



CONSTITUTION

NIGERIAN PSYCHIATRISTS IN THE UNITED KINGDOM

Adopted on: January 11, 2026

PART 1 - GENERAL PROVISIONS

1. NAME, OFFICE, AND INTERPRETATION

1.1 NAME

The name of the charity is Nigerian Psychiatrists in the UK (hereinafter "NPUK").

1.2 REGISTERED OFFICE

61 Bridge Street, Kington, HR5 3DJ, Herefordshire, United Kingdom.

1.3 INTERPRETATION

In this constitution:

1.3.1 "NPUK" means Nigerian Psychiatrists in the UK

1.3.2 "Trustees" means Trustees of NPUK

1.3.3 "AGM" means Annual General Meeting

1.3.4 "EGM" means Extraordinary General Meeting

1.3.5 "OGM" means Ordinary General Meeting

1.3.6 "Nigerian heritage" means persons of Nigerian origin, citizenship, or ancestry

1.3.7 "Psychiatrist" includes consultant psychiatrists, specialist psychiatrists, specialty and associate specialist (SAS) doctors, trust grade doctors, psychiatry trainees at all levels, and retired psychiatrists

1.3.8 "Executive Officer" means the President, Vice President, Secretary, Treasurer, appointed Committee Chairs and Co-opted Officers

1.3.9 "Full Member" means a member with full voting and participation rights

1.3.10 "The Act" means the Charities Act 2022

1.3.11 "Good standing" means a member who is up-to-date financially by paying due subscription and is not subject to disciplinary proceedings

1.3.12 "Caretaker Committee" means the founding governance body serving until the first AGM election

PART 2 - CHARITABLE PURPOSES AND POWERS

2. VISION, MISSION, AND OBJECTS

2.1 VISION

To strive to empower psychiatrists of Nigerian heritage in the UK to thrive personally and professionally

2.2 MISSION

NPUK exists to:

2.2.1 Provide a unified platform for representation and advocacy for psychiatrists of Nigerian heritage in the UK

2.2.2 Advance professional excellence of Nigerian Psychiatrists in the UK through mentorship, continuous learning, research collaboration, and knowledge exchange

2.2.3 Strengthen community and professional networks through digital platforms, academic activities, and social engagement

2.2.4 Mentor Nigerian psychiatrists in navigating UK training and non-training (portfolio) career pathways to strengthen the psychiatric workforce and improve patient care

2.2.5 Support and provide guidance to Nigerian psychiatrists migrating to the UK to enhance mental health service capacity and quality

2.2.6 Build strategic partnerships with the Royal College of Psychiatrists, diaspora organisations, and other relevant institutions in the UK and Nigeria to advance shared goals

2.2.7 Promote culturally competent mental health services, reduce stigma, and support the wellbeing of minority communities in the UK

2.2.8 Enhance leadership, visibility, and influence of Nigerian psychiatrists within the UK mental health landscape

2.2.9 To promote mental wellbeing in the UK.

2.3 MISSION STATEMENT

To serve as a unifying and representative voice for psychiatrists of Nigerian heritage in the UK; to support their professional development, welfare, and equitable progression; to promote Nigerian cultural heritage and identity; and to advance mental health and wellbeing in the UK and Nigeria through excellence in psychiatric care, research, public education, collaboration, and culturally competent services.

2.4 OBJECTS (CHARITABLE PURPOSES)

The objects of NPUK are, for the public benefit:

2.4.1 To advance health and mental wellbeing in the UK and Nigeria by:

- (a) Promoting excellence and cultural competence/diversity in psychiatric care;
- (b) Supporting mental health initiatives, education, and stigma-reduction;
- (c) Strengthening services through collaboration, skills transfer, and charitable activities benefiting vulnerable populations.

2.4.2 To advance the education, professional development, and welfare of psychiatrists of Nigerian heritage in the United Kingdom by:

- (a) Providing training, mentoring, continuing professional development, and academic support by organising educational events including conferences, workshops, and symposia;
- (b) Supporting career progression across training and non-training pathways, including those migrating to the UK.

2.4.3 To promote equality, diversity, and inclusion within the psychiatric profession by:

- (a) Providing representation and advocacy;
- (b) Supporting fair treatment, wellbeing, and equitable progression;
- (c) Identifying and addressing discrimination and barriers to advancement.

2.4.4 To advance the arts, culture, heritage, and science by:

- (a) Celebrating and promoting Nigerian cultural heritage and identity within the UK psychiatric community;
- (b) Supporting research, scholarship, and academic collaboration in psychiatry and mental health between the UK and Nigeria;
- (c) Facilitating cultural exchange, artistic expression, and heritage preservation activities that strengthen community bonds and promote understanding of Nigerian contributions to psychiatry and mental health sciences.

