



**European Association of
Professional
Hypnotherapists**

CONSTITUTION

2019

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Definitions

These definitions apply unless the context requires a different interpretation:

“Accounting Year”	means the year beginning on 1st March, the date to which the accounts of the European Association of Professional Hypnotherapists will continue to be prepared.
“AGM”	means the Annual General Meeting of the Institute of Clinical Hypnotherapy and Psychotherapy Graduates Association.
“Committee”	means the Committee consisting of Officers and Members elected / nominated to operate and manage the European Association of Professional Hypnotherapists (EAPH).
"Confidential Information"	<p>means all information about the European Association of Professional Hypnotherapists and the Members but does not include information that it is reasonably necessary to disclose to a person in the usual course of dealing so far as that information is disclosed in those circumstances.</p> <p>It includes among other things: information about members, their personal contact information and businesses, EAPH’s future plans and policies.</p> <p>It includes information about the Intellectual Property.</p>
“General Meeting”	means any meeting of the European Association of Professional Hypnotherapists other than an AGM.
"Intellectual Property"	means intellectual property of every sort, whether or not registered or registrable in any country, including intellectual property of all kinds coming into existence after today; and including, among others, patents, trademarks, unregistered marks,

designs, copyrights, software, domain names, discoveries, creations and inventions.

"Member"	means any person who has paid for membership of the European Association of Professional Hypnotherapists and has been accepted for membership, including serving Committee members whose fee is waived in lieu of service on the Committee.
"Membership"	means membership of the European Association of Professional Hypnotherapists as set out in the Rules.
"Officer(s)"	means the holder of any titled office of the EAPH.
"Rules"	means the [rules / conditions of continuing membership / bylaws] of the European Association of Professional Hypnotherapists as set out in this constitution document as amended from time to time.

1. Name of the Association

- 1.1 The name of the Association is European Association of Professional Hypnotherapists (EAPH) formerly the Institute of Clinical Hypnotherapy & Psychotherapy (ICHPGA).

2. Main objectives

The objectives of the EAPH are:

- 2.1. To help raise the professional standards of members who are practicing hypnotherapy.
- 2.2. To promote excellence by providing a standard Code of Ethics and Practice.
- 2.3. to promote and provide the exchange of information and ideas between its members.
- 2.4. To encourage regular supervision as a duty of self-care in providing the best service for clients.
- 2.5. To protect the public by promoting competent and ethical practice and the provision of a Complaints Procedure for clients.
- 2.6. To foster professional expertise through the provision of continuous professional development, collegiate interaction and educational lectures/workshops.
- 2.7. To keep the membership informed of latest developments, for example, in compliance, marketing, research and specific topics of interest.

3. Membership

- 3.1. There are three types of membership available with the designated titles: Full membership EAPH, Associate/Student membership EAPH (Assoc.) and Honorary membership EAPH (Hon). The latter is granted by the Committee to a person who has made a significant contribution to hypnotherapy in Ireland or abroad.
- 3.2. Any person who is 18 years of age or older and meets the requirements set out in the By-Laws of the EAPH is eligible for Membership.
- 3.3. Membership shall be open to people who practice hypnotherapy in any European country.

- 3.4. It is a condition of Membership that a Member shall at all times comply with the Rules of the EAPH, the Association's Code of Ethics, By-Laws, and promote the interests and objects of the EAPH.
- 3.5. A Member cannot transfer Membership to any other person.

4. Application procedure

- 1.1. An application by a person for Membership must be made in writing; and submitted to the Secretary of the Committee.
- 1.2. The Secretary of the EAPH shall recommend an applicant to the Committee who shall decide whether to approve or to reject the application at the next available Committee Meeting.
- 1.3. After the Committee makes final determination, the Secretary shall:
 - 1.3.1 notify the applicant in writing about the decision of the Committee; and
 - 1.3.2 if the Committee has approved the application, then they shall request the applicant to pay the subscription fee within [28] days of receiving the notification.
- 1.4. After receipt of payment, the Secretary shall enter the applicant's name in the register of members whereupon the applicant becomes a member of the EAPH.

