



Irish Association for Counselling and Psychotherapy

***Irish Association for
Counselling & Psychotherapy Ltd***

Motion for 2013 AGM

MOTION:

The membership hereby ratify the revised IACP Memorandum, Articles of Association, Regulations and Bye Laws of the Association as put before the members.

RATIONALE FOR THE MOTION:

Following the advice of the IACP solicitor, all company documentation has been reviewed and updated and must be passed at an AGM before being filed at the Companies Registration Office.

Proposed by: Bernie Darcy

Seconded by: Séamus Sheedy

The following pages contain the supporting information for this motion.



Printed on Recycled Paper

Contents

	<i>page</i>
IACP Sub-Regulations - Amended - Proposed New Text	2
IACP Original Regulations	7
IACP Articles of Association	14
IACP Memorandum of Association	24
IACP Bye Laws	28

PROPOSED NEWTEXT FOR IACP REGULATIONS DOCUMENT

Sub-Regulations

A. GENERAL REGULATIONS FOR IACP SUB-COMMITTEES

1. 'Regulations' means the internal procedures as adopted by the members.
2. All policy decisions and procedures arrived at by sub-committees and Regional committees must be considered by the Standards committee before being decided upon and ratified by the National Executive committee.
3. All changes must have an enactment date which allows for adequate notice for the publication of changed criteria.
4. Minutes of attendance and content of every meeting shall be recorded and submitted to the IACP office, which will circulate them to the members of the particular Regional or other sub-committee.
5. Expenses incurred in the business of the Regional or other sub-committees shall be claimed from the IACP office on the current Expenses Claim Sheet and subsequently reimbursed.
6. At Regional sub-committee and other sub-committee meetings a quorum shall be at least fifty per cent of the committee membership. (In the case of Regional sub-committees at least two officers shall be present. A committee of five shall have a quorum of three; a committee of eight shall have a quorum of four etc.)
7. Membership of sub-committees shall normally be open only to accredited members. Where appropriate an Extern who is neither an accredited nor a non-accredited member of IACP may be appointed to attend meetings.
8. The IACP Administrator may attend to take minutes and to expedite the required secretarial functions.
9. All appointments shall be ratified by the Executive Committee.
10. Members shall normally serve for a term of three years, which may be extended for a further three years subject to ratification by the Executive Committee. Where possible the retirement/resignation of committee members shall be staggered so that there is a continuity of expertise.
11. Members of all sub-committees are required to declare, at the meeting where it is relevant, their knowledge of any information which might result in a conflict of interest.
12. Sub-committee members shall observe due confidentiality about sensitive information, especially where it pertains to individuals.
13. Each sub-committee must ensure that its procedures are accurately described in the IACP Information Sheet for that sub-committee.
14. Meetings shall be held regularly, at the discretion of the sub-committee, depending on the volume of work, with a minimum of four meetings per year.

15. The structure of sub-committee meetings shall take the form considered by each sub-committee as most efficient for its purposes.
16. The number of members of each sub-committee shall be sufficient to deal with the workload of the committee, with a minimum of three members.
17. A small celebratory gift of a sum of money approved by the Executive committee shall, where possible, be allocated to each Regional sub-committee and other sub-committee of IACP, once per year.

B. STANDARDS SUB-COMMITTEE

1. The purpose of this sub-committee is to meet at least three times per year to consider and review course recognition, individual and supervisor accreditation criteria, complaints procedures and standards generally. The Committee should also interpret and clarify regulations on standards where difficulties arise. Proposals for change in course recognition, individual or supervisor accreditation criteria or complaints procedures, or any other standards (possibly including an overview of the Memorandum and Articles of Association), must be put before the Standards Committee whose considered opinion shall be conveyed to the Executive Committee before ratification.
2. The Standards sub-committee shall consist of at least one representative from the Accreditation, Course Recognition, Supervision and Complaints Sub-Committees and the Executive Committee. This does not mean the exclusion of representatives of other sub-committees when appropriate. Where members are not able to attend, substitutes may take their place.
3. If one of the named sub-committees is not represented at a Standards Sub-Committee meeting, no decision will be taken by the Standards Sub-Committee relating to that sub-committee.
4. All communications to the Standards Sub-Committee shall be sent to other sub-committees where necessary, so that when the sub-committee representatives meet at the Standards Sub-Committee meeting they will have had an opportunity to discuss the communication with the remainder of their sub-committee.
5. When recommendations from sub-committees have been reviewed and amended where necessary by the Standards Sub-Committee, these recommendations shall be sent to the Executive Committee. On acceptance of these recommendations by the Executive Committee, the relevant sub-committee shall be informed of their ratification. Should the Recommendations not be accepted by the Executive Committee, they shall be returned to the Standards Sub-Committee for further review.

C. REGIONAL SUB-COMMITTEES

1. In order to ensure a manageable structure and comprehensive coverage of all of Ireland the number of Regional committees should ideally not exceed the Health Board areas.
2. The Executive retains the right to be the final arbiter in the setting up of a Regional committee of IACP and on all matters of policy and procedure.

3. The Cathaoirleach and Leas Cathaoirleach shall be accredited members.
4. Only accredited members may vote at an inaugural meeting.
5. Regional committees shall consist of not less than five members and not more than nine. Regional committee members will be elected at the inaugural meeting, by majority vote.
6. Following the establishment of a Regional committee only those members who are accredited, or non-accredited members who are actively working towards accreditation, may serve on Regional committees or vote at Regional committee meetings.
7. Complaints relating to the running of a Regional committee, which cannot be resolved locally, may be referred to the national Executive Committee.
8. Where a committee member cannot serve the full term of office, the Regional committee may co-opt a Regional member of similar or higher membership status to serve until the next AGM.
9. The Regional committee shall take minutes of each meeting, which shall be kept in a Minutes Book. Copies of such minutes shall be circulated to each Regional committee member and to the Head Office Administrator.
10. At the Annual General Meeting of every subsequent year all committee members other than the officers of the Regional committee shall retire from office every year and be eligible for re-election.
11. A cash float shall be made available to each Regional committee to allow the business of the committee to be enacted.
12. A statement of financial transactions shall be submitted to the Executive Committee at the end of each calendar year.
13. The representative of a Regional committee on the Executive Committee shall present, where possible, a monthly report of the activities of the Regional committee.
14. A Report of the activities of the Regional committee shall be presented at each national Annual General Meeting of IACP.

D. COMPLAINTS SUB-COMMITTEE

1. The purpose of this sub-committee is to provide a means of processing any complaint about an infringement of the Code of Ethics and Practice of the Irish Association for Counselling and Psychotherapy on the part of any Member of the IACP. Where possible and appropriate, an amicable solution will be sought.
2. With reference to attendance at meetings, due to the sometimes lengthy nature of Complaints investigations the Complaints Committee may claim some discretion to waive the General Regulation A4.

