



Boots
Pharmacists'
Association

Constitution and Rules

(Revised 2005)

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**BOOTS PHARMACISTS' ASSOCIATION (BPA)
CONSTITUTION AND RULES (REVISED 2005)**

1. Name

The Association shall be known as the Boots Pharmacists' Association (BPA) (*hereinafter referred to as the Association*)

2. Objectives

- (a) To regulate the relations between Boots The Chemists as employer and pharmacists as employees of Boots The Chemists, in particular:
 - (i) To act as an officially recognised medium for representing to the management of Boots The Chemists all matters affecting the pharmacists of Boots The Chemists.
 - (ii) To foster a spirit of mutual dependence and trust between the pharmacists of Boots The Chemists and the management of Boots The Chemists
- (b) To provide an independent means of communication within Boots The Chemists, and outside to organisations of a similar nature
- (c) To advance the status of the pharmacy profession with particular regard to employee pharmacists, and to promote the professional interests of its members.

3. Membership

- (a) All registered pharmacists employed within the Boots Group, and those pharmacists and former pharmacists in receipt of a pension from Boots Pensions Ltd., shall be eligible for membership of the Association upon payment of the membership fee. Pharmacy pre-registration graduates employed by Boots The Chemists shall be granted free Associate Membership for the duration of any period of post-graduate experience but will have no voting rights.
- (b) The Association will operate a form of Rolling Membership. On first becoming a member of the Association, a pharmacist will be deemed to have joined on the first day of the calendar quarter in which he/she actually joined. Thus the "due" days for payment, and hence the anniversaries of joining, will fall on the first of January, April, July or October as appropriate. All rights accruing to members will be retained during the period of the fee paid. Payment of the fee (as described in 3c) will entitle membership dated from the previous "due" day as described above. This will not apply in the case of any insurance cover provided by the Association, which will be available only after the Treasurer has recorded membership. Such cover will not apply to circumstances existing prior to that date.
- (c) All pharmacists joining the Association will be liable to pay the full membership fee, either by annual remittance or by an approved method of quarterly instalments. (In exceptional circumstances as defined from time to time by the Executive and on individual application to the Chief Executive Officer, it may be possible to arrange a reduced membership fee). The full benefits of membership of the Association will be available only to those members paying the full membership fee as approved at the Association's Annual General Meeting. (see 9f).
- (d) A duly completed membership application form should be submitted to the Chief Executive Officer accompanied by a correctly executed bank standing order request form, this being the preferred method of payment of the membership fee. The full annual membership fee may be paid by annual cheque in advance or by a similar approved alternative system applicable at any time. Where payment is made by bank standing order, cancellation of membership can only take effect on the next "due" day. Members are required to submit payments of the membership fee within a period of grace of 28 days from the "due" day. Failure to comply with this requirement could result in termination of membership and the withdrawal of benefits to take effect from the last day of the preceding calendar quarter.
- (e) Those newly qualified pharmacists (ex-Associate Members), joining after 1st July in the year of first registering with the Royal Pharmaceutical Society of Great Britain, shall join by payment of the current annual membership fee. Payment in these circumstances **must** be by standing order, post-dated to January 1st of the following calendar year, which will entitle membership until the end of the following financial year of the Association. Such members shall receive all benefits afforded to all paid up members free from the date of joining until 1st January of the new financial year.

- (f) Where a member's employment with Boots The Chemists ceases, and subject to the provisions below, he/she will cease to be a member of the Association and will forfeit all the benefits of membership with immediate effect from the date on which the employment with Boots The Chemists came to an end. Membership of the Association and the related benefits can continue if the member is eligible to be a member by virtue of receiving a pension from Boots Pensions Ltd. Certain benefits, as defined by the Association's Executive (see 10a), can be carried over where they relate to an event which occurred prior to the date on which membership of the Association ceased. On application to the Chief Executive Officer, and with the approval of the Treasurer, a refund of unexpired membership fee may be possible.
- (g) On the recommendation of the Executive, Life Honorary Membership may be conferred on a person who has shown outstanding service either within the profession of pharmacy or within the Association. Such membership will bear all the benefits of full membership.

4. Finance

- (a) The financial year shall be from January 1st to 31st December.
- (b) The Treasurer shall keep the Association's accounts, and, at the discretion of the Executive, shall make payments. Cheques shall be signed by the Treasurer and one of two other nominated signatories
- (c) The Treasurer shall keep accounts at a recognised bank or building society as agreed by the Executive.
- (d) The Treasurer shall prepare each year an audit of the receipts and payments made by him/her during the relevant financial year and submit it to the members at the Annual General Meeting.
- (e) The Treasurer will regularly provide the Chief Executive Officer with the information necessary to enable reminder notices to be sent to those members who fail to submit payment of the membership fee within the period of grace (see 3d)
- (f) The Treasurer shall advise the Executive at a meeting prior to the Annual General Meeting (AGM) the level of the membership fee that he/she will propose that is required to maintain the Association on a firm financial footing. This proposal will be voted upon at the AGM and, if approved, shall take effect from the July "due" date (see 3b and 9f)
- (g) The Members shall receive at least four weeks' notice of any change to the level of membership fee, approved as above, by means of an official communication from the Chief Executive Officer.

