



**BVNA**  
British Veterinary  
Nursing Association

## **BVNA ELECTIONS (1): RULES & CONSTITUTION**

Containing extracts of relevant sections concerning the Elections of the BVNA

**Updated: March 2019**

**By: RM**

### **OVERVIEW**

This is one of three documents covering the annual elections of the BVNA.

This document contains extracts from the BVNA's Constitution and Rules. These are included for ease of reference and convenience here only.

Any reference to the rules and Constitution should be taken from the original documents available from the BVNA ([bvna@bvna.co.uk](mailto:bvna@bvna.co.uk))

Guidance for anyone interested in the election is available in:

**BVNA ELECTION (2): GUIDANCE FOR CANDIDATES**

Standard Operating Procedures for staff are provided in:

**BVNA ELECTION (3): STANDARD OPERATING PROCEDURES FOR ELECTION OFFICIALS**

## BRITISH VETERINARY NURSING ASSOCIATION ELECTIONS

### 1. CONSTITUTION

Updated: October 2017  
By: RM

*This document contains extracts from the constitution of the BVNA that are directly relevant to Members' voting rights, the election of Council members, their term of office and related matters. It is intended as background for anyone interested in learning more about the Council of the BVNA, its elections and the work of Council Members.*

*For more information or a full copy of the constitution please contact the BVNA Office on [bvna@bvna.co.uk](mailto:bvna@bvna.co.uk) or 01279 408644 during normal office hours.*

### 3. Members

- 3.1 The members of the Company shall be such persons or organisations as are admitted to membership in accordance with the Rules made under Article 21. No person shall be admitted a member of the Company unless his application for membership is approved by the Council.
- 3.2 The rights attaching to each class of member shall be the same, save for the rights to vote and the eligibility of members for election to the Council, which shall be as set out below:

Classification	Voting Rights	Eligibility for election to Council
Full Member	Right to vote.	Eligible for election as Councillor or Officer.
Student Member	Right to vote.	Permitted to nominate Full Members to stand for election to Council. Eligible for election as Councillor but not Officer.
Associate Honorary Member	No right to vote.	No right to be eligible for election to Council.
Full Honorary Member	Right to vote.	No right to be eligible for election to Council.

## **8. Council**

- 8.1 The number of Council Members shall not (unless otherwise determined by ordinary resolution) be less than ten and not more than seventeen.
- 8.2 Unless the Council otherwise determines by resolution, the Council shall consist of:
- 8.2.1 three student Council Members;
  - 8.2.2 not fewer than five nor more than nine Councillors; and
  - 8.2.3 those Officers listed at Article 8.3.
- 8.3 Unless the Council otherwise determines by resolution, the Officers referred to at Article 8.2.3 shall be:
- 8.3.1 President;
  - 8.3.2 Senior Vice President;
  - 8.3.3 Junior Vice President;
  - 8.3.4 Honorary secretary; and
  - 8.3.5 Honorary Treasurer.
- 8.4 Any person may hold more than one position as an Officer, save that, unless the Council otherwise determines, the roles of President, Senior Vice President and Junior Vice President must be held by different people.
- 8.5 The Council Members will be the directors of the Company.

## **9. Powers of Council Members**

- 9.1 Subject to the provisions of the Act, the Articles and to any directions given by special resolution, the business of the Company shall be managed by the Council, who may exercise all the powers of the Company. No alteration of the Articles and no such direction shall invalidate any prior act of the Council which would have been valid if that alteration had not been made or that direction had not been given. The powers given by this Article shall not be limited by any special power given to the Council by the Articles and a meeting of the Council at which a quorum is present may exercise all the powers exercisable by the Council.
- 9.2 In addition to all powers hereby expressly conferred on them, and without detracting from the generality of their powers under the Articles, the Council shall have the following powers, namely:

- 9.2.1 to borrow money without limit as to the amount and upon such terms and in such manner, and to grant any mortgage, charge or standard security over its undertakings and property, or any part thereof, and to issue debentures, debenture stock, and other securities whether outright or as security for any debt, liability or obligation of the Company as they think fit;
- 9.2.2 to expend the funds of the Company in such manner as they shall consider most beneficial for the achievement of the objects of the Company and to invest in the name of the Company such part of the funds as they may see fit and to direct the sale or transposition of any such investments and to expend the proceeds of any such sale in furtherance of the objects of the Company;
- 9.2.3 to enter into contracts on behalf of the Company; and
- 9.2.4 to appoint, by power of attorney or otherwise, any person to be the agent of the Company for such purposes and on such conditions as they determine, including authority for the agent to delegate all or any of his powers.

