

Revised: November 2015

**THE INTERCOLLEGIATE FACULTY OF SPORT AND EXERCISE MEDICINE**

OF

THE ROYAL COLLEGE OF PHYSICIANS OF LONDON

and

THE ROYAL COLLEGE OF SURGEONS OF EDINBURGH

**STANDING ORDERS**

6 Hill Square  
Edinburgh  
EH8 9DR

Registered Charity No SC028392

# 1 FUNCTION, OBJECTS AND POWERS

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## THE INTERCOLLEGIATE FACULTY OF SPORT AND EXERCISE MEDICINE.

### STANDING ORDERS.

#### FUNCTION

- 1.1 The Intercollegiate Faculty of Sport and Exercise Medicine (hereafter called “the Faculty”) is a faculty of the Royal College of Physicians of London (hereafter called “the RCP”) and the Royal College of Surgeons of Edinburgh (hereafter called “RCSEd”). The Faculty’s function is to share in the Colleges’ effort for the advancement of medical knowledge and care. The business of the Faculty shall be managed as provided in these Standing Orders, by its Council, under the charitable umbrella of the Hill Square Educational Trust (Scottish charity number SC028302).

#### OBJECTS

- 1.2 The Faculty has the following objects:
- 1.2.1 To promote for the public benefit the advancement of education and knowledge in the field of Sport and Exercise Medicine.
  - 1.2.2 Establish a career pathway or pathways in Sport and Exercise Medicine.
  - 1.2.3 To develop and maintain for the public benefit the good practice of Sport and Exercise Medicine by ensuring the highest professional standards of competence and ethical integrity.
  - 1.2.4 To promote as an authoritative body for the purpose of consultation in matters of professional, educational or public interest concerning Sport and Exercise Medicine.
  - 1.2.5 To advance the science of Sport and Exercise Medicine.
  - 1.2.6 To establish the standards and competencies required for entry onto the specialist register in the field of Sport and Exercise Medicine.

#### POWERS

- 1.3 For the purpose of achieving its objects the Faculty has the following powers:
- 1.3.1 To set professional standards for admission to membership of the Faculty (see paragraph 2.1).
  - 1.3.2 To promote training and research in Sport and Exercise Medicine for the public benefit.
  - 1.3.3 To conduct examinations and award certificates and diplomas.
  - 1.3.4 To establish lectures in Sport and Exercise Medicine and award prizes and scholarships.
  - 1.3.5 To disseminate, in any appropriate way, information on matters affecting Sport and Exercise Medicine.
  - 1.3.6 To hold such meetings and courses as may be desirable in order to promote the work of the Faculty.

- 1.3.7 To advise on matters affecting Sport and Exercise Medicine.
- 1.3.8 To represent the specialty of Sport and Exercise Medicine on appropriate councils and committees.
- 1.3.9 To secure and maintain recognition as the body responsible for professional standards in Sport and Exercise Medicine under any scheme or schemes for specialist registration and/or certification (provided always that any benefit obtained by membership of the Faculty as a result of such recognition should be incidental to the achievement of the charitable objectives of the Faculty).
- 1.3.10 To provide a forum for registered medical practitioners working in Sport and Exercise Medicine who are not eligible for membership of the Faculty.
- 1.3.11 To liaise with other bodies concerned with Sport and Exercise Medicine.
- 1.3.12 To promote international communication in the field of Sport and Exercise Medicine.
- 1.3.13 To undertake and execute any charitable trusts which may lawfully be undertaken by the Faculty.
- 1.3.14 To invest the monies of the Faculty not immediately required for its purposes in the purchase of or at interest upon the security of such stocks, funds, shares, securities, land, chattels or other investment or property of any nature and in any part of the world including the purchase of freehold or leasehold land and buildings and whether involving liabilities or producing income or not as the Council shall think fit, but subject always to the approval of the Hill Square Educational Trust.
- 1.3.15 To invest or hold or allow to remain in the name or under the control of any person, persons or corporation as nominee or nominees of the Faculty the whole or such part of the investments, money or other property forming part of the funds of the Faculty on such terms as the Council shall think fit but subject always to the approval of the Hill Square Educational Trust, and no member of the Council shall subject to the provisions of Standing Order 4.21 be liable for any loss to the Faculty occasioned by the exercise of this power provided that approval of the Hill Square Educational Trust has first been sought and obtained.
- 1.3.16 To accumulate income for as long as the law allows.
- 1.3.17 In furtherance of the objects of the Faculty to establish, support and aid any charitable associations or institutions and to subscribe and guarantee money for their charitable purposes.
- 1.3.18 To borrow and raise money for the purposes of the Faculty.
- 1.3.19 Subject to such consents as may be required by law, to operate bank accounts, buy and sell land, take leases, enter into contracts, employ staff or agents, effect insurance policies, provide pensions and generally conduct the affairs of the Faculty.

## STRUCTURE

- 1.4 The Governing Body of the Faculty shall be the Hill Square Educational Trust. The day to day business of the Faculty shall be conducted by the Council, Committees of the Council and Officers of the Faculty in accordance with these Standing Orders. The Council shall report to the Governing Body of the Faculty and the Committees of the Council and the Officers of the Faculty shall report to the Council and, through the Council, to the Governing Body.