5. Management and Administration

- (a) An Executive consisting of seven elected Executive Officers, the immediate past Chairman and the appointed Chief Executive Officer (see 5e) will manage the Association. The members of the Executive will, at all times, conduct the business of the Association with due regard for the "Nolan Principles". (see Appendix 1)
- (b) A newly elected Executive will appoint a Chairman of the Association, a Chairman of the Professional Standing Committee (see 8e), a Chairman of the Remuneration Standing Committee (see 8f), a Treasurer, a Recruitment Officer and a Publications Coordinator. The Chairmen of the Professional and Remuneration Standing Committees will also assume the role of Vice Chairmen of the Association. These positions will be agreed at a meeting of the new Executive to be held on a date no later than four weeks after the relevant Annual General Meeting.
- (c) The Association shall appoint Auditors (see 9d) who will examine the accounts for the current session before submission to the relevant Annual General Meeting. The Auditors shall be duly qualified as required by legislation current at the time. The Auditors shall not be removed from office except by a resolution passed at a General Meeting of Members
- (d) In the event of vacancies occurring during any year, the Executive shall be empowered to co-opt new Executive Officers for the remainder of the term of office.
- (e) The Association will, on an annual basis (see 9e), appoint a Chief Executive Officer (*hereinafter referred to as the CEO*). The CEO will be a full member of, and will report to, the Executive and will be the primary contact of the Association for all purposes. As a consultant agent, the CEO's role will be to provide professional and administrative services as agreed with the Executive Officers and for which an honorarium will be paid. The amount of the honorarium will be determined by the Executive periodically and may be amended by a majority vote of the Executive, giving twenty-eight days notice.

- (f) The elected Executive Officers and the CEO of the Boots Pharmacists' Association shall represent the members of the Association to Boots The Chemists in accordance with the Consultative Process. (see Appendix 2)

6. Election of Executive Officers

- (a) Elections for Executive Officers will be held bi-annually. All Executive Officers shall retire at the Annual General Meeting two years following their election, but may stand for re-election if still eligible to do so.
- (b) All candidates standing for election shall be nominated by one member and seconded by another. All nominations must be submitted in writing to the CEO of the Association two weeks prior to the relevant Annual General Meeting, and shall state the Proposer, Secunder and written acceptance of the nominee.
- (c) If the number of nominations exceeds the number of vacancies, the CEO shall conduct a ballot of members in compliance with a method and timetable agreed by the Executive. The seven candidates receiving the highest number of votes shall be elected. In the event of a tie the successful candidates will be chosen by lot.
- (d) The CEO will declare the result of the election at the relevant Annual General Meeting (see 9g).

7. Executive meetings

- (a) The Executive shall convene not less than four times a year on agreed dates to be arranged by the CEO.
- (b) The agenda for each Executive Meeting will be published two weeks before the meeting and shall consist of reports from the Officers, the CEO and the Committees, matters of concern and any other business.
- (c) Matters of concern received from members and brought to the attention of the Executive should be accompanied by a concise summary of information and/or support for each submission.
- (d) Items for the agenda must be submitted to the CEO of the Association three weeks prior to the meeting, provided that the Chairman shall be empowered at his/her sole discretion to accept any emergency submission at any time up to and during the meeting.
- (e) The Executive shall decide whether a national vote of all paid-up members of the Association is necessary.
- (f) At meetings of the Executive, a quorum shall be constituted as a simple majority of all persons entitled to vote.

8. Committees

- (a) The Executive of the Association will appoint such Committee Chairmen as is required and will delegate such powers as is necessary for them to perform their duties.
- (b) Normally a Committee Chairman will be an elected Executive Officer but, in the event of the appointment of a committee Chairman not being an elected Executive Officer, provision is made for such a Committee Chairman to serve in an ex-officio capacity on the Executive. (see 5a)
- (c) Each Committee Chairman will be required to submit a budget for approval by the Executive of the Association before any monies may be spent.
- (d) Subject to the discretion of the Executive an appointed Chairman of a committee may appoint members to that committee.
- (e) The Committee formed to carry out Objective 2c will be styled "The Professional Standing Committee" (PSC).
- (f) The Committee formed to consider issues of Remuneration and Terms and Conditions of Employment relating to Association members will be styled "The Remuneration Standing Committee" (RSC).

