

SOCIETY FOR OBESITY AND BARIATRIC ANAESTHESIA

PROPOSED CONSTITUTION 2026

1. NAME

The name of the Society is the Society for Obesity and Bariatric Anaesthesia (SOBA).

2. OBJECTIVES

The Society for Obesity and Bariatric Anaesthesia (SOBA) exists to promote safe, equitable and high-quality perioperative care for people living with obesity.

The objectives of the Society are to:

- a)** Improve perioperative care and outcomes for adults, children and young people living with obesity.
- b)** Promote education and professional development in obesity-related perioperative care through meetings, educational resources, training and other learning opportunities.
- c)** Develop, support and disseminate evidence-based guidance, standards and clinical resources relating to anaesthesia and the wider perioperative care of people living with obesity.
- d)** Promote and support research, audit and quality improvement relating to obesity and perioperative care, and encourage collaboration between clinicians, researchers and other relevant professionals.
- e)** Foster national and international collaboration with professional organisations, specialist societies and other groups whose work is relevant to people living with obesity.
- f)** Work in partnership with patients, families and patient advocates, ensuring that lived experience informs the Society's educational, clinical and strategic work.
- g)** Promote respectful, inclusive and non-stigmatising care for people living with obesity and advocate for equitable access to appropriate perioperative services.
- h)** Provide professional leadership and expertise in obesity and bariatric anaesthesia and contribute to relevant national and international policy, guidance and professional standards.

3. MEMBERSHIP

Membership of the Society is open to healthcare professionals, researchers, educators, students and others with an interest in obesity, bariatric anaesthesia and the perioperative care of people living with obesity.

The Society welcomes members from all relevant professional disciplines, career stages and geographical regions.

All members shall have equal membership and voting rights.

The Committee shall determine membership eligibility, subscriptions and any differentiated subscription rates, including free or reduced membership where appropriate.

Membership may be suspended or terminated where an individual's conduct is considered seriously detrimental to the Society, its members or its objectives. Any such decision shall follow a fair process, including reasonable opportunity for the member concerned to respond, and shall require a two-thirds majority of the Committee.

4. THE COMMITTEE

The Society shall be governed by a Committee responsible for the management and strategic direction of the Society.

The Officers of the Society shall be:

- a)** President
- b)** Vice-President
- c)** Secretary
- d)** Treasurer

The Committee may also include general Committee members, representatives of relevant professional groups or career stages, and members appointed to specific portfolio roles, as required to support the activities and objectives of the Society.

The composition of the Committee and the responsibilities of representative and portfolio roles may be determined and amended by the Committee, subject to the provisions of this Constitution.

All Committee members shall be entitled to vote on Committee business unless otherwise specified at the time of their appointment.

5. ELECTION OF OFFICERS

The Officers of the Society shall be elected from the membership of the Society.

Members shall be entitled to nominate eligible candidates for election as Officers. The Committee shall determine and communicate the arrangements for nominations and voting in advance of each election.

The candidate receiving the highest number of votes cast shall be elected. In the event of a tied vote, the President shall have a casting vote.

Officers shall serve a term of three years and may stand for re-election for one further consecutive term in the same office.

Where an Officer position becomes vacant before the end of a term, the Committee may appoint an eligible member to act in that role until the next appropriate election.

6. CESSATION OF COMMITTEE MEMBERSHIP

An Officer or Committee member may resign at any time by giving written notice to the President or Secretary.

An Officer or Committee member may be removed from office where there is serious misconduct, persistent failure to fulfil the responsibilities of their role, or another substantial reason that makes their continued membership of the Committee inappropriate.

Any decision to remove an Officer or Committee member shall require a two-thirds majority of the remaining Committee members. The individual concerned shall be informed of the reasons and given a reasonable opportunity to respond before a final decision is made.

7. RESPONSIBILITIES OF THE COMMITTEE

The Committee shall be responsible for the governance, strategic direction and effective management of the Society in accordance with its objectives.

