

CHIROPRACTIC ASSOCIATION OF IRELAND

Constitution

2020



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CHIROPRACTIC ASSOCIATION OF IRELAND

CONSTITUTION

Please see Article 18 for interpretation of terms.

Articles and Bylaws

Article 1: Name and Purpose of the Association

1. The name of the Association is the Chiropractic Association of Ireland.
2. The purpose of the CAI is to gather all the chiropractors that, according to the Articles of the Association, may become members, and to attend to the interests of the chiropractic profession, inside as well as outside the Association, and thus work to develop chiropractic in the Republic of Ireland.
3. The CAI works for, and to maintain, legislative recognition and authorisation of the chiropractic profession in the Republic of Ireland.
4. The registered office of the Association will be that of 39 Clonard Street, Balbriggan, Co. Dublin K32 W729.
5. The Association is bound by the signatures of the Board of Directors and in routine matters by the sole signature of the President.

Article 2: Function and Powers

1. To preserve and maintain the integrity and status of the chiropractic profession.
2. To promote and protect the interests of the chiropractic profession and the interests of the public in relation to the practice of chiropractic
3. To foster the acquisition, development and diffusion of chiropractic knowledge and in furtherance of this function:
 - a. To promote and carry out, or assist in promoting and carrying out, research, surveys and investigations and publish the useful results thereof.
 - b. To collect and disseminate information on relevant matters and exchange such information with other bodies having similar objectives.
 - c. To write, print, reproduce, or circulate such information as appropriate.
4. To promote and assist in the development of chiropractic teaching institutions in Ireland for the purpose of both undergraduate and post graduate education.

5. To provide a self-regulating process in accordance with existing statutes, to ensure high standards amongst member chiropractors are maintained across the fields of; academia, accreditation and CPD, professional conduct, ethics and efficacy.
6. To promote the best interests of professional integrity, proper conduct and goodwill amongst members and between members and the public; to avoid hearsay, potential conflicts or defamation of any type.
7. To maintain a register of accredited chiropractors who are currently members within the CAI.
8. To ensure that CAI members uphold the chiropractic profession in a dignified and honourable manner in public and with other healthcare professional at all times; the CAI may be required to preclude any illegal, dishonourable or improper practices amongst its members.
9. To investigate charges of professional misconduct between members; to prevent CAI members from speaking or writing disparagingly of other healthcare and social care professionals.
10. To institute prosecutions against members, if basis for such is established through committee review, for breach of any statute, rule or regulation relating to the practice of chiropractic.
11. To facilitate a committee of the CAI to prosecute spurious or vexatious complaints directed towards its members, should such a complaint be deemed unfounded or of a defamatory nature.
12. To appoint counsel to appear before any court or tribunal in any of the foregoing matters or in any other matter in which the CAI is concerned or interested.
13. To employ and pay any person or persons to supervise, organise and carry on the work of the CAI and make all reasonable and necessary provisions for the payment of previous remuneration to, or on behalf of, employees and their widows and other dependants.
14. To apply for, promote and obtain any statute, order, regulation or any other authorisation or enactment which may seem calculated, directly or indirectly, to benefit the CAI; and to oppose bills, proceedings or applications which may seem calculated directly or indirectly to prejudice the CAI's interests.
15. To raise funds and invite and receive contributions from any person or persons whatsoever by way of subscriptions and otherwise provided that the CAI shall not undertake permanent trading activities in raising funds for the said objects.

16. To borrow or raise or secure the payment of money as the CAI may think fit and in particular by the issue of debenture bonds, mortgages charged upon all or any of the CAI's property (both present and future), and to purchase, redeem or pay off any such securities.
17. To purchase, take or lease in exchange, hire or otherwise acquire any property and any rights and privileges necessary and to construct, maintain and alter any buildings or erections necessary for the work of the CAI.
18. To make regulations for any property that may be so acquired.
19. Subject to such consents as may be required by law, to sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the CAI.
20. To invest the monies of the CAI not immediately required for the said objects in or upon such investments, security or property as may be thought fit, subject nevertheless to such conditions as may for the time being be imposed or required by law.
21. To establish Codes of Practice within chiropractic clinics and other institutions of chiropractic.
22. To nominate chiropractors for appointment to any Chiropractic Board or Chiropractic Council established by law.
23. Generally, to exercise all other powers and authorities that are now or may hereafter be conferred upon the CAI by law, and to do all such other lawful things as are necessary for the attainment of the said purposes and objects.
24. If and when required, to appoint a Board of Appeal consisting of three past Presidents or members who are not members of the Executive, the Chiropractic Board or the Disciplinary Committee. Non-executive members are required to be available for such appointments following adequate notification.

