

DOCTORS' SUPPORT NETWORK CONSTITUTION

Amended : Saturday, 19th October 2002
 Saturday, 7th February 2004
 Saturday 28th November 2015
 Saturday 17th September 2016

A Name

The name of the Association is the **DOCTORS' SUPPORT NETWORK** ("The Charity")

B Administration

Subject to the matters set out below the Charity and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee, constituted by clause G of this constitution ("The Executive Committee").

C Objects

The Charity's objects ("the objects") are

The objects of the Charity's shall be to relieve the needs of medical practitioners and others in the medical profession who are suffering or have suffered mental health problems or other distress for the benefit of the public particularly by the provision of self-help groups and the dissemination of information about mental health issues within the medical profession

D Powers

In furtherance of these objects but not otherwise the Executive Committee may exercise the following powers

- 1) Power to provide a safe place for regular group meetings for Full members of the DSN and to ensure that such meetings are conducted in a proper and orderly manner.
- 2) Power to set up and advise sister organisations for medical undergraduates and professionals allied to medicine and to support such individuals and organisations as appropriate.
- 3) Power to run a telephone help-line.
- 4) Power to publish a regular newsletter.
- 5) Power to set up and run discussion and support groups using email or other media as appropriate.
- 6) Power to campaign through writing letters and articles, speaking formally and informally and making personal contacts, in order to raise awareness of mental health issues in furtherance of the objects.
- 7) Power to introduce non-members with particular expertise to speak or lead discussions at meetings where appropriate.
- 8) Power to organise events and workshops to promote skills and awareness and assist in the rehabilitation of troubled doctors.
- 9) Power to introduce members of the DSN to each other to provide mutual support.
- 10) Power to set up and make available to the membership a database of individuals and organisations who may be sources of information or assistance from a psychological, psychiatric, financial, educational, holistic or other relevant perspective.
- 11) Power to collect information relevant to the mental health of doctors.
- 12) Power to distribute educational information and to liaise with appropriate individuals and organisations to further the objects.
- 13) Power to research issues which are associated with mental health problems as well as those factors that help the recovery and rehabilitation of troubled doctors.

- 14) Power to raise funds and to invite and receive contributions provided that in raising funds the Executive Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law.
- 15) Power to establish sets of standing orders on the conduct of the routine day to day organisation of the DSN and to define the various responsibilities within the DSN.
- 16) Power to buy, take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use.
- 17) Power subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Charity with repayment of the money so borrowed.
- 18) Power to reimburse legitimate and reasonable expenses incurred in pursuance of the objects.
- 19) Power to employ such staff (who shall not be members of the Executive Committee) as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependents.
- 20) Power to cooperate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them.
- 21) Power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects.
- 22) Power to appoint and constitute such advisory committees as the Executive Committee may think fit.
- 23) Power to take all such other lawful and ethical measures as are necessary for the achievement of the objects;

E Membership

- 1) Full Membership of the Charity shall be open to any medical graduate, who is troubled by, is recovering from or is at risk of mental health problems for whatever reason, subject to the approval of the Executive Committee.
- 2) Support Meetings and email support groups are for Full Members who have or have had personal experience of mental health issues
- 3) Associate Membership of the charity is available on request to individuals (whether medical graduates or not) who are interested in furthering the objects of the charity, subject to the approval of the Executive Committee.
- 4) Student Membership is open to any medical student who is troubled by, is recovering from or is at risk of mental health difficulties
- 5) Every Full Member, Student Member and Associate Member shall pay a subscription as decided by the Executive Committee, unless the Executive Committee has granted them exemption from such fee.
- 6) Every Full Member, Student Member and Associate Member shall have one vote at General Meetings according to the procedure specified in Section R3 (Voting procedures at General Meetings)
- 7) Full Members, Student Members and Associate Members shall be entitled to stand for membership of the EC. Full Members and Associate Members shall be entitled to stand honorary officer posts subject to the limitation clause in G1.
- 8) The Executive Committee may by a minimum of a two thirds majority of those present and for good reason terminate the membership of any individual: provided that the individual concerned shall have the right to be heard by the Executive Committee, accompanied by a friend, before a final decision is made.

