



Constitution

1. Establishment

The Network is established and will be known as "The European HIV Nursing Network" (herein referred to as EHNN). The official language of EHNN will be English and subject to the matters set out below, EHNN shall be administered and managed in accordance with this Constitution by the Steering Committee constituted by Clause 7.

2. Objective

The key objective of EHNN will be "Uniting HIV Nurses in Europe by education, training and networking" to provide high quality care.

3. Purpose

In order to achieve the above EHNN shall endeavour to advance knowledge and understanding of HIV nursing and to foster an understanding of equitable care for people living with HIV by:

- 3.1 Promoting an awareness of the contribution nurses have to make on all aspects relating to HIV.
- 3.2 Promoting and maintaining a high standard of care for people with HIV.
- 3.3 Providing an electronic means of communication for nurses through a dedicated EHNN website.
- 3.4 Leading and facilitating education, training and research opportunities for nurses in relation to HIV care.
- 3.5 Encouraging the development of and participation in collaborative research and the dissemination of the results of this work.
- 3.6 Enabling nurses across Europe to participate in and share knowledge at conferences, seminars and workshop.
- 3.7 Liaising with those nursing associations in membership with the International Council of Nurses and any other organisation promoting nursing at an international level.
- 3.8 Fostering links with any other organisation that may influence the development of HIV nursing.

4. Membership

Membership of EHNN will be for nurses and midwives and also professions allied to medicine working in Europe.

5. Steering Committee

- 5.1 The Steering Committee shall consist of a maximum of 14 members to include 12 nurses and up to 2 co-opted members. Three of these members shall be the Honorary Officers specified in Clause 6. It must be noted that membership of the Steering Committee should be representative of nurses working across Europe (as defined by WHO).
- 5.2 EHNN will always endeavour to ensure that, as far as is practicable, the Steering Committee is as representative of as many different parts of the European Region as possible.



- 5.3 A member of the Steering Committee shall cease to hold office if he or she is absent for two consecutive meetings of the Committee. Attendance can be via teleconference.
- 5.4 Following retirement of a Steering Committee member from a particular region, nominations will be requested from individuals from that region. If there are no nominations from that region, nominations from other regions will be accepted.
- 5.5 The Chair of the Steering Committee shall be the Chairperson at all meetings unless s/he has nominated a named chair for that specific meeting.
- 5.6 The Steering Committee shall be supported by a Secretariat.
- 5.7 All members of the Steering Committee must make a declaration of interest before becoming a member of the committee. A declaration of interest is defined as “an individual who may have allegiance to another organisation or group that may be in direct conflict with the aims of EHNN”.

6. Honorary Officers

- 6.1 There will be three Honorary Officers of EHNN: Chairperson, Secretary and Treasurer, elected from nominations from within the Steering Committee. Each Officer will be in post for a 3 year period after which time they step down but they can nominate themselves to be a member of the Steering Committee for one further 3 year term of office.
- 6.2 The names of all those standing for office shall be circulated via EHNN website to the membership by the Secretary prior to the election. Members of the steering committee will vote for the 3 Officers. The Chair will be required to do a presentation on how they will take the network forward followed by voting from the Steering Committee.
- 6.3 The appointed Secretariat shall be responsible for the conduct of all elections.
- 6.4 The role and responsibilities of each of the Honorary Officers are listed below. However these are not exhaustive and will evolve as EHNN requires.
- 6.5 Chair (all in liaison with the Secretariat)
 - 6.5.1 Planning the annual cycle of committee meetings, setting agendas and chairing and facilitating Steering Committee meetings.
 - 6.5.2 Receiving agenda items from other committee members and the Secretariat
 - 6.5.3 Preparing agendas in consultation with the Secretariat and circulating them and any supporting papers in good time.
 - 6.5.4 Giving direction to Steering Committee policy-making and monitoring that decisions taken at meetings are implemented.
 - 6.5.5 Representing the organisation at functions and meetings, and acting as a spokesperson as appropriate.
 - 6.5.6 Liaising with the Secretariat to keep an overview of the organisation’s affairs and to provide support as appropriate.
 - 6.5.7 Bringing impartiality and objectivity to decision-making.
 - 6.5.8 Facilitating change and addressing conflict within the committee and within the organisation, liaising with the Secretariat to achieve this.



