

## THE SCHEDULE



## BYLAWS

### INTERPRETATION

1. In these Bylaws, Article 3 of the Charter shall, unless the subject or content is inconsistent therewith, apply and:

'the Chair' means the person presiding at a meeting of the Council;

'the Charter' means the Charter to which these Bylaws are scheduled as amended from time to time by Supplemental Charter or otherwise;

'the Chief Executive' means the Chief Executive Officer of the Council;

'these Bylaws' means these Bylaws as from time to time amended in accordance with the Charter;

'Elected Trustees' means those Board members named in accordance with Bylaw 14 or elected by the Council in accordance with Bylaw 15;

'General Meeting' means a meeting of the Member Bodies of the Council which may be an Annual General Meeting, an Extraordinary General Meeting or an Ordinary General Meeting;

'nominated representative' means a representative of a Member Body notified to the Council in accordance with the regulations;

'the President' means the President of the Council elected in accordance with these Bylaws;

'registrant' means any person appearing on the Register of Chartered Scientists;

'qualification' shall include standards of education and professional development;

'regulations' means regulations made by the Board under these Bylaws;

'seal' means the common seal of the Council;

'in writing' means representing or reproducing words in a visible form by any means of transmission.

'the Office' means the administrative headquarters of the Council;

'registered office' means the registered office of the Council or of a Member Body;

'the former Association' means The Science Council incorporated under the Companies Act 1985.

references to any provision of any Act shall be deemed also to refer to any statutory modification or re-enactment thereof or any statutory instrument, order or regulation made thereunder or under such modification or re-enactment;

references to a member of a Member Body shall be to an individual in such category of membership of that institution as the Council shall determine constitutes membership of that body for the purposes of these Bylaws;

references to paragraphs and annexes are to paragraphs and annexes to these Bylaws.

## **MEMBER BODIES**

2. The first Member Bodies of the Science Council shall be those institutions which at the date of the Charter were members of the former Association.
3. The appointment of Member Bodies shall be made by the Member Bodies in General Meeting upon approval of a resolution in accordance with regulations prescribed by the Board.
4. Every Member Body shall in accordance with regulations prescribed by the Board give a written undertaking to promote the Object and the interests of the Council and to be bound by all constitutional and regulatory provisions of the Council and shall appoint a nominated representative.

## **MEMBER BODY SUBSCRIPTIONS**

5. Every Member Body shall be required to pay an annual subscription to the Council by 30 September for each relevant calendar year.
6. The Board may by a resolution passed at any meeting of the Board and confirmed by a resolution passed at any General Meeting alter all or any of the rates of subscriptions and fees.
7. The Board may at its discretion regulate for subscriptions and fees subject to the provisions of Bylaw 6.

## **TERMINATION OF MEMBERSHIP AND DISCIPLINARY PROCEDURES APPLICABLE TO MEMBER BODIES**

- 8(a) Member Bodies may resign their membership by depositing at the office a notice in writing that they resign their membership and they shall thereupon cease to be a Member Body. Provided nevertheless that the Board may request them to withdraw their resignation and in the event of such withdrawal within such time as the Board may specify or if no time is so specified within one calendar month of such request the resignation shall be deemed never to have been made. Such withdrawal shall not invalidate any prior act of the Council or of its Board or its Officers or of any meeting held or conducted by the Council or for which the Council is responsible which would have been valid if that withdrawal had not been made.
- 8(b) In the event of a complaint being received against a Member Body in relation to the undertaking given by that Member Body upon being admitted to the Council it shall be considered in accordance with prescribed regulations relating to grievance and disciplinary actions.
- 8(c) The Member Bodies in General Meeting shall have power to remove a Member Body from membership upon approval of a resolution by a two-thirds majority vote of the Member Bodies present and voting in accordance with prescribed regulations. The decision of the Member Bodies in General Meeting shall be final.

## **REGISTER OF MEMBER BODIES**

9. The Board shall cause a Register to be kept of the names and registered addresses of all the Member Bodies of the Council.

