



# **Bye-Laws of the Royal College of Psychiatrists**

Adopted at the Annual General Meeting held on 25 June 2018 and approved by Order of the Privy Council dated 13 August 2018 as amended at the Special Meeting held on 28 November 2022 and approved by Order of the Privy Council dated 17 April 2023 as amended at the Annual General Meeting held on 11 July 2023 and approved by Order of the Privy Council dated 22 February 2024

## **Bye-Laws of the Royal College of Psychiatrists**

### **Section I. Preliminary**

Save where otherwise in these Bye-Laws stated or where the context otherwise requires the following definitions and rules of interpretation apply:

#### **(a) Definitions**

**'Affiliates', 'Mental Health Associates', 'International Associates', 'Specialist Associates', 'Foundation Doctor Associates' and 'Student Associates'** have the meanings as respectively defined in paragraph 10 (a) of Section VII of these Bye-Laws;

**'Associates of the College'** together means the registered Foundation Date Affiliates, the registered Honorary Fellows, the registered Corresponding Fellows, the registered Corresponding Associates, the registered Pre-Membership Psychiatric Trainees, the Affiliates, the registered Mental Health Associates, the International Associates, the registered Specialist Associates, the registered Foundation Doctor Associates, the registered Student Associates or, as may be appropriate, any of them and **'Associate'** shall be construed accordingly;

**'the Association'** means the Royal Medico–Psychological Association;

**'the Board of Trustees'** means the Board of Trustees of the College as defined in Section XVII of these Bye-Laws;

**'these Bye-Laws'** means the Bye-Laws of the College for the time being and from time to time in force made, revoked or amended in accordance with the terms of the Supplemental Charter;

**'calendar year'** means any period of 12 consecutive months from 1 January to the following 31 December;

**'the Charter'** means the Supplemental Charter together with such parts of the original Charter (as defined in the Supplemental Charter) as remain unrevoked and **'the Supplemental Charter'** means the Supplemental Charter granted by Her Majesty Queen Elizabeth the Second in the year 1971 for the time being and from time to time made, revoked or amended in accordance with its terms;

**'clear days'** in relation to the period of a notice means a period excluding (i) the day when the notice is given or deemed to be given and (ii) the day for which it is given or on which it is to take effect;

**'the College'** means the Royal College of Psychiatrists;

**'the College Register'** means the several registers of the College which contain the names of the several classes of Members of the College and of Associates of the College and includes all or any of the College Registers and **'registered'** shall be construed accordingly;

**'College year'** means the period (of whatever length) between the commencement of an Annual General Meeting and the commencement of the next Annual General Meeting;

**‘Committees’** means the committees of the Board of Trustees and of the Council as are respectively referred to in Section XVIII and XX of these Bye-Laws and **‘Sub-Committee’** means a sub-committee of any of the Committees and **‘Sub-Committees’** shall be construed accordingly;

**‘the Council’** or **‘the Council of the College’** means the Council of the College as defined in Section XIX of these Bye-Laws;

**‘the Declaration’** means the Declaration to be signed by persons elected as Members, Foundation Date Members and Foundation Date Fellows as prescribed by paragraph 2 of Section II of these Bye-Laws;

**‘the Devolved Council of Scotland’** means the Royal College of Psychiatrists Devolved Council of Scotland, being a Committee of the Council, as referred to at Section XX of these Bye-Laws;

**‘the Devolved Council of Wales’** means the Royal College of Psychiatrists Devolved Council of Wales, being a Committee of the Council, as referred to at Section XX of these Bye-Laws;

**‘the Devolved Council of Northern Ireland’** means the Royal College of Psychiatrists Devolved Council of Northern Ireland, being a Committee of the Council, as referred to at Section XX of these Bye-Laws;

**‘the Devolved Councils’** together means the Devolved Council of Scotland, the Devolved Council of Wales and the Devolved Council of Northern Ireland;

**‘the Disciplinary and Complaints Committee’** means the committee of the Board of Trustees which is for the time being constituted under paragraph 1 of Section XVIII of these Bye-Laws and the Regulations with the function (among other functions, if any) of dealing with disciplinary matters and complaints in relation to the affairs of the College and which shall be referred to as the ‘Disciplinary and Complaints Committee’ (or by such other name or title as the Regulations may prescribe from time to time);

**‘the Education and Training Committee’** means the committee of the Council which is for the time being constituted under paragraph 1 of Section XX of these Bye-Laws and the Regulations with the function (among other functions, if any) of administering the examination and which shall be referred to as the ‘Education and Training Committee’ (or by such other name or title as the Regulations may prescribe from time to time);

**‘electronic form’** and **‘electronic means’** means a document or information sent or supplied – (i) by electronic means (for example, by e-mail or fax), or (ii) by any other means while in an electronic form (for example, sending a disk by post);

**‘the examination’** means the examination or examinations required in accordance with Section III of these Bye-Laws and with the Regulations to be taken by candidates for Membership and includes any part or parts of the examination;

**‘Faculty’**, **‘Special Interest Group’**, **‘Division’** and **‘International Division’** mean respectively a Faculty of the College, a Special Interest Group of the College, a Division of the College and an International

Division of the College as respectively defined in Sections XXII, XXIII, XXIV and XXV of these Bye-Laws. Unless expressly provided otherwise in these Bye-Laws references to 'Division' shall not include reference to an 'International Division';

**'the Finance Management Committee'** means the committee of the Board of Trustees which is for the time being constituted under paragraph 1 of Section XVIII of these Bye-Laws and the Regulations with the function (among other functions, if any) of dealing with all aspects of the finances of the College and which shall be referred to as the 'Finance Management Committee' (or by such other name or title as the Regulations may prescribe from time to time);

**'Financial year'** means the accounting period of the College and shall be such period as the Regulations may prescribe; and **'annual'** and **'annually'** shall be construed according to the context accordingly;

**'the foundation date'** means the date of the Supplemental Charter;

**'Foundation Date Fellows'** and **'Foundation Date Members'** mean the persons elected as such at the foundation date;

**'General Meeting'** and **'Special Meeting'** respectively mean General and Special Meetings of the College as defined in Section XXVII of these Bye-Laws and **'Meetings of the College'** include General and Special Meetings; **'Scientific Meeting'** means a Scientific Meeting of the College, whether or not it be held immediately before or after or in association with a General or Special Meeting;

**'hard copy'** and **'hard copy form'** means a document or information sent or supplied in a paper copy or similar form capable of being read;

**'Honorary Fellows'** means the registered Honorary Fellows as defined in Section V and **'Honorary Fellowship'** shall be construed accordingly;

**'the Honorary Officers'** mean the Honorary Officers of the College as defined in Section X and **'Honorary Office'** shall be construed accordingly;

**'the Journals'** means the journals published by or on behalf of the College and includes any journal supplement and any document issued periodically by or on behalf of the College of the character of a journal;

**'Lay Trustees'** has the meaning given in paragraph 2 (h) of Section XVII;

**'the Library'** means the library of the College and includes any library or libraries, wherever situate, which may be collected or maintained by or on behalf of the College or by any Faculty or Division;

**'the Members of the College'** mean the registered Members and the registered Fellows of the College and include the Foundation Date Members and Foundation Date Fellows; and **'Members'** and **'Fellows'**, **'Membership'** and **'Fellowship'** and **'Membership of the College'** shall respectively be construed accordingly; **'the objects of the College'** mean the objects and purposes of the College as set out in Article 3 of the Supplemental Charter;

**‘Officer’** means any person for the time being holding any office of the College which is prescribed or referred to in these Bye-Laws or the Regulations and **‘Officers’** and **‘Office’** shall be construed accordingly. Unless the context otherwise requires, the expressions **‘Officer’** and **‘Officers’** include reference to an Honorary Officer and to Honorary Officers respectively and the expression **‘Office’** includes reference to an Honorary Office;

**‘Pre-Membership Psychiatric Trainees’** has the meaning given in paragraph 1 of Section VI;

**‘Privileges of Membership’** means the privileges prescribed by these Bye-Laws and by the Regulations and includes the licence to use the trademark letters MRCPsych or FRCPSych (as referred to respectively in paragraph 8 of Section III and paragraph 5 of Section IV) and the receipt of such benefits as may be decided from time to time, and in relation to a Fellow, references to the **Privileges of Membership** shall include references to the privileges of Fellowship;

**‘Psychiatry’** and **‘the science of psychiatry’** have the meaning given in Article 16 of the Supplemental Charter;

**‘Qualified medical practitioner’** means a medical practitioner who is registered in the United Kingdom under the Medical Act 1983, whether on the Register of Medical Practitioners, or who, though not registered as described above, holds a Commonwealth or foreign qualification and such post-graduate experience as would render the medical practitioner eligible for such registration or who holds some other qualification which the Council considers to be of adequate standard for the relevant purpose;

**‘relevant jurisdictions’** means all or any of Northern Ireland, Scotland and Wales (as the context requires);

**‘the Regulations’** mean any Regulations for the time being in force which, under authority of these Bye-Laws may be made by the Board of Trustees, by the Council, or by the Education and Training Committee (under powers delegated by the Council) or otherwise;

**‘Virtual Means’** means by telephone or video conferencing and/or use of electronic facilities and/or electronic platforms in which all participants may communicate with other participants.

### **Rules of Interpretation**

- (a) The singular includes the plural, and the plural the singular.
- (b) Headings in these Bye-Laws are used for convenience only and shall not affect the construction or interpretation of these Bye-Laws.
- (c) A reference in these Bye-Laws to a numbered ‘Section’ is a reference to the Section of these Bye-Laws with that number unless expressly provided otherwise.
- (d) A reference in these Bye-Laws to a statute or statutory provision is a reference to it as it is in force for the time being, taking account of any amendment, extension or re-enactment and includes any subordinate legislation for the time being in force made under it.

(e) A reference in these Bye-Laws to 'writing' or 'written' includes references to any method of representing or reproducing such words in a legible or non-transitory form whether sent or supplied in hard copy form or electronic form or otherwise.

(f) A reference in these Bye-Laws to a person being present at a meeting of the Board of Trustees or of the Council (as the case may be) shall include such person being present by suitable Virtual Means where the Regulations, the Board of Trustees or the Council (as the case may be) permit that meeting to be held by suitable Virtual Means.

(g) If the Regulations permit persons to attend General and Special Meetings by Virtual Means or otherwise for any General Meeting or Special Meeting to be held in two or more locations and persons are permitted to attend by Virtual Means and/or a General Meeting or a Special Meeting is held in two or more specified locations, a reference in these Bye-Laws to a person being present at that General Meeting or Special Meeting (as the case may be) shall include reference to a person being present at any of such specified locations or by such Virtual Means.

(h) Any phrase introduced by the term 'including', 'include', 'in particular' or any similar expression shall be construed as illustrative and shall not limit the sense of the words preceding those terms.

(i) Where these Bye-Laws confer a power or impose a duty it is implied, unless the context otherwise requires, that the power may be exercised, or the duty is to be performed, from time to time as occasion requires. Where these Bye-Laws confer a power or impose a duty on the holder of an office it is implied, unless the context otherwise requires, that the power may be exercised, or the duty is to be performed, by the holder for the time being of the office.

(j) A reference in these Bye-Laws to the Board of Trustees, the Council, the Committees or the Sub-Committees passing a resolution or making a determination by a majority vote (whether by a simple majority or a greater majority) shall, unless the context expressly requires otherwise, be construed as a reference to a vote of the required majority of those members of the Board of Trustees, the Council, the Committees or the Sub-Committees (as the case may be) who, being present and entitled to vote, vote on the resolution or determination.

## **Section II. The College**

1. The College shall consist of registered Members and Fellows and shall have as its Associates persons registered as Foundation Date Affiliates, Honorary and Corresponding Fellows, Corresponding Associates, Affiliates, Mental Health Associates, International Associates, Pre-Membership Psychiatric Trainees, Specialist Associates, Foundation Doctor Associates and Student Associates.

2. Members of the College shall upon their election as such, sign a Declaration as follows:

'I solemnly affirm that I shall promote the objects of the Royal College of Psychiatrists to the best of my ability. I admit that I am bound by its Charter and Bye-Laws for the time being in force. I promise to obey these, and Regulations made thereunder, in spirit as well as in the letter, submitting myself to

the lawful authority of the Board of Trustees and of the Council. I pledge myself, in the practice of Psychiatry, ever to have regard to the highest standards of professional service to patients, as set out in the College's Guidance on Good Psychiatric Practice, and to the honour of the College. I am committed to the elimination of unlawful discrimination, the promotion of equality of opportunity, and the fostering of good relations between people who share a protected characteristic (age, race, religion or belief, gender, gender reassignment, pregnancy or maternity, and disability) and those who do not share it.'

