

# Statutes of the Royal Society

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## Chapter I: Election and admission of Fellows, Foreign Members and Honorary Fellows

### Interpretation

The Society aims to have a Fellowship and Foreign Membership that is representative of scientific excellence in all its forms, including in industry, innovation, engineering, technology and medicine. In considering eligibility of candidates for Fellowship, Foreign Membership and Honorary Fellowship, in accordance with these Statutes, particular regard shall be given to the Society's mission "*to recognise, promote and support excellence in science and to encourage the development and use of science for the benefit of humanity*".

Chapter 1 addresses eligibility for, and the election of, candidates by various routes. Any person so elected – whether as a Fellow, Honorary Fellow, Royal Fellow, or Foreign Member – may be referred to as a "Fellow of the Royal Society" once elected for all purposes other than where the route whereby they have been elected is relevant to a separate provision in the Statutes or Standing Orders.

### Eligibility

- 1 Eligibility for candidature for election as Fellows of the Royal Society shall be restricted to persons who:
  - a) are either (i) citizens of a Commonwealth country or of the Irish Republic or (ii) persons who (in the opinion of Council, whose decision on the matter shall be final) have been ordinarily resident and working in a country of the Commonwealth or in the Irish Republic for a minimum of three years immediately prior to being proposed;

- b) have made a substantial contribution to the improvement of natural knowledge including (without limitation) mathematics, engineering science and medical science or through global scientific leadership; and
  - c) are able to contribute substantially to the work of the Society or the advancement of its purposes.
- 2 Persons who are ineligible by virtue of Statute 1a) may be elected to the Society under the title of Foreign Members. They shall be eminent for either their scientific discoveries and attainments or for global scientific leadership and, in either case, shall be able to contribute substantially to the work of the Society or the advancement of its purposes. A Foreign Member who subsequently meets the citizenship or residency criteria for the Fellowship may choose to switch from Foreign Membership to Fellowship and to assume the rights and responsibilities of a Fellow. Such a switch would be in addition to the normal limit on Fellows elected in any one year.

### **Process for election of Fellows and Foreign Members**

- 3 Fellows and Foreign Members shall be elected as follows.
- a) **Certificate of candidature.** Every candidate shall be proposed and seconded by a certificate in writing signed by two Fellows on the basis of personal knowledge of the candidate's contributions to natural science. The certificate shall be available for inspection by Fellows at the Society's premises until the day of election.
  - b) **Sectional Committees.** Council shall appoint, from the Fellowship and Foreign Membership, by procedures set out in Standing Orders, Committees to advise it in the selection of candidates with the strongest claims for election. Council shall ensure that the complete membership of such Committees will normally have changed over any three-year period.
  - c) **Selection by Council.** Council shall select from lists of candidates for Fellowship and for Foreign Membership up to eighty-five and twenty-four respectively in any one year to be recommended to the Society for election; but no selection shall be valid unless twelve members of Council at least be present and vote, a majority deciding, or in the event of equality of votes, the President having a second or casting vote. The names thus recommended shall be sent forthwith to every Fellow with notification of the date and time of an Annual Meeting for the Election of Fellows and Foreign Members, at least three weeks after the notification.
  - d) **Ballot procedure.** If Council has decided that the election shall be at a Business Meeting, then on the day of election, balloting shall be in person and no person shall be elected unless they have obtained at least two-thirds of the votes of the Fellows present and voting. If Council has decided that the election shall be an Electronic Election, then voting shall be by electronic means and no person shall be elected unless they have obtained at least two-thirds of the votes of the Fellows voting. After voting by the Fellows, the President shall announce the names of candidates who have been elected in compliance with the Charters and Statutes.
  - e) **Renewal of candidature.** Any candidate who has not been elected on the day of election shall, unless the proposer or seconder withdraws the candidature, be a candidate at subsequent elections provided that the conditions of Statute 1 continue to be satisfied, except that the same candidature shall not be valid for more than seven successive elections. A new certificate of a previous candidate shall not be accepted until at least three further annual elections shall have taken place. A new certificate shall not be valid for more than three successive elections and each renewal of candidature thereafter shall always be after at least three annual elections, and each shall not be valid for more than three successive elections.