## **AFFILIATION OR ASSOCIATION**

10. There shall be power by regulations to prescribe for the affiliation or association of other persons with the Council in such manner as the Board may from time to time determine and with such privileges and rights and upon such conditions as the Board shall think fit. No person so becoming associated or affiliated shall by virtue of this Bylaw or any regulations made under it be a Member Body, but this shall not preclude such person from applying for membership.

## **APPOINTMENT OF BOARD MEMBERS**

11. The Chair of the Board shall be the President of the Council as appointed in accordance with Bylaw 25. The Chair of the Board shall not also be a nominated representative of a Member Body.
12. The membership of the Board shall consist of not less than eight nor more than twelve Elected Trustees, in addition to the President.
13. Any person may stand as a candidate for election as an Elected Trustee provided that he or she fulfils any criteria for eligibility prescribed by the Board.
14. The Elected Trustees in office at the date of adoption of this Bylaw 14 shall be those persons whose names are set out in the regulations who shall retire as prescribed therein.
15. At the Annual General Meeting held in 2010 (or 2009 if the Board shall so resolve) and at each Annual General Meeting thereafter, one quarter of the Elected Trustees or, if their number is not four or a multiple of four, the number nearest one quarter (rounding up or down as the Board in its discretion thinks fit) must retire from office. The Elected Trustees to retire shall be those who have been longest in office since their last appointment unless otherwise determined by the regulations, the choice between any of equal service being made (unless they otherwise agree amongst themselves) by drawing lots.
16. The election of persons to fill vacancies as Elected Trustees shall be by a ballot (either postal, electronic or at an Annual General Meeting) in such manner as shall be prescribed in the regulations.
17. The conduct of the election of Elected Trustees, including the statement of the number of vacancies, the invitation to candidates to stand, the receipt of nominations, the information to be provided to the Member Bodies, the issue and return of ballot papers, the counting of votes and the announcement of the results shall be the responsibility of the Chief Executive and shall be as prescribed in the regulations.
18. Successful candidates for membership of the Board shall assume office at the close of the Annual General Meeting, at which their election is announced and subject to earlier retirement in accordance with Bylaw 15 and Bylaw 21, shall retire at the fourth Annual General Meeting following that at which his or her election was announced.
19. Elected Trustees may serve for one term of office and shall not be eligible to be re-elected until the Annual General Meeting following that at which he or she retired from office, unless otherwise determined by the regulations.

20. In the event of a Board vacancy occurring or if the Board finds that it does not have an adequate representation of relevant expertise in a particular area the Board shall have the power to co-opt in accordance with regulations. Any persons so co-opted may remain on the Board up to the date of the next Annual General Meeting

## **REGULATIONS RELATING TO THE REMOVAL OF BOARD MEMBERS**

21. Any Board member shall vacate office if:
- (i) he or she becomes bankrupt or has his estate sequestrated or becomes incapable by reason of mental disorder;
  - (ii) he or she becomes a paid employee of the Council;
  - (iii) he or she gives notice in writing to the Chief Executive of his or her wish to resign and his or her resignation is accepted by the Board;
  - (iv) he or she fails, without the consent of the Board, to attend three consecutive meetings of the Board;
  - (v) if, having been elected to the Board, he or she no longer meets the eligibility criteria for that election under these Bylaws or the regulations; and
  - (vi) if the Member Bodies in General Meeting resolve that he or she be removed from membership of the Board in accordance with Bylaw 23.
22. In the event of a complaint against a member of the Board being received by the Council it shall be considered in accordance with prescribed regulations relating to grievance and disciplinary actions.
23. The Council in General Meeting shall have power to remove any of the Board members upon approval of a resolution by a two thirds majority vote of the Member Bodies present and voting. A copy of the resolution shall be sent to the Board member and to the Member Body which he or she represents at least twenty eight days prior to the General Meeting at which the matter is to be considered and the Board member shall have a right to appeal in accordance with prescribed regulations. The decision of the Council in General Meeting shall be final.

