



# Constitution and Rules

## Revised 2020

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### **BOOTS PHARMACISTS' ASSOCIATION (BPA) CONSTITUTION AND RULES (REVISED 2019)**

#### **1. Name**

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

#### **2. Objectives**

- To develop the relations between Boots and pharmacists employed by Boots
- To provide an independent means of communication within Boots and outside to organisations of a similar nature
- To advance the status of the pharmacy profession regarding employee pharmacists, and to promote the professional interests of its members.
- To provide advice, representation and services to its members collectively and individually.

#### **3. Membership**

- a) All registered pharmacists employed within Boots, and those pharmacists and former pharmacists in receipt of any Pension within the Walgreen Boots Alliance group shall be eligible for membership of the Association upon payment of the membership fee. Pharmacy pre-registration graduates employed by Boots 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. 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 or monthly installments. In exceptional circumstances, as defined from time to time by the Executive, 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 membership fee (full or reduced) as approved at the Association's Annual General Meeting (see 9f) . If a member joins and requires immediate assistance, then an Immediate Joining Fee will be payable
- d) A duly completed membership application form should be submitted to the Administrator accompanied by a correctly completed instruction to Payroll, 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 system applicable at the 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 payment 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 General Pharmaceutical Council shall join by payment of the current membership fee. Payment in these circumstances **must** be by monthly payment from salary, post dated to 1st January of the following calendar year, which will entitle membership until the end of the following financial year of the Association, as long as all payments are made. 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 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 any pension from the Walgreens Boots Alliance group. 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, 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 1<sup>st</sup> to 31<sup>st</sup> December.
- (b) The Treasurer shall keep the Association's accounts, and, at the discretion of the Executive, shall make payments. Payments will be authorised by the Treasurer and one of two other nominated signatories
- (c) The Treasurer shall keep accounts at a 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 Administrator 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 and the immediate past Chairman will be maintained to manage the affairs of the association. The executive will be supported by an administrator and an independent external consultant as detailed in f) below, providing leadership, strategic input and general advice and activity as required by the executive. The members of the Executive and its support roles will, at all times, conduct the business of the Association with due regard for the “Nolan Principles”. (see Appendix 1). The members of the executive and its support roles will always be required to comply with the associations Data Management Policy and Members Privacy policy as required under the General Data Protection Regulations.
- b) The executive reserves the right to remove a member from the executive if they fail to meet the standards of conduct or behavior, attendance, support for members ,compliance with Nolan Principles and Data Protection requirements as expected of a member of the BPA executive.
- c) A newly elected Executive will appoint a Chair of the Association, a treasurer and a vice chair. 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.
- d) 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
- e) In the event of vacancies occurring during any year or in exceptional circumstances the Executive shall be empowered to co-opt new Executive Officers for the remainder of the term of office.
- f) The Association will, on an annual basis (see 9e), appoint an external independent Consultant (*hereinafter referred to as the consultant* ) who will be the primary contact of the Association for all purposes. The consultant will provide support as detailed in a contract between the provider of the consultancy services and the association. The fees for the consultancy services will be agreed between the consultancy provider and the Executive and the contract reviewed and renewed on an annual basis following a performance review with the consultant conducted by the Chair of the BPA.

## 6. Election of Executive Officers

- (a) Elections for Executive Officers will be held every four years. All Executive Officers shall retire at the Annual General Meeting four 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 external consultant to the Association six weeks prior to the relevant Annual General Meeting, and shall state the Proposer, Seconder and written acceptance of the nominee.
- (c) If the number of nominations exceeds the number of vacancies, the administrator shall arrange for 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 consultant 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.
- b) The agenda for each Executive Meeting will be published one week before the meeting. .
- c) Items for the agenda must be submitted to the administrator of the Association at least two weeks prior to the meeting, provided that the Chair shall be empowered at his/her sole discretion to accept any emergency submission at any time up to and during the meeting.
- d) The Executive shall decide whether a national vote of all paid-up members of the Association is necessary.
- e) At meetings of the Executive, a quorum shall be constituted as a simple majority of all persons entitled to vote. If the vote is split, then the chair will have a casting vote.

## 8. Task and Finish Groups

- a) The Executive of the Association will appoint task and finish groups as is required and will delegate such powers necessary for them to perform their duties.

## **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 in an election year 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 consultants 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 approve the annual membership fee as proposed by the Treasurer (see 4f)
- f. To declare the election results for the Executive every years (see 6d)
- g. 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 Chair at least five working days prior to the meeting.)
- h) 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 Extra 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:

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|-----------------------|--|
| <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. |