

Regulations of the Society of Biology as approved at Council.

As agreed by Council (20110224), a new numbering system has been put in place, which renumbers our full set of regulations as follows:

#	Old SB [IoB]	Name	Owner	Approved by Council
0.1	0.10	Transitional Council Regulation	Council	20090715
1.1	6.10	Proceedings and Powers of the Council	Council	20100318
1.2	3.10	Notices to be Given and the Conduct of General Meetings	Council	20100318
1.3	2.30	Committees of Council	Council	20130228
1.4	2.25	Council Vacancies and Succession Planning	Council	20130228
1.5	3.20	Proxy Voting	Council	20100318
2.1	2.40	The creation and management of Specialized Groups	ETP	20090910
2.2	[1.460]	Specialised Registers	ETP	20130228
3.1	1.10	Membership and Fellowship	MMC	20130228
3.2	1.20	Membership and Specialist Register Appeals	MMC	20130912
3.3	2.10	College of Individual Members	MMC	20130228
3.4	2.20	College of Member Organisations	MMC	20130228
3.5	[1.440]	Branches	MMC	20110224
3.6	[1.565]	Names and Letterheads of Practising Firms	MMC	20110224
3.7	New	Disciplinary Procedure	MMC	20130912
4.1	1.30	Financial Regulations	Finance	20130228

The transfer and repeal of old IoB regulations into new SB regulations has now been completed and this list constitutes the full set of regulations as of Council on 12th Sept. 2013

Prof Chris Kirk

Hon. Secretary

Thursday 12th September 2013

Regulation 0.1

Transitional Arrangements for the formation of the Council of the Society of Biology

1. Interim Council agreed a transparent process for the transition to the single new Council for the Society of Biology, moving from the Interim Council to the new Council through a managed process. This will involve Council members stepping down, election of new members from the two Colleges in a phased transition, and appointment of Honorary Officers and Council appointees.
2. Interim Council will produce a skills matrix for the new Council, identifying the skills and roles that are needed to move forward.
3. Five members of Interim Council will step down as soon as the new Society comes into formal existence, to release seats for two elected members (one from each College), a President, and up to two Honorary Officers.
4. Council will move to appoint a President (for a term of up to four years) and such Honorary Officers, up to a maximum of two (for terms of up to three and two years, respectively), as is deemed appropriate by Council, having reviewed the skills matrix against the current membership.
5. If the President and/or Honorary Officers are drawn from the current membership of the Interim Council, their seats as ordinary members will fall vacant, and will be available for appointed positions, following testing of the Council skill set against the skills matrix. Should there be more than one such position, then the terms of office will be staggered from 4 years downwards, as agreed with the President.
6. Council will then move to a 'rolling replacement' programme, through election and appointment, by staggering the terms of office of those members staying on from the Interim Council in the initial period, until the planned rolling 4 year system is in place.
7. Each year after the first year, three members of Council will step down, to release a seat for each of the Colleges and for an appointed seat. The first year College seats will be taken by the Chairs of each of the Colleges.
8. To ensure a full transition, members of Council who carried through from Interim Council will step down before any member elected or appointed directly to the new Council comes to the end of their agreed term.
9. Any member stepping down may stand for election, or be appointed to Council. Notwithstanding the length of their previous contribution, such an election or appointment will be deemed to be their second term of office, as defined in Bylaw 34 [Bylaws of the SB20090422.v5].
10. This Regulation will fall as soon as the last member of the Interim Council steps down.
11. This regulation is effective from 15 July 2009

Regulation 1.1

Proceeding and Powers of the Council

1. Council made these Regulations under Bylaws 35 and 36.
2. The minimum period of notice to be given to members of the Council that a meeting is to be held shall be seven days.
3. The President shall act as the Chair of the meetings of the Council but, in his/her absence; the Chair shall be taken by a member of Council nominated by the President.
4. When there is not unanimity of the Council on a resolution, the vote shall be taken by a show of hands. In the event of an equality of votes, the Chair of the meeting shall have an additional casting vote.
5. This Regulation is effective from 18 March 2010

Regulation 1.2

Notices to be Given and the Conduct of General Meetings

1. Council made these Regulations under Bylaws 58, 63, and 69
2. **Notice of Special Resolutions for General Meetings**
3. Save in the special circumstances provided for in Bylaw 60, the Council shall be responsible for convening General Meetings. For a Special Resolution to be considered at a General Meeting it must be proposed by the Council or have been proposed, with the support of at least ten Individual Members and/or Member Organisations, to the Chief Executive in writing at least four weeks before the date of the General Meeting.
4. **Notice of General Meetings**
5. Announcement of the date and place of a General Meeting shall be given to members by a notice in the Society's journal appearing not less than 6 weeks beforehand.
6. **General Meetings**
7. The President shall take the Chair at General Meetings, save that in his/her absence a member of Council nominated by the President shall do so.
8. Save for the provision of Bylaw 63 a General Meeting may be adjourned only with the agreement of at least three quarters of those present.
9. The wording of all resolutions proposed shall be available at least 21 days prior to the General Meeting, by publication on the Society's website, or by a request to the Chief Executive.
10. **Notices to Members**
11. Other than a notice for a General Meeting, notices to members shall be sufficiently given if printed in an issue of the Society's journal or published on the Society website which is public at least twenty-one days before the event concerned.
12. This Regulation is effective from 18 March 2010

Regulation 1.3

Committees of Council

1. Council made these regulations under Bylaws 22(b) and 37

2. Committees

2.1. The Principal Committees of the Council shall comprise:

- 2.1.1. Education, Training and Policy (ETP) Committee
- 2.1.2. Membership, Marketing and Communications (MMC) Committee

2.2. The statutory Committees of Council shall be

- 2.2.1. Finance Committee
- 2.2.2. Appeals Panel(s), as required
- 2.2.3. Audit Committee

2.3. Other Committees of Council shall be

- 2.3.1. Remuneration Committee

3. Committee Workings

3.1. Chairs of Principal Committees will be appointed by Council after consultation with the wider membership;

3.2. For the purposes of the Bylaws, MMC Committee may be considered the 'Membership and Fellowship Committee'. If this responsibility is further delegated, the Chair and membership of any such Committee must be approved by Council.

