

HCCI CONSTITUTION

FORMATION

1. The body hereby constituted shall be known as Home and Community Care Ireland and shall henceforth be referred to as the "Organisation".

AIMS OF THE ORGANISATION

2. The Organisation is constituted in order to promote the following aims:
 - a) To foster and promote high quality standards of home and community care services.
 - b) To represent the views of its members on developments affecting the sector.
 - c) To inform members of developments affecting the sector.
 - d) To influence the legislative, judicial, and regulatory processes with respect to issues of importance to the home care sector.
 - e) To promote the training and development for those individuals and organisations which provide home and community care.

STRUCTURE AND ADMINISTRATION OF THE ORGANISATION

3. Including the CEO there shall be seven Directors of the Organisation, who shall constitute the Board of Directors, henceforth called the "The Board". The CEO sits ex officio on the Board, and cannot serve as Chairperson. The Board shall have three other office holders - a Chairperson, Company Secretary and Treasurer. The Board will elect the Chairperson, Company Secretary and Treasurer from among their number once annually, or when a vacancy arises for whatever reason.
4. All Directors, apart from the CEO, will be elected or re-elected annually as set out under the Annual General Meeting section of this Constitution. A quorum for the Board shall consist of four Directors. The Board shall meet at least four times each year, the convenor being the Chairperson. The Chairperson shall chair all meetings of the Board.
5. The CEO shall be appointed by the Board and report to the Board a minimum of four times a year.
6. The Organisation shall be administered by the Board. The Board of Directors is the final authority in implementing policies and procedures as specified in the Organisation's Constitution and Code of Conduct. Further, it is the responsibility of the Board of Directors

to ensure that appropriate procedures are followed in revising the Constitution.

7. The Board is granted the power to open a bank account into which all monies received shall be lodged. Financial authority will be vested in the Treasurer and the CEO as outlined in the HCCI Financial Delegation of Authority document.

8. All officers of the organisation shall be indemnified by the organisation for any out of pocket expenses incurred in executing their duties on behalf of the organisation.

9. The Organisation may affiliate with other organisations and may allow other organisations to affiliate with it providing this affiliation is in the best interest of the Organisation. The Board has final authority to approve such affiliations.

FULL MEMBERSHIP

10. Full membership of the Organisation shall be open to all companies that provide managed home care services on the island of Ireland.

11. Any applications for full membership must meet the criteria as set out in the New Member Application Form (see separate document), this Constitution and the HCCI Standards (see separate document). The Board reserves the right to change the New Member Application Form at any time. The current New Member Application Form will always be made available on request.

12. The election of full members shall be proposed by the CEO and voted on by the Board at the next meeting of the Board after the CEO has provisionally approved the application.

13. Every full member shall pay an annual subscription fee to the Organisation. The membership fee shall be determined and proposed by The Board for full members' approval. Those applying in year one will pay an enhanced rate to offset the independent Quality Audit required as a prerequisite to full membership.

14. Only paid up full members who have successfully passed an independent audit against the Organisation's Standards (see separate document) may describe themselves as a "Member Home and Community Care Ireland" and use the Organisation's logo.

CODE OF CONDUCT

15. In order to further the stated aims of the Organisation it is a prerequisite that members agree to be bound by the Code of Conduct. These broad principles set the foundation upon which members can provide top quality care in the home, and these are as follows:

a) Clients and Carers: Treat clients and carers with Dignity and Respect.

b) Client Information: The client has the right to be informed of the services offered by the home care provider and consequently, be given an explanation, in advance, about the service's to be provided, the types of Carers who will provide care, and the frequency of the visits that are proposed.

c) Client Assessment: Clients have the right to an initial, and on-going participation, in the development of their plan of care and to be allowed to exercise the full range of care opportunities available to them. In cases where the client is unable to participate fully in forming the plan of care their wishes insofar as they are expressed and are practical should be addressed.

d) Privacy and Confidentiality: Clients have the right to privacy and confidentiality. Clients have a right to request information held on their case, and the client's consent must be sought before any information is communicated to a third party. Client records must be held in accordance with the Data Protection Act 1988.

e) Standards: All members agree to adhere to the Organisation's Standards (see separate document). The Organisation, through the Board or the CEO, may propose changes to the Standards for the approval of the members. Approval may be given either at an Annual General Meeting or by an Electronic Vote of all full members. All full members understand they are responsible for paying the Organisation's auditors for their bi-annual audit.

MANAGED CARE SERVICES AND EMPLOYMENT

16. In order to protect both clients and carers, all full members are obliged to directly employ and supervise all carers and provide a managed care service to its clients, and ensure that all relevant tax, social insurance and statutory employment obligations are complied with.

DECLARATION OF INTERESTS

17. Directors, shareholders and senior managers of member companies should declare any direct or indirect interests in a similar service or business that competes in service provision with the home and community care industry.

DISREPUTE

18. All members must at all times conduct themselves in a manner that will not bring home care and/or the Organisation into disrepute. All members will operate and conduct themselves in accordance with the Organisation's Constitution and standards. Membership may be withdrawn where their continued membership may adversely affect the Organisation.

ANNUAL GENERAL MEETING

19. There shall be an Annual General Meeting (henceforth referred to as the AGM) of Home and Community Care Ireland according to the rules as follows:

a) Fourteen days' notice of the AGM will be announced to all members. A quorum for the AGM shall be one third of full members.

- b) The outgoing Chairperson shall conduct the meeting until its conclusion.
- c) The Treasurer shall issue a financial statement each year at the AGM.
- d) At the AGM an election shall be held to fill each position on The Board except that of the CEO. (In this Constitution “year” shall refer to the 12 month period from 1st January to 31st December). Existing Directors wishing to continue must present themselves for re-election at the AGM either in person or by written notification. A full member wishing to stand for election as a Director for the first time must inform the CEO in writing at least four weeks before the AGM, otherwise their name may not be put forward for election.
- e) The Board shall have the power to co-opt up to two additional full members on The Board in any one year. The duration of service for such a member shall be for the remaining part of the year in which co-option was made.
- f) Any elections held shall be by secret ballot.
- g) Members may submit motions to an AGM. Any such motion shall be passed if, and only if, it is approved by a simple majority of the members present at that meeting as long it is not inconsistent with the Constitution of the Organisation.

AMENDMENTS TO THE CONSTITUTION

20. Changes to this Constitution by way of altering any existing article or introducing any new article must be done according to the following procedure:

- a) A proposal (supported by at least four members of the organisation) to change the Constitution is approved by a majority of The Board members.
- b) The proposal is then brought to the next Members Meeting where it must be approved by at least two thirds of the full members present at that meeting.

I agree to come together and associate as “Home and Community Care Ireland.” I furthermore agree to abide by and uphold the Constitution of the Organisation and to further its aims.

Name

Company

Date