## 2 . T H E M E M B E R S H I P

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### TWO CATEGORIES OF MEMBERSHIP

- 2.1 There shall be two categories of membership of the Faculty, namely Members (who are elected to Membership) and Fellows (who are elected to Fellowship). In these Standing Orders, to avoid unnecessary repetition, where both categories of members are intended they are referred to as either “the members of the Faculty” or “the membership of the Faculty”. The Fellowship Committee is the committee of the Council established for the purposes described below.

### MEMBERSHIP AND FELLOWSHIP

- 2.2 The Council may elect as Members or Fellows persons from the following categories:

#### By examination

- 2.2.1 Medically qualified practitioners who satisfy the examiners in an examination set in accordance with the examination regulations for the Diploma as determined from time to time by the Examinations Committee and who have also successfully completed Basic Specialist Training may be elected as Members.
- 2.2.2 Medically qualified practitioners who have completed the training programme and obtained a Certificate of Completion of Training (or its successor/when this is changed) or are on the Specialist Register in Sport and Exercise Medicine may be elected as Fellows.

### FOUNDATION MEMBERSHIP AND FELLOWSHIP

- 2.2.3 Medically qualified practitioners who are judged by the Credentialing Committee to have the training and experience required to be a member and who are involved in Continuing Professional Development in Sport and Exercise Medicine may be elected as a Foundation Member.
- 2.2.4 Medically qualified practitioners who are judged by the Credentialing Committee to have suitable training and experience and who have made a notable contribution to Sport and Exercise Medicine through practice, research or training may be elected as a Foundation Fellow.
- 2.2.5 No Foundation Members or Fellows will be elected after the Faculty was set up by the adoption of these Standing Orders (19<sup>th</sup> May 2008).

### DIPLOMA OF MEMBERSHIP

- 2.3 Each person admitted or elected to Membership shall be entitled to a Diploma of Membership of the Faculty and unless the Member’s name is removed from the list by Council under Standing order 2.11, the Member is not in good standing as defined in Standing Order 2.12 or has resigned as a Member may be described as a Member of the Faculty of Sport and Exercise Medicine and use the designation MFSEM (UK).

#### DIPLOMA OF FELLOWSHIP

- 2.4 Each Fellow on admission to the Faculty shall be entitled to a Diploma of Fellowship under the seal of the College and, unless the Fellow's name is removed from the list by the Council under Standing Order 2.11, the Fellow is not in good standing as defined in Standing Order 2.12 or has resigned as a Fellow, may be described as a Fellow of the Faculty of Sport and Exercise Medicine and use the designation (FFSEM (UK)). In the case of Honorary Fellows the designation is (Hon. FFSEM (UK)).

#### HONORARY FELLOWSHIP

- 2.5 The Council may elect, without examination, persons of eminence who have rendered exceptional services to the science, practice or development of Sport and Exercise Medicine. Honorary Fellows need not be medically qualified.

#### MEMBERSHIP AND FELLOWSHIP BY ELECTION

- 2.6 Proposals for Membership and Fellowship by Election. Members of the Council will be given the opportunity of proposing Members by Election and Fellows by Election each calendar year. Each proposal must be made in the form prescribed by Council and must state clearly the reasons. Proposal for Membership by Election and Fellowship by Election will be considered in the first instance by the Fellowship Committee. Proposals for Honorary Fellowship will be considered by Council.

#### DECLARATION OF FAITH

- 2.7 Each person shall sign a copy of the following declaration before admission to membership of the Faculty:

I hereby faithfully promise to abide by the Standing Orders of the Faculty of Sport and Exercise Medicine and the relevant Bye-Laws, Statutes and Regulations of the Royal College of Physicians of London and the Royal College of Surgeons of Edinburgh as they apply to members of the Faculty of Sport and Exercise Medicine.

#### REGISTER OF MEMBERS

- 2.8 A register of members of the Faculty, their addresses and other relevant details will be maintained by the Faculty. Addresses and other details in this register will be used for matters pertaining to the work of the Faculty, in accordance with its registration under the Data Protection Act 1998 as modified or re-enacted from time to time.

Every official letter or notice which shall be sent by an appointed Officer, to any Fellow or Member, addressed to them by name, at the given address as entered on the Faculty register, shall be considered to have been received and that person shall be deemed to have sufficient notice of the contents of such letter or notice, and shall be bound thereby.

#### AFFILIATES

- 2.9 Affiliation with the Faculty is open to those who:

- 2.9.1 are medically qualified and are working in Sport and Exercise Medicine, either full-time or part-time
- 2.9.2 are working in a field that the Council determines is closely allied to Sport and Exercise Medicine. The individual need not be medically qualified

- 2.10 Those who affiliate may not use their affiliation as a designator.

#### MISCONDUCT

- 2.11 If it shall at any time become known to the Council that any Fellow, Member or one of those affiliating with the Faculty has gained admission to, or affiliated with the Faculty by fraud, false statement or imposition, or has acted in any respect in a dishonourable or unprofessional manner, or has violated any Standing Order or regulation of the Faculty, the Council may determine that the person's name shall be removed from the list of Fellows, Members or those affiliating with the Faculty for such limited time or altogether as it shall determine. The Council will establish a procedure for disciplinary processes and appeals procedures.

#### GOOD STANDING

- 2.12 The phrase 'in good standing' in these Standing Orders means that the member of the Faculty so designated has duly paid all fees and subscriptions due from them to the Faculty, has signed a declaration as required by Standing Order 2.7 and complies with the minimum requirements of the Faculty's or other appropriate continuing professional development scheme.