E. COURSE RECOGNITION SUB-COMMITTEE

The purpose of this sub-committee is to assess courses that have applied for IACP recognition, to monitor courses that are recognised and to recommend course recognition criteria.

1. Accredited members may apply to the Course Recognition Sub-Committee to become a member of that Sub-Committee. The Course Recognition Committee may have up to twelve members, two of which may be non IACP Members with an Educational background.
2. Members shall have experience of course training. (When a course has been recognised, it is expected that one member of staff from that organisation will serve a period on this Committee.)
3. Applicants must not be involved with, be employees of, or, have any commercial involvement with any Counselling / Psychotherapy / Psychology course in Ireland and Northern Ireland, at present or for a period of at least two (2) years.”
4. Terms of office for membership is a maximum of 8 years.

F. SUPERVISION SUB-COMMITTEE

1. The purpose of the Supervision Sub-Committee is to assess applications for supervisor accreditation and to recommend criteria for supervisor accreditation or any other issues pertaining to supervision.
2. With the exception of one member (point 3) all members of the Supervision Sub-Committee must be Accredited Supervisors of IACP.
3. A committee place for 1 accredited member who is not an Accredited Supervisor (to serve one 3 year term only)
4. A committee place for up to 2 retired supervisor members (to serve one 3 year term only).
5. For all other supervision committee members, membership shall be for a minimum of 2 years and a maximum of 2 consecutive terms (6yrs)
6. Minutes to be circulated to the Professional Services Manager

G. ACCREDITATION SUB-COMMITTEE

1. The purpose of the Accreditation Sub-Committee is to assess applications for IACP individual accreditation and to recommend criteria for accreditation and any other issues pertaining to accreditation.
2. The desirable number of members of this sub-committee is ten.
3. Members of the Accreditation Sub-Committee shall be accredited members of at least two years' standing.
4. There shall be two Administration meetings per year.
5. The committee shall hold four assessment meetings per year.
6. Members shall be required to attend at least four of the six meetings of this sub-committee each year.

H. ETHICS SUB-COMMITTEE

1. The purpose of the Ethics sub-committee is:
 - To formulate codes of ethics and practice for IACP;
 - To raise issues relating to the implementation of such codes;
 - To advise and comment on ethical issues;
 - To promote training of members and office staff about ethical issues.
2. The desirable number of members shall be between three and five.

I. FINANCE COMMITTEE

That a finance committee be selected to advise on financial matters with regards to IACP. This committee to comprise no less than 5 representatives, with at least 3 of the representatives being IACP accredited members

J. CPD SUB-COMMITTEE

That IACP extend the brief of the CPD sub-committee to allow it to promote the use of and monitor the efficacy of the new framework for accredited members.

K. COMPLAINTS AGAINST COURSES COMMITTEE

ORIGINAL TEXT FOR IACP REGULATIONS DOCUMENT

Regulations

The following sections have been amended / deleted from the IACP Regulations document:

- 1. The title of the document.**
- 2. Sections 4, 5, 11, 21, B3, B4, C1, C4, C5, C9, C12, C15, C21, G4**

Please see original documents for details.

A. GENERAL REGULATIONS FOR IACP SUB-COMMITTEES

1. 'Regulations' means the internal procedures as adopted by the members.
2. All policy decisions and procedures arrived at by sub-committees and Regional committees must be considered by the Standards committee before being decided upon and ratified by the National Executive committee.
3. All changes must have an enactment date which allows for adequate notice for the publication of changed criteria.
4. Sub-committee members shall attend a minimum of two thirds of meetings in any calendar year. Where three consecutive meetings are missed the member shall resign and allow a substitute to be nominated and ratified.
5. Where necessary, professional advice, information and support may be sought from and supplied to other sub-committees. Professional advice and support may also be sought from IACP members or from outside the IACP without disclosing non-essential information.
6. Minutes of attendance and content of every meeting shall be recorded and submitted to the IACP office, which will circulate them to the members of the particular Regional or other sub-committee.
7. Expenses incurred in the business of the Regional or other sub-committees shall be claimed from the IACP office on the current Expenses Claim Sheet and subsequently reimbursed.
8. At Regional sub-committee and other sub-committee meetings a quorum shall be at least fifty per cent of the committee membership. (In the case of Regional sub-committees at least two officers shall be present. A committee of five shall have a quorum of three; a committee of eight shall have a quorum of four etc.)
9. Membership of sub-committees shall normally be open only to accredited members. Where appropriate an Extern who is neither an accredited nor a non-accredited member of IACP may be appointed to attend meetings.

10. The IACP Administrator may attend to take minutes and to expedite the required secretarial functions.
11. Members of sub-committees shall be elected at a General Meeting of the Association. Unfilled places and casual vacancies may be filled by co-option at sub-committee level.
12. All appointments shall be ratified by the Executive Committee.
13. Members shall normally serve for a term of three years, which may be extended for a further three years subject to ratification by the Executive Committee. Where possible the retirement/resignation of committee members shall be staggered so that there is a continuity of expertise.
14. Members of all sub-committees are required to declare, at the meeting where it is relevant, their knowledge of any information which might result in a conflict of interest.
15. Sub-committee members shall observe due confidentiality about sensitive information, especially where it pertains to individuals.
16. Each sub-committee must ensure that its procedures are accurately described in the IACP Information Sheet for that sub-committee.
17. Meetings shall be held regularly, at the discretion of the sub-committee, depending on the volume of work, with a minimum of four meetings per year.
18. The structure of sub-committee meetings shall take the form considered by each sub-committee as most efficient for its purposes.
19. The number of members of each sub-committee shall be sufficient to deal with the workload of the committee, with a minimum of three members.
20. A small celebratory gift of a sum of money approved by the Executive committee shall, where possible, be allocated to each Regional sub-committee and other sub-committee of IACP, once per year.
21. Changes to regulations shall be ratified at a General Meeting of the Association.