In carrying out these responsibilities, the Committee may:

- a)** co-opt individuals with relevant expertise or experience to support the work of the Society;

- b)** establish subcommittees, working groups or project groups and determine their membership, responsibilities and terms of reference;
- c)** appoint individuals to representative or portfolio roles as required;
- d)** engage employees, contractors or other professional services where necessary for the effective operation of the Society; and
- e)** take such other reasonable actions as are necessary to further the objectives and effective operation of the Society.

The Committee shall be accountable to the membership and shall report on the activities and governance of the Society through the Annual General Meeting and other appropriate communications.

8. CONFLICTS OF INTEREST

Committee members shall declare any actual or potential conflict of interest relevant to the business of the Society.

A Committee member with a material conflict of interest shall not participate in the relevant decision or vote unless the remaining Committee members determine that the conflict can be appropriately managed.

Declarations of interest and their management shall be appropriately recorded.

The Committee may adopt and maintain a separate conflicts of interest policy.

9. HONOURS AND AWARDS

The Society may establish honours, awards, fellowships or other forms of recognition to acknowledge outstanding contributions to the objectives of the Society or to the wider fields of obesity, bariatric anaesthesia and perioperative care.

The Committee shall determine the criteria, nomination and selection processes, duration and any privileges associated with such honours or awards.

Honorary recognition may be conferred upon members or non-members of the Society where appropriate.

10. GENERAL MEETINGS

The Society shall hold an Annual General Meeting (AGM) each year, which may be held in person, virtually or in a hybrid format.

The AGM shall provide members with an opportunity to receive reports on the activities, governance and financial position of the Society and to consider matters relevant to the Society and its objectives.

An Extraordinary General Meeting (EGM) may be called by the President or Secretary where necessary and shall be called following a written request supported by at least 10% of members, stating the purpose of the meeting.

Members shall be given reasonable notice of an AGM or EGM and of any matters requiring a vote.

11. FINANCE

All funds and assets of the Society shall be used solely to further the objectives of the Society.

The Treasurer shall maintain appropriate financial records and provide regular reports on the financial position of the Society to the Committee. Annual accounts shall be prepared for each financial year and presented to the membership at the Annual General Meeting.

The Committee shall be collectively responsible for the financial governance of the Society, including appropriate oversight and authorisation of expenditure and financial commitments.

The Society's accounts shall be independently examined or audited where required by law or where otherwise considered appropriate by the Committee.

No individual Officer or Committee member shall have authority to incur significant financial liabilities on behalf of the Society except in accordance with arrangements approved by the Committee.

12. CONDUCT AND DECISION-MAKING

Meetings of the Society, Committee and its subcommittees or working groups may be held in person, virtually or in a hybrid format.

Unless otherwise specified in this Constitution, decisions requiring a vote shall be determined by a simple majority of votes cast. In the event of an equality of votes, the person chairing the meeting shall have a casting vote.

Appropriate minutes and records of significant decisions shall be maintained.

The quorum for a Committee meeting shall be one-third of the voting members of the Committee, rounded up to the nearest whole number, and shall include at least two Officers. The quorum for an AGM or EGM shall be 10 members.

13. DISSOLUTION

The Society may be dissolved following a resolution of the Committee and approval by a two-thirds majority of members voting on the proposal.

Following settlement of all debts and liabilities, any remaining assets shall not be distributed among the members but shall be transferred to one or more organisations whose objectives are consistent with, or closely related to, those of the Society and which do not distribute profits or assets for the private benefit of their members.

14. AMENDMENTS TO THE CONSTITUTION

Proposals to amend this Constitution may be made by the Committee or submitted in writing to the President or Secretary by members of the Society.

Proposed amendments shall be communicated to members and shall require approval by a two-thirds majority of votes cast, with a minimum of 10 members participating in the ballot.

The Committee shall determine and communicate the arrangements and reasonable timescales for consultation and voting on proposed amendments.

ADOPTION

Adopted by the membership of the Society for Obesity and Bariatric Anaesthesia on [DATE], replacing the Constitution dated October 2015.