

THE HOSPITAL CATERERS ASSOCIATION Ltd.

# Bylaws



[www.hospitalcaterers.org](http://www.hospitalcaterers.org)



# Hospital Caterers Association

Promoting Catering Excellence

*President: The Rt Hon Lord Hunt of Kings Heath PC OBE*

## **THE HOSPITAL CATERERS ASSOCIATION Ltd.**

In support of the Articles of Association, lodged with Companies House, the Bylaws are the rules under which THE HOSPITAL CATERERS ASSOCIATION Ltd. (herein after referred to as Association) will operate.

### **Bylaws**

- A – Aims and Objectives of the Association
- B – Membership and Subscriptions
- C – Officers of the Association
- D – Board of the Association
- E – General Meetings of the Association
- F – Branches of the Association
- G – Approvals

**April 2023**

**[www.hospitalcaterers.org](http://www.hospitalcaterers.org)**

Hospital Caterers Association is a trading name of The Hospital Caterers Association limited, a company limited by guarantee, registered in England and Wales No. 13539619. VAT No: 390244504  
Registered Office: Bishop Fleming, 10 Temple Back, Bristol, BS1 6FL.

## BYLAW A - AIMS AND OBJECTIVES

### 1 The Aims and Objectives of the Association are:

- a. To promote catering excellence which improves the health and well-being of patients, staff and visitors.
- b. To lead on the promotion of professional standards which enhance and improve NHS and Healthcare catering services which support clinical needs across the United Kingdom.
- c. To support in the education and training of Members engaged in Hospital and Health Care Catering services.
- d. To raise Members awareness of best practice, across all aspects of management and service delivery.
- e. To collaborate with other Health Care focused organisations.

### 2 How to achieve the Aims and Objectives

- a. The Association recognises that the most effective way of delivering its aims and objectives is by the establishment of recognised branches across the four nations. This organisational structure facilitates local participation by those responsible for the management and supervision of hospital and other healthcare catering services when national and local issues which impact on service delivery are being discussed and or debated.
- b. Branches shall be encouraged to offer support and advice to their Membership, allowing for the sharing of knowledge and best practice.
- c. The Association shall promote study days and a National Learning and Development Forum which deliver professional training and continuing development opportunities. The Association may work with other Health Care focused organisations to either provide joint education and training sessions or promote their forthcoming events which may include Webinars.
- d. The Membership shall at all times demonstrate good professional standards and proper personal conduct as set out in the Association Codes of Practice as per section 3.
- e. Where appropriate, revenue surpluses may be reinvested to support internally organised professional training and development activities. Consideration may be given to include educational and training bodies that will be deemed to support the aims and objectives of the Association.

### 3 Codes of Practice

The Hospital Caterers' Association Ltd requires that Membership shall:

- a. Seek to achieve excellence in the management and delivery of the catering services for which they are responsible.
- b. Accept that they have a duty to develop their own knowledge and understanding of their profession on an ongoing basis.

- c. Share professional knowledge and experience within the Association, providing support and encouragement to both new and existing Members.
- d. Ensure that equality, diversity and inclusion is promoted at branch and national level.
- e. Ensure that safety and service quality are maintained to a level where the quality of life or welfare of patients, staff and visitors are not put at risk.
- f. Strive to achieve the maximum efficiency in the provision of service to provide quality and best value.
- g. Collaborate with other Associations in any enterprise that aims to improve the health and wellbeing of those in our care.

