



## DOCUMENT CONTROL SUMMARY

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## Introduction

HUC (registered name “Herts Urgent Care Ltd”) is a Social Enterprise organization registered with the Financial Conduct Authority ref: 30301R set up as a Community Interest Company. HUC’s mission is to provide high quality, equitable, sustainable healthcare services to the populations we serve whilst providing rewarding careers that supports development for all our staff.

As a social enterprise, HUC conducts its business for the benefit of its community and not for the profit of its members. To this end, HUC values the input of all interested stakeholders including employees and members of the local communities that it serves.

This policy outlines the requirements for membership of HUC and should be read in conjunction with the authorized Constitution of HUC.

Membership entitles individuals to certain rights. Accordingly, members are also viewed as representatives of HUC both within, and externally to, HUC. Members are obliged not to bring the organization into disrepute by their actions and uphold the objectives and values of HUC.

## Roles and responsibilities in relation to membership

### **The Board:**

The affairs of the Society are to be conducted by the Board and the members in order to fulfil the Society’s purpose. The functions of the Board and members shall at all times be exercised and performed in accordance with the Society’s constitution.

The Board shall set, review and publish the policy for membership.

The Board delegates decisions on the granting / refusal or termination of membership to the Company Secretary or, in case of dispute, the Membership Review Panel.

### **Membership Review Panel**

Granting / refusing membership of HUC or the termination of membership in the majority of cases will be straightforward and will be decided by the Company Secretary. In the event of

a material dispute a Membership Review Panel will be convened to assess the decision to refuse / terminate membership. The panel will be chaired by a Non-Executive director and will have two other members, one being a senior manager within the HUC business and one being a serving staff member from taken from the staff forum.

## **Members**

Members may attend and participate at members meetings and may stand for election to serve on the Board as Non-Executive Board Members, and take such other part in the affairs of the Society as provided in this policy and the constitution.

Being a member allows the member to help shape the direction and strategy of HUC, attend and vote in the AGM and apply for membership of various councils and committees in operation at the time.

Members are also encouraged to raise concerns or issues identified either through the Company Secretary or via the Freedom to Speak representative.

## **Company Secretary**

The Secretary shall

- keep the register of members and summon meetings of the members of the Society.
- ensure that eligibility criteria are met and maintained
- remove members from the register who no longer meet the eligibility criteria
- convene Member Review Panels

## **Register of members**

The register of the members shall contain:

- the names and email address of all members;
- the amount represented to be considered as paid for that share;
- the date at which each person was entered in the register as a member and the date at which any person ceased to be a member.

The members of the Society are the people whose names are entered in the register of members.

## **Membership eligibility criteria**

HUC shall only admit new members in accordance with eligibility criteria for membership as per below.

### **Eligible Members**

- Permanent employees of the Society
- Directors of the Society
- Practicing clinicians providing services to the Society or who are resident within the geographic area served by the society

- Members of the population served by Society: subject to a minimum age of 18 years old, demonstrably interested in the purpose, aims and values of the Society

Employees and directors of the society will be invited to apply as part of the onboarding process run by HR. Anyone, including existing employees of HUC, can apply to become members by applying to the Secretary of the Society through the HUC website.

Each eligible member shall be entered into the register of members and one share in the society shall be allotted to the applicant.

The shares of the Society have a nominal value of £1 each, but this shall not be payable unless payment is demanded by the Society. A share may not be transferred or withdrawn. The limit of any liability to the member is limited to the value of the share issued to them.

Shares do not carry any right to interest, dividend or bonus based on the ownership of the share nor imply any employment or contractual arrangement.

### **In-eligible Members**

- Bodies corporate
- Any employee or director who has been dismissed from the organization (does not include resignations or redundancies)
- Minors under 18
- Any individual that may have a conflict of interest (see below for examples)

### **Conflicts of Interest**

Membership of HUC entitles the member to certain privileges and access to information that may be proprietary to HUC. A conflict of interest is any situation in which the personal interests of members actually, or appear to, conflict with those of HUC. This personal interest can be direct or indirect, and it can include the interests of parties connected to the member (see definition of **connected person** below).

Some examples of a conflict of interest for a member could include;

1. Direct or indirect financial interest
2. Non-financial or personal interests
3. Involved in the direct commissioning of HUC's services or monitoring / regulation thereof
4. Employed in a position within an organization supplying services to HUC \*
5. In any of the above, or other situation that could be perceived to be gaining a commercial or reputational advantage by being a member of HUC including working for competitors of HUC
6. Any evidence of behaviour, past or present, that may conflict with the interests, reputation or ethos of HUC

\* For the avoidance of doubt it should be noted that a conflict of interest does not arise if a GP / practicing clinician who provides their services on a self-employed basis or via an agency, and who has no other conflicts of interests, wants to be a member of HUC.

### **Connected Person**

A connected person can include the following criteria below

- a close family relative including the spouse or civil partner of the member
- a person carrying on business in partnership with the member or with any person listed above
- an institution which is controlled by the member or by any person listed above
- a body corporate in which the member or any connected person, listed in any of the first 4 points above, has a substantial interest.

