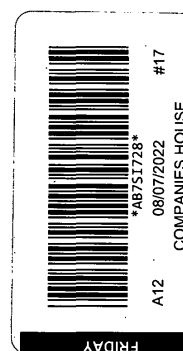


Company Number 00008848

Memorandum  
and  
Articles of Association  
and Bye-laws  
of the  
British Medical Association

London office of the Association  
BMA House Tavistock Square London WC1H 9JP  
**2022-23**

**BMA**



Company Number 00008848

CONTENTS PAGE

MEMORANDUM OF ASSOCIATION ..... 1

ARTICLES OF ASSOCIATION OF THE BRITISH MEDICAL ASSOCIATION..... 4

PART 1 - INTERPRETATION ..... 4

PART 2 - MEMBERSHIP ..... 5

PART 3 - LOCAL ORGANISATION ..... 15

PART 4 - GENERAL MEETINGS OF THE ASSOCIATION ..... 16

PART 5 - REPRESENTATIVE BODY ..... 25

PART 6 - COUNCIL AND COMMITTEES ..... 33

PART 7 – BOARD OF DIRECTORS..... 34

PART 8 - MISCELLANEOUS ..... 43

BYE-LAWS OF THE ASSOCIATION ..... 48

PART 1 - MEMBERSHIP ..... 48

PART 2 - LOCAL ORGANISATION ..... 50

PART 3 - REPRESENTATIVE BODY ..... 56

PART 4 – COUNCIL ..... 65

PART 5 - COMMITTEES AND OTHER BODIES OF THE ASSOCIATION..... 76

PART 6 - HONOURS OF THE ASSOCIATION ..... 86

THE FIRST SCHEDULE TO THE BYE-LAWS - STANDING COMMITTEES ..... 90

THE SECOND SCHEDULE TO THE BYE-LAWS - STANDING COMMITTEES ..... 115

THE THIRD SCHEDULE TO THE BYE-LAWS - BOARD OF

**Company Number 00008848**

SCIENCE AND MEDICAL ETHICS COMMITTEE.....151

INDEX PAGE.....157

**Company Number 00008848**

The following is the Memorandum of Association of the British Medical Association as altered from the form in which it was adopted on the 17th October, 1874, by (1) a special resolution duly passed and confirmed at extraordinary general meetings held on the 5th and 30th December 1913, and confirmed by the Chancery Division of the High Court of Justice on the 17th February, 1914, the Board of Trade previously having approved such alterations; (2) a special resolution duly passed and confirmed at an extraordinary general meeting held on the 22nd July, 1972, the Department of Trade and Industry previously having approved such alteration; and (3) a special resolution duly passed and confirmed at an extraordinary general meeting held on 27th February, 1975, the Department of Trade and Industry previously having approved such alteration.

**Company Number 00008848**

**MEMORANDUM OF ASSOCIATION  
OF THE  
BRITISH MEDICAL ASSOCIATION**

1. The name of the Association is the "British Medical Association".
2. The registered office of the Association is to be in England.
3. The objects for which the Association is established are:
  - (1) to promote the medical and allied sciences, to maintain the honour and interests of the medical profession and to promote the achievement of high quality health care;
  - (2) to hold or arrange for the holding of periodical meetings of the members of the Association and of the medical profession generally;
  - (3) to circulate such information as may be thought desirable by means of a periodical journal, which shall be the journal of the Association, and by the occasional publication of transactions or other papers;
  - (4) to grant sums of money out of the funds of the Association for the promotion of the medical and allied sciences in such manner as may from time to time be determined;
  - (5) subject to the provisions of Section 19 of the Companies (Consolidation) Act 1908 to purchase take on lease exchange hire or otherwise acquire any real and personal property and any rights or privileges necessary or convenient for the purposes of the Association;
  - (6) to sell improve manage develop lease mortgage dispose of turn to account or otherwise deal with all or any part of the property of the Association;
  - (7) to borrow any moneys required for the purposes of the Association upon such terms and upon such securities as may be determined;

**Company Number 00008848**

- (8) to do all such other lawful things as may be incidental or conducive to the promotion or carrying out of the foregoing objects or any of them.
4. The income and property of the Association, from whatever source derived, shall be applied solely towards the promotion of the objects of the Association as set forth in this Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend or bonus or otherwise, by way of profit to the persons who at any time are or have been members of the Association or to any person claiming through any of them, provided that nothing herein shall prevent the payment in good faith of remuneration to any officers or servants of the Association or to any member of the Association or other person in return for any services actually rendered to the Association.
5. The 4th paragraph of this Memorandum is a condition on which the licence is granted by the Board of Trade to the Association in pursuance of Section 23 of The Companies Act, 1867. For the purpose of preventing any evasion of the terms of the said 4th paragraph, the Board of Trade may from time to time, on the application of any member of the Association, impose further conditions which shall be duly observed by the Association.
6. If the Association act in contravention of the 4th paragraph of this Memorandum, or of any further conditions, the liability of every director hereinafter called member of council (\*) shall be unlimited, and the liability of every member who has received any such dividend, bonus, or other profit aforesaid, shall likewise be unlimited. In all other respects the liability of members and medical student members is limited.
7. Every member and medical student member of the Association undertakes to contribute to the assets of the Association in the event of the same being wound up, during the time that they are a member, or within one year afterwards, for payment of the debts and liabilities of the Association contracted before the time at which they cease to be a member, and the costs, charges and expenses of winding up the same, and for the adjustment of the rights of the contributories amongst themselves such amount as may be required, not exceeding the sum of one pound sterling, or in case of their

**Company Number 00008848**

liability becoming unlimited, such other amount as may be required in pursuance of the last preceding paragraph of this Memorandum.

The following articles are the Regulations of the Association adopted in pursuance of a special resolution passed 29th June, 1910, and confirmed 22nd July, 1910, except in so far as such articles have been since duly added to or otherwise altered.

(\*) Pursuant to the following articles of the Association a "director" is no longer called a "member of council" and is defined as a "member of the board" and the content of this paragraph 6 as applicable to the Association shall be construed accordingly.

**Company Number 00008848**

**ARTICLES OF ASSOCIATION OF THE BRITISH MEDICAL ASSOCIATION**

**PART 1 - INTERPRETATION**

1. In these Articles of Association (where not repugnant to the context) the words and expressions following have the meanings hereinafter assigned to them respectively:

“the Association” means the above-named Association;

“the articles” means these articles of association with such modifications thereof or additions thereto as may from time to time be in force;

“member” means either an ordinary member or a medical student member;

“existing” means existing at the time when these articles come into operation;

expressions defined in the Companies Act 1985 (as amended from time to time) shall have the meanings so defined;

“the Medical Act” means The Medical Act 1983 or any statutory re-enactment or modification thereof for the time being in force;

“Her Majesty’s Armed Forces” means the Medical branch of the Royal Navy, the Royal Army Medical Corps, and the Medical branch of the Royal Air Force and the expression “doctors in the Armed Forces” shall be construed accordingly;

“junior member” means an ordinary member of the Association who is either within twelve years of provisional registration or within 11 years of first full registration with the GMC;

“overseas member” means an ordinary member of the Association whose address as held on the Association’s register of members is outside England, Scotland, Wales and Northern Ireland;

“bye-laws” the bye-laws made from time to time in accordance with these articles;

**Company Number 00008848**

“Board” (unless where the context otherwise requires) the board of directors of the Association from time to time;

“Director(s)” a member of the board.

2. The Interpretation Act, 1978, shall apply for the purpose of the interpretation of these articles and bye-laws made hereunder as it applies for the interpretation of an Act of Parliament.

**PART 2 - MEMBERSHIP**

3. There shall be the following categories of membership: -

- (1) **Voting members**

- (a) ordinary members;
- (b) medical student members;

- (2) **Non-voting members**

- (a) honorary members.

**Eligibility for Voting Membership**

4. The following persons shall be eligible for voting membership of the Association

- (1) As ordinary members (not being overseas members):

- (a) any person who is registered under the Medical Act;
- (b) any person who is registered under the Medical Act and whose erasure from the Medical Register was not as a consequence of disciplinary action;
- (c) any person who, although not registered under sub-paragraph (a) and (b) hereof, is possessed of any medical qualification the holding of which is a condition precedent to their being eligible to be so registered, provided that this sub-paragraph shall not apply in the

**Company Number 00008848**

case of a person whose name has been erased from the Medical Register in consequence of disciplinary action;

- (d) any person who is a member of a class of persons whom the council may from time to time specify as eligible for ordinary membership upon such conditions as the council may specify.

Provided always that:

- (i) a person whose registration under the Medical Act has been suspended as a consequence of disciplinary action for a period not exceeding 12 months shall, notwithstanding anything contained in the Medical Act, continue to be eligible for ordinary membership of the Association; and
- (ii) the address of the member as held on the Association's register of members is within the United Kingdom of Great Britain and Northern Ireland.

(2) As overseas members: -

- (a) any person who is registered under the Medical Act;
- (b) any person who has previously been registered under the Medical Act and whose erasure from the Medical Register was not as a consequence of disciplinary action;
- (c) any person who, although not registered under sub-paragraph (a) and (b) hereof, is possessed of any medical qualification the holding of which is a condition precedent to their being eligible to be registered, provided that this sub-paragraph shall not apply in the case of a person whose name has been erased from the Medical Register in consequence of disciplinary action;
- (d) any person whose name is registered on the medical list (or equivalent) held by any regulatory body of the geographical area in which such person practises medicine, and which confers on them the right to practise medicine under the laws of that geographical area, provided that this sub-paragraph shall not apply in the case of a

## **Company Number 00008848**

person whose name has been erased from the medical list (or equivalent) in consequence of disciplinary action;

- (e) any person who is a member of a class of persons whom the council may from time to time specify as eligible for overseas membership upon such conditions as the council may specify.

