



## **European Association for Mental Health in Intellectual Disability**

### **Constitution**

#### **Article 1: Name, Residence, Language**

- a) The name of the Organisation is the EUROPEAN ASSOCIATION FOR MENTAL HEALTH IN INTELLECTUAL DISABILITY (EAMHID).
- b) The Headquarters of the Association shall be in The Netherlands but it may have its offices elsewhere.
- c) The Association is founded under Dutch Law.
- d) The official Language of the Association is English.

#### **Article 2: Purpose and Means**

The purpose of the Association is international co-operation and exchange of knowledge and experience in the field of mental health for people who have intellectual disability with specific emphasis on co-ordinating and promoting scientific activities and improving standards of support throughout Europe. In furtherance of this purpose the Association shall:

- a) organize international and regional congresses, conferences, symposia, workshops and courses;
- b) publish journals, newsletters, books and brochures for the dissemination of information;
- c) establish international exchange programmes for researchers, professional care-givers, educators and public policy representatives;
- d) promote international collaborative research projects;
- e) influence policy at local, regional, national & international levels to promote mental health and social inclusion;
- f) promote other activities that are compatible with the purposes of the Association and may be authorised by the Executive Committee.

The Association is non-profit making and shall not seek to promote any political, economic or religious aims.

### **Article 3: Membership**

#### **Section 1 - Classes**

The membership of the Association consists of:

- a) Ordinary Members
- b) Corporate Members (Member Organisation)
- c) Affiliated Organisations
- d) Honorary Members.

#### **Section 2 - Ordinary Members**

- a) Membership of the Association is open to all persons who are interested in promoting mental health and social inclusion;
- b) Ordinary Members are entitled to attend, speak, and vote at meetings of the General Assembly;
- c) Ordinary Members have a right to hold office on the Executive Committee.

#### **Section 3 - Corporate Membership**

- a) any professional Organisation having a significant interest and concern in the area of mental health in people with intellectual disability may become a member of the Association according to the rules prescribed in the Bye-laws;
- b) each Member Organisation is entitled to appoint one or more delegates to the General Assembly according to the regulations in the Bye-laws;
- c) each individual member of a Member Organisation is considered a member of the Association and as such is privileged to attend and speak at meetings of the General Assembly but not entitled to vote unless serving as a delegate.

#### **Section 4 - Affiliated Organisation**

- a) Organisations whose purposes are directly or closely related to those of the Association may become Affiliated Members as prescribed in the Bye-laws;
- b) Representatives of affiliated Organisations are privileged to attend and speak at meetings of the General Assembly on condition that they identify their status. They are not entitled to vote. They will have such other powers as may from time to time be prescribed in the Bye-laws.

**Section 5 - Honorary Members**

- a) persons of distinction may be awarded Honorary Membership of the Association;
- b) Honorary Members are privileged to attend and speak at meetings of the General Assembly but are not entitled to vote unless serving as a delegate.

**Section 6 - Termination of Membership**

Membership of the Association shall be terminated:

- a) on the death of the member;
- b) membership ends at the end of the year immediately upon request of a Member; fees are not refundable. Members of Member Organisations can be re-admitted on payment of the full outstanding fees due;
- c) by failure of the member or Member Organisation to pay the Association's membership fees after two successive years;
- d) by a decision of the Executive Committee in the case of members or Member Organisations who act contrary to the Constitution of the Association or have caused unreasonable harm to the Association and / or its members - as prescribed in the Bye-laws.

**Article 4: Organisation****Section 1 - Organisational Structure**

The Organisational structure of the Association shall consist of:

- a) The General Assembly
- b) The Executive Committee
- c) The Officers
- d) Working Groups.