### **Section III. Members**

1. Membership may be granted to a Qualified medical practitioner who in other respects complies with the requirements of these Bye-Laws and of the Regulations.
2. Application for Membership shall be made in writing in accordance with the Regulations and shall be subject to the taking of an examination and otherwise subject to such conditions as the Education and Training Committee may from time to time by Regulation prescribe.
3. Before admission to the examination a candidate shall produce evidence satisfactory to the Education and Training Committee:
  - (a) of having been medically qualified for not less than three years; and
  - (b) of having undergone training in psychiatry of a standard approved as adequate and suitable by the Education and Training Committee.
4. The examination shall consist of such part or parts as the Education and Training Committee shall from time to time by Regulations prescribe.
5. The names of candidates for Membership who shall have taken the examination shall be submitted to a meeting of the Education and Training Committee together with such reports thereon as the Education and Training Committee may by Regulations prescribe and the Education and Training Committee shall consider such names and reports. Candidates who have fulfilled the requirements of the examination shall, in the absence of any objection from any member of the Education and Training Committee, be elected to Membership under powers delegated by the Council.
6. The College shall maintain a register of Members. Candidates elected to Membership shall be registered as such in the register of Members on paying the appropriate registration fee as in these Bye-Laws authorised to be prescribed.
7. A Member registered as such shall be entitled to the privileges of Membership prescribed by these Bye-Laws and by the Regulations and shall continue to be so entitled so long as the Member complies with all the requirements thereof and continues to be so registered.
8. Each Member registered as such shall be granted a non-exclusive licence to use after his or her names the Registered Trademark 'MRCPsych' which shall continue in force for so long as the

Member complies with all the requirements of these Bye-Laws and the Regulations and continues to be so registered. Such licence shall be regarded as a Privilege of Membership under these Bye-Laws.

#### **Section IV. Fellows**

1. A Member with not less than ten years of seniority as at the commencement of the calendar year during which the nomination is considered (pursuant to paragraph 2 of this Section) as such shall be eligible for election to Fellowship and shall be invited by or on behalf of the College to apply in accordance with procedures set out in the Regulations.

2. Each applicant for election to Fellowship must also be nominated by such number of Members of the College as are prescribed by the Regulations. Nominations (with supporting evidence) shall be made in accordance with the Regulations and each nomination must demonstrate (to the satisfaction of the Nominations Committee) that the nominating Members have an appropriate knowledge of the achievements of the applicant nominated by them, whether by virtue of a College role or a professional relationship or otherwise. Nominations, with supporting evidence, shall be considered by the Nominations Committee of the Council to which this function and power is delegated under paragraph 1 of Section XX. The names of Members recommended by the Nominations Committee for election to the Fellowship shall be submitted to the Council, which may elect such Members or any of them to the Fellowship. In exercising such powers the Council shall take particular regard of contributions to the greater knowledge and understanding of psychiatry and of the various matters comprised in the objects of the College.

3. The College shall maintain a register of Fellows. A Member so elected to the Fellowship shall be registered as a Fellow in the register of Fellows on paying the appropriate registration fee as is in these Bye-Laws authorised to be prescribed.

4. A Fellow registered as such shall be entitled to the Privileges of Membership and such other privileges as are prescribed in these Bye-Laws and in the Regulations exclusively for Fellows and shall continue to be so entitled so long as the Fellow complies with all the requirements thereof and continues to be so registered.

5. Each Fellow registered as such shall be granted a non-exclusive licence to use after his or her name the Registered Trademark 'FRCPsych' which shall continue in force for so long as the Fellow complies with all the requirements of the Bye-Laws and the Regulations and continues to be so registered. Such licence shall be regarded as a privilege of Fellowship under these Bye-Laws.

#### **Section V. Honorary Fellows**

1. Subject to the Regulations, the College may elect as an Honorary Fellow any person (whether or not that person is a member of the medical profession) who:

- (a) is eminent in psychiatry or in allied or connected sciences or disciplines;
- (b) has rendered distinguished service to humanity in relation to the study, prevention or treatment of mental illness or to subjects allied thereto or connected therewith; or



- (c) has rendered notable service to the College or to the Association.
- 2. The College shall maintain a register of Honorary Fellows. Upon acceptance of such election an Honorary Fellow shall be registered as such in the register of Honorary Fellows.
- 3. Not more than five Honorary Fellows may be elected in any College year and the total number of persons on the register of Honorary Fellows at any one time shall not exceed two hundred.
- 4. Save as in these Bye-Laws and the Regulations provided, Honorary Fellows shall not as such be entitled to any of the Privileges of Membership or liable to any of the obligations of Membership of the College, but the election or registration as Honorary Fellows of Members of the College shall not affect their Privileges of Membership or their obligations as such.

### **Section VI. Pre-Membership**

- 1. The College shall maintain a register of Pre-Membership Psychiatric Trainees of the College. Persons who meet the criteria set out in paragraph 2 of this Section VI and are registered in such register shall be known (and are in these Bye-Laws referred to) as **'Pre-Membership Psychiatric Trainees'**.
- 2. A qualified medical practitioner in psychiatric training may apply for registration as a Pre-Membership Psychiatric Trainee. On approval of any such application the applicant shall be registered in the register of Pre-Membership Psychiatric Trainees of the College on paying the appropriate registration fee as is in these Bye-Laws authorised to be prescribed.
- 3. Pre-Membership Psychiatric Trainees shall not:
  - (a) be Members of the College;
  - (b) be entitled either to vote as such except as may be specified elsewhere in these Bye-Laws and the Regulations; or
  - (c) be entitled to any other of the Privileges of Membership, save that upon such terms as to payment or otherwise as may be prescribed by these Bye-Laws and the Regulations and by the Board of Trustees, a Pre-Membership Psychiatric Trainee registered as such shall be entitled to receive the Journals and attend Meetings of the College and such lectures and training courses as the College may arrange and shall continue to be so entitled so long as the Pre-Membership Psychiatric Trainee complies with all the requirements of these Bye-Laws and Regulations and continues to be so registered.
- 4. Pre-Membership Psychiatric Trainees registered as such may describe themselves as such, but such description shall not be used so as to refer to or imply the holding of any qualification of the College or Membership.

## **Section VII. Corresponding Fellows, Corresponding Associates and Foundation Date Affiliates, Affiliates, Mental Health Associates, International Associates, Specialist Associates, Foundation Doctor Associates and Student Associates**

1. Those and no others who at the foundation date were Corresponding Members of the Association became Corresponding Fellows of the College, and were registered as such (referred to in these Bye-Laws as '**Corresponding Fellows**'). The College Register of Corresponding Associates closed on the foundation of the Royal College in 1971.

2. Those and no others who at the foundation date were Associate Members of the Association became Corresponding Associates of the College and were registered as such (referred to in these Bye-Laws as '**Corresponding Associates**'). The College Register of Corresponding Associates closed on the foundation of the Royal College in 1971.

3. Those and no others who at the foundation date were ordinary members of the Association and who were not then eligible for Membership of the College became Foundation Date Affiliates were registered as such (referred to in these Bye-Laws as '**Foundation Date Affiliates**'). The College Register of Foundation Date Affiliates closed on the foundation of the Royal College in 1971.

4. A person registered an Affiliate must be a qualified Medical Practitioner who:

(a) is working as a psychiatrist in the United Kingdom;

(b) does not hold the MRCPsych qualification;

(c) does not hold specialist registration; and

(d) has met the criteria for appointment to their post, as set out from time to time by the Department of Health in the United Kingdom, which should not be an approved training post, substantive consultant post or honorary consultant post.

5. A person registered as a Mental Health Associate must be a non-medically qualified member of a profession closely allied to psychiatry.

6. A person registered as an International Associate must be a qualified medical practitioner who is working outside the United Kingdom and who has worked full time in psychiatry for such number of years (or its part-time equivalent) as may be prescribed by the Regulations.

7. A person registered as a Specialist Associate must be a qualified medical practitioner who has:

(a) at least the number of years of experience in psychiatry (or its part-time equivalent) as is prescribed by the Regulations; and

(b) had specialist training which has been assessed by the College as being at least equivalent to training in the United Kingdom, which would lead to the award of a Certificate in Completion of Training.

8. A person registered as a Foundation Doctor Associate must be a Qualified medical practitioner training within the UK Foundation Programme for doctor training.

9. A person registered as a Student Associate must be a medical student studying towards a medical degree from a UK medical school recognised by the General Medical Council.

10. (a) The College shall maintain registers of Affiliates, Mental Health Associates, International Associates, Specialist Associates, Foundation Doctor Associates and Student Associates of the College. Persons who meet the relevant criteria set out in paragraphs 4 to 9 (inclusive) of this Section VII (as applicable) and are registered in the relevant College Register shall be known (and are in these Bye-Laws referred to) as **'Affiliates'**, **'Mental Health Associates'**, **'International Associates'**, **'Specialist Associates'**, **'Foundation Doctor Associates'** and **'Student Associates'** respectively.

(b) Any two Members of the College or any two Specialist Associates (or any one Member of the College and any one Specialist Associate together) may apply in writing to the Council for:

(i) a Qualified medical practitioner to be registered as an Affiliate or a Specialist Associate; or

(ii) a non-medically qualified member of a profession closely allied to psychiatry to be registered as a Mental Health Associate; or

(iii) a registered medical practitioner working as a psychiatrist outside the United Kingdom to be registered as an International Associate,

and the Council may, if it thinks fit, approve registrations as such upon such terms respectively as shall from time to time be prescribed by the Regulations.

(c) An Affiliate, Mental Health Associate, International Associate or Specialist Associate, shall on approval under sub-paragraph (b) above pay such registration fee as may be prescribed under the authority of these Bye-Laws and may thereupon be registered as such.

(d) A Qualified medical practitioner who meets the criteria set out in paragraph 8 of this Section VII may apply (in accordance with the Regulations) for registration as a Foundation Doctor Associate and, on completion of such application and payment of such registration fee (if any) as may be prescribed under the authority of these Bye-Laws, may be registered as such. Such registration shall cease automatically on the date when that Qualified medical practitioner has completed the UK Foundation Programme.

(e) A medical student, who meets the criteria set out in paragraph 9 of the Section VII, may apply (in accordance with the Regulations) for registration as a Student Associate and, on completion of such application and payment of such registration fee (if any) as may be prescribed under the authority of these Bye-Laws, may be registered as such. Such registration shall cease automatically on the date when that medical student has completed his or her study for such a medical degree.

(f) Not more than ten Mental Health Associates shall be registered in any one College year and there shall not be more than one hundred Mental Health Associates registered at any one time.

11. 'Corresponding Fellows of the College', 'Corresponding Associates of the College', 'Foundation Affiliates', 'Affiliates', 'Mental Health Associates', 'Specialist Associates', 'Foundation Doctor Associates', 'Student Associates' and 'International Associates' of the College shall respectively be known (and in these Bye-Laws referred to) as '**Corresponding Fellows**', '**Corresponding Associates**', '**Foundation Date Affiliates**', '**Affiliates**', '**Mental Health Associates**', '**Specialist Associates**', '**Foundation Doctor Associates**', '**Student Associates**' and '**International Associates**'.

12. Corresponding Fellows, Corresponding Associates, Foundation Date Affiliates, Affiliates, Mental Health Associates, Foundation Doctor Associates, Student Associates and International Associates, shall not be Members of the College nor, save as by these Bye-Laws prescribed, entitled either to vote as such or to any other of the Privileges of Membership, save that, upon such terms (including terms as to payment of subscriptions or otherwise) as may be prescribed by these Bye-Laws and the Regulations and by the Council, they shall be entitled, on registration as such, to receive the Journals, attend General and Scientific Meetings, and use the Library and shall continue to be so entitled so long as they comply with all the requirements of these Bye-Laws and the Regulations and of the Council and continue to be registered as such.

13. Specialist Associates shall not be Members of the College but shall be entitled to all the Privileges of Membership apart from the licence to use the post-nominals referred to in paragraph 8 of Section III and paragraph 5 of Section IV. Specialist Associates shall not use any post-nominals or otherwise describe themselves in any way so as to refer to or imply Membership of the College.

14. Corresponding Fellows, Corresponding Associates, Foundation Date Affiliates, Affiliates, Mental Health Associates, Specialist Associates, Foundation Doctor Associates, Student Associates and International Associates, registered as such may describe themselves as such but such description shall not be so used as to imply the holding of any qualification of the College, Membership or any association with the College other than that category of Association for which they are registered.

