

CONSTITUTION OF THE GROUP ANALYTIC SOCIETY, INTERNATIONAL

Founded in London 1952

Registered Charity No: 281 387

Head Office:

Group Analytic Society International,
1 Daleham Gardens,
London, NW3 5BY.

1	Name The name of the association shall be Group Analytic Society, International. Founded in London 1952 hereinafter called "The Society". Notes: (<i>We propose the retention of the word (London) for three reasons:</i> <i>a) it embodies something of the history of the Society,</i> <i>b) the Society's address is in London,</i> <i>c) its Constitution is subject to the law of England and Wales.</i>)
2	The Society shall be managed by a Committee of Management (hereinafter called "The Committee").

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Object

The object of the Society is to promote mental health in various settings.

In furtherance of the above object the Society shall have the following powers:

- a) to promote the treatment and prophylaxis of mental disorders by the technique of group analytic psychotherapy ("Group Analysis");
- b) to assist in the development and application of Group Analysis within the framework of Public Health Services in different countries;
- c) to promote the use of Group Analysis as a method of facilitating psychological development in various group settings, including families, staff groups, and organisations;
- d) to promote study and research regarding the application of the science of Group Analysis;
- e) to organise international events such as symposia and workshops in Group Analysis in different cultures and countries;
- f) to promote and foster the development of Group Analysis in different cultures and countries;
- g) to promote study and research into transcultural group processes;
- h) to facilitate the development of transcultural understanding through Group Analysis;
- i) to further the work of the Group Analytic Training institutions in advancing the education and training of persons for work in the field of Group Analysis;
- j) to co-operate with any organisation worldwide which offers lectures, workshops, or conferences on Group Analysis;
- k) to promote educational methods based upon the science of Group Analysis;
- l) to inform the public about the effects of small, median, and large group activities;

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| | <ul style="list-style-type: none">m) to print, publish and distribute books, papers, articles and journals relating to Group Analysis and to finance or assist in the financing of such printing, publishing and distribution;n) to make grants for defraying the expenses of lectures and lecture tours relating to Group Analysis;o) to assist with the financing of persons and bodies for the object aforesaid and upon the basis that any such finance shall be applied wholly in a charitable manner and only for the said object;p) to assist in the development and application of Group Analysis within the framework of Public Health Services in different countries;q) to raise funds and invite and receive contributions from any person or persons whatsoever by way of subscription, donation and otherwise, provided that the Society shall not undertake any permanent trading activities in raising funds for its primary charitable purpose. |
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Membership

Classes

There shall be seven classes of membership:

- a) Founder Membership
- b) Honorary Membership
- c) Full Membership
- d) Associate Membership
- e) Group Membership
- f) Student Membership
- g) Joint Membership

a) Founder Membership

The Founder Members were Dr. E.J. Anthony, Dr. P.B. de Mare, Dr. N. Elias, Dr. S.H. Foulkes, Mrs E.T. Foulkes, Mrs. M.L. Abercrombie.

b) Honorary Membership

Honorary Membership shall be conferred upon such persons as the Committee shall elect to honorary membership.

c) Full Membership

Full Membership shall be open to such appropriately qualified persons as the Committee, at its absolute discretion, shall deem to have contributed effectively to the science of Group Analysis.

d) Associate Membership

Associate Membership shall be conferred upon such persons as the Committee, at its absolute discretion, shall decide are qualified by reason of their experience to further the objectives of the Society.

e) Group Membership

Group Membership shall be conferred, at the Committee's absolute discretion, upon a group of up to ten colleagues from any country with low economic status, as defined by international standards. Those colleagues shall have, as appropriate, the status within the Society of Full, Associate, or Student Members except that they will have only one vote between them at General Meetings (see para 15).

f) Student Membership

Student Membership shall be conferred, at the Committee's absolute discretion, upon any person who is currently attending a course in Group Analysis.

g) Joint Membership

Joint membership shall be available to married couples and those in

established relationships. It is applicable to full, associate and student membership.