**Section 2 - General Assembly**

- a) The General Assembly shall consist of:
  - i) Voting Members - that is, Ordinary Members and delegates of Member Organisations as prescribed in the Bye-laws;
  - ii) Non-voting Members - other Members of the Association.
- b) The General Assembly shall:
  - i) review the activities of the Executive Committee;

- ii) review and approve the accounts and review the financial policies;
  - iii) discuss and approve any proposed amendments to the Constitution and Bye-laws;
  - iv) elect the Officers and Executive Committee as prescribed in the Bye-laws;
  - v) transact any other business as necessary.
- c) At least one regular business meeting of the General Assembly shall be held bi-annually. The General Assembly may also meet on the call of the President or on petition of at least one tenth of all members of the Association as prescribed in the Bye-laws.
- d) One-third of members and those appointed as delegates shall constitute a quorum for the transaction of business.

### **Section 3 - The Executive Committee**

- a) The Executive Committee of the Association shall consist of the Officers and Members, each of whom shall be elected by the General Assembly as prescribed in the Bye-laws;
- b) The Executive Committee shall meet:
- i) at least annually;
  - ii) upon the call of the President;
  - iii) upon petition of a majority of Committee Members.
- c) The Executive Committee is responsible for managing the affairs of the Association and shall have and exercise all authority and duties except that specifically reserved to the General Assembly as stated in Section 2, sub-section (b) of this Article.
- d) It shall be the responsibility of the Executive Committee, within the framework of regulations in the Bye-laws, to implement the resolutions of the General Assembly, to administer the affairs of the Association as directed to the General Assembly, to appoint special working parties, to elect Members and Member Organisations and Honorary members, and to determine the place and date of meetings of the General Assembly.
- e) In the event of vacancies occurring between terms, the Executive Committee may appoint Temporary Members to serve until the next meeting of The General Assembly as prescribed in the Bye-laws.
- f) One-third of the Executive Committee shall constitute a quorum for the transaction of business.

**Section 4 - Officers**

- a) The Officers of the Association are the President, Vice President, President Elect, Treasurer, Second Treasurer, Secretary and Second Secretary.
- b) The Officers shall be elected and have responsibilities, authority and privileges as defined in the Bye-laws.
- c) The Offices of Secretary and Treasurer may be vested in one person upon a decision of the Executive Committee.
- d) Where urgent decisions are required, the President and two other Officers shall constitute a quorum for the transaction of this business. In financial matters the Treasurer shall be one of the two other Officers. Notice of the decision will be given to Officers and Committee Members at the earliest possible date.

**Section 5 - Working Groups**

The Executive Committee may, from time to time, establish Working Groups to undertake certain duties of the Association.

**Section 6 - Executive Director**

- a) The Executive Committee may employ a staff head who shall have the title of Executive Director.
- b) The terms and conditions of employment of the Executive Director shall be determined by the Executive Committee.
- c) The Executive Director shall be able to attend and speak at meetings of the General Assembly and the Executive Committee but is not entitled to vote.

**Article 5: Finance****Section 1 - Fiscal Year**

The fiscal year of the Association is from 1 January until 31 December.

**Section 2 - Annual Fees**

Ordinary Members and Member Organisations shall remit to the Treasurer such annual fees and before such a point in time as shall be decided by the General Assembly according to the regulations in the Bye-laws.

### **Section 3 - Contractual Responsibility**

The Association may accept and conclude all contracts and acquire, alienate, rent or let any real property or personal property necessary to conduct its affairs.

### **Section 4 - Fund Raising and Acceptance of Gifts**

The Executive Committee will actively pursue fund raising possibilities in the pursuit of the objectives of the Association. The Association may accept and use all gifts, subsidies and legacies whether given in support of the general purposes or of a specific purpose of the Association.

## **Article 6: Amendments**

### **Section 1- Amendments to the Constitution**

Amendments to the Constitution may be proposed by the Executive Committee or by a petition of one third of the Members and Member Organisation. Notice of the proposed amendment shall be mailed to Members and Member Organisation by the Secretary at least three months prior to the meeting of the General Assembly. The full text of the motion must be attached to the agenda. An amendment will be carried to the Constitution when it has been accepted at a meeting of the General Assembly with more than half of the Members and Member Organisations present by a two-thirds vote. If the required number of Members is not present, the decision can be reached by two-thirds of postal votes in favour, regardless of the numbers of Members present.