### **Section VIII. Fees and Subscriptions**

1. Members of the College on election and Pre-Membership Psychiatric Trainees, Affiliates, Mental Health Associates, International Associates, Specialist Associates, Foundation Doctor Associates, and Student Associates on approval shall pay such registration fee as may from time to time be respectively prescribed for each class thereof by an Annual General Meeting.

2. Fellows, Members, Foundation Date Affiliates, Affiliates, Mental Health Associates, International Associates, Pre-Membership Psychiatric Trainees, Corresponding Associates, Specialist Associates, Foundation Doctor Associates, and Student Associates shall pay annually by way of subscription such sum respectively as may for each such class be from time to time prescribed by an Annual General Meeting. Subscriptions in respect of each calendar year shall become payable on the first day of January of that year, provided that:

(a) if any Members of the College, Affiliates, Mental Health Associates, International Associates, Pre-Membership Psychiatric Trainees, Specialist Associates, Foundation Doctor Associates or Student Associates are first registered as such during the course of a calendar

year, their subscription shall in that year become payable on the date of their registration as such and the Regulations may permit the payment of a reduced subscription dependent upon the date of registration; and

(b) the Regulations may permit the payment of all or any one or more classes of subscription by instalments during the course of the calendar year.

3. An Annual General Meeting may (by a resolution approved by a simple majority of the Members of the College and Specialist Associates (taken together) who, being present and entitled to do so, vote on the resolution) prescribe reduced rates of subscription for Members of the College, Foundation Date Affiliates, Affiliates, Mental Health Associates, Pre-Membership Psychiatric Trainees, Corresponding Associates, Specialist Associates, Foundation Doctor Associates and Student Associates whose ordinary place of residence is outside the United Kingdom, or in other cases which it may consider to be appropriate.

4. The Board of Trustees shall have power to accept reduced rates of subscription or to waive any registration fee or any subscription in respect of particular categories or classes, or, in exceptional circumstances, of individuals. The Board of Trustees shall delegate to the Treasurer such powers with regard to individual cases as the Board of Trustees thinks fit.

5. (a) Fellows and Members whose subscriptions are more than twelve months in arrears shall not be entitled to vote or to enjoy any of the privileges of Fellowship and/or the Privileges of Membership respectively of the College. Their privileges shall be restored when, but not before, all arrears have been paid provided they are not removed from the College Register for failure to pay their subscriptions.

(b) Notwithstanding the provisions of paragraph 5(a) of this Section, the Board of Trustees may direct that any Fellow and/or Member whose subscription is more than twelve months in arrears be allowed to continue to enjoy the licence to use after their names the respective Registered Trademarks prescribed by these Bye-Laws.

6. Any Foundation Date Affiliate, Affiliate, Mental Health Associate, International Associate, Pre-Membership Psychiatric Trainee, Corresponding Associate, or Specialist Associate whose subscription being more than twelve months in arrears, shall have failed to make payment thereof after a special application to him or her by the Treasurer, shall be reported by the Treasurer to the Board of Trustees which may thereupon direct that his or her name be removed from the College Register.

#### **Section IX. Termination of Membership of or Association with the College, Termination of Office, Disciplinary Action, Reinstatement, and Complaints Procedure**

1. Members of the College or Associates and Officers shall cease so to be:

(a) if it shall appear to the Board of Trustees upon the best information reasonably available to it that:

(i) Members of the College or Associates or Officers (as the case may be) have ceased (other than by reason of their retirement from medical practice) to be Qualified medical practitioners (as defined in Section I) by reason of the erasure of their names from any one of the following medical registers: the Register of Medical Practitioners, the Register maintained by the competent Registration Authority in the Commonwealth or foreign country in which they practise; or

(ii) in the case of Corresponding Fellows or Corresponding Associates, Mental Health Associates, Specialist Associates or Student Associates that they have ceased to hold any qualification which was required for election as such, and the Board of Trustees by reason thereof directs that their names are removed from the College Register or, as the case may be, that they are removed as Officers; or

(b) if their names are removed from the College Register or, as the case may be, they are removed from Office under and by virtue of paragraphs 2 and 7 of this Section; or

(c) if by notice in writing addressed to the Registrar they resign from Membership of, or, as the case may be, association with, the College or as an Officer.

2. If at any time it shall appear to the Board of Trustees (whether as a result of a report or otherwise) that any Member of the College or Associate or Officer, as the case may be (referred to below in this Section as the **'Relevant Individual'**):

(a) has been suspended from registration upon a medical register described in paragraph 1(a) of this Section other than on the grounds of ill health; or

(b) has secured election or registration by false statement, fraud or imposition; or

(c) has been convicted of any serious criminal offence; or

(d) has acted in any respect in a dishonourable or unprofessional manner or in a manner which has or is likely to have a serious adverse effect on the College or to bring discredit on the College or to render him or her unfit to remain a Member or Associate of the College or as an Officer (as the case may be); or

(e) has by reason of incapacity, illness or injury become incapable of managing and administering his or her affairs or become unfit to remain as a Member of the College or Associate or, as the case may be, an Officer; or

(f) has, in the case of an Officer, seriously or persistently neglected or been incompetent in the performance of his or her duties as an Officer or is guilty of any gross misconduct affecting the affairs of the College; or

(g) in the appropriate case is in breach of the Declaration, the Board of Trustees shall direct that the Relevant Individual is given written notice on behalf of the College that his or her conduct shall be considered by the Disciplinary and Complaints Committee. The written

notice to the Relevant Individual shall state that the Relevant Individual is to appear on a date prescribed therein before the Disciplinary and Complaints Committee or on such later date as the Disciplinary and Complaints Committee may notify to the Relevant Individual in accordance with the Regulations. The written notice ("**Appearance Notice**") shall also specify which of the events, circumstances or conduct (as referred to in sub-paragraphs (a) –(g) above both inclusive) are applicable and shall state all the matters reported to the Board of Trustees concerning the Relevant Individual which the Board of Trustees considers material. In the case of a person who is both a Member of the College or Associate and an Officer, the Appearance Notice shall state whether the matters to be considered concern his or her status as a Member or Associate or as an Officer or both, as the case may be. The Relevant Individual shall have the right at such appearance to be represented and to call and cross-examine witnesses (as such rights are prescribed in the Regulations). The Relevant Individual shall attend before the Disciplinary and Complaints Committee on the required date and, if he or she fails to attend without good reason, the Disciplinary and Complaints Committee shall be entitled to determine what action to take pursuant to paragraph 6 or 7 of this Section (as the case may be) in the absence of the Relevant Individual and on the evidence available to it.

3. If an Officer is charged with a serious criminal offence and the Board of Trustees reasonably consider that the Officer continuing to perform his or her Office (pending the outcome of any prosecution) would be likely to have a detrimental effect on the College's reputation, the Officer's ability to fulfil his or her role as an Officer or his or her relationship with the College, colleagues and/or Members or would otherwise be inappropriate:

(a) the Board of Trustees may direct that the alleged offence shall be the subject of an Appearance Notice under paragraph 2 of this Section requiring an appearance before the Disciplinary and Complaints Committee without waiting for the outcome of any prosecution; and

(b) the Disciplinary and Complaints Committee may at or following the appearance exercise its powers of suspension under paragraph 7 of this Section to suspend the relevant Officer from his or her office pending the outcome of the criminal investigation. If the Officer fails to attend the hearing before the Disciplinary and Complaints Committee because he or she has been advised not to attend a hearing before the Disciplinary and Complaints Committee or not to say anything about the pending criminal matter, this shall not constitute a good reason for the purposes of paragraph 2 of this Section. If the Officer is subsequently convicted of the relevant offence, the powers conferred under this Section may be invoked notwithstanding any previous suspension of that Officer pursuant to this Section on the grounds of being charged with that offence.

4. The Regulations may:

(a) prescribe or permit an investigatory process to be conducted by or on behalf of the Board of Trustees, prior to the issue of an Appearance Notice, for the purpose of:

- (i) assisting the Board of Trustees in determining whether or not to direct that a Relevant Individual is given an Appearance Notice pursuant to paragraph 2 of this Section; and
  - (ii) ascertaining (to the extent reasonably practicable) any material matters which are to be stated in such Appearance Notice or obtaining further information in respect of such matters;
- (b) prescribe or permit an investigatory process to be conducted by or on behalf of the Disciplinary and Complaints Committee, prior to the appearance before the Disciplinary and Complaints Committee, for the purposes of:
- (i) establishing the relevant facts in relation to the event, circumstances or conduct which is the subject of the Appearance Notice;
  - (ii) collating any relevant documents and other evidence and information relevant to the event, circumstance or conduct which is the subject of the Appearance Notice; and
  - (iii) identifying any relevant witnesses,

in each case to the extent reasonably practicable so as to enable the Disciplinary and Complaints Committee to have a fair and balanced view of the relevant facts and to conduct the appearance swiftly and efficiently (so far as is reasonably possible); and

(c) prescribe the procedure to be followed and any rules of evidence to be observed in the appearance before the Disciplinary and Complaints Committee. The Disciplinary and Complaints Committee shall not make any decision on any action to be taken by it under paragraph 6 or 7 of this Section until after the date of the appearance before the Disciplinary and Complaints Committee. The Board of Trustees or the Disciplinary and Complaints Committee (as the case may be) shall take all reasonable steps to ensure that any such investigatory process in relation to a Relevant Individual does not investigate matters which are at that time the subject of any fitness to practice investigation in respect of that Relevant Individual by a relevant regulatory body or which the Board of Trustees are aware (or ought reasonably to be aware) are reasonably likely to be the subject of such a fitness to practise investigation. The Relevant Individual shall co-operate fully and promptly with any such investigatory process and in such manner as may be prescribed by the Regulations.

5 (a) Save as prescribed in the Regulations, the Disciplinary and Complaints Committee may admit any evidence they consider fair and reasonable to the case before them, whether or not such evidence would be admissible in a court of law and, save as prescribed by the Regulations, shall conduct their proceedings as they think fit.

(b) The Disciplinary and Complaints Committee (and any appeals committee) shall only be required to act reasonably in reaching any determination. If the proceedings before the Disciplinary and Complaints Committee (or the appeals panel) are held by a court of law to be



proceedings in which a standard of proof is applicable, the standard of proof shall be that applicable to civil proceedings.

6. The Disciplinary and Complaints Committee may:
- (a) censure or admonish the Relevant Individuals; or
  - (b) take no further action; or
  - (c) suspend further action for a prescribed period or periods; or
  - (d) if the matter which is the subject of the Appearance Notice is within one or more of subparagraphs (d) (f) and (g) of paragraph 2 of this Section, agree with the Relevant Individual that he or she shall comply with an undertaking as to his or her future conduct in such form as the Disciplinary and Complaints Committee considers appropriate and with such of the following consequences as that undertaking shall prescribe (if any) for failure to comply with the undertaking:
    - (i) censure or admonition by the Disciplinary or Complaints Committee;
    - (ii) suspension or removal from the College Register; or
    - (iii) (in the case of an Officer) suspension or removal from his or her Office.

Any such undertaking shall not apply to any matters which are at that time the subject of any fitness to practise investigation in respect of that Relevant Individual by a relevant regulatory body or which the Disciplinary and Complaints Committee is aware (or ought reasonably to be aware) is likely to be the subject of such a fitness to practise investigation.

7. If, in the reasonable opinion of the Disciplinary and Complaints Committee, the matters are established and comprise suspension from registration upon a medical register described in paragraph 1(a) of this Section (other than on the grounds of ill health) or are otherwise of such degree of gravity as cannot otherwise be adequately dealt with as provided in paragraph 6 of this Section, the Disciplinary and Complaints Committee may, by resolution (passed by a simple majority), direct that:

- (a) the name of the Relevant Individual be removed from the College Register;
- (b) the Relevant Individual be suspended from the College Register for such period as the resolution directs; or
- (c) any Relevant Individual who is an Officer be removed as an Officer or be suspended from his or her Office for such period as the resolution directs, whether or not the Disciplinary and Complaints Committee also directs that he or she be removed or suspended from the College Register.

8. Any Relevant Individual whose name the Disciplinary and Complaints Committee shall direct to be removed or suspended from the College Register or who is dismissed or suspended as an Officer

may within the time and in the manner prescribed by Regulations appeal against the decision of the Disciplinary and Complaints Committee.

9. Members of the College or Associates who cease so to be by reason only of the provisions of paragraph 1(a) of this Section may if they regain or obtain a prescribed qualification for Membership of or Association of the College apply to the Disciplinary and Complaints Committee in manner prescribed by the Regulations for reinstatement on the College Register. A simple majority of members of the Disciplinary and Complaints Committee shall be sufficient to approve such reinstatement.

