



Six Counties Kidney Patients Association Constitution

September 2024

1. Name

The name of the Association shall be the Six Counties Kidney Patients' Association.

2. Objects

To relieve people suffering from kidney disease and/or renal insufficiency and to support and encourage research into the relief of renal problems and disseminate the useful results thereof.

3. Powers

The Committee have the following powers:

- (a) To give short term financial support to kidney patients, where necessary and always with complete confidentiality.
- (b) To purchase equipment that the NHS does not provide for the benefit and/or treatment of kidney patients.
- (c) To obtain, collect, receive and accept moneys and funds through donations, legacies, grants, gifts of any description, including property, and through any other lawful means to fund the furtherance of the objects of the Association.
- (d) To procure and to disseminate information concerning kidney diseases and treatments.
- (e) To arrange public meetings, lectures and/or exhibitions.
- (f) To support the activities of the National Kidney Federation and other fund raising organisations whose activities are considered by us to be in the interests of kidney patients in the care of the Oxford Renal and Transplant Units.
- (g) The Association shall draw members from the area served by the Oxford University Hospitals Trust Renal Department and its successors (Oxon, Bucks, Berks, Beds and parts of Wilts. and Glos.) It shall also include those areas where patients from fringe counties have been recommended to attend the Churchill Hospital by medical advisors.

(h) To do all such other lawful things as are necessary for the achievement of the Objects.

4. Membership

Membership shall be open to all kidney patients and their families in the area described in 3(g). Kidney patients resident in other areas, non-patients and those interested in furthering the objects of the Association, may be admitted to the Association at the discretion of the Committee.

5. Subscription

All members shall pay subscriptions at the rate and frequency set at the Annual General Meetings. Subscriptions may be made by Standing Order, the minimum rate for a Standing Order to be £5.00 per annum.

The minimum amount for a cash subscription shall also be £5.00 per annum.

6. General Meetings

In a normal year there shall be three General Meetings: a Spring Meeting, a Summer Lunch, an AGM in November. However, if exceptional circumstances exist the charity can cancel or postpone any General Meeting provided that details are shown on our website and communicated to members. Exceptional circumstances include a pandemic, which would or could endanger life, or other circumstances which could, for example, include extreme natural causes. If the committee agrees, the secretary can call a virtual general meeting.

7. Committee and Officers

The general management and the policy of the Association shall be determined and directed by a Committee which shall meet not less than five times in each calendar year.

The Committee shall comprise the Officers of the Association, the National Kidney Federation representative and the branch secretaries from each of the satellite units.

The Officers of the Association shall be The Chairperson, Vice-chairperson and The Treasurer and shall be subject to election Bi-Annually at the November General Meeting and AGM.

A Secretary shall be appointed at the first meeting of the Committee following each Bi-Annual Election.

Candidates for office must be nominated by a proposer and a seconder and be willing to serve before their nominations can be accepted.

All nominations should be received by the Secretary at least thirty one (31) days before the date of the Bi-Annual Election.

The election of Officers shall be by simple majority. The committee may issue invitations to serve as President and/or Vice-President.

8. Annual General Meeting

The Secretary shall convene an Annual General Meeting of the Association *normally during November every year.*

However, in exceptional circumstances the Annual General Meeting can be put back up to twelve calendar months. Exceptional circumstances include a pandemic which would or could endanger life or other circumstances which could, for example, include extreme natural causes. The Secretary can also confirm that, in exceptional circumstances, the Annual General Meeting will be a virtual meeting, i.e. without members being actually present. All paid-up members shall be entitled to attend and to vote for the purposes of:

- (a) Receiving the reports of the Officers and Area Representatives.
- (b) Receiving and approving the Independently Examined Annual Accounts of the Association.
- (c) Electing the Officers of the Association.
- (d) Taking decisions on the Policy of the Association.
- (e) Appointing Independent Examiners for the Association.

Two calendar months prior to the Annual General Meeting, members shall be notified by post and by email of the date of the meeting and shall receive nomination papers to nominate the officers for the ensuing years.

At least Thirty (30) days before the General Meeting members will be sent by post and by email ballot papers to be returned to the secretary no later than seven days before the date of the General Meeting.

The secretary will announce the results of the ballot at the General Meeting.

The Committee may at any time, at their discretion, and shall upon the Secretary receiving a written request to do so and signed by not less than twenty-five members call a Special General Meeting.

For such a Special General Meeting the Chairperson or the Vice-Chairperson of the Committee shall be the Chairperson or, if there be none or they are not present, a Chairperson shall be appointed from and by the members present.

All Resolutions put to the Members at such Special General Meetings shall be decided by simple majority of those present and entitled to vote. In cases of equality the Chairperson shall have the casting vote.

9. Quorum

- (a) Twenty percent of the total number of paid-up members, or twenty members, whichever is the fewer, shall form a quorum at General Meetings of the Association.
- (b) Sixty percent of the total number of members of the Committee shall form a quorum at Committee Meetings.

10. Management

The power and duties of the Committee shall be:

- (a) To carry out the Resolutions of a General Meeting;

- (b) To report to the Annual General Meeting and to approve Annual Accounts for submission to the Annual General Meeting.
- (c) To appoint subcommittees for particular purposes and to delegate powers and responsibilities to such subcommittees. All acts and proceedings of subcommittees shall be reported to the Committee as soon as practicable.
- (d) To co-opt members or non-members to serve upon itself or upon subcommittees. The number of co-opted members must not exceed one third of the total number of members of the Committee.
- (e) To appoint a substitute until the next Annual General Meeting or for as long as is necessary, whichever is the shorter, for any Officer or Committee member, who is unable or unwilling to continue duties.
- (f) To arrange the place and the frequency of meetings, subject to the limitation imposed by paragraph 6.
- (g) To employ any person or persons (who cannot be members of the Committee or their families) in the service of the Association.

11. Finance

All moneys raised or held by the Association shall be applied to further the objects of the Association and for no other purpose. The Treasurer shall keep proper books of accounts of the finances of the Association and shall submit Annual Accounts, duly examined by the Independent Examiners of the Association, to the Annual General Meeting.

The Committee shall appoint a minimum of two persons to sign cheques and to otherwise operate the bank accounts and investments of the Association.

12. Records

Minutes shall be taken and kept of all meetings of the Association and Committees and subcommittees.

13. Branches of the Association

- (a) This Constitution shall be adopted by all Branches of the Association.
- (b) All Branches of the Association shall have elected Secretaries.
- (c) Funds raised by Branches shall be submitted to the Treasurer of the Association.
- (d) Branch accounts shall be submitted to the Associations Treasurer in July each year to be presented at the November Annual General Meeting.

14. Dissolution

The Association may, by a Resolution passed at a General Meeting by not less than three quarters of those present and entitled to vote, decide to dissolve itself. Any assets remaining upon dissolution, after satisfying the debts and liabilities of the Association, shall not be distributed amongst members but shall be transferred to another charitable organisation or Trust with objects similar to those of the Association.

15. Alterations

In normal times, no alterations of the Committee or of the Constitution may be made except at a General Meeting of which notice to the Members of the intended

alterations **must be** given not less than twenty-one days before the General Meeting. **Furthermore**, no alteration shall be made which would cause the Association to cease to be charitable at law.

However, if exceptional circumstances exist the Committee may change the Constitution at a normal or virtual meeting. However, all proposed changes must still be endorsed and approved at the next General Meeting, be it a normal or virtual meeting.

Exceptional circumstances include a pandemic which would or could endanger life or other circumstances which could, for example, include extreme natural causes.