F Honorary Officers

- 1) At the annual general meeting of the Charity Members shall elect from amongst themselves a chairman, up to 2 deputy chairmen, up to two secretaries and a treasurer, who shall hold office from the conclusion of that meeting.
- 2) Nominations for election to the position of Honorary Officers must be made by members of the Charity in writing and must be in the hands of the Secretary of the Executive Committee at least 28

days before the Annual General Meeting. Nominations can only be made with the written consent of the Nominee

- 3) Should nominations exceed vacancies, election should be by ballot according to the procedure specified in Section R3 (Voting procedures at General Meetings)
- 4) Full Members and Associate Members are entitled to stand for the posts of Honorary Officers

G Executive Committee

- 1) The Executive Committee shall consist of not less than 4 members nor more than 15 members being:
 - a) the Honorary Officers specified in the preceding clause
 - b) Further Executive Committee Members elected at the AGM, so that the total members of the committee does not exceed 15
 - c) No more than one third of the committee to be Associate Members or Student Members (ie at least two thirds of the committee should be Full Members).
 - d) Either one or two student members may be elected to the Executive Committee
- 2) The Executive Committee may appoint not more than 4 co-opted members but so that no-one may be appointed as a co-opted member if, as a result, more than one third of the members of the Executive Committee would be co-opted members. Each appointment shall be made at a meeting of the Executive Committee called under clause J1 and shall take effect from the end of that meeting unless the appointment is to fill a place which has not then been vacated, in which case the appointment shall run from the date when the post becomes vacant.
- 3) Full Members, Associate Members and Student Members are entitled to stand for the Executive Committee subject to the limitations in Clause G1) c) above
- 4) All members of the Executive Committee shall retire from office together at the end of the annual general meeting next after which they came into office but they may be re-elected or re-appointed.
- 5) The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
- 6) Nobody shall be appointed as a member of the Executive who is aged under 18 or who would if appointed be disqualified under the provisions of the following clause.
- 7) No person shall be entitled to act as a member of the Executive Committee whether on first or subsequent entry into office until after signing in the minute book of the Executive Committee a declaration of acceptance and of willingness to act in the trusts of the Charity.

H Determination of Membership of Executive Committee

A member of the Executive Committee shall cease to hold office if he or she:

- 1) Is disqualified from acting as a member of the Executive Committee by virtue of Section 71 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision); or
- 2) He or she shall be temporarily suspended from the Executive Committee should they become incapable by reason of mental disorder, illness or injury of managing his or her own affairs; or
- 3) Is absent from all their meetings held within a period of six months and the Executive Committee resolve that his or her office be vacated or;
- 4) Notifies to the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain in office when the notice of resignation is to take effect).

I Executive Committee Members not to be personally interested.

- 1) (Subject to the provisions of sub-clause (2) of this cause) no member of the Executive Committee shall acquire any interest in property belonging to the Charity (otherwise than as a trustee for the Charity) or receive remuneration or be interested (otherwise than as a member of the Executive Committee) in any contract entered into by Executive Committee.
- 2) Any member of the Executive Committee for the time being who is a solicitor, accountant or other person engaged in a profession may charge and be paid all the reasonable professional charges for business done by him or her or his or her firm when instructed by the other members of the Executive Committee to act in a professional capacity on behalf of the Charity: Provided that at no time shall a majority of the members of the Executive Committee benefit under this provision and

that a member of the Executive Committee shall withdraw from any meeting at which his or her own instruction or remuneration, or that of his or her firm is under discussion.