5. Subscriptions

- 5.1. Payment for Membership is for one year from 1 March to end of February.
- 5.2. A Member's annual subscription shall be such as the Members determine at the AGM or from time to time. Current membership fee is set out in the Schedule.
- 5.3. Subscriptions are due on March 1st in every year for the period of 12 months following that date.
- 5.4. On joining, a subscription is payable pro rata with a full year, for the period from the joining date to the next subscription date.
- 5.5. The membership fee for serving members of the EAPH Committee is waived for their term of office, in lieu of services they provide by being actively engaged in activities that benefit the members, including attendance at regular EAPH Committee Meetings.

6. Resignation, suspension and expulsion

- 6.1. A Member may resign from EAPH by informing the Secretary in writing of their intention to do so their resignation will take effect immediately.
- 6.2. The Committee has the power to:
 - 6.2.1 Suspend a member (for a period not exceeding twelve months);
 - 6.2.2 or expel any Member who infringes any of these Rules or whose conduct, (in the Committee's opinion) is harmful to the good name of the EAPH or which renders them unfit for Membership.
- 6.3. No Member shall be suspended or expelled unless the Committee gives them notice in writing and where s/he fails to remedy the breach (if capable of remedy) within 30 days after being given notice.
- 6.4. Any notice given to a Member in breach shall be without prejudice to any other claim or action against the defaulting Member.
- 6.5. A suspended member shall not be elected as an Officer nor be entitled to vote at any meeting.
- 6.6. If a Member chooses to resign or is suspended or expelled in accordance with this paragraph, no part of their subscription shall be refundable.
- 6.7. Expulsion shall be permanent.

7. Indemnity

- 7.1. Subject to the provisions of any relevant law, no Officer of the Committee shall be liable for the acts, receipts, neglects or defaults of any other member or Officer, or for any loss, damage or expenses suffered by the Association, howsoever arising,

8. Confidentiality

- 8.1. Each Member agrees and undertakes that they will:
 - 8.1.1 not remove from the EAPH premises or copy or allow anyone else to copy from any document, computer disk, tape or other tangible item which contains any confidential information, except as may be necessary in the course of their work for the EAPH.
 - 8.1.2 in respect of any part of confidential information of the EAPH, from today until the expiry of five years from the termination of Membership, keep it secret and not divulge or make it known to anyone nor use it for the benefit of themselves or any other person.
- 8.2. This paragraph does not apply to disclosure:
 - 8.2.1 made with the consent of the Officers of the or under the authority of the Committee or by Order of the Court.
 - 8.2.2 of information or knowledge which comes into the public domain, otherwise than as a result of their default.
 - 8.2.3 as may be necessary in the course of their work for the EAPH.

9. Appointment and removal of Officers

- 9.1. The Officers shall be:
 - 9.1.1 Chair Person
 - 9.1.2 Vice Chairperson
 - 9.1.3 Finance/Child Protection
 - 9.1.4 Secretary
 - 9.1.5 Web design/ Social Media
 - 9.1.6 Research
 - 9.1.7 Regulation
 - 9.1.8 Professional Standards
- 9.2. An Officer can be removed from office through a two-thirds' resolution of the remaining Committee Officers, consisting of not less than five members. A Committee Officer can be disqualified on reasonable grounds such as calling the EAPH into disrepute, dereliction of duty, etc.

- 9.3. No office holder shall hold office for longer than five years without a break of at least one year.
- 9.4. Each Office holder shall be appointed and removed by a vote of the Committee.

