

Scottish Massage Therapists Organisation Limited (SMTO) Constitution

Effective from 29th March 2014

Information for SMTO Members and the general public

SMTO Constitution

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Table of Contents

Introduction	2
The Constitution	2
1. Name	2
2. Aims and Objectives of the Organisation	2
3. Management of the Organisation	3
4. The Management Committee	3
5. The Membership Committee	4
6. Membership	4
7. Categories of Membership.....	5
8. Continuing Professional Development (CPD).....	5
9. Annual General Meeting	5
10. Extraordinary General Meeting	6
11. Committee Meetings.....	7
12. Duties of Management Committee.....	7
13. Regional Structure.....	9
14. Elections	9
15. Property and Resources	9
16. Disbanding.....	10
17. Amendments to the Constitution	10

Summary of the SMTO Constitution

The purpose of the constitution is to set out the rights, powers and duties of the Scottish Massage Therapists Organisation (SMTO). This document provides the rules governing the internal and external operational procedures of the SMTO.

Introduction

The Organisation

The Scottish Massage Therapists Organisation Limited (SMTO) was formed in 1992 to represent Massage Therapists who have undergone a thorough training in their subjects and who could truly be called professional. The SMTO was set up as Limited Company because the Company Directors have a vested interest and the situation is preserved i.e. no-one can set up an organisation with the same name. The Scottish Office gave permission for the word Scottish to be included. The SMTO exists to provide a service to the public, the Massage Therapist and the profession. The SMTO also works with the General Council for Massage and Soft Tissue Therapies (GCMT) in developing and maintaining standards, and has been approved by the Complementary and Natural Healthcare Council (CNHC) as a verifying organisation. The Organisation's key function is to enhance public protection by ensuring that SMTO Members maintain these standards and demonstrate that they meet, as a minimum, the National Occupational Standards (NOS) for Massage Therapy. All SMTO Members must adhere to the 'SMTO Practice Standards: Code of Conduct, Performance and Ethics' and meet the 'SMTO Continuing Professional Development (CPD) Policy'.

Therapies represented by the SMTO

The Organisation recognises qualifications in Swedish and Therapeutic Massage, Remedial & Sports Massage, Sports Event Massage, Advanced Remedial Massage, Manipulative Therapy, Clinical Aromatherapy, Reflexology, Indian Head Massage, Pregnancy Massage, Seated Acupressure Massage, and Orthopaedic Massage and Manipulation. These core therapies (hereinafter called the 'Therapies') are those represented by the SMTO through their affiliated training organisations, but members may include other therapies, that they hold a qualification in at a standard acceptable to the Membership Committee, in their new membership, membership renewal and insurance applications.

Constitution

The Organisation's initial constitution was finalised and approved in March 1992. The procedures for the making and adoption of amendments to the Constitution are covered in section 18 of this document.

The Constitution

1. **NAME:** The name of the Organisation is the SCOTTISH MASSAGE THERAPISTS ORGANISATION LIMITED (SMTO) (hereinafter called the 'Organisation')

2. AIMS AND OBJECTIVES OF THE ORGANISATION:

2.1 The Organisation shall promote the art and science of Massage Therapy in all its forms, as the very safe and effective therapy that it is

2.2 The Organisation shall promote Massage Therapy and related techniques in the health care service

2.3 The Organisation shall promote the Holistic Approach to Healthcare

2.4 The Organisation shall improve and maintain standards in Massage Therapies

2.5 The Organisation shall further the aims and objectives of its Members

2.6 The Organisation shall provide a central body, giving a voice to and contact between Members

2.7 The Organisation shall provide a Directory of practicing Members on line

2.8 The Organisation shall promote the advancement of study of its Members

2.9 The Organisation shall provide Continuing Professional Development opportunities for its Members

2.10 The Organisation shall provide a strong and unified voice enabling Members to influence the advancement of Massage Therapy both here and abroad

2.11 The Organisation shall publish a magazine 'On the Massage Scene' free to its Members and available by subscription to non- members

2.12 To provide affiliation for training schools and companies in order to verify that the national occupational standards of their approved courses meet and maintain these criteria and that the Members of the Organisation will be entitled to practice the therapy on completion of the approved courses, and that recommended courses meet the criteria set by the Organisation for Continuing Professional Development (CPD).

2.13 The Organisation shall work with the General Council for Massage and Soft Tissue Therapies (GCMT) in developing and maintaining standards

2.14 The Organisation shall act as a verifying organisation for the Complementary and Natural Healthcare Council (CNHC).

3. MANAGEMENT OF THE ORGANISATION

3.1 The Organisation shall be administered by a Management Committee (see section 4) and a Membership Committee (see section 5).