#### VOTING AND OTHER RIGHTS

- 2.13 All members of the Faculty and those affiliating with the Faculty are entitled to receive the papers referring to General Meetings of the Faculty (Chapter 8). They are also entitled to attend such meetings and to put forward written questions for reply.
- 2.14 Honorary Fellows and those affiliating with the Faculty have no rights to speak or vote at General Meetings of the Faculty; neither do they have the right to participate in the electoral process for Officers and Council members or the nomination process for Fellowship.
- 2.15 Only members of the Faculty who are in good standing shall be entitled to vote at General Meetings of the Faculty, or to vote or otherwise participate in any elections provided for in these Standing Orders.
- 2.16 No candidate shall canvass for votes directly or indirectly for Membership, Fellowship or any office, distinction, advancement or promotion in the Faculty except as may be expressly permitted by the Council of the Faculty.

#### RESIGNATION

- 2.17 A member may at any time resign by notification to the Secretary.

### 3 OFFICERS OF THE FACULTY

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#### THE OFFICERS

- 3.1 The Officers of the Faculty shall be the President, two Vice-Presidents, the Honorary Secretary and the Honorary Treasurer. The Officers collectively or individually as appropriate have delegated authority to deal with business of the Faculty between meetings of the Council, and shall report such actions to the Council. No new office shall be established unless it has been recommended by the Council and approved by a resolution duly passed at a General Meeting of the Faculty.

#### RETURNING OFFICER

- 3.2 Before any election a returning officer shall be appointed by the Council to supervise the election. The returning officer need not be an Officer.

For all elections, nominations shall be reported to the Council, which will have the right to add names of eligible candidates to the ballot paper.

#### ELECTION OF PRESIDENT AND VICE-PRESIDENTS

- 3.2 The President shall be a present or past member of the Council or its predecessor (the Board of the Intercollegiate Academic Board of Sport and Exercise Medicine). Any Fellow so qualified may be nominated with his/her consent by two Fellows of the Faculty who shall sign the nomination paper and return it to the Secretary before the closing date for the receipt of nominations. The President shall be elected by ballot of the Fellows of the Faculty. He/She shall hold office for a period of three years and shall preside at meetings of the Council. His/Her appointment shall take effect from the close of the Annual Meeting of Fellows in the year of his/her election. In exceptional circumstances he/she shall be eligible for re-election for one additional year at the invitation of the Council. He/She shall be a member, ex officio, of the Council for one year after demitting office, but shall not thereafter be eligible for further office within the Faculty. The election process will normally take place during the incumbent President's final year of office. When for any reason the President ceases to serve on the Council before his/her term of office ends, the vacancy so arising shall be filled by a Fellow appointed in accordance with the provisions of this Law. Such Fellow shall take office immediately upon election and his/her term of office shall extend for a period of three years from the date of the Annual Meeting co-incident with or next following the date of his/her election.

#### ELECTION OF THE VICE-PRESIDENTS

- 3.3 The Vice-Presidents shall be a present or past members of the Council. Any Fellow so qualified may be nominated with his/her consent by two Fellows or Members who shall sign the nomination paper and return it to the Secretary before the closing date for the receipt of nominations. The Vice-Presidents shall be elected by ballot of the Fellows of the Faculty. Each Vice-President shall hold office for a period of three years and shall assist the President in the conduct of the business of the Faculty and deputise for him/her in his/her absence. In exceptional circumstances each Vice-President shall be eligible for re-election for one additional year at the invitation of the Council, but shall not thereafter be eligible for election as a Vice-President. This election process will normally take place during the incumbent Vice-Presidents final year of Office. When, for any reason either Vice-President ceases to serve on the Council before his/her term of office ends, the vacancy so arising shall be filled

by a Fellow appointed in accordance with the provisions of this Law. Such Fellow shall take office immediately upon election and his/her term of office shall extend for a period of three years from the date of the Annual Meeting co-incident with or next following the date of his/her election.

#### APPOINTMENT OF TREASURER

- 3.4 The Treasurer shall be an ordinary Fellow, Member or Honorary Fellow appointed by the Council for an initial period of three years. He/She shall be eligible thereafter for annual re-appointment. He/She shall be a member, ex officio, of the Council and he/she shall be deputy Secretary.

He/She shall superintend the financial affairs of the Faculty and shall balance his/her accounts every year to a date to be prescribed by the Hill Square Trust and shall present to the Annual Meeting of the Faculty the accounts duly audited and signed by a duly qualified accountant appointed annually by the Hill Square Trust containing the charge and discharge of the monies belonging to the Faculty. For the purposes of this paragraph of this standing order “a duly qualified accountant” means a member of a body of accountants established in the United Kingdom and for the time being recognised by the Secretary of State for the purposes of section 161 of the Companies Act 1948.

#### APPOINTMENT OF HONORARY SECRETARY

- 3.5 The Secretary shall be an ordinary Fellow, Member or Honorary Fellow appointed by the Council for an initial period of three years. He/She shall be eligible thereafter for annual re-appointment. He/She shall be a member, ex officio, of the Council and he/she shall be deputy Treasurer.

#### OFFICER CEASING TO BE A FELLOW OR A MEMBER

- 3.8 Any Officer who ceases to be a Member or a Fellow shall cease to hold office.

#### VACANCY OF OFFICE

- 3.9 In the event of the office of President becoming vacant, the President-Elect (if any) shall become President. In the absence of a President-Elect, the longest serving of the Vice-Presidents will act as President and arrange an immediate election (see Standing Order 3.3) to appoint a President who will serve for four years. The Council may at any time elect a Member or a Fellow to fill a vacancy in any other office until the next relevant Council Meeting.