#### **4 Code of Conduct**

The Association further requires that Membership of the Association shall:

- a. Conduct their professional and private life in a manner which avoids the risk of bringing themselves or the Association into disrepute
- b. Not exploit their position within the Association for improper personal gain or benefit.
- c. Accept the discipline of public accountability which requires that they meet and are seen to display the highest standards of transparency, probity and impartiality in all their dealings on behalf of their employer and the Association.
- d. Maintain the highest standards of professional conduct and integrity in all their dealings on behalf of the Association and as an individual with patients, staff, the public, and the media.
- e. Adhere to the seven principles of public life, The Seven Principles of Public Life (also known as the Nolan Principles) which are:
  - I. Selflessness
  - II. Integrity
  - III. Objectivity
  - IV. Accountability
  - V. Openness
  - VI. Honesty
  - VII. Leadership

## BYLAW B - MEMBERSHIP AND SUBSCRIPTIONS

### 5 Full Member

- a. A Full Member of the Association shall be open to persons actively employed in Hospitals and/or Health Care who are:
  - I. Managers or have supervisory responsibility for Catering Production and Services.
  - II. Chefs, or catering supervisors, who are appropriately qualified. (Qualification examples in Good Practice Guide Catering & Education Pathway).
  - III. Other Health Care professionals with appropriate qualifications and/or expertise, who are actively employed to manage food/fluid and nutrition for patients.
- b. Members may retain their full status if, or when, they change positions to another discipline provided that employment retains a responsibility for/to healthcare catering.

### 6 Guest Membership

- a. Guest Membership of the Association is designed as an aid to recruiting which shall be applicable to persons actively employed in Healthcare Catering and especially can be offered to persons holding Catering Supervisory roles, who have appropriate qualifications and/or expertise, and who are actively employed to manage food and nutrition.
- b. Individuals with Guest Membership shall not be able to vote at branch level, and will not qualify to hold any level of officer post within the Association at branch or national level.
- c. Branches may recruit Guest Membership into their branch for up to one year or until the start of the next membership year on 1st November, not renewable and not extendable. Person holding Guest Membership should be invited to join as Full Members prior to the start of the next membership year on 1st November. All applications for Guest Membership will be subject to approval by the Board or Executive Committee of the Association.

### 7 Life Member

Full Members of the Association who retire from employment, in the Healthcare sector either by age or ill health, may be considered by their branch for the honour of being a Life Member, provided their Membership is current at the date of retirement, at the termination of the subscription year. The branch may wish to propose Life Membership to the retiring member, and if approved a one off payment is required, of a fee equivalent to the Full member level of subscription. Such members (referred to as 'Life Members') shall be entitled to all the rights and privileges of a Full Member.

**8 Honorary Member**

Following a branch nomination and on the recommendation of the Board, a person may be elected at the Annual General Meeting to become an Honorary Member of the Association, who specifically meets the written criteria included in the 'Recognition of HCA Member'.

**9 Overseas Membership**

- a. Overseas Membership is open to persons actively employed in Hospitals or healthcare catering management in their country and who are appropriately qualified as detailed in 5a
- b. Applicants for Overseas Membership shall be required to provide details for the Association to obtain references of their employment and personable suitability for membership.
- c. When visiting any of the four nations, there could be an opportunity to attend a branch meeting in the nearest location to where they will be staying. This can be arranged by contacting the Honorary National Secretary. Overseas Membership will have no voting rights at the Annual General meetings or any Branch meeting. They cannot become Honorary or Life Members.

**10 Associate Membership**

- a. Associate Membership of the Association shall be applicable to persons associated with providing goods and/or services to Hospitals and Health Care Catering. Persons elected to membership under this rule are subject to the following conditions:
  - I. Associate Membership of the Association may not hold a National Officer Position or Branch Director.
  - II. Associate Membership of the Association elected to a Branch Officer post under Bylaw F (31b) shall be entitled to all rights and privileges at branch level of a Full Member whilst holding that position. All other Associate Membership of the Association have no voting rights
- b. In line with HMRC requirements, each Branch of the Association may have up to, but not exceeding 25% of its total Membership (Full, Life, and Honorary) as Associate Membership.