Article 3: Categories and rights of Membership

1. Membership of the CAI shall consist of:
 - a. Full members.
 - b. Special members - shall be one of the following categories:
 - i. Associate – to include the following:
 - a) Non-Practicing member, resident in the Rep. of Ireland, including those on maternity leave or long-term illness.

- b) Membership applicable to members not residing in the Rep. of Ireland.
 - ii. Honorary
 - iii. Temporary
 - iv. Student
2. A temporary member shall be entitled to all the rights and privileges of a full member and subject to the same obligations save where such rights, privileges or obligations in these articles are specifically reserved for full members. Applies only to applicants whose employment contract within the Rep. of Ireland extends to a period of up to but not exceeding six (6) months duration.
 3. An associate member shall be entitled to all the rights and privileges of an full member save that he shall not be entitled:
 - a. To become an officer of the CAI.
 - b. To vote at any meeting of the CAI
 - c. To have the benefit of any insurance arranged by the CAI. This does not apply to essential run off cover.
 4. An honorary member shall be entitled to all the rights and privileges of a full member.
 5. A student member shall be entitled to all the rights and privileges of an associate member.

Article 4: Membership

1. A person may be eligible for ordinary membership of the Association who satisfies the Executive following receipt of a valid new members application or, in the case of existing members a valid renewal form:
 - a. That he is the holder of a certificate or other documentary evidence of a qualification granted by a school or college of chiropractic approved by the CAI (see Article 4:6).
 - b. Applicants for membership of the CAI shall be graduates of chiropractic educational institutions whose programmes have been accredited by one of the following agencies:
 - Council on Chiropractic Education-United States (CCE-USA)
 - European Council on Chiropractic Education (ECCE)

- Council on Chiropractic Education Australasia (CCEA)
- Canadian Federation of Chiropractic and Educational Accrediting Boards (the Federation)

or any accreditation agency that shall meet the criteria and be accepted for membership of the Councils on Chiropractic Education International (CCEI). Any change to this membership criterion shall be subject to approval of the Executive. Standards of Education must be deemed equivalent to those specified in Article 4.6.

- c. That he is deemed to be of acceptable character and reputation and has attained up to date Garda Vetting as may be required by law.
 - d. That he is engaged in or plans to be engaged in and devotes or plans to devote regular hours to the practice of chiropractic in the Republic of Ireland.
 - e. That he agrees to observe the Constitution, Standards of Practice, Disciplinary Procedures and Code of Ethics as laid down by the CAI.
 - f. That, if applicable, he has completed a program of Continuing Professional Development (CPD) to the satisfaction of the Executive.
2. A person may be eligible for associate membership of the CAI who satisfies the Executive following receipt of a valid application.
 - a. That he is the holder of a certificate or any other documentary evidence of qualification granted by a school or college of chiropractic approved by the CAI (see Article 4:6).
 - b. That he is deemed to be of acceptable character and reputation.
 - c. That he is not regularly in the practice of chiropractic or in any other therapeutic methods in the Republic of Ireland (except where the Executive agrees otherwise).
 - d. That he is a member in good standing in his state or national association should one exist. In cases where no state or national association exists, the Executive shall use its discretion whether to grant membership.
 3. A person may be eligible for temporary membership of the CAI provided that they do not work within the Rep. of Ireland for a period of greater than six (6) months and fulfils the criteria as stated in Article 4.1.
 4. Any person who shall have rendered exceptional service to the profession of chiropractic shall be eligible to be elected as an honorary member.