3.2 The Management Committee shall comprise of Company Directors of the limited company set up as the Organisation.

3.3 The Membership Committee ONLY shall be elected at the Annual General Meeting.

3.4 The Management Committee and the Membership Committee are empowered to act in the name of the Organisation, to regulate its proceedings and meetings, to appoint sub-committees and administrative assistants as required

3.5 The Organisation shall maintain a bank account or accounts in which all monies of the Organisation are lodged. The account(s) shall be maintained by the Secretary and validated by the appointed Accountant.

3.6 The Chairperson shall be a signatory for signing cheques drawn on the Organisation's bank account.

3.7 The Organisation's accounts shall be audited annually by an auditor appointed by the Management Committee. The audited accounts shall be presented at the AGM by the Secretary.

4. THE MANAGEMENT COMMITTEE

4.1 The Management Committee will be Company Directors of the Organisation.

4.2 The Management Committee of the Organisation shall constitute the Chairperson and the Secretary.

4.3 The Management Committee shall be responsible for the day to day running of the Organisation.

4.4 The Management Committee may employ personnel directly, and/or by contract, as it deems necessary for the efficient running of the Organisation for the benefit of its membership.

4.5 All contracts of employment shall be in accordance with Scottish Law.

4.9 There is no time-limit on the Chairperson's term of office.

4.10 There is no time-limit on the Secretary's term of office.

4.12 The Chairperson shall chair all meetings of the Membership Committee. In the absence of the Chairperson the Secretary shall chair such meetings. If neither is in attendance then the Members present shall elect someone to manage the meeting.

4.13 The Management Committee shall be responsible for the finances of the SMTO. The day-to-day financial management shall be assigned to the Secretary.

5. MEMBERSHIP COMMITTEE

5.1 Only Full Members are eligible for election to the Membership Committee (subject to 5.4 below).

5.2 The Membership Committee will comprise of a minimum of three (3) Members.

5.3 A quorum for a Membership Committee Meeting, with the Management Committee also in attendance, shall be three (3) members.

5.4 Election to the Membership Committee will be for a fixed term of three (3) years.

5.5 Vacancies which occur on the Membership Committee between AGMs may be filled by co-option until the next AGM. The Membership Committee, in filling vacancies by co-option, must observe the requirements stated in 5.1 above as eligibility for election to the Membership Committee.

5.6 The Membership Committee, in conjunction with the Management Committee, shall decide on membership fees to be paid by Members and all other fees charged by the Organisation for any services which it provides. Any suggested alteration to membership fees shall be proposed and voted on at the AGM.

5.7 When a formal complaint is received by the SMTO, the Membership Committee shall elect persons to form the Professional Conduct Panel (PCP). The PCP shall consist of a 'chairperson' and two other Members of the Organisation.

5.8 In the event of an appeal against the decision of the Professional Conduct Panel (PCP), an Appeals Committee (AC) will be formed by the Membership Committee, and a 'chairperson' appointed.

6. MEMBERSHIP

6.1 Full Membership of the Organisation is open to all Massage Therapists over eighteen years of age who meet the professional standards of the Organisation as set out in the SMTO Handbook, in line with the National Occupational Standards (NOS) for Massage, the General Council for Massage and Soft Tissue Therapies (GCMT) and the Complementary and Natural Healthcare Council (CNHC), and revised as and when appropriate.

6.2 Student Membership is open to students currently training on a course recognised by the Organisation. The Membership Committee shall have the right to contact the course administrators with reference to any application being made by any student for such Student Membership.

6.3 Membership of the Organisation shall be open to Therapists with qualifications and repute in connection with the Therapies and who fulfil such ongoing requirements for Continuing Professional Development (CPD) and First Aid certification, as the Organisation shall deem requisite.

6.4 The Organisation shall at all times operate an equal opportunities and non-discrimination policy with regard to membership.

6.5 The Organisation shall not be required to state its reasons if, in its discretion, it rejects an application of membership.

6.3 Qualifications gained as a result of correspondence courses will not be deemed as adequate for membership.

6.4 Members shall be those whose applications have been accepted by the Membership Committee and who have paid the relevant subscription.

6.5 If a Member fails to renew the subscription fee and/or provide any other documentation required by the Secretary for membership when it becomes due, then the members shall cease to be a member 14 days after the due renewal date.

