

CONSTITUTION

OF THE BODY STRESS RELEASE ASSOCIATION UNITED KINGDOM



Body Stress Release
United Kingdom

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1. FUNCTIONS

1.1. GUIDANCE DOCUMENTS

The Constitution, Code of Conduct and Ethics, and the BSR Association UK Rules, accepted and ratified by all members of the Body Stress Release Association United Kingdom (BSRA UK), supersede all previous documents (including Constitutions, Standards, Code of Ethics, etc.) and will be used by the Committee members and Association members in the guidance of decision making for the effective administration of the BSR Association UK.

It is therefore agreed as follows:

- That the Association will be called the Body Stress Release Association United Kingdom (BSRA UK).
- The Committee will be the highest authority in the BSR Association UK.
- The BSR Academy and the various BSR Associations worldwide including BSRA UK are separate entities.
- That the BSR Association UK is a not-for-profit organisation, established to promote BSR.

1.2. THE COMMITTEE

1.2.1. The Committee's remit will include:

- Providing a representative professional Association for BSR UK practitioners.
- Maintaining the membership register.
- Determining membership based on the qualifications, continuous development, and up-to-date knowledge of the BSR technique of UK practitioners.
- Protecting the rights of members, who will have the right to elect the Committee in properly held elections at the Annual General Meeting (AGM).
- Setting standards and regulating the practise of BSR in accordance with the principles and techniques as taught by the BSR Academy.
- Regulating and disciplining practitioners as per the Constitution, Code of Conduct and Ethics, and Disciplinary Procedures.
- Adminstrating the affairs of the BSRA UK in accordance with the laws of the United Kingdom.
- Promoting BSR to the public and upholding the name of BSR.
- Encouraging the use of the BSR logo in accordance with the Branding Guidelines.
- Managing sub-committees of BSRA UK in the United Kingdom.
- Ensuring that all activities of the BSRA UK will be directed to the furtherance of these objectives and not for the specific benefit of any individual member or minority group.

1.2.2. These principles will be maintained through the Constitution, the Code of Conduct and Ethics, and the BSR Association UK Rules. Any amendments proposed by the Committee will only be valid if consensus is reached at a properly held AGM and require a 51% majority agreement of all eligible members for them to be approved.

All members are bound by the Constitution, the Code of Conduct and Ethics, and the BSR Association UK Rules, through the act of becoming a member of the BSR Association UK.

The Constitution, the Code of Conduct and Ethics, and the BSR Association UK Rules are concurrent documents and as such must be read together.

1.2.3. The Committee may:

- Maintain and make changes to the contents of the Registers and, in accordance with this Constitution, may remove or restore any member's name from or to the Register in accordance with the BSR UK Code of Conduct and Ethics.
- Consider any matter affecting the BSR Association UK and take such action as the Committee may deem necessary.
- Support the welfare and wellbeing of its members.
- Make decisions on any matters which arise for which this Constitution and Code of Conduct and Ethics do not make provision. Such decisions will remain in force until the AGM, where the matter must be on the agenda for discussion and approval.
- Advise members on changes in legislation that may affect their BSR practice.
- Promote the safe and effective practise of BSR technique to its members.
- Promote BSR to the wider public through marketing and education.

1.3. LEGAL STATUS

1.3.1. The BSR Association UK is an Unincorporated Association.

1.3.2. The Committee may authorise any person to act on behalf of the BSR Association UK, and/or to sign any documents, and/or to take any steps as may be necessary in connection with any such proceedings.

LEGAL LIMITATIONS OF THE BSR ASSOCIATION UK

1.3.3. It is not within the remit of the BSR Association UK to police and/or take legal action against those who may contravene rules and regulations to items that are not under the control or ownership of the BSR Association UK.

1.3.4. The BSRA UK does not own the Copyright, Trademark, branding, or intellectual property rights for the technique of Body Stress Release. As such, the BSR Association UK is unable to bring legal action on any third party if this copyright is infringed.

1.3.5. The BSRA UK is not under licence to teach BSR to the general public or those who have not previously trained and graduated in the technique. The BSR Association UK cannot therefore be expected to police or prosecute any person who chooses to teach BSR without the consent of the body that owns or licences the teaching of BSR.