10. Management of EAPH

- 10.1. The Committee shall manage the affairs of the EAPH.
- 10.2. The Committee shall be made up of 8 members, including all the Officers.
- 10.3. The members of the Committee and their principal duties will be:
 - 10.3.1 **Chairperson** will act as Spokesperson for the Association, chair meetings, provide direction and leadership, plan meetings, develop agenda in conjunction with secretary and ensure that decisions made at meetings are implemented. S/he will ensure the smooth running of the Association and confirm that appropriate policies and procedures are in place for the effective management of the Association.
 - 10.3.2 **Vice-Chairperson/Supervision** will stand in for the Chairperson when required and promote and uphold supervision standards, including keeping the Supervisors briefed on best practice.
 - 10.3.3 **Secretary** will be responsible for recording and circulating the Agenda, Minutes of Committee Meetings, updating members' records and liaising with the Finance Officer re membership payments when required. Annual forms shall be updated and send to the Web Design official for uploading e.g. Membership forms etc.
 - 10.3.4 **Financial Officer/Child Protection Officer** will maintain Bank and PayPal accounts of all income and expenditure, keep the Committee informed of the financial health of the Association, draw up the Association's annual budget and make recommendations, ensure that receipts are received for all expenses, collect memberships and CPD fees, arrange and pay for venues, prepare financial statement for AGM. As *Child Protection Officer*, s/he will monitor and oversee the Association's compliance with the relevant guidelines and policies in respect of child welfare and protections. To make members aware of the Garda Vetting facility available to them.
 - 10.3.5 **Web design/ Social Media Officer** will update the website to a high standard, review SEO statistics, market the Association's activities and events using social media platforms, keep listings up to date with new or retired members. Be the moderator of The National Hypnotherapy and Psychotherapy Register.

- 10.3.6 **Research** will ensure that there is a database of useful and practical research information available to members. This research will be current, easily understood, accessible and useful.
- 10.3.7 **Professional Standards Officers** The overarching role of the Professional Standards Officer is to manage and resolve complaints that are brought to the attention of the EAPH from clients or other affected parties that have received a service from one of our members that they feel was not up to the professional standards expected as articulated in the EAPH's Code of Ethics. Whilst it is expected that the Officer generally deals with complaints in relation to standards of therapeutic competency, other matters in relation to but not limited to advertising, GDPR, poor management of expectations, and unprofessional advice will also be considered.
- 10.4. No Office holder shall hold office for longer than five years without a break of at least one year.
- 10.5. Each Office holder shall be appointed and removed by a vote of the Committee.
- 10.6. At each AGM one third members of the Committee shall retire, and new members shall be appointed. A retiring member may apply for re-election.
- 10.7. Any Member may be a Committee member, nominate a member (including themselves) and may vote to appoint a Committee member.
- 10.8. To nominate a Committee member, a Member shall write to the Secretary and all other officers to give the name of the Member he nominates. S/he must do so at least 28 days before a General Meeting. The Committee shall present that nomination at the General Meeting.
- 10.9. At the General Meeting, three Members who are not members of the Committee shall accept the role of returning officer. A poll shall be taken on the appointment to the Committee of each nominated Member. The returning officers shall count the votes and declare the results without disclosing the outcome of any Member's vote. The Members polling the highest number of votes shall be appointed as Committee members. No Member shall vote for their own appointment.
- 10.10. A decision of the Committee on any of the following matters must be ratified by a vote of at least 75% of the Members in General Meeting to:
- 10.10.1 change the Rules of the EAPH;
- 10.10.2 change the Constitution of the EAPH.

10.10.3 buy any real property for the use of the EAPH.

10.10.4 dissolve the EAPH.

11. Quorum for Committee meetings

11.1. The quorum for Committee meetings may be fixed from time to time by a decision of the Committee, but it must never be fewer than five and unless otherwise fixed, it is five.

11.2. If the total number of members for the time being is less than the quorum required, the Committee must not take any decision other than a decision to adjourn the meeting.

12. Powers of Committee

The Committee's powers shall include, but not be limited to:

12.1. filling any vacancy on the Committee from among Members until the next AGM;

12.2. appointing such sub-committees as they believe necessary. Any sub-committee so appointed shall be accountable to the Committee.

12.3. employing or contracting staff to carry out activities of the EAPH.

12.4. opening and operating a bank account in the name of the EAPH or any agreed change of name.

12.5. managing the financial affairs of the EAPH.

12.6. taking any action to promote the objectives of the EAPH.

13. Annual General Meeting

13.1. The AGM of the European Association of Professional Hypnotherapists shall be held in January each year for the purpose of:

13.1.1 receiving the reports of the Committee and any sub-committees in relation to the EAPH.