Provided always that:

- (i) a person whose registration under the Medical Act or equivalent overseas legislation has been suspended as a consequence of disciplinary action for a period not exceeding 12 months shall, notwithstanding anything contained in the Medical Act or equivalent overseas legislation, continue to be eligible for overseas membership of the Association; and
  - (ii) a person whose qualification for membership arises under paragraph 2 (d) of this Article and who has been suspended as a consequence of disciplinary action for a period not exceeding 12 months shall continue to be eligible for overseas membership of the Association; and
  - (iii) the address of the member as held on the Association's register of members outside the United Kingdom of Great Britain and Northern Ireland.
- (3) As medical student members: - Medical students who are enrolled for a course of study in the United Kingdom for or leading to a primary medical qualification.

### **Mode and Conditions of Election to Membership**

- 5. The mode and conditions of election to membership shall be determined by and in accordance with the articles and bye-laws.

### **Application**

## **Company Number 00008848**

6. Every candidate for membership of the Association shall apply for election in writing, addressed to the Association, and stating their agreement, if elected, to abide by the articles, bye-laws and the rules of the division or branch to which they may at any time belong or with which they may at any time be associated, and to pay their subscription for the current subscription period.

### **Register of Members**

7. Subject as hereinafter provided the persons for the time being named in the register of members of the Association whose respective addresses are situate at places within the area of any division or branch, and no others shall be deemed to be the voting members of that division or branch. Provided always that any member who has become a member of a division other than that in which they reside shall be a member of such first-mentioned division and shall not be a member of the division in which they reside.

### **Duration of Voting Membership**

8. Every voting member shall remain a member until their membership is terminated in accordance with the provisions of the articles and bye-laws.

### **Eligibility for Honorary Membership**

9. The Association shall have in such manner as the articles and bye-laws may provide power to elect honorary members. Honorary members shall be eligible for election as president of the Association and may hold the office of president, president elect, immediate past president, past president, or vice-president, but an honorary member shall not be eligible for election to or eligible to hold any other office in the Association. The Association may admit honorary members to such privileges (other than that of receiving notices of General Meetings or of voting as members of the Association) as may from time to time be conferred on them.

Articles 10 and 11 unallocated.

## Company Number 00008848

### Termination of Voting Membership and members' conduct

12. Voting membership of the Association may be terminated in any of the following ways, namely:
- (1) by resignation, subject to such notice as may be prescribed by the articles and subject to the provisions of the next succeeding article;
  - (2) by default in the payment of a due subscription beyond the end of the subscription period to which the due subscription relates;
  - (3) (a) upon erasure or suspension for a period of more than 12 months, in consequence of disciplinary action, from the Medical Register, save that members who are suspended under an order of suspension in advance of their case being heard by a final determining fitness to practise panel shall continue as members and shall continue to enjoy all the privileges of membership;
  - (b) upon forfeiture, in consequence of disciplinary action, of the medical qualification by virtue of which the member was eligible for membership;
  - (4) for overseas members;
  - (a) upon erasure or suspension for a period of more than 12 months, in consequence of disciplinary action, from any registration that conferred eligibility for membership under the provisions of Article 4 (2) (a), 4 (2) (b) or 4 (2) (d) save that members who are suspended under an order of suspension in advance of their case being heard by a final determining body shall continue as members and shall continue to enjoy all the privileges of membership;
  - (b) upon forfeiture, in consequence of disciplinary action, of the medical qualification by virtue of which the member was eligible for membership;

## Company Number 00008848

- (5) for medical student members, upon suspension from their medical school course for a period of greater than 12 months as a consequence of disciplinary action or termination of course save that members who have appealed their suspension or termination to their medical school or university shall continue as members until such time as the appeal is determined, by their medical school or university.
- (6) as a result of expulsion under the provisions of Articles 14 and 15.

### Members' conduct

- 13. The grounds upon which a member, officer or member of any committee may be investigated are that: -
  - (1) their conduct is alleged to be:
    - (a) detrimental to the honour and interests of the medical profession or the Association; and / or
    - (b) likely to bring the profession into disrepute; and / or
    - (c) in breach of the BMA Code of Conduct.
  - (2) They are alleged to have wilfully and persistently refused to comply with the articles, bye-laws or the rules of any division or branch of which they may be a voting member.
- 14. (1) The chief executive shall carry out necessary investigations of any allegations under Article 13 in order to establish the facts of the case and without unreasonable delay. The chief executive may delegate all or part of the investigation to such person or persons as they think fit. The investigation shall follow the procedure under the current BMA Resolution Process.
- (2) Upon conclusion of the investigation, the chief executive (or those persons appointed by them to conduct the investigation) may:
  - (a) dismiss the allegation(s) with no further action;

**Company Number 00008848**

- (b) refer the allegation(s) to a disciplinary hearing; or
  - (c) take such further action as is appropriate in all the circumstances.
- (3) Where the member being investigated is a director, office holder or any person holding any office of the Association, the chief executive:
- (a) may suspend the member from some or all of the BMA offices they hold with immediate effect pending the outcome of the investigation and /or hearing-where this is considered necessary; and
  - (b) shall report the matter to an interim measures panel, which shall have the power to uphold any suspension under Article 14 (3)(a) or itself suspend the member from some or all of the BMA offices they hold with immediate effect pending the outcome of the investigation and/or hearing. The procedures (including in respect of any appeal) set out in the current BMA Interim Measures Panel Process will apply.
- (4) The disciplinary panel and disciplinary hearing will be subject to the procedures set out in the current BMA Resolution process.
- (5) The disciplinary panel's powers include, but are not limited to:
- (a) expulsion from membership of the Association;
  - (b) suspension from membership of the Association for such period and on such terms as it considers appropriate;
  - (c) suspension from some or all of the BMA offices held by them for such period and on such terms as it considers appropriate;
  - (d) public censure in respect of the member's conduct on such terms and through such medium as it considers appropriate;
  - (e) an oral or written warning; such other sanctions as set out in the current BMA Resolution Process.

## Company Number 00008848

- (6) The member shall have the right of appeal against the decision of the disciplinary panel. An appeal should be brought within 21 days of notification of the decision. The appeal will be subject to the procedures set out in the current BMA Resolution Process.
15. The council of each branch having a membership of not less than 30, upon the representation of any two members of such branch, shall have power at a special meeting of the branch council convened at not less than one month's notice and after due inquiry of which not less than 28 days' notice in writing, specifying the time and place at which they may be heard in their defence, shall have been given to the voting member, to expel from membership of the Association such person whose conduct shall be held by the branch council to be such as to render them liable to expulsion under article 14. The council of each branch exercising such powers shall inform the chief executive of the Association of the outcome of any enquiry.
16. A majority of two-thirds of those present and voting at a meeting of a branch council shall be required for the purpose of exercising the powers conferred by articles 14 and 15.
17. No voting member in regard to whom a representation as aforesaid has been made, or whose conduct is under investigation, or is the subject of inquiry by a branch council, or by any council or committee of a division, or by any committee authorised in that behalf by any such council as aforesaid, shall be capable of effectively resigning their voting membership of the Association nor shall their voting membership be terminated in pursuance of article 14(6) until the investigation or inquiry is completed and the decision thereunder is made known. A member's conduct shall be deemed to be under investigation from the date of the letter of complaint.

### Re-eligibility

18. A person who has ceased to be a voting member pursuant to articles 12(3) and 14(6) shall not be re-eligible without the prior sanction of council.
19. A person who has ceased to be a voting member pursuant to articles 12(1) and (2) may apply for re-election as if they were initially applying for membership of the Association.

## **Company Number 00008848**

### **Subscriptions**

20. (1) Save as otherwise provided by the articles every voting member shall pay to the Association a subscription for such subscription period as the council shall from time to time determine and of such sums as the representative body shall determine.
- (2) Subscriptions shall be considered due in advance.
21. The payment of each subscription shall during its currency entitle the member to all privileges of membership of the Association and to the ordinary privileges of membership of the division or branch of which they are an ordinary member. The privileges of membership include that of receiving the Journal or in the case of a student member the student edition of the Journal (except that a spouse/partner member shall not be entitled to receive the Journal unless they so request in writing and where the member is entitled to receive the student edition of the Journal the spouse member may not elect to receive an edition other than the student edition).
22. In the case of a person who shall have been an ordinary member of the Association for a period of 50 years or more such person shall without payment of any annual subscription as from the date when their subscription would otherwise have been renewable and during the continuance of their membership be entitled to all the privileges therefore. In the case of a member who is a member of a branch this article shall be construed without prejudice to their obligations as a member of such branch.
23. For the purposes of this article a member shall be deemed to reside where their ordinary place of abode is situated at the time at which their subscription is considered due.

### **Arrears of Subscription, Cessation of Membership**

24. (1) If the subscription of a voting member for any subscription period shall not have been paid on or before such date in any subscription period as the Council may from time to time determine they shall, without prejudice, to their liability to the Association, cease to be a voting member as from that date. Provided that upon payment before the end of such subscription period of all subscriptions due from them they shall, if eligible, be restored

## **Company Number 00008848**

to membership in the appropriate category without re-election. The payment of subscription arrears shall not entitle the member to receive the Journal or student edition of the Journal during the period covered by the arrears unless they so request in writing.

- (2) No voting member shall (except in case of their expulsion, or of their ceasing to be a member, or medical student member, under the provisions of article 14 or under the previous provision of this article) cease to be a member or medical student member (as the case may be) without having notified the Association immediately and in writing at the registered office of their resignation and having paid all arrears of subscriptions (if any) due from them. Such notice of resignation shall be acknowledged by the registered office.

### **AFFILIATION**

25. (1) The Association may admit to affiliation with it any medical Association or similar body established outside the United Kingdom on such terms and with such privileges as may in each case be approved by resolution of the council, provided always that the council shall report any such approval to the next annual representative meeting and it shall be open to the representative body by a resolution passed at such meeting to repudiate such affiliation.
- (2) The Association may terminate any such affiliation (after due notice on either side) by resolution of the representative body passed after consideration of a report by the council.
- (3) Any resolution of the representative body under this article shall be final and shall not require to be approved under article 69.