10. Members of the College or Associates who cease so to be by virtue of paragraph 1(b) of this Section may after a period of not less than twelve months apply to the Disciplinary and Complaints Committee in the manner prescribed by the Regulations for reinstatement. The Disciplinary and Complaints Committee shall hear such application, and may grant or withhold reinstatement on such terms as it thinks fit. If he or she is not then reinstated, he or she may with leave of the Disciplinary and Complaints Committee again apply for reinstatement after such interval or intervals and subject to such conditions as the Disciplinary and Complaints Committee may prescribe.

11. The Disciplinary and Complaints Committee shall ensure that the College has a complaints procedure available to any Member of the College, Associate or member of the general public. This shall describe the procedure for complaints concerning incidents which have occurred during the course of College business or whilst a Member of the College, Pre-Membership Psychiatric Trainee or Associate is acting as a representative of the College or in some other College capacity. The complaints procedure (and any revisions made to it from time to time by the Disciplinary and Complaints Committee) shall be subject to the approval of the Board of Trustees but may come into force prior to such approval being given. The Board of Trustees may approve the complaints procedure (and any revisions being given) as submitted to them or subject to such modifications as appear to them to be requisite.

## **Section X. Honorary Officers**

1. There shall be Honorary Officers of the College, severally consisting of the President, the Dean, the Registrar and the Treasurer. Each Honorary Officer shall hold office as such for one College year (unless otherwise removed from office in accordance with these Bye-Laws) and then, save as otherwise prescribed by these Bye-Laws, shall again be eligible for election.

2. In any case where these Bye-Laws prescribe that the holder of an Honorary Office shall not hold that office for longer than a prescribed maximum number of consecutive College years:

(a) such person shall, after holding that office for the prescribed maximum number of consecutive College years, again be eligible for election to that office, provided that there is an interval of not less than one College year between the termination of the former period of office and the commencement of the next; and any such further period of office shall be subject to the same provisions as was the former period; and

(b) the Board of Trustees may extend any prescribed maximum number of consecutive College years if it considers that by reason of grave national emergency such extension is required provided that any such extension shall be subject to termination by a General Meeting; and

(c) any such provision of these Bye-Laws shall not prevent a person who has held an Honorary Office for the prescribed maximum number of consecutive College years from being elected to a different Honorary Office for a period immediately following upon the termination of such maximum period.

3. The Regulations may prescribe the procedure for filling vacancies during the course of a College year in any of the Honorary Offices.

4. The Honorary Officers for each College year shall assume office immediately after the assumption of office by the President for that College year.

5. The Regulations may permit the delegation to any Honorary Officer of any of the duties of the Board of Trustees, the Council or the Education and Training Committee.

#### **Section XI. The President, Vice-Presidents and Presidential Leads**

1. The President shall be elected annually in accordance with the procedure prescribed by the Regulations.

2. The President may not hold such office for a term of more than three consecutive College years.

3. The President shall assume office at such stage of the Annual General Meeting following upon the election of the President as shall be prescribed by the Regulations.

4. The President shall, upon assuming office, become an ex-officio member of the Board of Trustees and of the Council. The President shall preside as chair at all meetings of the College, the Board of Trustees and the Council. The President shall regulate the proceedings of meetings in accordance with the Charter and these Bye-Laws and the Regulations and shall maintain order. The President shall have the right to vote as a Member of the College or Specialist Associate and in the case of an equality of votes the President shall have a second or casting vote.

5. Up to seven Presidential Leads shall be appointed as necessary to undertake extraordinary roles identified by the President and ratified by the Council. Such appointments shall be made in accordance with the procedure prescribed in the Regulations. Presidential Leads shall hold office for a term of up to three consecutive years and this term of office shall normally be co-terminous with the term of office of the President identifying the extraordinary role.

6. The Chairs of each of the Devolved Councils (as such Devolved Councils are constituted for the time being under the Regulations) shall each ex-officio hold the title "Vice-President of the Royal College of Psychiatrists". The title of "Vice-President" does not confer any additional function or role

on those Chairs, but recognises the following specific roles which those Chairs undertake in such capacity over and above the roles performed generally by Chairs of the Committees, as a result of Northern Ireland having an Executive and Scotland and Wales having devolved governments:

- (a) representing the College and its interests to, and liaising with, the Executive of Northern Ireland and the devolved governments of Scotland and Wales (as appropriate);
- (b) ensuring that each of the Devolved Councils (as appropriate) perform any additional functions which are prescribed for the Devolved Councils under the Regulations, over and above the functions prescribed for the Committees generally;
- (c) advising the Board of Trustees and the Council on governmental, legal and regulatory issues specific to the **relevant jurisdictions** and the practice of psychiatry within the relevant jurisdictions;
- (d) participating on behalf of the College in public debate within the relevant jurisdictions and developing policies and public relations strategies for the work of the College in the relevant jurisdictions consistent with the overall strategy agreed by the Board of Trustees and the Council; and
- (e) contributing to the strategic and policy and planning issues of the College from the perspective of the relevant jurisdictions.

The title of “Vice-President” also recognises that the Chairs of each of the Devolved Councils shall act in co-ordination with, and in accordance with, the directions of the President when dealing with the respective Executive and devolved governments (as appropriate) and shall consult with the President who, among other things, represents the College to, and liaises with, the government of the United Kingdom, including the Secretaries of State for the devolved governments. The title of “Vice-President” shall not imply or confer any role in undertaking the duties of the President in the overall conduct of College business in the event of the absence, incapacity or death of the President. Each Chair of the Devolved Councils shall hold the title of Vice-President for the duration of his or her period of office as such Chair. In the event of a vacancy of any such Chair, the Vice-Chair shall hold the title “acting Vice-President” pending the election of a replacement Chair.

7. In the event of the death or incapacity of the President or the President being un-available (for whatever reason) to carry out his or her duties, the Registrar shall undertake the duties of the President until the Board of Trustees shall otherwise provide in accordance with the Regulations or until the President ceases to be incapacitated or un-available. If the President is unable (for whatever reason) to preside as chair at any meeting of the College, the Board of Trustees or of the Council (as the case may be), the Registrar shall preside as the deputy for the President at any such meeting unless the Regulations made by the Board of Trustees prescribe otherwise.

## **Section XII. The Other Honorary Officers**

1. The Council shall, in accordance with the Regulations, make its nominations for the offices of Dean, Registrar, and Treasurer, at the first meeting after the name of the President for the next ensuing College year has become known. Written nominations for these Honorary Offices, accompanied in each case by the nominee's written consent to stand for election, may also be lodged with the Registrar at such time as may be prescribed by the Regulations, provided that each such nomination is supported in writing by not fewer than twelve Members or Specialist Associates (taken together) who must not be members of the Council.
2. The Dean, Registrar and Treasurer shall be elected by the Members of the College and Specialist Associates, in each case in accordance with the procedure prescribed by the Regulations.

### **Section XIII. The Dean and the Associate Deans**

1. The Dean shall be the officer of the College principally responsible for education and training and shall chair the Education and Training Committee. The Dean shall, upon assuming office, become an ex-officio member of the Board of Trustees and of the Council.
2. Subject to the Regulations and the directions of the Council and of the Education and Training Committee, the Dean shall have the management of all matters relating to examinations held and prizes or other awards given by the College. The Dean shall further have the management of such other matters, whether of an academic or educational nature, or in the field of research, as may be entrusted to the Dean by the Regulations or by the Council or by the Education and Training Committee.
3. The Dean shall hold office as such for a term of not more than five consecutive College years.
4. No less than two and no more than seven Associate Deans shall be appointed to assist the Dean as the Dean shall direct. Such appointments shall be made in the manner prescribed in the Regulations.
5. No Associate Dean shall hold office as such for a term of more than five consecutive College years.

### **Section XIV. The Registrar and Associate Registrars**

1. The Registrar shall be responsible for policy and communications and for membership support.
2. The Registrar shall perform such administrative acts and duties as these Bye-Laws or the Regulations may prescribe or the Board of Trustees or the Council may direct. The Registrar shall, upon assuming office, become an ex-officio member of the Board of Trustees and of the Council.
3. The Registrar shall hold office as such for a term of not more than five consecutive College years.

4. (a) No less than two and no more than seven Associate Registrars shall be appointed to assist the Registrar, in the manner prescribed in the Regulations.

(b) No Associate Registrar shall hold office as such for a term of more than five consecutive College years.

#### **Section XV. The Treasurer and the Audit**

1. The Treasurer shall be the principal financial officer of the College and shall deal with the funds of the College as these Bye-Laws and the Regulations may prescribe. The Treasurer shall chair the Finance Management Committee. The Treasurer shall, upon assuming office become an ex- officio member of the Board of Trustees and of the Council.

2. The Treasurer shall receive and pay into such banking account or accounts as the Board of Trustees may prescribe in the name of the College and for the use of the College all sums of money due to the College, and shall make all payments which may be due from the College.

3. The use of the Seal of the College shall be authorised and witnessed by the Treasurer and such other Officers as may from time to time be designated by the Board of Trustees.

4. The Treasurer shall keep account of all sums received and payments made on behalf of the College and shall present a report at each Annual General Meeting together with a summary of the accounts for the Financial year last ended before such Annual General Meeting. The summary of the accounts shall include a balance sheet and revenue account, and separate accounts of any bequest or fund.

5. The Accounts of the College shall be audited annually by a firm of Accountants who shall be members of a supervisory body (as defined in section 1217 of the Companies Act 2006) established in the United Kingdom which is for the time being recognised for the purposes of part 42 of the Companies Act 2006 under Schedule 10 of that Act.

After presentation to and approval by the Board of Trustees, copies of the summary of the Accounts and of the Auditors' Report thereon shall be sent to every Member of the College and Associate, together with the notice of the Annual General Meeting. The Regulations may permit the publication on the College's website of the summary of the Accounts and the Auditors' Report thereon as an alternative to sending such summary to every Member of the College and Associate subject to such conditions as the Regulations may prescribe.

6. The Auditors shall be appointed each year by the Annual General Meeting for the period up to the next Annual General Meeting. The Board of Trustees shall consider and make recommendations in relation to the appointment, re-appointment and removal of the Auditors which shall be put to the Annual General Meeting for approval. In the event of a vacancy occurring between Annual General Meetings the Board of Trustees may appoint Auditors to act until the next Annual General Meeting. After presentation to and approval by the Annual General Meeting, a summary of the Accounts shall

be published, together with the Auditors' Report thereon in the Journal or otherwise. Any Member or Associate of the College may request a copy of the full set of the Accounts.

7. The Treasurer shall not hold office as such for a term of more than five consecutive College years.

#### **Section XVI. The Editor**

1. The Editor shall (subject as may be prescribed by the Regulations) have the management of the Journals and be responsible for the day-to-day conduct of the Journals.

2. The Editor shall be appointed in the manner and for such term of office as shall be prescribed in the Regulations.

#### **Section XVII. The Board of Trustees**

1. Subject to the provisions of the Charter and of these Bye-Laws the Board of Trustees shall:

(a) have full management and control of the College (including its property and affairs) and of the administration thereof (other than those affairs which are designated as the responsibility of the Council under the Charter or these Bye-Laws) and shall have the responsibilities and powers set out or referred to in paragraph 12 of this Section; and

(b) exercise such other powers of the College, including the power to appoint or approve the appointment of Officers (other than Honorary Officers) and salaried staff, as the Regulations may prescribe or permit (other than any powers expressly reserved to a General Meeting of the College or to the Council under these Bye-Laws), and in each case shall exercise such responsibilities and powers in accordance with the Regulations.

2. The Board of Trustees shall consist of:

(a) the President (who shall chair the Board of Trustees);

(b) the Registrar;

(c) the Dean;

(d) the Treasurer;

(e) one Chair of the Devolved Councils (selected by Chairs of the Devolved Councils in the manner prescribed by the Regulations);

(f) one Faculty Chair (selected by Chairs of Faculties in the manner prescribed by the Regulations);

(g) one Chair of the Divisions (selected by the Chairs of Divisions in the manner prescribed by the Regulations);

(h) one Member of the College or Specialist Associate elected by the Members and Specialist Associates of the College in accordance with the Regulations; and

(i) up to four lay trustees (“**Lay Trustees**”) with the relevant qualifications and expertise (if any) specified by the Regulations and appointed in accordance with the Regulations for a period not exceeding five years.