13.1.2 receiving and if thought fit approving the accounts in respect of the preceding financial year;

13.1.3 electing the Officers of the EAPH.

13.1.4 fixing the subscription charges for Membership, and

13.1.5 dealing with any other general business of the EAPH.

13.2. Each Member shall be entitled to receive 21 days notice of an AGM.

13.3. The notice shall state the date, time and place of the meeting, and proposals to resolve the matters set out in this rule.

13.4. A Member may raise any matter at the AGM, provided that he has given 30 days' notice to the Committee to that effect.

14. General Meetings

14.1. A General Meeting shall be convened by the Committee within 28 days of receipt by it of a direction by the majority of Officers or of a requisition signed by at least one fifth of the total Members of the EAPH.

14.2. No General Meeting shall take place without giving 14 days' notice of the meeting to the Members.

14.3. The notice shall state the date, time and place as well as the purpose of the meeting.

15. Quorum at meetings

15.1. The quorum for an AGM or a General Meeting may be fixed from time to time by the Members, except that a quorum must never be fewer than 50% of the membership.

15.2. Any AGM or General Meeting may proceed provided that at least 50% of the Members constituting a quorum are present within 30 minutes of the time specified for the start of the meeting

16. Voting at meetings

16.1. A Member who has paid a subscription or serving Officer on the Committee of the EAPH for the current year may vote at an AGM or a General Meeting.

16.2. In the event of equality of votes for and against a matter, the Chairperson shall / not have a casting vote.

17. Finance

17.1. The Accounting Year of the European Association of Professional Hypnotherapists shall apply from January of each year.

17.2. The EAPH shall maintain a bank account and PayPal account in the name of the European Association of Professional Hypnotherapists.

- 17.3. All membership fees and other monies received shall be deposited in the agreed bank account or PayPal account detailed under 17.2.
- 17.4. Every cheque drawn from the EAPH bank account shall be signed by the Chairperson and Financial Officer or by such other Officers as may be authorised by the Committee. Any withdrawal through PayPal must be authorised by the Chairperson and Financial Officer or by such other Officers as may be authorised by the Committee.
- 17.5. The Financial Officer shall keep proper accounts of the EAPH. All payments must be validated by relevant receipts and authorisations.

18. Dissolution

- 18.1. The European Association of Professional Hypnotherapists may be dissolved by a resolution passed by no less 80% of Members present and voting at a General Meeting convened for that purpose.
- 18.2. If the Members vote to dissolve the EAPH, any assets, money or funds remaining after the settling of any debts and liabilities shall be applied towards charitable purpose within Ireland which has similar objects to those of the EAPH.

19. Miscellaneous matters

- 19.1. Each Member undertakes to provide to the European Association of Professional Hypnotherapists their current postal address, e-mail address, mobile phone number and/or landline telephone together with all information that may be required to communicate with them.
- 19.2. In any case where any part or provision of these Rules is held to be unlawful, void or unenforceable, then that part or provision shall be deemed to be removed from these Rules, so as to leave valid and enforceable, the remainder of the Rules.
- 19.3. Any communication to be served on the European Association of Professional Hypnotherapists or to the Members shall be delivered by hand or sent by first class post or recorded delivery or by e-mail to the Chairperson's address.

It shall be deemed to have been delivered:

if delivered by hand: on the day of delivery;

if sent by post to the correct address: within 72 hours of posting;

if sent by e-mail to the address from which the receiving party has last sent e-mail: within 24 hours if no notice of non-receipt has been received by the sender.

- 19.4. In the event of a dispute between the Members, then they undertake to attempt to settle the dispute by engaging in good faith with the other in a process of mediation before commencing arbitration or litigation.

This Constitution has been ratified at the Annual General Meeting held on Sunday 20th January 2019 at the Maldron Hotel, Dublin Airport by the Committee appointed on that date:

We confirm that the contents of this Constitution were adopted on 20 January 2019

Chairperson: _____

Vice Chairperson: _____

Secretary: _____

Finance Officer: _____