## **ELECTION OF PRESIDENT AND HONORARY OFFICERS**

24. The role of the President shall be to represent the Council and its views and to preside at Board and General Meetings.
25. At any General Meeting at which the President retires or if at any time the office of President is vacant, the Council in General Meeting shall elect a new President who shall hold office for a term of four years. The retiring President shall be eligible for re-election for one further consecutive term of up to four years. In the event of the office of President falling vacant during a term of office the Board may appoint a person as President who shall serve until the date of the next General Meeting.
26. Notice of any nomination of the Board for the office of President shall be delivered at least six weeks before the date of the General Meeting at which such appointment is to be considered to the registered office of each Member Body.
27. Upon receipt of the notice delivered in accordance with Bylaw 26, any five Member Bodies may submit a combined nomination for not more than one candidate for the office of President. The nomination shall be in a form prescribed by the Board, signed by a nominated

representative of each of the five Member Bodies and delivered to the registered office of the Council before noon twenty one days prior to the date fixed for the General Meeting.

28. At least ten days before the date of the General Meeting the Chief Executive shall send to the registered office of each Member Body notice of all nominations received.
29. The General Meeting shall decide by majority vote and in accordance with any Bylaw relating to voting at General Meetings the person to be elected President for the ensuing four years (or if a second term, such shorter period as the Board may determine).
30. The Board may elect from amongst its number (and may remove) a Vice-Chair, Vice Chairs, Honorary Treasurer or other honorary officers who shall hold office for such period as the Board may determine having the functions powers and duties which may be prescribed by the Board.

## **POWERS AND DUTIES OF THE BOARD**

31. The Board shall carry out the Object of the Council as set out in the Charter and, subject to the provisions of these Bylaws and any regulations from time to time in force, may regulate its affairs as it thinks fit.
32. The Board shall determine by regulation the manner in which documents, cheques and other negotiable instruments shall be signed or otherwise executed on behalf of the Council.
33. The Board shall cause minutes to be kept:
  - (a) recording the names of the individuals present at each meeting of the Board, and of any committee or other body set up by the Board; and
  - (b) recording proceedings, resolutions and decisions of the Board, and of any committee or other body set up by the Board.
34. The Board shall promote the title of 'Chartered Scientist' and the designatory letters 'CSci' 'CSci Teach' or such other form of designatory letters as shall be determined by the Board in regulations.
35. The Board may make, amend or revoke regulations for the conduct of any activity of the Council carried out in the name of the Council, provided that such regulations shall not be inconsistent with the Charter and these Bylaws. Regulations made under this Bylaw shall be made or amended only by a two-thirds majority vote of the Board members present and voting and shall be subject to ratification by Member Bodies in General Meeting.

## **MEETINGS OF THE BOARD**

36. The Board may, subject to the provisions of these Bylaws, meet for the despatch of business and regulate its proceedings as it thinks fit.
37. All meetings of the Board shall be called by at least ten days' clear notice. The notice of each meeting shall be sent to all Board members and shall specify the time and place of the meeting and the general nature of the business to be transacted. The notice of each meeting of the Board shall also be sent to the nominated representative of each Member Body at the same time as the notice of such meeting is sent to Board members. The accidental omission to give notice of a meeting to, or the non-receipt of notice of such meeting by, any Board member or any nominated representative entitled to receive notice shall not invalidate the proceedings of that meeting.