**11 Associate Life Membership**

Associate Membership of the Association, who retire from active participation in providing goods and/or services to Health Care Catering Management, may be considered by their Branch for Associate Life Membership, provided their Membership is current at the date of such retirement at the termination of the subscriptions year, and if approved, they make a payment of a fee equivalent to the Associate membership level of subscription. Such Members (hereinafter referred to as 'Associate Life Membership') shall be entitled to the privileges of Associate Membership but shall have no voting rights.

Life Associate Membership do not contribute to the 25% limit, as stated in 10b.

## 12 Company Patronage of the Association

The Association offers two levels of Company Patronage, one for Individual Patronage to a specific Branch or a Corporate Patronage which allows a company to have representatives to attend every branch of the Association. It is the company that becomes the Patron, not individuals. Individual Patrons, Corporate Patrons or their representatives have no voting rights.

### a. Branch Patronage

- I. Allows companies to have contact with and support activities of a named branch.
- II. Any named company representative may be allocated to the branch.
- III. While a different person from the company can attend each open branch meeting, only one representative can attend.
- IV. Company Representatives will not be allowed to attend closed meetings.
- II. A company/Individual can become a Patron to more than one branch and must submit an application to each relevant branch with the appropriate annual fee.

### b. Corporate Patronage

- I. Allows companies or individuals who wish to meet or maintain contact with the Membership of the Association and support activities at branch level only.
- II. Allows a company a maximum of 2 company representatives to be allocated to each branch.
- III. Only one person from the company can attend an open branch meeting.
- IV. Patrons will not be allowed to attend closed meetings.

## 13 Honorary Patronage

Any person who in the opinion, and recommendation of the Board has made a significant contribution to Healthcare Catering, which meets the aims and objectives of the Association, may be elected at the Annual General Meeting as an Honorary Patron of the Association for one year. Persons awarded Honorary Patronage can attend Association events but have no voting rights.

## 14 Application Process

Every candidate for Membership shall complete an application form, which will detail where the form should be forwarded to. The acceptance or rejection of applications for Membership shall be processed initially by the Branch, then by the Executive Committee. Appeals will be managed by the Board.

## 15 Subscriptions

- a. The Annual Subscription payable by Full Members, Associate Membership and Patrons is due for payment on the first day of November each year.
- b. Reviews of subscription rates shall be determined by the Board and be recommended for approval at the Annual General Meeting of the Association which precedes the membership year from when the revised rates will apply.

- c. If any of the Membership fails to pay a renewal subscription on or before the 30th of April, the Honorary Branch Treasurer shall write to the said Membership giving notice therein that unless the required subscription is submitted to the Honorary Branch Treasurer, within 30 days of this communication, the Membership name shall be removed from the Branch's and the Association's membership.
- d. **Branch Capitation retained by the Branch**
  - I. 1st November to 31st January = 30% retention.
  - II. 30th April = 20%.
  - III. After 30th April = Nil Branch retention.

## 16 Cessation of Membership

- a. Life, Full or Associate Membership may resign from the Association by informing their Branch Secretary in writing of their intention to do so. Full and Associate Membership are liable to pay their subscriptions in full for the year in which this resignation is received.
- b. A Honorary Member may resign from the Association by informing the National Secretary Director in writing of their intention to do so.
- c. The Board may in their absolute discretion, cancel a Membership of the Association, if it has been determined by action under the Conduct Procedure
  - i. No person whose membership of the Association that has been terminated under the Conduct Procedure, shall be re-admitted to the Association, other than by the Association in General Meeting on the recommendation of the full Board.
  - ii. Honorary Membership shall not be offered to any person whose previous Membership has been determined by action under the Conduct Procedure

## 17 Definitions

In these Bylaws the word

- 'Member' shall, where the context so allows, supporting the Articles of Association, is anyone with full voting rights, and can influence decision making, which are Full, Full Life and Honorary Members.
- 'Membership' applies to all categories of members, as outlined in 'Members and includes, Associate, Life Associate and Patrons.