5. Any person shall be eligible to become a student member who attends a chiropractic college approved by the CAI and will not pay membership fees for the duration of their studies.
6. Every applicant for CAI membership shall lodge with the Administrator a written application on the approved form with all prescribed fees and documentation as specified on the New Members Application Form, (Note: Form subject to continual review).
7. Approved chiropractic colleges are those that have achieved accreditation by the organisations listed in article 4 Membership (1) b above.
8. The rights of members shall be personal and shall not be transferable or transmissible in any way whatsoever.
9. The Executive has the right
 - a. To approve or reject applications for membership without specifying the reasons for same; and
 - b. For good and sufficient reason to terminate membership of any chiropractor provided that the individual representing such chiropractor shall have the right to be heard by the full Executive before a decision is made.
 - c. Chiropractors who have been prevented from practicing chiropractic by the relevant statutory body in any jurisdiction which provides for statutory regulation of chiropractic are not eligible for membership of the CAI.
10. As the CAI is a member of the European Chiropractors' Union (ECU), all full and provisional, as well as honorary, members of the CAI are members of the ECU.
11. Any member wishing to withdraw from membership must give written notice to the President of the CAI before 31st December in any year. Failing such notice, the dues for the ensuing year shall become due and payable.

Article 5: Resignation of Members

1. Any member may resign his membership by giving the CAI Administrator written notice to that effect and paying to the CAI all fees, subscriptions, levies and penalties and other monies due to the CAI by such member providing that such member is not the subject of any action by the Disciplinary Committee in which case his resignation shall not take effect until the conclusion of the disciplinary action.

Article 6: Dues

1. The subscription payable by members of the Association will be sum or sums decided by the Association at General Meetings.
2. The Association may fix different rates of subscription for Full members and Special Members and may also fix different subscriptions for the classes within Special members.
3. Subscriptions due by no later than 10th of January each year or on admittance.
4. In cases of genuine hardship, the payment requirement and the schedule of payment for members may be varied by the Treasurer. Application for consideration of special circumstances must be made to the Treasurer by 30th November of the year prior to renewal.

Any special considerations granted by the Treasurer are valid for one year only. Application must be made each year in which conditions of hardship apply.

5. Whenever considered necessary for the economy of the CAI a general meeting (ordinary or extraordinary) may adopt extraordinary dues. These are effective for one year at a time and are due on the date fixed by the general meeting.
6. The Executive may give complete or partial dispensation from or grant a postponement of payment of dues for one year at a time, either on its own initiative or following a petition.
7. Whenever payment of dues is outstanding after 10th January a penalty of ten percent (10%) of total dues will be applied, unless a prior agreement has been made with the Treasurer as per 6.4 above. If dues remain outstanding by 1st February the members name will be removed from the CAI website and health insurance companies will be notified that the member has not renewed to date. The CAI Professional Indemnity insurers will also be informed and the member will not be eligible to renew on the CAI insurance group scheme. Admin of the CAI will make every attempt to contact the member by bulk and direct e-mails and by phone ahead of the 1st of February.
The member loses the right to attend the AGM and is no longer eligible to vote. The Treasurer informs the executive of such arrangements. If a member is unable to pay dues or fines to the CAI, their membership is cancelled, except under provisions of article 6.4 above.
8. At the end of membership, whether by death, resignation, expulsion etc., no reimbursement is made, except for dues paid for a non-commenced fiscal year. At the discretion of the Treasurer, where a member has given notice that they wish to withdraw from membership before 31st December in any year, a refund may be

given based on the complete quarter years remaining after the date of withdrawal from membership. For example, if a member withdraws on 15th May after giving suitable notice, a refund of 50% may be applied. If a member withdraws on 15th September, after giving suitable notice, a refund of 25% may be applied.

9. Before re-admittance of an expelled member of the CAI, all outstanding debt must be paid with the addition of ten percent (10%) interest per annum.
10. Membership renewal fees must be accompanied by a valid and completed renewal form.

Article 7: Officers of the Association

1. At the annual general meeting (usually held in March) the CAI membership shall elect a President, 2nd Vice President and Secretary in year A, followed by the election of a 1st Vice-President, an Executive Treasurer in year B. These officers shall hold office for a period of two years until the conclusion of the Annual General Council Meeting and are eligible for re-election for a further term of two years by simple majority. Any further terms require a 75% majority of those present and entitled to vote.
2. Elections of President, 1st Vice-President, 2nd Vice President Executive Treasurer and Executive Secretary take place every year, years A and year B respectively. The President is elected by absolute majority and the other officers by relative majority. An exception can be made in the case of the election of Vice-President, or formation of a new Executive Council - see Article 7:3 below.
3. 7.3a. If the new President is vacating the post of 1st Vice-President, the Executive may co-opt a new 1st Vice President for a period of 1 year to re-establish normal voting cycles. This is also applicable for election of 2nd Vice-President, Secretary and Treasurer. (Refer to 8.9).