J Meetings and Proceedings of the Executive Committee

- 1) The Executive Committee shall hold at least two ordinary meetings each year. A special meeting may be called at any time by the chairman or by any two members of the Executive Committee. They must give not less than 7 days notice of the matters to be discussed to the other members of the Executive Committee unless the matters include the appointment of a co-opted member, in which case not less than 21 days notice must be given.
- 2) The Chairman shall act as chairman at meetings of the Executive Committee. If the chairman is absent from any meeting, a deputy chairman will act as chairman at the meeting. If there are no deputy chairmen present the members of the Executive Committee present shall choose one of the number to be chairman of the meeting before any other business is transacted.
- 3) There shall be a quorum when at least 4 members of the Executive Committee, are present at a meeting.
- 4) Every matter shall be determined by a majority of votes of the members of the Executive 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. Postal and email voting is not applicable to meetings of the Executive Committee.
- 5) The Executive Committee shall keep minutes as a written record kept for the purpose of the proceedings at meetings of the Executive Committee and any working group.
- 6) The Executive 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 their documents. No rule may be made which is inconsistent with this constitution.
- 7) The Executive Committee may appoint one or more working groups consisting of one or more members of the Executive Committee for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a working group: provided that all acts and proceedings of any such working group shall be fully and promptly reported to the Executive Committee.

K Receipts and Expenditure

- 1) The funds of the Charity, including all donations contributions and bequests shall be paid into an account operated by the Executive Committee in the name of the Charity at such banks as the Executive Committee shall from time to time decide.
- 2) The funds belonging to the Charity shall be applied only in furthering the objects.
- 3) All cheques drawn on the account must be signed by at least two members of the Executive Committee, one of whom should normally be the treasurer.
- 4) The Executive Committee will be responsible for drawing up an annual financial plan. Payments outside the financial plan approved by the EC require authorisation by the EC

L Property

- 1) Subject to the provisions of sub-clause (2) of this clause, the Executive Committee shall cause the title to:
 - (a) All land held by or in trust for the charity which is not vested in the Official Custodian for Charities; and
 - (b) All investments held by or on behalf of the charityto be invested either in a corporation entitled to act as custodian trustee or in not less than three individuals appointed by them as holding trustees. Holding trustees may be removed by the Executive Committee at their pleasure and shall act in accordance with the lawful directions of the Executive Committee. Provided they act only in accordance with the lawful directions of the Executive Committee, the holding trustees shall not be liable for the acts and defaults of its members.
- 2) If a corporation entitled to act as custodian trustee has not been appointed to hold the property of the charity, the Executive Committee may permit any investments held by or in trust for the charity

to be held in the name of a clearing bank, trust corporation or any stockbroking company which is a member of the International Stock Exchange (or any subsidiary of any such stockbroking company) as nominee for the Executive Committee, and may pay such a nominee reasonable and proper remuneration for acting as such.

M Accounts

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to:

- 1) The keeping of accounting records for the Charity;
- 2) The preparation of annual statements of account for the charity
- 3) The auditing or independent examination of the statements of account of the Charity; and
- 4) The transmission of the statements of accounts of the Charity to the Commission.

N Annual Report

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commission.

O Annual return

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commission.

P Annual General Meeting

- 1) There shall be an annual general meeting of the Charity which shall be held in the month of September in each year or as soon as practicable thereafter.
- 2) Every annual general meeting shall be called by the Executive Committee. The secretary shall give at least 21 days notice of the annual general meeting to all the members of the Charity. All Full Members, Associate Members and Student Members of the Charity shall be entitled to attend and vote at the meeting.
- 3) Before any other business is transacted at the first annual general meeting the persons present shall appoint a chairman of the meeting. The chairman shall be the chairman of subsequent annual general meetings, but if he or she is not present, before any other business is transacted, the persons present shall appoint a chairman of the meeting.
- 4) The Executive Committee shall present to each annual general meeting the report and accounts of the charity for the preceding year.
- 5) The AGM shall elect Honorary Officers and the Executive Committee for the forthcoming year.
- 6) Nominations for election to the Executive Committee must be made by members of the Charity in writing and must be in the hands of the secretary of the Executive Committee at least 28 days before the annual general meeting. Nominations can only be made with the written consent of the Nominee.
- 7) Should nominations exceed vacancies, election shall be by ballot according to the procedure specified in Section R3 (Voting procedures at General Meetings)
- 8) The AGM will appoint auditors as required under current legislation

Q Special General Meetings

The Executive Committee may call a special general meeting of the Charity at any time. If at least ten members request such a meeting in writing stating the business to be considered the secretary shall call such a meeting. At least 21 days notice must be given. The notice must state the business to be discussed.