## BYLAW C - OFFICERS OF THE ASSOCIATION

### 18 The Association shall at the Annual General Meeting elect the following officers on the nomination of the Board:

#### a. **President**

The President will preside over the Annual General Meeting. The post holder shall hold office for one year only, but be eligible, for re-election and will fulfil the requirements and duties, detailed in the Standing Order for President.

#### b. **Vice President(s)**

Vice President(s), shall hold office for one year only, but be eligible, for re-election, and will fulfil the requirements and duties, detailed in the Standing Order for Vice-Presidents.

#### c. **National Chair and National Deputy Chair Directors**

The National Chair and Deputy Chair shall be a Full Member, nominated by the Board for their 2 year term of office, and formally approved at the Annual General Meeting, and will fulfil the requirements and duties, detailed in the Standing Order for National Chair and Deputy-Chair.

- I. The National Chair may be re-nominated for a further year, but shall not thereafter be eligible for re-nomination until a period of two years shall have elapsed from the expiration of their last term of office. This includes any term of office as an Immediate Past National Chair.
- II. Concurrent Chairs shall not be elected from the same branch, a period of two years must lapse.

#### d. **Other National Director Posts**

These posts shall be nominated by the Board from among the Members of the Association, and approved at the Annual General Meeting. After appointment may be re-nominated for a further year as Officers of the Association with voting rights, and ideally will be for a minimum of a 5 year term of office.

- I. National Finance Director shall fulfil the requirements and duties, detailed in the Standing Order for the role.
- II. National Secretary Director shall fulfil the requirements and duties, detailed in the Standing Order for the role.

#### e. **Ex-officio Roles**

These posts shall be nominated, by the Board, from among the Full Members of the Association and approved at the Annual General Meeting. After their initial appointment they may be re-nominated for a further year as Officers of the Association, and shall fulfil the requirements and duties, detailed in the Standing Orders for the roles of:

- I. National Assistant Secretary.
- II. National Editor.

f. **Immediate Past National Chair/Officer**

Where deemed required by the Board, the Immediate Past National Chair/Officer may be asked to attend Board and Executive for up to maximum of one further year in an advisory position with no voting rights and on an expenses only basis.

g. **Other Services :**

- I. Independent Accountants shall be appointed for one year at agreed fees. The appointment of the Independent Accountants shall be approved by the members at the Annual General Meeting.
- II. An Organisation to provide and deliver Company Secretarial services in line with Companies House requirements.

h. **Branch Directors**

- I. Each Branch shall nominate a Branch Director from within their branch at their Branch AGM, for a two-year period.
- II. Each Branch of the Association shall, before the first day of February each year, forward their nomination to the National Secretary Director.
- III. Each Branch Director shall complete the required documentation for Companies House which shall allow for formal approval by the Board, and for noting at the Annual General Meeting.
- IV. The Branch Director is appointed from the date of the National Annual General Meeting.
- V. The Branch who have representation as the National Chair/Vice-Chair Director, shall be permitted to nominate another Board Representative from the Branch. The expense of this representative shall be paid for by the Board.
- VI. In the event of a Casual Vacancy occurring among members of the Board for Branch Directors (other than ex-officio Members), the Board shall, if the vacancy arises, invite such Branch to nominate a person qualified to be a Member of the Board to fill the vacancy.
- VII. In event of the Branch Director being unable to attend a Board Meeting, the Branch Director in question may nominate an individual from the branch to represent in an ex-officio capacity, as not a registered director.

i. **Casual Vacancy**

The Board shall have power to appoint for the period until the next Annual General Meeting, a person to fill any casual vacancy in the office of National Secretary/Assistant Secretary, National Finance Director, and Editor of the Association.

## BYLAW D - BOARD OF THE ASSOCIATION

### 19 The Board

The business of the Association shall be managed by the Board of which the President and Vice President(s) shall be ex-officio and any individual from the branch representing in an ex-officio capacity.