38. In the absence of the Chair of the Board, the Vice Chair shall chair the meeting but if he or she shall not be present, the meeting shall appoint one of its number to chair the meeting.
39. A meeting of the Board may consist of a conference between Board members, some or all of whom are in different places provided that each member who participates is able to hear each of the other participants addressing the meeting, and if he or she so wishes, to address all of the other participants simultaneously, whether directly, by conference telephone or by any other form of communication equipment (whether in existence when these Bylaws are adopted or not) or by a combination of such methods.
40. Each Board member (including the Chair of the meeting), present and voting shall have one vote, and resolutions, other than those for which a different majority is required by the Charter or these Bylaws, shall require a simple majority. In the event of an equality of votes on any such resolution, the Chair of the meeting shall be entitled to a second (casting) vote.
41. No business shall be transacted at a meeting unless a quorum is present. The quorum for any meeting of the Board shall be at least fifty per cent in number of all of the Board members for the time being. If within thirty minutes of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to such time and place as the Chair of the meeting or, if no Chair has been appointed, the majority of Board members present may determine. Where there is not a quorum for a meeting those Board members present may form themselves into a meeting of Board members. The actions of such meeting of Board members shall in no way bind the Board or the Council and the only function of such meeting of Board members shall be to discuss those matters intended to be discussed at the meeting of the Board. A note shall be kept of the proceedings of such meeting and shall be presented to the next meeting of the Board. The Board may adopt any decision of such meeting where a resolution relating to such a decision has been included in the agenda for the next meeting of the Board.
42. The Chair of any meeting of the Board may adjourn the meeting from time to time and from place to place but the only business to be transacted in any adjourned meeting shall be that of the meeting at which such adjournment took place.

## **GENERAL MEETINGS**

43. An Annual General Meeting shall be held once in each calendar year and no more than fifteen months after the previous Annual General Meeting.
44. The business of the Annual General Meeting shall include the receipt and consideration of the annual report and accounts of the Council, the appointment and determination of the remuneration of the auditors and when applicable, the election of the President and the Elected Trustees. In addition the Board shall refer to the Council in General Meetings such other matters as may be prescribed in the regulations.
45. The President or the Board may at any time and the Board shall upon the receipt of a written requisition forthwith proceed to convene an Extraordinary General Meeting to be held within two months from the date of receipt of the requisition. To be valid, a written requisition shall be signed by no fewer than twenty five percent of the Member Bodies (signed by the nominated representative of each such Member Body), state the objects of the meeting and be deposited at the Office. If the Board shall fail to convene an Extraordinary General Meeting, the requisitionists may themselves convene an Extraordinary General Meeting for such purposes only as shall be specified in the requisition to be held on such day and at such place as the persons convening the same may determine, provided that such meeting is held within three months after the expiration of the aforesaid period of two months. A meeting convened by the requisitionists shall be convened as nearly as possible in the same manner as a meeting convened by the President or the Board.

46. In addition to the Annual General Meeting the Board shall convene at least one additional General Meeting for Member Bodies in each calendar year which shall be designated an Ordinary General Meeting.
47. At least six weeks notice shall be given of the date of each General Meeting and of the purpose of the meeting and at least ten days notice shall be given of the business to be conducted at any General Meeting.
48. The President or, in the event of him or her being unable to attend, his or her appointee (who shall be a Board member) shall preside at General Meetings of the Council. In the absence of the President's appointee, the Member Body representatives present and entitled to vote shall choose a member of the Board or, failing that, any Member Body representative present at the meeting to preside.
49. No business shall be transacted at any General Meeting unless a quorum of at least fifteen Member Bodies or one-third of the Member Bodies from time to time (if not a whole number, rounded down), whichever is the greater, are present when the meeting proceeds to business.
50. If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting, if convened on the requisition of Member Bodies, shall be dissolved. In any other case it shall stand adjourned to such time and place as the members of the Board present at the meeting shall determine, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting the Member Bodies present shall be a quorum.
51. Each Member Body shall have the right to appoint in writing two representatives to attend any General Meeting
52. Each Member Body shall have one vote at General Meetings but no resolution put to a General Meeting shall be binding upon the Council without due notice having been given in accordance with prescribed regulations. Every resolution put to a General Meeting shall be decided in the first instance on a show of hands in accordance with any procedures prescribed in the regulations. Before or upon the result of the show of hands representatives of any two Member Bodies present and entitled to vote may demand a ballot on any issue. Subject to the Charter and Bylaws, regulations may provide for all other matters related to the holding of a ballot and the appointment of proxies and the casting of proxy votes.
53. Subject to the provisions of Articles 10, 11 and 12 of the Charter, resolutions presented to a General Meeting shall be determined by majority vote. If the Council rejects any resolution presented to it by the Board, it may recommend to the Board that the Board re-consider the matter in question.