### **Affiliated Membership**

26. The council may determine that the members of any medical association or similar body established outside the United Kingdom being a body admitted to affiliation (being persons temporarily resident within the area of any branch or division of the Association) shall be admitted to affiliated membership of the Association with such privileges as shall be determined by the council.

**Company Number 00008848**

**PART 3 - LOCAL ORGANISATION**

27. (1) The members of the Association shall be formed into separate local bodies styled (in the United Kingdom, Channel Islands and Isle of Man) "divisions" and (elsewhere) "branches".
- (2) Each division or branch shall consist of a body of members and have a local area determined as hereinafter provided.

**Formation, Alteration, Dissolution, etc, of Branches and Divisions**

28. The organisation committee on behalf of council may from time to time determine, recognise and modify what bodies of members and geographical areas shall constitute local representative structures. Not less than one month's notice in writing shall be given to any recognised representative structure to whose boundaries or area any change is proposed. The organisation committee may also, on behalf of council, on giving not less than six months' notice in writing, close down any local representative body.

## **Company Number 00008848**

29. In determining the boundaries or areas of divisions and branches, the organisation committee shall have regard to the expressed wishes of the local bodies concerned, to the importance of maintaining a close relationship with local statutory or functional bodies and other local professional groups, and to transport facilities.

### **Autonomy**

30. (1) Subject to these articles and bye-laws each division, branch or regional council, the constitutions of which shall be determined by the organisation committee on behalf of the council, shall, subject to the terms of the constitution, be free to govern itself in such manner as it shall think fit, and from time to time to make, amend or repeal such rules.
- (2) The governing rules so made, and for the time being in force shall be binding on the members, constituting the division, branch or other body in reference to which they are made. Such rules shall be submitted for approval to the organisation committee, and shall not come into operation unless and until they are approved.

### **Rules of Procedure in Ethical Matters**

31. The rules governing procedure in ethical matters of divisions or branches shall be such as may from time to time be approved by the representative body.

## **PART 4 - GENERAL MEETINGS OF THE ASSOCIATION**

### **Annual General Meeting**

32. The Association shall in each calendar year hold a general meeting as its annual general meeting in addition to any other meetings in that year. Not more than 15 months shall elapse between the date of one annual general meeting and that of the next. The annual general meeting shall be held at such time and place as may be fixed by the board, and if no time is so fixed shall be held on the third Wednesday in September, and if no place is so fixed shall be held at the registered office of the Association.

## **Company Number 00008848**

### **Business of Annual General Meeting**

33. The business of an annual general meeting shall be:
- (1) such business as by statute or by the articles shall for the time being be appointed to be transacted at such meeting, including the appointment of auditors and the fixing of their remuneration; and
  - (2) the reception of such addresses and other communications, and the discussion of such matters pertaining to the medical and allied sciences as the council shall have arranged to be received or discussed at such meeting.
34. The board, having regard to the arrangements of council under article 33(1), shall arrange the order of business of an annual general meeting, and shall fix the times at which matters described under the heads (1) and (2) of article 33 shall respectively be considered. At the conclusion of the business under article 33(1) any remaining business for consideration shall be adjourned by the chair without discussion to such time as may have been appointed by the meeting for the resumed consideration of business of that description.

### **Extraordinary General Meetings**

35. All general meetings other than the annual general meeting shall be called extraordinary general meetings.
36. The board may whenever it thinks fit or at the request of council or upon a requisition made in writing as hereinafter provided by one per cent of the voting membership of the Association convene an extraordinary general meeting.
37. A requisition must state the objects of the meeting and must be signed by the requisitionists and deposited at the registered office of the Association, and may consist of several documents in like form each signed by one or more requisitionist.

## **Company Number 00008848**

38. If the board does not within 21 days from the date of the deposit of a requisition proceed duly to convene an extraordinary general meeting, the requisitionists, or any 100 of them, may themselves convene a meeting for the object specified in the requisition, but any meeting so convened shall not be held after the expiration of three months from the said date. A meeting convened by the requisitionists shall be convened in the same manner as nearly as possible as that in which the general meetings are to be convened by the board.

### **Notice of Meetings and Special Business**

39. Twenty-one days clear notice shall be given in the case of an annual general meeting or in the case of a meeting called for the consideration of a special resolution.
40. Fourteen days clear notice shall be given for the consideration of special business being all business transacted at extraordinary meetings and all business transacted at annual general meetings save for ordinary business as defined in article 33.
41. Notices shall specify the time and place of the meeting and the general nature of the business to be transacted and, in the case of an annual general meeting shall specify the meeting as such. The notice shall be given to members of council, the directors and the auditors.
42. The accidental omission to give notice to or the non receipt of notice by any person entitled to receive notice shall not invalidate the proceedings at any general meeting.

### **Chair**

43. Any director of the Association as nominated by its board of directors shall preside as chair at the opening of each general meeting. In the absence of such nomination from the board, the council chair shall preside, and in their absence a chair shall be appointed by the meeting.

## **Company Number 00008848**

### **Quorum**

44. Except as hereinafter provided no business shall be transacted in any annual general meeting unless there be present a quorum of not less than 100 voting members. In the case of an extraordinary general meeting the quorum shall be one-third of one per cent of the voting membership of the Association. If within one hour from the time appointed for the meeting such quorum be not present, the meeting, if convened upon the requisition of voting members, shall be dissolved. In any other case it shall stand adjourned to the same day in the following week, at the same time and place, and if at such adjourned meeting a quorum be not present, those present shall be deemed to be quorum.

### **Attendance and participation at different places and by electronic means**

45. In the case of any general meeting, the council may, notwithstanding the specification in the notice convening the general meeting of the place at which the chair of the meeting shall preside (the "Principal Place"), make arrangements for simultaneous attendance and participation by electronic means allowing persons not present together at the same place to attend, speak and vote at the meeting (including the use of satellite meeting places). The arrangements for simultaneous attendance and participation at any place at which persons are participating, using electronic means may include arrangements for controlling or regulating the level of attendance at any particular venue provided that such arrangements shall operate so that all members and proxies wishing to attend the meeting are able to attend at one or other of the venues.
46. (1) The voting members or proxies at the place or places at which persons are participating via electronic means shall be counted in the quorum for, and be entitled to vote at, the general meeting in question, and that meeting shall be duly constituted and its proceedings valid if the chair of the meeting is satisfied that adequate facilities are available throughout the meeting to ensure that the voting members or proxies attending at the places at which persons are participating via electronic means are able to:
- (a) participate in the business for which the meeting has been convened; and

## **Company Number 00008848**

- (b) see and hear all persons who speak (whether through the use of microphones, loud speakers, audiovisual communication equipment or otherwise) in the Principal Place (and any other place at which persons are participating via electronic means).
- (2) For the purposes of all other provisions of these Articles (unless the context requires otherwise), the voting members shall be treated as meeting at the Principal Place.
- (3) If it appears to the chair of the meeting that the facilities at the Principal Place or any place at which persons are participating via electronic means have become inadequate for the purposes set out in sub-paragraphs (a) and (b) above, the chair of the meeting may, without the consent of the meeting, interrupt or adjourn the general meeting. All business conducted at the general meeting up to the point of the adjournment shall be valid.

### **Adjournment of Meetings**

- 47. The chair of any general meeting may, with the consent of the meeting, adjourn any business from time to time and from place to place; but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for 14 days or more, at least seven clear days' notice shall be given specifying the time and place of the adjourned meeting and the general nature of the business to be transacted. Otherwise it shall not be necessary to give any such notice.

### **Voting at General Meetings**

- 48. At a general meeting, unless a poll is demanded in writing by at least five voting members, a declaration by the chair that a resolution has been carried, or carried by a particular majority, or lost or not carried by a particular majority, and an entry to that effect in the book of the proceedings of the Association shall be sufficient evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against any such resolution.
- 49. If a poll be demanded by five voting members or more, the same shall be taken in such manner and either at once or after an interval or adjournment, as the chair directs.

## **Company Number 00008848**

50. On a show of hands every member present in person shall have one vote, and upon a poll every member present in person shall have one vote. Votes must be given personally. In case of any equality of votes at any general meeting, the chair shall have a second or casting vote.

### **OFFICERS**

51. Officers of the Association shall be elected in such manner and shall hold office for such term, and shall have and enjoy such duties, powers and privileges as shall be determined from time to time by the articles and bye-laws.
52. The expression "The chief officers" means:
- the representative body chair;
  - the council chair;
  - the treasurer;
  - the deputy council chair.

### **TERMINATION OF DIRECTOR'S/CHIEF OFFICER'S APPOINTMENT**

53. A person ceases to be a director/chief officer as soon as:
- (1) (in respect of directors only) that person ceases to be a director by virtue of any provision of the Companies Act 2006 or is prohibited from being a director by law;
  - (2) a bankruptcy order is made against that person;
  - (3) a composition is made with that person's creditors generally in satisfaction of that person's debts;

## Company Number 00008848

- (4) a registered medical practitioner treating the person concerned gives a written opinion to the Association, which may be sought only with the agreement of the chief officers, stating that that person has become physically or mentally incapable of acting as a director/chief officer and may remain so for more than three months;
- (5) by reason of that person's mental health, a court makes an order which wholly or partly prevents that person from personally exercising any powers or rights which that person would otherwise have;
- (6) notification is received by the Association from that person that they are resigning or retiring from office, and such resignation or retirement has taken effect in accordance with its terms;
- (7) that person is expelled or suspended from membership of the Association in accordance with article 14(6);
- (8) that person is removed from office in accordance with the procedures set out in article 54 or article 85(2);
- (9) that person refuses, without reasonable cause, to submit to a medical examination by a registered medical practitioner when requested to do so for the purposes of subsection (4) of this article;
- (10) that person fails to attend 3 successive board or council meetings without reasonable cause;
- (11) (in respect of directors only) that person ceases to hold the position of office for which they were appointed as director pursuant to article 85(1).