The remaining Members of the Board shall be those nominated by the Board and elected at the National Annual General Meeting.

### 20 Committees

The Board shall appoint such Committees as they think as appropriate.

- a. They may also co-opt onto any Committee so appointed, persons who are not members of the Association.
- b. In particular the Board shall each year appoint an Executive Committee to be responsible to the Board for the day-to-day administration of the affairs of the Association.
- c. The Executive Committee, shall comprise of National Officers and in addition, three nominated Branch Directors from the Board, are deemed full members of this committee. The Editor may attend in an ex-officio capacity. Vice Presidents may attend the Executive Committee at the invitation of the Board.

### 21 Duty of Board

- a. The Duties of the Directors shall include those stated in the Articles of Association, such as:
  - I. Responsible for the management of the Association, for which purpose they may exercise all the powers of the company.
  - II. From time to time, make standing orders as appropriate for regulating the administration of the Association.
  - III. Propose amendments to the Bylaws to the Annual General Meeting.
  - IV. Ensuring compliance with the Association's Managing Conflicts of Interest procedure is followed.
  - V. Ensuring compliance with the Association's Records Management procedure
- b. The Board shall take steps as appropriate to further the aims, objectives and interests of the Association, such as by:
  - I. Holding Leadership & Development Forums.
  - II. Publications, meetings, lectures, demonstrations, or other similar means, promoting the exchange and dissemination of information relating to health care catering or the activities of the Association.
  - III. Arrange studies, hold competitions and award prizes, certificates and other awards related to any aspect of health care catering.
  - IV. Joining with and liaising with, or securing representation on other bodies or all organisations, which seek to improve the status, rewards, and proficiency of Health Care Caterers.

- c. The Board shall receive from the National Finance Director of the Association, information as to the income and expenditure, assets and liabilities of the Association and shall be satisfied that proper books of account are kept. They shall submit an audited statement of accounts and balance sheet to the National Annual General Meeting in each year.
- d. The income of the Association shall be allocated as the Board may decide between the funds held by the National Finance Director for the purposes of the Association. The National Finance Director shall supply to the Board such information as to budgeted or incurred expenditure.
- e. Any funds remitted to a Branch of the Association and remaining in custody of the Branch, shall be the property of the Association and, subject only to the satisfaction of liabilities incurred by the Branch, be returnable to the Association on demand by the National Finance Director.
- f. Any decision-making by Directors must be a majority decision.
- g. The Chair or other person presiding at any meeting of the Board, shall in the event of equality of voting on any issue, have a second casting vote.

## **22 Frequency of Meetings**

- a. The Board shall meet not less than three times in each Association year and shall ensure that these are minuted. The minimum quorum for any meeting shall be 12 Directors present.
- b. A special meeting of the Board may be convened by any three Members of the Board, nominated by three different Branches, giving notice to the Honorary National Secretary Director of the Association, and requires them to request specifying the subject of the meeting.

## **23 Travel and other Expenses**

- a. The travelling, subsistence and other expenses incurred on behalf of the Association by of Directors, Ex-Officio officers, and other members of the Association, when pre-approved by the National Finance Director, incur expenses on behalf of the Association, shall be reimbursed subject to the approval of the Board.
- b. If a Branch nominates a member to the Board, in a shadowing capacity, it shall pay the expenses incurred by its additional nominees.

## BYLAW E - GENERAL MEETINGS OF THE ASSOCIATION

### 24 Annual General Meeting

- a. An Annual General Meeting of the Association shall be held at a place, time and date to be decided by the Board, normally not earlier than the second week in April, nor later than the second week in May in any year, and may be held virtually.
- b. Full, Life, Honorary Member or Branches of the Association may, not later than 1st March in any year, give notice in writing to the National Secretary Director, of intention to move a resolution in the terms set out in such notice at the Annual General Meeting.
- c. The National Secretary Director, shall include the resolution at the March Board Meeting, to discuss the resolution and consider any recommendation, and the business to be transacted at the Annual General Meeting, such information to be provided, to each Member of the Association.
- d. Not less than 14 days before the date fixed by the Board for the Annual General Meeting of the Association, the National Secretary Director or Administration Services Provider shall give notice to Members of the Association, of the date, time and place of such meeting and of the business to be transacted. This notice will be via electronic, and on website.