2.5 POWERS

In furtherance of the objects, NPUK has the following powers:

2.5.1 To raise funds, receive contributions and accept donations subject to charity law, conforming to relevant legal requirements and not undertaking substantial permanent trading

2.5.2 To remunerate hired persons necessary for carrying out NPUK's work

- 2.5.3 To provide services or grants to individuals or institutions within the objects
- 2.5.4 To cooperate with and support other charities and organisations
- 2.5.5 To establish branches and regional groups throughout the UK
- 2.5.6 To affiliate with international organisations pursuing similar purposes
- 2.5.7 To do all lawful things necessary or conducive to achieving the objects

PART 3 - MEMBERSHIP

3. MEMBERSHIP PROVISIONS

3.1 MEMBERSHIP CATEGORIES

3.1.1 FULL MEMBERSHIP

Medically qualified psychiatrists of Nigerian heritage registered with the GMC, working or residing in the UK, and committed to NPUK's charitable objectives including:

- Consultant Psychiatrists
- Specialist Psychiatrists
- Specialty and Associate Specialist (SAS) Doctors
- Trainees in Psychiatry
- Trust Grade Doctors in Psychiatry

3.1.2 ASSOCIATE MEMBERSHIP

Open to:

- Retired psychiatrists of Nigerian heritage who previously practiced in the UK
- Psychiatrists of Nigerian heritage training or working outside the UK who maintain links with UK psychiatry
- Medical students and Foundation Year doctors of Nigerian heritage aspiring to psychiatry

3.1.3 HONORARY MEMBERSHIP

May be conferred by the Executive Committee on individuals who have made outstanding contributions to NPUK's mission or psychiatry in the UK and Nigeria.

3.2 ADMISSION TO MEMBERSHIP

- 3.2.1 Applications shall be made in such manner as the Executive Committee prescribes

3.2.2 The Executive Committee may refuse an application if reasonably necessary in NPUK's interests

3.2.3 The Executive Committee shall inform the applicant of its decision within 21 days

3.3 MEMBERSHIP SUBSCRIPTIONS

3.3.1 Members shall pay an annual dues as determined by the Executive Committee by the end of the subscription

3.3.2 Different rates may be set for different membership categories

3.3.3 Subscriptions are non-refundable except as required by law

3.4 RIGHTS OF MEMBERSHIP

3.4.1 **Full Members** have the right to:

- (a) Attend General Meetings, and vote provided their subscription is up-to-date
- (b) Stand for election for Official positions, provided their subscription is up-to-date
- (c) Access all services, resources, and events, if in good standing
- (d) Receive regular communications

3.4.2 **Associate Members** have the right to:

- (a) Attend General Meetings but not vote or appoint proxies
- (b) Speak at General Meetings when invited by the Chair
- (c) Access services, resources, and events as applicable
- (d) Receive regular communications

3.4.3 **Honorary Members** shall have the following privileges:

- (a) Attend all meetings (General Meetings and Committee meetings as observers)
- (b) Speak when invited by the Chair
- (c) Receive all member communications
- (d) Access to resources and events as applicable
- (e) No membership fees required
- (f) No voting or proxy rights

3.5 TERMINATION OF MEMBERSHIP

3.5.1 Membership shall terminate if:

- (a) The member resigns by written notice to NPUK; and resignation takes effect once received by the secretary
- (b) The member passes away
- (c) The member is removed by resolution of the disciplinary committee

3.5.2 The Executive Committee on recommendation of the Disciplinary Committee may terminate membership if the member has:

- (a) Acted in a manner detrimental to NPUK's interests
- (b) Brought NPUK into disrepute
- (c) Violated the code of conduct or professional standards as defined in Section 3.6

3.5.3 The member must be given at least 14 days written notice and opportunity to be heard by Executive Committee

3.5.4 Any member whose membership is terminated may appeal to Full Members at the next General Meeting

3.6 CODE OF CONDUCT

3.6.1 All members shall adhere to the following principles:

- (a) Professionalism in all NPUK activities and interactions
- (b) Respect for fellow members, partners, and communities
- (c) Confidentiality regarding sensitive organizational and member information
- (d) Integrity in professional and organizational conduct
- (e) Non-discrimination and promotion of equality and inclusion

3.6.2 The Executive Committee may develop and maintain a detailed Code of Conduct to supplement these constitutional principles

PART 4 - GOVERNANCE

4. FOUNDING PROVISIONS

4.1 CARETAKER COMMITTEE

The Caretaker Committee comprises the pioneering individuals who initially formed NPUK and shall lead its development until charity registration and the first AGM elections.

4.1.1 Composition

The Caretaker Committee shall consist of:

- (a) President
- (b) Other appointed members as deemed necessary

4.1.2 Term of Service

The Caretaker Committee shall serve until the first AGM elections

4.1.3 Functions and Powers

The Caretaker Committee shall exercise full executive and governance powers including:

- (a) Articulate and refine the vision, mission, and strategic priorities for NPUK
- (b) Draft the constitution, governance framework, and foundational documents
- (c) Coordinate activities required for charity registration and ensure regulatory compliance with the Charity Commission
- (d) Appoint the minimum (3) required Founding Trustees for purposes of charity registration
- (e) Establish membership criteria
- (f) Build consensus among and convene the initial members of Nigerian Psychiatrists in the UK
- (g) Establish foundational infrastructure, committees and programs
- (h) Develop election procedures and prepare for democratic transition by organizing the first AGM

4.1.4 Dissolutions

The Caretaker Committee shall dissolve upon completion of the first AGM elections and installation of newly elected Executive Officers.