#### REMOVAL OF OFFICERS

- 3.10 The President, Vice-Presidents, Honorary Treasurer and Honorary Secretary may be removed from office at any time by a resolution passed at an Annual General Meeting or Extraordinary General Meeting.

#### EX-OFFICIO MEMBERS OF COMMITTEES

- 3.11 The President, Vice-Presidents and Treasurer shall be ex-officio members of all committees of the Council.

#### DUTIES OF THE OFFICERS

- 3.12 The Council shall define the duties of the Officers and revise them from time to time as appropriate.

FACULTY STAFF

- 3.13 The recruitment, retention and terms and conditions of service of staff may be delegated or determined by the Council, but shall be subject to approval by the Hill Square Educational Trust.

FIRST OFFICERS

- 3.14 The first officers shall be those holding these offices in the Intercollegiate Academic Board of Sport and Exercise Medicine at the time the Faculty was established.

### CONSTITUTION

- 4.1 The Council shall consist of the President, the President-Elect if any, the Immediate Past President if any, the other Officers, the Presidents of the RCP and RCSEd or a nominee of the Presidents of the RCP and RCSEd, a representative of the Royal College of Physicians of Edinburgh (RCPEd), a representative of the Royal College of Physicians and Surgeons of Glasgow (RCPSG), up to two other representatives elected by the Advisory Board, a director of the Hill Square Educational Trust ex officio (to be determined by the Hill Square Educational Trust), a representative of the Royal College of Physicians of Ireland, the Royal College of Surgeons in Ireland and the Irish Faculty of Sport and Exercise Medicine (the method of election of this representative to be determined by the three bodies so represented), twelve ordinary members, two lay members and the Chairman of major Committees (if not already a member of the Council). No member shall hold more than one position on the Council. The fact that the Council may not comprise at any particular time all of the persons designated in the Standing Order 4.1 shall not invalidate or otherwise affect any decision or action properly decided or taken by the Council.

### CHAIRING THE COUNCIL

- 4.2 The President (of the Faculty) shall preside at every meeting of the Council, but if the President is not present within ten minutes of the appointed time, the longest serving of the Vice-Presidents shall take the Chair failing which the second Vice-President will take the Chair. If neither Vice-President is present, the members of the Council shall choose one of their number to take the Chair.

### 4.3 ELECTION OF ORDINARY MEMBERS OF THE COUNCIL

#### Ordinary members

- 4.3.1 Ordinary members of the Council shall be elected by a vote of Members and Fellows in a manner provided in Standing Order 4.5. Ordinary members shall be Members or Fellows.

#### Electorate

- 4.3.2 For all the purposes of Standing Orders 4.3-4.6 references to Fellows shall not include Honorary Fellows

### 4.4 NOMINATION OF CANDIDATES FOR ELECTION

#### Ordinary members

- 4.4.1 At least four calendar months before the relevant Council Meeting the Secretary shall send to all Members and Fellows a circular stating the number of places for ordinary members of the Council requiring to be filled that year. It shall give the Council's nominations (if any) of candidates to fill such places and call for further nominations from these classes of membership. If the total number of nominations does not include sufficient Members and Fellows to satisfy Standing Order 4.3, the Council shall forthwith nominate others, to permit compliance with that Standing Order.

#### Form of nominations

- 4.4.2 All nominations for Council members shall be made in writing on a Faculty nomination form only. Each nominee must be proposed and seconded and confirm in writing a willingness to serve if elected. Nominations must be received by the returning officer

not less than three calendar months before the Council Meeting. Any nomination which reaches the returning officer outside the stipulated period shall be null and void.

#### 4.5 POSTAL BALLOT

##### Ordinary members

4.5.1 A ballot paper and details, as given on the nomination form of each candidate for election to the Council shall be sent by post to all Members and Fellows not less than two calendar months before the Council Meeting.

##### Return of ballot papers

4.5.2 Ballot papers shall be returned so as to reach the returning officer before the date and in accordance with any directions specified on the ballot paper which shall not be less than twenty-one days before the relevant Council Meeting, failing which any votes cast on it shall be null and void.

#### CUSTODY OF BALLOT PAPERS

4.6 Ballot papers shall be kept in the custody of the returning officer and the votes cast shall be counted before the Council Meeting. The results of the election shall be announced at the Annual General Meeting. Subject to the overriding requirements of Standing Order 4.3, Fellows or Members with the greatest number of votes shall be declared elected.

#### 4.7 LAY AND CO-OPTED MEMBERS OF THE COUNCIL

##### Lay members

4.7.1 The method for appointing the two lay members of the Council shall be determined by the Council.

##### Co-opted members

4.7.2 The Council may co-opt Chairman of major Committees for their duration of office, if not already a member of Council.

#### PERIOD OF SERVICE AND VACATION OF PLACES

4.8 Subject to the provisions of Standing Order 4.10 persons elected to be ordinary members of the Council shall serve for four years.

#### CONSECUTIVE TERMS OF SERVICE

4.9 No ordinary member of the Council shall serve as such for more than two consecutive elected terms, each of four years, making a maximum total of eight, and shall not then be eligible for re-election as an ordinary member until a period of one year has elapsed.