### **Process for election of members of the Royal Family**

- 4 Council may recommend to the Society for election as a Fellow, any member of the Royal Family of the United Kingdom. Such recommendation shall be sent to every Fellow, in the form of a ballot paper, at least four weeks before the closing date for the election. The election shall be by ballot as set out in Standing Orders. No person shall be elected unless at least two-thirds of the votes are in favour.

### **Process for election of Honorary Fellows**

- 5 Honorary Fellowship is intended for quite exceptional candidates who have given distinguished service to the cause of science and its applications, or who have brought great benefits to science, but who do not have the scientific achievements of the kind required of those elected under Statutes 1 and 2, and so cannot be elected under those Statutes. Candidates for Honorary Fellowship shall also be able to contribute substantially to the work of the Society or the advancement of its purposes. Up to three Honorary Fellows may be elected in any year.

Honorary Fellows shall pay no annual contributions, but otherwise shall be subject to the same benefits and responsibilities as Fellows elected under Statute 3.

- 6 Nominations for persons considered suitable for election under Statute 5 shall be proposed and recommended by a certificate in writing signed by at least six Fellows; the certificate shall be made available for inspection by Fellows at the Society's premises until the day of election. Certificates shall remain valid for up to three successive elections; a new nomination of a previous candidate shall not be accepted until three further elections shall have taken place. The selection of nominated persons to be put forward for election and subsequent balloting shall be conducted as described in Standing Orders, to ascertain the name or names of persons receiving at least two-thirds of the votes cast at the Annual Meeting or in the Electronic Election for the Election of Fellows and Foreign Members. After voting by the Fellows, the President shall announce the names of the candidates elected.

### **Admission**

- 7 Every person who is elected a Fellow, Foreign Member or Honorary Fellow shall present themselves for admission on an annual Admission Day on a date determined by Council or on such other date as shall be approved by Council or on its behalf by the President. That person shall normally attend within three years, failing which Council may determine that the election shall be void.
- 8 Every person elected a Fellow, Foreign Member or Honorary Fellow of the Society shall, before admission, except if elected under Statute 4, subscribe the Obligation in the following words –  
*We who have hereunto subscribed, do hereby promise, that we will work for the good of the Royal Society of London for Improving Natural Knowledge, and actively help it to carry out its mission; that whenever possible we will undertake any tasks requested of us by or on behalf of the Council; and that we will observe the Statutes, Standing Orders and Code of Conduct of the said Society. Provided that, whensoever any of us shall signify to the President under our hands, that we desire to withdraw from the Society, we shall be free from this Obligation for the future.*

And if any person elected shall refuse to subscribe the said Obligation, the election of that person shall be void.

### **Record of admission**

- 9 The admission of any Fellow into the Society shall be in the following manner and form, the payment required by the Statutes (where required) having first been made. They shall subscribe the Obligation in the Charter Book and be introduced to the President who, taking them by the

hand, shall say these words –

*I do, by the authority and in the name of the Royal Society of London for Improving Natural Knowledge, admit you a Fellow thereof.*

## **Chapter II: Rights and obligations of Fellows, Foreign Members and Honorary Fellows**

### **Interpretation**

Except as otherwise specified in the Society's Royal Charters, Statutes and the Standing Orders, Fellows, Foreign Members and Honorary Fellows shall have the same rights and obligations as each other and, except where distinctions may apply, they are collectively referred to as 'Fellows' in these Statutes and the Standing Orders.

### **Rights and obligations**

- 10 Every Fellow who has been admitted, shall have the right to: a) be present and to vote at all Business Meetings and in ballots; b) propose or support the nomination of candidates for election to the Fellowship or Foreign Membership; c) propose or support the nomination of candidates for election as members of Council; d) be a candidate for election as a member of Council subject to the nomination procedure set out in Statutes 25, 28c)ii and Standing Orders of Council.
- 11 Every Fellow shall also have the right to:
  - a) use the premises and facilities of the Society under such regulations as Council may make from time to time, provided that such premises and facilities shall not be used for any purpose considered by Council to be inconsistent with the purposes of the Society;
  - b) participate in activities of the Society that are open to all members;
  - c) receive information about the Society and its activities;
  - d) receive publications to which they are entitled under the Standing Orders of the time;
  - e) have access at reasonable times to the Journal Books and the Council Minute Book;
  - f) benefit from such other privileges as may be determined by Council from time to time.
- 12 Every Fellow shall observe the Statutes, Standing Orders and Code of Conduct (and any associated Disciplinary Regulations) of the Society which are in effect from time to time and failure to do so shall be grounds for the Society to consider whether that person's conduct is injurious to the character or interests of the Society.