3.3. Chairs and members of Principal Committees shall be Individual Members or approved representatives of Organisational Members of the Society

3.4. The period of office of Chairs and members of Principal Committees will normally be three years.

3.5. Only the Chair and members (ex officio and co-opted members) may vote at meetings of the committees.

3.6. Employees who are in attendance in committee and who are not acting in an ex-officio capacity may not vote at meetings of committees.

3.7. The President is entitled to attend any Principal Committee of the Society but is not entitled to vote on any resolution.

3.8. The Chief Executive is an ex officio member of the Principal Committees and Finance Subcommittee; the Chief Executive's personal attendance at any working group shall be at his/her discretion.

3.9. Committees will meet at least once per year, with extraordinary meetings as appropriate;

3.10. Finance Committee will be chaired by the Honorary Treasurer;

- 3.11. The Audit function will be the responsibility of the Audit Committee which shall report directly to Council. The Chair will be appointed by Council and may not be a member of Council or the Principle Committees. The appointee maybe from outside the membership and shall sit on the Finance Committee. The Audit Committee shall have at least one member external to the Society's individual membership..
- 3.12. The Finance committee will consist of members of Council and at least one external member in accordance with clearly defined terms of reference. Council shall approve such terms of reference and review them from time to time.
- 3.13. Remuneration Committee consists of the President, Honorary Treasurer, and, where possible, immediate past Honorary Treasurer, and any one other additional external member recommended by Council. The Chief Executive will normally be in attendance.

4. Responsibilities of Committees

- 4.1. Committees, including Finance and Audit Committee, will be responsible:
- 4.1.1. For the development and implementation of their remit and terms of reference, subject to approval by Council.
 - 4.1.2. For the Terms of Reference and remit of any such Working Group set up by the Committee including the internal audit function;
 - 4.1.3. Risk management shall fall within the remit of the Committee.
 - 4.1.4. For reporting their activity to Council.
 - 4.1.5. For identifying and reviewing the need for working groups and other activities, and the membership of those groups, subject to approval by Council. In particular, Council will indicate the level of delegation for each working group and activity, the reporting structure, and any responsible person.

5. Activities of Principal Committees

- 5.1. **Education, Training and Policy Committee** will be responsible for the following activities
- 5.1.1. Chartered status and any other recognition of continuing professional development.
 - 5.1.2. Schools, FE colleges and University liaison and education matters, including the work of the UKBC.
 - 5.1.3. Science Policy, particularly in areas such as biomedical science, animal science, environment, sustainability and agriculture
 - 5.1.4. Specialist Registers;
 - 5.1.5. International liaison
 - 5.1.6. Other such matters as Council may from time to time delegate to the Committee
 - 5.1.7. Establishing formal terms of reference to be agreed by Council
- 5.2. **Membership, Marketing and Communications Committee** will be responsible for the following activities:
- 5.2.1. Publications, media and communications;
 - 5.2.2. Branches, regions, festivals, public engagement and events;

- 5.2.3. Member Organisations, Fellowship and Membership: processing nominations and applications, and recommending to the Council those persons suitable to the Associate, Member and Fellowship grades, including Chartered status.
 - 5.2.4. Other such matters as Council may from time to time delegate to the Committee
 - 5.2.5. Formal terms of reference to be agreed by Council.
- 5.3. Each Principal Committee shall have the power to remove or suspend from membership of a Working Group any or all of the members of a Working Group that reports to it. The power shall only be used if that member or Working Group shall unreasonably fail to comply with the policy of the Council or with the decisions of the Principal Committee. This power shall only be exercised after approval by the Council, except in circumstances where the reputation of the Society is considered by the Principal Board to be in jeopardy of being brought into disrepute by the member or group.
- 5.4. Any appeal against the use of the power in the preceding paragraph shall be considered by a panel of three appointed by the President. The decision of the panel shall be final.

6. Activities of Other Committees

6.1. Remuneration Committee will:

- 6.1.1. Review the market place for relevant benchmarks for annual wage increases this may include, but is not limited to, the university sector, other learned societies and the voluntary sector.
- 6.1.2. Recommend to Council any overall change in the salary budget for the next fiscal year based on benchmarks, wider cost of living measures and the ability of the Society to bear the cost.
- 6.1.3. Provide a balance and check to individual pay awards by having access to individual staff salary information, on request.
- 6.1.4. Recommend the Chief Executive's base salary for the next fiscal year and award of any bonus.

6.2. Audit Committee will:

- 6.2.1. The Audit Committee shall have Terms of Reference as agreed by Council and shall have primary responsibility for liaison with the Society's Auditors, reviewing the annual audit process, considering the annual report and accounts, risk management and HR policies.

7. This Regulation is effective from 28 February 2013.

Regulation 1.4

Council Vacancies and Succession Planning

1. Council made this regulation under Bylaws 27, 28 and 34
2. **Succession Planning**
3. *President:* A nomination shall be made for a new President at least three months prior to the end of the current President's term and where practical, up to one year before. The new President shall assume the Presidency on the retirement of the incumbent President.
4. *Honorary Secretary and Honorary Treasurer:* The Honorary Secretary and Honorary Treasurer shall retire each year but shall be eligible for re-election provided that the total period of service does not normally exceed five consecutive years.
5. **Vacation of Office by a Member of the Council**
6. The circumstances, in which the members of the Society under the power given by Bylaw 34 shall call an Extraordinary General Meeting to remove a person from membership of the Council, shall be either professional misconduct, or conduct within the affairs of the Society likely to harm the standing of the Society.
7. **Casual Vacancies in Membership of Council**
8. The Council shall be entitled to appoint an Individual Member or duly recognised member of a Member Organisation as a member of the Council to fill a vacancy, howsoever caused. The person so appointed shall hold office until the Annual General Meeting next after his/her appointment, and shall then retire and be eligible for election or appointment as provided in the General Regulations.
9. This Regulation is effective from 28 February 2013