#### RESIGNATION AND DISQUALIFICATION OF COUNCIL MEMBERS

4.10 A member's seat on the Council shall be vacated automatically if:

4.10.1 the Council member, if a member or fellow of the Faculty, ceases to be in good standing, or

4.10.2 by notice in writing to the Secretary, membership of the Council is resigned, or

4.10.3 without good cause there is a failure to attend three consecutive meetings of the Council, or

4.10.4 the criteria either for election as a representative of the particular constituency or appointment as a Council member are no longer fulfilled.

#### CASUAL VACANCY

- 4.11 The Council may at any time appoint a member of the Faculty to fill a casual vacancy provided that in relation to an elected member of the Council the person so appointed would be eligible to be elected in the same category as the vacating member of the Council. Any person so appointed shall retire at the next Annual General Meeting unless formally elected to the Council before that date.

#### POWERS OF THE COUNCIL

- 4.12 The business of the Faculty shall be managed by the Council, reporting to the Hill Square Educational Trust. The Council may, subject to any directions from the Hill Square Educational Trust, act on behalf of the Faculty in all matters that are not, by law or by these Standing Orders, required to be enacted by the Hill Square Educational Trust or by the Faculty in General Meeting.

#### REGULATION OF MEETINGS AND VOTING

- 4.13 The Council may meet, adjourn and otherwise regulate its meetings as it thinks fit. The Council must meet face-to-face on at least four occasions a year. In relation to any additional meetings which are not held wholly face to face, any member of the Council may participate in the meeting by means of conference telephone or other communications equipment (including televisual means) which allows all persons participating in the meeting to hear each other. It will be the responsibility of the Council Member using these methods of communication to arrange and fund the arrangements. Questions arising at any meeting and requiring decision shall be decided by a majority of votes of those taking part. Questions needing a decision between formal meetings may be decided in the same manner (including the casting of votes by electronic communication) provided that all members of the Council are notified of the question to be decided and the number of them voting on the question would constitute a quorum. In case of an equality of votes the Chairman of the meeting shall have a casting vote.

#### ACTIONS WITH REDUCED NUMBERS AND WITHOUT QUORUM

- 4.14 The Council may act notwithstanding any vacancy in its body, but if less than a quorum of five members be present they shall act as a Council only for the purposes of filling vacancies in the Council, admitting persons to membership of the Faculty, or summoning a General Meeting. When a quorum is not present no vote shall be taken, but discussions may be held and recommendations made which shall then be reported to the next full meeting of the Council for its decision “or voted on in a postal vote by all members of Council”. For the purpose of determining whether a quorum is present all persons whose participation in a meeting conforms to the requirement of Standing Order 4.13 shall be deemed to constitute persons present at such meeting.

#### CONVENING COUNCIL MEETINGS

- 4.15 The Secretary shall convene a meeting of the Council at any time upon a requisition from the President or from any four members of the Council, stating the purposes for which the meeting is to be held. At least one week's clear notice (exclusive both of the day on which it is served and of the day for which it is given) shall be sent to each member of the Council.

#### ACTS DONE IN GOOD FAITH

- 4.16 All acts done in good faith by any meeting of the Council or by any person acting as a member of the Council shall be valid and binding, even if it be discovered later that there was some defect in the appointment, election or continuance in office of any member or members of the Council carrying out such acts.

#### MINUTES

- 4.17 Minutes shall be made of the proceedings of all meetings of the Council and all business transacted at such meetings. The minutes of any meeting, when adopted at the next meeting, shall be sufficient evidence of the facts therein stated.

#### RESOLUTIONS IN WRITING - VALIDITY

- 4.18 A resolution in writing signed by all members of the Council who are entitled to receive notice of meetings of the Council shall be as valid and binding as if it had been passed at a duly convened and constituted meeting of the Council.

#### FAITH

- 4.19 Every member of the Council shall at the earliest opportunity give assent to the following words spoken by the President in the presence of members of the Council:

“You give your faith that you will not divulge any of the proceedings of the meetings of the Council held for the nomination and election of Fellows, Members, or Officers, or any of the proceedings of any meeting which you shall be required to keep secret by the President, and that you will faithfully discharge the duties entrusted to you in strict accordance with the Standing Orders of the Faculty and with the relevant Laws, Bye-Laws and Regulations of the Royal College of Physicians of London and the Royal College of Surgeons of Edinburgh”.

#### FACULTY REPRESENTATION

- 4.20 The method of nominating any permitted representative of the Faculty on the respective councils of the RCP or RCSEd shall be determined by the Council. The Council may nominate representatives of the Faculty, who need not be members of the Council.

#### COUNCIL LIABILITY

- 4.21 No member of the Council shall be liable for any loss to the Faculty arising by reason of any improper investment made in good faith (so long as he/she shall have sought professional advice before making such investment) or for the negligence or fraud of any agent employed by him/her or by any other member of the Council in good faith (provided reasonable supervision shall have been exercised) although the employment of such agent was strictly not necessary or expedient or by reason of any mistake or omission made in good faith by any member of the

Council or by reason of any other matter or thing other than fraud, wrongdoing or wrongful omission on the part of the Council member who is sought to be made liable, provided always that, where required, the consent of the Hill Square Educational Trust to the action concerned was first sought and obtained.

#### INSURANCE

- 4.22 The Council shall insure its members at the expense of the Faculty against personal liability for acts properly undertaken in the administration of the Faculty and acts undertaken under an honest mistake during their period of service as Council members.