### **Annual contributions**

- 13 Subject to Statute 14, every person elected a Fellow of the Society under Statute 3 shall pay, before admission, such contribution as may be stated in Standing Orders for the year of election. A Fellow so elected shall pay annually such sums as are determined from time to time by Council so long as that person shall continue as a Fellow of the Society. A person failing to pay shall not be admitted and the election shall be void, unless payment is waived in whole or in part by a special order of Council.
- 14 Foreign Members, Royal Fellows and Honorary Fellows shall not be required to pay an annual contribution.

### **Consequence of non-payment**

- 15 If a Fellow fails to pay the annual contribution before the thirty-first day of March then, after notice has been sent to their usual address, the name of that Fellow will be reported to the next meeting of Council. If the Fellow does not pay the contribution by the following meeting of Council and provides no satisfactory reason then, at the discretion of Council, they may be deemed to have

resigned their Fellowship of the Society. Nevertheless, Council will consider an application for readmission from any such person, within one year of cessation of the Fellowship and may readmit that person on payment of the arrears of the contribution or such portion thereof as Council may determine. If the Fellow be not readmitted within one year the President shall order the Fellow's name to be cancelled in the Register of Fellows.

- 16 The Society shall not pay, in money or in kind, any Fellow except in return for services rendered to the Society, reimbursement of reasonable out-of-pocket expenses properly incurred, awards for outstanding achievement or for a grant, duly adjudicated upon, from one of the Society's Funds.

### **Chapter III: Death or resignation of Fellows**

- 17 The death or resignation of any Fellow of the Society shall be recorded forthwith in the Register of Fellows and shall be reported to the Anniversary Meeting.

### **Chapter IV: Expulsion of Fellows**

- 18 If the conduct of any Fellow is such that Council concludes that it is injurious to the character or interests of the Society, with reference to the Society's Code of Conduct in force from time to time (and following any procedure specified in Disciplinary Regulations which shall include a right of representation for the Fellow), then Council may require that person to resign. If they fail to do so within one month of such request, Council shall inform the Fellowship in writing of its proposal to expel the Fellow; and at a Special General Meeting, convened in accordance with Statutes 56-58, after this announcement has been made, the Fellows present shall vote on the proposal. If at least two-thirds of the Fellows present vote for the expulsion of the Fellow, the President or a Vice-President shall order that person's name to be cancelled in the Register of Fellows, and at the same time pronounce them expelled in these words –

*I do, by the authority and in the name of the Royal Society of London for Improving Natural Knowledge, declare A B to be now expelled and no longer a Fellow thereof.*

The expulsion shall be recorded in the Journal Book of the Society.

### **Chapter V: The Council**

#### **Membership**

- 19 The Council is the board of charity trustees which is responsible for governing the Society. It comprises a total of not fewer than twenty and not more than twenty-four persons, including:
- a) the President, normally elected for a term of five years;
  - b) up to five Vice Presidents, normally elected for terms of five years; and
  - c) Ordinary Members of Council, normally elected for terms of three years.
- 20 The President, Vice Presidents and Ordinary Members of Council shall not normally be eligible to serve a further term on Council until a period of three years has elapsed since completion of their previous term, except that an Ordinary Member of Council may be re-elected to serve as President or Vice President and a Vice President may be elected as President without such a period having elapsed.
- 21 With due consideration to the matters set out in this Statute, Council may resolve, on the President's recommendation (in consultation with the Nominations Committee), and in the

absence of any interested Members of Council, to extend a particular Council Member's or a group of Council Members' term of service up to the maximum term of five years permitted by the Charter or to vary the rule in Statute 20 for a specified limited period and/or extent, for example to enable a Vice President to be elected President before the said three years have passed. The matters for consideration under this Statute are: the Society's best interests and, in particular, the Society's requirements in terms of Council Members' skills, knowledge and experience, the balance of Council's composition, and Members' contributions during their three-year (or other) period of office.