1.4. AN ASSOCIATION NOT-FOR-PROFIT

1.4.1. The BSR Association UK does not exist for the purpose of carrying on any business for financial gain for the BSR Association UK or its individual members.

1.4.2. The income and assets of the BSR Association UK will be applied solely for the promotion of the aims for which it is established.

2. PROCEDURES

2.1. MEMBERS

2.1.1. Members will be classified into the following categories:

- a) Practising members;
- b) Non-practising members; or
- c) Paused membership.

2.1.2. Practising members

Defined as members who have successfully completed the BSR Practitioner training course; are currently practising BSR; hold a current Certificate of Practise; and who pay the full member fees.

2.1.3. Non-practising members

Defined as members who have successfully completed the BSR Practitioner training course; are not currently practising BSR; and have paid the annual non-practising member fees. Details will be removed from the BSR website[s] and social media.

2.1.4. Paused membership

Defined as members who are not currently practising BSR in the UK. Membership can be paused up to a period of six months; no membership fees are paid; details remain active on the BSR website[s] and within social media. Paused membership status must be approved by the Committee. At the end of this period, the paused membership can be re-assessed but will only be applied up to a maximum period of 12 months, after which time membership will be suspended, or the member will have to revert to a non-practising member status. A period in excess of 12 months' absence from practise will trigger the need for that member to follow the return to BSR requirements when returning to practise.

2.2. STRUCTURE OF THE COMMITTEE

2.2.1. The Committee will consist of at least four (4) officers and must include a Chairperson, Vice-chairperson, Treasurer, and Secretary, as well as such other appointments as the Committee may deem necessary, e.g., Membership Secretary.

2.2.2. The Committee can consist of not more than five (5) members, and the Chairperson, Vice-chairperson, and other Committee members will be elected by the UK Association members at the AGM on a majority vote.

2.2.3. A member of the Committee can hold office for a period of a maximum of five (5) years office, unless agreed otherwise by a majority of Association members at the AGM.

2.2.4. The term of office of the member[s] of the Committee will expire as soon as a new member[s] is elected.

2.2.5. If a vacancy occurs prematurely for any office, for any reason, a new officer will be appointed by a majority vote of the remaining Committee.

2.2.6. Any member of the BSR Association UK who is a fully paid-up practising member, and has been practising BSR for a minimum of one (1) year prior to the AGM, is eligible for election to any of the Committee roles.

2.2.7. In the absence of volunteers for essential Committee positions from the pool of Practising members, the position can be co-opted from any UK Association member who has the relevant

skillset for the role in question. An exception to this would be the role of Chair, which would need to be held by a Practising member.

- a) The co-opted member would still need to be elected, in the same way as every other Committee member.
- b) The co-opted member would then have a vote in their capacity as Committee member.
- c) To ensure the Committee remains reflective of the UK Association as a whole, there could be a maximum of one co-opted member on the BSRA UK Committee at any one time.

2.3. VACATION OF OFFICE

2.3.1. A member of the Committee will vacate their office if:

- a) For whatever reason they cease to be a member of the BSR Association UK;
- b) They have been absent from two (2) consecutive ordinary meetings of the Committee without the Committee's permission;
- c) They tender their resignation in writing to the Chairperson, and the Chairperson accepts such resignation; (NB. if the Chairperson tenders their resignation, their position will automatically be filled by the Vice Chair); or
- d) They are removed by a two-thirds ($\frac{2}{3}$) majority decision of UK Association members present at a properly convened meeting.

2.4. COMMITTEE MEETINGS

2.4.1. The Committee will meet at least once in every two months, in person or via electronic means, and at other times as may be required.

2.4.2. The Vice-chairperson will assist the Chairperson in the performance of their duties and may preside at meetings or undertake other duties in the Chairperson's absence. In the absence of the Chairperson, the Vice-chairperson will take the Chair, and in the absence of both, the Committee members present will elect from among themselves a proxy Chairperson to preside at the meeting concerned.

2.4.3. Similarly, any of the Committee members may stand in for one another. The Secretary and the Treasurer will carry out duties delegated to them by the Chairperson.