5. TRUSTEES

5.1 ROLE AND COMPOSITION

5.1.1 The Trustees provide legal and fiduciary oversight of NPUK as a charitable organization

5.1.2 The Trustees (maximum of 7 Trustees as organisational needs require) shall consist of:

- (a) The President (automatic trustee during tenure)
- (b) Three Founding Trustees
- (c) Additional Trustees as organisational needs require

5.1.3 Trustee tenureship shall be for a duration of 5 years and initially commencing from the date of charity registration

5.1.4 The Trustees shall elect a Chair of Trustees from among themselves

5.1.5 All Trustees may be re-elected for one additional term (maximum two terms)

5.1.6 The Chair of Trustees shall chair Trustee meetings

5.1.7 The President shall retain all other responsibilities as defined in Section 7.1

5.2 FOUNDING TRUSTEES

5.2.1 Three founding trustees shall be appointed for charity registration purposes

5.2.2 The founding trustees shall be appointed by the Caretaker Committee

5.2.4 If a founding trustee vacancy occurs before the first AGM, the Caretaker Committee may appoint a replacement

5.2.5 If a founding trustee vacancy occurs after the first AGM, the Trustees shall fill the vacancy at the next Trustee meeting, with the replacement serving the remainder of the original term

5.3 PRESIDENT AS AUTOMATIC TRUSTEE

5.3.1 Upon election, the President automatically becomes a Trustee

5.3.2 The President's trusteeship ends when their presidential term ends

5.3.3 If a President serves consecutive terms, their trusteeship continues throughout

5.3.4 Presidents do not retain trustee status after their term ends unless separately appointed as a founding or additional trustee

5.4 ELIGIBILITY FOR TRUSTEESHIP

5.4.1 No one may be appointed a Trustee if they:

- (a) Are under 18 years of age
- (b) Are disqualified from acting as a Charity Trustee under the Charities Act 2022
- (c) Are incapable of managing their own affairs by reason of mental disorder
- (d) Are an undischarged bankrupt

5.5 TRUSTEE RESPONSIBILITIES

All Trustees share fundamental duties and obligations to NPUK and must:

5.5.1 Place NPUK's interests above personal interests

5.5.2 Exercise fiduciary responsibility to safeguard NPUK's assets, reputation, and mission

5.5.3 Maintain strict confidentiality of sensitive information

5.5.4 Ensure NPUK operates in accordance with charitable purposes, legal requirements, and ethical standards

5.5.5 Declare and manage conflicts of interest in accordance with Section 5.6

5.5.6 Attend Trustee meetings regularly and prepare adequately by reviewing materials in advance

5.5.7 Support Trustee decisions once made, even if personally disagreeing

5.5.8 Undertake a strategic review of NPUK at least every 3 years

5.5.9 The following matters are reserved to the Trustees

- (a) Compliance with charity law, regulatory requirements, and the charitable objects of NPUK
- (b) Oversight of financial controls, risk management, and protection of NPUK's assets
- (c) Review of annual accounts and the trustees' annual report prior to presentation to the AGM
- (d) Serious complaints or disciplinary appeals involving Executive Officers

5.6 CONFLICTS OF INTEREST

5.6.1 All Trustees and Executive Officers must declare their interests annually in writing to the Secretary

5.6.2 The Secretary shall maintain a register of interests

5.6.3 Trustees and Executive Officers must declare at the start of any Trustee or Executive Committee meeting if they have a conflict of interest with any agenda item and recuse themselves from discussions and decisions on that matter

5.6.4 All declarations and recusals must be recorded in the meeting minutes

5.7 TRUSTEE INDEMNITY

5.7.1 Trustees shall be indemnified out of NPUK's assets against any liability incurred in good faith in the execution of their duties

5.7.2 This indemnity does not extend to liability arising from a Trustee's own willful default, fraud, or dishonesty

5.8 TERMINATION OF TRUSTEESHIP

5.8.1 A Trustee's membership shall terminate immediately if:

- (a) They resign by written notice to the Secretary
- (b) They fail to attend three consecutive Trustee meetings without permission
- (c) They act in a manner detrimental to NPUK's interests or bring NPUK into disrepute
- (d) They breach the constitution, code of conduct, or fiduciary duties
- (e) In the case of the President as automatic Trustee, their presidential term ends

5.9 PROCEDURE FOR REMOVAL

5.9.1 A Trustee may only be removed by resolution passed by a two-thirds majority of the remaining Trustees

5.9.2 Before removal, the Trustee shall receive written notice of the proposed action and be given up to 14 days to respond

5.9.3 Any Trustee removed may appeal to the Full Membership at the next General Meeting, whose decision shall be final

5.10 PATRON

5.10.1 The Trustees may appoint up to 3 Patrons in recognition of distinction or support for NPUK objects, and such appointments shall be honorary

5.10.2 The Patron shall:

- (a) Provide public support and advocacy for NPUK's mission
- (b) Lend prestige and visibility to NPUK's activities
- (c) Assist in opening doors to strategic partnerships
- (d) Attend NPUK events when possible
- (e) Have no governance, voting, or fiduciary responsibilities

5.10.3 The Patron may resign at any time by written notice

5.10.4 The appointment is honorary and carries no remuneration, though reasonable expenses may be reimbursed

6. EXECUTIVE COMMITTEE

6.1 COMPOSITION

The Executive Committee shall consist of:

- 6.1.1 President
- 6.1.2 Vice President
- 6.1.3 Secretary
- 6.1.4 Treasurer/Financial secretary
- 6.1.5 Chair of Professional Development & Education Committee
- 6.1.6 Chair of Community Outreach Committee
- 6.1.7 Chair of Welfare & Socials Committee
- 6.1.8 Chair of Corporate and Public Relations Committee
- 6.1.9 Up to 3 Co-opted Officers as appointed by the Executive Committee
- 6.1.10 Additional committee chairs as determined by the Executive Committee