- 22 In addition to their roles as charity trustees, the President and Vice Presidents fulfil additional functions on behalf of the Society, as set out in Statutes 38-42 and in further detail in the Standing Orders.
- 23 Council as a whole and individual Members of Council shall be subject to regular, fair and robust performance assessments by the President, according to such competency framework as shall be approved by President and Council from time to time.

### **Nomination of Council Members**

- 24 Members of the Council shall be elected by ballot as set out in Standing Orders.
- 25 In consultation with Council and the Nominations Committee, the President shall write annually to all Fellows to describe how the Council for the following year shall be chosen, and to seek proposals for candidates suitable for election to Council, with reference to the need to choose the best qualified persons and with due allowance for representation of the Fellowship. The Nominations Committee shall be responsible for drawing up a list of candidates suitable for election, in accordance with Statute 28c)ii.

### **Responsibilities of Councillors**

- 26 As charity trustees, Members of Council are responsible collectively for the policy and management of the Society in accordance with charity law including restrictions imposed by charity law regarding payments and other benefits to trustees.
- 27 Members of Council shall exercise such care and skill as is reasonable in the circumstances, taking decisions solely in the way in which they, acting reasonably and in good faith, consider to be in the best interests of the Society and the effective advancement of its purposes.
- 28 Council shall direct the policy of the Society in a manner consistent with the Charters and these Statutes. Subject to Statute 29, it shall have power:
  - a) to manage all matters concerning the business of the Society and to exercise all of the powers of the Society not reserved to any other person;
  - b) to delegate the management of the Society's business and the implementation of its policies and operational decisions to Vice Presidents, the Executive Director and other employees or external advisers as it thinks fit;
  - c) to establish such committees as it shall from time to time determine and Council Members may serve as full members of such committees (alongside any duly appointed non-Council members of committees), save as specified in Standing Orders. Council may delegate to such committees such of its functions as it shall from time to time determine, such functions being executed in the name and on behalf of Council and in accordance with the Charters and these Statutes. Every such committee shall promptly and regularly report its proceedings to Council; and, in particular, Council may establish:

- i. an advisory committee called the General Purposes Committee (or such other name as Council may decide) for the function of advising Council on matters pertaining to its responsibilities, including (without limitation) relating to the oversight, and planning, of the Royal Society's work programme and as further specified in Standing Orders and any terms of reference issued and varied by Council from time to time; and
  - ii. a Nominations Committee, comprising such members as set out in Standing Orders, to advise Council on and assist with the selection of suitable candidates for appointment or election to Council, Vice Presidents, chairs of sectional, election committees and other standing committees, and such other positions and in such other respects as set out in the Statutes, Standing Orders and terms of reference issued and varied by Council from time to time;
- d) to appoint as the investment managers for the Society one or more persons, companies or firms who it is satisfied is or are proper and competent to act in that capacity. It may delegate to investment managers so appointed powers at their discretion to buy and sell investments for the Society on behalf of Council in accordance with the investment policy laid down by Council;
- e) to issue, vary and apply a Code of Conduct and associated Disciplinary Regulations to all Fellows of the Society;
- f) to make, amend or repeal, from time to time, Standing Orders for the regulation of the Society's affairs; and
- g) to carry out any other lawful activity which is expedient in the interests of the effective advancement of the Society's purposes.
- 29 As a board of charity trustees, Council may not delegate its final responsibility for the Society and its affairs. Matters of particular importance or significance to the Society (including novel, risky or contentious matters, or issues of strategic or reputational significance to the Society) must be referred to and decided by Council in accordance with members' charity law duties.

### **Voting by Council**

- 30 At meetings of Council not fewer than twelve members, of whom the President or a Vice-President must be one, shall constitute a quorum, save that there must be a majority of ordinary Council members of the Society among those present. Any matters put to the vote shall be resolved by a simple majority; in the event of equality of votes, the Chair shall have a second, casting, vote. Meetings of Council may be held in person or in part or in full by electronic means, provided that the means employed enables all attending to speak to and hear all other attendees.
- 31 Council may also take decisions in writing, including by correspondence, and a written decision shall be as valid and effective as a decision taken in a meeting of Council, provided that at least 75% of all Council members have signified their agreement to the decision in writing or by equivalent electronic means.
- 32 Council shall maintain a register of Council members' interests and Council members must declare any conflict of interest which they may have in relation to any matter under consideration by Council as soon as that is practicable. Council shall manage any conflicts of interest in accordance with the Standing Orders and any Conflicts of Interest Policy which Council may adopt and amend from time to time.