Regulation 1.5

Proxy Voting

1. Council made this regulation under Bylaw 61.f
2. Individual Members and Member Organisations may exercise their right to vote in absentia at a General Meeting through the use of a proxy vote.
3. The instruments for proxy voting are available (a) by written application (including electronic application) to the Chief Executive, and/or (b) through the Members' Area of the Society's website (www.societyofbiology.org)
4. New instruments will be produced for each General Meeting, detailing the items where a vote either may be or is required. These instruments will be available not less than 3 weeks before a General Meeting, except in relation to action under Bylaw 63. There will be one form of proxy for Individual Members, and another form for Member Organisations.
5. For a proxy vote to be valid, it must be received by the Chief Executive no later than 48 hours before the General Meeting at the official address of the Society
6. Members may nominate any other Member to cast their proxy vote, including the Chair of the meeting. Should the member identified as the proxy not be present, the Chair will cast the proxy vote. Should the member voting by proxy be present, their proxy vote will be withdrawn in favour of their vote at the meeting.
7. This Regulation is effective from 18 March 2010

Regulation 2.1

The Creation and Management of Specialized Groups

1. Council may create or dissolve Specialized Groups of the Society under Bylaw 38. Council will prescribe the names of such Groups and shall, either directly or through appended documents, provide for the powers, constitutions and governance of such Groups.
2. Council may delegate to the governing bodies of such Specialized Groups the power to incur expenditure within specified limits on behalf of the Society in furtherance of its object by means of a Designated Fund, or such other instrument as approved by Council, and, subject to the law relating to trustees and to any restrictions the Council thinks fit to attach, the power to deal with real or other property on behalf of the Society in pursuance of its objects.
3. Specialized Groups are responsible to the Council of the Society, or such Committee to which Council may delegate authority
4. The Chair, Secretary and Treasurer of the Specialized Group, as Honorary Officers, must be individual members of the Society of Biology.
5. Council may provide for the levying of subscriptions for admission to and retention of membership of specialized groups.
6. Council may approve the admission of persons who are not individual members or associates into such specialized groups and may authorize the establishment of joint specialized groups with other bodies having objects similar in whole or in part to those of the Society.
7. This Regulation is effective from 10 September 2009.

Notes:

1. If a currently existing organization was accepted as a Specialized Group, then the following steps would be needed (as well as agreement of both sides)
 - 1.1. match the objects to make sure they align, and check with the Charity Commission that the model works;
 - 1.2. use the current governing documents as the basis for the Specialized Group documents;
 - 1.3. create a Designated Fund, with authority to spend delegated to the Specialized Group;
 - 1.4. merge the charities, if needed, and transfer the assets to the Designated fund

Regulation 2.2

Regulations Concerning Specialised Registers

1. Council made these regulations under Bylaw 14.
2. This Regulation applies to all Society specialist Registers except Chartered Biologist, Registered Science Technician, Registered Scientist, Chartered Science Teacher and Chartered Scientist.
3. Each specialist register of the Society shall have its own terms of reference which shall, in every respect, be consistent with the Charter, Bylaws and other relevant Regulations that may be in place from time to time.
4. Council delegates to the Education, Training and Policy (ETP) Committee of the Society responsibility for agreeing such Terms of Reference.
5. The Chief Executive shall be responsible for monitoring and enforcement of such terms of reference on a day to day basis.
6. The ETP Committee shall seek to review the operation and effectiveness of each Specialist Register at least once per annum and provide a report to Council.
7. This Regulation is effective from 28 February 2013

Regulation 3.1

Membership and Fellowship

1. Council made these regulations under Bylaws 10, 20 and 21.

1.1. Formal application processes will be as agreed by the Membership and Fellowship Committee for all grades and classes.

2. Fellowship

2.1. *Fellowship by nomination*: A person who is being nominated for Fellowship shall have a proposer and two supporters, all of whom shall be Voting Members (Fellow or Member) of the Society. The proposer, and at least one supporter, shall be Fellows. Each nomination shall be made on the appropriate form and signed by the candidate.

2.2. *Fellowship by application*: A person who is applying for Fellowship shall have two referees. Each application shall be made on the appropriate form and signed by the candidate.

2.3. *Fellowship by invitation*: The Fellowship Committee may recommend to Council the names of those persons it considers evidently worthy of invitation to become Fellows.

2.4. A Curriculum Vitae which shows distinction and/or significant achievement will be accepted in place of a formal application and statement.

3. Individual Membership

3.1. Acceptability of qualifications for Members: In this Regulation biological science is a recognized programme of study with at least 50% of the last two years of the programme spent on biological science.

3.2. The Council shall have power to admit as an Individual Member a person who

3.2.1. possesses an honours degree or equivalent in a relevant subject with at least 3 additional years' experience in responsible work relevant to biological science

3.2.2. produces evidence to satisfy Council that s/he has sufficient experience and is making or has made a substantial contribution to the advancement of biological science or its application

3.3. Candidates may be required to submit records of their work, published or unpublished, to internal and/or external assessors and to pay such extra fees as may be determined by the Council.

3.4. Candidates may be required to attend for interview by the Membership and Fellowship Committee and/or external assessors.

4. Associate Membership

4.1. Any individual with an interest in the objects of the Society may become an Associate Member by application on the appropriate form.

4.2. This includes, but is not exclusive to, students studying appropriate programmes; those with qualifications which are not described in the qualifications for Individual

Membership; and those with a demonstrable interest in the advancement of biology or its application.

4.3. Associate members admitted under 5.2 are known as Affiliate Members

5. Organisational Membership

5.1. The Council shall have power to admit as an Organisational Member organisations with a remit relevant to the objects of the Society.

Application for Organisational Membership shall be by correspondence with the Chief Executive or delegee and formal approval at Council

6. Supporting Membership

6.1. Application for Supporting Membership shall be by correspondence with the Chief Executive or delegee and formal approval at Council

7. Professional Conduct of all grades of membership

7.1. Members of the Society of Biology, for all grades, shall observe the provisions of the Charter and Bylaws of the Society and shall conduct their activities honourably and with the highest academic and professional standards. They shall act to preserve the interests of the Society and the furtherance of biology.