#### FURTHERANCE OF OBJECTS

- 4.23 The Council may, and if requested by RCP or RCSEd, shall, make recommendations to RCP or RCSEd in furtherance of the objects of the Faculty, with special reference to research, lectures, awards, examinations, the appointments of examiners and other matters related to Sport and Exercise Medicine.

#### FORM OF DIPLOMA

- 4.24 Diplomas shall be in such form as determined by the Faculty. Advice may be taken from RCP or RCSEd.

## 5 COMMITTEES OF THE COUNCIL

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### COMMITTEES

- 5.1 The Council shall appoint such committees as required under these Standing Orders and may appoint other committees, sub-committees or working parties as seem desirable. The initial appointment of these may be at any time considered appropriate by the Council. Persons appointed shall cease to serve on the date of the last regular meeting of the Council before the Annual General Meeting unless then re-appointed. The constitution and terms of reference of each such committee shall be approved and published by the Council, each Committee being responsible for drafting its initial constitution and terms of reference. Any amendment shall be approved and published by Council.

### MEMBERSHIP OF COMMITTEES

- 5.2 Members of a committee of the Council need not be members of the Council. All members of committees who are members of the Faculty should be in good standing

### CO-OPTED MEMBERS

- 5.3 Any committee of the Council may add to its number with the approval of the President. The names of co-opted members of committees shall be reported to the next meeting of the Council.

### CASUAL VACANCY ON COMMITTEE

- 5.4 The Council may at any time appoint a member of the Faculty to a committee to fill a casual vacancy.

### POWERS DELEGATED BY THE COUNCIL

- 5.5 The Council may delegate such powers as it thinks fit to committees appointed by it and any such committee shall, in the exercise of its powers, conform to any conditions imposed on it by the Council, and report regularly to the Council as required. The meetings and proceedings of any such committee shall be governed by the provisions of these Standing Orders. The Council may at any time, by notice in writing to all members of any committee, revoke any powers delegated by it to such committee.

### REGULATION OF COMMITTEE MEETINGS AND VOTING

- 5.6 Subject to any instructions by the Council a committee may meet for the dispatch of business, adjourn and otherwise regulate its meetings as its Chair shall determine, including meetings held in such a manner as conforms to the requirement of Standing Order 4.13. Questions arising at any meeting shall be decided by a majority of votes of those taking part. The method of voting shall be at the discretion of the Chair who, in the case of an equality of votes, shall have a second or casting vote.

### ACTS DONE IN GOOD FAITH

- 5.7 All acts done in good faith by any meeting of a committee of the Council may be ratified by the Council at its discretion, even if it be discovered later that there was some defect in the appointment, election or continuance in office of any member, or members, of the committee carrying out such acts.

## MINUTES

- 5.8 Minutes or other appropriate written records shall be made of the proceedings of all meetings of committees including all actions agreed and decisions made at such meetings. The minutes of any meeting when adopted at the next meeting shall be sufficient evidence of the facts stated therein.

## 6 EXAMINERS

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### APPOINTMENT

- 6.1 The Council shall appoint a Chief Examiner and such Deputy Chief Examiners as are required to conduct each examination it may approve. The Chief Examiner and Deputy Chief Examiners shall be Fellows except that one Deputy Chief Examiner may be a Member.
- 6.2 Other examiners shall be appointed by the Council acting on the recommendation of the Chief Examiner.

### FAITH

- 6.3 On being appointed, examiners shall give their Faith in writing to the Council in the following terms:

“I faithfully promise that I will perform all the duties, as defined by the Council, of an examiner, and that I will not divulge any of the proceedings of meetings at which examination papers or other tests are set, or at which the results of the examination are considered, or of any other meeting the proceedings of which I am required to keep secret. I also undertake not to divulge any aspects of the Faculty’s examinations in which I participate as an examiner, nor to disclose any details pertaining to candidates or their performance during the examinations to anyone not involved in the examination process on behalf of the Faculty. In addition I agree to adhere to the Faculty’s policy of non-discrimination and that in my capacity as an examiner I will not discriminate on grounds of gender, ethnic origin, sexual orientation, religion or physical disability.”

### DUTIES OF THE CHIEF EXAMINER

- 6.4 The Council shall define the duties of the Chief Examiner and revise them from time to time as appropriate.

## 7 FEES AND SUBSCRIPTIONS

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### REGISTRATION FEE, ANNUAL SUBSCRIPTION

- 7.1 Members and Fellows shall pay such registration fees and annual and other subscriptions as may be recommended by the Council and thereafter determined by the Hill Square Educational Trust. An annual fee shall be paid by those affiliating to the Faculty under Standing Orders 2.9 and 2.10.

### ANNUAL SUBSCRIPTIONS – DATE AND METHOD OF PAYMENT

- 7.2 Annual subscriptions shall be payable to the Faculty by any method and at any time agreed by the Council.

### ANNUAL SUBSCRIPTION IN ARREARS

- 7.3 Any member who is more than six months in arrears with payment of any annual subscription shall, if the Council so direct, forfeit all rights and privileges of the Faculty and any office, appointments or positions in the Faculty, until all outstanding annual subscriptions have been paid.

### REDUCTION AND REMISSION OF FEES

- 7.4 The Treasurer may at any time remit or reduce the fees or subscriptions to be paid by an individual.

### EXAMINATION FEES

- 7.5 Examination entry fees shall be determined by the Council.

### OTHER FEES

- 7.6 The Faculty may charge fees for other functions as agreed by the Council.