## **10. Delegation of Powers**

- 10.1 The Council may delegate any of its powers to any sub-committee consisting of one or more Council Members. They may also delegate to any Council Member such of their powers as they consider desirable to be exercised by him. Any such delegation may be made subject to any conditions the Council may impose, and either collaterally with or to the exclusion of their own powers and may be revoked or altered.
- 10.2 Without prejudice to the generality of Article 10.1, the Council will appoint an Executive Committee, whose terms of reference shall be as determined by the Council from time-to-time. The members of the Executive Committee shall be the Officers.

## **11. Election and retirement of Council Members**

- 11.1 Election and retirement of Council Members shall be as provided by Rules made by the Company from time to time but so that the number of Council Members shall not be more than the number specified in Article 8.1.
- 11.2 In addition to Article 11.1 above, any person who is willing to act as a Council Member, and who is permitted by law to do so, may be appointed as a Council Member by ordinary resolution.

## **12. Disqualification and removal of Council Members**

- 12.1 A Council Member shall cease to hold office if he:

- 12.1.1 ceases to be a full member;
  - 12.1.2 ceases to be a Council Member by virtue of any provision in the Act or he becomes prohibited by law from being a director of a company;
  - 12.1.3 becomes incapable by reason of mental disorder, illness or injury of managing and administering his own affairs;
  - 12.1.4 resigns his office by notice to the Company (but only if at least six Council Members will remain in office when the notice of resignation is to take effect);
  - 12.1.5 is more than two months in arrears with his membership fees;
  - 12.1.6 is absent without the permission of the Council for more than two Council meetings and the Council resolve that his office be vacated;
  - 12.1.7 is found to be guilty of serious professional misconduct following a disciplinary hearing of the Council held according to the Rules of the Company; or
  - 12.1.8 is convicted of a criminal offence and the Council Members resolve that his office be vacated.
- 12.2 In addition to Article 12.1 above, a Council Member can be removed from office by ordinary resolution.

## BRITISH VETERINARY NURSING ASSOCIATION ELECTIONS

### 2. RULES

Updated: October 2017

By: RM

*This document contains extracts from the Rules of the BVNA that are directly relevant to the election of Council members, their term of office and related matters. It is intended as an introduction for anyone interested in learning more about the Council of the BVNA, its elections and the work of Council Members.*

*Please note that greyed out text is included for context.*

*For more information or a full copy of the Rules please contact the BVNA Office on [bvna@bvna.co.uk](mailto:bvna@bvna.co.uk) or 01279 408644 during normal office hours.*

Position	Criteria
Council Member	<p><b>2.1 Application</b></p> <p>2.1.1 To be eligible for election as a Council Member, a member must:</p> <ul style="list-style-type: none"><li>2.1.1.1 be a Full Member of the Company;</li><li>2.1.1.2 be resident in the United Kingdom;</li><li>2.1.1.3 be nominated to the position of Council Member by a Full Member of the Company; and</li><li>2.1.1.4 have their nomination seconded by another Full Member of the Company.</li></ul> <p>2.1.2 To be eligible for election as Student Council Member, the student member must:</p> <ul style="list-style-type: none"><li>2.1.2.1 be enrolled with the Royal College of Veterinary Surgeons ('RCVS') and undertake a Diploma Education ('DE') or Higher Education ('HE') veterinary nursing course;</li><li>2.1.2.2 have not less than 6 months left in education at time of being ratified as Council member; and</li><li>2.1.2.3 in case of student being in HE, have a signature of support from their college tutor or, in the case of Further Education ('FE') vocational students, a signature of support from their clinical coach.</li></ul> <p>2.1.3 Every nomination must be sent in writing to the Company secretary at least fifty-six clear days prior to the date of the Company's Annual General Meeting in order that the</p>

Company secretary may ascertain if the nominee is willing to stand.