6.2 ELIGIBILITY FOR EXECUTIVE OFFICERS

6.2.1 All Executive Officers must be Full Members of NPUK and meet the eligibility criteria for Trustees as specified in Section 5.4

6.2.2 If the President is incapacitated or absent, the Vice President shall become a temporary Trustee and assume the President's (Executive and Trustee) responsibilities until the President returns or a replacement is appointed

6.3 POWERS AND DUTIES

6.3.1 The Executive Committee shall manage NPUK's day-to-day affairs and operational matters

6.3.2 The Executive Committee shall have particular regard to:

- (a) Ensuring NPUK pursues its objects
- (b) Overseeing committee activities, programs and terms of reference (ToR)
- (c) Ensuring effective communication with members
- (d) Managing NPUK's resources responsibly

6.3.3 The Executive Committee shall report to the Trustees on matters requiring oversight including:

- (a) Major strategic decisions
- (b) Legal or regulatory compliance issues
- (c) Significant risks or controversies
- (d) Annual reports and accounts
- (f) Operational matters as appropriate

6.4 TERM LIMITS FOR EXECUTIVE OFFICERS

6.4.1 The President shall serve a 3-year term and may serve a maximum of two terms (6 years total) in that position

6.4.2 Elected Executive Officers (Vice President, Secretary, Treasurer) shall serve 3-year terms and may serve a maximum of two terms (6 years total) in the same position

6.4.3 Committee Chairs shall serve until the end of the current Executive Committee's tenure

6.4.4 Committee Chairs may be changed before the end of the Executive Committee's tenure as determined by the Executive Committee

6.4.5 Committee Chairs may serve unlimited terms if reappointed by subsequent Executive Committees

6.4.6 Co-opted Officers shall serve until the next AGM and may be reappointed at subsequent AGMs, subject to a maximum total service of 6 years as a co-opted officer

6.4.7 There is no restriction on serving in different roles sequentially

6.5 TERMINATION OF EXECUTIVE ROLES

6.5.1 An Executive Officer's role shall terminate if:

- (a) They resign by written notice
- (b) They cease to be a Full Member
- (c) They are absent without permission from 3 consecutive Executive Committee meetings
- (d) They become disqualified under charity law

(e) They are removed by resolution of Trustees for acting detrimentally to NPUK

6.5.2 Before removal, the Executive Officer must be given reasonable notice and opportunity to be heard before the Trustees

7. OFFICERS AND THEIR DUTIES

7.1 PRESIDENT

The President serves as NPUK's chief volunteer officer and shall:

7.1.1 Provide visionary strategic leadership

7.1.2 Chair General Meetings (AGM, EGM, OGM)

7.1.3 Facilitate productive discussion and decision-making

7.1.4 Act as the primary external representative and official spokesperson

7.1.5 Represent NPUK to stakeholders, partners, media, and the professional landscape

7.1.6 Oversee the Executive Committee

7.1.7 Serve as automatic Trustee during tenure, fulfilling all fiduciary duties as specified in Section 5.5

7.1.8 Bridge the Trustees and Executive Committee, ensuring alignment between governance and operational management

7.2 VICE PRESIDENT

The Vice President shall:

7.2.1 Function as the President's principal deputy and strategic partner

7.2.2 Actively support presidential initiatives

7.2.3 Maintain readiness to assume leadership during the President's absence

7.2.4 Chair meetings in the President's absence

7.2.5 Become an Interim Trustee with full responsibilities if the President is incapacitated or absent

7.2.6 Take direct leadership of specific strategic projects as delegated

7.2.7 Play a critical role in succession planning

7.2.8 Chair Disciplinary Committee

7.3 SECRETARY

The Secretary serves as NPUK's organisational architect and shall:

7.3.1 Manage all aspects of meetings including scheduling, agenda preparation, minute-taking, and distribution

7.3.2 Circulate draft minutes within 7 days of each meeting

- 7.3.3 Maintain records of Trustee and General Meeting proceedings
- 7.3.4 Handle official correspondence
- 7.3.5 Ensure regulatory compliance, particularly with Charity Commission requirements
- 7.3.6 Maintain comprehensive member records, organisational documentation, and archives
- 7.3.7 Maintain the register of members and the register of interests
- 7.3.8 Ensure statutory returns and notifications are made
- 7.3.9 Serve as the primary liaison with external regulatory bodies and professional organisations
- 7.3.10 Maintain a register of all constitutional amendments recording the date, nature of change, and AGM where approved

7.4 TREASURER/FINANCIAL SECRETARY

The Treasurer acts as NPUK's financial steward and shall:

- 7.4.1 Provide comprehensive oversight of all financial matters
- 7.4.2 Ensure fiscal health and sustainability
- 7.4.3 Lead the preparation and monitoring of organisational budgets
- 7.4.4 Track income and expenditure against approved financial plans
- 7.4.5 Oversee annual accounts and comprehensive financial reporting
- 7.4.6 Ensure proper financial records are maintained
- 7.4.7 Present financial reports to Trustees and members
- 7.4.8 Ensure preparation of annual accounts
- 7.4.9 Manage banking relationships and authorize transactions in accordance with Section 11.3
- 7.4.10 Implement robust financial controls to safeguard organisational assets
- 7.4.11 Advise on financial strategy and sustainability

8. ELECTIONS AND APPOINTMENTS

8.1 ELECTION OF EXECUTIVE OFFICERS

8.1.1 POSITIONS ELECTED BY MEMBERS

The following Executive Officers shall be elected by Full Members at the AGM:

- President
- Vice President
- Secretary
- Treasurer

8.1.2 TERMS

Elected Executive Officers shall serve for terms as specified in Section 6.4 and may stand for re-election subject to term limits.