### HONORARY FELLOWS

- 7.7 Honorary Fellows are exempt from the provisions of Standing Orders 7.1 to 7.6.

### FELLOWS AND MEMBERS IN GOOD STANDING

- 7.8 From time to time the Faculty shall publish the names of Fellows and Members in Good Standing, who give permission for their name to be published in such lists. Fellows and Members who are more than six months in arrears with payment of annual subscription shall not have their name included in such lists.

## 8 GENERAL MEETINGS

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### ANNUAL GENERAL MEETING

8.1 The Faculty shall hold an Annual General Meeting at such time and place as may be determined by the Council. Each Annual General Meeting shall be held not less than eleven nor more than fourteen months after the date of the last preceding Annual General Meeting. The business of the AGM shall include:

- Receipt and approval of the minutes of the last AGM
- Receipt of any Officers' annual reports
- Receipt of any reports from the Chairs of Committees of the Council
- Receipt of proposals or making recommendations for the amendment of the Standing Orders of the Faculty as described in Standing Order 9.
- Recommending the annual subscription rate to Hill Square Educational Trust
- Announcement of the results of elections of Officers of the Faculty
- The transaction of any other business previously notified by a member to the Honorary Secretary six weeks before the meeting

### EXTRAORDINARY GENERAL MEETING

8.2 Extraordinary General Meetings may be convened by the Council or on the requisition of ten percent or more of the total number of members of the Faculty having at the date of the deposition of the requisition with the Faculty a right to vote at General Meetings of the Faculty. Any such meetings shall be convened by the Secretary on the instructions of the Council or, in default thereof, those members of the Faculty themselves may convene one. The Hill Square Educational Trust may require the Council to convene an Extraordinary General Meeting where there is urgent or important business to be transacted.

### NOTICE OF GENERAL MEETINGS

8.3 Save where longer notice is required pursuant to other provisions of the Standing Orders at least three weeks' notice of every Annual or Extraordinary General Meeting (exclusive in every case both of the day on which it is served or deemed to be served and of the day for which it is given) specifying the place, the day and the hour of the meeting, and the nature of the business, shall be given to all members of the Faculty.

### ACCIDENTAL OMISSION TO GIVE NOTICE

8.4 The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any resolution passed, or business transacted at any meeting.

#### QUORUM FOR GENERAL MEETINGS

- 8.5 No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Save as provided in Standing Order 8.6 twenty members of the Faculty personally present shall be a quorum.

#### DISSOLUTION AND ADJOURNMENT OF GENERAL MEETINGS

- 8.6 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 at the request of members of the Faculty, shall be dissolved. In any other case it shall stand adjourned until another time, date and place determined by the Council. If at such adjourned meeting a quorum is not present within half-an-hour of the time appointed for holding the meeting the members of the Faculty present shall be a quorum.

#### CHAIR AND ALTERNATE CHAIR AT GENERAL MEETING

- 8.7 The President shall take the Chair at every General Meeting. If the President is absent, the Chair shall be taken by the longest serving of the Vice-Presidents or, if both are absent, by some other Fellow elected by the members of the Faculty present at the meeting who are entitled to vote thereat.

#### ADJOURNMENT

- 8.8 The Chair of the meeting may with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time, and from place to place, but no additional business shall be introduced at any adjourned meeting. Whenever a meeting is adjourned for one month or more, notice of the adjourned meeting shall be given in the same manner as for the original meeting (see Standing Order 8.3).

#### METHOD OF VOTING AT GENERAL MEETING

- 8.9 At any General Meeting a resolution put to the vote of the meeting shall be decided by a show of hands. If in the opinion of the Chair the show of hands is inconclusive, or on the prior written demand of ten members of the Faculty present, a ballot shall be held. Unless otherwise required by the provisions of other Standing Orders a resolution shall be passed if a simple majority of those voting (being entitled to do so) vote in favour.

#### CHAIR'S CASTING VOTE

- 8.10 In the case of an equality of votes, whether on a show of hands or ballot, the Chair of the meeting shall be entitled to a casting vote.

#### ENTITLEMENT TO VOTE

- 8.11 Subject to the provisions of Standing Order 8.10 every member in good standing of the Faculty present and entitled to vote shall have one vote.

#### CONDUCT OF GENERAL MEETING

- 8.12 Subject to the provisions of these Standing Orders the Chair of a General Meeting of the Faculty shall have authority to direct and control the conduct of business at that meeting, including the discretion to decide that a matter might lead to a change in Standing Orders. Those entitled to speak at a General Meeting of the Faculty shall address the Chair; shall speak

to the subject before the meeting, and once only; shall speak as briefly as possible; and, if requested by the Chair, shall preserve silence.

## 9 STANDING ORDERS

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### PROPOSALS FOR CHANGE

- 9.1 The Council may make, or accept from members of the Faculty, proposals for additions or amendments to the Standing Orders. Once approved in accordance with Standing Order 9.3, any such proposals will be submitted to the Hill Square Educational Trust for final approval.

### NOTICE OF ALTERATIONS

- 9.2 Not less than three weeks' notice shall be given to all members of the Faculty of alterations to the Standing Orders which are proposed by the Council or by a member of the Faculty.

### APPROVAL OF ALTERATIONS

- 9.3 No proposal for alteration to the Standing Orders shall be referred to the Hill Square Educational Trust for final approval unless first approved by the RCP, the RCSEd and at a General Meeting of the Faculty by the affirmative votes of a two-thirds majority of such members of the Faculty present at the meeting and entitled to vote thereat.