7.2. A code of professional and ethical conduct shall be available as a reference guide on the Society's website and in hard copy upon request.

8. This regulation is effective from 28 February 2013

Regulation 3.2

Appeals Against Refusal of Election to Grades of Membership and the Specialist Registers

1. Council made these regulations under Bylaw 20.
 - 1.1. The Society's Bylaws govern election to membership. The Bylaws give the Society's Council absolute discretion in determining through regulations the conditions for election to any grade of membership and empower the Council to delegate authority to an appropriate Committee.
 - 1.2. These regulations also apply to applications to and re-registrations with the specialist Registers - Chartered Biologist, Registered Science Technician, Registered Scientist, Chartered Science Teacher and Chartered Scientist. If the Register whose membership of is in question is held under license by the Society from the Science Council, the appellant shall have no redress to the Science Council.

2. Requests for reconsideration by the Society

- 2.1. On request an applicant shall receive a written statement of the reasons why the Membership or appropriate Register Committee has refused an application for election to a grade of membership. If the applicant is aggrieved by such refusal the applicant may request the Committee to reconsider an application on the grounds:
 - 2.1.1. that the Committee was not in receipt of sufficient information to allow it to come to a reasoned decision
 - 2.1.2. that the Committee misinterpreted or misapplied the regulations for election to membership
 - 2.1.3. that the Committee discriminated arbitrarily against the applicant
 - 2.1.4. of maladministration on the part of an administrative officer
- 2.2. Applications for reconsideration may not be made in person to the Committee.
- 2.3. Requests must be made in writing addressed to the Committee Secretary within 28 days of the written statement of refusal and shall specify on which of the above grounds the request for reconsideration is being made.
- 2.4. The applicant shall provide such further evidence, documents or other information in support of the request as the applicant may wish or as the Committee may require.
- 2.5. The Committee, at its sole discretion may invite the applicant to appear before it when it reconsiders the application, but the applicant shall not be entitled to be accompanied by any other person. In addition, the Committee will not consider representations in person from a third party made on behalf of an applicant.
- 2.6. The Committee shall reconsider the application together with any further evidence, documents or other information, as may be supplied by the applicant in accordance with Regulation 1.10
- 2.7. Neither the Society nor the Committee shall be responsible for any costs incurred by the applicant in connection with the reconsideration of the application.
- 2.8. The Committee shall communicate its decision on the request in writing.

3. Appeals

- 3.1. When an application has been reconsidered by the Membership or appropriate Register Committee and again been refused an aggrieved applicant may appeal to the Society against a refusal of election on the grounds:
 - 3.1.1. that the Committee was not in receipt of sufficient information to allow it to come to a reasoned decision;
 - 3.1.2. that the Committee misinterpreted or misapplied the regulations for election to membership and/or the regulations under paragraph 4 hereof when reconsidering the application;
 - 3.1.3. that the Committee discriminated arbitrarily against the applicant;
 - 3.1.4. of maladministration on the part of an administrative officer
- 3.2. Such appeal shall be made in writing to the Chief Executive and shall specify on which of the above grounds the appeal is being made.
- 3.3. Such appeal shall be lodged with the Chief Executive within 56 days after the Committee's reconsideration decision was posted to the applicant.
- 3.4. On receipt of an appeal the Chief Executive shall send to a Council nominee, copies of all papers concerning the application, to include those previously considered by the Committee.
- 3.5. The Council nominee will, in the first instance, review the application with the Chair of the Fellowship and Membership Committee or appropriate Register Committee, or nominee of the Chair, and one other member of Council, and work to resolve the appeal informally.
- 3.6. Should the informal route fail to resolve the appeal, the Council nominee shall convene a Panel to hear the appeal and shall Chair the Panel with up to four additional members to serve on this body which shall have powers to investigate the application on behalf of Council. The Chief Executive or his/her nominee shall be Secretary to the Panel without vote. No member of the Panel, or the Secretary to the Panel, shall have previously considered the application or shall have acted as referee or sponsor of the applicant. The Panel shall have the power to collect information including personal statements, from any source to assist in the investigation.
- 3.7. The quorum for a meeting of the Panel shall be three voting members. Decisions shall be by a simple majority. In the event of a tie, the chairman of the Panel shall have a second and casting vote.
- 3.8. The Chief Executive shall notify the applicant of the date on which the appeal is to be heard at least 28 days beforehand.
- 3.9. The applicant shall be required to attend the hearing of the appeal and to address the Panel in support of the appeal. The applicant may be accompanied by a single representative only who may also address the Panel on the applicant's behalf. If the applicant intends to have a representative at the appeal the applicant shall inform the Chief Executive at least 7 days beforehand of the identity of the representative. The representative may only attend with the applicant.

- 3.10. The Panel shall not consider an appeal based on any challenge to or questions regarding a referee's report to the Committee.
- 3.11. Neither the Society nor the Panel shall be responsible for any costs incurred by the applicant or the applicant's representative in connection with the appeal
- 3.12. The Panel shall report to Council in writing with a recommendation that Council shall uphold or reject the appeal. Such report shall be accompanied by all papers considered by the Panel and the Panel shall give its reasons for the recommendation.
- 3.13. The Council shall then consider the appeal and any recommendation received from the Panel and shall adjudicate on the appeal. The decision of the Council to uphold an appeal against the refusal of an application by the Committee shall be by a two-thirds majority of those present and voting at the meeting. Otherwise the appeal shall be rejected.
- 3.14. The Chief Executive shall communicate the decision of the Council in writing.
- 3.15. This Regulation is effective from 12 September 2013