8.1.3 ELECTORAL COMMITTEE

A 3-to-5-member Electoral Committee, nominated by Full Members at an OGM at least four months prior to the election, shall oversee the electoral process

- (a) The Electoral Committee shall appoint a Chair to serve as the Returning Officer
- (b) The composition of the Electoral Committee shall be communicated to all members ahead of the elections
- (c) Any objections to nominated Electoral Committee members must be submitted to the Secretary within 7 days, with stated reasons. Valid objections will be reviewed by the Executive Committee, and decisions will be communicated to the objecting member

8.1.4 NOMINATIONS

- (a) Electoral candidates must be Full Members and nominated by another Full Member
- (b) Nominators must confirm the nominee's acceptance before submitting the nomination
- (c) If there are more nominations than vacancies, election shall be by secret ballot

8.1.5 ELECTION PROCESS

- (a) Following the AGM's initial proceedings (e.g., reports, resolutions), the outgoing President shall hand the meeting over to the Returning Officer for the election segment
- (b) The outgoing Executive Officers shall remain in office until the new officers are elected and installed to ensure there is no governance vacuum at any point.
- (c) The Returning Officer shall conduct the election in accordance with the constitution
- (d) During the election, the Returning Officer shall preside and exercise the powers of the President
- (e) Decisions made by the Returning Officer and Electoral Committee within their remit are final
- (f) New officers shall be installed immediately after successful election

8.1.6 VOTING

- (a) All Full Members in good standing are entitled to vote
- (b) Elections shall be conducted during the election year AGM, as scheduled in the official agenda

- (c) Voting shall be by secret ballot, and a simple majority is required to elect
- (d) Failure to fill Executive Officer positions other than the Presidency shall not invalidate the election
- (e) Vacant positions may be filled via a by-election at the next EGM, OGM or AGM
- (f) The President, in consultation with the Executive Committee, may co-opt a Full Member to fill vacant positions temporarily until the next election

8.1.7 FAILED PRESIDENTIAL ELECTION

If the position of President is not filled through election:

- (a) The outgoing President shall continue to serve temporarily for a maximum of 3 months
- (b) An EGM must be convened within 3 months to re-run the Presidential election
- (c) if position remains unfilled, Vice President shall assume the role of Interim President until a President is elected at next AGM
- (d) A President elected after a failed election shall serve the remaining portion of the original 3-year term to ensure all Executive Officer elections remain synchronized at future AGMs
- (e) This partial term shall count toward the two-term maximum specified in Section 6.4.1

8.2 APPOINTMENT OF COMMITTEE CHAIRS

8.2.1 The Executive Committee shall collectively review all candidates and appoint Committee Chairs by majority vote

8.2.2 Full Members may apply for Committee Chair positions

8.2.3 The President may nominate suitable candidates

8.2.4 Committee Chairs shall serve until the end of the current Executive Committee's tenure as specified in Section 6.4.3

8.2.5 The Executive Committee may change Committee Chairs before the end of their tenure as deemed necessary

8.3 APPOINTMENT OF CO-OPTED OFFICERS

8.3.1 Co-opted Officers shall be appointed to bring specific skills or expertise by resolution of the Executive Committee

8.3.2 Up to 3 Co-opted Officers may be appointed at any time

8.3.3 Co-opted Officers shall serve until the next AGM and may be reappointed at subsequent AGMs

8.3.4 Co-opted Officers shall:

- (a) Serve on the Executive Committee (not Trustees unless separately appointed)
- (b) Participate in Executive Committee meetings with full voting rights

(c) Report to the President or designated Executive Officer

9. COMMITTEES

9.1 STANDING COMMITTEES

The Executive Officers shall establish and maintain the following standing committees to advance NPUK's strategic priorities:

9.1.1 PROFESSIONAL DEVELOPMENT & EDUCATION COMMITTEE

- Spearhead educational programs, training workshops, and career advancement initiatives
- Coordinate continuing medical education (CME) activities and mentorship programs
- Ensure members have access to cutting-edge knowledge and opportunities for clinical excellence
- Support members navigating UK training and portfolio career pathways

9.1.2 COMMUNITY OUTREACH COMMITTEE

- Promote mental health awareness within Nigerian communities in the UK
- Organize culturally sensitive educational programs and workshops
- Collaborate with community leaders, faith groups, and local organizations to reduce stigma around mental illness
- Advocate for accessible and culturally competent mental health services
- Coordinate outreach campaigns and social media initiatives to engage the wider community

9.1.3 WELFARE AND SOCIALS COMMITTEE

- Oversee wellbeing and support initiatives for NPUK members
- Develop peer support networks
- Provide guidance on professional challenges
- Create safe spaces for members to discuss cultural adjustment, workplace issues, and professional isolation
- Support Nigerian psychiatrists migrating to the UK through practical guidance, professional mentorship, cultural orientation, and peer support
- Organise social events to promote networking and membership bonding