### STATUS OF THE RCP, RCSEd AND FACULTY AS CHARITIES

- 9.4 No alteration to the Standing Orders shall be made which would prejudice the status of the RCP, RCSEd, or the Hill Square Educational Trust as charities or which would prejudice the ability of the Faculty to become a charity in its own right.

### INTERPRETATION OF STANDING ORDERS

- 9.5 Any question concerning the interpretation of these Standing Orders shall be referred to the Council in the first instance and thereafter to the Hill Square Educational Trust, whose decision shall be binding.
- 9.6 Any matters concerning the activities of the Faculty which are not covered by these Standing Orders shall be dealt with according to the procedures set out in the Articles of Association of the Hill Square Educational Trust, pending recommendations for change brought forward by the Council where appropriate.

### ALTERATIONS BY THE GOVERNING BODY

- 9.7 The Hill Square Educational Trust may propose changes to the Standing Orders at any time, provided that notice is given to the membership at least 21 days prior to any General Meeting convened to consider such a proposal. The members present at General Meeting shall have the right to discuss and comment on any such proposal and any concerns expressed at such a General Meeting shall be given due regard by the Hill Square Educational Trust.

The final decision on all amendments to the Standing Orders shall rest with the Hill Square Educational Trust, subject to the foregoing provisions of this Standing Order 9.

## 1 0 E L E C T R O N I C C O M M U N I C A T I O N S A N D W R I T T E N C O M M U N I C A T I O N S

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- 10.1 Notifications required or permitted under the Standing Orders to be sent to members of the Faculty or to other persons having rights pursuant to the Standing Orders, may be sent using electronic communications, subject to compliance with Standing Order 10.3.
- 10.2 Any document referred to in a notification sent pursuant to Standing Order 10.1 may, subject to compliance with Standing Order 10.3, be sent or provided to members of the Faculty or other persons having rights pursuant to the Standing Orders by publishing the document in question on a web site. The notification referring to the document must specify the address of the web site and the place on that web site where the document may be accessed, and the document must remain published on the web site throughout the publication period. For this purpose the publication period shall mean:
- 10.2.1 In the case of a document referred to in a notice convening a meeting, the period running from the date when such notice is sent until the conclusion of the meeting convened by it;
- 10.2.2 In any other case a period of not less than 28 days beginning on the day after the notification is sent.
- 10.3 An electronic communication pursuant to Standing Orders 10.1 and 10.2 shall only be sent to such members of the Faculty or other persons having rights pursuant to the Standing Orders as have notified an electronic communications address to the Faculty and where the electronic communication in question is sent to such address.
- 10.4 Notifications required or permitted under the Standing Orders to be sent to the Faculty, the Council, committees sub-committees or working parties of the Council or the Officers may be sent using electronic communications provided that they are sent to the Faculty's most recently published electronic communications address and that the notification clearly indicates the intended recipient and the purpose of the notification.
- 10.5 Notwithstanding any other provision of the Standing Orders a notification sent using electronic communications which complies with Standing Orders 10.1 and 10.3 or Standing Order 10.4 (as the case may be) shall be deemed to be given on the day on which it was despatched unless the sender is aware that there has been a failure of delivery.
- 10.6 For the purposes of Standing Orders 10.1, 10.3 and 10.4:
- 10.6.1 "notification" includes notices of meetings, requisitions for meetings and communications not specifically required by the provisions of any Standing Order but, for the avoidance of doubt, does not include any document which is required by the Standing Orders to be in writing; and does not include any document which is required to be sent for the purposes of an election provided for in the Standing Orders.
- 10.6.2 "electronic communications" has the meaning given thereto in the Electronic Communications Act 2000.

- 10.7 Wherever the Standing Orders require a document to be in writing the requirement shall be deemed to have been complied with if the document is in the form of:
- 10.7.1 a letter, form or similar document signed by the sender and sent by post or delivered personally to the address held on record as the correspondence address;
  - 10.7.2 a facsimile transmission signed by the sender, the original of which is subsequently sent by post or delivered personally to the address held on record as the correspondence address.

## 11 DISTRIBUTION OF ASSETS ON WINDING - UP

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- 11.1 If upon the winding-up or dissolution of the Faculty there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Faculty, but shall be given or transferred to the RCP and/or RCSEd for objects similar to the objects of the Faculty provided always that the RCP and RCSEd shall not be entitled to benefit under this Standing Order unless it is a charity at the relevant time.
- 11.2 In the event that effect cannot be given to Standing Order 11.1, then the property of the Faculty shall be given or transferred to some other charitable body which exists for purposes similar to or substantially the same as the Faculty, which failing to some other charitable object.
- 11.3 In the event that the Faculty becomes independent from the Hill Square Educational Trust, the funds of the Faculty held by the Hill Square Educational Trust shall be transferred or made over to the newly independent Faculty, provided that the Faculty has at that time acquired charitable status and its constitution shall then contain a clause prohibiting the distribution of its income or property to its members to an extent at least as great as is imposed by this Standing Order 11.

## 1 2 D I S P U T E R E S O L U T I O N

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- 12.1 In the event of a dispute or difference arising out of these Standing Orders, the matter shall be determined by a single arbiter appointed on the joint reference of the President for the time being of the RSCEd and of the President for the time being of the RCP. The decision of the single arbiter so appointed shall be final.