

CORNWALL PARTNERS IN CARE

ARTICLES OF ASSOCIATION

- 1. Name:** The name of the Association shall be:
CORNWALL PARTNERS IN CARE
Hereinafter "The Association"
- 2. Acronym:** CPIC
- 3. Membership Area:** The membership area for the Association shall be: The geographical area covered by the County of Cornwall.
- 4. Aims:** The aims of the organization are:

 - a. To make representation to any such body whose function may, at any time, have an affect on the interests of the members of the Association.
 - b. To provide a resource for the business activities of the care sector.
 - c. To promote best practice in the delivery of the highest possible quality of care.
- 5. Membership:** Membership of CPIC is open to all independent sector care providers registered and operating in Cornwall, regardless of gender, colour, race, religion, sexual orientation, marital status or disability.
- 6. Conduct of Members:** Members shall conduct themselves and their businesses in such a way as to bring no discredit to the Association.
- 7. Voting Rights:** Members shall be entitled to only one vote per Care Company.
- 8. Termination:** Termination of membership may be necessary and is at the sole discretion of the Executive Committee. Such termination will require a majority vote of the full Executive Committee. This is the only occasion when postal voting may be used within the Executive Committee in order to facilitate a decision within the constitution. In such cases, the member involved in the termination proceedings will be invited to the Executive Committee meeting to answer their case. Appeals against the Executive Committee's decision may be made through an Extraordinary General Meeting of members within 28 days of the Executive Committee's decision. In such cases only, the decision of the Extraordinary General Meeting will require a two thirds majority to reverse the decision of the Executive Committee or a simple majority to confirm it. The result of the Extraordinary General Meeting's vote, as set out above, will be final.

- 9. Membership Fees:** In the first year of the Association, membership will be free to all members. After 31 Dec 07, for all new members. There shall be a members' registration fee which is not refundable in the case of an application request being rejected. This registration fee will be set by the Executive Committee and may be varied at its discretion. There will be an annual subscription which shall be determined at each Annual General Meeting. Only members who have paid their registration fee and their annual subscription will be entitled to vote at a General Meeting or serve as a member of the Executive Committee.
- 10. Executive Committee:** The Executive Committee shall consist of the following, all of whom must be fully paid up members of the Association:
- a. One Chair person
 - b. One Vice Chair person
 - c. One Secretary
 - d. One Treasurer
 - e. Six other Executive Committee Members
- 11. Executive Election:** All members of the Executive Committee shall be elected by members at the Annual General Meeting biennially. Notwithstanding the above, Executive Members may be elected, if necessary when a position becomes vacant through an Extraordinary General Meeting of Members. The Chair, Vice Chair, Secretary and Treasurer shall be elected by members of the Executive Committee biennially after each election of the Committee.
- 12. Committee symmetry:** The Committee Members should represent equally, wherever possible, the different care sectors.
- 13. Committee Meetings:** The Executive Committee shall meet on a regular basis and no less than six times per calendar year. Any member of the organization can be co-opted on to the Executive Committee for the purpose of filling a vacancy or vacancies arising from the resignation or other departure of an Executive Committee member. Such co-option shall only be valid until it is ratified at the next available General Meeting of members. Minutes of Executive Committee meetings shall be made available to any member of the Association on request.

- 14. General Meetings:** The Membership shall meet on a regular basis and no less than twice a year. Written notification shall be sent to all members of the Association by the Secretary at least fourteen days in advance of a General Meeting. This notice shall include a broad agenda of the meeting together with the date, time and venue of the meeting.
- 15. Extraordinary Meetings:** An Extraordinary General Meeting may be called at any time if ten or more members of the Association individually submit a request in writing for such a meeting for one single, common purpose. Such requests must state the purpose of the meeting. Written notification shall be sent to all members of the Association by the Secretary at least fourteen days in advance of an Extraordinary General Meeting. This notice shall include a reason for the meeting together with the date, time and venue of the meeting.
- 16. Quorum Rules:** Executive Committee Meetings will only be deemed to be quorate if at least six Executive Committee members are present throughout the meeting. If an Executive Committee meeting is deemed to be not quorate, the meeting may still take place, but no decisions may be made other than to decide to ratify any likely decision in a future meeting at which a quorum is achieved. General Meetings will only be deemed to be quorate if a minimum of ten per cent of the fully paid up members are present.
- 17. Finances:** The Treasurer shall open a bank account in the name of the Association. All cheques written on behalf of the Association shall be signed by the Treasurer and one of the other three named signatories.
- Reasonable out of pocket expenses incurred by members of the Executive Committee, or their representatives, and on behalf of the membership, may be reimbursed on production of verification of such expenses.
- 18. Accounts:** The accounting year of the Association shall end on the 31st December. The Annual General Meeting shall be held within one calendar month of the end of the accounting year. Accounts shall be audited by an independent auditor selected by the Executive Committee and shall not be a member nor have any close relationship, whether familial or business, to any member of the Association.
- 19. Constitution:** Changes to this constitution shall only be made by a majority of two thirds at a General Meeting of members, either Annual or Extraordinary. Any request for a change to the constitution must be submitted in writing at least twenty eight days before the date of the next General Meeting.

20. Dissolution:

Any decision to dissolve the Association can only take place at an Extraordinary General Meeting of members that has been called specifically and solely to vote on such a decision. The decision can be made by the majority of those at such a meeting, provided that it is deemed to be quorate.

Cornwall Partners in Care adopted this constitution at its inaugural meeting held on 1st May, 2007 at the Hotel Riviera, Newquay