### RESOLUTION TO REMOVE DIRECTOR/CHIEF OFFICER

- 54. (1) The Association may by ordinary resolution at a general meeting remove a director/chief officer before the expiration of their period of office, notwithstanding anything in any agreement between it and them.
- (2) 28 days clear notice is required of a resolution to remove a director/chief officer.
- (3) A vacancy created by the removal of a director/chief officer under this

## Company Number 00008848

section, if not filled at the meeting at which they are removed, may be filled as a casual vacancy.

- (4) This article is not to be taken:
  - (a) as depriving a person removed under it of any compensation or damages which may be due to them in respect of the termination of their appointment as director/chief officer, or
  - (b) as derogating from any power to remove a director /chief officer that may exist apart from this section.

### DIRECTOR'S/CHIEF OFFICER'S RIGHT TO PROTEST AGAINST REMOVAL

- 55. (1) On receipt of notice of an intended resolution to remove a director/chief officer pursuant to article 54, the Association must forthwith send a copy of the notice to the individual concerned.
- (2) The director/chief officer is entitled to be heard on the resolution at the meeting.
- (3) Where notice is given of an intended resolution to remove a director/chief officer pursuant to article 54, and the individual concerned makes, with respect to it, representations in writing to the Association (not exceeding a reasonable length) and requests their notification to members of the Association, the Association shall, unless the representations are received by it too late for it to do so:
  - (a) in any notice of the resolution given to members of the Association state the fact of the representations having been made; and
  - (b) send a copy of the representations to every member of the Association to whom notice of the meeting is sent (whether before or after receipt of the representations by the Association).

## Company Number 00008848

- (4) If a copy of the representations is not sent as required by subsection (3) because it is received too late or because of the Association's default, the director/chief officer may (without prejudice to their right to be heard orally) require that the representations shall be read out at the meeting.

### CHIEF EXECUTIVE

56. The chief executive/interim chief executive shall be appointed and may be dismissed or temporarily suspended by the board of directors, and shall hold office for such period and perform such duties and receive such remuneration as set out in the articles or bye-laws or as the board of directors may from time to time determine, including acting as returning officer in elections. Before appointing the chief executive/interim chief executive, the board of directors shall advertise the post publicly in such manner as it may from time to time determine.
57. (1) The chief executive, being a director, may delegate certain of the powers which are conferred on them under the articles or bye-laws or as the council may from time to time determine:
- (a) to such person or committee;
  - (b) by such means (including by power of attorney);
  - (c) to such an extent; and
  - (d) on such terms and conditions;
- as they think fit.
- (2) The powers which can be delegated include but are not limited to:
- (a) their role as returning officer;
  - (b) their involvement in the disciplinary process as set out in article 14;
  - (c) the repudiation of any strike or industrial action; and

## **Company Number 00008848**

- (d) any other non-statutory roles requested or required of them from time to time which it is reasonable to delegate.
- (3) If the chief executive so specifies, any such delegation may authorise further delegation by any person to whom the powers are delegated.
- (4) The chief executive may revoke any delegation in whole or part, or alter its terms and conditions.

### **EDITOR OF THE BRITISH MEDICAL JOURNAL**

58. The editor of the British Medical Journal shall be appointed and may only be dismissed by the council. Before appointing the editor, the council shall advertise the post publicly in such manner as it may from time to time determine.

### **PART 5 - REPRESENTATIVE BODY**

#### **General Powers**

59. The general control and direction of the policy and affairs of the Association shall be vested in a body of representatives styled "the representative body" whose composition shall be determined in accordance with the bye-laws.

#### **Representative Meetings**

60. (1) The representative body shall hold an annual meeting called the annual representative meeting which shall be convened in every year by the council, and shall be held at such time and place as shall have been prescribed by the Association at a previous annual representative meeting, and if no such time or place shall have been so prescribed, the same shall be determined by the council. The annual session of the Association shall commence with the closing of the annual representative meeting and shall continue until the end of the next annual representative meeting. The representative body may hold other meetings called special representative meetings.

**Company Number 00008848**

- (2) The Scottish, Welsh and Northern Ireland councils shall have power to convene annual meetings of representatives of Scottish, Welsh and Northern Ireland members before each annual meeting of the UK representative body to consider matters of relevance to the profession and to the Association which have been devolved to the Scottish Parliament, the Welsh Assembly and the Northern Ireland Assembly respectively. Decisions taken at such meetings shall be referred to the Scottish council, the Welsh council or the Northern Ireland council which may submit them to the annual representative meeting for consideration.
61. Notwithstanding the provisions of paragraph 60(1), if in any year it appears necessary to the council to add, or subtract, a day or days to the prescribed period of the annual representative meeting, the council may so add, or subtract, a day or days, provided that not less than 14 days' notice be given in such manner as prescribed by the chief executive in consultation with the chief officers. If a day or days be added before the first day prescribed for the annual representative meeting, this shall not affect the provisions to article 63.
62. (1) The council shall submit to the annual representative meeting from time to time proposals as to the time and place for the holding of one or more of the annual representative meetings due to take place in the subsequent five years.
- (2) All persons who have been elected to take office as members of council at the close of an annual representative meeting shall be entitled to take part in such meeting, provided that they shall not be entitled to vote except as authorised by article 66.
- (3) No voting member of the Association who is not a member of the representative body shall be entitled to take part in any representative meeting, except as provided in sub-paragraphs (4) and (5) hereof.
- (4) Notwithstanding anything contained in the previous sub-paragraph hereof the council may resolve that such part or parts as it may specify of any report made to the representative body by the council shall be presented by a member of the Association who is not a member of the representative body, and in such event such person shall be at liberty to address the representative body on such part or parts of such report and to take part in any debate thereon but not to vote.

**Company Number 00008848**

- (5) Notwithstanding anything contained in sub-paragraph (3) hereof the representative body may resolve that a member of the Association who is not a member of the representative body shall be at liberty to propose to the representative body a motion which has been referred to the representative body by the joint agenda committee and in such event such person may address the representative body and take part in any debate on the motion they have proposed but not vote thereon.

**Business of Annual Representative Meeting**

63. The business of the annual representative meeting shall be:

- (1) to elect:
- (a) a president of the Association;
  - (b) honorary members but not foreign corresponding members and Commonwealth corresponding members who are elected by council;
  - (c) to elect by the single transferable voting system, a chair and a deputy chair of the representative body from among its membership;
  - (d) to receive nominations for such other officers and such members of the committees as are required by the articles and bye-laws to be elected by the representative body and to make arrangements for these officers and members to be elected by the single transferable voting system,
- (2) to consider:
- (a) the balance sheet and income and expenditure account, estimate and reports presented by the council and/or the board;
  - (b) the reports of committees instructed to report to such meeting;
  - (c) any motions relating to the adoption of the said reports in whole or in part;

**Company Number 00008848**

- (d) the reports of the branch of practice conferences,
- (3) to recommend to a general meeting alterations to the articles;
- (4) to consider any resolution relating to the promotion of the medical or allied sciences or to the maintenance of the honour or interests of the Association or the promotion of the achievement of high quality health care which shall have been approved and submitted to the representative body by the council, the national councils or the joint agenda committee from a body or group of members entitled to elect or appoint a representative or representatives to the representative body or the Scottish, Welsh or Northern Ireland councils or any of the conferences prescribed by the bye-laws;
- (5) to make alterations to the bye-laws.

Provided always that if any resolution relating to subsections (1) to (5) above:

- (a) proposes the addition of a new bye-law or the amendment or repeal of an existing bye-law; or
- (b) proposes material alteration of or addition to the policy of the Association; or
- (c) involves exceptional expenditure,

it shall only be considered if it has been published in the agenda for the annual representative meeting and such notice has appeared in such manner as prescribed by the chief executive, in consultation with the chief officers, that the agenda has been published on the BMA's website at least three weeks before the date of the meeting unless the representative body shall otherwise decide.

**Special Representative Meetings**

64. (1) Special representative meetings shall be convened at any time by the representative body chair on the requisition of the council, or on the requisition of not less than fifteen percent of the constituent bodies of the representative body entitled to appoint voting representatives under the

## **Company Number 00008848**

bye-laws, provided that at the time of such requisition such constituent body is not deemed to be inactive or disorganised.

- (2) At least 14 days' notice of such meeting shall be given in such manner as prescribed by the chief executive, in consultation with the chief officers, and such notice shall indicate the object for which such meeting is convened.
- (3) No business shall be dealt with by a special representative meeting other than that for which it is specifically convened.
- (4) The council shall have power, by a two-thirds majority, to cancel a requisition it has made in accordance with this article provided that at least 14 days' notice of such cancellation of the meeting is given in such manner as prescribed by the chief executive in consultation with the chief officers.

### **Quorum**

- 65. No business shall be transacted at any representative meeting unless there are present at least one-third of the number of representatives registered to attend the meeting.

### **Voting**

- 66. (1) Those entitled to vote at a representative meeting shall be the elected or appointed members specified in the bye-laws, save that all members of the representative body shall be entitled to vote at an election of the president, the representative body chair and the deputy chair and the treasurer.

## Company Number 00008848

- (2) For the purpose of electing the president, the representative body chair and the deputy chair, the treasurer, and of any standing committees required to be elected by the representative body, votes shall be recorded at such time and in such manner as the representative meeting may decide.
- (3) Except as aforesaid voting shall ordinarily be by show of hands or by the use of an electronic voting system unless before the vote is taken 50 or more representatives present request a recorded vote, in which event the vote shall be taken by a system of recorded voting.
- (4) In speaking and voting upon any matter, the representative or representatives of any division, branch or electing body shall have regard and so far as may be conform to the preponderance of opinion of the members of that division or electing body so far as such opinion is known to them.
- (5) The chair shall in the case of an equality of votes have a casting vote, but shall not otherwise be entitled to vote.