7.3b Nominees for the post of President, 1st Vice President and 2nd Vice President must have served at least one term on the executive before they are eligible to run for election. In circumstances where this is not possible, the executive retains the right to allow for nomination of suitable candidates from the general membership.
4. All Officers of the CAI must be ordinary members.
5. Nominations for the various offices must be proposed and seconded by ordinary members of the association and shall be sent to the CAI Administrator six (6) weeks before the annual general meeting, and only persons so nominated shall be eligible for election.

6. A list of all nominations together with proposers and seconders shall be circulated no less than 14 days before the annual general meeting.
7. If any officer shall resign, die, be expelled or be unable for any reason to perform their duties for a period exceeding 30 days, the Executive may appoint a successor to act during the period for which such an officer would have acted.

Article 8: Executive Council

1. The policy and general management of the affairs of the CAI shall be directed by an Executive Council (“the Executive”) which shall meet not less than twice a year. The Executive Council comprises of:
 - i. President
 - ii. 1st Vice-President
 - iii. 2nd Vice-President
 - iv. Treasurer
 - v. Secretary
2. In addition, the Executive Council, upon election at the Annual General Meeting, may include up to five non-officer members, and any lay members appointed under Article 8:10 below.
- 2.a Non-officer members and lay members have no casting vote on decisions executed by the Executive Council. This privilege is retained for Executive Officers only. (Majority voting rule applies).
3. The Executive shall, when required, elect an Executive Administrator, who will usually be the CAI Administrator. The Executive Administrator must request nominations from ordinary members for the posts of non-officer members of the Executive six (6) weeks before the Annual General Meeting. These nominations will be circulated with the announcement of the Annual General Meeting two weeks before the Annual General Meeting.
4. The appropriate number of non-officer members of the Executive shall be elected by relative majority.
5. Each of the non-officer members of the Executive shall serve as a member of the Executive for the period of one AGM to the next, subject to the provisions of these Articles and the Companies Acts 1963-2001.
6. A non-officer shall be eligible for more than one term of membership.

7. Any vacancy on the Executive may be filled up by the Executive and any person appointed to fill such a vacancy shall hold office until the conclusion of the next annual general meeting of the CAI and shall be eligible for election at that meeting.
8. The Executive shall appoint and fix the remuneration of the CAI Administrator and all such other staff (not being members of the Executive) as may in their opinion be necessary.
9. The proceedings of the Executive shall not be invalidated by any failure to elect or any defect in the election, appointment, co-option or qualification of any member. The Executive Council retain the right to co-opt a non-officer member to the vacant officer's role, valid for up to one (1) year until normal voting cycles resume.
10. Subject to the provisions in sub clauses 9:10 a) and 9:10 b) below, the Executive may from time to time appoint one or more lay-members to act as members of the Executive with a view to bringing the deliberations of the Executive the benefit of any particular experience available to them.
 - a. Lay-members shall hold office for one year from the date of their appointment unless previously removed by resolution of the Executive and may be reappointed for further periods of one year.
 - b. Lay-members shall be entitled to receive the same notice of meeting of the Executive as other members and attend such meetings but shall not be entitled to vote or count towards a quorum of the Executive Council.
11. The Executive may appoint such special or standing committees as may be deemed necessary and shall determine their terms of reference, powers, duration and composition. The Disciplinary Committee shall not be such a committee. All acts and proceedings of such special or standing committees shall be reported back to the Executive as soon as possible.
12. The Executive shall lay down such rules and procedures for such special committees as it shall from time to time resolve, but in default thereof the special committees shall so far as may be, follow the rules and procedures of the Executive.
13. The decisions of the Executive shall be in accordance with this Constitution and subject to ratification at the following annual general meeting.