### **Termination of Council membership**

- 33 Members of Council shall cease to be members if they:
- a) become disqualified from continuing as Trustees under charity law or as a company director under company law;
  - b) cease to be Fellows;
  - c) are removed from office by a resolution of Council;
  - d) give notice to the President of their wish to resign and their resignation is accepted by Council.

## **Chapter VI: The President and Vice Presidents**

### **Interpretation**

Chapter VI of the Statutes governs the election of the President and Vice Presidents of the Society. The Society's Vice Presidents fulfil the roles described as the Deputies of the President and the Officers in the Society's Royal Charters, including the roles of Treasurer, Foreign, Biological and Physical Secretaries, as further set out below.

### **Election**

- 34 The President of the Society shall be elected according to the Charters.
- 35 The election of Vice Presidents of the Society (who shall also serve and be known as Officers of the Society and as Deputy Presidents for the purposes of the Charters) shall occur in accordance with the process specified in the Charters for the election of Officers. Council shall propose the final candidate to be proposed to Fellows, who shall be selected by a committee chaired by the President (including the chair of the Nominations Committee and a number of other Fellows, selected by Council) from a shortlist of suitable candidates to be prepared by the Nominations Committee and otherwise according to such procedure as Council may specify from time to time. For the avoidance of doubt, Vice Presidents are eligible for selection as candidate for election to President.
- 36 The Vice Presidents shall include the Treasurer, Foreign, Biological and Physical Secretaries as specified in Statute 44 and, subject to the maximum number specified in Statute 19, such other roles as the President and Council may decide from time to time. In seeking persons to fill the posts of Vice Presidents the President and the Nominations Committee shall consult widely among the Fellowship in order to identify those who command the greatest support of Fellows and who can best fulfil the responsibilities of a Vice President.
- 37 If a vacancy in any Vice President position arises from time to time the President may in consultation with Council and the Nominations Committee and otherwise in accordance with Standing Orders appoint another Member of Council to fill that position to serve until a replacement Vice President has been duly elected.

### **Duties of the President**

- 38 The duties of the President, or Vice-President deputising for the President, shall be to:
- a) preside at meetings of the Council and be Chair of the Trustees;
  - b) preside at the following meetings of the Society:
    - i. Anniversary Meeting;
    - ii. Annual Meeting for the election of Fellows and Foreign Members;

- iii. Meeting on Annual Admission Day;
- iv. Special General Meetings.

The President (or any deputising Vice President) may call for the papers of any Committee or group within the Society and may attend any meeting.

### **Vice-Presidents**

- 39 In the absence of the President, one of the Vice-Presidents shall act as the President's deputy.
- 40 The President and Vice Presidents have additional duties, in which they are accountable to Council and which are distinct from their roles as charity trustees (Council Members). These roles are outlined in this Chapter and may be elaborated in the Standing Orders and varied further from time to time by the President and Council.
- 41 Among the Vice Presidents there shall be a Treasurer, three Secretaries responsible within Council for the general conduct of the Society's scientific business and such other Vice President roles as the President and Council may decide from time to time, subject to the maximum number set out Statute 19. All these roles are posts which may be shared by appropriate persons who have been duly appointed Vice President.
- 42 To reflect the requirements of these additional duties, the Society may, with the Charity Commission's consent, remunerate the employers of a President or Vice-President(s) for expenses incurred by them arising from the said President or Vice Presidents discharging these duties to the Society.

### **Duties of the Treasurer**

- 43 The Treasurer shall advise and guide Council in financial matters generally. The Treasurer shall fulfil further specifications of the role as set out in the Standing Orders and shall also carry out such other duties as may be determined by the President and Council from time to time.