- 6.6 Treasurer (all in liaison with the Secretariat)
 - 6.6.1 Overseeing, approving and presenting budgets, accounts and financial statements.
 - 6.6.2 Being assured that the financial resources of the organisation meets its present and future needs.
 - 6.6.3 Ensuring that the organisation has an appropriate reserves policy.
 - 6.6.4 The preparation and presentation of financial reports to the Committee.
 - 6.6.5 Ensuring that appropriate accounting procedures and controls are in place.
 - 6.6.6 Liaising with the Secretariat about financial matters.
 - 6.6.7 Advising on the financial implications of the organisation's strategic plans.
 - 6.6.8 Ensuring that the organisation has an appropriate investment policy.
 - 6.6.9 Ensuring that there is no conflict between any investment held and the aims and objects of the organisation.
 - 6.6.10 Monitoring the organisation's investment activity and ensuring its consistency with the organisation's policies and legal responsibilities.
 - 6.6.11 Ensuring the organisation's compliance with legislation.
 - 6.6.12 Ensuring the equipment and assets are adequately maintained and insured.
 - 6.6.13 Ensuring that the accounts are prepared and disclosed in the form required by the European HIV Nursing Network (EHNN) in liaison with the Secretariat.
 - 6.6.14 If external scrutiny of accounts is required, ensuring that the accounts are scrutinised in the manner required (independent examination or audit) and any recommendations are implemented.
 - 6.6.15 Keeping the Committee informed about its financial duties and responsibilities.
 - 6.6.16 Contributing to the fundraising strategy of the organisation.
 - 6.6.17 Making a formal presentation of the accounts at the Annual General Meeting and drawing attention to important points in a coherent and easily understandable way.
- 6.7 Secretary (all in liaison with the Secretariat)
 - 6.7.1 Making all arrangements for meetings in liaison with the Secretariat.
 - 6.7.2 Checking that a quorum is present.
 - 6.7.3 Ensuring that meetings are minuted and circulating the draft minutes to all Committee members.
 - 6.7.4 Ensuring that the minutes are signed by the Chair once they have been approved.
 - 6.7.5 Checking that Committee members and the Secretariat have carried out actions agreed at previous meeting.
 - 6.7.6 Ensuring that agendas and minutes of the Annual General Meeting and any special or extraordinary general meetings are circulated.
 - 6.7.7 Ensuring members database is kept up to date, in liaison with Secretariat.
 - 6.7.8 Provide Committee members with membership updates and breakdown of where the members are situated within Europe.
 - 6.7.9 Review membership and benefits of membership.



7. Term of Office

The term of office for all members of the EHNN Steering Committee, including Honorary Officers, shall be three years. An election will take place at the end of each Steering Committee member's term of office. A member may stand for re-election for a further three years only and then must stand down for a period of three years. EHNN members will vote on members of the Steering Committee.

8. Steering Committee Meetings

- 8.1 The Steering Committee members of EHNN shall meet a maximum of four times per year and a minimum of twice a year. Quorum will be half of the membership of the Steering Committee plus one (1) to include at least two (2) Officers.
- 8.2 The Steering Committee will have the responsibility of deciding the date, business and venue of the meeting and will make all the necessary arrangements in liaison with the Secretariat.
- 8.3 Extraordinary meetings or teleconferences of EHNN can be called within 12 weeks of receipt by the Secretary of such a request.
- 8.4 A request for an extraordinary meeting shall state specifically the business for which the meeting is to be convened. No other business shall be discussed.

9. Annual General Meetings

- 9.1 There will be an Annual General Meeting of EHNN. All information on this meeting including voting for new Steering Committee members will be posted on EHNN website.
- 9.2 A quorum for the AGM shall be fifteen of the members entitled to vote upon the business to be conducted at the meeting; or 2 percent of the total membership at the time, whichever is the greater.
- 9.3 If a quorum is not present within half an hour from the time appointed for the meeting, or if during a meeting a quorum ceases to be present, then the meeting shall be adjourned to such time and place as the Steering Committee shall determine. The Steering Committee must reconvene the meeting within 3 months and must give at least 7 clear days' notice of the reconvened meeting stating the date, time and place of the meeting. If no quorum is present at the reconvened meeting within 15 minutes of the time specified for the start of the meeting, the members present at that time shall constitute the quorum for that meeting.

10. Working Groups

- 10.1 EHNN shall establish other working groups as the need arises.
- 10.2 All proceedings of such groups will be reported back to the Steering Committee in the time defined for its work remit and within an agreed project plan.
- 10.3 The Working Group will consist of such persons, for such purposes and on such terms of reference as the Steering Committee shall, from time to time, determine. The Steering Committee will appoint Chairs for each Working Group. Following nominations, an election will take place, unless the Executive Committee is unanimously agreed. In the absence of a simple majority, the Chair shall have a second or casting vote.



11. Finance

- 11.1 The Steering Committee shall have the power to raise funds and to invite and receive contributions, subject to conforming to any relevant requirements of law including possible charity law.
- 11.2 All monies raised in the name of EHNN shall be devoted to EHNN and shall be paid into an account at such bank as the Steering Committee shall from time to time decide in liaison with the Secretariat.
- 11.3 EHNN is validly represented in all transactions and agreements as follows:
- 11.4 The Secretariat shall be allowed to sign all cheques and conduct all transactions on behalf of the Steering Committee, in liaison with the Officers.
- 11.5 Monies held by EHNN shall be utilised to cover the costs of EHNN in fulfilling its purpose.
- 11.6 All records of accounts should be retained for a period of seven (7) years, by the Secretariat.
- 11.7 The accounting year shall be 1 October to 30 September.

12. Amendments to the Constitution

- 12.1 Amendments to the Constitution must be agreed by a simple majority 2/3 of Steering Committee members.
- 12.2 Details of the amendment shall be circulated with the agenda for the AGM.

13. Dissolution

Dissolution of EHNN shall be agreed by at least 75% of the Steering Committee. In the event of Dissolution, all funds held in the name of EHNN will be donated to organisations promoting HIV in Europe as decided by a simple majority of the Steering Committee.

This Constitution was adopted on the date mentioned hereafter by the persons whose signatures appear below.

Chair of EHNN

Treasurer of EHNN

Secretary of EHNN

Date