### Majority

67. (1) Resolutions of the representative body which: -
- (a) involve exceptional expenditure; or
  - (b) relate to the articles or bye-laws; or
  - (c) relate to the policy of the Association in matters affecting the honour and interests of the medical profession, shall require to be carried by not less than two-thirds of the votes given thereon.
- (2) The representative body shall have power, in accordance with these articles to regulate the conduct of its business by standing orders and to determine whether and if so which procedural motions shall require a special majority.

## Company Number 00008848

- (3) Resolutions of the representative body which relate to any other business within the powers of the representative body including the rescission of previous resolutions save for resolutions in respect of matters set out in articles 67(1) and (2) shall be carried by a simple majority.

### Minutes

- 68. The minutes of every representative meeting shall as soon as possible after their provisional approval by the representative body chair be transmitted to the council chair, who shall decide either to place them before the council at its next meeting, or to refer them to the appropriate committees for consideration and report to the council. Provided always that all resolutions of the representative body shall be considered by the council as provided in article 69.

### Implementation of Resolutions

- 69. (1) As soon as reasonably practicable (and in any case within six months) after the passing of every resolution of the representative body (except a resolution relating solely to the procedure of the meeting) the council shall consider such resolution.
- (2) Save for resolutions passed in accordance with article 25(3) or which are reserved exclusively to the representative body by the bye-laws the Council shall consider and may resolve that such resolution does not properly represent the wishes of the Association and that a referendum is expedient as provided in the next succeeding article, but such a decision may only be taken if not less than one-half of the elected and voting members of the council be present at the meeting whereat it is proposed and not less than two-thirds of those present and voting vote in favour of such decision.
- (3) If no decision is made by the council that a referendum is expedient it shall be incumbent upon the council (having regard to article 77(2)) to take all reasonable action to implement the resolution of the representative body. Provided always that, should the council subsequently decide that implementation of any resolution would be either untimely or undesirable in the interests of the Association or of its members because of changed circumstances, it may resolve to defer implementation or call for a referendum on the resolution, or for a

**Company Number 00008848**

Plebiscite on related matters, but such a decision may only be taken if not less than one-half of the elected and voting members of council be present at the meeting whereat it is proposed and not less than two-thirds of those present and voting vote in favour of such decision.

- (4) In the event of the council resolving to defer implementation of any resolution, it shall be incumbent upon the council to include a full account of the deferment in its annual report of the proceedings of the Association.
  - (5) If the council shall not have considered any such resolution of the representative body within the said period of six months, or if the requisition prescribed by paragraph (1) of article 70 shall not have been issued within the said period of 14 days, then (subject to sub-paragraph (3) of this article) the resolution shall come into operation immediately upon the expiration of the said period of six months or of the said period of 14 days (as the case may be), and the facts of the resolution having so become operative shall be forthwith published in such manner as prescribed by the chief executive in consultation with the chief officers. Save as aforesaid, the resolution shall have no operation unless and until it shall have been approved either by the council or on a referendum or as determined by a Plebiscite as hereinafter provided, and if and when so approved the same shall come into operation as a valid and effectual decision of the Association.
70. (1) If the council determine that a referendum is expedient, then a nominated officer of the Association shall within 14 days from the date of the determination, send by post to the secretary of each division a requisition requiring them within four weeks to convene a meeting of the members of their division (hereinafter called "the division meeting") for the purpose of considering the resolution, and shall with each such requisition transmit such observation on the subject of the resolution as the council may direct.

## **Company Number 00008848**

- (2) The secretary of each division shall convene the division meeting accordingly and shall immediately after the holding thereof certify in writing to the council the number of the votes given at the division meeting for and against the resolution.
  - (3) If the aggregate number of votes given for the resolution at all the division meetings shall exceed the aggregate number of votes given against the resolution at all the division meetings, the same shall be deemed to have been approved on a referendum. Provided that for the purpose of this provision no vote shall be reckoned unless the same shall be included in such certificate as aforesaid and such certificate shall have been received at the head office of the Association within eight weeks after the date of the said meeting of the council.
71. (1) If the council determine that a plebiscite (of all members resident in the United Kingdom) is expedient, then a nominated officer of the Association shall within 14 days from the date of the determination send by post to each voting member (resident in the United Kingdom) a ballot paper together with such observations on the subject of the ballot as the council may direct.
- (2) Provided that for the purpose of this plebiscite only those ballot papers duly completed and returned to the head office of the Association within 23 days - or in the case of great urgency such lesser period (not being less than seven days) as the council may determine - from the date of despatch from that office shall be counted.

## **PART 6 - COUNCIL AND COMMITTEES**

### **Powers and Duties**

72. The council is the body responsible for the lawful conduct of the Association as a recognised trade union and as a professional association. The council shall exercise such powers and do such acts and things as may be exercised or done by the Association or are conferred on it pursuant to the articles and bye-laws and are not, by the provisions of any statute or of the articles, directed to be exercised or done by the board, a general meeting or by the representative body. In particular the council shall have power, in the interval between successive meetings

## **Company Number 00008848**

of the representative body, to formulate and implement policies (not being inconsistent with any policy already laid down by the representative body and subject to article 77(2) on any matter affecting the Association and with due regard to the position and political environment of members in the each of the UK countries.

(1) The councils of the devolved nations share in the responsibility for the lawful conduct of the Association as Trade Union and Professional Association in their respective nations, being directly answerable to the BMA council for this responsibility.

(2) The Councils of the devolved nations shall have power to independently formulate and implement policies with due regard to the position and policies of the wider association, and the other countries of the UK, which are relevant and applied solely to their devolved nation context.

### **Composition**

73. The council shall consist of such ex-officio and voting members as may be specified by the bye-laws.

### **Powers of Incomplete Council**

74. In default of, and until election of, a member or members, or so far as such election shall not be complete, all the powers conferred on the council shall belong to and be exercised by the elected members whatever their number.

### **BOARDS, COMMITTEES AND STANDING COMMITTEES**

75. Boards and committees, some of which may be designated standing committees, may be appointed by the representative body or the council with such names and in such manner and on such terms as they may subject to the provisions of the articles and bye-laws think proper.

## **PART 7 – BOARD OF DIRECTORS**

### **Directors' general authority**

## **Company Number 00008848**

76. (1) Subject to the articles, the directors shall be responsible for the management of the finances and general administration of the Association and shall ensure the implementation of the strategic and operational objectives and resolutions made by council pursuant to these articles and bye-laws.
- (2) The directors shall not permit a disposal of any material asset of the Association other than in the ordinary course of business without the approval of the members.

### **Council and implementation of Resolutions**

77. (1) Members of the council may, by simple majority, recommend the board to take, or refrain from taking, specified action.
- (2) The minutes of every council meeting shall as soon as possible after their approval by the council chair be transmitted to the board. As soon as reasonably practicable after the passing of every resolution of the council (including its decisions to implement the resolutions of the representative body as provided in article 69 but excluding any resolution relating solely to the procedure of the meeting) the board shall consider such resolution. With regard to every resolution passed by the council in accordance with the powers conferred on it under these articles and bye-laws the board shall take all reasonable action to implement the resolutions of the council. Provided always that having regard to the powers and duties incumbent on the directors whether under these articles or at law, should the board decide that implementation of any resolution would be undesirable in the interests of the Association or of its members, the board shall refer such matter back to the council, together with its reasons, for further consideration and debate.

### **Directors may delegate**

78. Subject to the articles and without prejudice to article 57, the directors may delegate any of the powers which are conferred on them under the articles:
- (1) to such persons bodies or committees;

**Company Number 00008848**

- (2) by such means (including by power of attorney);
- (3) to such an extent;
- (4) in relation to such matters or territories; and
- (5) on such terms and conditions,

## Company Number 00008848

as they think fit or as otherwise permitted under the articles. In particular, the directors shall maintain a finance committee which shall have such membership and have such duties and powers as set out in article 79.

### Finance committee

79. (1) The finance committee shall consist of fifteen members namely: seven members of council as may be elected and/or replaced by council from time to time from among its members (by way of such process as determined by council) provided that no such member of council elected shall hold a seat on the board at the same time; the council chair; the deputy chair of council, the representative body chair; the treasurer; the chief executive; the group chief financial officer and two lay persons not being medical practitioners (or employees of the Association) but being qualified and experienced in business and commerce provided that no such lay person appointed shall hold a seat on the board at the same time. Each member of the finance committee as may be elected by council or being a lay person shall hold office for two years from the date of their appointment and shall be eligible for re-election or re-appointment at the expiry of their term of office. In default of, and until election of, a member or members, or so far as such election shall not be complete, all the powers conferred on the finance committee shall belong to and be exercised by the serving members whatever their number.
- (2) The finance committee shall ordinarily be chaired by the treasurer, but may be chaired in their absence by another chief officer of the Association.
- (3) The role of the finance committee shall be to take decisions on matters affecting the finances of the Association and, where appropriate, advise, report and make recommendations to the board on those matters. In particular (and as may be varied by the directors from time to time) to:
- (a) consider, annually, the Association's long-term strategic and operational business objectives for recommendations to the board;

## Company Number 00008848

- (b) consider, annually, the Association's medium-term financial projections and principal financial aims;
- (c) consider the Association's annual budget;
- (d) monitor actual financial results against budget and, where necessary, take appropriate remedial action;
- (e) consider and assist with the preparation of the annual report of the directors and financial statements;
- (f) consider, annually, the Association's statement of investment objectives for its accumulated reserves, and monitor investment performance;
- (g) consider, annually, the level of membership subscriptions;
- (h) consider major financial proposals where the sums involved exceed any limits established by the board or the council from time to time;
- (i) exercise any of the rights, duties and discretions of the Association under any staff pensions schemes;
- (j) consider major proposals relating to the terms and conditions of employment of the Association's employees and their financial implications;
- (k) establish the following subcommittees having such constitution and terms of reference as determined by it from time to time:  
investments subcommittee; BMA Giving.

