

INTERNATIONAL FORUM FOR HEADACHE NURSES

(InFoHeNs or InFoHANs)

Constitution

1. Name

The name of the Forum is the International Forum for Headache Nurses (hereinafter "the Forum").

2. Objects and Powers

- a) The objects for which the Forum is established (hereinafter "the Objects") are for the benefit of people with headache anywhere in the world, through the relief of sickness and preservation of health.
- b) In particular, always respecting the concept of evidence-based care, the Forum will define, develop and expand the role, and enhance the effectiveness within that role, of nurses in the treatment and prevention of headache and care of people with headache.
- c) In pursuit of these objects the Forum may:
 - i. provide a means of association for nurses engaged, either directly or through the conduct of research, in the care of people with headache;
 - ii. identify nurses worldwide who may become members of the Forum (hereinafter "Members");
 - iii. encourage nurses into the field of headache;
 - iv. promote inclusion of nurses in multidisciplinary teams engaged in the care of people with headache;
 - v. provide education and management aids to nurses that will enable them competently to care for and contribute to the physical, psychological, social and spiritual wellbeing of people with headache;
 - vi. prepare and publish consultation documents setting out argued and (to the best extent possible) evidence-based proposals to expand the role of nurses optimally in the treatment and prevention of headache and care of people with headache, indicating where nurses might, with benefit with regard to

- outcomes and/or efficiency, replace doctors and where the roles of nurses and doctors are complementary;
- vii. conduct surveys amongst nurses, other health-care professionals, people with headache and the general public;
 - viii. discuss, plan, document, implement, review and assess individualized care plans for people with headache;
 - ix. liaise with patient support groups, charitable or otherwise, seeking information and offering advice, education and support;
 - x. liaise with professional groups, and educate other members of multidisciplinary teams in the role of nurses in the care of people with headache;
 - xi. hold meetings in order to promote and demonstrate progress towards the Objects, discuss clinical experiences and daily challenges, and allow the presentation of results by nurses engaged in research within the field of headache;
 - xii. raise funds and invite and receive contributions from individuals, organizations (whether charitable or otherwise) and institutions, provided that the Forum shall not undertake permanent trading activities.

3. Membership

- a) Full membership of the Forum is open to individuals who are interested in furthering the Objects and have paid the annual subscription (if any), provided that:
 - i. full membership is confined to qualified nurses interested in and working with people with headache anywhere in the world (for the avoidance of doubt, "qualified" in this context means holding a professional qualification recognized by a national nursing regulatory body);
 - ii. full membership is subject to approval by the Executive Committee, which has the right to approve or reject applications for membership or, for good and sufficient reason, to terminate the membership of any individual.
- b) Each Member shall provide details including full name, his or her professional affiliation(s), an address and an email address, and shall permit the Forum to:
 - i. hold this information in an electronic database;
 - ii. publish it in a membership register;

- iii. use it for communication within the Forum; and
 - iv. make it available for use by all other Members.
- c) The Executive Committee may, from time to time at its discretion, create other categories of membership and make rules governing admission to and the rights and responsibilities of such categories of membership.

4. Honorary Officers

- a) The Forum shall have a Chairman, a Secretary and a Treasurer (hereinafter "the Officers"), all of whom shall be honorary.
- b) The first Officers shall be those elected by the meeting held in the year 2012 to adopt this constitution, who shall hold office until the first Annual General Meeting of the Forum.
- c) Thereafter, the Officers shall be elected from and by the members of the Executive Committee and following election hold office (subject to the provisions of clause 4(e) and clause 6(g) below) until the conclusion of the next Annual General Meeting but one, but shall be eligible for re-election, provided that no Officer may hold office for more than five consecutive years.
- d) Subject to the foregoing, the Executive Committee may at any time elect any Member to fill a vacancy arising amongst the Officers.
- e) The Executive Committee may for good and sufficient reason at any time, by majority vote, remove an Officer from office and appoint another Member to fill that office.

5. The Executive Committee

- a) The Forum shall have an Executive Committee (hereinafter "the Committee") responsible for policy, governance and financial control, general management and all major and day-to-day decisions. The Committee may draw up bye-laws, which shall be subject to approval by the Forum in a general meeting.
- b) The Committee shall meet not less than once a year. The Chairman of the Forum will, when present, be chairman of a meeting of the Committee; in his or her absence, the other members of the Committee present will elect a chairman of the meeting.
- c) All questions arising in a meeting of the Committee shall be decided by a simple majority of those members of the Committee present. In the case of an equality of votes, the chairman of the meeting shall have a second or casting vote.