<p>5</p>	<p>Subscriptions Founder Members and Honorary Members shall not pay any subscription but members of the other categories shall be under an obligation to pay an annual subscription of such amount as the Committee may from time to time determine in respect of each category of membership. The Honorary Treasurer in consultation with the President shall, at their absolute discretion, be empowered to waive the whole or part of any member's subscription in exceptional circumstances.</p>
<p>6</p>	<p>General Meetings</p> <p>a) An Annual General Meeting shall be held once in every calendar year. The Committee shall determine the date, time, and place of the Annual General Meeting taking into consideration the venues and times of the Society's international events. Written notice of such a meeting shall be given to all Members by post or electronic mail via their last known address not less than twenty-eight days before the date of the meeting.</p> <p>b) Special General meetings shall be convened either upon the orders of the Committee or upon a written requisition signed by not less than one-tenth of the Founder, Honorary, and Full Members stating the purpose for which the meeting is being convened. Notice of every Special meeting shall be given to all Members by post or electronic mail via their last known address not less than fourteen days before the date of the meeting.</p> <p>c) The accidental omission to give notice of a meeting to, or the non receipt of such notice by, any person entitled to receive notice thereof shall not invalidate the proceedings at that meeting.</p>
<p>7</p>	<p>Proceedings at General Meetings The business to be transacted at the Annual General Meeting shall consist of:</p> <ul style="list-style-type: none"> (i) Presenting the Accounts and Balance Sheet of the Society; (ii) The appointment of the Society's Auditors; (iii) Electing the members of the Committee; (iv) Transacting any other general business of the Society included in the notice convening the meeting.
<p>8</p>	<p>No business shall be transacted at any General Meeting unless a quorum is present at the time the meeting proceeds to business. Fifteen Founder, Honorary or Full Members or their voting representatives shall form a quorum.</p>

9	<p>If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting, if convened on the requisition of members, shall be dissolved. In any other case the Committee shall determine the time and place of the adjourned meeting. If at such an adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting, the members present shall be a quorum.</p>
10	<p>At all General meetings of the Society the President of the Society shall preside as Chairperson. If the president is unable or unwilling to act the Members shall choose some other member of the Committee. If none is present, or willing to take the Chair, the Members present shall choose a Founder, Honorary, or Full Member to preside.</p>
11	<p>The Chairperson of the meeting may, with the consent of the Founder, Honorary, and Full Members present (and shall if so directed by the meeting) adjourn any meeting. No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.</p> <p>When a meeting is adjourned for thirty days or more notice of the adjourned meeting shall be given in the same manner as for the original meeting.</p> <p>When less than thirty days notice is given Members shall not be entitled to any notice of the adjournment.</p>
12	<p>At any General meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a secret vote is demanded before or upon the declaration of the result of a show of hands</p> <ul style="list-style-type: none"> a) by the Chairperson b) by at least three Founder, Honorary, or Full Members present or c) by a Member or Members holding by proxy one-tenth of the total voting rights of all the Members having the right to vote. <p>Unless a secret vote is so demanded a declaration by the Chairperson of the meeting that a resolution has been carried, or carried unanimously, or by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the Minute Book of the Society, shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.</p> <p>The demand for a secret vote may be withdrawn.</p>
13	<p>No secret vote shall be demanded on the election of a Chairman of a meeting, or on any question of adjournment.</p>

14	<p>Votes of Members</p> <p>Every member shall have the right to attend General Meetings of the Society, but only Founder Members, Honorary members, and Full Members, present in person or by proxy, shall be entitled to vote and shall have one vote each. No member whose annual subscription is in arrears shall be entitled to vote. In the case of equality of votes the Chairperson shall have a casting vote.</p>
15	<p>Every Group Membership shall have only one vote. Each such Group shall nominate from among their number a Full Member who will vote on their behalf.</p>
16	<p>An instrument appointing a proxy shall be in writing under the hand of the appointor and shall be deposited at the administrative office of the Society not less than one week before the time fixed for the holding of the relevant meeting. A proxy must be a Founder, Honorary or Full Member of the Society.</p>
17	<p>Committee of Management</p> <p>The Society shall be governed by a Committee of Management the members of which are the Trustees of the Society.</p>
18	<p>The Committee shall consist of the President of the Society (who shall act as Chair), the Honorary Secretary, the Honorary Treasurer, those Founder Members who make an election under paragraph 18 hereof and not less than six and not more than ten elected Honorary and Full Members. The composition of the Committee shall, insofar as is practicable, represent the international composition of the membership of the Society.</p>
19	<p>Any Founder Member who so wishes may, within one month of the date of the Annual General Meeting at which these rules are adopted, inform the Secretary in writing that he wishes to be a member of the Committee.</p>
20	<p>The Committee may from time to time and at any time appoint any Honorary, Full or Associate Member of the Society as a member of the Committee for a limited period not exceeding two years notwithstanding that the maximum number prescribed by paragraph 18 be thereby exceeded. The Committee may at any time remove such an appointed member.</p>