## **APPOINTMENT OF A REGISTRATION AUTHORITY**

54. The Board shall cause to be appointed in accordance with prescribed regulations a Registration Authority which shall be constituted as follows:
  - (i) A Chair appointed by the Board who shall be entitled to attend meetings of the Board but who shall not be entitled to vote at such Board meetings;
  - (ii) Members appointed by the Board upon the basis of nominations made by and from Licensed Bodies;
  - (iii) Individuals with professional expertise appointed by the Board.

To assist in the consideration of the person being appointed to act as Chair of the Registration Authority and for appointments on the basis of professional expertise, the Board shall invite suggestions from Licensed Bodies.

## **COMMITTEES, WORKING PARTIES AND OTHER GROUPS**

55. The Board may appoint such committees, working parties, and other groups howsoever called, as it may from time to time determine and, subject to the provisions of these Bylaws, such groups shall in the name and on behalf of the Council and in accordance with the Charter and these Bylaws, subject to the general control of the Board, exercise such of the powers or functions of the Council as the Board shall from time to time determine (except the power to promote changes to the Charter and these Bylaws) and shall, if the Board determines or these Bylaws stipulate, have the power to appoint subcommittees or other like groups.
56. All committees, working parties or other bodies appointed by the Board shall, in the exercise of the powers delegated to them and in the transaction of business, conform to any directions, including any terms of reference, that may be given to them by the Board and subject thereto and to the provisions of this Bylaw, may regulate their proceedings as they think fit.
57. The Board may provide by regulations from time to time that any individual or individuals whilst who not being an appointed member of a Committee or other body may attend and speak at any meeting of the said committee or other body, provided that no individual so chosen shall have a vote at any such meeting. The Chief Executive or the Chief Executive's nominee shall have the right to attend and speak at any meeting of any committee or other body.

## **FINANCIAL ACCOUNTS AND ANNUAL REPORT**

58. The Board shall cause to be kept, audited and reported on by any individual eligible for appointment as a company auditor, proper and sufficient accounts of the capital, funds and income and expenditure of the Council and shall give in respect of each financial year a true and fair statement of the Council's affairs and of its income and expenditure. The Board shall cause such accounts for the previous financial year, together with the report of the auditor thereon, to be presented to each Annual General Meeting. The Board shall also cause to be prepared an annual report of the Council containing a fair review of the activities of the Council during the year ending with the balance sheet date. The annual report and income and expenditure account and balance sheet shall be published within two months of the Annual General Meeting at which they are presented.
59. The financial year of the Council shall run from 1 January to 31 December in each year, both dates inclusive, or otherwise be of such period as the Board may determine.
60. A copy of the accounts which are to be presented to an Annual General Meeting of the Council, together with a copy of the auditor's report and of the proposed Annual Report of the Council, shall be sent to all Board members and to the nominated representative of each Member Body with the notice of the Annual General Meeting.

## **INDEMNITY**

61. The President, the Board members and the salaried staff of the Council shall be indemnified out of the funds of the Council against any reasonable expenses incurred by them in or about the discharge of their respective duties.
62. No President, the Board members or salaried staff of the Council shall be liable for any act other than his own or for signing any receipt or other document or doing any other act, or for any loss or expense which may happen to the Council, otherwise than through his own wilful act or default.

## **INVESTMENTS**

63. The funds of the Council shall, in accordance with the Charter, be applied wholly with a view to the promotion of the Object of the Council. The administration of all funds of the Council shall be subject to the control of the Board. Subject to any relevant requirement of the law relating to trustees, the Board may invest Council monies not immediately required for the purposes of the Council or of the trustee or nominees on its behalf in such manner as it sees fit, and may appoint investment managers to advise in this respect.

