

GCP-RMA Constitution v3

1. NAME

The Association shall be known as the Good Clinical Practice Records Managers Association (GCP-RMA)

2. AIMS

The aims of the Association shall be to assist members in the execution of their professional duties by:

- a) Providing a European forum (to include a programme of meetings for the exchange of experiences and the advancement of all aspects of records management pertaining to Good Clinical Practice (GCP) research and development.
- b) Encouraging the maintenance and development of professional standards in all aspects of GCP records management.
- c) Communicating GCP records management issues to the records management and GCP community via publications and meetings.
- d) Increasing the awareness of state-of-the-art practices for the management of electronic records.
- e) Reviewing & interpreting the regulatory and legal environment in which GCP records need to be managed, with a particular focus on Europe.

3. MEMBERSHIP

There are two classes of membership:-

a) Full Membership

Full membership shall be open to:

- (i) Persons who are employed in a records or document management role within a wholly or partly GCP-controlled environment.
- (ii) Persons who have previously been employed in a GCP records or document management role and continue to be employed in a wholly or partly GCP-controlled environment.

Exceptionally, the Executive Committee may approve full membership to an individual who does not meet the above criteria but whose membership is considered to be of benefit to the Association.

b) Emeritus Membership

Persons who have made an outstanding contribution to the Association whose roles have changed but who continue to be employed in a wholly or partly GCP-controlled environment.

Emeritus Membership is at the discretion and invitation of the Executive Committee and can be awarded only by the Executive Committee.

General membership criteria

Individual membership shall be open to residents of any country in the continent of Europe and shall be at the discretion of the Committee (see Section 5).

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Members represent their companies in a professional capacity and subject to any constraints in their contract of employment freely and confidentially share with other members knowledge and experiences related to current issues, projects and initiatives within their own organisations. It is therefore expected that employers will support GCP-RMA activities as part of a member's personal and professional development.

The Membership Secretary may request evidence of eligibility.

The Executive Committee shall have full authority to approve or refuse an application for membership and to withdraw membership from any Member whose conduct conflicts with the aims of the Association (see Section 4).

All members must agree to abide by the terms of this constitution.

An individual's membership may be withdrawn if he/she has not participated in the activities of the Association for a period of six months. Withdrawal of membership is subject to consideration by the Executive Committee of extenuating circumstances.

The Association reserves the right to levy annual subscriptions from Full and Emeritus Members (see Section 10).

On an annual basis the Membership Secretary shall request members to confirm renewal of their membership.

4. CONDUCT OF MEMBERS

The conduct of all members must be compatible with the aims of the Association.

Members will keep confidential all techniques, processes and other information received via communications with other members as a direct result of being a member of the Association.

Obligations of confidentiality and non-use shall not apply to the extent that any information is

(a) already known to the member at the time of disclosure hereunder; or

(b) publicly known prior to or after disclosure hereunder other than through acts or omissions of the member; or

(c) disclosed to the member by a third party under no obligation of confidentiality to the members.

Members must abide by their own obligations with respect to non-disclosure of their employer's intellectual property and confidential information and rules of business conduct.

Members shall not use the Association to promote their own organisations or to seek to gain business advantage directly as a consequence of their membership.

No individual member shall represent the views of the Association without the express permission of the Committee.

Individual members may not ask the Association to become involved in contentious matters between individuals and their employers.

Members shall notify the Membership Secretary of any changes in their address or status.

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5. EXECUTIVE COMMITTEE

An elected Committee of Association members is entrusted with the general management of the Association's affairs. This shall ordinarily consist of FOUR executive officers being President, Secretary, Membership Secretary and Treasurer plus a minimum of ONE ordinary executive member. At the discretion of the Committee, members of the Association can be co-opted onto the Committee. A quorum on the Committee must approve any co-option and any co-option will be communicated to all Association members.

A quorum for a Committee meeting is a minimum of THREE Committee members of which at least TWO must be executive officers. The Committee will meet as necessary to oversee the management of the group, holding a minimum of TWO meetings each year.

President and Secretary will normally be elected for a THREE year term of office. Membership Secretary and Treasurer will normally be elected for a TWO year term of office. The number of terms any individual can serve is not restricted.

All elections may be conducted "in-person" or virtually (e.g. via electronic mail, online poll or any other means of remote communication permitted by technology). In advance of the General Meeting, the Secretary shall send out notices to all members of the Association identifying the position(s) on the Committee becoming vacant and inviting nominations for election.