2.4.4. The decision of a majority of Committee members present at a meeting will constitute a decision of the meeting and, in the event of an equal number of votes, the Chairperson at the meeting concerned will have a casting vote in addition to their own vote.

2.4.5. No proxy voting will be allowed except under exceptional circumstances as agreed by the Committee.

2.4.6. The Chairperson may convene an EGM (Extraordinary General Meeting) in writing (including by email and/or post) on a date and at a location as they decide if it is:

- a) Requested independently by a majority of the members of the Committee; or
- b) Requested independently by at least twenty per cent (20%) of Association members.

Any such written request must clearly state the purpose for which the meeting is to be convened. The meeting must be held within thirty (30) days of the date of receipt of the request.

2.4.7. The AGM will be held within two months of the end of the BSR Association UK financial year.

2.4.8. Quorum at meetings (the minimum legal number of people able to make a constitutional decision):

- Members present at any meeting will include those who are participating electronically or by phone.
- The majority of the members of the Committee, or of a sub-committee, will constitute a quorum at any meeting of that committee.
- The quorum for an AGM is a minimum of 10 (ten) registered and fully practising members.
- Resolutions may be passed by a simple majority (51%) of those with the right to vote. (More detail on voting rights can be found in Section 2.8.4)

2.5. SUB-COMMITTEES

2.5.1. The Committee may from time to time establish other sub-committees or ad-hoc committees as necessary, to investigate and report on any matter falling within the scope of its functions.

2.5.2. These sub-committees should consist of not more than five (5) members designated by the Committee and may include Committee members and non-Committee members.

2.5.3. The Committee or members of a sub-committee may appoint a lead member.

2.5.4. The Committee may amend or set aside any decision of any sub-committee.

2.5.5. No recommendation made by any sub-committee will be enforceable until confirmed by the Committee.

2.6. PROCEDURE AT MEETINGS

2.6.1. Notices of ordinary meetings, AGMs, and EGMs must be accompanied by an agenda specifying the matters to be dealt with at the meeting. In the case of an ordinary meeting, AGM, or EGM, such notice must be in writing (including by email and/or post) to each member of the Committee and the Association members at least thirty (30) days before the date of the meeting. The purpose of the meeting must be clearly stated.

2.6.2. The AGM of the BSRA UK will be held annually at a place decided upon at the preceding AGM or as arranged by the Committee.

2.6.3. An AGM or EGM may not proceed with any business unless thirty percent (30%) of members are present (excluding non-practising).

2.6.4. All ordinary meetings, AGMs, and EGMs will be open to all members; practising, non-practising, and paused. However, if the Committee decides that they need to discuss any particular item on the agenda in private, and if such a motion is seconded and carried, all non-Committee members must retire from the meeting.

2.6.5. The Committee, or sub-committee, may adjourn a meeting if necessary. At the continuation meeting, the original agenda should be followed.

2.7. MINUTES

2.7.1. A full record of minutes of all meetings and proceedings must be kept indefinitely. The minutes of meetings must be preserved in electronic form and confirmed by the signature (electronic signatures are acceptable) of the Chairperson or lead of a sub-committee.

2.7.2. The minutes or reports of meetings of the Committee or sub-committees should be in the form of a concise report unless agreed otherwise.

2.7.3. The Secretary must forward copies of the minutes and reports to all Committee or sub-committee members within fourteen (14) days.

2.7.4. The proceedings at Disciplinary or Appeal Hearings must be recorded verbatim, after which they will be typed, certified by the Chairperson as correct, and then circulated to all Committee members and all members of the Disciplinary Committee (an ad-hoc committee).

2.7.5. Minutes should be taken as accepted, provided that no members have requested a correction or addition.

2.7.6. Meeting minutes will be made available to serving Committee members upon request and, by approval, to Association members.

2.7.7. The names of all Committee members attending a committee meeting or sub-committee meeting must be recorded in the minutes.

2.8. PROCEDURES AT AN AGM

2.8.1. Procedures at an AGM should include the following:

- A review of the minutes of the previous AGM, and matters arising and outstanding actions therefrom.
- A review of the minutes of any EGMs held since the last AGM and matters arising therefrom.
- A financial report of the past year (currently ending 28th/ 29th February), which should include a balance sheet, to be delivered by the Treasurer.
- An annual report from the Chairperson and other Committee members as required.
- A report on changes to the members' register.
- Election of Committee members.
- Reports from sub-committees.
- Reports and matters regarding Disciplinary or Appeal Hearings.
- Any other matters arising.