### **Section 2 - Amendments to the Bye-laws**

Amendments to the Bye-laws may be proposed by the Executive Committee or a petition/motion of five Members to the General Assembly at a regular meeting. A simple majority of votes will be sufficient to carry the proposed amendment to the Bye-laws.

## **Article 7: Dissolution**

### **Section 1 - Dissolution**

The Association shall be dissolved only by a two-thirds majority vote of Members and Delegates of Member Organisations at a regular meeting of the General Assembly at which more than half of the Members and Delegates of Member Organisations are present. The proposal to dissolve the Association, and the full text of motion, must have been notified to Members and Member Organisations at least six months prior to the General Assembly meeting. Should the required number

of Members and Delegates of Member Organisations not be reached, the decision to dissolve the Association can be reached by postal vote, regardless of Members present, by a two-thirds majority vote.

## **Section 2 – Funds and Assets**

In the event of dissolution, the Executive Committee shall be responsible for the liquidation of the affairs of the Association. Because the Association is dedicated exclusively to scientific and educational purposes and the development of services, its funds and assets, in the event of its dissolution, should be distributed exclusively for these purposes.

## **BYE-LAWS**

### **Section 1 - Membership**

- a) Any individual seeking Membership of the Association shall complete an Application Form and submit to the Secretary.
- b) Any Organisation seeking Corporate Membership of the Association shall file a written application which must include, or be accompanied by, a description of the nature and purpose of the Organisation.
- c) Election to Membership shall be by a simple majority of the Executive Committee.
- d) The Annual fees of the Association shall be fixed by the Executive Committee and adopted by a simple majority vote at the General Assembly.
- e) All fees shall be payable in advance before 1 January of each year.
- f) A Member or Member Organisation may resign in good standing provided that they are not in arrears of fee payment or other obligations. A Member or Member Organisation who has resigned in good standing may be re-instated without prejudice.
- g) An individual or Member Organisation may be expelled from the Association for conduct contrary to the Constitution of the Association or otherwise prejudicial to the Association. Charges of such conduct must be submitted to the Executive Committee in writing and signed by at least two Members of the Association. Before making a decision to expel a Member or Member Organisation, the Executive Committee shall give that Member or Member Organisation the opportunity to answer the charge or resign. A Member or Member Organisation which has been expelled shall have the right to

appeal to the General Assembly and must do this within one month of receiving written notification of their expulsion from the Executive Committee. After hearing the evidence, the General Assembly will decide by a two-thirds majority of Members present.

## **Section 2 - The General Assembly**

- a) A meeting of the General Assembly will be held every two years.
- b) Corporate Organisations shall appoint one Voting Delegate to the General Assembly.
- c) Officers and Members of the Executive Committee cannot be appointed as Delegates to the General Assembly.
- d) Delegates must make themselves known to the Secretary and present written evidence of their appointment by Member Organisation prior to the General Assembly in order to be able to vote.
- e) Extraordinary General Assembly meetings may be called by a petition to the Executive Committee signed by at least one-tenth of the Membership which states the subject or subjects to be discussed. The Executive Committee must convene a meeting of the General Assembly within three months following the receipt of such a request. In the event that this does not take place the petitioning Members may convene the meeting themselves. Extraordinary meetings of the General Assembly can only make decisions on those issues which were stated at the time the meeting was called.
- f) The Secretary shall notify Members and Member Organisations of the date, time, and place of the General Assembly at least ninety days prior to the meeting and invite items for inclusion on the agenda. Resolutions for consideration at the General Assembly must be made in writing to the Secretary at least ninety days prior to the date of the General Assembly.
- h) Subject to the provisions of Article 9 of the Constitution, resolutions will be passed at the General Assembly by a simple majority vote. Voting will be in the form of anonymous ballot. In the event of an equal number of votes being cast, the resolution will be considered to have been rejected.
- i) In exceptional circumstances resolutions may be passed on a postal ballot of all Members and Member Organisations entitled to vote (lead to perhaps state details e.g. 60 days' notice, Secretary to co-ordinate, Executive Committee decides on exceptional circumstances).

