required to step down for any reason then the deputy will assume the AHP representative’s duties until such time as a new AHP rep. and deputy can be elected by the AHP membership. An immediate election for a new AHP rep or deputy can be called at the annual AHP meeting by a motion of “no confidence” proposed and seconded, which is subsequently supported by >50% of the present AHP full members. Normally the AHP rep and deputy would both serve for no more than 2 elected 3 year terms before passing their roles on. In the absence of suitable candidates then both may serve for longer than 6 years with the consent of WICS council. For financial security WICS agrees to provide any “top-up” finance required for official WICS AHP activities provided the expected expenditure is agreed by either the chair and treasurer or WICS council in advance.

4. Council and Elections

4.1 The business of the Society shall be controlled and managed by Council consisting of :

- (a) A number of Full Members (see 4.8) who shall be elected at the AGM. All prospective candidates for council election should be nominated and then seconded by other members of the society. There should be at least one full member elected (or co-opted without voting privileges) from each of the Health Boards that provides Critical Care services within Wales. Where more than one candidate has been nominated for each council position election shall be by a show of hands at the AGM.
- (b) Council will appoint from its Full Members a Chair, Secretary, Treasurer and Audit&Research Lead. These shall constitute the officers of council.
- (c) The Regional Educational Advisor (REA) for Intensive Care Medicine
- (d) One member who shall be an elected representative from the Welsh Intensivists in Training Society (the trainee arm of WICS)
- (e) One nurse or allied health professional member
- (f) A previous Chair for a period of 1 year after leaving the post where such a person exists and is willing.

4.2 All the aforementioned members of Council shall have full voting rights.

4.3 Council shall have the power to co-opt as non-voting members or invite as observers those whose advice would assist Council's deliberations. Co-opted members must be elected to council as full members at the first available AGM if they are to remain on council.

4.4 Elected members of Council shall hold office for three years and shall be eligible for re-election for a further three years: thereafter they shall not be eligible for re-election to Council for three years.

4.5 A member of Council who is elected to the office of Chair, Secretary, Treasurer or Audit&Research Lead may continue in office for a further three years notwithstanding that he has completed two terms of three years as a member of Council.

4.6 The REA will continue on Council for the period he/she holds that office. The REA may stand for election to Council on completion of their term of office, irrespective of however long they may have held that position.

4.7 Candidates for the offices of Chair, Secretary, Treasurer and Audit and Research Lead shall be nominated from the elected members of Council. Candidates should ideally have served at least one year as a member of Council. The Chair and Secretary shall hold office as hereinafter provided:

- (a) The Chair shall be nominated by the elected members of Council in advance of his/her installation no later than the Council meeting that precedes the Annual General Meeting His/her appointment shall normally be confirmed at the beginning of the Annual General Meeting at which he/she is to be installed and he/she shall hold office until the end of his/her report at the Annual General Meeting at which he/she shall install his/her successor. The normal period of office for Chair shall be three years. On completion of his/her term of office as Chair he/she shall hold the office of Immediate Past Chair for one year as an elected member of Council.
- (b) The Secretary shall be nominated by the elected members of Council following the same rules that apply to the Chair. He/she shall hold office for three years and shall be eligible for re-election by Council for a successive period of one year.
- (c) The Treasurer shall be nominated by the elected members of Council following the same rules that apply to the Chair and Secretary. He/she shall hold office for three years and shall be eligible for re-election for a successive period of one year during
- (d) The Chair shall hold office for not more than three years in succession, unless there are exceptional circumstances.
- (e) The Secretary shall hold office for not more than four years in succession, unless there are exceptional circumstances
- (f) The Treasurer shall hold office for not more than four years in succession, unless there are exceptional circumstance
- (g) The phrase “exceptional circumstances” may be invoked if:-
 - i. Illness prevents a suitable candidate from taking up a position of Office
 - ii. No suitable candidate is forthcoming from within WICS Council
- (h) In the case of such exceptional circumstances applying, the relevant officer of Council shall hold the post until either a suitable candidate can be appointed or until the following Annual General Meeting.
- (i) The Audit & Research Lead will have a maximum tenure of 6 years subject to re-election to council at the AGM 3 years after initial election. This is longer than the other officers to allow continuity and development of audit and research activities. There is no requirement for the Audit & Research Lead to serve on council before assuming the role.

4.8 The maximum number of elected members to Council shall be nine full Members. The minimum number of Full Members of Council shall be six. These figures include an “ex-officio” chair where such a person exists. Including the 3 members appointed by other mechanisms (REA, WITS chair and AHP representative) the maximum number of council members will be 12 and the minimum 9.

4.9 Council may from time to time and at any time appoint any Full Member of the Society as a member of Council to fill a casual vacancy among the elected members of Council. Any member so appointed shall hold office only until the next

Annual General Meeting, when he/she shall be eligible for election.

4.10 Council may co-opt – on a ad-hoc basis – an expert in a particular field pertinent to WICS business who may not necessarily be a member of the Society. Such an appointment will be reviewed at each Council meeting.

4.11 No person who is not a member of the Society shall in any circumstances be eligible to hold office as a member of Council.

4.12 Any ordinary member of WICS may, upon email request to the secretary attend council meetings to observe the workings of council. They may not however vote nor should they contribute to or disrupt the meeting.

4.13 Minutes of all council meetings must be made available to the membership via the website as soon as agreed.

4.14 The Chair, secretary and Treasurer shall have full “administrative” privileges on the website. The Audit and Research Lead shall have “Editorial” privileges on the website. Editorial privileges to the website may also be granted to other council members as required for the day to day administration of the website.

5. Meetings

5.1 The Society shall meet at least once annually and this meeting must contain the Annual General Meeting (AGM).

5.2 The agenda for the AGM shall be set by the Chair and the Secretary but any member is entitled to place an item on the agenda for discussion provided 14 days’ notice is given to the Secretary by email.