9.1.4 CORPORATE AND PUBLIC RELATIONS COMMITTEE

- Promote NPUK's visibility and reputation
- Manage external communications and media
- Build partnerships with stakeholders

- Coordinate branding and advocacy campaigns

9.1.5 Each standing committee shall be chaired by a Committee Chair appointed in accordance with Section 8.2

9.1.6 The Executive Officers may establish additional committees as organisational needs evolve

9.1.7 Committee terms of reference, membership, and reporting arrangements shall be determined by the Executive Officers

9.2 COMMITTEE MEMBERSHIP

9.2.1 Each committee shall consist of an appointed Committee Chair and volunteer members from the Full Membership

9.2.2 Committee Chairs may invite specific Full Members with needed expertise to join their committee; up to a maximum of 10

9.2.3 Any Full Member may volunteer to participate in any committee

9.2.4 Committee membership shall be open, inclusive, and encourage broad member engagement

9.3 COMMITTEE REPORTING

9.3.1 Committee Chairs shall provide regular updates to the Executive Committee

9.3.2 The Executive Committee shall report to the Trustees on strategic matters arising from committee activities

9.4 EVENTS AND PUBLIC BENEFIT

9.4.1 NPUK shall organize events, seminars, workshops, conferences, and educational activities in furtherance of its charitable objects

9.4.2 Events directly advancing public mental health education, community benefit, or reducing stigma shall be free and open to all members of the public

9.4.3 Non-members may attend NPUK events, with the Executive Officers determining appropriate fees that ensure accessibility while providing membership value

9.4.4 The Executive Officers shall ensure that a significant proportion of NPUK's activities remain accessible at no cost to maximize public benefit and charitable impact

9.4.5 The criteria for determining whether an event is free shall include:

- (a) Whether the event primarily serves public mental health education or community benefit
- (b) Whether the event targets underserved or stigmatized communities
- (c) Whether the event advances NPUK's charitable purposes of reducing stigma and promoting mental health awareness

(d) The availability of grant funding or donations to support free access

9.4.6 Events with fees may include specialist professional development, multi-day conferences, and events with significant operational costs

9.4.7 The Executive Officers may waive or reduce event fees in cases of financial hardship or when doing so advances NPUK's charitable purposes

9.4.8 Members shall receive preferential rates for paid events as a membership benefit

9.5 DISCIPLINARY COMMITTEE

9.5.1 Disciplinary Committee shall handle matters of member conduct, complaints, and disciplinary proceedings

9.5.2 Composition:

(a) Disciplinary Committee shall consist of the Vice President (Chair) and two Full Members appointed by the Executive Committee

(b) Members of the Disciplinary Committee shall serve 3-year terms and may be reappointed

(c) No member of the Disciplinary Committee may participate in matters where they have a conflict of interest

9.5.3 Functions:

(a) Investigate complaints against members

(b) Conduct disciplinary hearings in accordance with principles of natural justice

(c) Recommend sanctions to the Executive Committee, including membership termination

9.5.4 Procedures:

(a) The member subject to disciplinary action must receive written notice of allegations at least 14 days before any hearing

(b) The member has the right to respond in writing and be heard in person (or remotely)

(c) The member may bring a supporter to the hearing

(d) Decisions shall be made by majority vote and recorded in writing

(e) The member shall be notified of the decision within 7 days

9.5.5 The Executive Committee shall develop detailed disciplinary procedures as appropriate in a separate policy document, consistent with this constitution

PART 5 - MEETINGS

10. MEETINGS

10.1 MEETINGS OF MEMBERS

10.1.1 ANNUAL GENERAL MEETING

- (a) The Annual General Meeting (AGM) shall serve as the highest decision-making authority of NPUK.
- (b) The President, in consultation with the Executive Committee shall have the authority to summon the AGM.
- (c) An AGM shall be held once per calendar year, in the 2nd quarter of the year, and shall not be held in the same quarter as a scheduled OGM.
- (d) In exceptional circumstances (for example due to logistic or personnel reasons) where an AGM is held outside the usual timelines, its proceedings shall remain valid.
- (e) The Executive Officers shall determine the venue, which may be physical, online, or hybrid.
- (f) The first AGM shall be held within 12 months of charity registration.
- (g) The business of the AGM shall include:
- (i) Receiving reports from President, Secretary, Treasurer, and Committee Chairs
 - (ii) Receiving and approving the annual accounts
 - (iii) Electing Executive Officers when due
 - (iv) Appointing auditors or independent examiners
 - (v) Considering constitutional amendments
 - (vi) Considering any other business properly submitted

10.1.2 ORDINARY GENERAL MEETINGS

- (a) Ordinary General Meetings (OGM) shall be held for member engagement, including:
- (i) Updates on NPUK activities and programs
 - (ii) Discussion of operational matters
 - (iii) Questions and answers with Executive Committee
 - (iv) Community building and networking
 - (v) Non-binding member input on strategic priorities
- (b) At least one OGM shall be held per calendar year in addition to the AGM, but not within the same quarter as the AGM.
- (c) The President, in consultation with the Secretary, shall have the power to summon an OGM.