The terms of office of the Honorary Officers and the Members of the College or Specialist Associate representatives shall be co-terminous with those of the roles by virtue of which they are nominated to the Board of Trustees unless they are subject to removal from the Board of Trustees in accordance with these Bye-Laws or the Regulations.

For the purposes of sub-paragraph (g) above references to ‘Division’ shall not include reference to ‘International Division’. For the purposes of sub-paragraph (i) above, any person who is not a qualified psychiatrist shall be regarded as a ‘lay person’ even if he or she is a Qualified medical practitioner.

3. The Board of Trustees for each College year shall assume office at the Annual General Meeting in that year provided that the Lay Trustees shall continue as members of the Board of Trustees for the full term of their appointment (subject to the termination of their appointment as otherwise provided in these Bye-Laws or the Regulations).

4. Ordinary meetings of the Board of Trustees shall be held as prescribed by the Regulations. Special Meetings of the Board of Trustees may be called on the direction of the President, or on the written request to the Registrar of such number of members of the Board of Trustees as is prescribed by the Regulations, such request specifying the business to be dealt with at such Special Meetings. A Special Meeting of the Board of Trustees may deal only with the business specified in the Notice convening the Meeting and shall be held not later than six weeks after the date on which it was directed or requested, as the case may be.

5. At any meeting of the Board of Trustees five members of the Board of Trustees shall form a quorum, one of whom must be a Lay Trustee, provided that the number of members of the Board of Trustees (who are not Lay Trustees) present throughout the meeting shall exceed the number of Lay Trustees present and save that no quorum shall be necessary for the purpose of adjourning, to a prescribed date or time or generally, a meeting at which no quorum is present. If any co-opted member of the Board of Trustees does not have the power to vote, he or she shall not be counted in the quorum for any meeting of the Board of Trustees. Unless otherwise provided by the Regulations, a duly convened meeting of the Board of Trustees shall be competent to exercise all or any of the authorities, powers and discretions for the time being vested in and exercisable by the Board of Trustees.

6. The business of the Board of Trustees shall, subject as provided in these Bye-Laws and the Regulations, be conducted in such manner as the Board of Trustees may prescribe (which may be by Regulations) including:

(a) providing for meetings of the Board of Trustees to be held by Virtual Means;



(b) adopting procedures for passing a resolution of the Board of Trustees in writing or in electronic form which shall be as valid and effectual as if it had been passed at a meeting of the Board of Trustees duly convened and held; and

(c) making provision for the Chair of the Board of Trustees and/or the Board of Trustees to invite any person who is considered by the Chair or the Board of Trustees (as the case may be) to have suitable skills, knowledge or experience to attend and speak at any meeting of the Board of Trustees (whether on an occasional or regular basis) in order to assist its deliberations.

Save as provided in these Bye-Laws or the Regulations each member of the Board of Trustees participating in a meeting of the Board of Trustees has one vote. Unless these Bye-Laws or the Regulations expressly provide otherwise, any resolution of the Board of Trustees shall be decided by a simple majority vote.

7. In the event of a vacancy occurring among the Board of Trustees between two Annual General Meetings, the Board of Trustees may co-opt any person (whether or not he or she is a Member of the College or an Associate) to serve as a member of the Board of Trustees to fill the vacancy until the next Annual General Meeting, and such co-opted member shall have power to vote.

8. No member of the Board of Trustees shall serve as such for a term of more than five consecutive College years, provided that the provisions of paragraph 2 of Section X shall apply to members of the Board of Trustees as they apply to Honorary Officers and further provided that in any such period of five consecutive College years no account shall be taken of any period of office as an Honorary Officer nor any period as a co-opted member of the Board of Trustees.

9. If it becomes necessary to take urgent action between meetings of the Board of Trustees the Honorary Officers may take such action on behalf of the Board of Trustees. The Honorary Officers shall present a full report thereon to the next meeting of the Board of Trustees.

10. The Board of Trustees shall have full power as it thinks fit to make, amend or rescind Regulations for the purpose of giving effect to the Charter and these Bye-Laws and for the effective governance and management of the College provided that:

(a) the Board of Trustees (subject to exercising its rights under paragraph 11 of this Section) shall not derogate from the power of the Council or the Disciplinary and Complaints Committee to make, amend or rescind those Regulations which they are expressly authorised to make, amend or rescind under these Bye-Laws; and

(b) such Regulations made by the Board of Trustees do not conflict with the Charter or these Bye-Laws.

When making or amending Regulations the Board of Trustees shall take into account (but shall not be bound by) any recommendations of the Council made pursuant to paragraph 2 of Section XIX. Without prejudice to the generality of the foregoing, the Regulations made by the Board of Trustees may

include provision for procedures and other arrangements for resolving any dispute between the Board of Trustees and the Council as to whether any issue or matter falls within the functions or responsibilities of the Board of Trustees or the Council. The Regulations made by the Board of Trustees may comprise one or more separate documents.

11. (a) If the Board of Trustees considers that any Regulations made by the Council or the Disciplinary and Complaints Committee conflicts with the Charter, these Byelaws, the Charities Act 2011 or the principles of corporate governance referred to in paragraph 12 of this Section, the Board of Trustees shall be entitled by giving written notice to that effect to the Council or to the Disciplinary and Complaints Committee (as the case may be) to modify such Regulations to the extent necessary to ensure they do not conflict with the Charter, these Bye-Laws, the Charities Act 2011 or such principles of good corporate governance (whether or not the Board of Trustees has previously approved such Regulations).
- (b) If the Board of Trustees considers that the Council or any of the Committees or Sub-Committees have or are conducting their respective business in a manner contrary to the principles of good corporate governance referred to in paragraph 12 of this Section, the Board of Trustees shall be entitled by written notice to that effect to the Council or to the relevant Committee or Sub-Committee (as the case may be) to specify any remedial action to be taken to ensure compliance with such principles of good corporate governance.
- (c) Unless otherwise prescribed by the Regulations made by the Board of Trustees:
  - (i) the Board of Trustees shall approve any Regulations made by the Council or the Disciplinary and Complaints Committee pursuant to these Bye-Laws and any amendment, replacement or rescission of such Regulations; and
  - (ii) any such Regulations (or any amendment, replacement or rescission thereof) made by the Council or the Disciplinary and Complaints Committee shall not come into force until approved by the Board of Trustees.
- (d) if the Board of Trustees requires modifications to the Regulations pursuant to paragraph 11(a) of this Section or proposes to approve the Regulations (or revisions to them) subject to its modifications it shall:
  - (i) notify the Council or the Disciplinary and Complaints Committee (as the case may be) of the modifications that the Board of Trustees proposes to make; and
  - (ii) consider any observations which the Council or the Disciplinary and Complaints Committee (as the case may be) may make on the proposed modifications.

12. The Board of Trustees shall be responsible for all matters relating to the governance of the College, its property and its affairs, including for the avoidance of doubt, the Committees relating to the Devolved Councils, and its duties shall include those set out in sub-paragraphs (a) to (f) below. The

duties of the Board of Trustees shall be as further prescribed in the Regulations and shall include all other matters relating to the governance of the College as are set out in the Regulations. The duties of the Board of Trustees shall include:

- (a) determining and adopting (by resolution and/or Regulations) principles of good corporate governance which are appropriate to the College and its affairs;
- (b) ensuring that the College pursues the objects of the College and conducts its affairs in accordance with its Charter and Bye-Laws;
- (c) ensuring that the affairs of the College (including the business of the Board of Trustees, the Council, the Committees and Sub-Committees) are conducted in accordance with such principles of good corporate governance;
- (d) ensuring that the resources of the College are used solely in pursuit of the objects of the College and that the College is financially stable and complies with all applicable statutory requirements;
- (e) determining, on the recommendation of the Council, the nature, scope of and extent of those of the Privileges of Membership which are to be prescribed by the Regulations; and
- (f) dealing with disciplinary matters and complaints in relation to the affairs of the College.

13. The Board of Trustees shall exercise those of its responsibilities, functions and powers set out or referred to in paragraphs 1 of Section XVIII by delegation as provided in that paragraph and may exercise its other responsibilities by delegation to its Committees as provided in paragraph 2 of Section XVIII. In addition, the Board of Trustees and any Committee of the Board of Trustees (if so authorised by the Board of Trustees) may:

- (a) delegate or entrust to and confer on any one or more of the chief executive employed by the College for the time being (by whatever name or title called) and the persons for the time being holding other senior executive positions in the College (as designated in the Regulations):
  - (i) the day to day managerial control of such of the operations and affairs of the College as the Regulations shall prescribe or permit; and
  - (ii) such of its powers (with power to sub-delegate) as are necessary for the effective performance of such managerial control,

in each case for such time, on such terms and subject to such conditions as shall be prescribed in the Regulations provided always that the Board of Trustees shall ensure that appropriate arrangements are implemented to ensure that the Board of Trustees is kept fully and promptly informed about the exercise of such delegated functions and all relevant acts and decisions of the chief executive and such senior executives of the College;

(b) give directions as to the exercise of such delegated functions including directions to take, or refrain from taking, specified actions; and

(c) revoke, withdraw, alter or vary all or any of such delegated management control and powers.

### **Section XVIII. The Committees of the Board of Trustees**

1. There shall be the following Committees of the Board of Trustees to which shall be delegated (on the terms and conditions set out or referred to in paragraph 5 of this Section and on such other terms and subject to such other conditions as the Regulations may prescribe) the following functions and powers:

(a) A finance management committee (the “**Finance Management Committee**”) which shall be charged with the function and power of dealing with all aspects of the finances of the College (including budgeting, income and expenditure, financial control, audit and investments, the College’s reserves and its policy in relation to reserves and all matters relating to the land, buildings and other property of the College); and

(b) A disciplinary and complaints Committee (the “**Disciplinary and Complaints Committee**”) which shall be charged with the duty of advising the Board of Trustees upon all matters relating to disciplinary matters (including removal or suspension from Membership of or Association with the College or from any Office), and upon all matters relating to complaints received under the College’s complaints procedure.

Each of the Committees listed above shall have such other functions and powers as the Board of Trustees shall, by not less than a two-thirds majority vote, determine from time to time.

2. In addition to the Committees referred to in paragraph 1 of this Section, the Board of Trustees may at any time, by not less than a two-thirds majority vote constitute such other Committees of the Board of Trustees, to which shall be delegated such functions and powers of the Board of Trustees on the terms and conditions set out or referred to in paragraph 5 of this Section and for such time and on such other terms and subject to such other conditions as shall be prescribed in the Regulations made by the Board of Trustees.

3. The Committees of the Board of Trustees shall consist of one or more members of the Board of Trustees (as prescribed by the Regulations) and, if the Regulations so prescribe or permit, one or more other persons (whether or not they are members of the Council, Members of the College or Associates) as permitted or prescribed by the Regulations.

4. The Committees of the Board of Trustees shall have such powers as are prescribed in the Regulations to establish Sub-Committees and to delegate to such Sub-Committees such powers as the Regulations shall prescribe.

5. All Committees of the Board of Trustees shall, in the exercise of the powers delegated to them and in the transaction of business, conform with any rules of procedure as may be prescribed by the

Regulations and subject to this shall be governed by such of these Bye-Laws as regulate the proceedings of the Board of Trustees as are capable of applying. Save in the case of the Disciplinary and Complaints Committee, any delegation of any function shall not preclude the Board of Trustees or (in the case of any sub-delegated function) the relevant Sub-Committee from exercising that function in any particular matter.

6. The Board of Trustees may at any time, by a two thirds majority, dissolve or reconstitute the Committees of the Board of Trustees or any of them.

7. Unless the Regulations otherwise provide, no resolution of the Committees of the Board of Trustees shall be valid unless such resolution is confirmed by the Board of Trustees in the manner prescribed by the Regulations.

8. All acts and proceedings of any Committees of the Board of Trustees must be fully and promptly reported to the Board of Trustees in the manner prescribed by the Regulations. Without prejudice to the generality of the foregoing, the Regulations shall set out any other arrangements which the Board of Trustees consider appropriate to ensure that the Board of Trustees is kept fully and promptly informed about the exercise of such delegated functions and all acts and proceedings of the Committees of the Board of Trustees and any Sub-Committees. The membership of each Committee of the Board of Trustees shall be reported to the Board of Trustees annually.

