ICPHAA

Irish Counselling, Psychotherapy & Allied Healthcare Professionals Association

GOVERNANCE OF THE ASSOCIATION

Organisational Governance

How ICPHAA is constituted, directed and controlled: the role of the Board of Directors, delegation and committees, membership rights, financial and risk oversight, and accountability to members and the public.

REFERENCE	ICPHAA-POL-28	VERSION	1.0
EFFECTIVE	9 November 2026	NEXT REVIEW	9 November 2027
POLICY OWNER	ICPHAA Board of Directors		

GOVERNANCE OF THE ASSOCIATION · ICPHAA-POL-28

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APPLIES TO	The ICPHAA Board of Directors, committee and panel members, the Registry, the Accreditation Department, staff and volunteers, and every ICPHAA member.
VERSION	1.0 · effective 9 November 2026 · next review 9 November 2027
POLICY OWNER	ICPHAA Board of Directors
CONTACT	ICPHAA Registry · admin@icphaa.ie

AT A GLANCE

- ICPHAA is a voluntary, not-for-profit professional association governed by its constitution.
- The Board of Directors is collectively responsible for strategy, finances, legal compliance and governance.
- Matters of high significance are reserved to the Board; other functions are delegated in writing.
- Conflicts of interest are declared at the earliest opportunity and conflicted directors step aside.
- The Board is accountable to members and reports openly on the Association's activities and finances.

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1. Purpose

Good governance is the foundation of the credibility, effectiveness and sustainability of the Irish Counselling, Psychotherapy & Allied Healthcare Professionals Association (ICPHAA). Governance means the systems, structures, processes and values through which the Association is directed, controlled and held to account.

This policy describes how ICPHAA is governed: its status and constitution, the role and responsibilities of the Board of Directors, how functions are delegated, how membership works, how finances and risk are overseen, and how the Association is accountable to its members and the public.

2. Scope

This policy applies to the ICPHAA Board of Directors and each individual director; to any committee or panel established by the Board, including the Complaints Panel; to the Registry and the Accreditation Department; to staff and volunteers; and to every member, in so far as it describes members' rights and obligations within the Association's governance.

3. Status, constitution and purposes

ICPHAA is a voluntary, not-for-profit professional membership association in Ireland. It is governed by its constitution, which sets out its legal structure, its purposes, the rules of membership, and the powers and responsibilities of the Board of Directors and the members. Any surplus is used for the Association's purposes and is not distributed to members or directors.

ICPHAA's purposes include:

- promoting excellence, integrity and ethical practice in counselling, psychotherapy and allied healthcare in Ireland;
- setting and maintaining professional standards for the education, training and practice of its members;
- protecting the public through accreditation and fair processes for addressing concerns about members;
- supporting members' professional development; and
- representing the interests of the professions in relevant forums.

> **NOT A STATUTORY REGULATOR**
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> ICPHAA is not a statutory regulator. It does not license anyone to practise, and ICPHAA membership is not statutory registration. Statutory regulation of counsellors and psychotherapists is a matter for CORU.

4. Membership

Membership is open to anyone who meets the criteria for a membership category, as set out in the Professional Standards & Accreditation Policy and the ICPHAA accreditation requirements published by the Accreditation Department. The categories are Student Member, Pre-Accredited Member, Accredited Member and Accredited Member & Supervisor, together with the accredited role categories (Accredited Counsellor, Accredited Addiction Counsellor and Accredited Addiction / Trauma / Bereavement Support Worker) and Allied Healthcare members.

The rights and obligations of members are set out in the constitution and in the membership agreement each member accepts on joining and at renewal. They include the obligation to comply with the ICPHAA Code of Conduct for Members and all Association policies, and the right to take part in the Association's affairs as the constitution provides.

Membership is personal to the member and cannot be transferred. Members must keep their contact details up to date with the Registry so that they receive renewal notices and important communications. Decisions to refuse, restrict or end a person's membership are taken only in line with the constitution and the relevant ICPHAA procedures, applying fair procedures and giving reasons.

5. The Board of Directors

ICPHAA is governed by its Board of Directors, which holds ultimate responsibility for the Association's strategic direction, financial integrity, legal compliance and overall governance. The Board acts collectively and is accountable to the membership. Each director must act in good faith in the interests of the Association, exercise reasonable care, skill and diligence, and use the Association's resources only for its purposes.

