

BYELAWS

These Byelaws should be read in conjunction with Society of Endocrinology's Memorandum and Articles of Association.

Introduction

These Byelaws have been adopted by the Council of the Society of Endocrinology (hereafter noted as "the Society" under the provisions of the Articles of Association.

The purpose of the Byelaws are to set out a more detailed framework under which the Society is governed and managed, and in particular:

- The composition of Council;
- The role of the President, General Secretary and Treasurer;
- The committees, their role and function;
- The appointment of Council, Officers and Committee members of the Society;
- Matters relating to the Annual General Meeting

According to the Articles of Association, the Council may suggest amendments to these Byelaws at any time and shall adopt such means as they think sufficient to advise the members of the Society concerning any changes. Any change must not be inconsistent with any provision of the Society's Memorandum and Articles of Association.

For the avoidance of doubt, any reference to a statute or statutory instrument includes any amendment or re-enactment of that statute or statutory instrument or regulations made under it or any other superseding legislation.

1. Governance

The Society for Endocrinology is a charitable company limited by guarantee. Its constitution is the Memorandum and Articles of Association. The Society's aims are to:

- To advance scientific and clinical education and research in endocrinology for the public benefit
- To attract high-quality scientists, doctors and nurses into endocrinology and support their professional development to advance science and medicine
- To engage the public with endocrinology and its impact
- To raise the profile and be the voice of endocrinology in the UK
- To promote and support the global endocrine community through collaboration.

- 1.1. The Society has a wholly-owned trading subsidiary company called Bioscientifica Limited. This company is not a charity and carries out trading activities primarily in the format of publishing the Society's journals, managing events and providing membership services. Profits from Bioscientifica are transferred each year to the Society by Gift Aid. These funds are used to support a comprehensive framework of Society activities to support members, advance the discipline and engage wider audiences with hormones and their impact. These activities are largely carried out by Society members, supported by a professional team based in Bristol, UK.

2. Membership

- 2.1. All persons professionally interested in endocrinology via research, teaching, clinical practice or study are welcomed to become a member.
- 2.2. Applicants for membership shall complete the Society's membership application form and shall submit their application, accompanied by payment of the subscription fee, to the Society.
- 2.3. Various categories of membership are available depending on the applicant's profession and stage of career and details of the categories can be found on the Society website.
- 2.4. Each type of member (but not those sub-categorised as Honorary or Senior (Retired)) shall pay an annual subscription, the amount of which shall be determined by Council. Membership runs from January to December.
- 2.5. All categories of members shall have a range of privileges as outlined on the Society website, subject to amendment by Council from time to time
- 2.6. All categories of members shall have the right to receive notice of and attend any General Meetings. All members, with the exception of those sub-categorised as students, shall have the right to take part in elections of Council members and to vote at General Meetings ("Voting members") unless otherwise determined by the Society in a General Meeting.
- 2.7. All categories of members, upon joining the Society, or renewing their membership, will be required to agree to comply with a professional code of conduct.
- 2.8. Any member who has been given notice to cancel their membership or their subscription is one year in arrears shall cease to be a member.
- 2.9. Any member who has both held membership continuously for at least 15 years, and has retired from full time work, can apply to become a Senior(Retired) member of the Society by contacting the membership team.
- 2.10. Any member may nominate a candidate for Honorary Membership by submitting a request to the office. Nominations will be considered by Council.
- 2.11. Any member who willfully refuses or neglects to comply with the provisions of the Articles, the Byelaws or the member code of conduct of the Society or, in the sole opinion of Council, is guilty of any conduct injurious to the character or interests of the Society shall be liable to removal by a resolution of not less than 75% of the members of Council. The member shall be given twenty-eight days' notice of the intended resolution and will have the opportunity before the voting on the resolution, of presenting written evidence in defence. Any subsequent decision to remove such member shall not be subject to any further right to appeal.