#### **Section XIX. The Council of the College**

1. In addition to electing persons to Fellowship and Membership (as provided in article 11 (b) of the Supplemental Charter), the Council shall be responsible for the following affairs and shall exercise the following functions and powers:

(a) those affairs of the College which relate to education, policy, professional practice, professional standards, public engagement, quality, research and training in psychiatry;

(b) considering (and if thought fit) approving applications for and registering Pre-Membership Psychiatric Trainees, Affiliates, Mental Health Associates, Specialist Associates and International Associates;

(c) making recommendations to the Board of Trustees for constituting Faculties in addition to those referred to in paragraph 1 of Section XXII;

(d) recommending to the Board of Trustees the nature, scope and extent of any of the Privileges of Membership which are to be prescribed by the Regulations and any changes to those Privileges of Membership; and

(e) any other affairs which are designated as the responsibility of the Council under the Charter, these Bye-Laws or the Regulations, including oversight of the activities of the Devolved Councils relevant to sub-paragraph (a) above.

2. The Council shall have full power to make, amend or rescind Regulations in relation to the examination (on the basis that such Regulations may be made and published as a discrete set of Regulations separate from the Regulations made by the Board of Trustees), which power shall be delegated to the Education and Training Committee on such terms and on such conditions as shall be prescribed in the Regulations, provided that any such Regulations (or their amendment or rescission) shall be subject to the approval of the Board of Trustees pursuant to paragraph 11 of Section XVII and do not conflict with the Charter or these Bye-Laws. The Council shall not have power to make any other Regulations but shall be entitled to make recommendations to the Board of Trustees as to any matters to be covered by the Regulations made by the Board of Trustees and the wording of any proposed provisions in relation to those matters.

3. The Council shall be chaired by the President (except as otherwise provided in the Regulations) and shall consist of:

- (a) the Honorary Officers of the College;
- (b) the Chair of each Division
- (c) the Chair of each International Division;
- (d) the Chair of each Faculty;
- (e) four elected members of the Council of whom not more than two shall be Fellows elected in accordance with the Regulations;
- (f) the Chairs of each of the Committees of the Council;
- (g) one patient representative and one carer representative appointed according to the Regulations; and
- (h) up to five co-opted members of the Council who shall be co-opted in accordance with the Regulations.

For the purposes of sub-paragraph (b) above the reference to 'each Division' shall not include reference to any 'International Division'. For the purposes of sub-paragraph (f) above, the expression 'Chairs of each of the Committees of Council' means the Chairs of each of the Committees of Council referred to in paragraph 1 of Section XX and does not include reference to the Chair of any other Committee of Council unless that Chair is prescribed as being a member of Council by Regulations made by the Board of Trustees upon the recommendation of the Council.

4. The Council for each College year shall assume office at the Annual General Meeting in that year.

5. Co-opted members of the Council may, save as in these Bye-Laws otherwise provided, attend meetings but without power to vote.

6. Ordinary meetings of the Council shall be held as prescribed by the Regulations. Special Meetings of the Council may be called on the direction of the President, or on the written request to the Registrar of twelve members of the Council, such request specifying the business to be dealt with at such Special Meetings. A Special Meeting of the Council may deal only with the business specified in the Notice convening the Meeting and shall be held not later than six weeks after the date on which it was directed or requested, as the case may be.

7. At any meeting of the Council, fourteen members of the Council shall form a quorum save that no quorum shall be necessary for the purpose of adjourning, to a prescribed date or time or generally, a meeting at which no quorum is present. If any co-opted member of Council does not have the power to vote, he or she shall not be counted in the quorum for any meeting of the Council. Unless otherwise provided by the Regulations, a duly convened meeting of the Council shall be competent to exercise all or any of the authorities, powers and discretions for the time being vested in and exercisable by the Council.

8. Save as provided in these Bye-Laws or the Regulations the business of the Council shall be conducted in such manner as the Council may prescribe including:

- (a) providing for meetings of the Council to be held by Virtual Means;
- (b) adopting procedures for passing a resolution of the Council in writing or in electronic form which shall be as valid and effectual as if it had been passed at a meeting of the Council duly convened and held; and
- (c) making provision for the Chair of the Council and/or the Council to invite any person, who is considered by the Chair or the Council (as the case may be) to have suitable skills, knowledge or experience, to attend and speak at any meeting of the Council (whether on an occasional or regular basis) in order to assist its deliberations.

Save as provided in these Bye-Laws or the Regulations each member of the Council participating in a meeting of the Council has one vote. Unless these Bye-Laws or the Regulations expressly provide otherwise, any resolution of the Council shall be decided by a simple majority vote.

9. In the event of a vacancy occurring among the members of the Council between two Annual General Meetings, the Council may co-opt any person (whether or not he or she is a Member of the College or an Associate) to serve as a member of the Council to fill the vacancy until the next Annual General Meeting, and such co-opted member shall have power to vote.

10. No member of the Council shall serve as such for a term of more than five consecutive College years, provided that the provisions of paragraph 2 of Section X shall apply to members of the Council as they apply to Honorary Officers and further provided that in any such period of five consecutive College years no account shall be taken of any period of office as an Honorary Officer nor any period as a co-opted member of the Council.

11. If it becomes necessary to take urgent action between meetings of the Council the Honorary Officers may take such action on behalf of the Council. The Honorary Officers shall present a full report thereon to the next meeting of the Council.

12. The Council shall exercise the responsibilities set out in paragraph 1 of this Section by delegation as provided in paragraph 1 of Section XX and may exercise its other responsibilities by delegation to its Committees as provided in paragraph 2 of Section XX. In addition, the Council and any Committee of the Council (if so authorised by the Council) may:

(a) delegate or entrust to and confer on any one or more of the chief executive employed by the College for the time being (by whatever name or title called) and the persons for the time being holding other senior executive positions in the College (as designated in the Regulations) the day to day managerial control of such of the operations and affairs of the College as the Regulations shall prescribe or permit and such of its powers, authorities and discretions (with power to sub-delegate) as are necessary for the effective performance for such time, on such terms and subject to such conditions as shall be prescribed in the Regulations, provided always that the Council shall ensure that appropriate arrangements are implemented to ensure that the Council is kept fully and promptly informed about the exercise of such delegated functions and all relevant acts and decisions of the chief executive and such senior executives of the College;

(b) give directions as to the exercise of such delegated functions including directions to take, or refrain from taking, specified actions; and

(c) revoke, withdraw, alter or vary all or any of such delegated management control and powers.

#### **Section XX. The Committees of the Council**

1. There shall be the following Committees of the Council to which shall be delegated (on the terms and conditions set out or referred to in paragraph 5 of this Section and on such other terms and subject to such other conditions as the Regulations may prescribe) the following functions and powers:

(a) an Education and Training Committee which shall be charged with the duty of:

(i) approving educational policy in relation to Psychiatry and general medicine;

(ii) administering the examination;

(iii) administering the programme for continuing professional development for Members and Associates;

(iv) setting specialist standards for revalidation and administering matters relating to revalidation; and

(v) approving the educational content of new prizes, bursaries and lectures;



- (b) a Conferences and Advanced Learning Committee which shall be charged with the duty of developing and maintaining a programme of conferences, scientific meetings and training appropriate to the objects of the College;
- (c) a Nominations Committee which shall be charged with the duty of considering nominations for national awards and nominations for Honorary Fellowship of the College and Fellowship of the College and considering and endorsing the President's nominations for the award of President's medals;
- (d) an International Advisory Committee which shall be charged with the duty of liaising with international organisations relevant to the work of the College and developing the role of the College internationally, including its role in education and training;
- (e) a Patient and Carer Committee (which may be one committee or 2 separate committees for patients and carers respectively) which shall be charged with the duty of acting as channels of communication between the College and patients and carers and ensuring that the College is informed by the views of these groups and that patients, carers and their organisations are informed of College policies and initiatives in the field of mental health;
- (f) a Policy and Public Affairs Committee which shall be charged with the duty of considering existing and proposed legislation relating to mental health issues and co-ordinating mental health policy and public affairs initiatives in all jurisdictions of the United Kingdom;
- (g) a Psychiatric Trainees Committee which shall be charged with the duty of advising the College upon all matters affecting training and trainees in Psychiatry (including maintaining and improving the quality of postgraduate psychiatric training) and acting as a representative body for Psychiatric Trainees within the College;
- (h) a Publications Management Board which shall be charged with the function of exercising management and conduct of, and dealing with all matters relating to, College journals, books and publications;
- (i) a Public Engagement Committee which shall be charged with the duty of improving the understanding and awareness of mental health issues by the general public and the media and raising the profile of the profession of Psychiatry and of the College;
- (j) a Professional Practice and Ethics Committee which shall be charged with the duty of considering and developing good practice guidance relating to professional practice and ethics;
- (k) a Leadership and Management Committee which shall be charged with the duty of promoting high standards of leadership and management in psychiatry;

(l) a Psychopharmacology Committee which shall be charged with the duty of considering and developing best practice in psychopharmacological and other physical treatments;

(m) a Committee relating to each of Scotland, Wales and Northern Ireland, each of which shall be referred to as a Devolved Council, with the following duties and objectives:

(1) promoting generally the attainment of the College objects in the relevant jurisdiction, including, by coordinating the work of the College, by supporting the Membership of the College, and by developing its own initiatives and strategies, all in the relevant jurisdiction including in respect of:

- (a) improving patient care through standard-setting and patient links;
- (b) promoting the values of the College;
- (c) promoting parity between mental and physical health;
- (d) facilitating continuous professional development of the Members of the College; and
- (e) communication with Members of the College;

(2) representing the Membership of the College in the relevant jurisdiction on governmental, legal and regulatory issues specific to that relevant jurisdiction, and participating in public debate on behalf of the Membership in the relevant jurisdiction and responding to consultations, including with the devolved governments of Scotland and Wales and the Northern Ireland Executive (as appropriate) (and any successor bodies), and all affiliated healthcare, education and other bodies;

(3) advising the Council on governmental, legal and regulatory issues specific to, and affecting, the College, within the relevant jurisdiction, including the matters set out in paragraph 1(m)(2) of this Section;

(4) participating on behalf of the College in public debate within the relevant jurisdiction on the matters set out in paragraph 1(m)(3) of this Section, and to respond to consultations about them;

(5) publicising the work of the College within the relevant jurisdiction, and to develop a public relations and communication strategy for the work of the College within that relevant jurisdiction, consistent with the overall strategy approved by the Council in accordance with paragraph 7 of this Section XX;

(6) contributing to the strategic and policy planning processes of the College applicable to the relevant jurisdiction, and formulating and carrying forward an operating plan;

- (7) promoting and supporting academic research within the relevant jurisdiction on all aspects of Psychiatry;
  - (8) being responsible in accordance with any budget for expenditure of funds allocated to it, and approved by, by the Board of Trustees, and ensuring that all expenditure is properly authorised and accounted for, in compliance with applicable law and the requirements of the Board of Trustees pursuant to paragraph 12 of Section XVII;
  - (9) carrying out income-generating activities, and ensuring that all income is properly accounted for and dealt with in accordance with applicable law and the requirements of the Board of Trustees pursuant to paragraph 12 of Section XVII; and
  - (10) taking such incidental action as may be necessary to fulfil the objectives in paragraph 1(m)(1) to (9) of this Section; and
- (n) an Electroconvulsive Therapy (ECT) and Related Treatments Committee which shall be charged with the duty of considering, developing and promoting best practice in ECT and related treatments.

Each of the Committees listed above shall have such other functions and powers as the Council shall, by not less than a two-thirds majority vote, and (subject to the approval of the Board of Trustees), determine from time to time.

2. In addition to the Committees referred to in paragraph 1 of this Section, the Council may, by not less than a two-thirds majority vote), constitute such other Committees of the Council to which shall be delegated such functions and such powers of the Council and on the terms and conditions set out or referred to in paragraph 5 of this Section and for such time and on such other terms and conditions as shall be prescribed in the Regulations.

3. The Honorary Officers shall be ex-officio members of all such Committees of the Council. Such Committees shall consist of one or more members of the Council (as prescribed by the Regulations) and, if the Regulations so prescribe or permit, one or more other persons (whether or not they are members of the Board of Trustees, Members of the College or Associates) as permitted or prescribed by the Regulations.

4. The Committees of the Council shall have such powers as are prescribed in the Regulations to establish Sub-Committees and to delegate to such Sub-Committees such powers as the Regulations shall prescribe.

5. All Committees of the Council shall, in the exercise of the powers delegated to them and in the transaction of business, conform with any rules of procedure as may be prescribed by the Regulations and subject to this shall be governed by such of these Bye-Laws as regulate the proceedings of the Council as are capable of applying. Any delegation of any function shall not

preclude the Council or (in the case of any sub-delegated function) the relevant Sub-Committee from exercising that function in any particular matter.

6. The Council (subject to the approval of the Board of Trustees and in accordance with the Regulations) may at any time, by a two-thirds majority vote, dissolve or reconstitute the Committees of the Council or any of them.