5.3 The Chair shall preside over the AGM and, when relevant, the incoming Chair shall assume the responsibilities of office once the AGM is completed.

5.4 Documentation and meetings will be in the English language but Welsh language translations will be available upon request by society members or as required by any Welsh Language legislation.

5.5 Communications within WICS and between the members and Council will usually be made in writing. Such written forms of communication encompasses electronic mail, which is the preferred method of communication. All emails from and between council members regarding WICS business should be copied to the secretarial email account for storage for a period no shorter than 7 years. These emails form part of the record of business of the council and society and are available to view upon request by ordinary members of the society.

5.6 The website, email contact list and social media (e.g. Facebook, Twitter) interfaces shall be the primary means by which information is disseminated to both members and the general public.

6. Motions

6.1 Any member may request that a motion is discussed at the AGM by writing to the Chair no less than 14 days before the AGM.

6.2 The Chair may choose to allocate time within the AGM to discuss such a motion by acting as a seconder to the proposer and allocating a place on the AGM agenda.

6.3 The Chair may decline to second any such motion and request that the proposer seeks a seconder. The seconder must be identified and confirmed by the Chair no less than 7 days before the AGM

7. Motions Without Notice

7.1 When a motion is under discussion or immediately prior to the discussion, it shall be open to any member to move:

(a) An amendment to the motion

(b) The adjournment of the discussion or the meeting

(c) That the meeting proceed to the next business

(d) The appointment of an ad hoc committee to deal with a specific item of business

7.2 No motion or amendment to a motion will be considered by the Society unless moved by a member and seconded by another member.

8. Withdrawal of Motions or Amendments

8.1 A motion or amendment once moved and seconded may be withdrawn by the proposer with the concurrence of the seconder and the consent of the Chair.

9. Motion to Rescind a Resolution

9.1 Notice of motion to rescind any resolution (or the general substance of any resolution) which has been passed within the preceding three calendar months shall be from the Chair, or bear the signature of the member who gives it and also the signature of three other members.

9.2 When any such motion has been debated by either Council or the AGM, it shall not be permissible for any member other than the Chair to propose a motion to the same effect within the further period of three calendar months.

10. Council Meetings

Council of the Society will usually meet 4 times a year but the frequency may be varied by the elected representatives as required.

11. Extra-ordinary Meeting of the Society

The Chair may call an extra-ordinary meeting at seven days' notice. The Chair will also call a meeting after a written request for a meeting by at least six voting members. If the Chair fails to do so within seven days then a meeting may be called forthwith by those members.

12. Quorum

At the AGM at least 10 voting members shall constitute a quorum. At a meeting of council 5 voting members shall constitute a quorum. In the absence of the Chair the Secretary will preside over the meeting.

13. Voting

All full members may vote. All issues will be decided by a simple majority. In the event of a tie the person presiding will decide the issue by means of a second (casting) vote. Voting will be by show of hands. In no circumstances may an absent member vote by proxy.

14. Chair's Ruling

The decision of the Chair of the meeting on question of procedure, order, relevancy and regularity shall be final.

15. Minutes

The Secretary (or in his/her absence another council member) shall keep a record of the proceedings of all meetings and these "minutes" shall be drawn up and circulated before the next meeting. The minutes shall be signed as a true record at the next meeting by the person presiding. No discussion on the minutes shall take place except upon their accuracy or where the person presiding considers discussion appropriate.

16. Finance

The Society will require funds to continue its activities. Any such funds will be administered by the Treasurer who will establish and maintain a bank account for the purpose. Any such bank account will be in the name of "The Welsh Intensive Care Society" and any expenditure should be agreed by the Treasurer and the Chair or the full WICS council.

17. Subcommittees

Council of the Society shall be empowered to convene subcommittees or working parties to consider matters of importance. Any such committee shall be a subcommittee of Council, and Council of the Society will have the right to amend any report generated by one of its subcommittees. The Chair and Secretary of the Society shall have the right to sit on any subcommittee or working party as full voting members.

18. **Council email etiquette:** Email communications between council members should not be forwarded, copied or otherwise distributed to individuals outside council without the consent of one or more council officers. However – as stated previously all official email discussions between council members shall be copied to the secretary so that they may be retained for the purposes of record for a period of not less than 7 years. Such emails must be made available to members of the society who wish to view them upon reasonable request.
19. **Welsh Intensivists in Training Society (WITS)** Medical trainees (including students) are represented on WICS council by the chair of WITS (or if unavailable by the secretary of WITS). The chair and secretary of WITS are both elected for a term of one year only by a “show of hands” amongst the trainee WICS members present at the annual WITS meeting. Candidates for either post must be WICS members in a training for Intensive Care Medicine and ideally at ST3+ level. During their term of office the WITS Chair and Secretary are required to organise the next meeting of WITS – at which their successors will be elected. Should the WITS chair be indisposed for any reason then the WITS secretary may deputise for them. Should the WITS chair be required to step down from their post for any reason (including on the commencement of a consultant post) then the WICS secretary will usually “step up” to the WICS chair’s role. Any time spent in this “stepped up” capacity would not count towards the one year normal term of office of the WITS chair. The WITS secretary may apply for the post of WITS chair after the end of their year as WITS secretary but would not normally be eligible for a further year as WITS secretary. Should the WITS members of WICS be unable to elect a suitable Chair and secretary then WICS council may appoint suitable people to undertake these posts until such time as a meeting of the WITS members can be arranged to elect new officials. For the financial security of WITS, WICS agrees to provide any “top-up” finance required for WITS activities provided the expected expenditure is agreed by either the chair and treasurer or WICS council in advance.