B. STANDARDS SUB-COMMITTEE

1. The purpose of this sub-committee is to meet at least three times per year to consider and review course recognition, individual and supervisor accreditation criteria, complaints procedures and standards generally. The Committee should also interpret and clarify regulations on standards where difficulties arise. Proposals for change in course recognition, individual or supervisor accreditation criteria or complaints procedures, or any other standards (possibly including an overview of the Memorandum and Articles of Association), must be put before the Standards Committee whose considered opinion shall be conveyed to the Executive Committee before ratification.
2. The Standards sub-committee shall consist of at least one representative from the Accreditation, Course Recognition, Supervision and Complaints Sub-Committees and the Executive Committee. This does not mean the exclusion of representatives of other sub-committees when appropriate. Where members are not able to attend, substitutes may take their place.
3. The representative on the Standards Sub-Committee shall be elected by each sub-committee

4. Length of tenure shall not be an issue as the requirement is only that each sub-committee be represented.
5. If one of the named sub-committees is not represented at a Standards Sub-Committee meeting, no decision will be taken by the Standards Sub-Committee relating to that sub-committee.
6. All communications to the Standards Sub-Committee shall be sent to other subcommittees where necessary, so that when the sub-committee representatives meet at the Standards Sub-Committee meeting they will have had an opportunity to discuss the communication with the remainder of their sub-committee.
7. When recommendations from sub-committees have been reviewed and amended where necessary by the Standards Sub-Committee, these recommendations shall be sent to the Executive Committee. On acceptance of these recommendations by the Executive Committee, the relevant sub-committee shall be informed of their ratification. Should the Recommendations not be accepted by the Executive Committee, they shall be returned to the Standards Sub-Committee for further review.

C. REGIONAL SUB-COMMITTEES

1. On receipt of a request from members in a particular geographical area or in response to a perceived need, the Executive Committee will convene a meeting through the central office of IACP. Ideally Regional committees will follow the boundaries of the relevant Health Board areas.
2. In order to ensure a manageable structure and comprehensive coverage of all of Ireland the number of Regional committees should ideally not exceed the Health Board areas.
3. The Executive retains the right to be the final arbiter in the setting up of a Regional committee of IACP and on all matters of policy and procedure.
4. The office will convene an inaugural meeting by notifying members in the area, four weeks in advance.
5. At the inaugural meeting, nominees shall be proposed and seconded for the posts of Cathaoirleach and Leas Cathaoirleach, and the posts shall be filled by majority vote.
6. The Cathaoirleach and Leas Cathaoirleach shall be accredited members.
7. Only accredited members may vote at an inaugural meeting.
8. Regional committees shall consist of not less than five members and not more than nine. Regional committee members will be elected at the inaugural meeting, by majority vote.
9. A Treasurer and Secretary will be elected from among the Regional committee members at their first meeting following the inaugural meeting.
10. Following the establishment of a Regional committee only those members who are accredited, or non-accredited members who are actively working towards accreditation, may serve on Regional committees or vote at Regional committee meetings.
11. Complaints relating to the running of a Regional committee, which cannot be resolved locally, may be referred to the national Executive Committee.

12. Length of tenure for officers shall ideally be a minimum of three years with an option to serve a further three years subject to re-ratification by the Executive Committee.
13. Where a committee member cannot serve the full term of office, the Regional committee may co-opt a Regional member of similar or higher membership status to serve until the next AGM.
14. The Regional committee shall take minutes of each meeting, which shall be kept in a Minutes Book. Copies of such minutes shall be circulated to each Regional committee member and to the Head Office Administrator.
15. At the first Annual General Meeting following the inaugural meeting, all of the Regional committee members shall retire and be eligible for re-election. The two-year term of officers shall start from the first Annual General Meeting.
16. At the Annual General Meeting of every subsequent year all committee members other than the officers of the Regional committee shall retire from office every year and be eligible for re-election.
17. A cash float shall be made available to each Regional committee to allow the business of the committee to be enacted.
18. A statement of financial transactions shall be submitted to the Executive Committee at the end of each calendar year.
19. The representative of a Regional committee on the Executive Committee shall present, where possible, a monthly report of the activities of the Regional committee.
20. A Report of the activities of the Regional committee shall be presented at each national Annual General Meeting of IACP.
21. Each Regional sub-committee shall nominate a member and, if necessary, alternates to the national Executive Committee.

D. COMPLAINTS SUB-COMMITTEE

1. The purpose of this sub-committee is to provide a means of processing any complaint about an infringement of the Code of Ethics and Practice of the Irish Association for Counselling and Psychotherapy on the part of any Member of the IACP. Where possible and appropriate, an amicable solution will be sought.
2. With reference to attendance at meetings, due to the sometimes lengthy nature of Complaints investigations the Complaints Committee may claim some discretion to waive the General Regulation A4.

E. COURSE RECOGNITION SUB-COMMITTEE

The purpose of this sub-committee is to assess courses that have applied for IACP recognition, to monitor courses that are recognised and to recommend course recognition criteria.

1. Accredited members may apply to the Course Recognition sub-committee to become a member of that Sub-Committee. The Course Recognition Committee may have up to twelve members, two of which may be non IACP Members with an Educational

background

2. Members shall have experience of course training. (When a course has been recognised, it is expected that one member of staff from that organisation will serve a period on this Committee.)
3. Applicants must not be involved with, be employees of, or, have any commercial involvement with any Counselling / Psychotherapy / Psychology course in Ireland and Northern Ireland, at present or for a period of at least two (2) years.
4. Terms of office for membership is a maximum of 8 years.

F. SUPERVISION SUB-COMMITTEE

1. The purpose of the Supervision Sub-Committee is to assess applications for supervisor accreditation and to recommend criteria for supervisor accreditation or any other issues pertaining to supervision.
2. With the exception of one member (point 3) all members of the Supervision Sub-Committee must be Accredited Supervisors of IACP.
3. A committee place for 1 accredited member who is not an Accredited Supervisor (to serve one 3 year term only)
4. A committee place for up to 2 retired supervisor members (to serve one 3 year term only).
5. For all other supervision committee members, membership shall be for a minimum of 2 years and a maximum of 2 consecutive terms (6yrs).
6. Minutes to be circulated to the Professional Services Manager

G. ACCREDITATION SUB-COMMITTEE

1. The purpose of the Accreditation Sub-Committee is to assess applications for IACP individual accreditation and to recommend criteria for accreditation and any other issues pertaining to accreditation.
2. The desirable number of members of this sub-committee is ten.
3. Members of the Accreditation Sub-Committee shall be accredited members of at least two years' standing.
4. Nominations will come from the existing sub-committee and shall be ratified by the Executive Committee.
5. There shall be two Administration meetings per year.
6. The committee shall hold four assessment meetings per year.
7. Members shall be required to attend at least four of the six meetings of this sub-committee each year.

H. ETHICS SUB-COMMITTEE

1. The purpose of the Ethics sub-committee is:
 - To formulate codes of ethics and practice for IACP;
 - To raise issues relating to the implementation of such codes;
 - To advise and comment on ethical issues;
 - To promote training of members and office staff about ethical issues.
2. The desirable number of members shall be between three and five.