21	Elections to the Committee shall be by postal ballot and shall be held every year preceding the Annual General Meeting. The results of such election shall be reported to the Annual General Meeting. Nomination forms shall be sent to all Founder, Honorary, and Full Members of the Society not less than 100 day before the date of the Annual General Meeting and must be received at the Society's office not less than 70 days before that meeting. Ballot papers shall be sent to all Founder, Honorary, and Full Members not less than 40 days before the Annual General Meeting and returned to the office not less than 14 days before that meeting.
22	Nominations for Committee membership must be in writing, and must be received by the Hon. Secretary by a date to be determined in advance by the Committee. All nominations must be proposed and seconded by a Founder, Honorary or Full member of the Society, and must be accompanied by a statement that the nominee accepts the nomination.
23	The term of office for all Committee members will be three years, subject to re-election for one further term of three years.
24	Retiring members of the Committee shall be eligible for re-election without nomination for one further period of office, after which period they shall not be re-elected for at least two years.
25	If no election is needed to fill vacant places on the Committee a member of the Committee who has retired, is eligible for re-election, and has offered him/herself for re-election shall be considered to have been re-elected, unless a resolution that that member should not be re-elected has been put to the Annual General Meeting and agreed.
26	The Committee shall meet at least three times in each calendar year at such times and places as they think fit and twenty- one clear days' notice of the date and place of such meeting shall be given in writing by the secretary to all members of the Committee. A quorum of the Committee shall be one half of the membership of the Committee.
27	A casual vacancy on the Committee occurring by reason of death or resignation may be filled by the Committee, and the member appointed to fill the vacancy shall retire at the next Annual General Meeting.
28	The Committee shall elect from its own number such Honorary Officers as it may think fit, which shall include a Secretary and a Treasurer.

29	A member of the Committee may be removed from office by resolution carried out by two-thirds of the votes given thereon at a Special General Meeting of the Society which may proceed to fill the vacancy.
30	A member of the Committee shall be deemed to have vacated his office if by notice in writing to the Secretary of the Society he resigns his office or if he ceases to be a member of the Society or absents himself from four consecutive meetings of the Committee without special leave of absence.
31	The Committee may from time to time appoint such sub-committees as may be deemed necessary and may determine their terms of reference, powers, duration and composition. Any acts and proceedings of such sub-committees shall be reported back as soon as possible to the Committee. All members of a sub-committee must be Members of the Society. The minutes of such sub-committees shall be forwarded to the Hon. Secretary and circulated to the Committee of Management.
32	The Committee shall have power to authorize the employment by the Society of such salaried employees as it may consider necessary (provided such salaried employees are not members of the Committee) to perform such duties subject to such terms and conditions as the Committee or any sub-committee authorized by it shall determine. The Committee shall have power to make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees and their widows and other dependants.
33	<p>The President of the Society</p> <p>The President of the Society shall be a Founder, Honorary or Full Member of the Society. Election to the office of President shall be by postal ballot and shall be held preceding the Annual General Meeting, or at such other times as shall be necessary to fill a vacancy arising. The result of such election shall be reported to the Annual General Meeting or next General Meeting.</p>
34	<p>The President shall hold office for a term of three years and shall be eligible for re-election for a further term of three years after which he/she shall not be eligible for re-election for a period of two years.</p> <p><i>Delete: The President shall hold office for a term of three years and shall be eligible for re-election for a further term of three years after which he shall not be eligible for re-election for a period of two years.</i></p>

35	The President shall act as Chairperson of the Committee and shall have ex-officio membership of all sub-committees.
36	Nominations for the office of President must be in writing and must be received by the Honorary Secretary by a date to be determined in advance by the Committee. All nominations must be proposed and seconded by a Founder, Honorary or Full Member of the Society duly qualified to vote as under paragraph 14 and 15, and must be accompanied by a statement that the nominee accepts the nomination.
37	<p>If the members of the Management Committee lose confidence in the President they may, by a 2/3 majority, vote to call a Special General Meeting at which a vote of no confidence in the President may be put. If that vote of no confidence gains a 2/3 majority in the General meeting the President shall retire from office. Any General Meeting of the Society, convened according to paras. 6a) or 6b), may, if a vote of no confidence in the President is formally proposed and seconded, by a 2/3 majority require the President to retire.</p> <p><i>Notes - (The Working Party was not unanimous with regard to this proposal. 2/7 of us thought that either the Management Committee or a General Meeting, by a 2/3 majority, could dismiss a President. Most of us, 5/7, thought that only a General meeting should have that power.)</i></p>
38	<p>Honorary Treasurer</p> <p>The Honorary Treasurer of the Society shall be responsible to the Committee for the proper keeping of Accounts of the Society and their submission to the Annual General Meeting. At the recommendation of the Honorary Treasurer and the agreement of the Committee of Management the accounts can undergo an annual independent investigation rather than an annual audit, provided that neither the annual income nor the annual expenditure of the Society exceeds the threshold laid down by the Charity Commissioners above which an audit is obligatory.</p>
39	<p>Withdrawal of Membership</p> <p>Any member who is in arrears with his/her subscription for more than one calendar year, and whose subscription has not been waived, pursuant to the provisions of paragraph 5 hereof, shall by resolution of the Committee be informed in writing by the Secretary that unless payment or a satisfactory explanation is received within twenty-eight days he/she shall automatically cease to be a member.</p> <p><i>Delete: Any member who is in arrears with his subscription for more than one calendar year, and whose subscription has not been waived, pursuant to the provisions of paragraph 5 hereof, shall by resolution of the Committee be informed in writing by the Secretary that unless payment or a satisfactory explanation is received within twenty-eight days he shall automatically cease to be a member.</i></p>

