



British Association of Art Therapists

Voting and Ballot Bylaws

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The use of votes and ballots

- 1.1 The Articles of Association refer to the occasions and need for members or Directors to vote in meetings. Nothing in these Bylaws shall overrule the requirements of the Articles or any relevant legislation relating to voting and ballots within the company.
- 1.2 Votes shall mean the vote exercised by one member of the Association, in accordance with their legal or statutory right to exercise a vote according to the Articles. A vote shall be exercised in the appropriate manner for the circumstances and can mean by showing their hand, by using a ballot paper, using electronic means to cast a vote or any other method agreed by the Association.
- 1.3 Ballot shall mean a recorded method of exercising a vote, such as using a ballot paper, using electronic means to cast a vote or any other method agreed by the Association.
- 1.4 A vote or ballot may be cast by a proxy on behalf of a member.
- 1.5 For the sake of clarity, any reference to member in these Bylaws shall mean a Full Member, as determined by the Membership Bylaws (i.e. not an Associate or Trainee, unless explicitly referred to).
- 1.6 Where the context permits, reference to he or she shall refer to any gender and reference to the singular or the plural shall be interchangeable.
- 1.7 The incorrect use of a vote or a ballot means that the vote or ballot may be disregarded. If the vote or ballot was cast incorrectly, and there is evidence that the person knew that casting the vote or ballot was wrong, the person may face formal investigatory proceedings by the Association.
- 1.8 The Association may use the services of a company to support the voting or balloting process, the gathering of votes or ballots and the presentation of results. They must be an accredited independent scrutineer (approved by BEIS or the UK Certification Officer) or an industry recognized company which is a member of a relevant trade association.
- 1.9 The Association will ensure that members' data is protected for the purposes of votes or ballots and not used to breach the GDPR or any other relevant legislation.
- 1.10 The Association will use the most appropriate means available to support votes and ballots. This may be by members showing their hand, by using a ballot paper, using electronic means to cast a vote or any other method agreed by the Association.
- 1.11 The Association will take all reasonable steps to ensure that members who cannot access the preferred method have access to another method, should the member find difficulty accessing the preferred method. However the Association shall ensure that any alternative methods comply with the same strict protocols and security measures as applied in the preferred method.
- 1.12 The Association will make its best endeavors to ensure all relevant members receive notification of the vote or ballot. The failure of a member to receive notification does not invalidate the notice itself, where the Association can demonstrate its best endeavors.
- 1.13 It is the responsibility of each member to ensure the Association has up to date contact information for the purposes of any vote or ballot, but the responsibility of each member is a

general one and not specific to the period prior to a vote and ballot.

- 1.14 The Association will normally rely on any independent company to validate and report on the results of a vote or ballot. The Association may also rely on the Chief Executive where appropriate. The Association may appoint an independent scrutineer or returning officer to oversee any vote or ballot, where appropriate. An independent scrutineer or returning officer will not be a member or employee of the Association. The decision on appointing an independent company, the CEO or an independent person rests with the Chair of the Association.
- 1.15 The outcome of a vote or a ballot overseen by an independent company cannot be challenged and the result is binding on the association.
- 1.16 The outcome of a vote or ballot overseen by an independent person or scrutineer (i.e. not a company) or the CEO, can be subject to challenge on a point of procedure (i.e. that the process was wrong, not that the result was wrong).
- 1.17 In cases where someone who wishes to challenge the result of a vote or a ballot they must write to the Chair explaining what they wish to challenge and why, within 14 days of the announcement of the result.
- 1.18 The Chair will consult with the Board. The Board will undertake a review of the result in such a manner as it sees fit. The Board may undertake the review itself or appoint another independent person, who had no involvement in the vote or ballot, to do this on its behalf. The outcome of the review will be binding.

Voting for the Board of Directors

- 1.19 Only Full members who are currently fully paid up and in good standing may stand for election as a Director or vote in elections.
- 1.20 The Directors' Bylaws set out the eligibility for standing for election as a Director (including Chair and Vice Chair).
- 1.21 Members have the ability to vote for candidates standing for election or allocate a proxy vote to another member.
- 1.22 Members who are eligible may stand for more than one vacant position (e.g. Chair and Director) but may only hold one position at any time.
- 1.23 If any Member stands for a vacant position and is the only person to stand, they will be elected automatically. If there is more than one position (e.g. four Director vacancies) and four people stand, they will be elected automatically. There shall be no vote in such circumstances.
- 1.24 If more than one person stands for a vacant position or more people stand for multiple vacancies than there are vacancies, there shall be an election.
- 1.25 Members will be able to cast a vote for all contested Chair, Vice Chair or Director vacancies. If a member stands for multiple vacancies (e.g. Chair and Director) their name shall appear on the election notice/ballot paper/voting slip for all the positions they stand for.
- 1.26 Where a member stands for more than one vacant position the most significant role shall be determined first. If the member is successful they shall be elected to the most significant role they stood for and their candidacy for any other position shall become void.

- 1.27 Where a member stands for more than one vacant position and they are not elected to the most significant position they stood for, their votes for that position shall be ignored. The votes cast for them, by members, in the alternative position shall be counted alongside any votes cast for other candidates for that position.

Proxy votes

- 1.28 Members may appoint a proxy who shall be a Member of the Association. The proxy may be appointed by the Member to exercise all or any of the Member's rights to attend, speak, vote and demand a poll at a meeting of the Association.
- 1.29 A person holding a proxy may vote on any resolution. If the appointer does not direct the proxy how to vote on a particular resolution, the proxy may vote as he or she thinks fit.
- 1.30 An instrument appointing a proxy shall:
- 1.30.1 be in Writing executed by or on behalf of the appointer;
 - 1.30.2 shall be in the form set out below or in any usual or common form or in such other form as the Directors may approve;
 - 1.30.3 unless the contrary is stated, be valid for any reconvened meeting following an adjournment as well as for the meeting to which it relates; and
 - 1.30.4 be deposited at the Office or at such other place or with such other person as the notice for the meeting shall specify at least 48 hours prior to the meeting or reconvened meeting (excluding any day that is not a working day).
- 1.31 A vote given or poll demanded by proxy or by the duly authorised representative of a body corporate shall be valid notwithstanding the previous termination of the authority of the person voting or demanding a poll unless notice of the termination was received by the Association at the Office or at such other place at which the instrument of proxy was duly deposited at least 48 hours before the commencement of the meeting or adjourned meeting (excluding any day that is not a working day).
- 1.32 A proxy form will be available on the BAAT website or from the BAAT office.
- 1.33 The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll and may contain directions as to how the proxy is to vote on any resolution.

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