I. FINANCE COMMITTEE

That a finance committee be selected to advise on financial matters with regards to IACP. This committee to comprise no less than 5 representatives, with at least 3 of the representatives being IACP accredited members.

J. CPD SUB-COMMITTEE

That IACP extend the brief of the CPD sub-committee to allow it to promote the use of and monitor the efficacy of the new framework for accredited members.

K. COMPLAINTS AGAINST COURSES COMMITTEE

**Following the review,
the ARTICLES OF ASSOCIATION,
MEMORANDUM OF ASSOCIATION
and the
IACP BYE LAWS
remain *unchanged*.**

**These documents are included here
as together with the REGULATIONS,
they form the
COMPLETE IACP COMPANY INFORMATION.**

COMPANIES ACT 1963 TO 1999

Company limited by guarantee
And
Not having a share capital

ARTICLES OF ASSOCIATION

of the

Irish Association for Counselling and Psychotherapy Limited

DEFINITIONS

1.
 - “**The act**” means the Companies Act 1963 (No. 33 of 1963).
 - “**The directors**” means the directors for the time being of the Company or the directors present at a meeting of the board of directors and include any person occupying the position of director by whatever name called.
 - The “**Executive Committee**” means the board of directors of the Company.
 - “**Secretary**” means any person appointed to perform the duties of the secretary of the Company.
 - “**The office**” means the registered office for the time being of the Company.
 - “**Bye laws**” means the internal rules as adopted by the Company.
 - “**Regulations**” means the internal procedures as adopted by the members.
 - “**Code of ethics and practice**” means the code of professional practice as adopted by the members.
 - “**Register**” means the official list of voting and non-voting members of IACP Limited.
 - “**Counsellor**” means counsellor and psychotherapist; “**counselling**” means counselling and psychotherapy.

Expressions referring to writing shall, unless the contrary intentions appears, be construed as including references to printing, lithography, photography and any other modes of representing or reproducing words in a visible form.

Unless the context otherwise requires, words or expressions contained in these articles shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these Articles became binding on the Company.

OBJECTS

2. The Company is established for the objects expressed in the Memorandum of Association.

MEMBERS

3. Membership of IACP is membership of the national organisation and all membership subscriptions should be paid directly to the registered office of the Company, covering all categories of membership.
4. The number of Members with which the Company proposes to register is 5000, but the Executive Committee may from time to time register and increase members.
5. The first members of the Executive Committee will be the subscribers to the Memorandum of Association.

6. Membership of the Company shall be open to the following categories of organisations and individuals who have paid the annual subscriptions laid down from time to time by the Executive Committee.

(a) Individual Members

Individual members shall be grouped into such categories as may be laid down from time to time in the Bye Laws and Regulations.

(b) Organisational Members

Organisational Members shall be in such categories and have such rights to be represented as shall be laid down from time to time in the Bye Laws and Regulations of the Company.

7. The Executive Committee shall have the power to approve or reject any application for membership by any individual or organisation.
8. The Executive shall have the power to withdraw membership from any member of the Association for good and sufficient reason.

GENERAL MEETINGS

9. All general meetings shall be held in the state.
10. Subject to the Memorandum of the Company, the Company shall in each year hold a general meeting as its annual general meeting in addition to any other meetings in that year and shall specify the meeting as such in the notices calling it; and not more than 15 months shall elapse between the date of one annual general meeting of the Company and the next.
11. All general meetings other than annual general meetings shall be called extraordinary meetings.
12. The Executive Committee may convene an Extraordinary General Meeting whenever it deems it necessary and shall convene an EGM at the written request of at least one tenth of Accredited Members.
13. No business shall be transacted at any general meeting unless a quorum of member is present at the time when the meeting proceeds to business. Members present in person or

by proxy entitled to cast votes between them shall be the quorum, which shall be 5% of membership. If within half an hour from the time appointed for this part of the meeting a quorum is not present, the meeting if convened at the requisition of members, shall be dissolved; in any other case it shall be adjourned to a day, time and place as the executive board of directors may determine.

14. Proposed amendments to the Memorandum, Articles of Association, Bye Laws and Regulations can be decided only by a vote of two thirds majority of the members present and entitled to vote at an AGM or EGM.
15. Suggested amendments to the Memorandum, Articles of Association, Bye Laws and Regulations can be proposed and seconded by Accredited Members in writing and submitted to the Executive Committee at least 35 days before an AGM and an EGM and circulated to all members beforehand.
16. The Proposer of a motion may speak for no more than 5 minutes and the Seconder of a motion for no more than 3 minutes. Each speaker in subsequent debate may speak for no more than 3 minutes. If Proposer and Seconder of motion are not present, rather than the motion failing, a substitute Proposer or Seconder may be co-opted to the motion so that the motion stands to be heard.
17. Change to Motion 5 of 2006. If Proposer and Seconder of motion are not present, rather than the motion failing, a substitute Proposer or Seconder may be co-opted to the motion so that the motion stands to be heard.

NOTICE OF GENERAL MEETINGS

18. Subject to sections 133 and 141 of the Act, all general meetings shall be called by twenty one days' notice in writing at the least, and a meeting of the Company (other than an annual general meeting or a meeting for the passing of a special resolution) shall be called by fourteen days' notice in writing at the least. The notice shall be exclusive of the day on which it was served or deemed to be served and of the day on which it is given and shall specify the place, the day and the hour of meeting and, in the case of special business, the general nature of that business and shall be given, in manner hereinafter mentioned to such persons as are, under articles of the Company, entitled to receive such notices of the Company.
19. The date for the next Annual General Meeting will be fixed at the previous Annual General Meeting.

VOTES OF MEMBERS

20. Voting shall be restricted to members, who have been deemed to be accredited by the Company and who have paid the annual membership subscriptions laid down from time to time by the Executive Committee.
21. Votes may be given personally or by proxy as laid down in the Bye Laws and Regulations.
22. Proxy voting may only be used for voting for the election of officers and not for voting on motions.

BODIES CORPORATE ACTING BY REPRESENTATIVE AT MEETINGS

23. Any body corporate which is a member of the Company may by resolution of its directors or other governing body authorise such a person as it thinks fit to act as its representative at any meeting of the Company, and the person so authorised shall be entitled to exercise the same powers on behalf of the body corporate which he/she represents as that body corporate could exercise if it were an individual member of the Company, depending on the category of membership that corporate body holds.