Regulation 3.3

College of Individual Members

1. The College of Individual Members may, for the purposes of regulation and common use, be known as the CIM.
2. The College exists to support and promote the Individual Members (IMs) of the Society of Biology, and ensure that the particular needs of IMs are addressed, through appropriate communication between IMs and Council, and through the process of election of members of Council;
3. A Chair of the College with responsibility for collecting and presenting the views and recommendations of the College to Council will be elected from the Members and Fellows.
4. The Chair of the College is a member of Council, as described in the Bylaws, with a term of four years from the AGM at which the election result was declared.
5. Special Meetings of the College can be called either by the Chair, in consultation with the President and Council, or by request of 50 Individual Members, with a minimum of one month's notice in writing to the Chief Executive.
6. the appointment or re-appointment of each Council Member elected from the College of Individual Members shall be effected as follows:
 - 6.1. in the event that, at the next occurring annual general meeting of the Society from time to time, the term of office of one or more such Council Member, including the Chair of the College, is due to expire in accordance with Bylaw 34, the Chief Executive shall, not less than three calendar months prior to the scheduled date of such annual general meeting (or, if no date has been scheduled, the first anniversary of the previous annual general meeting), distribute in writing and/or by electronic communication to all persons who are entitled to receive notice of such general meeting details of those offices which are due to be vacated at such general meeting. Such notice shall invite the Individual Members, if they so wish, to nominate any person for appointment to such vacant office provided no such person is ineligible for election pursuant to any provision of the Charter and;
 - 6.2. in the case of vacancies arising other than in accordance with Bylaw 34 ('casual' vacancies), the process shall be the same, save that Council may co-opt a person to the vacant post until an election may be called at the next AGM.
 - 6.3. each nomination from an Individual Member for the appointment of a person as a Council Member must be supported by a minimum of 5 other Individual Members ;
 - 6.4. any Individual Member who wishes to nominate a person for appointment as a Council Member at the relevant general meeting, and is permitted to do so notwithstanding the provisos set out in sub-paragraph (6.1) of this Regulation, must do so by notice in writing to the Chief Executive, such notice to state, in relation to each nomination:
 - 6.4.1. the name of the person nominated for appointment; and
 - 6.4.2. the names of the Individual Members supporting the nomination, such notice to be served on the Chief Executive by the relevant date specified in the invitation;

- 6.4.3. a statement from the nominee showing how they satisfy the Role Description and Job Specification for a Council Member and Trustee of the Society of Biology;
 - 6.4.4. nominations for appointment to Council may also be made by Council itself;
 - 6.5. in relation to the proposed appointments, the Council or (as the case may be) the Chief Executive shall, in the notice convening the general meeting, provide the following details:
 - 6.5.1. the names of the persons duly nominated for appointment;
 - 6.5.2. the particulars of such persons which would, if they were duly appointed as a Council Member, be required to be included in the Society's Register of Trustee's Interests respectively, and including their statement as described in 6.4.3; and
 - 6.5.3. the names of the Individual Members supporting each nomination or an indication that the nomination was made by Council
 - 6.6. in the event that the number of nominations validly made equals the number of vacancies, each person nominated shall, subject to his consenting to act as a Council Member, be declared duly appointed at the relevant general meeting;
 - 6.7. in the event that the number of nominations validly made exceeds the number of vacancies, the appointments shall be decided by a ballot of the Individual Members conducted in accordance with the following provisions of this Article;
 - 6.8. if a ballot is required, pursuant to sub-paragraph (6.7) of this Regulation, in order to determine the appointment of one or more Council Member, the Council or (as the case may be) the Chief Executive shall, within one calendar month of the date specified by the Chief Executive in the notice to the Member Organisations referred to in sub-paragraph (6.1) of this Regulation, issue (by electronic communication or otherwise) a ballot paper to each Individual Member, such ballot paper to specify:
 - 6.8.1. the names of the persons nominated for appointment as Council Members to whom the ballot relates;
 - 6.8.2. instructions on how voting is to be conducted, including in what manner and by which date ballot papers must be returned to the Chief Executive; and
 - 6.8.3. any other information considered by the Council or the Chief Executive to be relevant to the ballot or the conduct thereof;
 - 6.9. in the event that, after the counting of votes duly cast is completed, an equality of votes is found to exist between any persons to whom the ballot relates and the addition of one vote would entitle any of such persons to be declared duly appointed as a Council Member, the President shall forthwith decide between such persons by lot, and shall proceed as if the person on whom the lot falls had received an additional vote;
 - 6.10. the person receiving the highest number of votes in any such ballot (or, as the case may be, the person on whom the lot falls as referred to in sub-paragraph (6.9) of this Regulation) shall, subject to his consenting to act as a Council Member, be declared duly appointed at the relevant general meeting.
7. This Regulation is effective from 28 February 2013

Regulation 3.4

College of Member Organisations

1. The College of Institutional Members shall, for the purposes of regulation and common use, be known as the College of Member Organisations, or CMO.
2. The College exists to support and promote the Member Organisations (MOs) of the Society of Biology, and ensure that the particular needs of MOs are addressed, through appropriate communication between MOs and Council, and through the process of election of members of Council;
3. There shall be three types of Member Organisation – Full Members, Supporting Members and Affiliated Members. Only Full Members may vote.
4. Full members shall normally be other Learned Societies in field of biology. Supporting members shall normally be organisations, including private sector bodies, working in the biology field. Affiliated members may be any organisation who supports the Society's work and need not necessarily operate within the biology sector. Affiliated Organisations shall have no formal role in determining policy or other activities of the Society.
5. A Chair of the College with responsibility for collecting and presenting the views and recommendations of the College to Council will be elected from the nominated representatives.
6. The Chair of the College is a member of Council, as described in the Bylaws, with a term of four years from the AGM at which the election result was declared.
7. The College will meet at least once per year in a General Meeting to discuss matters deemed of relevance to the College. Three months notice of such meeting will be given to the MOs. Further Special Meetings of the College can be called either by the Chair, in consultation with the President and Council, or by request of 10 Member Organisations, with a minimum of one month's notice.
8. the appointment or re-appointment of each Council Member elected from the College of Member Organisations shall be effected as follows:
 - 8.1. in the event that, at the next occurring annual general meeting of the Society from time to time, the term of office of one or more such Council Member, including the Chair of the College, is due to expire in accordance with Bylaw 34, the Chief Executive shall, not less than three calendar months prior to the scheduled date of such annual general meeting (or, if no date has been scheduled, the first anniversary of the previous annual general meeting), distribute in writing or by electronic communication to all persons who are entitled to receive notice of such general meeting details of those offices which are due to be vacated at such general meeting. Such notice shall invite the Member Organisations, if they so wish, to nominate any person for appointment to such vacant office provided no such person is ineligible for election pursuant to any provision of the Charter and Bylaws and provided further that there shall not at any time be more than two persons appointed or serving as Council Members upon the nomination of the same Member Organisation;
 - 8.2. in the case of vacancies arising other than in accordance with Bylaw 34 ('casual' vacancies), the process shall be the same, save that the Council may co-opt a member until an election may be called at the next AGM.