- (g) The CEO will establish and maintain a Quick Response Team (QRT) in order to gather information and/or opinions from the membership to assist the Executive. The QRT will consist of members of the Association who, having expressed a willingness to contribute, are readily contactable and able to give prompt responses to matters under urgent consideration.

9. Annual and Special General Meetings.

At least four weeks advance notice of the date and venue of the Annual General Meeting (AGM) will be published to all members. The notice convening the AGM will, on alternate years, include an invitation to members to submit nominations for the election of the Executive. The AGM will be held by the end of March each year for the following purposes: -

- a. To receive the CEO's annual report incorporating summaries of those provided by the elected officers.
- b. To approve the annual statement and accounts from the Treasurer
- c. To receive the report from the appointed Auditors
- d. To confirm the appointment of Auditors (see 5c)
- e. To confirm the appointment of a Chief Executive Officer (CEO) (see 5e)
- f. To approve the annual membership fee as proposed by the Treasurer (see 4f)
- g. To declare the election results for the Executive on alternate years. (see 6d)
- h. To consider other agenda items that may arise from time to time. (Matters of concern raised by an individual member may be included on the agenda for the meeting provided that they have been submitted in writing to the CEO at least five working days prior to the meeting.)

Special General Meetings shall be held at the discretion of the Executive or upon the written request of 30 members. All members are entitled to be present and to vote at Annual and Special General Meetings.

10. Interpretation of and Alterations to the Constitution

- (a) The Executive shall be the sole authority for the interpretation of the constitution. The decision of the Executive shall be binding on all members.
- (b) This constitution may be added to, repealed or amended only by resolution of a 2/3rds majority of votes cast by those attending and entitled to vote at an Annual or Special General Meeting.

APPENDIX 1**THE “NOLAN PRINCIPLES”**

The Committee on Standards in Public Life was set up in 1994, under the chairmanship of Lord Nolan, to examine the standards of conduct of holders of public office and to make appropriate recommendations. The recommendations became known as the “Nolan Principles” and now have widespread recognition as the standards to which all those in representative positions should aspire.

The seven “Nolan Principles” are: accountability, honesty, integrity, leadership, objectivity, openness and selflessness.

Members of the Executive of Boots Pharmacists’ Association (BPA) have adopted these principles as follows:

<u>Accountability</u>	Members of the Executive are accountable for their decisions and actions to the members of the Association.
<u>Honesty</u>	Members of the Executive must declare any private interest that might relate to their Association duties.
<u>Integrity</u>	Members of the Executive should attempt to avoid circumstances in which their ability to reflect the interests of the members of the Association is impaired. Any conflicts of interest should be declared.
<u>Leadership</u>	Members of the Executive should promote and support the principles by leadership and example.
<u>Objectivity</u>	Members of the Executive should conduct the business of the Association by acting within the Association’s Constitution and making decisions only on merit.
<u>Openness</u>	Members of the Executive should be as open as possible about all the decisions and actions that they take and give reasons where appropriate. Relevant information should be restricted only if absolutely essential for tactical purposes or reasons of confidentiality.
<u>Selflessness</u>	Members of the Executive, when acting in their representative role, must reflect the interests of the members of the Association. They must not seek to gain financial or other material benefits for themselves, family or friends by the decisions and actions that they take.

APPENDIX 2**THE CONSULTATIVE PROCESS**

In pursuance of the Association’s Objective concerning the relations between Boots The Chemists and Boots Pharmacists’ Association, as well as the Association’s representative and communication roles, a mechanism, known as “The Consultative Process”, will be employed.

Meetings of representatives of Boots The Chemists with representatives of the Association will comply with the following procedure:

1. Formal meetings will take place between senior representatives of the management of Boots The Chemists and Executive Officers of the Association.
2. The meetings will be held at least four times a year on mutually agreed dates and at mutually agreed venues.
3. An agenda for each meeting will be agreed and circulated whenever possible at least three weeks prior to the meeting. Both Boots The Chemists and the Association are entitled to submit items for inclusion on the agenda. Matters arising subsequent to the publication of the agenda and requiring urgent consideration may be introduced by mutual consent.
4. A Chairman will be appointed for each meeting and will alternate between a representative of Boots The Chemists and an Executive Officer of the Association, or otherwise by mutual agreement.
5. Minutes of each meeting will be recorded and circulated to everyone attending the meeting.
6. The Executive Officers of the Association will bring to the attention of Association members, as soon as possible and with due regard to confidentiality, matters discussed as appropriate.
7. The representatives of Boots The Chemists will bring to the attention of the executive management of Boots The Chemists, as quickly as possible, matters discussed as appropriate.