R Procedure at General Meetings

- 1) The secretary or other person specially appointed by the Executive Committee shall keep a full written record of proceedings at every general meeting of the Charity.
- 2) There shall be a quorum when at least ten of the members of the Charity are present at any general meetings.
- 3) Voting arrangements
 - a) Voting arrangements that are acceptable for the purpose of registering a vote for or against a motion at General meetings (whether AGM or Special General Meeting) include the following:
 - i. In person by the individual concerned at the meeting concerned
 - ii. Postal confirmation of the intent of the voter on a form specifically prepared for any given motion (s) by a member or members of the executive committee for the sole use of voting for the motion (s) concerned
 - iii. Electronic (email only) confirmation of the intent of the voter using a form specifically prepared electronically for any given motion (s) prepared by a member or members of the executive committee for the sole use of voting for the motion(s) concerned
 - b) In order for completed postal and electronic voting forms to be valid they must be returned no later than 48 hours prior to the meeting at which the voting is to be conducted to which the returned forms relate. Voting forms received after this deadline will not qualify for voting purposes
 - c) In order to be valid all voting forms must reach all voters at least 21 days prior to a general meeting (whether an AGM or Special General Meeting)
 - d) Voting at executive committee meetings must be done in person by the committee member
 - e) Voting on changes to the constitution must be done in person at the general meeting
 - f) Postal and electronic voting shall not be allowed for any issue for which the above notice periods have not been adhered to.

S Notices

Any notice required to be served on any member of the Charity shall be in writing and shall be served by the secretary of the Executive Committee on any member personally or by sending it through the post in a prepaid letter addressed to such member at his or her last known address in the United Kingdom, and any letter so sent shall be deemed to have been received within 10 days of posting.

T Alterations to the Constitution

- 1) Subject to the following provisions of this clause the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution setting out the terms of the alteration proposed. Postal and email voting is not applicable to changes to the constitution.
- 2) No amendment may be made to clause A (the name of the charity clause), clause C (the objects clause), clause I (Executive Committee Members not to be personally interested clause), clause U (the dissolution clause) or this clause without prior consent in writing of the Commissioners.
- 3) No amendment may be made which would have the effect of making the Charity cease to be a charity at law.
- 4) The Executive Committee should promptly send to the Commission a copy of any amendment made under this clause and keep a copy of any amendment made with this constitution.

U Dissolution

If the Charity Trustees decide that it is necessary or advisable to dissolve the Charity it shall call a meeting of all members of the Charity, of which not less than 21 days' notice shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting, the Charity Trustees shall have the power to realise any assets held by or on behalf of the Charity. 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 Charity as members of the Charity may determine or, failing that, shall be applied for some

other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of the Charity must be sent to the Commission.

V Arrangements until the first Annual General Meeting

Until the first annual general meeting takes place this constitution shall take effect as if references in it to the Executive Committee were references to the persons whose signatures appear at the bottom of this document.

The constitution was adopted on the date mentioned above by the persons whose signatures appear at the bottom of this document.

W Trustees

The Trustees will consist of members of the Executive Committee. They will consist of the Chairman, Treasurer and three other members of the Executive Committee. All Trustees will be members of the Executive Committee

Except with the prior written approval of the Charity Commission no trustee may:

- 1) Receive any benefit in money or in kind from the Charity; or
- 2) Have a financial interest in the supply of goods or services to the charity or;
- 3) Acquire or hold any interest in property of the charity (except in order to hold it as a trustee of the charity)

X Amendment to allow registration with the Office of the Scottish Charity Regulator

Throughout this constitution 'charitable' means charitable in accordance with the law of England and Wales provided that it will not include any purpose which is not charitable in accordance with section 7 of the Charities and Trustee Investment (Scotland) Act 2005.

For the avoidance of doubt, the system of law governing the constitution of the charity is the law of England and Wales.

END