### **Scientific and other duties of the Vice Presidents**

- 44 Subject to Statutes 19 and 41, the Secretaries shall be responsible for the general conduct of the Society's scientific business alongside such other Vice President roles as the President and Council may decide from time to time. At least one each shall be drawn from the physical and biological sciences respectively; the Foreign Secretary shall be responsible for overseeing the Society's international business. The Secretaries shall fulfil the specifications of each role set out in the Standing Orders and shall also carry out such other duties as may be determined by the President and Council from time to time.

## **Chapter VII: The Executive Director**

### **Appointment**

- 45 Council shall appoint an Executive Director on such terms as Council may think fit in agreement with the person appointed.
- 46 The person appointed to the office of Executive Director shall not be a Fellow of the Society or, if a Fellow, shall cease to be so upon appointment to, and acceptance of, that office and be reinstated as a Fellow once the appointment ends.
- 47 The Executive Director shall work for the Society full-time and exclusively during normal working hours and at such other times as may be required or necessary subject to agreed arrangements for leave as set out in the terms of employment. They shall not engage in any activity, whether paid or unpaid, that may compromise their responsibilities as Executive Director.

### **Duties of the Executive Director**

- 48 The Executive Director of the Royal Society shall be appointed by and be responsible to Council and shall have the title "Executive Director" or such other title as Council may from time to time determine.
- 49 The Executive Director shall be responsible for the day-to-day conduct of the Society's business in accordance with the Society's Charters, Statutes and the policies and decisions of the President, Vice Presidents and Council and shall promptly and regularly report on the Society's business to Council.
- 50 The Executive Director shall be responsible for the employment of the staff and control of the premises and general administrative business of the Society.
- 51 Council may entrust to and confer upon the Executive Director such executive powers as it thinks fit.
- 52 It is the Executive Director's duty, except as may be determined by the President, to attend, and oversee effective recording of the minutes of all meetings of, Council.

### **Chapter VIII: Meetings of the Society**

#### **Business Meetings**

- 53 The Business Meetings of the Society shall be as follows:
  - a) Anniversary Meeting;
  - b) Annual Meeting for the election of Fellows, Foreign Members and Honorary Fellows;
  - c) Meeting on Annual Admission Day;
  - d) Special General Meetings.

In any year, Council may decide that instead of an Annual Meeting for the election of Fellows, Foreign Members and Honorary Fellows, the election shall instead be an Electronic Election.

#### **Anniversary Meeting**

- 54 The Anniversary Meeting shall be held on 30 November each year except when this date falls either on a Saturday, when the Meeting will be held on the preceding Friday, or on a Sunday, when the Meeting will be held on the following Monday. The business of the Anniversary Meeting shall be: to discuss the Trustees' Report and Financial Statements; to receive the President's address; to discuss matters raised by Fellows; and to transact any other business. Fellows shall be notified at least six weeks in advance.

#### **Meetings for the Election and for the Admission of Fellows, Foreign Members and Honorary Fellows**

- 55 The Annual Meetings for the election and for the admission of Fellows, Foreign Members and Honorary Fellows shall take place on such days and at such times as Council may in the preceding year determine. If Council decides that the election shall be an Electronic Election, Council shall determine the period during which votes may be cast, that period to be not less than seven days.

#### **Special General Meetings**

- 56 The President or Council may call a Special General Meeting of the Society whenever it may appear to them to be necessary.
- 57 Any six Fellows may, by notice in writing, signed by them and delivered to one of the

Secretaries, require a Special General Meeting of the Society to be convened to consider and decide on the matters specified in such requisition, and the President shall, within four weeks after such requisition shall have been so delivered, appoint a day for a Special General Meeting accordingly.

- 58 At least four weeks' notice of any Special General Meeting shall be given to every Fellow, and such notice shall state the object of the Meeting; no business shall be transacted except that so notified.
- 59 Fellows may attend and vote at Special General Meetings in person or online, according to such procedures as Council may decide from time to time (and hybrid meetings may be held for this purpose).

## **Chapter IX: Publications of the Society**

### **Responsibility for publications**

- 60 Council shall be responsible for all publications. In respect of learned serial publications (and such other publications as Council may agree) that responsibility shall be delegated to a standing committee called the Publishing Board.