## **INSPECTION**

64. Nominated representatives shall have the right to inspect the minutes of proceedings of any meeting of the Board. Following any meeting of the Board, the minutes, agenda and supporting papers of that meeting of the Board shall be made available to members of the Council, except for those minutes and papers which, in the opinion of the Board, are deemed to be confidential.

## **COMMON SEAL**

65. The Board shall provide for the safe custody of the common seal of the Council and make regulations for its use.
66. The seal of the Council shall not be affixed to any instrument except by the authority of a resolution of the Board, and in the presence of at least one Board member and of the Chief Executive, and the said member or members and the Chief Executive shall sign every instrument to which the seal shall be so affixed in their presence and such signatures shall be conclusive evidence of the fact that the seal has been properly affixed.

## **APPOINTMENT AND DUTIES OF THE CHIEF EXECUTIVE**

67. The Chief Executive shall be appointed by, and be responsible to, the Board for such time, at such remuneration and upon such conditions as the Board may think fit. Subject to the direction of the Board, it shall be the duty of the Chief Executive to promote and execute the Object of the Council as defined in the Charter; establish and maintain an organisation for the attainment of that Object; represent the Council in negotiations and elsewhere; conduct the ordinary business of the Council; and carry out such other duties as the Council may require. The Board may terminate the appointment of the Chief Executive but such termination shall be without prejudice to his or her contractual or statutory rights arising out of such termination.
68. The Chief Executive shall have the right to attend and speak at meetings of the Board or any committee of the Council but shall have no vote at such meetings.
69. Subject to the direction of the Board, the Chief Executive shall be entitled to recruit staff to administer the activities of the Council and such staff will be responsible to the Chief Executive.

## **APPOINTMENT AND DUTIES OF AUDITOR**

70. At the Annual General Meeting the Council's auditors shall be appointed for the then current financial year at a remuneration to be determined in accordance with a resolution passed at that meeting. The Board may fill any casual vacancy that may occur.

## NOTICES

71. Any notice or communication required to be served upon or sent to a Board member may be sent prepaid through the post, or by electronic mail or facsimile transmission, addressed to such Board member at the address last supplied by him or her to the Council for the giving of notice to him or her.
72. Any notice may be served on, or any communication may be sent to, the Council by delivering the same in an envelope addressed to the Chief Executive at the Office, by sending it by post in a prepaid envelope addressed to the Chief Executive at the Office, or by sending it by electronic mail or facsimile transmission to the Chief Executive at the Office.
73. Any notice required to be served on or sent to a Member Body may be sent prepaid through the post, or by electronic mail or facsimile transmission addressed to the nominated representative of the Member Body at the address last supplied by the Member Body for the giving of notice to the Member Body.
74. Any notice or communication under Bylaws 71, 72 or 73, if sent by post, shall be deemed to have been served or delivered on the second day after the day on which it was posted, or if sent by electronic mail or facsimile transmission shall be deemed to have been served or delivered at the time confirmed by the sender's printed confirmatory record of successful transmission.

## THE REGISTER OF CHARTERED SCIENTISTS: DUTIES OF THE REGISTRATION AUTHORITY

75. The Registration Authority shall on behalf of the Board set standards for the Register of Chartered Scientists, adjudicate upon applications for direct registration from those who are suitably qualified according to the requirements determined by the Council from time to time, appoint and audit Licensed Bodies and ensure the continuing maintenance and operation of the Register in accordance with prescribed regulations.

The Registration Authority shall also carry out any other functions that may from time to time be prescribed by the Board in the form of regulation.