- (d) OGMs may pass non-binding resolutions to advise the Executive Committee or Trustees
- (e) OGMs are for member engagement and discussion and cannot:
 - (i) amend the constitution
 - (ii) elect Executive Officers
 - (iii) approve annual accounts

10.1.3 EXTRAORDINARY GENERAL MEETINGS

- (a) An Extraordinary General Meeting (EGM) may be convened to discuss urgent matters requiring member decision.
- (b) The agenda for an EGM must be adhered to and shall address only the specific matter for which it was called.
- (c) An EGM may be called by:
 - (i) The President in consultation with the Executive Committee
 - (ii) At least 10 current Full Members by written request stating the agenda to be considered
- (d) An EGM shall be held within 28 days of a valid request.

10.1.4 NOTICE OF GENERAL MEETINGS

- (a) At least 21 clear days' notice shall be given of any General Meeting (AGM, OGM, or EGM).
- (b) Notice shall be given to all members and Executive Officers.
- (c) Notice shall specify:
 - (i) Date, time, and place (or online platform details) of meeting
 - (ii) General nature of business to be transacted
 - (iii) If proposing a constitutional amendment, the exact wording of the proposed amendment
- (d) Accidental omission to give notice to any member shall not invalidate the meeting.

10.1.5 PROCEEDINGS AT GENERAL MEETINGS

- (a) The quorum for all General Meetings (AGM, OGM, and EGM) shall include at least 2 Executive Committee Officers AND:
 - (i) If NPUK has fewer than 50 Full Members: 5 Full Members
 - (ii) If NPUK has more than 50 Full Members: not less than 10% of total Full Members on the membership register
- (b) If a quorum is not present within 30 minutes of the scheduled start time, the meeting shall be adjourned to a date within 28 days.
- (c) The President shall chair General Meetings. In their absence, the Vice President or a delegated Executive Officer shall chair.

- (d) Members may participate in General Meetings in person or remotely via video conference or similar electronic means
- (e) Members attending remotely shall have full voting rights equal to those attending in person and shall count toward quorum
- (f) Regarding voting:
- (i) Each Full Member present (in person or remotely) shall have one vote, provided their subscription is up-to-date
- (ii) Associate Members may attend but have no voting rights
- (iii) Voting shall be by show of hands (or electronic equivalent) unless a secret ballot is requested
- (iv) In case of equality of votes, the chair shall have a deciding vote
- (v) Decisions shall be taken by simple majority except where otherwise specified in this constitution
- (vi) A special resolution requires a two-thirds majority of Full Members voting

10.1.6 PROXIES

- (a) Full Members unable to attend General Meetings may appoint another Full Member as proxy by signed written notice.
- (i) For AGMs and OGMs: proxy forms must be submitted at least 7 days before the meeting
- (ii) For EGMs: proxy forms must be submitted at least 48 hours before the meeting
- (iii) A Full Member in good standing and present at the meeting may hold up to 2 proxies in addition to their own vote
- (iv) Proxy votes are valid for all matters at the AGM, OGM or EGM including election of Executive Officers

10.2 MEETINGS OF OFFICERS AND TRUSTEES

10.2.1 EXECUTIVE COMMITTEE MEETINGS

- (a) The Executive Committee shall hold regular meetings for operational management and program oversight
- (b) Executive Committee meetings shall be held (at least) quarterly
- (c) The President, in consultation with the Secretary, shall have the power to summon Executive Committee meetings
- (d) Executive Committee meetings are for Executive Officers only who may invite specific individuals for consultation on particular agenda items

- (e) The quorum for Executive Committee meetings shall be one-third of Executive Officers and must include at least 2 of the 4 core officers (President, Vice President, Secretary, Treasurer)
- (f) The President shall chair Executive Committee meetings. In their absence, the Vice President or a designated Executive Officer shall chair
- (g) Decisions shall be taken by majority vote of Executive Officers present. In case of equality, the chair shall have a casting vote
- (h) The Executive Committee may permit Executive Officers to participate by telephone, video conference, or similar means.
- (i) A resolution in writing signed by all Executive Officers shall be as valid as a resolution passed at a meeting.

10.2.2 TRUSTEES MEETINGS

- (a) Trustees shall meet at least quarterly
- (b) The Chair of Trustees shall convene Trustee meetings
- (c) Trustees meetings are for Trustees only who may invite specific individuals for consultation on particular agenda items
- (d) The quorum for Trustee meetings shall be a simple majority of current Trustees
- (e) Decisions shall be taken by majority vote. In case of equality, the Chair of Trustees shall have a decisive vote
- (f) Trustees may participate by telephone, video conference, or similar means.
- (g) A resolution in writing signed by all Trustees shall be as valid as a resolution passed at a meeting.

PART 6 - FINANCIAL MANAGEMENT

11. FINANCIAL PROVISIONS

11.1 ACCOUNTS AND RECORDS

- 11.1.1 The Executive Committee shall keep proper accounting records in accordance with charity law
- 11.1.2 Annual accounts shall be prepared and filed as required by law
- 11.1.3 Accounts shall be audited internally or independently examined as required by charity law
- 11.1.4 Copies of the annual report and accounts shall be made available to members

11.1.5 The financial year shall run from July to June, to allow for auditing of the accounts before the AGM held within the 2nd quarter (April – June)

11.2 ANNUAL REPORT

11.2.1 The Executive Committee shall prepare an annual report on NPUK's activities

11.2.2 The annual report shall include activities undertaken during the year, financial accounts, and such other information as required by charity law

