

Sirona Key Points: Membership Agreement



What is this agreement?

This agreement explains:

- What Sirona care & health does.
- What Members do.
- What Members can expect.
- The rules for being a Member.

This agreement works alongside Sirona's Articles of Association (the company's official rules).

If there is a difference between this agreement and the Articles of Association, the Articles of Association are followed.

About Sirona

Sirona care & health is a Community Interest Company (CIC).

This means:

- Sirona works to benefit local people and communities.
- It does not have shareholders.
- Members do not receive money or profits from being Members.
- Any extra money made by Sirona is used to improve services and support the community.

Membership belongs to the individual Member and cannot be passed to someone else.

What does Sirona do?

Sirona provides community health and care services.

Its aims are to:

- Help people stay healthy and well.
- Provide safe, high-quality care.
- Support people to stay independent.

- Improve quality of life.
- Support carers.
- Offer training and education to professionals and organisations.
- Protect and support vulnerable people.

Any surplus money is reinvested into Sirona and its services.

What is the role of a Member?

Members help make sure Sirona:

- Acts in the best interests of the community.
- Uses its money and resources properly.
- Follows its values and goals.
- Provides good quality services.

Members do not run the company day to day.

The Board of Directors manages the company. Members help hold the Board accountable.

Members do this by:

- Reading reports about Sirona's performance.
- Attending meetings.
- Asking questions.
- Taking part in important decisions.

What rights do Members have?

Members may be involved in decisions about:

- Changes to the company's rules.
- Important company decisions that need Member approval.
- Appointment of auditors.
- Appointment and reappointment of the Chair and Non-Executive Directors.
- Setting pay for the Chair and Non-Executive Directors.
- Calling general meetings.

Being an Ambassador for Sirona

Members are expected to:

- Speak positively about Sirona.
- Promote and support its services.
- Act in the company's best interests.
- Show Sirona's values when meeting members of the public.

Members' profiles and photographs will normally be published on Sirona's website.

Contact details will not be shared without permission.

If a Member has safety or safeguarding concerns about having their profile published, they should contact the Corporate Governance Team.

Nominations Committee

Sirona has a Nominations Committee.

This group helps with:

- Recruiting Non-Executive Directors.
- Reappointing Non-Executive Directors.
- Reviewing the Chair's role and pay.
- Reviewing the performance of Non-Executive Directors.

The Committee makes recommendations, but final decisions are made according to Sirona's governance arrangements.

Types of Members

Sirona has 5 types of Members:

Staff Members

Employees of Sirona.

Service User Members

People who use, or represent people who use, Sirona services.

Director Members

Directors of the company, including the Chief Executive.

Strategic Partner Members

Senior people from organisations that work with Sirona.

Independent Partner Member

Someone with specialist skills, knowledge or experience that can help Sirona.

How long can someone be a Member?

Most Members are appointed for:

- An initial term of 3 years.

They may be reappointed for further terms if:

- Their performance is satisfactory.
- They still meet the eligibility requirements.

The usual maximum continuous membership is 9 years.

Financial responsibility

If Sirona ever closes and cannot pay all its debts, each Member would only be responsible for up to:

£1

No Member can lose more than this.

Expenses

Members do not receive profits, bonuses or dividends.

Members can claim reasonable expenses for attending meetings if approved by Sirona.

Standards of behaviour

Members must:

- Act honestly and professionally.
- Act in Sirona's best interests.

- Follow Sirona's values.
- Maintain confidentiality.
- Treat others with respect.
- Protect Sirona's reputation.

Members must not:

- Use their role for personal benefit.
- Use confidential information for personal gain.
- Act in a way that damages Sirona's reputation.

Conflicts of interest

A conflict of interest happens when a Member's personal interests could affect their decisions.

Members must:

- Declare any actual or possible conflicts of interest.
- Follow Sirona's procedures for managing conflicts.

If a conflict cannot be managed appropriately, membership may end.

How are Members chosen?

Members are appointed through selection, nomination or election processes.

Sirona aims to have a Membership that:

- Is diverse.
- Represents different communities.
- Reflects the people who use and support Sirona services.

Information Members receive

Members will receive information about Sirona through:

- Online information.
- Performance reports.
- Annual reports and accounts.

- Members' meetings.
- Annual meetings.
- Team Brief newsletters.

Members must keep confidential information private and follow data protection rules.

Members' meetings

Members are expected to attend meetings.

- Meetings are usually held every 3 months.
- Meetings may be in person or online.
- The Board meets with Members at least once each year.

Each Membership group has an equal share of voting rights.

Training and development

Sirona will provide training and development opportunities.

Members are expected to:

- Attend training where possible.
- Keep their knowledge and skills up to date.
- Learn about their role and responsibilities.

Time commitment

Members should expect to:

- Attend quarterly meetings (up to 4 hours long).
- Read papers and reports before meetings.
- Attend training sessions.
- Attend workshops or engagement events when needed.

The maximum expected commitment is usually around:

1 day per month.

Ending Membership

Membership may end if:

- A Member no longer meets the eligibility requirements.
- A Member does not attend meetings.
- A Member's behaviour harms Sirona.
- A Member does not meet training or conduct requirements.

Members can also resign.

To resign, a Member must give at least:

1 month's written notice to the Chair of Members.

Agreement

By signing this agreement, you confirm that you:

- Understand the role of a Member.
- Agree to follow Sirona's rules and values.
- Will act in the best interests of Sirona and the communities it serves.

Name: _____

Signature: _____

Date: _____