### 25 Business of the Annual General Meeting

The business to be taken at the Annual /General Meeting shall be as follows:

- a. Minutes of the last Annual General Meeting and of any general meeting since held.
- b. Receive a report from Board of action taken during their year of office for Chair, Communications, Working Groups, and of such other matters as the Board may deem appropriate.
- c. Annual report from the Director of Finance and the report on the accounts of the Association, approved by the Board.
- d. Nominations of the following:
  - I. President
  - II. Vice Presidents.

#### National Officer Board

- I. National Chair Director
- II. National Deputy Chair Director
- III. National Finance Director
- IV. National Secretary Director.

#### Ex-officio Roles

- I. Assistant National Secretary
- II. Editor
- III. Immediate Past Chair/Officer.

- e. Branch Directors to the Board.
- f. Nominations to be an honorary Member of the Association.
- g. Elect Independent accountants of the Association's accounts for the ensuing year.
- h. To determine the subscription fees paid by of the Association.
- i. To consider resolutions proposed.
- j. Such other business relevant to the affairs of the Association, as the President, or other person presiding at the meeting, shall permit, either as a matter of emergency or otherwise, at their direction.

**26 A General Meeting**

- a. General Meetings of the Association may be called upon notice being given, by the direction of the Board.
- b. At any General Meeting the President, or in his absence a Vice President, shall preside and in the event of neither the President nor a Vice President of the Association being present, the Members attending shall appoint any Director to take the chair.
- c. Meetings may take place in person or virtually (Virtual meetings may be recorded).

**27 Quorum for Meeting**

Fifty Members, attending, shall form a quorum for any Annual/General Meeting. If there no quorum, no business other than the appointment of the Chair of the meeting is to be transacted.

**28 Voting**

Voting on resolutions put to an Annual/General Meeting shall be by show of hands/ electronic by those Members who are in attendance. Where a formal ballot has been approved by the Board, all Members will receive a Voting form and may vote as follows:

- I. By sending the completed Voting form to the National Secretary Director by post not less than seven days prior to the meeting.
- II. Or by sending the completed voting form by electronic email to the National Secretary Director from their registered email address not less than seven days prior the meeting.
- III. Use of electronic voting system as agreed/determined by the Board as required at an Annual/General Meeting.

**29 Interpretation or Alteration of Bylaws**

- a. In the event of any questions arising on the interpretation of the Bylaws, the question shall be decided by the Board
- b. Any alteration or addition to these Bylaws, shall be made by the Association in General Meeting, on the recommendation of the Board. The rules that have been agreed shall be applicable at the beginning of the financial year following any such decision.

**30 Dissolution Clause**

If at a General Meeting of the Association, a resolution is passed calling for the dissolution of the company, the company is responsible for the orderly winding up of the company, including the payment of all liabilities and the return of any excess funds following discharged liabilities, to the full members. Members (as detailed in Bylaw B) at the time of the dissolution will receive back an amount pro-rata to their contributions over the 4 years preceding the date of dissolution.

## BYLAW F - BRANCHES OF THE ASSOCIATION

### 31 Branches of the Association

- a. Each Branch of the Association shall appoint a Honorary Branch Chair, Honorary Treasurer, Honorary Secretary and Branch Board Director, who will comply with the relevant Standing Order.
- b. Branches may elect an Associate to hold Branch Officer post (excluding the Board Director position).
- c. In addition to the Branch Officer appointments, each Branch may appoint a Committee from amongst its Membership. The Committee should include the Honorary Chair, Honorary Treasurer and Honorary Secretary.
- d. Any such Committee shall in the name of the Branch, be responsible for the management and administration of the affairs of the Branch, subject only to the general direction, issued by the Board of Directors.
- e. It is the responsibility of each branch to monitor membership and provide the Administrator with up to date information as membership changes
- f. All branch officers operate according to the appropriate Branch officer Standing order.