- 8.3. each nomination from a Member Organisation for the appointment of a person as a Council Member must be supported by a minimum of two other Member Organisations;
- 8.4. any Member Organisation who wishes to nominate a person for appointment as a Council Member at the relevant general meeting, and is permitted to do so notwithstanding the provisos set out in sub-paragraph (6.1) of this Regulation, must do so by notice in writing to the Chief Executive, such notice to state, in relation to each nomination:
 - 8.4.1. the name of the person nominated for appointment; and
 - 8.4.2. the names of the Member Organisations supporting the nomination, such notice to be served on the Chief Executive by the relevant date specified in the invitation;
 - 8.4.3. a statement from the nominee showing how they satisfy the Role Description and Job Specification for a Council Member and Trustee of the Society of Biology;
 - 8.4.4. nominations for appointment to Council may also be made by Council itself;
- 8.5. in relation to the proposed appointments, the Council or (as the case may be) the Chief Executive shall, in the notice convening the general meeting, provide the following details:
 - 8.5.1. the names of the persons duly nominated for appointment;
 - 8.5.2. the particulars of such persons which would, if they were duly appointed as a Council Member, be required to be included in the Society's Register of Trustee's Interests respectively, and including their statement as described in 6.4.3; and
 - 8.5.3. the names of the Member Organisations supporting each nomination or an indication that the nomination was made by Council
- 8.6. in the event that the number of nominations validly made equals the number of vacancies, each person nominated shall, subject to his consenting to act as a Council Member, be declared duly appointed at the relevant general meeting;
- 8.7. in the event that the number of nominations validly made exceeds the number of vacancies, the appointments shall be decided by a ballot of the Member Organisations conducted in accordance with the following provisions of this Article;
- 8.8. if a ballot is required, pursuant to sub-paragraph (6.7) of this Regulation, in order to determine the appointment of one or more Council Member, the Council or (as the case may be) the Chief Executive shall, within one calendar month of the date specified by the Chief Executive in the notice to the Member Organisations referred to in sub-paragraph (6.a) of this Regulation, issue (by electronic communication or otherwise) a ballot paper to each Member Organisation, such ballot paper to specify:
 - 8.8.1. the names of the persons nominated for appointment as Council Members to whom the ballot relates;
 - 8.8.2. instructions on how voting is to be conducted, including in what manner and by which date ballot papers must be returned to the Chief Executive; and
 - 8.8.3. any other information considered by the Council or the Chief Executive to be relevant to the ballot or the conduct thereof;

- 8.9. in the event that, after the counting of votes duly cast is completed, an equality of votes is found to exist between any persons to whom the ballot relates and the addition of one vote would entitle any of such persons to be declared duly appointed as a Council Member, the President shall forthwith decide between such persons by lot, and shall proceed as if the person on whom the lot falls had received an additional vote;
- 8.10. the person receiving the highest number of votes in any such ballot (or, as the case may be, the person on whom the lot falls as referred to in sub-paragraph (6.9) of this Regulation) shall, subject to his consenting to act as a Council Member, be declared duly appointed at the relevant general meeting.
9. This Regulation is effective from 28 February 2013

Regulation 3.5

Branches

Regulations Concerning the Administration and Government and for the Purpose of Defining the Powers and Duties of Branches

1. Council made these regulations under Bylaw 38.
2. Each Branch of the Society shall be constituted in accordance with the Charter and Bylaws using the framework constitution set out below.
3. Each individual member may only be a member of one Branch. This will usually be where the member lives or works. The Society will automatically assign a member to the Branch associated with their home address unless requested by the member to change the geographic designation.
4. Notwithstanding the particular Branch designation, a member may attend any Branch event if they wish. However, they will only be permitted to stand for Branch elections or vote at their designated Branch.

5. CONSTITUTION OF THE BRANCH OF THE SOCIETY OF BIOLOGY

5.1. **Name:** The name of the Branch shall be

5.2. **Objectives.** The objectives of the Branch are to further the Aims and Objectives of the Society of Biology at all times by:

- 5.2.1. Promoting and fostering the public understanding of Biological Sciences in the Branch area;
- 5.2.2. Encouraging the exchange of ideas and information between biologists from different fields of expertise and areas of employment;
- 5.2.3. Representing the views of the Members of the Branch to the Council of the Society via the National Branches Co-ordinator;
- 5.2.4. Enhancing the professional status of bioscientists thereby encouraging young people who aspire to become professional biologists;
- 5.2.5. Organising activities for Members of the Branch, thereby keeping them in touch with current developments in biology;
- 5.2.6. Assisting the Society in recruitment of Members; and
- 5.2.7. Collaborating with other Branches and Specialised Groups of the Society, and with Member Organisations and sister Society's in the furtherance of the objectives 5.1.1-5.1.7

6. **Membership.** Membership of the Branch shall include all members of the Society of Biology, living or working within the area of the Branch.

7. **Organisation.** The Branch shall be organised and administered by a Committee elected by the Branch members.