Failing to recognize conflicts of interest can bring reputational damage to both the member concerned and HUC. Therefore members must notify the Secretary of any potential conflicts of interest at point of application for membership or at any point during membership if their personal circumstances change. Failure to do so could lead to the immediate termination of membership.

The above listed examples of conflicts of interest is not exhaustive and if any information came to light whereby a reasonable view would be that there was a potential conflict of interest this will be considered by the Secretary. The Secretary will attempt to identify the nature of the conflict with the input of the member / applicant concerned, any mitigation there may be and will take a decision based on these facts. The decision will be communicated in writing, to the member / applicant concerned. If the applicant / member does not agree with the finding then they can then follow the appeals process outlined below

HUC reserves the right to refuse membership to any applicant.

## Membership Term

Membership of HUC will remain for the period

- that the staff member / director remains within the employment of HUC,
- they cease to be a member voluntarily or
- their membership is terminated in accordance with this policy.

The membership term for non-staff members of HUC will be limited to 2 years from the date of registration on the members register. The member will then need to re-apply using the HUC website. HUC will endeavour to remind members in advance of this date becoming due

Staff members / directors who voluntarily leave the organization will be invited to apply to become members. As noted above any employee or director who has been dismissed from the organization will not be eligible.

## Voting rights

Each share entitles the member to one vote.

## Termination of membership

A member shall cease to be a member if:

- they die;
- they are expelled and membership is terminated;
- they withdraw from membership by giving written notice to the Secretary;

- they cease to meet the eligibility criteria, including ceasing to be a permanent employee of the Society
- a conflict of interest is declared or becomes apparent through investigation and in the view of the Company secretary or Membership Review Panel of HUC could be deemed a conflict of interest.

## Complaints / Review of Membership

Any member may complain to the Secretary that another member acted in a way detrimental to the interests of the Society or no longer meets the eligibility criteria. Equally, if information comes to the attention of the Secretary, no matter how so, that a conflict of interest may have arisen then this will also be investigated.

If a complaint is made, the Secretary will acknowledge the receipt in writing to the complainant.

Details of the complaint or issue identified will then be sent in writing to the member complained about / under investigation and be asked to formally respond in writing.

Based on the written submissions the Secretary may decide that there is sufficient evidence to decide the complaint at that point. If further clarification is required further written evidence may be requested or a meeting called between the parties, either jointly or separately to seek further clarification.

Having taken such steps as the Secretary considers necessary and appropriate to ensure that each member's point of view has been heard the outcome may be to:

- Dismiss the complaint and take no further action; or
- For a period not exceeding 12 months, suspend the rights of the member complained of to attend members meetings and vote under the rules of the Society; or
- Remove the person from the register of members

## Appeals process

If a member who has been removed from the membership of HUC disagrees with the decision then the member has the right to appeal. The process is outlined as followed.

- The appeal should be made in writing to the Secretary citing the grounds on which an appeal is being made.
- The secretary will convene a meeting of the Member Review Panel within 14 days of receipt of the appeal.
- The meeting of the Member Review Panel should be convened within one calendar month of the appeal being registered.
- The review meeting can be held either face to face at an appropriate location or virtually via online meeting applications.

At the meeting, the Panel will consider evidence in support of the appeal and such evidence as the member complained of may wish to place before them.

If the member complained of fails to attend the meeting without due cause the meeting may proceed in their absence.

A person expelled from membership will cease to be a member upon the declaration by the Chair of the meeting that the appeal has been refused.

If a person ceases to be a member, the share registered in their name is to be cancelled and the value of the share is to become the property of the Society.

Whilst HUC has outlined a robust process for reviewing membership and eligibility criteria HUC reserves the right to terminate membership of any member.

### Applications for membership

Individuals not automatically members who meet the eligibility criteria should complete an application form, which can be found on the Society's website [www.hucweb.co.uk](http://www.hucweb.co.uk)

## Appendix

### Equality Impact Assessment Tool Template

To be completed and attached to any procedural document when submitted to Herts Urgent Care Board for consideration and approval.

		Yes/No/or N/A	Comments
1.	Does the policy / guidance affect one group less or more favourably than another based on:		
	• Race	N	
	• Ethnic origins (including gypsies and travellers)	N	
	•		
	• Nationality	N	
	• Gender	N	
	• Culture	N	
	• Religion or belief	N	
	• Sexual orientation including lesbian, gay and bisexual people	N	
	• Age	N	
	• Disability – learning <i>disabilities</i> , <i>physical disabilities</i> , <i>sensory impairment</i> and <i>mental health</i> problems	N	
2.	Is there any evidence that some groups are affected differently?	N	
3.	If potential discrimination has been identified, are any exceptions valid, legal and/or justifiable?	N/A	
4.	Is the impact of the policy/guidance likely to be negative?	N	

<b>5.</b>	If so, can the impact be avoided	<b>N</b>	
<b>6.</b>	What alternatives are there to achieving the policy/guidance without the impact?	<b>N</b>	
<b>7.</b>	Can the impact be reduced by taking different action?	<b>N/A</b>	