- 6.6 A member may terminate membership by informing the Membership Committee in writing.
- 6.7 Membership may be terminated by the Membership Committee or Professional Complaints Panel (PCP) after due consideration and enquiry.
- 6.8 Members must comply with all legal and statutory requirements in carrying out their professional practice.
- 6.9 Members must display in a prominent and public place, in the main or principal place of practice, their current membership certificate.
- 6.10 If a Member leaves the Organisation freely, or has their membership suspended or cancelled then their membership certificate must be returned to the Organisation.
- 6.11 Members shall be bound by the Organisations published 'SMTO Practice Standards: Code of Conduct, Performance and Ethics'.
- 6.12 Members shall be bound by the Organisations published 'SMTO Disciplinary & Complaints Policy' for dealing with infringements of the 'SMTO Practice Standards: Code of Conduct, Performance & Ethics' and other complaints.
- 6.13 Active members shall hold full Professional Indemnity and Public Liability Insurance of not less than the sum approved by the Membership Committee for the duration of their membership.

7. CATEGORIES OF MEMBERSHIP

- 7.1 Full Members
- 7.2 Student Members
- 7.3 Honorary Members

The Management and Membership Committees shall define the requirements of each type of membership.

8. CONTINUING PROFESSIONAL DEVELOPMENT (CPD)

- 8.1 All Members are expected to engage in ongoing Continuing Professional Development.
- 8.2 The Management Committee and Membership Committee, in line with the National Occupational Standards (NOS) for Massage, the General Council for Massage and Soft Tissue Therapies (GCMT) and the Complementary and Natural Healthcare Council (CNHC), shall decide on the minimum number of Continuing Professional Development (CPD) hours each Member should attain each year.
- 8.3 The 'SMTO Continuing Professional Development Policy' shall determine how CPD hours are awarded.
- 8.4 Practical CPD hours in excess of the minimum required for a particular year may be carried over for a maximum of three (3) years.

9. ANNUAL GENERAL MEETING

- 9.1 The Annual General Meeting (AGM) shall take place each year during either March or April.
- 9.2 The Management and Membership Committees shall together decide on the venue and date of the AGM.
- 9.3 At least six (6) weeks notice of the AGM should be given to all Members.
- 9.4 If notification is sent to the address or email address provided by the Member to the SMTO it is assumed that notification is given.

9.5 The Chairperson shall chair the AGM. In the absence of the Chairperson, the Secretary shall chair the AGM. If neither is available then the Membership Committee shall nominate a 'chairperson' for the AGM.

9.6 The Management Committee of the Organisation shall present reports at each Membership Committee meeting.

9.7 The minutes of the preceding AGM shall be presented for adoption at the AGM.

9.8 The annual financial accounts shall be presented for adoption at the AGM.

9.9 The members of the Membership Committee shall be elected at the AGM subject to 3.3.

9.10 Written nominations, with a proposer and seconder from the Membership, for Membership Committee positions should be lodged with the Secretary not less than three (3) weeks before the AGM.

9.11 Only Full Members of the Organisation are entitled to vote at the AGM.

9.12 A quorum of at least five (5) members, who are entitled to vote, is required for an AGM.

9.13 The following shall be entitled to attend the AGM:

9.13.1 Full Members whose membership is current

9.13.2 Guests invited by the Membership Committee

9.13.3 Student members

9.14 All proposals for consideration at the AGM must be submitted in written format (hard copy, email) to the Secretary not less than three (3) weeks before the AGM. The Secretary shall circulate these proposals in written or electronic format to all members who are entitled to vote at the AGM at least seven (7) days prior to the AGM.

9.15 Any suggested alteration to membership fees by the Management and Membership Committees shall be proposed and voted on at the AGM.

9.16 Amendments to the constitution may only be proposed at an Annual General Meeting (AGM) or at an Extraordinary General Meeting (EGM)

9.17 Proposed amendments to the constitution must be submitted to the Secretary at least five (5) weeks before and AGM or EGM and circulated to all members who are entitled to vote at these meetings at least seven (7) days prior to the meeting in question.

9.18 The proposer of a proposal or an amendment to the constitution must be present at the AGM or EGM to propose the proposal or amendment.

9.19 Individual members who are entitled to vote at AGMs and the Membership Committee may propose proposals or amendments to the constitution.

9.20 A simple majority of votes cast shall be required for any proposal to be carried. In the event of a tie vote the 'chairperson' of the meeting shall have a second or casting vote.

9.21 A simple majority of votes cast shall be required for any alteration to membership fees to be carried. In the event of a tie vote the 'chairperson' of the meeting shall have a second or casting vote.