### Directors to take decisions collectively

80. (1) The general rule about decision-making by directors is that any decision of the directors must be either a majority decision at a meeting or a decision taken in accordance with article 81.

## **Company Number 00008848**

- (2) Subject to the articles, the directors may make any rule which they think fit about how they take decisions or exercise their equal voting rights, and about how such rules are to be recorded or communicated to directors.

### **Unanimous decisions**

- 81. (1) A decision of the directors is taken in accordance with this Article when all eligible directors indicate to each other by any means that they share a common view on a matter.
- (2) Such a decision may take the form of a resolution in writing, copies of which have been signed by each eligible director or to which each eligible director has otherwise indicated agreement in writing.
- (3) References in this article to "eligible directors" are to directors who would have been entitled to vote on the matter had it been proposed as a resolution at a directors' meeting.

### **Meetings of Directors**

- 82. (1) The board of directors shall meet on at least a bi-monthly basis. At least seven days before each meeting of the directors a copy of the agenda will normally be sent to each director. The agenda will contain all the items of business at that time known to require consideration. Matters for the directors' consideration which arise subsequently will be included on a supplementary agenda, which will be sent to the directors if time permits, or otherwise issued at the meeting.
- (2) Without prejudice to article 82(1) any director may call a directors' meeting at any time by giving reasonable notice of the meeting to the directors.
- (3) Notice of any directors' meeting must indicate: (a) its proposed date and time; (b) where it is to take place; and (c) if it is anticipated that directors participating in the meeting will not be in the same place, how it is proposed that they should communicate with each other during the meeting. Notice of a directors' meeting must be given to each director, but need not be in writing.

## Company Number 00008848

### Participation in Directors' meetings

83. (1) Subject to the articles, directors participate in a directors' meeting, or part of a directors' meeting when; (a) the meeting has been called and takes place in accordance with the articles; and (b) they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.
- (2) In determining whether directors are participating in a directors' meeting, it is irrelevant where any director is or how they communicate with each other.
- (3) If all the directors participating in a meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is.

### Quorum for Directors' meetings

84. (1) At a directors' meeting, unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting.
- (2) The quorum for a directors' meeting may be fixed from time to time by a decision of the directors, but it must never be less than one third of the total number of directors appointed at the time of such meeting and such persons present to include at least one of the chair of the council or the treasurer.

### Constitution of the Board of Directors

85. (1) The constitution of the board shall be as fixed by council from time to time, but unless otherwise fixed shall consist of 11 persons to include: (a) the council chair; (b) the representative body chair; (c) the treasurer; (d) the deputy chair of council; (e) three medical persons as may be elected and/or replaced by council from time to time from among its members (by way of such process as determined by council) and such persons not to be appointed to the finance committee at the same time; (f) the chief executive; (g) the group chief finance officer; and (h) one lay (non-medical) person experienced in business and commerce to be elected and/or replaced by council from time to time (by way of such process as

## Company Number 00008848

determined by council) and(i) the BMJ chair. . Each director appointed pursuant to article 85(1) (e) and (h) shall hold office for two years from the date of their appointment and shall be eligible for re-election at the expiry of their term of office. In default of, and until election of, all persons to the board, or so far as such election shall not be complete, all the powers conferred on the board shall belong to the serving members of the board whatever their number (subject to article 84).

- (2) council may also appoint additional persons as directors by a simple majority of council. The BMA Board must comprise a minimum majority of two BMA members. Council shall also have the power at any time to remove a director and make an alternative appointment in their place. Any such removal and subsequent appointment shall be made by a simple majority of council.

### Chairing of directors' meetings and casting vote

86. (1) The council chair shall act as the board of directors chair but in their absence the treasurer shall chair their meetings.
- (2) If the number of votes for and against a proposal are equal, the council chair, or in their absence the treasurer as chair of the meeting, shall have a casting vote.

### Conflicts of interest

87. (1) If a proposed decision of the directors is concerned with an actual or proposed transaction or arrangement with the Association in which a director is interested, that director is not to be counted as participating in the decision making process for quorum or voting purposes unless sub-paragraph (2) applies.
- (2) This paragraph applies when: (a) council, by simple majority disapplies the provision of the articles which would otherwise prevent a director from being counted as participating in the decision making process; or (b) the director's interest cannot reasonably be regarded as likely to give rise to a conflict of interest.

## **Company Number 00008848**

- (3) For the purposes of this article, references to proposed decisions and decision making processes include any directors' meeting or part of a directors' meeting.
- (4) Subject to sub-paragraph (5), if a question arises at a meeting of directors or of a committee of directors as to the right of a director to participate in the meeting (or part of the meeting) for voting or quorum purposes, the question may, before the conclusion of the meeting, be referred to the chair whose ruling in relation to any director other than the chair is to be final and conclusive.
- (5) If any question as to the right to participate in the meeting (or part of the meeting) should arise in respect of the chair, the question is to be decided by a decision of the directors at that meeting, for which purpose the chair is not to be counted as participating in the meeting (or that part of the meeting) for voting or quorum purposes.

### **Board to report to council and working with committees**

88. (1) The board shall submit a report on its activities since the date of its last report to each meeting of council.
- (2) The board shall work together with any duly appointed committee or board of the council as reasonably required to enable such committee or board to perform its duties pursuant to the bye-laws.
  - (3) The audit and risk committee to report to the board of directors in accordance with the Companies Act and the bye-laws (the committee also having a reporting line to council in accordance with the bye-laws).
  - (4) The board to establish the following subcommittees having such constitution and terms of reference as determined by it from time to time: cases committee; conferences subcommittee; appointments oversight subcommittee.

**Company Number 00008848**

**PART 8 - MISCELLANEOUS**

**VALIDITY OF PROCEEDINGS**

89. The proceedings of the directors, representative body or of the council, or of any committee or other body acting under the articles, shall not be invalidated by any accidental omission to give any notice thereby required or by any vacancy among their members or by any defect in the election or qualification of any of their members.
90. Where by the articles any act or thing is required to be done by the Association, the same may be done by such officer of the Association as the council may appoint for the purpose.

**EXPENSES**

91. (1) The expenses of attending any representative meeting within the United Kingdom of members of the representative body and any other persons attending the representative body by a resolution of the council under article 62(4) shall be defrayed out of the general funds of the Association. Attendance of such members of the representative body for this purpose shall be construed to mean attendance at each session of the representative meeting, unless the council shall be satisfied that good cause existed for absence from any particular session or sessions;
- (2) The council shall defray in like manner the expenses within the United Kingdom of all members attending meetings of the council, the board of science or of any committee or any specific meeting and shall have power also to defray the expenses of other duly authorised persons attending any such meetings or meetings of the representative body.
- (3) The expenses of directors attending any meeting of the directors under article 82 may be defrayed out of the general funds of the association as may the expenses of any duly authorised persons attending any meetings of the finance committee.
92. The council shall determine what shall be considered an attendance for the purpose of the said article. Nothing in the said article contained shall operate to

## **Company Number 00008848**

prohibit the payment by the Association of any other expenses which the Association may deem proper to pay as being conducive to the interests of the Association.

93. The expenses referred to in article 91 are the travelling expenses within the United Kingdom and Northern Ireland of that person, together with such other expenses as in any particular case may be deemed proper, at rates to be determined from time to time by the directors.

### **FINANCIAL AND OTHER REPORTS AND AUDIT**

94. The board shall at least once in every calendar year lay before the Association in general meeting an income and expenditure account for the period since the preceding account, made up to a date not earlier than the date of the meeting by more than nine months. The board shall also cause to be made out in every calendar year and to be laid before the Association in general meeting a balance-sheet as at the date to which the income and expenditure account is made up. Every such balance-sheet shall be signed on behalf of the board and shall have attached to it a report by the directors with respect to the state of the Association's affairs and the amount, if any, which they propose to carry to reserves. It shall also have attached to it the auditors' report and such other documents as shall be required by law.
95. The board shall also annually prepare an estimate of the probable income and expenditure of the Association for the coming year and a report of the proceedings of the Association for the past year and the balance-sheet and income and expenditure account and the said estimate and reports, once approved by council, shall be presented to the annual representative meeting.

### **Publication of Reports**

96. A copy of each of the said documents shall be published in such form and in such manner as the board may from time to time determine, including electronically on the Association's website, not less than 22 days before the annual general meeting, or not less than one month before the annual representative meeting.
97. The council shall have power to present to any representative meeting such

## **Company Number 00008848**

further report or reports as it may deem advisable, and the same shall be published in such form and in such manner as the council may from time to time determine, including electronically on the Association's website if time permits.

### **PUBLICATIONS**

#### **Journal**

98. A journal, under the title of the British Medical Journal, shall be published by or on behalf of the Association. The editor shall be responsible for all that appears therein and in the student edition thereof, except such matters as are inserted in accordance with the articles, or by direction of the council.

#### **Other Publications**

99. Such lists of medical practitioners, records of transactions and other papers of interest to the medical profession shall be published as and when the council may think fit.

### **NOTICES**

100. (1) A notice may be served by the Association upon any voting member either personally or by sending it through the post in a prepaid letter, addressed to such member or medical student member at their address appearing in the register of members at their last known address, or by publication of such notice in such manner as prescribed by the chief executive in consultation with the chief officers.
- (2) A notice may be served on any division or branch serving the same as aforesaid on the Secretary of such division or branch, and if there be none, then on any two members of such division or branch.
- (3) Any notice, if served by post, shall be deemed to have been served on the fourth day following that on which the letter, or a copy of the Journal containing the same, is posted, and in proving such service it shall be sufficient to prove that the letter, or a copy of the Journal containing the notice, was properly addressed and put into the Post Office.

