



Association for Dance Movement Psychotherapy UK Ltd

Overview of Executive Council Responsibilities

ADMP UK is a Limited Company. This means that all Executive Council members have all the duties of company directors under general company law and the Companies Acts 2006. ADMP UK is subject to regulation and sanction by Companies House. The Council is required to manage the business of the Association in accordance with its Articles of Association and the law generally.

Council members are expected to act reasonably and with care in all matters relating to ADMP UK, bearing in mind the best interests of the Association. The Council is subject to the principles of duty of good faith, loyalty to the company and members are expected to declare any conflict of interest, including not putting themselves in a position where a conflict of interest arises or, where a conflict of interest has arisen, taking appropriate action.

The ADMP UK Executive Council has sole responsibility for the following functions:

- To determine and review the Association's vision, mission, values and strategies;
- To establish policies and plans to achieve the Association's strategic objectives and to formulate a Business Plan;
- To determine the composition and terms of reference of Council and sub committees;
- To make recommendations to a general meeting of the Association in respect of changes to ADMP UK constitution (the Articles of Association);
- To recommend to the AGM the appointment and remuneration of an independent examiner for the annual accounts presented to Companies House;
- To determine the annual budget, and the allocation of resources available;
- To approve the annual accounts prior to publication;
- To agree and oversee a framework of delegation and systems of control;
- To agree policies and make decisions on all matters that might involve significant financial or other risk to the Association, or those which raise significant issues of principle;
- To monitor the Association's performance in relation to its plans, budgets, controls and decisions and to set key performance indicators;

- To satisfy itself that the Association's business is carried out within the law, within generally accepted standards of performance and propriety and is in accordance with ADMP UK constitution;
- To set policy for fees and subscriptions.

As company directors, Council members also have duties under company law as set out in the Companies Act 2006. This states that a director must:

- act in accordance with the company's constitution, and only exercise powers for the purposes for which they are conferred;
- act in the way s/he considers, in good faith, would be most likely to promote the success of the company in achieving its purposes, taking a properly balanced view of the implications of decisions over time;
- foster effective relationships with the membership and the general public and consider the impact of the company's operations on the community and the environment;
- exercise independent judgement;
- exercise reasonable care, skill and diligence. This means the care, skill and diligence that would be exercised by a reasonably diligent person with the general knowledge, skill and experience that may reasonably be expected of a person carrying out the functions carried out by the director in relation to the company, and the general knowledge, skill and experience that the director actually has;
- avoid conflicts of interest.

Code of conduct

Council members are expected to act in accordance with the seven 'principles of public life' (Nolan Committee, 1995):

1. Selflessness: decisions are made solely in terms of the organisation's values and mission (not for any personal, financial or other material, benefits).
2. Integrity: not to place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their duties.
3. Objectivity: ensure that in the delivery of services, the appointment of staff or the awarding of contracts are impartial and choices are made on merit alone.
4. Accountability: accept accountability for any decisions and actions to the beneficiaries, and submit to any scrutiny that is appropriate.
5. Openness: be as open as possible about all the decisions and actions that are taken. Give reasons for any decisions and restrict information only when individual or commercial confidentiality clearly so demands.
6. Honesty: declare any private interests relating to the duties and take steps to resolve any conflicts arising in a way that is lawful, and protects the organisation's reputation, values and mission.
7. Leadership: promote and support these principles of leadership by example.

ADMP UK Ltd is committed to creating a work environment free of harassment and bullying, where everyone is treated with dignity and respect.

Bullying is offensive, intimidating, malicious or insulting behaviour, and/or an abuse or misuse of power that is meant to undermine, humiliate or injure the person on the receiving end.

Harassment is unwanted conduct related to relevant protected characteristics, which are sex, gender reassignment, race (which includes colour, nationality and ethnic or national origins), disability, sexual orientation, religion or belief and age.

Conflicts of interest

Council members as directors have a duty to act in the best interests of ADMP UK Ltd. This duty of 'absolute loyalty and utmost good faith to the company' is compromised where a conflict of interest arises that is not dealt with. Under the Companies Act 2006 there is also an explicit duty on the part of the director to avoid a situation in which s/he has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the company. Council members are therefore expected to be open and honest about any matter which may give rise to a conflict of interest. Council members must record information about personal, business or other interests that might give rise to an actual or perceived conflict of interest with ADMP UK.

Subcommittees

Members of ADMP UK Executive Council are separately and severally liable, in law, for all matters pertaining to the administration of ADMP UK for and on behalf of its membership. Therefore all decisions of sub-committees must be ratified by Council before implementation.

Declaration Form - Acceptance of all ADMP UK Ltd and UKCP/HIPC policies and procedures

All ADMP UK Ltd council and subcommittee members will be required to sign a declaration form to state that they have read and accept the following policies and procedures:

1. The current Articles of Association (planned to be updated October 2019)
2. The ADMP Overview Summary of Roles and Responsibilities dated Sept 2019;
3. The Terms of Reference for the committee on which they serve updated Sept 2019.
4. Have submitted an up-to-date CV with a declaration of any known potential conflicts of interest of which they are aware, including dual roles.
5. Agree to engage to the best of their ability in a professional collaborative partnership with the committee on which they serve and all other ADMP representatives.
6. Will inform the chair of the committee on which they serve if they are no longer in a position to contribute to the committee and need to either take a break or step down from the role.

7. That they will ensure that they have a working knowledge of Conflicts of Interest, Dual Roles and respect for Intellectual property.
8. All relevant UKCP and HIPC documents as ADMP UK Ltd is an organisational member of UKCP under HIPC.