7. Unless the Regulations otherwise provide, no resolution of the Committees of the Council shall be valid unless such resolution is confirmed by the Council (by simple majority of those present and voting).

8. All acts and proceedings of any Committees of the Council must be fully and promptly reported to the Council in the manner prescribed by the Regulations. Without prejudice to the generality of the foregoing, the Regulations shall set out any other arrangements considered appropriate by the Board of Trustees to ensure that the Council is kept fully and promptly informed about the exercise of such delegated functions and all acts and proceedings of the Committees of the Council and any Sub-Committees. The membership of each Committee of Council shall be reported to the Council annually.

#### **Section XXI. Termination of membership of the Board of Trustees and of Council**

1. A member of the Board of Trustees or, as the case may be, a member of the Council shall (subject as is provided below in this paragraph and in paragraph 2 of this Section) cease so to be:

(a) if (other than in the case of a Lay Member) he or she ceases to be a Member of the College or Specialist Associate (as the case may be); or

(b) if, in the case of a member of the Council who is a Pre-Membership Trainee or Affiliate representative, he or she ceases to hold the relevant grades of association (with the exception of, patient and carer representatives); or

(c) if, in the case of the elected representative of the Members of the College and Specialist Associates, he or she ceases to be the elected representative; or

(d) if, not being an ex-officio member of the Trustee Board, by notice in writing to the Registrar he or she resigns as a member of the Board of Trustees and/or the Council (as the case may be); or

(e) if an interim receiver is appointed in respect of his or her property or he or she makes any arrangement or composition with his or her creditors; or

(f) if, in the case of a member of the Board of Trustees, the member shall (without the prior permission of the Board of Trustees) fail to attend more than two consecutive meetings of the Board of Trustees without providing an explanation which the Board of Trustees shall consider satisfactory and the Board of Trustees resolve by simple majority vote that he or she is removed from the Board of Trustees; or

- (g) if, being a member of the Council, the member shall (without the prior permission of the Council) fail to attend more than two consecutive meetings of the Council without providing an explanation which the Council shall consider satisfactory and the Council resolve by simple majority vote that he or she is removed from the Council; or
- (h) if, in the reasonable opinion of the Board of Trustees the member has seriously or persistently neglected or been incompetent in the performance of his duties as a member of the Board of Trustees or as a member of the Council (as the case may be) and the Board of Trustees resolve by simple majority vote that he or she is removed from the Board of Trustees or as a member of the Council (as the case may be); or
- (i) if, being an ex-officio member of the Board of Trustees or of the Council (as the case may be), the member ceases to hold the relevant Office or position; or
- (j) if in the reasonable opinion of the Board of Trustees the member becomes incapable by reason of illness or injury of carrying out his or her duties as a member of the Board of Trustees or, as the case may be, a member of the Council; or
- (k) if the member is convicted of any criminal offence (other than an offence under any road traffic legislation in the United Kingdom or elsewhere for which a fine or non-custodial penalty is imposed); or
- (l) if the member has been the subject of an adverse finding by the relevant Registration Body (for a register described in paragraph 1(a) of Section IX) not leading to suspension from such register; or
- (m) if the member is guilty of any gross misconduct affecting the affairs of the College or has acted or has threatened to act in a manner which is contrary to the interests of the College or which has or is likely to have a serious adverse effect on the College; or
- (n) if the member has acted in any respect in a dishonourable or unprofessional manner or in a manner which has or is likely to bring discredit on the College, the Board of Trustees or the Council (as the case may be) or to render the member unfit to remain as member of the Board of Trustees or of the Council (as the case may be); or
- (o) if the member is more than 12 months in arrears with subscription or is otherwise in breach of the Declaration and the Board of Trustees considers it appropriate to take disciplinary action in respect of that breach; or
- (p) if, in the case of a member of the Board of Trustees, the member is disqualified from being a trustee under section 178 or section 179 of the Charities Act 2011.

The cessation of membership of the Board of Trustees or, as the case may be, of the Council shall, in the case of sub-paragraphs (a) (b) and (c) above, occur automatically on the date of the relevant event or circumstance falling within those subparagraphs or on such later date as the Board of Trustees shall determine and notify to the member in question. Any resignation (as referred to in subparagraph (d)

above shall take effect on the date of its receipt by the Registrar, or if later, the date on which the notice of resignation is expressed to take effect.

2. The Board of Trustees shall (in the case of any event, circumstance or conduct falling within sub-paragraphs (e) to (p) inclusive of paragraph 1 of this Section) direct that the relevant member of the Board of Trustees and/or member of the Council (**‘Relevant Board/Council Member’**) is given written notice on behalf of the College specifying which of the events, circumstances or conduct (as referred to in sub-paragraphs (e) to (p) inclusive of paragraph 1 of this Section) shall be considered by the Disciplinary and Complaints Committee and stating that he or she is to appear on a date prescribed in such notice before the Disciplinary and Complaints Committee (or on such later date as the Disciplinary and Complaints Committee may notify to the Relevant Board/ Council Member in accordance with the Regulations). The written notice (**“Appearance Notice”**) shall state all the matters reported to the Board of Trustees concerning the Relevant Board/ Council Member which the Board of Trustees considers material. In the case of a person who is a member of both the Board of Trustees and the Council, the notice shall state whether the matters to be considered concern his or her status as a member of the Board of Trustees or of the Council or both, as the case may be. The Relevant Board/ Council Member shall have the right at such appearance to be represented and to call and cross-examine witnesses (as such rights are prescribed by the Regulations). The Relevant Board/ Council Member shall attend before the Disciplinary and Complaints Committee on the required date and, if he or she fails to attend without good reason, the Disciplinary and Complaints Committee shall be entitled to determine what action to take pursuant to paragraph 6 or 7 of this Section (as the case may be) in the absence of the Relevant Board/ Council Member and on the evidence available to it.

3. If a Relevant Board/ Council Member is charged with a serious criminal offence and the Board of Trustees reasonably consider that the Relevant Board/Council Member continuing to perform his or her role as member of the Board of Trustees or, as the case may be, of the Council (pending the outcome of any prosecution) would be likely to have a detrimental effect on the College’s reputation or his or her relationship with the College or would otherwise be inappropriate:

(a) the Board of Trustees may direct that the alleged offence shall be the subject of an Appearance Notice under paragraph 2 of this Section requiring an appearance before the Disciplinary and Complaints Committee without waiting for the outcome of any prosecution; and

(b) the Disciplinary and Complaints Committee may at or following the appearance exercise its powers of suspension under paragraph 7 of this Section to suspend the Relevant Board/ Council Member from the Board of Trustees and/or the Council (as the case may be) pending the outcome of the criminal investigation.

If the Relevant Board/ Council Member fails to attend the hearing before the Disciplinary and Complaints Committee as a result of being advised not to attend a hearing before the Disciplinary and Complaints Committee or say anything about the pending criminal matter, this shall not constitute a good reason for the purposes of paragraph 2 of this Section. If the Relevant Board/Council Member is subsequently convicted of the relevant offence, the powers conferred under this Section may be

invoked notwithstanding any previous suspension of that Relevant Board/Council Member pursuant to this Section on the grounds of being charged with that offence.

4. The Regulations may:

(a) prescribe or permit an investigatory process to be conducted by or on behalf of the Board of Trustees prior to the issue of an Appearance Notice for the purpose of:

(i) assisting the Board of Trustees in making a determination as to whether or not to direct that a Relevant Board/Council Member is given an Appearance Notice pursuant to paragraph 2 of this Section; and

(ii) ascertaining(to the extent reasonably practicable) any material matters which are to be stated in such Appearance Notice or obtaining further information in respect of such matters;

(b) prescribe or permit an investigatory process to be conducted by or on behalf of the Disciplinary and Complaints Committee prior to the appearance before the Disciplinary and Complaints Committee for the purposes of:

(i) establishing the relevant facts in relation to the event, circumstances or conduct which is the subject of the Appearance Notice;

(ii) collating any relevant documents and other evidence and information relevant to the event, circumstance or conduct which is the subject of the Appearance Notice; and

(iii) identifying any relevant witnesses,

in each case to the extent reasonably practicable so as to enable the Disciplinary and Complaints Committee to have a fair and balanced view of such facts and to conduct the appearance swiftly and efficiently (so far is reasonably possible); and

(c) prescribe the procedure to be followed and any rules of evidence to be observed in the appearance before the Disciplinary and Complaints Committee.

The Disciplinary and Complaints Committee shall not make any decision on any action to be taken by it under paragraph 6 or 7 of this Section until after the date of the appearance before the Disciplinary and Complaints Committee. The Board of Trustees or the Disciplinary and Complaints Committee (as the case may be) shall take all reasonable steps to ensure that any such investigatory process in relation to a Relevant Board/Council Member does not investigate matters which are at that time the subject of any fitness to practise investigation in respect of that Board/Council Member by a relevant regulatory body or which the Board of Trustees are aware (or ought reasonably to be aware) are reasonably likely to be the subject of such a fitness to practise investigation.

The Relevant Board/Council Member shall co-operate fully and promptly with any such investigative process and in such manner as may be prescribed by the Regulations.

5. (a) Save as may be prescribed by the Regulations, the Disciplinary and Complaints Committee may admit any evidence they consider fair and reasonable to the case before them, whether or not such evidence would be admissible in a court of law and, save as prescribed by the Regulations, shall conduct their proceedings as they think fit.

(b) The Disciplinary and Complaints Committee and any appeals committee shall only be required to act reasonably in reaching any determination. If the proceedings before the Disciplinary and Complaints Committee or the Appeal Panel are held by a court of law to be proceedings in which a standard of proof is applicable, the standard of proof shall be that applicable to civil proceedings.

6. If the Relevant Board/Council Member is a member of the Board of Trustees and, in the reasonable opinion of the Disciplinary and Complaints Committee, the matters are established cause him to be disqualified from being a trustee under section 178 or section 179 of the Charities Act 2011 the Disciplinary and Complaints Committee shall immediately remove the Relevant Board/Council Member from being a member of the Board of Trustees. In any other case, the Disciplinary and Complaints Committee may:

(a) censure or admonish the Relevant Board/Council Member; or

(b) take no further action; or

(c) suspend further action for a prescribed period or periods; or

(d) if the matter which is the subject of the Appearance Notice is within one or more of subparagraphs (f) (g) (h) (m) (n) or (o) of paragraph 1 of this Section agree with the Relevant Board/Council Member that he shall comply with such undertaking as to his or her future conduct in such form as the Disciplinary and Complaints Committee considers appropriate and with such of the following consequences for failure to comply with the undertaking:

(i) censure or admonition by the Disciplinary or Complaints Committee; or

(ii) suspension or removal from the Board of Trustees or from the Council (as the case may be).

Any such undertaking shall not apply to any matters which are at that time the subject of any fitness to practise investigation in respect of that Relevant Board/Council Member by a relevant regulatory body or which the Disciplinary and Complaints Committee is aware (or ought reasonably to be aware) is likely to be the subject of such a fitness to practise investigation.

7. If the matters established to the satisfaction of the Disciplinary and Complaints Committee in relation to the Relevant Board/Council Member are of such degree of gravity as cannot otherwise be adequately dealt with (as provided in sub-paragraphs (a) to (d) inclusive of paragraph 6 of this Section),



the Disciplinary and Complaints Committee may by resolution (passed by a simple majority) direct that the Relevant Board/Council Member:

- (a) be removed as a member of the Board of Trustees or as a member of the Council (as the case may be); or
- (b) be suspended as a member of the Board of Trustees or as a member of the Council (as the case may be) for such period as the resolution directs.

Any Relevant Board/Council Member who is removed or suspended as a member of the Board of Trustees or as a member of the Council (as the case may be) may within the time and in the manner prescribed by Regulations appeal against the decision of the Disciplinary and Complaints Committee (except in the case of disqualification from being a trustee under section 178 or section 179 of the Charities Act 2011).

8. If a member of the Board of Trustees ceases to be a member of the Board of Trustees, he or she shall automatically cease to be a member of any committee or sub-committee of the Board of Trustees. Any member of the Board of Trustees who is suspended as a member of the Board of Trustees shall automatically be suspended from any committee or sub-committee of the Board of Trustees unless the Board of Trustees determines otherwise.

9. If a member of the Council shall cease to be a member of the Council, he or she shall automatically cease to be a member of any committee or sub-committee of the Council. Any member of the UK Council who is suspended as a member of the Council shall automatically be suspended from any committee or sub-committee of the Council unless the Council determines otherwise.