DIRECTORS

24. The members of the Executive Committee will be the Directors of the Company and such other persons as appointed by the Committee from time to time.
25. The Executive Committee shall consist of not less than seven and not more than eleven members, to be elected at the AGM by simple majority vote. Additionally Branch Committee representatives to be elected by the branch members shall be co-opted onto the Executive Committee.
26. Accredited Members only may serve as officers of the Executive Committee. Two Members only of the Executive Committee may be Non-Accredited Members, and the remaining portion shall be Accredited Members. Branch Committee representatives may be either Non-Accredited or Accredited Members. Corporate representatives may not be elected onto the Executive Committee under their corporate identity. They may be elected thereto under their individual membership.
27. A Cathaoirleach, Leas Cathaoirleach, Treasurer and Company Secretary shall be elected at an AGM as officers of the Company and of the Executive Committee, by simple majority vote.
28. The Executive Committee may be paid all reasonable expenses properly incurred in attending and returning from meetings of the Executive Committee or any committee of the Executive Committee or general meetings of the Company or in connection with the business of the Company.

BORROWING POWERS

29. The Executive Committee may exercise all the powers of the Company to borrow money and to mortgage or charge its undertaking and property or any part thereof, and to issue debentures, debenture stock and securities, whether outright or as security for any debt, liability or obligation of the Company or any third party.

POWERS AND DUTIES OF EXECUTIVE COMMITTEE

30. The business of the Company shall be managed by the Executive Committee, who may

pay all expenses incurred in promoting and registering the Company, and may exercise such powers of the Company as are not by the Act or by these Articles required to be exercised by the Company in general meeting, subject nevertheless to the provisions of the Act and of these Articles and to such directions, being not inconsistent with the aforesaid provisions, as may be given by the Company in general meeting; but no direction given by the Company in general meeting shall invalidate any prior act of the Executive Committees which would have been valid if that direction had not been given.

31. The Executive Committee may from time to time and at any time by power of attorney appoint any Company, firm or person or body of persons, whether nominated directly or indirectly by the Executive Committee, to be the attorney or the attorneys of the Company for such purposes and with such powers, authorities and discretions (not exceeding those vested in or exercisable by the Executive Committee under these Articles) and for such period and subject to such conditions as they think fit, and any such powers of attorney may contain such provisions for the protection and convenience of persons dealing with any such attorney as the Executive Committee may think fit, and may also authorise any such attorney to delegate all or any of the powers, authorities and discretions invested in him/her.
32. All cheques, promissory notes, drafts bills of exchange and other negotiable instruments, and all receipts for monies paid to the Company, shall be signed, drawn, accepted, endorsed or otherwise executed, as the case may be, by such person or persons and in such manner as the Executive Committee shall from time to time by resolution determine.
33. The Executive Committee shall cause minutes to be made in books provided for the purpose
 - a) Of all appointments of officers made by the Executive Committee
 - b) Of the names of the Executive Committee present at each meeting of the Executive Committee and any meeting of committees appointed by the Executive Committee
 - c) Of all resolutions and proceedings at all meetings of the Company, and of the Executive Committee, and of any meeting of committees appointed by the Executive Committee.

DISQUALIFICATION OF EXECUTIVE COMMITTEE

34. The office of Executive Committee member shall be vacated if the Executive Committee member -
 - a) Without the consent of the Company in general meeting holds any other office or place of profit under the Company; or
 - b) Is adjudged bankrupt or makes any arrangements or composition with his/her creditors; or
 - c) Becomes prohibited from being a Executive Committee member by reason of any order made under section 184 of the Act; or
 - d) Becomes of unsound mind; or
 - e) Resigns his/her office by notice in writing to the Company; or
 - f) Is convicted of an indictable offence unless the Executive Committee otherwise determine; or

- g) Is directly or indirectly interested in any contract with the Company and fails to declare the nature of his interest in manner required by section 194 of the Act; or
- h) Is requested to resign by the other members of the Executive Committee by a majority vote at an Executive Committee meeting.

VOTING ON CONTRACTS

- 35. An Executive Committee Member may not vote in respect of any contract in which he is interested or any matter arising thereout.

ROTATION OF EXECUTIVE COMMITTEE

- 36. a) A member who is appointed Cathaoirleach in their sixth year on the Executive Committee shall be allowed continue for another year in order to fulfil that role for a two year term.
b) At the first annual general meeting of the Company, all the Executive Committee members shall retire from office. At the annual general meeting of every subsequent year, all the Executive Committee members other than the officers of the Company shall retire from office every year.
- 37. The Cathaoirleach, Leas Cathaoirleach, Treasurer and Company Secretary shall serve for a term of two years only and will be eligible for re-election to a different office. An officer may be re-elected for a second two year term in particular officership but no member can serve more than six consecutive years as an officer.
- 38. A retiring Executive Committee member who is not currently serving as an officer shall be eligible for re-election, but may not serve for more than six consecutive years.
- 39. The Executive Committee shall have power at any time, and from time to time, to appoint any person to be an Executive Committee member, either to fill a casual vacancy or as an addition to the existing Executive Committee, but so that the total number of Executive Committee members shall not at any time exceed the number fixed in accordance with these Articles. Any Executive Committee member so appointed shall hold office only until the next annual general meeting, and shall then be eligible for re-election.
- 40. The Company may by ordinary resolution of which extended notice has been given in accordance with section 142 of the Act remove any Executive Committee member before the expiration of this period of office, notwithstanding anything in these Articles or in agreement between the Company and such Executive Committee member. Such removal shall be without prejudice to any claim, such Executive Committee member may have for damages for breach of any contract of service between him/her and the Company.

PROCEEDINGS OF EXECUTIVE COMMITTEE

- 41. The Executive Committee may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be

decided by a majority of votes. Where there is an equality of votes, the Cathaoirleach shall have a second or casting vote. An Executive Committee member may, and the Secretary on the requisition of an Executive Committee member shall, at any time summon a meeting of the Executive Committee. If the Executive Committee so resolve it shall not be necessary to give notice of a meeting of the Executive Committee to any Executive Committee member who being resident in the State is for the time being absent from the State.

42. The quorum necessary for the transaction of the business of the Executive Committee may be fixed by the Executive Committee, unless so fixed shall be the three officers, Cathaoirleach, Leas Cathaoirleach and Treasurer.
43. The continuing Executive Committee members may act notwithstanding any vacancy in their number but, if and so long as their number is reduced below the number fixed by or pursuant to the articles of the Company as the necessary quorum of the Executive Committee, the continuing Executive Committee members may act for the purpose of increasing the number of the Executive Committee to that number or of summoning a general meeting of the Company, but for no other purpose.
44. The Executive Committee may elect a Cathaoirleach for their meetings and determine the period for which that person is to hold office; but, if no such Cathaoirleach is elected, or if at any meeting the Cathaoirleach is not present within five minutes after the time appointed for holding the same, the Executive Committee present may choose one of their number to be Cathaoirleach of the meeting.
45. The Executive Committee may delegate any of their powers to committees consisting of such member or members as they think fit; any committee so formed shall, in the exercise of the powers delegated, conform to any regulations that may be imposed on it by the Executive Committee.
46. A committee may meet and adjourn as it thinks proper.
47. All acts done by any meeting of the Executive Committee or by any person acting as an Executive Committee member shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such Executive Committee member or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be an Executive Committee member.