- d) Only Members may serve as members of the Committee, who shall be at least four and not more than eight in number, including the Officers. The first members of the Committee shall be the first Officers and up to five others appointed by them. Thereafter, to fill vacancies as they arise, the remaining members of the Committee may at any time appoint any Member to serve on the Committee. Members of the Committee may, subject to the provisions of clause 6(g) below, serve for an unlimited period of time.
- e) The quorum at a meeting of the Committee shall be the greater of three or one half of the number of members of the Committee for the time being, with either the Chairman or at least two Officers present. However, in the event that the quorum is not achieved at two or more consecutive meetings over a three-month period, the Chairman shall be entitled to hold a meeting which shall be legal and effective even in the absence of a quorum.
- f) In the event that the total number of members of the Committee falls below three, the remaining members shall be entitled to act only for the purpose of making up their number to three.
- g) The Committee may appoint subcommittees for particular purposes as they deem necessary, and make rules to govern their activities.

6. General Meetings

- a) The Forum will hold a business meeting each calendar year ("the Annual General Meeting"), the first such meeting to be held in the year 2013. The Committee may from time to time, and shall within 35 days of receiving the written request of at least half of the Members, call an additional business meeting ("Extraordinary General Meeting").
- b) All Members shall be entitled to receive at least 21 days' notice of an Annual or Extraordinary General Meeting, and have the right to attend and to vote thereat on any question(s) raised.
- c) The notice given to Members of an Annual or Extraordinary General Meeting shall indicate the matter(s) to be discussed. Any two Members may, by giving 14 days' notice to the Secretary, demand that an item of business be included in the matters to be discussed.
- d) The Chairman of the Forum will, when present, be chairman of an Annual or Extraordinary General Meeting; in his or her absence, the Secretary will act as chairman of the meeting or, if neither the Chairman nor the Secretary is present 15 minutes after the advertised time for commencement of the meeting, the Members present shall elect a chairman.

- e) All questions arising in an Annual or Extraordinary General Meeting (with the exception of a Resolution to dissolve the Forum, which is subject to the provisions of Clause 10 below) shall be decided by a simple majority of those Members present. In the case of an equality of votes, the chairman of the meeting shall have a second or casting vote.
- f) The quorum at an Annual General Meeting shall be five Members present in person. The quorum at an Extraordinary General Meeting shall be the same, unless the meeting has been called upon the request of Members in the manner set out in clause 6(a) above, in which case the quorum shall be one half of the number of Members for the time being, all of whom must be present in person.
- g) Subject to due notice having been given as set out in clause 6(c) above, the Members may, in an Extraordinary General Meeting, remove from office any of the Officers and/or members of the Committee and elect another or others in their place.
- h) General meetings of the Forum to discuss scientific, clinical and other matters will be held whenever the opportunity arises, but usually every year in association with the congresses of the European Headache Federation and International Headache Society.

7. Minutes

- a) Minute books shall be kept by the Secretary of all Annual and Extraordinary General Meetings, recording all proceedings and resolutions thereat, and of their meetings by the Committee and all subcommittees.
- b) Minute books shall be open to all Members.

8. Finance

- a) All monies raised by or on behalf of the Forum shall be applied to further the Objects and for no other purpose, provided that nothing herein shall prevent the repayment of members of the Committee or of any subcommittee appointed under clause 5(g) above of reasonable out-of-pocket expenses.
- b) The Committee shall determine how and where monies shall be held on behalf of the Forum, and make rules regarding the signatories to any account held in the name of the Forum, which rules shall be subject to approval by the Forum in a general meeting.
- c) If a bank account is opened on behalf of the Forum, it shall be in the name of the Forum.

- d) The Honorary Treasurer shall keep proper account of the finances of the Forum. The first accounting period shall end on December 31st 2013, and thereafter the accounting period shall be the calendar year.
- e) Accounts for the previous accounting period shall be submitted by the Committee to each Annual General Meeting after the first.

9. Alterations to the Constitution

Any alterations of this Constitution shall be proposed in the notice of an Annual or Extraordinary General Meeting as set out in clause 6(b) above and voted upon at that meeting, subject to the meeting being quorate in line with the provisions of clause 6(f) above.

10. Dissolution

- a) A Resolution to dissolve the Forum shall be proposed only at an Annual or Extraordinary General Meeting, and shall not be carried unless:
 - i. due notice has been given stating the terms of the Resolution;
 - ii. votes in favour of the Resolution are cast by more than two thirds of Members present.
- b) Upon the passing of a Resolution to dissolve the Forum, the Committee shall have the power to dispose of any assets held by or on behalf of the Forum after satisfaction of any proper debts and liabilities.

11. Notices

- a) Any notice may be served by the Secretary on any Member either personally or by sending it through the post in a prepaid letter addressed to the Member at his or her last-known address or by sending it electronically to the Member's last-known email address.
- b) A notice sent by post shall be deemed to have been served after three days (not including the day on which it was sent) and a notice given personally or sent electronically shall be deemed to have been served immediately.