Article 9: Executive Council meetings

1. The quorum for a meeting of the Executive shall be three (3) members.

2. The Chairman of the Executive shall be the President or in his absence the 1st Vice-President. If both of them are absent the Chairman of the Executive meeting shall be the 2nd Vice President.
3. The Executive shall meet as often as it is deemed necessary for the functioning of the CAI and in any event not less than twice a year. Meetings do not require the physical presence of the Executive members. They can be held by telephone conference, or by submitting agendas and proposals over electronic communications systems to Executive members and receiving their views and decisions electronically. Documentation relating to such meetings will be archived and arrangements for document storage will be made by the CAI Administrator.
4. The CAI Administrator shall give reasonable notice of each meeting to each member of the Executive. Any two (2) members of the Executive may requisition a meeting of the Executive.
5. Questions arising at any meeting of the Executive shall be decided by a majority of votes and in the case of any equality of votes the Chairman shall have a second or casting vote.
6. It shall be the duty of the Executive to administer the affairs of the CAI in accordance with the Constitution, Code of Ethics, and Disciplinary Procedure and the Executive shall exercise such powers and do such acts and things as may be exercised or done by the Association and are not by the provisions of any Statute, Article, Code of Ethics or Disciplinary Procedure directed to be done or exercised by a general meeting. In particular the Executive shall have power in the interval between successive general meetings to formulate and implement policies on any matter affecting the Association as long as it is not inconsistent with any policy laid down at a general meeting.
7. Minute books shall be kept by the Executive and all other committees and the appropriate secretary (usually the CAI Administrator) shall enter therein a record of all proceedings and resolutions.
8. The Executive shall have the power to adopt and issue standing orders and/or rules of the CAI. Such standing orders and/or rules shall come into operation immediately provided always that they shall be subject to review at general meetings of the CAI and shall not be inconsistent with the provisions of this constitution.
9. The Council shall provide for the safe custody of the Seal of the CAI and the Seal shall not be used except in pursuance of a resolution of the Executive Council and the Secretary who shall sign every instrument to which the Seal is affixed.
10. The office of any member of the Executive Council shall be vacated if:

- a. He becomes bankrupt
- b. He becomes of unsound mind
- c. By notice in writing to the CAI he resigns his office
- d. He ceases to be an ordinary member of the CAI
- e. He is prohibited from acting by any order made under the Companies Act
- f. Petition of CAI members is raised with more than two thirds member signatories.

Article 10: Code of Ethics

1. All members of the CAI shall be bound by the Code of Ethics which shall be deemed to be part of and have the force of the Articles of Association.

Article 11: Disciplinary procedure

1. Each member of the CAI shall be subject to the Disciplinary Procedure and to any penalty imposed on him thereunder and the Disciplinary Procedure shall be deemed to be part of and have the force of the Constitution and Articles of Association.
2. The Disciplinary Procedure shall be conducted by a committee known as the Disciplinary Committee.
3. The Disciplinary Committee shall consist of four (4) members, to include the President of the CAI, (who shall also be chairman) and the Secretary of the Association; subject to availability. Two further members shall be elected by the Executive. Members of the Disciplinary Committee cannot have been disciplined in a serious breach of ethical guidelines or CAI regulations, and must have a minimum of five years' experience in practice. The executive retains the right to include lay members who provide specialist expertise if deemed necessary.
4. Decisions arising from the Disciplinary Committee shall be decided by a majority vote, and in the case of any equality of votes the chairman shall have a second or casting vote.

Article 12: Legal actions against members

1. If a member is the subject of a legal action in connection with his practice as a chiropractor or his professional conduct, or he has reasons to believe that such an action is being considered, **he must report this to the Executive without delay.**

2. The Executive can seek legal advice when it considers it necessary. This should be reported at the next general meeting or sooner if deemed necessary.

Article 13: Treasurer and finances

Note: CAI Admin may perform certain fiscal duties under the strict direction and supervision of the Treasurer.

1. The resources of the CAI are obtained through dues, voluntary contributions and donations and are kept according to the regulations of this constitution and the memorandum and articles of association of the CAI.
2. All monies raised by or on behalf of the CAI shall be kept and applied to further the objects of the CAI and for no other purpose, providing that this does not prevent the payment in good faith of reasonable and proper remuneration to any employee of CAI or the repayment to members of the Executive or of any committee appointed by the Executive reasonable out of pocket expenses.
3. The resources of the association applies for the following purposes:
 - a. Payment of the general working expenses of the CAI
 - b. Assistance to members in a difficult financial situation where special conditions call for it, for instance establishment of practice or in the case of prolonged illness. The financial assistance may eventually be granted in the form of an interest free loan. The Executive decides upon such matters, however grant of loans must be approved by the general meeting.
 - c. Legal assistance where the Executive considers that there are important reasons where, for instance, when a member is sued and the CAI deems that the member in question is unjustly accused of violation of the Medical Act.
 - d. Acquisition of books, instruments, and the like, for general use.
 - e. Holding of meetings, especially extraordinary expenses to meetings and congresses.
 - f. Payment of membership of the CAI in international associations.
 - g. Representations at congresses abroad. The amount is fixed by the annual general meetings.
 - h. Special purposes which must be approved by the general meeting.
4. The Treasurer is appointed by the annual general meeting by relative majority as per article 7:2.