2.8.2. A member who wishes to bring any matter before the AGM must advise the Secretary in writing (including by email and/or post) at least one (1) month before the date of the meeting.

2.8.3. If a report from the Committee or a sub-committee is submitted to the meeting, any recommendation requiring action will be subject to a vote.

2.8.4. Voting:

- A resolution put to the vote will be decided by means of a show of hands. The name of the proposer and seconder should be recorded in the minutes.
- A vote by secret ballot may be requested by not less than one third ($\frac{1}{3}$) of the members present.
- Every fully paid-up practising member has one (1) vote, and, in the case of an equal number of votes, the Chairperson will have a casting vote in addition to their own vote.
- Non-practising members and those on a paused membership are not entitled to vote.
- All motions will be considered binding upon all members once ratified by a majority vote. A majority vote is 51%.
- The decision of the Committee will be binding on all members.

3. ASSOCIATION ACCOUNTS

3.1. FUNDS OF THE ASSOCIATION

3.1.1. All fees payable in terms of this Constitution must be paid to the credit of the BSR Association UK and will constitute the funds of the BSR Association UK.

3.1.2. These fees include: registration fees; annual/monthly membership fees; and any other fees that the Committee may deem necessary.

3.1.3. Membership fees established by the Committee may only be proposed and/or altered by a vote at the AGM. Notice of a proposed alteration must be sent to all members not less than one (1) month before the date of the AGM. Adoption of any such change is subject to consensus of the majority.

3.1.4. The Committee will utilise its funds for paying expenses incurred in connection with the performance of its functions.

3.1.5. The BSRA UK may not directly or indirectly distribute any of its funds or assets to any person other than in the course of furthering its objectives.

3.1.6. All monies received by the Treasurer, on behalf of the members, will be deposited into The Body Stress Release Association UK's bank account.

3.1.7. The BSRA UK is entitled to:

- Purchase, hire, or otherwise acquire any movable or immovable property, and to erect buildings thereon, and to sell, improve, lease, or otherwise deal with all or any of the property or assets of the BSRA UK.
- Maintain and furnish offices, lecture rooms, and any other facilities for use by the BSRA UK.
- Make money available for travel allowances (or awards of a similar nature) incurred in relation to BSRA UK business to members of the BSRA UK or such persons as the Committee may decide.

3.1.8. All payments on the BSRA UK's account and the accounts of the funds administered by the Committee must be approved by two (2) Committee members.

3.1.9. No member of the BSRA UK will have the right to pledge the credit of the BSRA UK.

3.1.10. The BSRA UK may raise funds as deemed necessary from time to time.

3.2. FINANCIAL RECORDS

3.2.1. The Committee must keep such financial records as are necessary to provide a proper record of the nature and extent of its financial transactions. The Committee must ensure that the BSRA UK complies with such reporting requirements as determined by the UK revenue services. The records kept will include:

- a) A record of its income and expenditure; and
- b) A record of assets and liabilities.

3.2.2. The Committee must, for each financial year, arrange for annual financial statements to be drawn up by a qualified Accountant, which should conform with generally accepted accounting practises, reflecting a fair and true picture of the financial affairs of the BSRA UK, of its business at the end of the financial year concerned, and of the result of its operation for the financial year. The Committee need not produce an audited set of financial statements each year. However, if the majority of members at an AGM or EGM request it, all records together with supporting vouchers must be submitted by the Treasurer to an auditor appointed by the Committee for this purpose.

3.2.3. The auditor must address the report to the Committee in accordance with generally accepted auditing standards.

4. REGISTRATION OF MEMBERS

4.1. REGISTER OF MEMBERS

4.1.1. The Secretary will keep a Register of all members.

4.1.2. Only those who have successfully completed a BSR Practitioner Training Course run by the BSR Academy, and acceptable to the BSR Association UK, may be registered as members.

4.1.3. Only those who can provide current proof of their public indemnity insurance that covers the BSR technique may be registered as members.