SECRETARY

48. The secretary shall be appointed by the Executive Committee for such term and at such remuneration and upon such conditions as they may think fit; and any such secretary so appointed may be removed by the Executive Committee.
49. A provision of the Act or these articles requiring or authorising a thing to be done by or to an Executive Committee member and the secretary, shall not be satisfied by its being done by or to the same person acting both as Executive Committee member and as, or in place of, the secretary.

SUB-COMMITTEES

50. The Executive Committee may appoint sub committees in response to a perceived need and all such sub committees shall make recommendations to the Executive Committee. All proposals and final decisions will be ratified by the Executive Committee.
51. The Executive Committee shall lay down regulations for each sub committee and shall have the power to change these when it is deemed necessary.
52. All moneys connected with these sub committees shall be paid to, and administered from, the registered office of the Company.
53. The Executive Committee may establish where required local branch committees and divisions and other categories of membership.
54. The Executive Committee shall have the power to dissolve any sub committee, branch or division or any category of membership at any time.

ACCOUNTS

55. The Executive Committee shall cause proper books of account to be kept relating to -
 - a) All sums of money received and expended by the Company and the matters in respect of which the receipt and expenditure takes place;
 - b) All sales and purchases of goods by the Company; and
 - c) The assets and liabilities of the Company.

Proper books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of the Company's affairs and to explain its transactions.
56. The books of account shall be kept at the registered office or, subject to section 147 of the Act, at such other place as the Executive Committee thinks fit, and shall at all reasonable times be open to the inspection of the members of the Executive Committee or the auditors of the Company.
57. The Executive Committee shall from time to time determine whether and to what extent and at what time and places and under what conditions or regulations the accounts and books of the Company or any of them shall be open to the inspection of members not being Executive Committee members, and no member (not being an Executive Committee member) shall have right of inspecting any account or book or document of the Company except as conferred by statute or authorised by the Executive Committee or by the Company in general meeting.
58. The Executive Committee shall from time to time in accordance with sections 148, 150, 157 and 158 of the Act cause to be prepared and to be laid before the Annual General Meeting of the Company such profit and loss accounts, balance sheets, group accounts and reports as are required by those sections to be prepared and laid before the Annual General Meeting of the Company.

59. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Annual General Meeting of the Company together with a copy of the Executive Committee's report and auditors' report shall, not less than 21 days before the date of the Annual General Meeting, be sent to every person entitled under the provisions of the Act to receive them.
60. Annual Audited Accounts shall be kept and made available to the Revenue Commissioners on request.

AUDIT

61. Auditors shall be appointed and their duties regulated in accordance with sections 160 and 163 of the Act.

NOTICES

62. A notice may be given by the Company to any Member either personally or by electronic communication or by sending it by post to him/her to his/her registered address. Where a notice is sent by electronic communication or by post, the service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice, and to have been effected in the case of a notice of a meeting at the expiration of three days after the letter containing the same is posted or sent via electronic communication, and in any other case at the time at which the letter would be delivered in the ordinary course of post or electronic communication.
63. Notice of every general meeting shall be given in any manner hereinbefore authorised to -
 - a) every member, except those members who have no registered address within the island of Ireland.
 - b) the auditor for the time being of the Company.

DIVIDENDS AND RESERVES

64. Any appreciations or surpluses realised, profits, interests, bonuses, or dividends received, or other gains, resulting from the business activities of the Company, and arising after accounting for and charging legitimate expenses, salaries, fees, and other charges, whether administrative or otherwise, shall not be available for distribution among the Company's Members.
65. If upon winding up or dissolution of the Company there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Company but shall be given or transferred to some other charitable institution or institutions having objects similar to the objects of the Company and which shall prohibit the distribution of its or their income and property to an extent at least as great as is imposed on the Company under or by virtue of the Memorandum of Association, such institution or institutions to be determined by the Members of the Company at or before the time of dissolution, and in so far as effect cannot be given to such provisions, then to some charitable object.

ALTERATIONS

66. No additions, alterations or amendments shall be made to or in the provisions of the Memorandum of Association for the time being in force unless the same shall have been previously submitted to and approved in writing by the Revenue Commissioners.

MEMORANDUM OF ASSOCIATION

of the

Irish Association for Counselling and Psychotherapy Limited

IACP MEMORANDUM

1. The name of the company is The Irish Association for Counselling and Psychotherapy.
2. The registered office will be located in Ireland.
3. The Main objects of the Company are:
 - a) To educate members of the counselling/psychotherapy profession, both full and part-time counsellors/psychotherapists, working in either professional or voluntary settings with a view to raising the standards of counselling/ psychotherapy for the benefit of the community and in particular for those who are the recipients of counselling/psychotherapy by providing educational workshops, a journal, and by validating courses which lead to professional accreditation, etc.
 - b) To educate and to foster public awareness of the nature and benefits of counselling/ psychotherapy and therapy by the provision of educational courses, a register of professionally trained counsellors and psychotherapists, a code of ethics, a complaints procedure, a telephone referral service, a journal, and practical workshops.
 - c) To educate other professionals who are concerned with the development and participation in society of those impaired by mental, physical, social or emotional dysfunction through the provision of a referral service, practical workshops, articles and an educational journal.
4. The subsidiary objects which are ancillary to and for the implementation of the Company's main objects are:
 - a) To set and maintain standards for the counseling/psychotherapy profession.
 - b) To develop a Code of Ethics and Practice for the protection of the public and to assist practitioners in maintaining high standards.
 - c) To represent counselling/psychotherapy at national level, and to provide liaison between kindred organisations.
 - d) To publish for members and the public a journal of academic, educative and practical interest, to produce publications about counselling/psychotherapy and to disseminate information about counselling both Irish and international.