5. The treasurer receives and issues receipts for dues of all the members to the Association and effects payments of amounts approved by the annual general meeting, the Executive or the President. The treasurer also keeps and places the funds of the CAI according to the wishes of the Executive or the annual general meeting as per article 15.
6. Members have a claim on the CAI for those expenses only which have been approved by the general meeting, the Executive or the President. All such claims should be submitted to the Treasurer as soon as possible after they are incurred.
7. The Treasurer is responsible for keeping the accounts of the CAI, in accordance with the Companies Act 1963-2001, and the mailing to each of the members, with the help of the Administrator of a copy of the accounts, and the presenting of same for approval at the annual general meeting.
8. The accounts shall be audited at least once a year by the auditor or auditors appointed at the annual general meeting. Officers of the association are not eligible to act as auditors. The Executive may determine the remuneration (if any) of the auditors. An audited statement of account for the last financial year shall be submitted by the Executive to the annual general meeting.
9. The fiscal year runs from January 1st to December 31st.
10. At the AGM each year there shall be laid out before the CAI a full and complete statement of the accounts of the CAI for the period since the last such account together with a true and complete balance sheet for the same date.
11. A bank account shall be maintained in the name of the CAI with such bank as the Executive shall from time to time decide.
12. The Executive shall have the power to appoint trustees when and where necessary where CAI funds have accumulated. Three trustees shall be appointed, two to form a quorum. They shall invest the ordinary and special funds of the CAI in any of the stocks or securities authorized by law for the investment of trust funds in such manner as the Executive shall from time to time direct.
13. The title to all real or personal property which may be acquired by or on behalf of the CAI shall be vested in a corporation lawfully entitled to act as a Custodian Trustee or in not less than three or more than five individual persons (not being members of the Executive).

Article 14: Secretary

1. The Secretary in conjunction with CAI Admin, shall be responsible for:

- a. Keeping a correct record of all proceedings of the CAI at its meetings and at meetings of the Executive.
 - b. Save as otherwise provided in this constitution; also take charge of all papers, books and records of the CAI.
 - c. The Secretary shall be responsible for all correspondence of the CAI which is not the responsibility of some other officer.
 - d. The Secretary shall keep the register of membership
2. The Secretary shall be responsible for all correspondence of the CAI which is not the responsibility of some other officer.
 3. The Secretary shall keep the register of membership.

Article 15: The annual general meeting

1. The annual general meeting is the highest authority of the CAI.
2. The meeting is conducted by a chairman elected by relative majority of votes.
3. Only those who have satisfied membership requirements are eligible to attend the AGM. Voting rights can be exercised by presence in person or by proxy. Each member in attendance of the meeting may only carry one proxy vote. All voting members must be fully paid up members of the CAI.
4. An ordinary general meeting is legally competent regardless of the number of members present, when to each member entitled to vote there have been mailed:
 - an announcement of the meeting postmarked at the latest four (4) weeks prior to the general meeting
 - an order of business postmarked at least five (5) days prior to the general meetings.
5. Elections are normally effected by the show of hands. However, if the chairman or at least three (3) of those present entitled to vote are demanding it, the election must be effected by written ballot. By written ballot, blank and void ballots are not counted in the number of given votes. For the adoption of a motion, a simple majority of votes is required, unless the laws are ruling differently. If an election by showing of hands results in a parity of votes, such election must be submitted by written ballot. When a written ballot results in a parity of votes, the motion is cancelled. However, immediately following the ballot, the meeting may decide upon a referendum of the membership concerning such a motion.
6. A general meeting may solely adopt, cancel or amend the articles or bylaws of the association. Amendment may be made only when the complete written text of the

proposed amendment has been mailed to the members, at the latest together with the order of business for the general meeting in question. For the adoption of an amendment of the Articles or bylaws, a majority of two-thirds (2/3) of the given votes is required.