## **2.2 Election**

2.2.1 Council Members shall be elected annually at the Company's Annual General Meeting.

2.2.2 The Company Secretary will circulate to the membership, at least twenty-one clear days prior to the date of the Annual General Meetings a list of those persons constitutionally proposed and seconded for election as Council Members and where necessary as Officers, and confirmation that the persons proposed are prepared to stand.

2.2.3 Those members who are entitled to vote will also be sent, at the same time, a postal voting paper which shall advise them of the date by which this must be returned in order to constitute a valid vote which date shall be not less than 14 days after receipt of the said voting papers.

2.2.4 The returned voting papers shall be counted by an independent scrutineer appointed by the Council who shall not be a Member of the Company

2.2.5 The result of the postal vote shall be announced at the Annual General Meeting, when the successful candidates shall be formally declared to have been elected and shall take office immediately upon conclusion of such Annual General Meeting.

## **2.3 Term**

Council Members who wish to extend their term of office do not have to stand down until the third year since commencement of appointment. These Council Members will be excluded for annual re-election throughout the three-year term. If re-election is sought, three full council years must pass before standing for re-election.

## **2.4 Termination**

2.4.1 A student Council Member will cease to hold office if they cease to hold student membership status, unless they qualify to become a Full Member.

2.4.2 If a Council Member ceases to hold office because he is disqualified in accordance with Article 12.1 of the Company's Articles of Association, all reasons for the disqualification must be resolved if the Member wishes to stand for re-election.

	<p>2.4.3 Following resignation or disqualification of a Council Member a minimum period of three years must pass before standing for re-election.</p>
<p>Officer of the Council</p>	<p><b>3.1 Application</b></p> <p>3.1.1 Council Members shall...</p> <p>3.1.2 Further nominations....</p> <p>3.1.3 Members' nominations...</p> <p>3.1.4 No Council Member may be nominated for or serve in the capacity of a particular office if immediately prior to the relevant Annual General Meeting they have completed three consecutive years, with the exclusion of the five named officers.</p> <p><b>3.2 Approval as Candidates for Offices of President and Junior Vice President...</b></p> <p><b>3.3 Election</b></p> <p>3.3.1 Officers...</p> <p>3.3.2 A Council Member...</p> <p>3.3.3 In addition, the Council may appoint a Full Member who is willing to act to be a member of the Council as either an Officer or a Council Member, either to fill a vacancy arising for whatever reasons or as an additional Council Member, provided that the appointment does not cause the number of Council Members to exceed any number fixed by or in accordance with the Articles of Association as the maximum number of Council Members.</p> <p>3.3.4 A Council Member or an Officer so appointed shall hold office only until the next following Annual General Meeting. If not elected at such Annual General Meeting, they shall vacate office at the conclusion thereof.</p> <p><b>3.4 Term</b></p> <p>3.4.1 The Officer will be eligible to stand for a three year term of office, except that:</p> <p>3.4.1.1 If an approved candidate is elected to the Office of Junior Vice President he will be able to stand for an additional three year term; and</p> <p>3.4.1.2 If an approved candidate is elected to the Office of President he will be able to stand for a further three year term, regardless of whether or not he has also</p>

	<p>previously stood as Junior Vice President.</p> <p>3.4.2 At the end of that term the Officer will be eligible for re-election only after three years has lapsed and, in default of any nomination for that Officer being made, if offering themselves for re-election shall, except as aforesaid, be deemed re-elected, unless a resolution for the re-election of retiring members shall have been put to the membership and have been lost.</p> <p>3.4.3 If an Officer has served for 9 years, he must step down on expiry of the 9 year term and will not be eligible for re-election unless a period of three years has passed.</p>
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