10. Any member of the Board of Trustees who ceases to be a member of the Board of Trustees or is suspended as a member of the Board of Trustees and who is also a member of the Council shall not as a result cease to be a member of the Council or, as the case may be, be suspended from the Council or any committee or sub-committee of the Council unless the Council determines otherwise.

## **Section XXII. Faculties**

1. Subject to the provisions of the Regulations as to the objects, terms of reference and constitution thereof, there shall be Faculties of the College in the following sub-specialties of psychiatry:

- (a) Psychiatry of Intellectual Disability;
- (b) Medical Psychotherapy;
- (c) Child and Adolescent Psychiatry;
- (d) Forensic Psychiatry;
- (e) Psychiatry of Old Age;

- (f) Addictions;
- (g) General Adult Psychiatry;
- (h) Rehabilitation and Social Psychiatry;
- (i) Liaison Psychiatry;
- (k) Eating Disorders;
- (l) Perinatal Psychiatry;
- (m) Neuropsychiatry; and
- (n) Academic Psychiatry.

2. The Board of Trustees may, on the recommendation of the Council, constitute one or more Faculties in addition to those referred to paragraph 1 of this Section. The objects, terms of reference and constitution of any such additional Faculties shall be as prescribed in the Regulations.

3. Notwithstanding paragraph 1 of this Section, the Board of Trustees, may on the recommendation of the Council, dissolve, re-constitute, or amend the title of a Faculty.

#### **Section XXIII. Special Interest Groups**

1. There may be Special Interest Groups within the College in certain fields of Psychiatry with such objects and so constituted as the Council may prescribe in the Regulations.

2. The Council shall have the authority to constitute, dissolve, reconstitute or amend the title of a Special Interest Group.

#### **Section XXIV. Divisions**

1. There shall be such Divisions so constituted and with such organisation as may from time to time be prescribed by the Regulations for the purpose:

- (a) of ensuring that so far as practicable Members and Specialist Associates of the College from all parts of the United Kingdom are represented on the Council; and
- (b) of providing for discussion and exchange of information locally. Divisions shall undertake a range of functions as prescribed in the Regulations.

2. There shall be appointed each College year for each Division a Chair, a Vice-Chair, a Financial Officer and Executive Committee in the manner prescribed by the Regulations.

#### **Section XXV. International Divisions**

1. There may be such International Divisions, in areas outside the United Kingdom, so constituted and with such organisation as may from time to time be prescribed by the Regulations, for the purpose of providing for discussion and exchange of information locally.
2. There shall be appointed each College year for each International Division a Chair in the manner prescribed by the Regulations.
3. Attendance of any Meetings of the College or of the Council by any Chair of an International Division shall usually be by Virtual Means and no travel or other expenses shall be reimbursed to such Chair if they attend in person subject as otherwise provided in the Regulations.

#### **Section XXVI. Devolved Councils of Scotland, Wales and Northern Ireland**

There shall be Devolved Councils for each of Scotland, Wales and Northern Ireland, which shall be Committees of the Council and subject to the objects and terms of reference provided for in these Bye-Laws, and which shall be constituted pursuant to, and as prescribed by, these Bye-Laws.

#### **Section XXVII. Meetings, Notices and Miscellaneous Provisions**

1. The Meetings of the College shall be General and Special. The Regulations may prescribe for General and Special Meetings to be held by Virtual Means and/or in two or more locations and/or by enabling participants to attend in person or by Virtual Means (a hybrid meeting) in accordance with such procedures as may be set out in the Regulations.
2. General Meetings shall be held once in each calendar year or with such greater frequency as may be provided for in Regulations made by the Board of Trustees with the prior consent of the President. If only one General Meeting is required to be held in each calendar year, it shall be the Annual General Meeting. If more than one General Meeting is required to be held in any calendar year, one of those General Meetings shall be the Annual General Meeting. The date of the Annual General Meeting shall be determined in accordance with paragraph 3 of this Section and the dates of any other General Meetings shall be fixed by the Board of Trustees. If it becomes necessary to alter any such date (including that of the Annual General Meeting), the Registrar with the consent of, or on the direction of, the President may, not less than six weeks before the date originally fixed for the Meeting, give notice deferring the holding of the Meeting to a fresh date.
3. In each College year there shall be an Annual General Meeting, which shall, unless otherwise exceptionally decided by the Board of Trustees, be held in July, at a place and on a date fixed by the Board of Trustees not less than six weeks previously. As soon as practicable after the Board of Trustees has fixed the place and date the Registrar shall issue to all Members and Associates of the College a notice of the Meeting.
4. Not less than twenty-one days before the date fixed for the Annual General Meeting the Registrar shall issue to all Members of the College and to Associates of the College an agenda of the Meeting.
5. A Special Meeting shall be convened:

- (a) if the President so directs; or
- (b) upon the written request to the President of not less than such number of members of the Board of Trustees or members of the Council as shall be prescribed by the Regulations; or
- (c) upon the written request to the President of not less than such number of Members of the College or Specialist Associates who taken together represent at least 5% of the total voting rights of all Members of the College and Specialist Associates having a right to vote at a General Meeting or such lower number of Members or Specialist Associates (taken together) as may be prescribed by the Regulations.

Any such request to or direction by the President shall comply with any procedural or other requirement laid down by the Regulations and the date and place of any Special Meeting shall be fixed in accordance with the Regulations.

6. No person other than a Member of the College or Specialist Associate may vote at any Meeting of the College. Every Member of the College or Specialist Associate present in person at Meetings of the College shall exercise one vote by a show of hands and on a poll (or, where the Meeting of the College is held by Virtual Means, as a hybrid meeting or in two or more locations, their vote may be exercised in accordance with such means as may be specified in the Regulations such as using an electronic voting system). Unless the Regulations otherwise expressly provide, a Member of the College or Specialist Associate shall not be entitled to appoint a proxy to vote at any Meeting of the College.

7. Subject to the provisions of the Charter and these Bye-Laws a notice may be served on behalf of the College upon any Member of the College, or Associate, Lay Trustee, patient representative, carer representative or any other person who has agreed to bound by all or part of these Bye-Laws (each a **'Recipient'**) by:

- (a) sending it by post or personal delivery to the Recipient either at his or her usual address, or (if the Recipient is a Member of the College or Associate) at the address shown against his or her name in the College Register, or shown against his or her name in the current volume of the Medical or other appropriate professional Register; and/or
- (b) sending it in electronic form to an e-mail address notified to the College by the Recipient for that purpose and, if the Recipient is a Member of the College or Associate, as shown against his or her name in the College Register; and/or
- (c) where so prescribed or permitted by Regulations made by the Board of Trustees and subject to such conditions as may be prescribed by such Regulation, by making it available on a website of the College and notifying the Recipient in accordance with any of the preceding provisions of this paragraph of its availability on such website; and/or

(d) by any other means authorised in writing by the Recipient on whom the notice is served, and any such service shall be deemed sufficient for all the purposes of the Charter, these Bye-Laws and the Regulations. Any Notice may be served or sent by the College by reference to the address shown in the Register against the name of the relevant Recipient (if he or she is a Member of the College or Associate) or the address shown in any other register or database of the College against the name of the Recipient (if he or she is not a Member of the College or Associate) in each case as the College Register or such other register or database (as the case may be) stands at any time not more than 15 days before the date of service or sending. No change in the College Register or such other register or database after that time shall invalidate that service or sending.

8. Any Notice sent or delivered to a Recipient shall be deemed to have been served:

(a) if delivered by hand, at the time of delivery and by way of proof of such service it shall be sufficient to prove that the notice was delivered to the correct address; or

(b) if sent by pre-paid United Kingdom first class post, recorded delivery or special delivery to an address in the United Kingdom, two business days after posting and, if sent by airmail to an address outside the United Kingdom, five business days after posting and by way of proof of such service and of the date thereof it shall be sufficient to prove that the envelope containing the notice was properly addressed, paid for and posted and the date of posting; or

(c) if sent by e-mail, on the day during which the notice was sent or supplied and by way of proof of such service it shall be proof that the notice was sent to the correct email address; or

(d) if sent or supplied by means of a website of the College, when the notice is first made available on the website or (if later) when the Recipient receives or is deemed to have received notice of the fact that the notice is available on the website.

9. Any notice, if served or sent by electronic means, shall be deemed to have been received on the day on which the electronic communication was sent by or on behalf of the College notwithstanding that the College subsequently sends a hard copy of such notice by post.

10. If on three consecutive occasions any notice has been sent to any Recipient at his or her address in the College Register (or other register or database of the College if the Recipient is not a Member of the College or Associate) for the service of notices (by electronic means or otherwise) but has been returned undelivered, such Recipient shall not be entitled to receive notices from the College until he or she shall have communicated with the College and supplied in writing a new registered address or address for the service of notices or has informed the College in writing of an address for the service or sending of notices in electronic form. For these purposes, any notice served or sent by post shall be treated as returned undelivered if the notice is served or sent back to the College (or its agents) and a notice served or sent in electronic form shall be treated as returned undelivered if the College (or its agents) receives notification that the notice was not delivered to the address to which it was served or sent.

11. Regulations made by the Board of Trustees may make provision for notification to the Members of the College and Associates and/or other Recipients of an address for the purpose of the College receiving notices or other communications from Members of the College, Associates and other Recipients (as the case may be) in electronic form and any restriction on the type or category of notices or other communications which may be sent to the College in electronic form.

12. The College may at any time and in its sole discretion choose to serve or send notices in hard copy form alone to some or all of the Members of the College or Associates or other Recipients.

13. For the purposes of paragraphs 7 to 12 (inclusive) of this Section:

(a) a notice includes any document or written information; and

(b) **“Recipient”** has the meaning given in paragraph 7 of this Section.

14. No failure to send or receive a notice or agenda of any meeting, whether of the College, of the Board of Trustees, of the Council, of the Education and Training Committee, or of any Committee, Sub-Committee or Working Group, or of any Faculty or Division, or of any class of Members or Associates of the College shall invalidate the business transacted at such meeting.

15. The proceedings of (and any act done or resolution passed in good faith by a meeting of) the Board of Trustees, of the Council, or of any Committee or Sub-Committee or Working Group shall be valid notwithstanding:

(a) any vacancy therein or irregularity of membership thereof; or

(b) any defect in the manner of appointment thereto or any other procedural defect; or

(c) the participation in any vote at a meeting of any person who in the case of an ex-officio member of the Board of Trustees, the Council or any Committee or Sub-Committee was disqualified from holding the relevant office or, being a member of the Board of Trustees, was disqualified from being a trustee if the proceedings would have been valid without the vote of that person and without that person being counted in the quorum of the meeting, provided that this paragraph shall not validate any act or resolution contrary to the objects of the College or to any provision in the Charter, Bye-Laws or Regulations (other than provisions regulating the conduct of, attendance at and voting at meetings).

### **Section XXVIII. Investments**

Moneys of the College awaiting investment may be invested in accordance with the Trustee Act 2000. No investments shall be made in companies whose primary business is gambling or the manufacture of tobacco, alcoholic beverages or armaments.

### **Section XXIX. Indemnity**

1. Subject to paragraph 3 of this Section, but without prejudice to any indemnity to which a relevant person is otherwise entitled:

(a) the College may indemnify each relevant person out of the College's assets against all relevant loss including any liability incurred by him or her in defending any civil or criminal proceedings, in which judgment is given in his or her favour or in which he or she is acquitted or the proceedings are otherwise disposed of without any finding or admission of any material breach of duty on his or her part or in connection with any application in which the court grants the relevant person, in his or her capacity as a relevant person, relief from liability for negligence, default, breach of duty or breach of trust in relation to the College's affairs; and

(b) the College may provide any relevant person with funds to meet expenditure incurred or to be incurred by him or her in connection with any proceedings or application referred to in paragraph 1(a) of this Section and otherwise may take any action to enable any such relevant person to avoid incurring such expenditure.

2. This Section does not authorise any indemnity which would be prohibited or rendered void by any provision of the Companies Acts 2006 or by any other provision of law.

3. The Board of Trustees may decide to purchase and maintain insurance, at the expense of the College, for the benefit of any relevant person in respect of any relevant loss.

4. In this Section:

(a) a **'relevant person'** means any member of the Board of Trustees or of the Council (or former member), any Officer (or former Officer) and any employee of the College who the Board of Trustees resolves should have the benefit of the indemnity in this Section, but excluding in each case any person engaged by the College as auditor; and

(b) **'relevant loss'** means any loss or liability which has been or may be incurred by a relevant person in connection with that relevant person's duties or powers in relation to the College or any pension fund of the College.