7. The annual general meeting is held during the month of March. Under special circumstances, the Council may advance or postpone the meeting by up to six (6) weeks.
8. A referendum may be taken when the council or the general meeting considers that a matter demands a rapid decision or at the dissolution of the Association.
9. The rules of election mentioned in these Articles are defined and employed as follows:
 - a. Simple majority of votes. The highest number of votes decides upon the motion. If parity of votes, the rules under article 15:5 are followed.
 - b. Relative majority of votes are applied during the election of officers: the candidates take the offices in the order for which they qualify by the number of votes. If parity of votes, lots are drawn.
 - c. Absolute majority of votes: At least one more than half the given votes qualify the candidates. In the case of re-election to obtain such a majority, the candidate with the lowest number of votes is excluded, until only two candidates remain. If parity of votes, lots are drawn.
 - d. At a referendum, the Council must inform by registered letter all of the members of the subject of the vote, the deadline for submitting their ballot, and the address to which the ballot must be returned. The number of those entitled to vote shall be reduced to the number of submitted ballots, blank and void ballots not being accounted for.
10. The business of the annual general meeting shall be the consideration of the accounts, balance sheets and ordinary reports of the Executive, the reports of the auditors, the election of the Executive and Officers, and the other routine business of the CAI and such matters as may from time to time be laid down by statute as being required at an annual general meeting.
11. All other business that is transacted at an annual general meeting and all business that is transacted at an Extraordinary general meeting shall be deemed special business.
12. A member shall give the CAI no less than four (4) weeks' notice of any business which he wishes to have discussed at any general meeting of the CAI.

Article 16: Extraordinary General Meeting

1. An extraordinary general meeting is held when a majority of the Executive considers it necessary, or when at least twenty percent (20%) of the members of the CAI submit a written request to the Executive with indication of order of business. Such order of business may be extended by motions submitted by other members. Extraordinary General Meetings must be announced at least one (1) week prior to the holding of the meeting by the forwarding of the order of business. Extraordinary general meetings are legally constituted regardless of the number of members present or represented entitled to vote.

Article 17: Dissolution

1. If the Executive by a simple majority decide at any time that, on the grounds of expenses or otherwise, it is necessary or advisable to dissolve the CAI, it shall call a general meeting, of which meeting not less than 28 day's notice, stating the terms of the resolution, shall be given.

Article 18: Interpretation

In these rules, except where a different intention appears:

"Association" means the Chiropractic Association of Ireland

"CAI" means the Chiropractic Association of Ireland

"Chiropractic" is defined as in the World Health Organization Guidelines on basic training and safety in chiropractic, World Health Organisation, Geneva 2005 as "a healthcare profession concerned with the diagnosis, treatment and prevention of disorders of the neuromusculoskeletal system and the effects of these disorders on general health. There is an emphasis on manual techniques, including joint adjustment and/or manipulation, with a particular focus on the subluxation".

"The Executive" means the council referred to in Article 8.

"Member" means a member of the CAI of whatever category of membership.

"Full member" means an ordinary member as described in the Articles.

"Officers" shall mean the President, Vice-President, Secretary and Treasurer of the Association as all such posts are herein mentioned.

"Non-Officer Members" mean the members of the Executive who are not member's ex-officio.

“Lay-member of the Executive” means an individual who at the time of his appointment to the council under Article 8:10, is not practicing or teaching chiropractic in the Republic of Ireland.

“The Code of Ethics” means the Code of Ethics as set out in the Schedule Code of Ethics and as amended from time to time by decision of the Executive.

“The Disciplinary Procedure” means the disciplinary procedure set out in the Schedule Disciplinary Procedure, and as amended from time to time by decision of the Executive.

“The Register” means a register of the names and addresses of all members of the association.

“The Seal” means the Common Seal of the Association.

“The Companies Act” means the Companies Acts 1963 to 2003 and any statutory modification or re-enactment thereof.

“Board of Directors” means the Board of Directors of the Chiropractic Association of Ireland Ltd as required by the Memorandum and Articles of Association.

“Meeting” means a meeting of the CAI.

“Year” means the financial year of the CAI as fixed from time to time by the Executive.

Words and expressions defined in the Companies Act shall have the same meaning in this Constitution.

Where the context so requires it, reference in these rules to the masculine shall also include the feminine.