## **Section 3 - The Executive Committee**

- a) At least six months prior to the General Assembly Meeting, the Secretary shall ask Members and Member Organisations to propose candidates for election to the Executive Committee. Nominations

must be accompanied by a full Curriculum Vitae and persons nominated should be individuals of high-standing and commitment in the field.

b) The Executive Committee shall select from the nominations a maximum of fifteen nominees, paying due attention to wide representation of disciplines and countries. No more than two persons can be nominated from any one country.

c) Candidates so selected will be recommended to the next the General Assembly.

d) Candidates elected at the General Assembly shall succeed to Office at the close of the meeting at which they were elected.

e) Members of the Executive Committee shall serve for one term of two years and / until a successor is elected. They may be elected for further three terms but may not serve more than a maximum of four terms.

f) A Member of the Executive Committee who persistently fails to respond to letters or otherwise neglects his or her duties may be asked by the President to resign after consultation with the Officers.

g) The Executive Committee are in power to appoint one or more editors for proceedings of conferences and other publications.

#### **Section 4 - The Officers**

a) The Officers of the Association are the President, President Elect, Vice-President, two Secretaries and two Treasurers.

b) The Officers shall be nominated from Members of the Executive Committee and elected by the General Assembly.

c) Officers serve for one term or until a successor is elected. They shall be eligible for not more than two consecutive terms in the same office. The President Elect serves one term and then becomes the President for one term and then the Vice President for one term.

d) The President shall preside at the General Assembly meetings and meetings of the Executive Committee. He/she may call special meetings of the Executive Committee or of the Officers. He/she shall be authorized to represent the Association in matters of public relations. He/she shall perform such other duties as may be assigned by the Executive Committee. In the absence or temporary disability or death of the President, succession to the Office shall be the President Elect.

e) The President Elect and Vice President shall perform such duties as may be assigned by the Executive Committee or the President.

f) The Secretary shall keep a record of the meetings of the Executive Committee and the General Assembly of the Association. He/she shall handle the correspondence of the Association appropriate to his/her Office. He/she shall perform other such tasks as may be required to conduct the business affairs of the Association as assigned by the Executive Committee or the President.

g) The Treasurer shall receive and dispense and duly account for all sums of money belonging to the Association. He/she shall keep accurate accounts and vouchers and receipts of all payments on behalf of the Association and all invested funds. He/she shall be responsible for the collection of all fees and registrations of new Members. He/she shall prepare financial reports for the regular meetings of the Executive Committee and the General Assembly. The financial report to the General Assembly shall be audited by a qualified accountant. He/she may be assisted in his/her duties by the formation of a small Finance and Business Sub-Committee.

h) The Office of Secretary and Treasurer may be combined.

i) In the event that the President Elect, Vice President, Secretary, or Treasurer are unable to perform their duties of their respective offices, they may ask the President to be relieved of their duties. The Officers can appoint a Deputy Officer in his/her place by a simple majority of vote of the remaining Officers.

j) Should an Officer be considered unfit to carry out his / her duties he or she may be relieved of his / her Office by a two-thirds majority vote of the Executive Committee. A postal vote may be conducted. If the vote is carried the Officer will be asked to resign and a Deputy Officer appointed in his place as under Bylaw 4.i.

### **Section 5 - Working Groups**

The Executive Committee may establish ad-hoc task orientated working groups chaired by the Officers of the Association or Members of the Executive Committee.