11.2.3 Trustees may determine additional content for the annual report as appropriate

11.2.4 The report shall be presented at the AGM

11.3 FINANCIAL CONTROLS

11.3.1 All payments and financial transactions shall be authorized in accordance with the following limits:

(a) Payments under £750: Single signatory (Treasurer, or in their absence, the President)

(b) Payments of £750 or above: Two signatories (any two from President, Treasurer, Vice President and Secretary)

11.3.2 The Executive Committee shall ensure appropriate banking arrangements are in place

11.3.3 The Treasurer shall maintain accurate financial records and provide regular reports to the Executive Committee

11.3.4 The Executive Committee shall approve an annual budget for NPUK's activities

11.4 FINANCIAL DUES/SUBSCRIPTIONS

11.4.1 Financial membership subscriptions are paid as annual dues

11.4.2 Membership dues for the various categories are set as:

a. Consultant Psychiatrists: £75 per annum

b. Specialist Psychiatrists: £60 per annum

c. Specialty and Associate Specialist (SAS) Doctors: £45 per annum

d. Trainees in Psychiatry: £45 per annum

e. Trust Grade Doctors in Psychiatry: £30 per annum

f. Medical students and Foundation Year doctors: Free

PART 7 - ADMINISTRATIVE PROVISIONS

12. POLICIES AND PROCEDURES

12.1 DATA PROTECTION

12.1.1 NPUK shall comply with all data protection legislation and maintain appropriate policies for handling data

12.1.2 The Executive Committee shall ensure that appropriate data protection policies and procedures are established and maintained

12.2 SAFEGUARDING

12.2.1 Should NPUK's activities in future involve children or vulnerable adults, appropriate safeguarding policies shall be established in accordance with UK law

12.3 COMPLAINTS PROCEDURE

12.3.1 The Executive Committee shall establish and maintain a complaints procedure

12.3.2 All complaints shall be handled by the Executive Committee

12.3.3 Where complaints cannot be resolved through internal processes, mediation shall be available

12.3.4 The Executive Committee shall establish detailed procedures for complaint handling in a separate policy document

12.4 DISPUTES

12.4.1 Any dispute between members or between members and NPUK that cannot be resolved through the complaints procedure shall be referred to mediation before legal proceedings

12.4.2 The Executive Committee shall appoint a mediator agreeable to both parties

12.5 LEGAL SUPPORT

12.5.1 The Executive Committee may engage legal advisers as required for the proper conduct of NPUK's affairs

12.5.2 The Executive Committee shall ensure legal compliance by maintaining access to appropriate legal guidance when required

PART 8 - CONSTITUTIONAL AMENDMENTS, DISSOLUTION, AND DECLARATIONS

13. AMENDMENTS TO THE CONSTITUTION

13.1 PROCEDURE FOR AMENDMENTS

13.1.1 This constitution may only be amended by special resolution at an AGM

13.1.2 Notice of proposed amendments must be given to all members with the meeting notice

13.1.3 Major amendments require at least 42 days' notice. Major amendments include:

- (a) Changes to charitable objects (Section 2.4)
- (b) Changes to dissolution provisions (Section 14)
- (c) Changes to amendment procedures (Section 13)

13.1.4 All other amendments (minor amendments) require at least 21 days' notice

13.1.5 Notice must set out the exact wording of the proposed amendment

13.1.6 To amend the constitution, a resolution must be passed by at least two-thirds of the Full Members voting at an AGM

13.1.7 No amendment shall be made that:

- (a) Would cause NPUK to cease to be a charity in law
- (b) Would alter the objects of NPUK in a way that would undermine its charitable status

13.1.8 The Secretary shall maintain a register of all constitutional amendments recording the date, nature of change, and AGM where approved

14. DISSOLUTION

14.1 CLOSING NPUK

14.1.1 NPUK may be dissolved by special resolution at a General Meeting called for that purpose

14.1.2 If upon dissolution there remain any assets after satisfaction of all debts and liabilities, these shall not be distributed among members

14.1.3 Such assets shall be transferred to:

- (a) Another charity with similar objects; or
- (b) A charity for the advancement of health or education; or
- (c) Another charitable purpose as determined by the General Meeting

14.1.4 Assets shall not be distributed to members under any circumstances

14.1.5 In the event members cannot agree on the distribution of assets, the assets shall be applied to charitable purposes as directed by the Court or the Charity Commission

15. DECLARATIONS

15.1 DECLARATION OF COMPLIANCE

15.1.1 Nothing in this constitution shall authorise an application of NPUK's property for purposes which are not captured within its mission or charitable objects as set out in Section 2.4

15.2 BENEFIT TO MEMBERS

15.2.1 No member of NPUK shall derive any direct financial benefit from NPUK except as a beneficiary of its charitable purposes or as reimbursement of reasonable expenses properly incurred

15.3 TRUSTEE REMUNERATION

15.3.1 Trustees shall serve without remuneration

15.3.2 Trustees may be reimbursed for reasonable expenses properly incurred in carrying out their duties

15.3.3 Any payment to a Trustee or person connected to a Trustee must be authorized in accordance with charity law

SIGNATURES

This constitution was adopted at a meeting held on: January 11, 2026

Name: **Dr Hal Abdullahi**

Signature: _____

Date: 19th Jan 2026

Name: **Dr Bawo James**

Signature: _____

Date: 21st Jan 2026

Name: **Dr Raphael Ogbolu**

Signature: _____

Date: 22nd Jan 2026

END OF CONSTITUTION