Should the ballot be tied, the President will have the casting vote. In the event of a ballot for the President position being tied, a ballot of Association members at the General Meeting will decide the result.

6. ELECTIONS

The Secretary shall give notice of vacancies for the Committee not less than 30 days before the General Meeting.

Election of the Committee shall be by ballot of all Association members.

Members shall cast their vote before the General Meeting by a date to be specified. Counting of votes shall take place before the General Meeting by an appointed executive officer.

In the event of a tie for any place on the Committee the existing executive committee shall have the casting vote.

The result of the ballot shall be declared by the Secretary at the General Meeting.

The results of this ballot, or any other ballot conducted by the Association may be subject to scrutiny by the Members.

7. MEETINGS

Meetings of the Association may be conducted "in-person" or virtually (e.g. via telephone conference call, video-conference call, net meeting or any other means of remote communication permitted by technology).

General Meetings:

The General Meeting shall be held at least once every 24 months and shall include a report from the Committee, presentation of the Association's accounts, if any, and announcement of the result of elections to the Committee.

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Members shall be notified by the Secretary not less than 30 days beforehand of the date and place of the meeting.

Notice of any motion, including proposals to change constitutional rules, must be submitted to the Secretary, duly proposed and seconded by Full members at least 30 days before the meeting.

The Secretary shall notify members of the agenda at least 30 days before the meeting.

Extraordinary Meetings:

An Extraordinary General Meeting may be called either:-

a) by the Committee;

b) by a petition signed by at least one fifth of the members of the Association.

The petition shall be delivered to the Secretary who will then be obliged to call an Extraordinary General Meeting within 30 days.

In either case, members shall be notified of the date, place and agenda at least 30 days before the Extraordinary General Meeting.

For voting on all matters except Constitutional amendments, all proposals will be carried by a simple majority of votes cast. A quorum is considered to be 51% of the membership and 51% of the Committee, as appropriate.

Except in the case of Constitutional amendments, if in the opinion of the Committee any matter is regarded as a major issue, that issue may be decided by a ballot of all members, with proposals carried by a simple majority of votes received.

8 RECORDS OF MEETINGS

The Secretary or his nominated delegate shall keep record of all Executive Committee Meetings, General Meetings and Extraordinary Meetings.

Minutes of all meetings will be posted on the Association's member-only web pages and access provided to all members. Minutes of other meetings will be taken and made available as considered appropriate.

The official language of the Association shall be English.

9 ALTERATION OF CONSTITUTIONAL RULES

No alteration or amendment of these rules shall take place except by ballot of Members at the General Meeting or at an Extraordinary General Meeting, called for the specific purpose of such alteration or amendment.

To be adopted, any proposed change in the rules must be supported by at least 66% of all Members.

10 FINANCE

The financial year shall run from the 6th April to the 5th April.

Subscription rates, where applicable, for the following financial year shall be decided by vote at the General Meeting or at an Extraordinary General Meeting on the advice of the Treasurer.

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Subscription monies collected are intended to cover ordinary administrative expenses, production of publicity materials, or other such expenses as directed by the Committee.

Subscriptions collected from new members joining the Association during the last six weeks of the financial year shall be carried over to run during the following financial year.

The Treasurer shall keep a record of all income and expenditure and shall prepare a statement of account, which may be subject to scrutiny by Members at the General Meeting or when requested

The Treasurer may draw cheques upon the Association for amounts not exceeding £300.

For amounts exceeding this sum, a Purchase Requisition must be raised for the proposed expense which must be approved by another executive officer.

Completed Purchase Requisitions will form part of the accounts.

Committee members or persons appointed on behalf of the Committee, are expected to meet all their own expenses in the course of committee work related to the Association.

Where possible, support is expected from members' employers (e.g. the use of meeting rooms).

11. INDEMNITY

Members of the Committee shall not be liable (otherwise than as members) for any loss incurred by the Association as a result of the discharge of their respective duties on its behalf, except such loss as arises from their respective wilful default.

12. WINDING UP

Any petition brought by 66% of the membership to wind up the Association will be voted on at an General Meeting or at an Extraordinary General Meeting..

In order to wind up the Association, the ballot must ratify the earlier vote .

If the financial position of the Association when wound up is one of net debt, the Committee shall be empowered to levy a supplementary subscription from Members for the purpose of recouping such debt except such debt as arises from the wilful default of a Member or an Executive Officer (see section 11).

After payment of all the Association's debts and liabilities and after winding up, any monies remaining shall be given to a charitable organisation chosen by Members.

This constitution is established in accordance with English law.