9.22 A simple majority of votes cast shall be required for amendments to the constitution to be passed. In the event of a tie vote the 'chairperson' of the meeting shall have a second or casting vote.

9.23 The AGM may elect members to sub-committees if requested to so do by the Membership Committee.

10. EXTRAORDINARY GENERAL MEETINGS (EGM)

10.1 An Extraordinary General Meeting (EGM) may be convened by the Management Committee, Membership Committee or on a written request signed by at least twenty five (25) Full Members for a stated purpose.

10.2 The discussion at an EGM may only consider matters relating to the stated purpose of the meeting.

10.3 Members should be given at least fourteen (14) days notice of an EGM.

10.4 The proposal(s) to be discussed at an EGM must be circulated to all members at least seven (7) days prior to the meeting

10.5 Only Full Members of the Organisation are entitled to vote at an EGM.

10.6 A quorum of at least five (5) members, who are entitled to vote, is required for an EGM.

11. COMMITTEE MEETINGS

11.1 The Management & Membership Committees shall meet at least 3 times each year for a Committee meeting.

11.2 The Chairperson shall chair all meetings of the Membership Committee. In the absence of the Chairperson, the Secretary shall chair such meetings. If neither is in attendance then the Members present shall elect someone to manage the meeting.

11.3 The minutes of each Committee meeting shall be recorded, and proposed, seconded and accepted by the committee at the subsequent meeting. Any amendments to the minutes shall be agreed by the committee prior to the adopting of such minutes.

11.4 The minutes of the Committee meeting are the legal record of the meeting.

11.5 The Management Committee of the Organisation shall present reports at each Committee meeting.

11.6 The Management and Membership Committees may establish such sub-committees as required. A member of the Management or Membership Committee shall be a member of each sub-committee whether it is established by the AGM or themselves.

11.7 The Management and Membership Committees shall decide on the requirements for membership of the SMTO and on the Annual Membership subscription. Any suggested alteration to membership fees shall be proposed and voted on at the AGM.

11.8 A quorum for a meeting of the Management and Membership Committees shall be three (3) of its membership.

11.9 Voting at Committee meetings shall be by simple majority. In the event of a tie vote the 'chairperson' shall have an additional or casting vote.

12. DUTIES OF MANAGEMENT COMMITTEE

12.1 The Chairperson:

12.1.1 The Chairperson shall be a Company Director of the limited company set up as the Organisation.

12.1.2 The Chairperson shall be entitled to attend all meetings of the Organisation

12.1.3 The Chairperson shall chair the AGM, EGM and Executive Meetings of the Organisation

12.1.4 The Chairperson shall normally be the Spokesperson for the Organisation.

12.1.5 The Chairperson, with the Secretary and the Membership Committee shall be responsible for implementing the Policy of the Organisation.

12.1.6 The Chairperson, in consultation with the Secretary, shall be responsible for drawing up the agenda for meetings.

12.1.7 The Chairperson shall be responsible for ensuring that decisions of the AGM and the Membership Committee are carried out and ensuring that all Management Committee carry out their duties.

12.1.8 The Chairperson shall be a signatory for signing cheques drawn on the Organisation's bank account.

12.1.9 The Chairperson, in conjunction with the Secretary and the Membership Committee, shall decide on membership fees to be paid by members and all other fees charged by the Organisation for services which it provides. Any suggested alteration to membership fees shall be proposed and voted on at the AGM.

12.1.10 The Chairperson shall be responsible for working with the General Council for Massage and Soft Tissue Therapies (GCMT) in developing and maintaining standards

12.2 The Secretary

12.2.1 The Secretary shall be a Company Director of the limited company set up as the Organisation.

12.2.2 The Secretary shall be responsible for minute taking at meetings, circulating minutes of meetings to those entitled to receive them and ensuring that past minutes are kept safely.

12.2.3 At the conclusion of his/her term of office all SMTO minutes, correspondence and other documentation must be passed on to the new Secretary.

12.2.4 The Secretary shall keep a record of all correspondence sent and received on behalf of the SMTO.

12.2.5 The Secretary, in consultation with the Chairperson, shall draw up the agenda for meetings. The Secretary is responsible for circulating agendas prior to meetings.

12.2.6 The Secretary is responsible for the day-to-day administration of the SMTO.

12.2.7 The Secretary shall act at all times in accordance with the policy of the SMTO.

12.2.8 The Secretary shall carry out such duties and responsibilities as are assigned by the Chairperson and/or Membership Committee.