**Company Number 00008848**

**SEAL**

101. The board shall provide for the safe custody of the seal of the Association, and the seal shall not be used except in pursuance of a resolution of the board or council and in the presence of at least one director or one member of the council and of the secretary or their properly authorised deputy who shall sign every instrument to which the seal is affixed.

**HONOURS OF THE ASSOCIATION**

102. The Association may from time to time in accordance with the bye-laws elect or appoint individuals to such honours as may be provided for in the bye-laws.

**SMOKING**

103. The smoking or use of tobacco, and the use of e-cigarettes, including vaping or similar, shall be prohibited at all BMA events, whatever their nature and venue.

**BYE-LAWS**

104. Save as so far as determined by statute or by the articles the constitution and mode of government of the Association, the rights and obligations of every member and separate body or special group of members thereof, and of every medical student member, the appointment, duties, powers, and privileges of all officers, and of all councils, committees, and governing and administrative bodies both of the Association and of every division and branch, shall be such as may from time to time be prescribed or determined by or in accordance with the bye-laws, and the bye-laws may from time to time be added to, amended, altered, or repealed by the representative body, subject to the provisions herein before contained with respect to a resolution of that body for the purposes aforesaid.
105. In the event of any conflict or inconsistency between the articles and the bye-laws, these articles shall prevail.

**INDEMNITY**

106. Subject to the provisions of the Companies Act 1985 and the Companies Act 2006, the Association may:

**Company Number 00008848**

- a) indemnify, directly or indirectly and to any extent, any person who is or was a director or member of the council (including by funding any expenditure incurred or to be incurred by him) against any loss or liability, whether in connection with any proven or alleged negligence, default, breach of duty or breach of trust by him in relation to the Association or otherwise in connection with his role as a member of the council or officer of the Association;
  - b) purchase and maintain insurance for any person who is or was a director or a member of the council against any loss or liability or any expenditure he may incur, whether in connection with any proven or alleged negligence, default, breach of duty or breach of trust by him in relation to the Association or otherwise in connection with his role as a member of the council or officer of the Association.
107. A director or member of the council may vote at a meeting of the directors or council (as appropriate) on a resolution concerning a matter which falls within any of the following sub-paragraphs:
- a) the resolution relates to the giving to them of any indemnity which is on substantially the same terms as indemnities given or to be given to all of the other directors or members of the council (as appropriate);
  - b) the resolution relates to the funding by the Association of his expenditure on defending proceedings or the doing by the Association of anything to enable him to avoid incurring such expenditure, in either case where arrangements for substantially the same have been made or are to be made in respect of all other directors or members of the council (as appropriate);
  - c) the resolution relates to the purchase or maintenance for any director or member or members of the council of insurance against any liability.

**APPOINTMENT AND REMOVAL OF AN ASSURER**

108. The Association shall be permitted to appoint and remove an assurer in accordance with applicable trade union legislation.

**Company Number 00008848**

**BYE-LAWS OF THE ASSOCIATION**

**PART 1 - MEMBERSHIP**

**Election**

1. (1) In the case of a division or branch the mode of election of members shall be as follows:
    - (a) every candidate shall forward their application to the Association at the head office stating the basis on which they are eligible for membership of the Association;
    - (b) candidates may be required to give further information on request;
    - (c) unless otherwise notified every candidate shall upon the expiry of three months from the date on which such candidate's properly completed application form and payment was received by the Association at the head office be deemed to have been elected with effect from the date upon which the properly completed application form and payment was received by the Association at the head office unless there appears to the organisation committee chair to be a valid reason for the disapproval of such application. In such case the relevant information shall be reported to council so that a formal decision may be made in regard to the application for membership;
    - (d) such election shall be notified to the secretary of the division or branch in whose area the candidate resides.
  - (2) In the case of medical student membership an applicant shall be deemed to have been elected within one month of the date of the receipt of their application at head office unless there appears to the organisation committee chair to be a valid reason for the disapproval of such application. In such case the relevant information shall be reported to council so that a formal decision may be made in regard to the application for medical student membership. It shall be one of the privileges of a medical student member to retain their medical student membership for such period as council may from time to time determine.
2. Not allocated.

## **Company Number 00008848**

### **Election of Officers of Services**

3. Notwithstanding anything contained in bye-law 2 officers on the active list of any of the medical branches of the Armed Forces, Diplomatic services and HM Overseas Civil Service shall be eligible for election as members of the Association and with such benefits of membership as council may from time to time determine.

### **Honorary Classes of Membership**

#### **Election of Honorary Members**

4. The election of honorary members shall be by the representative body on the recommendation of the council.
5. (1) Eligibility for election as an honorary member shall include any person who in the opinion of the council;
  - (a) is not eligible for ordinary membership of the Association; and
  - (b) is in the opinion of the council distinguished by eminent services rendered to medical science, to the medical profession or to the Association.
- (2) Every such nomination shall be sent to the chief executive/secretary and notice thereof shall be sent from that office to every member of the council together with or as part of the Agenda for the meeting of the council at which the election is proposed to be held, and the nominee, if qualified as herein before provided, may be elected to be a foreign corresponding member or a commonwealth corresponding member of the Association by a resolution passed by the council at that meeting or any adjournment thereof by a majority of not less than two-thirds of those present and voting.

## **Company Number 00008848**

- (3) A foreign corresponding member or a Commonwealth corresponding member shall be entitled to receive weekly a free copy of the Journal.
- 6. Honorary members shall have none of the liabilities of members as regards subscriptions and shall not be entitled to receive notices of general meetings or to any vote, but shall have such privileges as may be conferred upon them as determined by council.
- 7. Every honorary member shall cease to be such a member upon a resolution of the council to that effect passed by a majority of not less than two-thirds of those present and voting.

### **Honoraria and Expenses**

- 8. All individuals engaged in BMA business, eligible for BMA membership, must be and continue to be BMA members in order to be eligible for honoraria.
- 9. to 13. Not allocated.

## **PART 2 - LOCAL ORGANISATION**

### **Honorary Secretaries of Divisions, Branches and Regional Councils**

- 14. Each branch, division and regional council shall have an honorary secretary who shall be a member of the Association and such honorary secretary or such other official of the branch, division or regional council as the council may approve shall be the official medium of communication with the Association and with other branches, divisions and regional councils.

### **Annual Reports**

- 15. (1) Not later than the 22nd day of March in every year each division shall furnish to the council a report of its proceedings during the year ended on the previous 31st day of December, a statement of its numbers and a financial statement, in such form as the council may from time to time prescribe.

## **Company Number 00008848**

- (2) The branch council shall, in respect of each year ended on previous 31st day of December furnish to the council a like report and statement of the proceedings, its numbers and finances of the branch.

### **Regional Councils**

16. There shall be 10 regional councils in England, the constitutions of which shall be determined by the organisation committee on behalf of council.

### **Local Management: Divisions**

17. The management of the affairs of each division shall save as otherwise provided in the articles and bye-laws be vested in an executive committee composed of such members of the Association as the division may by its rules decide.

### **Divisional Meetings**

18. General meetings of each division shall be held:
  - (1) for the appointment of officers;
  - (2) for the formation of motions for submission to the annual representative meeting (motions may be agreed electronically and must have the agreement of at least five members of that division); and
  - (3) for the purpose of considering the agenda of that annual representative meeting, and instructing the representative or representatives thereon.

### **Joint Committees and Joint Meetings of Divisions**

19. (1) Any division may concur with any other division or divisions in appointing a joint committee for any purpose in which those divisions are jointly interested, and in conferring with or without conditions or restrictions on any such joint committee any powers which each appointing division might exercise if the purpose related exclusively to the area of such appointing division, and in providing for the constitution and term of office of such joint committee.

## **Company Number 00008848**

- (2) Where the members of two or more divisions desire to meet in combination for the purpose of discussing matters in which those divisions are jointly interested, or for the appointment of any such joint committees as aforesaid, such meeting may be convened by the secretaries of those divisions jointly or by agreement by one of such secretaries.

### **Change of Divisions**

20. (1) Any member whose address as registered for the time being in the register of members of the Association is within the United Kingdom may apply to become an ordinary member of a division other than that in whose area they reside. Every such application shall be forwarded to head office and shall include a statement of the reasons therefor.

If at the time the council shall form the view that a change was registered without there being proper reason therefor, the council shall investigate the matter and may if it thinks fit retrospectively restore the member's former address in the register. Subject as aforesaid such proposed change shall become effective immediately upon receipt by the Secretary of the Association.

- (2) The result of any such application shall be notified forthwith by head office to the secretary of each of the divisions concerned and (where appropriate) the necessary entries shall immediately upon receipt by the Secretary of the Association be made in the register of members of the association.

### **Conduct and Activity of Divisions**

21. (1) If at any time any division shall in the opinion of the council have acted in a manner contrary to the honour and interest of the Association or of the medical profession or if the executive committee of a division shall not be properly constituted, it shall be competent for the council to do anything which may appear to it expedient for restoring and safeguarding the honour and interests of the profession and of the Association, and to that purpose to appoint members of the division executive committee and for the council itself to act in the place of and to exercise and perform all or any of the powers and duties of the division executive committee.

**Company Number 00008848**

- (2) Notwithstanding the provisions of (1) above, if at any time any division shall in the opinion of the council have become inactive or disorganised it shall be competent for procedures to be enacted to transfer the administration of such a division to any other division or divisions, subject to such procedures and safeguards as the council shall agree from time to time.