3. Council

- 3.1. The Society is governed by the Council of Management which is made up of the President, the other Officers, 8 elected Councillors and the Chairs of the Society's committees. The Councillors will be the directors of the Charity and the trustees.
- 3.2. The Officers means the President of the Charity, the General Secretary of the Charity, the Events and Training Officer of the Charity, the Treasurer of the Charity and, if serving, the President-elect of the Charity, and/or the General Secretary-elect of the Charity, and/or the Events and Training Officer-elect of the Charity, and/or the Treasurer-elect of the Charity;
- 3.3. Within the eight elected (non-Officer) trustee positions, there are to be a minimum of two scientists, two clinicians and one nurse.
- 3.4. Unless otherwise determined by Council, the Chair of the Finance Committee shall be the serving Treasurer, the Chair of the Awards and Prizes Committee shall normally be the serving President, the Chair of the Events and Training Committee shall be the serving Events and Training Officer who will also act as a Co-chair of the Programme Committee. Their terms as Chairs shall be co-terminous with their term of office on Council.
- 3.5. There are role descriptions for the Officers, Council members, Committee Chairs and Committee members and these are available on the Society website.

4. Committees

- 4.1. Each committee will have a remit that is made available publicly on the website or is available from the Society office. The remit will specify the purpose, functions, objectives and structure of each committee (including sub-committees/working groups) in line with the aims and strategy of the Society. Remits are developed and voted on by each committee; they are then approved by Council. Remits are reviewed annually by the committees. If the committee requests changes to the remit, these must be reviewed by Council.
- 4.2. A committee may choose to have a Deputy Chair. For purposes of clarification, this is not a Chair-Elect. The committee will appoint a Deputy from within the committee members.
- 4.3. Council may establish and dissolve such committees as it thinks fit in order to assist in managing the Society and furthering its aims and strategy. All members of committees must be paid members as defined under membership in these byelaws.
- 4.4. Each committee/group shall consist of a Chair appointed by Council and at least three members. The Chair shall report to Council. Unless specified within the remit, the Chair of each committee shall serve for a term of four years with their first year in a Chair-Elect position.
- 4.5. Committee members shall hold office for a period of four years from the AGM at which their appointment is ratified. If a vacancy arises in mid-term or a need for increased numbers occurs, the Chair may co-opt, in consultation with the committee, an interested person with appropriate skills. Once co-opted, this person will be a member of the relevant committee only until the following AGM. An individual may be co-opted more than once in accordance with this paragraph but if that individual wishes to continue on the committee and serve office for a period of four years, they must follow the procedures in paragraph 5.

- 4.6. Committees may set up other sub-committees and working groups as required to report back to the committee.
- 4.7. Each committee shall report to Council twice a year

5. Election of Council and Committee Members

- 5.1. All vacancies will be openly advertised to all eligible members.
- 5.2. All positions require the completion of an application form so that they can be considered.
- 5.3. The following positions are considered key roles
 - President
 - General Secretary
 - Treasurer
 - Events and Training Officer
 - Elected Council members
 - Chairs of Committees
- 5.4. Every effort should be made to ensure a minimum of two candidates for each position. In the event that only one application is received the call for applications will be reopened immediately after the deadline for a period of 10 days. In cases where the number of eligible applications does not exceed the number of vacancies all candidates shall be elected without any further procedure.
- 5.5. If the number of applications for key roles exceeds the number of vacancies, the Company Secretary shall instigate an all member election. At the annual general meeting the names of the duly elected candidates shall be declared.
- 5.6. If the number of applications for committee roles exceeds the number of vacancies, the Chair of the Committee shall instigate a vote within the Committee. The committee as a whole then decides on whether the member can join the committee.
- 5.7. The Society shall, so as reasonably practicable, see to ensure that Council and Committees represents the breadth of the membership. The role descriptions used for recruitment may specify certain criteria as an additional requirement.

6. Publications

- 6.1. The Society shall publish the *Journal of Endocrinology*, the *Journal of Molecular Endocrinology* and *Endocrine-Related Cancer* and may also publish such other publications as it may determine subject to compliance with its Memorandum and Articles of Association
- 6.2. Council shall appoint Editors-in-Chief for the publications owned by the Society via a process agreed upon by the Society's Officers and on terms deemed appropriate by Council.

7. Grants

- 7.1. Grants may be made available to members from time to time, subject to compliance with the Memorandum and Articles of Association of the Society and subject to any qualifying rules for the individual grants or other rules made by Council from time to time. These rules can be found within the individual grants information on the website.

8. Other activities

8.1. The Society engages in a wide range of other activities such as, but not exclusively:

- Research and audit projects – for which there are specific governing and protocol documents
- Public engagement activities
- Work with stakeholders, e.g. European and International Societies, industry partners, patient support groups, the National Institute for Clinical Excellence, The Royal College of Physicians.

9. Policies

The Society policies will be made publicly available on the Society website.