### 32 Branch Annual General meeting

Each Branch of the Association, shall hold an Annual General Meeting, between the end of the financial year and 31st December in each year. A copy of the minutes of such Annual General Meeting, shall be submitted to the National Secretary Director of the Association, no later than the first day of February following the meeting.

### 33 Branch Rules and Standing Orders

- a. A Branch of the Association may make rules or standing orders for the regulation of their business. Such rules should not make any provision which, in the opinion of the Board, is contrary to the provisions of the Articles of Association or agreed National Standing Orders rules. In particular, they shall not require the payment of any additional sum additional to the subscription.
- b. If any rules are made by a Branch, a copy thereof shall be sent the National Secretary Director of the Association.

### 34 Withdrawal of Recognition of a Branch

- a. In the event of the withdrawal of recognition of a Branch, pursuant to Article of Association, the National Finance Director shall:
  - I. Demand the immediate return of funds in the Branch Accounts to the National Account.
  - II. No further allocations of funds shall be made to such Branch, until the resolution passed in pursuance of Article shall be rescinded by a resolution at an Annual General Meeting of the Association.



- b. If, in the opinion of the Board, the activities of a Branch are such as to be prejudicial to the standing, reputation or interests of the Association the Board may, after making such enquiry and receiving such representations as they may think proper:
  - I. Formally require from such Branch an assurance in writing, under the hand of the Chair specified by Board, an assurance that such activities shall cease.
  - II. In the event of a report to the next General Meeting of the Association they may, on the recommendation of Board resolve that recognition of the Branch be withdrawn, if prejudicial activities have not ceased.

### **35 New Branches**

- a. No new Branch of the Association, shall be formed without the consent of the Board, on the application in writing of not less than ten full members of the Association and with the following provisions:
  - I. All existing branches affected by the proposed formation of the new branch should be informed in writing at the same time as the National Secretary Director on behalf of the Board.
  - II. At least 5 Full Members who are in support of the formation of a new branch must transfer to form the new branch, and ensure Branch officer positions are in position.
  - III. The 5 Full members transferring to the new branch should also have support from at least 10 eligible new-members Full and proportionate Associate, who will become members of that branch.
- b. After consideration of all the relevant matters, the Board shall only give approval to the formation of a new branch, if it agrees that it is in the best interests of the association Company and not to the detriment of any existing branch.

## Bylaw G – Approvals

- 36.** *The Articles and Bylaws of the Hospital Caterers Association Ltd, can only be amended, altered or changed by a vote of the Company Membership at an Annual/ General Meeting, or by a change in the Law.*

*Quote from, National Chair Director*

*"These Bylaws replace our constitution of 74 years they are the culmination of the steps we took in 2018 to look at risks to our association and the lodging of our Articles of Association on 31st Oct, 2021, trading as a Company limited by Guarantee as of November 1st, 2021.*

*I am delighted our membership has voted for the adoption of these Bylaws at our AGM held on 28th April, 2023. It is indeed a historic day for us, and every member can be proud that they played a part in the consultation over the previous 12 months."*

Signed on behalf of the Hospital Caterers Association Limited by Founding Directors



**Brian Robb MIH**  
National Chair Director



**Janice Gillan MIH**  
National Secretary Director



**Caroline Darvill**  
National Finance Director



# Hospital Caterers Association

Promoting Catering Excellence

*President: The Rt Hon Lord Hunt of Kings Heath PC OBE*



Hospital Caterers Association is a trading name of The Hospital Caterers Association limited,  
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