### **Publishing Board**

- 61 The Publishing Board shall be responsible for the governance, policy and strategy of the Society's publications and shall execute its powers in accordance with Standing Orders. The Publishing Board shall meet at least twice annually and shall report to Council.

### **Editors**

- 62 Each refereed learned serial publication shall have an Editor, normally selected from the Fellowship, and normally appointed by Council. Editors shall serve normally for four years and be eligible for reappointment for up to three further consecutive years. Editors shall report to the Publishing Board in accordance with Standing Orders.

### **Categories of published material**

- 63 Policy documents published or issued in the Society's name, not contained in one of the learned serial publications, shall, prior to publication or issue, be considered and approved by Council in accordance with such procedures as Council may from time to time agree.

### **Fellows entitled to publications**

- 64 Council shall decide and specify in Standing Orders which publications may be issued to Fellows without charge and which shall be available on payment, and what the payment shall be.

## **Chapter X: Books and Records of the Society**

### **Charter Book**

- 65 A Charter Book shall be kept containing a copy of the 1663 Charter, the 2012 Supplemental Charter, all the Royal Grants on behalf of the Society, and the Obligation to be subscribed by the Fellows, Foreign Members and Honorary Fellows of the Society in their own handwriting.

### **Statute Book**

- 66 A Statute Book shall be kept containing a copy of the Statutes, Standing Orders of Council and other laws made for the governance and regulation of the Society.

### **Register of Fellows**

- 67 A Register of the Fellows of the Society shall be kept with the dates of their birth, admission, election and death, and indicating their place of birth.

## **Journal Books**

- 68 Journal Books shall be kept containing all the minutes and orders of the Business Meetings of the Society, and a Council Minute Book shall be kept containing the minutes of all meetings of Council.

## **Access to records**

- 69 Books and records of the Society, excepting documents that are confidential or have been in existence for less than thirty years, shall be available for consultation and study to Fellows, Foreign Members and Honorary Fellows and other authorised persons.
- 70 No document deposited in the Archives shall be removed from the Society's premises without permission of Council.

## **Chapter XI: The Common Seal**

- 71 The Executive Director shall ensure the safe custody of the Common Seal of the Society.
- 72 Every instrument to which the Common Seal is affixed shall be signed by two persons approved by Council for that purpose. Details of all instruments thus sealed shall be reported to Council at its next meeting.

## **Chapter XII: Power to make, amend or repeal Standing Orders**

- 73 Council may from time to time make Standing Orders for the regulation of the affairs of the Society provided that such Standing Orders are consistent with the Society's Charters and Statutes. Such Standing Orders may be made, amended or repealed at any meeting of the Council provided that notice specifying the proposed new Standing Order, amendment or repeal has been given at the preceding meeting of Council.

## **Chapter XIII: Power to make, amend or repeal Statutes**

- 74 Any proposal to make a new Statute, or to amend or repeal the whole or part of any existing Statute, must be first discussed at a meeting of the Council at which notice has been given in writing specifying the proposed new Statute or the proposed amendment or repeal. At that meeting, Council may provisionally agree to the proposal subject to any alterations it may see fit to introduce. If such agreement be reached, the President shall summon a Special General Meeting of the Society of which at least four weeks' notice shall be given to discuss the proposed alteration. At that Special General Meeting, the proposed Statute, amendment or repeal shall be submitted for discussion and any Fellow may request that Council reconsider the proposal in whole or in part. If such requests are seconded they shall be discussed and put to the vote by the President. At the next meeting of Council following the Special General Meeting, Council shall take these resolutions into consideration before approving or amending the proposal provisionally agreed upon. If Council agrees, the new Statute, amendment or repeal shall be entered into the Statute Book of the Society and the Fellowship shall be informed.

## **Chapter XIV: Quorum**

- 75 By the Charter and Statutes, the quorum required for Meetings is as follows. In all cases, the quorum must include the President or a Vice-President.

***Meetings of the Society***

Meeting on Annual Admission Day	21
Anniversary Meeting	31
Meeting to fill casual vacancies on Council	21
Annual Meeting for the election of Fellows/Foreign Members	21
Special General Meeting	21

***Meetings of the Council***

As the Council	12
Meeting for selection of candidates for the Fellowship, Foreign Membership and Honorary Fellowship	12