40	<p>(was 39) The Committee may, by resolution of not less than two-thirds of those present at a Meeting of them declare that any member of the Society whose conduct or professional standards shall, in the opinion of the Committee, fall below that which is required, be sent a letter by the Secretary requesting him/her to appear before an ad hoc Committee. If he/she shall fail to appear before this Committee or if this Committee shall be dissatisfied with the explanation of his/her conduct, the Management Committee shall forthwith terminate his/her membership.</p>
41	<p>Any member of the Society who has resigned, or who has had his/her membership withdrawn, may re-apply for membership at a later date, when his/her re-election will be at the absolute discretion of the Committee.</p>
42	<p>Property of the Society All freehold and leasehold property of the Society shall be vested in a Board of Trustees who shall enter into a deed of trust in the appropriate form setting forth the purposes and conditions on which they hold the said property in trust for the Society. The Board of Trustees shall consist of the President and the elected members of the Management Committee.</p>
43	<p>Powers of Investment The whole or part of any property belonging to the Society which is surplus to its everyday requirements may be invested by the Committee:-</p> <p>a. In the wider-range investments specified in Part III of the First Schedule to the Trustee Investments Act 1961 or any statutory modification thereof for the time being in force, subject to the provisions of that Act applicable to wider-range investments excepting the provisions relating to the division of the trust fund into two parts;</p> <p>b. In freehold property or leasehold property in Great Britain provided in the case of leasehold property such leasehold shall have not less than sixty years unexpired at the time of such investment.</p>

<p>44</p>	<p>Banking A bank account or accounts shall be kept by the Society at such London Clearing Bank or Banks as the Committee may resolve. All monies paid to the Society, including donations, subscriptions, collections and other contributions, and rent, interest, dividends, bonuses and all other income profits and the proceeds of sale of any property, investment or other assets of the Society shall be paid forthwith into such a banking account or accounts subject to the directions of the committee or any sub-committee authorized by it.</p>
<p>45</p>	<p>Except for petty cash disbursements, all payments made by the Society shall be made by cheque or credit transfer or otherwise as may be directed by the Committee or any sub-committee authorized by it.</p>
<p>46</p>	<p>All cheques and instructions to the Society's Bankers shall be signed by two Honorary Officers or by one Honorary Officer and by either a second member of the Committee or a salaried Secretary/Administrator of the Society so authorized.</p>
<p>47</p>	<p>Auditors A firm of Chartered Accountants duly appointed as auditors to the Society, or an independent investigator as allowed in paragraph 38 shall audit the Accounts of the Society and shall be deemed to resign from the office of auditors of the Society automatically at the end of every Annual General Meeting, but shall be eligible for re-appointment.</p>
<p>48</p>	<p>Amendment of the Constitution The Constitution may from time to time be amended by a resolution carried by a majority of not less than three quarters of the Founder, Honorary and Full Members, voting at a General Meeting, convened for the purpose of passing such a resolution and of which not less than twenty-one days' notice shall be given to all Founder, Honorary or Full Members which shall specify the precise wording of the proposed amendments to the Constitution, save that no amendment shall be made to the Constitution which would have the effect of causing the Society to cease to be a registered charity in law.</p>

<p>49</p>	<p>Dissolution The Society may be dissolved by a resolution of not less than three quarters of the Founder, Honorary and Full Members present at any General Meeting of which not less than twenty-one days' notice has been given to all Founder, Honorary and Full Members specifying the intention to propose such dissolution.</p>
<p>50</p>	<p>If upon dissolution of the Society, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Society, but shall be given or distributed to some charitable institution or institution having objects similar to the object of the Society, such institution to be determined by the Society in General Meeting at or before the time of dissolution, and in default thereof, then to some other charitable objects, selected by the Committee or in default of such selection then as the Charity Commissioners (or other appropriate authority having jurisdiction over charities) shall direct.</p>
<p>51</p>	<p>Bylaws (i) The Society may, from time to time, by a majority of 75% of those present in the General Meeting, make such rules or bylaws as it may deem necessary or expedient or convenient for the proper conduct and management of the Society. (ii) The Society in General Meeting shall have the power to alter, add or repeal the rules or bylaws and the Committee shall adopt such means as it thinks sufficient to bring to the notice of Members of the Society all such rules or bylaws, which shall be binding on all Members of the Society; provided that no rule or bylaw shall be inconsistent with, or shall affect or repeal anything contained in, the Constitution.</p>
<p>52</p>	<p>The Legal Status of the Society The Society shall be an unincorporated charitable association and the law of England and Wales shall apply to it.</p>