- e) To foster research in counselling/psychotherapy.
 - f) To publish a newsletter for members about the activities of the Company, providing a forum for communication between members, and between members and the Company.
 - g) To provide training events for members and information and other relevant sessions for the public.
 - h) To provide a referral and information service.
 - i) To set up and administer systems for the accreditation of counsellors/psychotherapy, supervisors, trainers and training courses and agencies concerned with counselling.
 - j) To publish a register of accredited members which may include their qualifications, experience and other information deemed appropriate.
 - k) To establish appropriate local structures to provide education, support and information about counselling/psychotherapy to both members and the public
5. The Company should be empowered to do the following:
- a) To act as trustee either alone or jointly with another trustee of all real and personal property of which the Company may be appointed as trustee or as a sole trustee and to exercise all powers over and do all acts or things which and in relation to the property of which the Company maybe a trustee, which an absolute legal owner of such property might lawfully exercise or do subject to any restriction imposed by the trust effecting such property, or by Law.
 - b) To hold any property in trust for the main objects of the Company.
 - c) To administer any trust.
 - d) To effect insurances and take such other measures as may be considered necessary or expedient for the purpose of safeguarding and securing the Company and its Directors and members and property and any property of which the company may be owner, trustee, manager, agent, or custodian, against liability for loss and damage of any description.
 - e) To seek donations, funds, or other financial support for the charitable objects of the Company; meet, represent and in particular to enter into negotiations and agreements with local authorities, Irish Government Departments, organisations, agencies and other bodies, churches, or institutions on behalf of the Company's objects.
 - f) To employ such persons as are deemed necessary from time to time in furtherance of the company's main objects.
 - g) To purchase, take or lease, accept as a gift, or other wise acquire real and personal property of every description, including land of any tenure, or any estate or interest in lands, or property and if so authorised under the terms of the gift, donation or bequest, to carry out all acts in relation to such property as the Company might legally undertake and in particular the collection and the investment of money and the sale of property.
 - h) To take or otherwise acquire and to hold shares and securities by any company and to sell, hold, re-issue with or without guarantee or other wise deal with the same.
 - i) To develop and turn to account any land acquired by the company or in which it is interested, and in particular by laying out and preparing the same for building purposes, constructing, altering, pulling down, decorating, maintaining, fitting up and improving buildings, and conveniences, and by planting, paving, draining, farming, cultivating, letting

on building lease or building agreement and by advancing money to and entering into contracts and arrangements of all kinds with third parties.

j) To borrow or raise or secure the payment of money for the purpose of or in connection with the Company's business and for the purpose of or in connection with borrowing or raising of money by the Company to become a member of any Building Society and to mortgage and charge the undertaking and all or any or the real and personal property and assets present or future, and all or any of the uncalled capital for the time being of the Company and to issue at par or at premium or discount, and for such consideration and with and subject to such rights, powers, privileges and conditions as may be thought fit, to debentures or debenture stock, either permanent or redeemable or repayable, and collaterally or further to secure any securities of the company by a trust or other assurance.

k) To issue and deposit any securities which the company has power to issue by way of mortgage to secure any sum less than the nominal amount of such securities, and also by way of security for the performance of any contracts or any obligations of the Company or its customers or other persons or corporations having dealings with the company, or in whose business or undertakings the company is interested, whether directly or indirectly.

l) To receive money on loan upon such terms as the Company may approve, and to guarantee the obligations and contracts of any person or corporation.

6. Income and property

The income and property of the company shall be applied solely towards the promotion of its main object(s) as set forth in this Memorandum of Association. No portion of the company's income and property shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to members of the Company. No Director shall be appointed to any office of the company paid by salary or fees, or receive any remuneration or other benefit in money or money's worth from the Company. However nothing shall prevent any payment in good faith by the company of:

- a) Reasonable and proper remuneration to any member, officer or servant of the Company (not being a Director) for any services rendered to the Company.
- b) Interest at a rate not exceeding 5% per annum on money lent by Directors or other members of the Company to the Company.
- c) Reasonable and proper rent for premises demised and let by any member of the company (including any Director) to the Company.
- d) Reasonable and proper out-of-pocket expenses incurred by any Director in connection with their attendance to any matter affecting the Company.
- e) Fees, remuneration or other benefit in money or money's worth to any Company of which Director may be a member holding not more than one hundredth part of the issued capital of such Company.

7. Winding-up

If upon the winding-up or dissolution of the Company there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Company but shall be given or transferred to some other charitable institution or institutions having main objects similar to the main objects of the Company and which shall prohibit the distribution of its or their income and property

among its or their members to an extent at least as great as imposed on the Company under or by virtue of Clause 6 hereof, such institution or institutions to be determined by the members of the Company at or before the time of dissolution, and if and so far as effect cannot be given to such provisions, then to some charitable object.

8. Additions, Alterations or Amendments

No addition, alteration or amendment shall be made to or in the provisions of this Memorandum for the time being in force unless the same shall have been previously approved in writing by the Revenue Commissioners.

9. Keeping of Accounts

Annual audited accounts shall be kept and made available to the Revenue Commissioners.

BYE LAWS

of the

Irish Association for Counselling and Psychotherapy Limited

1. Membership shall be open to applicants who meet the requirements of one of the following categories, who subscribe in writing to the Code of Ethics and Practice of the IACP, who agree to be bound by the Memorandum and Articles of Association, the Bye Laws, Regulations, and Complaints Procedure of the IACP, and who pay the appropriate annual fee.
2. Accredited Membership is open to those who fulfil certain criteria laid down from time to time by the Executive committee.
3. Pre-Accredited Membership is available to those who have successfully completed an IACP Recognised Course or equivalent and who are actively working towards Accreditation. They may not represent themselves as Accredited Members of IACP but may represent themselves as Pre-Accredited Members.
4. Affiliate Membership is open to persons interested in the field of Counselling and Psychotherapy. The category of Affiliate Member is not a certification of competence to practice as a Counsellor / Psychotherapist. Affiliate Membership does not entitle the holder to practice or to represent themselves as an expert in the field of Counselling / Psychotherapy. An Affiliate Member may use the title Affiliate Member IACP (exact phrase only). They may not use the initials AIACP or MIACP.
5. Organisational Membership is open to counselling / psychotherapy organisations concerned with raining or practice of counselling, the aims and objects of which are consistent with the aims and objects of the IACP.
6. Recognised Course Membership is open to those counselling training courses granted recognition by the IACP.
7. Approved Organisation Status is open to those Organisations which provide a specific counselling service to the public, which train and supervise their own counsellors in this specific area, whose aims and objectives are consistent with those of the IACP and who fulfil certain criteria laid down from time to time by the Executive Committee.
8. Honorary Membership may be conferred on certain individuals by decision of the Executive Committee.
9. Student Membership is available if a person is undertaking classroom tuition on a Counselling / Psychotherapy course that is a minimum of two years' duration with not less than 450 hours of Tutor / Student class contact, Supervised Placements, a minimum

of 50 hours' personal therapy and any other criteria laid down from time to time by the Executive Committee.