12.2.9 The Secretary shall be responsible for organising the Annual General Meeting and other meetings in accordance with the wishes of the Chairperson and/or Membership Committee.

12.2.10 The Secretary is responsible for ensuring the proper financial management of the SMTO. The Management Committee are responsible for the finances of the SMTO.

12.2.11 The Secretary shall be responsible for the preparation, in conjunction with the auditor of the SMTO accounts, and presentation of the Annual Financial Report to the AGM.

12.2.12 The Secretary, in conjunction with the Chairperson and the Membership Committee, shall decide on membership fees to be paid by members and all other fees charged by the Organisation for any services which it provides. Any suggested alteration to membership fees shall be proposed and voted on at the AGM.

12.2.13 The Secretary shall be responsible for SMTO publications, website updating and maintenance and the communication of relevant information to the membership.

12.2.14 The Secretary shall ensure that all matters pertaining to the Continuing Professional Development (CPD) of members are reviewed and updated, on a regular basis.

12.2.15 The Secretary shall ensure that education providers of basic and ongoing training/education are informed of the standards required by the SMTO for membership and provision of Continuing Professional Development (CPD).

12.2.16 The Secretary shall be responsible for the provision of support, information and liaison with the Regional Representatives.

12.2.17 The Secretary shall be responsible for initial discussions of any complaint that the SMTO receives.

12.2.18 The Secretary shall be responsible for initiating and ensuring that the correct procedures are followed as set out in the SMTO Disciplinary & Complaints Policy.

12.2.19 The Secretary shall be responsible for the administration of the Organisation as a verifying organisation for the Complementary and Natural Healthcare Council (CNHC).

13. REGIONAL STRUCTURE

13.1 The Organisation has a Regional Structure. The Membership Committee shall define what constitutes a Region.

13.2 Regional Representatives are expected to communicate with the Membership Committee through the Secretary.

13.3 Regional Representatives do not have a vote at Membership Committee meetings.

13.4 Regional Representatives shall be the point of contact for all new and existing members in their Region.

14. ELECTIONS

14.1 The election of the Membership Committee shall take place at the AGM.

14.2 Written nominations, with a proposer and seconder from the Membership, for Membership Committee positions should be lodged with the Secretary not less than three (3) weeks before the AGM.

14.3 Members who are nominated for a position on the Membership Committee must indicate their willingness to be proposed and seconded verbally at the AGM or if, for some valid reason, they cannot attend the AGM then in writing with the Secretary prior to the AGM

14.4 If there is only one nomination for a position that person shall be declared elected.

15. PROPERTY AND RESOURCES

15.1 The property and resources of the Organisation shall be administered by the Management Committee

15.2 All financial income of the Organisation shall be lodged in a bank account or accounts in the name of the Organisation

15.3 Payments made by the Organisation shall be by cheque or other electronic means approved by the Management Committee

15.4 The Organisation shall maintain a bank account or accounts in which all monies of the Organisation are lodged. The account(s) shall be maintained by the Secretary. The Chairperson shall be a signatory for signing cheques drawn on the Organisation's bank account.

15.5 Properly vouched expenses shall be paid to members of the Management and Membership Committees and others for expenses incurred in carrying out their duties on behalf of the Organisation. The Membership Committee shall determine the criteria for legitimate expenses.

15.6 An archive of past documentation should be maintained by the Membership Committee.

15.7 All recorded minutes, account books, correspondence and any other documentation whose origin or destination was the Organisation is the property of the Organisation and not of any particular Membership Committee member.

16. DISBANDING

16.1 The Organisation may be disbanded by a proposal passed by the Company Directors.

16.2 Any property and resources of the SMTO remaining after the final accounts are discharged shall be transferred, in the first instance, to a successive Organisation, if such is established, and if not to such worthy causes as agreed by the Management Committee, in conjunction with the Membership Committee

17. AMENDMENTS TO THE CONSTITUTION

17.1 All amendments to the constitution shall require a simple majority of votes cast in order to be passed.

17.2 Proposed amendments to the constitution must be submitted to the Secretary at least five (5) weeks before an AGM or EGM and circulated to all members who are entitled to vote at these meetings at least seven (7) days prior to the meeting in question.

17.3 The proposer of an amendment to the constitution must be present at the AGM or E.G.M. to propose the amendment.

17.4 Amendments to the constitution come into effect immediately after the meeting at which they were passed.

This Constitution was Adopted at the SMTO AGM on Saturday 29th March 2014 and became effective from that date.