The responsibilities of the Board include:

- setting the Association's strategy and making sure it reflects the Vision Statement & Ethos;
- approving the annual budget and overseeing financial performance and sustainability;
- approving ICPHAA policies, including this framework, and making sure they are reviewed;
- establishing the governance structures needed to deliver the Association's purposes;
- making sure the Association complies with its legal and regulatory obligations;
- overseeing risk management and internal controls;
- managing conflicts of interest; and
- making sure the Association operates in line with its constitution and values.

Matters reserved to the Board

Decisions of high significance are reserved to the Board and are not delegated. These include proposals to change the constitution, the approval of strategy and budgets, major financial or contractual commitments, the approval and withdrawal of policies, changes to membership categories, and the appointment of anyone to lead a department of the Association.

6. Delegation, committees and panels

The Board may delegate functions, but it remains responsible for them. Every delegation is recorded in writing, with clear limits, and those exercising delegated authority report back to the Board.

- **The Registry** administers membership, renewals, records and day-to-day communications, and is the Association's main point of contact at admin@icphaa.ie.

- **The Accreditation Department**, led by the Accreditation Manager, publishes and applies the ICPHAA accreditation requirements, assesses applications and checks compliance with category requirements.
- **Committees and panels.** The Board may establish committees or panels, such as the Complaints Panel, to assist it. Each operates under written terms of reference approved by the Board, setting out its purpose, membership, powers, quorum and reporting. A committee may take decisions only where the Board has expressly delegated that power.

Board, committee and panel decisions are recorded in line with the Records of Decision Policy.

7. Conduct of directors and conflicts of interest

Each director must read, understand and follow the Conflict of Interest Policy. Directors declare any actual, potential or perceived conflict of interest at the earliest opportunity and do not take part in any discussion or decision in which they have a personal, financial or professional interest that could reasonably be seen to influence their judgement. Declarations are recorded in the minutes and in a register of interests, which is reviewed at least once a year.

Directors are appointed and retire in line with the constitution. In filling vacancies, the Board seeks a balance of knowledge and experience, including professional practice in counselling, psychotherapy and allied healthcare, governance, finance and law, and the perspective of people who use services, so that it can oversee the Association's work effectively and in the public interest. New directors receive an induction covering the constitution, this policy framework, the Association's finances and risks, and their duties as directors.

Directors also keep Board business confidential where appropriate, support decisions once collectively made, and take part in induction and ongoing development so that they can carry out their role well. The Board periodically reviews its own effectiveness.

8. Financial governance and risk

The Board oversees the Association's finances and risks through the arrangements set out in the Financial Risk & Compliance Policy. These include an annual budget approved by the Board, regular financial reporting to the Board, annual accounts prepared in line with applicable law, internal controls such as dual authorisation of payments, a reserves policy, and a risk register identifying the key financial, operational, legal, reputational and clinical-governance risks facing the Association, with actions to manage them.

9. Accountability and transparency

The Board is accountable to the members through the general meetings provided for in the constitution and through open reporting on the Association's activities and finances. The Association publishes its policies, its membership categories and accreditation requirements, and information that allows the public to check a member's status at www.icphaa.ie/verify-certificate. The Public-Facing Transparency Policy sets out what ICPHAA publishes and how requests for information are handled.

Members may raise questions or concerns about the governance of the Association with the Board through the ICPHAA Registry at admin@icphaa.ie. Concerns about wrongdoing may also be raised under the protected disclosure arrangements described in the Organisational Integrity policy.

10. Monitoring and review

The Board owns this policy and reviews it by the date shown on the cover, and earlier where the constitution, the law or the Association's structure changes. The review considers whether the governance arrangements remain proportionate to the size and activities of the Association and consistent with recognised good governance practice.

READ ALONGSIDE

- Vision Statement & Ethos
- Organisational Integrity
- Conflict of Interest Policy
- Records of Decision Policy
- Financial Risk & Compliance Policy
- Public-Facing Transparency Policy

DOCUMENT CONTROL

VERSION	DATE	CHANGE	APPROVED BY
1.0	9 November 2026	Reissued in the ICPHAA policy framework (replaces the former ICPA version).	ICPHAA Board of Directors

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