Regulation 3.6

The Names and Letterheads of Practising Firms

1. Council made this Regulation under Bylaw 4 and 15(e)
2. This statement applies to practising members and, where appropriate, employees of practising firms.
3. A 'Firm' means a sole practitioner, a partnership, a limited liability partnership or corporate body the main business of which is the provision of services customarily provided by chartered biologists.
4. The term 'Letterhead' means any part of the firm's notepaper and documents used by the firm for communicating with clients or other parties.
5. A member may practise under whatever name or title he or she sees fit, subject to the Bylaws and regulations.
6. The firm name should be consistent with the dignity of the profession and should not project an image inconsistent with that of a profession bound to high ethical and technical standards.
7. A practice name should not be misleading.
8. The description 'Chartered Biologists' should not form part of the name of the firm.
9. Firms that wish to couple a description of their expertise with the words 'Chartered Biologists' must obtain the prior written approval of the wording to be used from the Education Training and Policy Committee. The Committee will require proof of proficiency in the particular discipline or area proposed to be described.
10. Principals in a firm describing itself as 'Chartered Biologists' should adopt a distinguishing name for any separate firm of biologists in which they practise and which is not itself entitled to the description 'Chartered Biologists'
11. A practice letterhead must comply with partnership and company law as appropriate, and with the Business Names Act 1985.
12. Unless the name of the firm is based on the name of past or present members of the firm or a firm with which it has merged or amalgamated, the existing firm members are recommended to consult the Society as to the propriety of the proposed name.
13. Letterheads shall show clearly whether any person named thereon is a partner or director of the firm.
14. Unless all the persons named on the letterhead are chartered biologists, firms should distinguish chartered biologists mentioned on the letterhead by the use of designatory letters.
15. The letterhead of a practice must only describe an individual by a title, description or designatory letters to which he or she is entitled.
16. Members and member firms are encouraged to use the Society logo on their stationery provided they may properly call themselves Chartered Biologists.

Members should ensure that the words 'Society of Biology' is shown in the correct position adjacent to the logo. The logo shall not be smaller than 17 mm.

17. This Regulation is effective from 24 February 2011.

Regulation 3.7

Disciplinary Regulation

1. Council made this regulation under Bylaw 22(b)
2. The disciplinary powers of the Society shall be exercised by a Professional Matters Committee, and an Appeals Committee each sitting in private and respectively constituted and acting as follows:
 - 2.1. At the first meeting of the Council held after receipt of either a written formal complaint or allegation to the Chief Executive or President of the Society, or a resolution of Council on matters of professional conduct or other breach of the Charter, Bylaws and Regulations, Council shall appoint a Professional Matters Committee consisting of four or more members of the Society of high standing, and including the Honorary Secretary. This Committee will initially investigate the complaint or allegation to determine if there is a case to answer.
 - 2.2. If in the opinion of the Professional Matters Committee the investigation of a particular complaint or allegation may require specialist knowledge or expertise not available to the Committee it may appoint an expert who in its opinion has such knowledge or expertise to serve ad hoc as a full additional member of the Committee for the purpose of considering the particular complaint or allegation.
 - 2.3. If following the initiation investigation the Committee decides there is no case to answer the complainant will be informed of the decision and the reasons for it. If however, the Committee decides there is a case to answer, the Committee will institute a hearing and the complainees will be notified of the complaint or allegation
 - 2.4. If for any reason any member of the Committee is during the course of the hearing unable to continue to attend the hearing (or any adjourned hearing) of any charge or matter, the remaining members of the Committee (providing there are not less than three in number) may at their discretion proceed or continue with the hearing.
 - 2.5. Whenever a case is re-heard following a successful appeal, any of the members of the original committee may be appointed to the new committee.
3. The Professional Matters Committee shall investigate complaints or allegations made against a member or Registrant of unprofessional conduct or other breach of the Charter, Bylaws and Regulations by the member or Registrant.
 - 3.1. The member or Registrant shall be entitled to submit written observations or representations to the Committee on the subject matter of the complaint or allegation and if the member or Registrant desires to do so to appear before the Committee in person; and the Committee shall have power to require the member or Registrant to attend before it; to require him or her to produce any documents in his or her possession which it might consider to be relevant to its investigation; and to request the attendance of witnesses. If the member or Registrant fails to attend or otherwise to avail him or herself of his or her rights under this paragraph the Committee may proceed in his or her absence and without further reference to him or her.
 - 3.2. A member or Registrant appearing before the Committee may be represented by a solicitor or counsel and may, at the discretion of the chairman, call witnesses on his or her behalf.

- 3.3. The Committee may reject the complaint or allegation and acquit the member or Registrant but if in its opinion the complaint or allegation is justified:
 - 3.3.1. to exclude the member from the Society or remove a Registrant from the Register;
 - 3.3.2. to reprimand the member or Registrant;
 - 3.3.3. to require the member or Registrant to give an undertaking to refrain from continuing or repeating the conduct which is found to have constituted the contravention;
 - 3.3.4. to suspend the member from membership of the Society or the Registrant from registration on the Register of Chartered Biologists for such period as the Society may determine;
 - 3.3.5. to waive a fee and/or repay a paid fee; to release any monies held by the member or Registrant on or towards payment of a fee
4. If pursuant of the foregoing provisions of this regulation the Committee shall reprimand or severely reprimand or suspend or expel the member he or she shall be entitled within such period (such period being not less than twenty one days after the hearing in case the member was present, and not less than twenty one days after notification of the Committee's decision by recorded delivery post to the member's last address on the register of the Society, in the case where the member was not present) as may be prescribed by the Regulations to appeal against the penalty imposed on him or her but not against the finding of the Committee. Any such appeal shall be by notice given or sent by registered post to the Chief Executive and shall specify the grounds to be relied on in support of the appeal.
5. An Appeals Panel shall consider any such appeal and after hearing the appellant or his or her solicitor or counsel (if any) may affirm or (within the limits of Bylaw 22(a)) vary the penalty appealed against to one of greater or less severity, and may if it thinks fit make such order as the Panel shall consider just for the payment by the member of a sum of money in or towards payment of the costs incurred by the Society in connection with the appeal or by the Society to the member in or towards his or her costs incurred in connection with the appeal.
6. No penalty imposed by the Committee shall take effect or be reported to the Council or any notice of penalty be published within the prescribed time for appeal or (if a notice of appeal is given) while the appeal is pending. Subject thereto all decisions of the Professional Matters Committee and of an Appeals Panel shall take immediate effect and shall in due course be reported to the Council and duly recorded; and the Chief Executive may cause to be published in Biologist notice of the reprimand, severe reprimand, suspension or expulsion of a member together with such particulars as the Committee or Panel shall think desirable of the misconduct, breach of Bylaws, or other matter for which the penalty in question was imposed. The Chief Executive may also notify such newspapers and other publications as he/she shall think fit of any such notice and particulars.
7. If a member is expelled his or her name shall be removed from the register of members of the Society and he/she shall thereupon cease for all purposes to be a member of the Society. His or her certificate of membership shall be immediately returned and he/she shall not be entitled to use any designation or description which implies membership or former membership of the Society.
8. If a member is suspended his or her certificate of membership shall be immediately returned and he/she shall not be entitled during the period of his or her suspension to