### Licensing of Member Bodies

76. The Board may at any time certify that a Member Body is a Licensed Body for a prescribed period provided that (in addition to regulations which may from time to time be made by the Board) such body has, in the opinion of the Board, sufficient experience, procedures and resources to undertake each of the following tasks:
  - (i) assessing the competence and commitment of candidates for registration;
  - (ii) monitoring the continued professional development of registrants;and
  - (iii) applying disciplinary procedures in event of complaints of unprofessional conduct of registrants.
77. Licenses shall only be issued to Member Bodies satisfying the conditions as set out in Bylaw 76 and in prescribed regulations.
78. The Board shall from time to time publish a list of licences granted.
79. The Board shall audit any Member Body seeking a licence, and regularly re-audit Bodies licensed by the Council, to determine whether the relevant operations and requirements of

such a Member Body are in accordance with these Bylaws and regulations of the Council which relate to such Member Bodies.

- 80(a) A licence granted to a Member Body by the Board shall cease at the end of the period of license, or if:
- (i) an order is made by a court of competent jurisdiction or any effective resolution is passed for its administration or winding up, or it is dissolved or otherwise ceases to exist;  
OR
  - (ii) in the opinion of the Board in each case, it has ceased to satisfy the conditions on which it was appointed or its Object and purposes are no longer consistent with the Object and purposes of the Council or its rules for the conduct of its members no longer adequately prescribe the conduct required of persons placed in the Register;  
OR
  - (iii) it resigns its position by not less than one year's notice in writing and its resignation is not withdrawn during that period;  
OR
  - (iv) in the opinion of the Board in each case, the standard adopted by the said Member Body for the qualification of its members on the Register falls short for those prescribed for the entry of names on the Register and the said Member Body has failed to take all reasonable steps to raise the standard to at least to that prescribed as aforesaid;  
OR
  - (v) it fails to pay fees due to the Council;  
OR
  - (vi) it ceases to be a Member Body of the Council.
- 80(b) A resolution under sub-paragraphs (ii) or (iv) of Bylaw 80(a) shall not be passed in relation to a Member Body unless not less than twenty eight days' notice shall have been given to the said Member Body specifying the intention to impose the said resolution. A representative of the said Member Body shall be permitted to address the meeting at which the resolution is to be proposed, but shall attend the same only for so long as the Board (or the Registration Authority) shall determine and shall not be entitled to vote thereat;
- 80(c) If any such resolution is passed by the Registration Authority to which powers in this regard have been delegated, the passing of such resolution shall be notified to the body concerned which shall have a right to appeal to the Board itself against such resolution. Notice of appeal must be lodged with the Council within twenty eight days following the despatch of notice of such resolution. If no such notice of appeal has been lodged by the required date the Member Body shall cease to be so licensed. In the case of an appeal the decision of the Board shall be final.
81. In the event of a complaint against a Licensed Body being raised with the Council it shall be considered in accordance with prescribed regulations relating to grievance and disciplinary actions but if the grievance is raised by a registrant or an applicant for admission to the Register it shall be considered in accordance with the provisions of Bylaws 89 and 90.
82. Licensed Bodies may form bilateral agreements with other Member Bodies which provide a route to registration for the members of such Member Bodies. Such agreements are the

responsibility of the Licensed Body. Any such agreements must be with the approval of the Registration Authority.