10. Inactive Membership is open to Accredited Members who have ceased practicing for a period of more than six months or have retired from Counselling / Psychotherapy permanently.

NATIONAL EXECUTIVE

- 11.
- 1) The National Executive shall transact the business of the Association.
 - 2) The National Executive Committee shall determine from time to time the amount and duration of subscriptions payable by members.
 - 3) The National Executive Committee shall have the power to refuse membership status to, or withdraw membership status from, any individual or organisation within the above categories, as it sees fit.
 - 4) The National Executive shall establish and administer a Complaints Procedure, the purpose of which is to provide a means of resolving, where possible, any complaint about an infringement of the IACP Code of Ethics & Practice on the part of all Members of the IACP.
 - 5) The National Executive shall have the power to implement the recommendations or sanctions of the Complaints Committee in accordance with the Complaints Procedure.
 - 6) The National Executive shall have the power to designate the IACP as a National Organisation body for the purposes of the European Association for Counselling.
 - 7) The National Executive shall have the power to establish or dissolve Sub-Committees, Regional Committees and Divisions etc. as it sees fit and to appoint or remove from office, members and non-members to these bodies.

EXECUTIVE COMMITTEE

- 8) The Executive Committee shall consist of not less than seven and not more than eleven members. A minimum of seven members in addition to a Cathaoirleach Leas Cathaoirleach, Treasurer and Company Secretary shall be elected at the AGM by simple majority vote.
- 9) The number elected at the AGM does not include Regional Committee representation. Regional Committee representatives, one only elected by each Regional Committee, shall be co-opted onto the National Executive.
- 10) At the annual general meeting, all the Executive Committee members other than the officers shall retire from the Executive and may be re-elected according to Articles 31 to 34 of the Association.
- 11) The Cathaoirleach, Leas Cathaoirleach, Treasurer and Company Secretary serve for a term of two years only and will be eligible for re-election to a different office according to Articles 36 to 37 of the Association.

- A member who is appointed Cathaoirleach in their sixth year on the Executive Committee shall be allowed to continue for another year in order to fulfil that role for a two-year term.
12. Nominations for the Executive Committee must have a Proposer and a Seconder in writing. Nominations must be in writing and submitted to the Executive Committee at least 35 days before an AGM and an EGM and circulated to all members beforehand
 13. All elections to the Executive shall be by simple majority vote.
 14. Accredited members only have voting rights with the exception of the representative of an organisation which has Approved Organisation Status. (Approved Organisation Status confers the right on each organisation awarded that status to one vote at any general meeting.)
 15. Signed proxy votes are acceptable provided that they reach the office three days prior to the annual general meeting.
 16. The Executive Committee shall appoint an honorary Secretary from amongst its own members. The position shall be considered an officership only for the purpose of officers' meetings until the next AGM.
 17. The Executive shall have the power to remove any Executive member, including officers, if it thinks fit, provided that there is a ratio of 75/25 in favour of so doing.
 18. In the event of an Executive officer being so removed the Executive shall elect from the remaining members of the Executive a pro tem officer to serve until the next annual general meeting.
 19. In the event of an Executive member being so removed, the Executive may co-opt an accredited member onto the Executive to serve until the next annual general meeting.
 20. The Executive shall have the right to seek the resignation of an officer or an ordinary Executive member who has not attended three consecutive Executive meetings and to co-opt as in 27 and 28.
 21. The Executive Committee shall have the power to replace an officer or Executive member in the event of the loss of such member through resignation, death or illness etc. according to 27 and 28.
 22. The Executive shall have power to fund travel and expenses of the Cathaoirleach and one other Executive member for attendance at Conferences on submission of an application.
 23. The role of the Company Secretary is recognised as an Officer of the Board of Directors.
 24. Nominations for Elections to the Board of the Executive Committee shall be requested by the Company Secretary when sending out notice of the AGM. Nominations should be submitted by the same closing date as that designated for receiving Motions.
 25. That the membership mandate the executive to act in their interests with regards to the psychological therapies submission to the government

REGIONAL COMMITTEES

26. Regional Committees of the IACP may be established by the Executive in response to a request from a number of members, or in response to a perceived need. Such Regional Committees will comprise IACP members in a particular geographical area.
27. Membership of the IACP is membership of the national organisation. Membership of these Regional Committees is optional.
28. The purpose of Regional Committees is to provide educational and support facilities to IACP members and to represent the IACP at local level.
29. Regional Committees shall only be established in association with and in co-operation with the Executive. The Executive shall have the power to dissolve any such Committee at any time.
30. All membership fees will be paid directly to Head Office, covering all categories of membership. Monies raised through activities of a Regional Committee will be directed to central funds at head office.
31. The aims of Regional Committees shall be in accordance with those of the IACP as set out in the Memorandum of Association and shall in no way conflict with these. In the case of disputed interpretation the National Executive shall be the final arbitrator.
32. The title 'Regional Committee of the IACP' may not be used by any group without express permission of the Executive.
33. Regional Committee members shall conduct the business of the Regional Committee in accordance with the Code of Ethics, Bye Laws and Regulations of the IACP.
34. The Executive may offer financial assistance for the establishment of new Regional Committees or for the special needs or requirements of existing committees, on request.

OFFICE STAFF

35. Office staff shall be appointed by the National Executive for such term and at such remuneration and upon such conditions as they may think fit; and any staff so appointed may be removed by them.
36. Staffing shall be reviewed on an annual basis with reference to changes in the organisation.

FINANCE

37. The financial year shall be the calendar year.
38. The National Executive shall cause proper accounting records to be kept relating to all sums of money received and expended by the Association, and the matters in respect of which the receipt and expenditure takes place; all sales and purchases of goods by the Association; the assets and liabilities of the Association.

39. The records shall be kept at premises designated by the National Executive Committee, and shall be open for inspection by any Directors, officers or voting members of the Company.
40. The accounts shall be audited annually as determined by the Companies Act, and the accounts with the auditor's report shall be presented by the Treasurer at the AGM.
41. Members of the Executive Committee shall be treated as the Directors of the company.
42. The annual audited accounts shall be maintained for submission to the Revenue Commissioners at their request.
43. The accounts of each Sub-committee, Regional Committee and all other committees shall be submitted to the IACP auditors at the end of each calendar year.



Irish Association for Counselling and Psychotherapy



Irish Association for Counselling and Psychotherapy

21 Dublin Road, Bray, Co. Wicklow

tel: 01 272 3427 fax: 01 286 9933 email: iacp@iacp.ie

www.iacp.ie



Printed on Recycled Paper