exercise any of the rights or privileges of membership of the Society or to use any such designation or description as aforesaid. He or she shall however remain in all other respects subject to the provisions of these Bylaws and to the exercise of the Society's disciplinary powers in respect of any contravention of those provisions committed by him or her during the period of his or her suspension.

9. If the member is also a registrant of a Register held under license from the Science Council, they shall have no redress to the Science Council.
10. Once a member has been notified that a complaint or allegation has been made against him or her he/she shall not be entitled to resign from membership of the Society until all proceedings against him or her under this Bylaw have been concluded; and any such proceedings may be continued notwithstanding his or her attempted resignation.
11. This Regulations is effective from 12 September 2013

Regulation 4.1

Financial Regulation

1. Council made these Regulations under Byelaws 19a, 24, 26a, 44, 45, 46, 47 and 48
2. **Individual Membership Subscriptions**
3. Every person applying for election as an Individual Member, except where otherwise resolved by Council, shall submit with their application the membership subscription for the grade applied for. In case of election the subscription will be applied to the first year of membership: if the applicant is not admitted the subscription will be returned but not the application fee. After admission to membership new members shall receive notice thereof and their names shall be added to the Register of the Society
4. Council has determined that the application fee may be waived at the discretion of the Chief Executive or Director of Membership, Marketing and Communications.
5. All subscriptions shall be payable in advance.
6. A member granted a reduced subscription under Bylaw 26 (a) may pay either a special annual subscription of half the subscription due for his grade or may compound for all future subscriptions. The sum payable for compounding will be reviewed and published at the start of each financial year.
7. **Nature of the Accounts to be Laid before the Annual General Meeting**
8. The statement of financial activities shall be published each year in accordance with the requirements of Charity and other relevant law. A summary version of the accounts, approved by the Society's auditors, may be used for describing the accounts to the membership. Full accounts will be made available on request and will be published on the Society's website within 30 days of approval at an AGM.
9. **Administration of Society Funds**
10. An annual budget prepared by the Chief Executive will be put to Council for approval. After the Council has approved the budget, the Chief Executive shall be responsible for keeping Society expenditure within the budgeted total.
11. Any member of the Society shall have the right to request to view the Society's accounts by writing to the Chief Executive. Any such request will not be unreasonably rejected taking into account the number of such requests, availability of staff and the need to protect any personal or commercially confidential information or information otherwise restricted by prevailing law.
12. The Finance Committee shall be responsible to the Council for investing both reserve funds and temporary surpluses on the Society's current account.
13. The Finance Committee shall ensure that the Chief Executive shall keep such books of account as are necessary to give a true and fair view of the Society's affairs and to explain its transactions. Such books may be electronic.
14. The Honorary Treasurer, on behalf of the Finance Committee, shall propose the names of the auditors for appointment at the Annual General Meeting.

15. Fees, travelling expenses, prices of goods for sale

16. The fees charged, travelling expenses reimbursed and the price of goods for sale shall normally be reviewed by the Finance Committee, on behalf of the Council, as part of the budget calculations.

17. The Chief Executive shall, taking account of any recommendations from the Finance Committee, be authorised to determine:

17.1. the fees charged by the Society, including those for:

- 17.1.1. office accommodation
- 17.1.2. contract services
- 17.1.3. affiliation of biological societies and other bodies
- 17.1.4. examinations
- 17.1.5. entry to and retention on the Society's registers and directories
- 17.1.6. registration and other fees for conferences;

17.2. the level of reimbursement of travelling expenses for Council members, committee members and staff;

17.3. the price of journals, books and other items offered for sale;

17.4. any other charges, fees or expenses

18. Financial Delegation

19. The holders for the time being of the following offices shall have power to give receipts, to sign cheques and to authorise BACS transfers on behalf of the Society:

19.1. For amounts less than £20,000 the Chief Executive;

19.2. In the case of BACS transfer the total sum for transfer is unlimited, always provided that each item is within the delegated authority described herein.

19.3. For amounts exceeding £20,000: the Honorary Treasurer or the Honorary Secretary together with the Chief Executive;

19.4. For the monthly salary transfer or cheque (the amount of which exceeds £20,000): the Chief Executive.

19.5. The Chief Executive may further sub-delegate the power to give receipts and to sign cheques to staff of the Society through written agreement for sums up to £10,000.

20. The holders for the time being of the following offices shall have power to give contracts on behalf of the Society

20.1. For amounts less than £20,000: the Chief Executive

20.2. For amounts exceeding £20,000: the Honorary Treasurer or the Honorary Secretary together with the Chief Executive.

20.3. For some activities or projects Council may give specific delegated authority which exceeds these limits from time to time. This shall be recorded in the minutes.

20.4. The Chief Executive may further sub-delegate the power to enter contracts and procure services to staff of the Society through written agreement for sums up to £10000.

21. Audit and risk management functions

22. The Finance Committee shall collectively, or through a sub-group, ensure the Society manages risk appropriately and from time to time review wider financial performance including processes used to manage the Society's finances and wider activities.

23. This Regulation is effective from 28 February 2013