## **OPERATION AND MAINTENANCE OF THE REGISTER**

83. Persons whose names are entered on to the Register of Chartered Scientists shall only be permitted to remain as registrants provided they continue to be a member of a Member Body of the Council.
- 84(a) The Register of Chartered Scientists shall include the names and addresses of those individuals registered and may contain such other information as the Council shall determine. Except as may be provided in regulations, no person or other organisation shall be permitted to be supplied with the record or any part thereof of any individual on the Register without the agreement of that person.
- 84(b) The Register of Chartered Scientists may be modified (as provided by the Charter) to create a specialist section to record those who practise as teachers of science. Admission to, and removal from, any such section of the register shall be within the exclusive competence of the relevant Licensed Body in accordance with arrangements agreed between the Council and that Licensed Body.
- 85(a) The Board shall permit to be entered, upon payment of such entry fee as may from time to time be prescribed by the Board, the name of each individual nominated by a Licensed Body as satisfying the Registration Authority's regulations relating to standards for admission to the Register of Chartered Scientists and the Licensed Body shall give notification to the Council in accordance with such regulations.
- 85(b) Only those individuals whose names are entered on to the Register pursuant to Article 5(vi) as Chartered Scientists may use the style or title of 'Chartered Scientist or, where appropriate, words identifying registration in a Specialist Section of the Register,' and use after their names the designatory letters 'CSci' with or without further descriptive letters.
86. An individual whose name is entered into the 'Chartered Scientist' Register pursuant to Article 5 (vi) of the Charter may, at his or her request, and upon payment of a fee prescribed from time to time by the Council, receive a certificate certifying that he or she is a Chartered Scientist which certificate shall remain the property of the Council and shall be delivered by the holder to the Council upon demand made in writing by the Chief Executive or person authorised by him or her.

### Standards for admission to the Chartered Scientist Register

87. The regulations for admission to the Register of Chartered Scientists shall be determined from time to time by the Board upon the advice of the Registration Authority.

### Professional conduct for registrants

- 88(a) All registrants shall, so long as they are registrants, act in a manner worthy of the honour and interests of the profession of scientist and of the Council and they shall do nothing that may bring the profession of scientist or of the Council into disrepute. They shall at all times safeguard the public interest in matters of safety, health and otherwise. They shall exercise their professional skill and judgment to the best of their ability and discharge their professional responsibilities with integrity.
- 88(b) In order to ensure the fulfilment of paragraph (a) of this Bylaw the Board may from time to time issue Model Rules of Conduct for adoption by Licensed Bodies and to which registrants shall conform.

#### Appeals upon removal from the Register of Chartered Scientists

89. An appeal from an individual whose name appears on the Register and who is found guilty by a Licensed Body which imposes a penalty which entails the individual's removal from the Register shall be heard by the relevant Licensed Body.

#### Appeals from applicants being refused admission to the Register

90. An appeal from an individual refused admission to the Register shall be heard by the relevant Licensed Body.

#### Maintenance of the title of 'Chartered Scientist'

91. Notwithstanding the provision of Bylaw 83 if a Chartered Scientist is not a member of a Licensed Body, or of a Member Body which whilst not being a Licensed Body has a bilateral agreement with a Licensed Body, by reason of the fact that the Member Body of which he or she is or was a member ceased to exist or has ceased to be a Licensed Body or not being a Licensed Body has failed to maintain a bilateral agreement with a Licensed Body, he or she shall not in consequence cease to be a Chartered Scientist if, during the period of twelve months from such cesser, he or she becomes a member of another Licensed Body or of a Member Body which has a bilateral agreement with a Licensed Body.

### **REGISTRATION FEES**

92. Registration fees due from Licensed Bodies and from registrants shall be payable in the manner directed in regulations. Such regulations and any amendments thereto shall be made with the approval of the Board.

### **CODES OF PRACTICE AND THEIR ENFORCEMENT**

93. The Board may from time to time promulgate Model Codes of Practice if it is of the opinion that such codes will further the Object of the Council. The Codes of Practice may be amended, varied or rescinded as the Board may think fit and the Board may, in its absolute discretion, waive the provisions of any of the Codes of Practice for a particular purpose or purposes expressed in such waiver and may revoke any waiver.

### **DECLARATION OF INTEREST**

94. A Board member or a member of a committee or other body constituted by the Council shall declare any financial or other personal interest in any contract, dealing or arrangement to be considered at any meeting of such body. The Chair of the relevant meeting shall rule if the interest is material and, if so found, decide whether he or she may speak in connection with such contract dealing or arrangement and whether he or she shall be counted in the quorum present at the meeting but, if the interest is found to be material, he or she shall have no vote at such meeting. For the avoidance of doubt, no member of the Board shall acquire any interest in property belonging to the Council (otherwise than as a trustee).