4.1.4. The Register will contain the name of each member, their address, email address, membership number, and such other particulars as the Committee may determine.

4.1.5. Members must keep the BSRA UK informed of changes in their contact details.

4.1.6. Registration confers the right upon the member to practise BSR within the UK, and to indicate that they are a member of the BSR Association UK.

4.2. REMOVAL OF MEMBERS FROM THE REGISTER

4.2.1. The Committee will instruct the Secretary to remove the name of any member from the Register if they are satisfied that the member:

- a) Is deceased;
- b) Has failed to pay any membership or other fees or charges which they owe the BSRA UK within 90 days of the date upon which payment becomes due, unless extenuating circumstances have been demonstrated to, and accepted by, the Committee;
- c) Has resigned from the BSRA UK;
- d) Has been found guilty of misconduct and the corrective action prescribed has not been undertaken; or
- e) Has been found guilty of contravening the BSR Association Code of Conduct and Ethics.

Notice of the removal from the Register for reasons b)–e) will be given by the Secretary to the member concerned by registered letter to their registered address.

4.2.2. From the date on which the member's name is removed from the Register:

- Any outstanding portion of membership or other fees or charges will be due and payable.
- Removal will take place of that member's name and details from any official BSR Association website, social media, literature, or advertising.
- The Committee will take such proceedings as it considers fit, which may include taking legal proceedings.
- That member, having been removed from the Register, will no longer have the right to use the BSR Branding, currently held under copyright by *CAB-ART, Amsterdam*.

4.3. REINSTATEMENT OF MEMBERS TO THE REGISTER

The Committee may instruct the Secretary to restore a name to the Register if the person concerned applies in writing for the restoration of their name and subject to the following:

- Payment of all outstanding fees and other charges as advised by the Committee.
- Compliance with any requirements determined by a Disciplinary or Appeal Hearing.
- Completion of the guidelines within the return to BRS requirements.

- Compliance with any other requirements as the Committee may determine.

4.4. MEMBERSHIP CERTIFICATES

The Secretary will issue an annual Certificate of Practise in the form approved by the Committee to every paid-up practising member who has met the continuing professional development (CPD) requirements and provided proof of public indemnity insurance that covers the BSR technique.

4.5. FEES

4.5.1. The following fees as determined by the Committee are payable to the BSRA UK:

- Registration and re-registration fees.
- Membership fees:
 - The membership fee for practising members of the BSRA UK; or
 - The non-practising member's fee.
- Fees for supplying duplicate Certificates of Practise.
- Other fees, as may be decided from time to time.

4.5.2. The Treasurer will only issue a receipt for fees once they have been paid in full.

4.5.3. The Committee may, at its discretion upon receipt of an application, grant exemption from or reduction of the membership fees. The Committee will inform the member in writing (including by email and/or post) of the conditions on which such exemption or reduction is granted.

4.5.4. The Committee may from time to time increase the membership and other fees, subject to any increase in membership fees being approved at an AGM.

4.6. MEMBERS' PERSONAL FINANCIAL RECORDS

Every member is advised to maintain accurate records relating to all income and expenditure in connection with their BSR practice, which conform with generally accepted accounting standards, and must submit these to the HMRC as required.

4.7. CHANGES TO THE CONSTITUTION

The Committee will consider all changes and/or additions to this Constitution, the Code of Conduct and Ethics, and the BSR Association UK Rules, and may, at its discretion, reject, alter, or confirm them.

No proposal which will directly or indirectly amend any part of, or add to, this Constitution, the Code of Conduct and Ethics, and/or the BSR Association UK Rules may be considered unless:

- At least thirty (30) days prior written notice containing full details of the proposed amendment[s] and/or addition[s] is given to all members; and
- It is presented at an AGM.

A 51% majority vote of the eligible members present is necessary for any such motion to be carried.

5. DISSOLUTION OF THE BSR ASSOCIATION UK

If the committee by majority decides that it is necessary to close down the BSR Association UK, it may call an Extraordinary General Meeting (EGM) to do so. The sole business of this meeting will be to dissolve the Association.

If it is agreed to dissolve the BSR Association UK, the distribution of all remaining money and other assets, once outstanding debts have been paid, will be decided by majority vote of members at the EGM.