**Local Management: Branches**

- 22. The management of the affairs of each branch shall, save as otherwise provided in the articles and bye-laws be vested in a branch council, composed of the following persons (being members of the Association):
  - (1) such officers of the branch as the branch shall by its rules declare to be members ex-officio of the branch council;
  - (2) such medical members (if any) of any local council or committee formed under any statute, ordinance or other governmental order and such representatives (if any) of any local medical society as the branch may appoint or the branch council may co-opt to be members of the branch council;
  - (3) such other members of the Association as the branch may by its rules decide.

**Branches: Special Powers**

- 23. (1) A branch shall be competent from time to time to adopt by the vote of a general meeting of the branch, and without the approval of the council, and use, at the expense of its own members and for the benefit of such members, or for the benefit of the local profession, any means authorised by the memorandum of association for the attainment of any of the objects of the Association, notwithstanding that such means shall not have been adopted, or shall not for the time being be used by the Association generally, but without power to impose any liability upon, or to pledge the credit of the Association in connection with any act, matter or thing done in pursuance of, arising out of such adoption or user. Any such adoption shall forthwith be notified to the council by the branch.

## **Company Number 00008848**

- (2) A branch shall be competent from time to time to adopt by the vote of a general meeting of the branch, and without the approval of the council rules dealing with all or any of the following matters, which rules shall be binding upon the members of the branch:
- (a) the payment by members of the branch of any additional subscription under bye-law 26;
  - (b) the number, duties and designation of office-bearers of the branch (who must be members of the Association), provided that the branch shall at all times have an honorary secretary;
  - (c) the holding of meetings of the branch and the business to be considered thereat;
  - (d) the voting by proxy at any such meeting and at any meeting of the branch council;
  - (e) the privileges of ordinary membership of the branch, other than the right to attend meetings convened for the consideration of Association business;
  - (f) any other matter as to which the council may, from time to time, authorise the branches to make rules without the approval of the council.
- (3) A branch shall not be competent from time to time to adopt by the vote of a general meeting of the branch rules dealing with the eligibility of practitioners not registered or provisionally registered in the United Kingdom for election by the branch as ordinary members of the Association of the branch.

### **Powers as to Disorganised or Inactive Branch**

24. If at any time any branch shall in the opinion of the council have become disorganised or inactive, or if the branch council shall not be properly constituted, it shall be competent for the council to do anything which may appear to it expedient for restoring the organisation and activity of the branch, and for that purpose to appoint members of the branch council and to convene

## **Company Number 00008848**

or provide for the convening of the branch council, and for the council to act in the place of and to exercise and perform all or any of the powers and duties of the branch council.

### **Special Subscriptions to Divisions and Branches**

25. It shall be competent for any division or branch offering special privileges to its members to require a special subscription from those members who desire to avail themselves of such special privileges, and it shall likewise be competent for any division or branch to charge such special subscription as it may think proper to its extraordinary members; but no ordinary member of any division in the United Kingdom shall be called upon to pay any further subscription than that paid to the Association as a condition of enjoying any ordinary privilege of membership of such division.

### **Subscriptions to Branches**

26. It shall be competent for any branch by rule (approved as hereinafter provided), to require each member of such branch to pay (in addition to their subscription to the Association and to any such special subscription) an annual subscription of such amount as may be deemed by such branch to be necessary for defraying expenses occasioned by the special circumstances of such branch, and not capable of being defrayed out of any grant from the funds of the Association made in pursuance of these articles. No such rule shall have effect unless and until it shall have been approved by the branch by a majority of not less than three-fourths of the members present and voting at a general meeting of the branch specially convened to consider the proposed rule, of which meeting not less than 21 days' notice shall have been given to all the members of the branch.

### **Grants to Divisions and Branches**

#### **Ordinary Grants**

27. The treasurer of the Association shall annually pay or allow, out of the funds of the Association, to the treasurer of each division or branch, such sum as the Council shall order to be paid for the purpose of carrying out the powers and functions of that division or branch or regional council.

## **Company Number 00008848**

### **Supplementary Grants**

28. (1) In addition to ordinary grants the council, on the application of any division or branch, shall have power (subject to article 77(2)) to make a supplementary grant of such amount as the council may deem proper.
- (2) All applications for supplementary grants shall be referred by the council to the organisation committee for report thereon, and, in considering the same, the said committee and council shall have regard to the evidence of work done by or through the agency of such division or branch for the Association or the medical profession.

### **PART 3 - REPRESENTATIVE BODY**

29. The representative body shall consist of the following:
- (1) the representative body chair, the representative body deputy chair, the president of the Association and the respective chairs of all standing committees for the time being in existence, all of whom shall be ex-officio (non voting);
- (2) the members of council for the time being in office or elected to take office (non-voting);
- (3) voting members of the Association elected or appointed by the electing bodies set out in Bye-Laws 31 to 34 and such other electing bodies as council shall from time to time determine;
- (4) as voting members, members of the ARM agenda committee elected to serve on the committee at the previous year's annual representative meeting.
30. All representatives shall have been elected or appointed no later than one week before the annual representative meeting at which they are due to take up office.
31. **Divisions**
- (1) Each division shall elect at least one divisional representative and council shall annually allocate the remaining seats for divisional representatives,

## Company Number 00008848

the total not to be less than half the membership of the representative body.

- (2) In any one year where a division is entitled to elect two representatives, not more than one shall be in the same primary branch of practice as defined in bye-laws 56 (2) 2.2 and 58 (4).
- (3) In any one year where a division is entitled to elect three or more representatives not more than two shall be in the same primary branch of practice as defined in bye-laws 56 (2) 2.2 and 58 (4).
- (4) All elections of divisional representatives and of their deputies shall take place no later than 22 February next before the annual representative meeting at which the representatives are due to take office.
- (5) The secretary of each division shall not later than 1 March preceding the annual representative meeting, or such other date as council shall from time to time determine, give notice to the Association at its registered office of the name, address and primary branch of practice of each representative and deputy representative elected by their division.
- (6) Any seats to which no eligible representative has been elected in accordance with bye-law 31 (5) above, shall be reallocated by council as it shall from time to time determine.
- (7) In allocating seats in accordance with bye-law 31 (6), council shall have due regard to the proportion of members residing in the geographical area of the electing bodies and the branch of practice balance of seats already elected.
- (8) Each division shall elect a member or members of the Association who (or one of whom in such order of precedence as may be fixed by the division at the time of the election) shall act as deputy in place of any representative of that division at any representative meeting in the event of that representative being unable or unwilling to attend such meeting and any such deputy shall, for the purposes of such meeting, be the representative of the division so electing them.
- (9) Such deputy or deputies, who shall normally, but not necessarily, belong to

## Company Number 00008848

the same primary branch of practice as the representative for whom they act as deputy, shall be elected at the time and in the manner provided with respect to the election of representatives.

32. At the annual representative meeting or another conference of the BMA, a non-executive director and/or a staff director of the Association may raise a point of information during a debate or otherwise (with the permission of the chair).

### 33. Representatives of branches of practice

- (1) Council shall annually allocate seats to representatives of each of the branch of practice groups defined under bye-law 56 (2) 2.2.
- (2) Council shall apportion seats for branch of practice representatives according to the proportionate membership of the Association by primary branch of practice over the twelve months preceding 1 October next before the annual representative meeting at which the representatives are due to take office.
- (3) The election of representatives of branch of practice shall be undertaken by members of such electing bodies representing each branch of practice as shall be nominated by council in such manner as those electing bodies shall from time to time determine.

### 34. Other electing bodies

- (1) Junior members forum

There shall be four representatives elected by the junior members forum appointed in such manner as the forum shall from time to time determine of whom at least one shall not have general practice or junior doctor as their primary branch of practice.

- (2) Conference of honorary secretaries of BMA divisions and regional councils

There shall be two representatives appointed by the conference of honorary secretaries of BMA divisions and regional councils elected in such

## Company Number 00008848

manner as the conference shall from time to time determine.

### (3) Representatives appointed by council

The council shall annually appoint representatives in order to provide representation on the representative body for minority groups who would in the opinion of the council otherwise be unrepresented or inadequately represented, appointed in such manner as the council shall from time to time determine.

## 35. **Deputies**

Each electing body shall elect a deputy or deputies being members achieving the greatest number of votes next after those elected as representatives or in such other manner as the electing body shall from time to time determine. Such deputies shall act in place of any representative of that electing body at any representative meeting in the event of the original representative being unwilling or unable to attend such meeting and shall, for the purposes of such meeting, be the representative of the electing body electing them.

## 36. **Term of Office of Representatives; Resignation; Casual Vacancies**

- (1) Any representative and deputy shall come into office at the commencement of the annual representative meeting next succeeding the date of their election or appointment and shall (unless they shall die or resign) continue in office until the commencement of the annual representative meeting in the following year.
- (2) Any representative or deputy elected or appointed may resign their office by notice in writing to the Association at the registered office, and, in addition, in the case of a representative or deputy elected by a division by notice in writing to the divisional secretary.
- (3) A casual vacancy caused by the death or resignation of a representative or deputy shall be filled by the electing body. The person elected or appointed to fill any casual vacancy shall retain office so long as the representative or deputy in whose office such vacancy shall have occurred would have retained the same if such vacancy had not occurred.

## **Company Number 00008848**

- (4) A division may, by resolution passed by a majority of not less than two-thirds of the members present and voting at a meeting of the division specifically convened for the purpose, request any representative or deputy representative of that division to resign their office and if they fail to do so within seven days they shall be deemed to have resigned that office. Any such meeting shall be convened by the divisional secretary upon a request in writing signed by not less than ten members of the division and delivered to the divisional secretary. A copy of any resolution passed at such meeting shall be sent forthwith by the divisional Secretary to the representative or deputy representative in question.

37. In discharging its obligations under bye-laws 29-34 council shall have regard to advice from the organisation committee.

38 to 44. Not allocated

### **Representative Body Chair and Deputy Chair**

45. (1) The representative body chair and the deputy chair shall be elected for a term of three years at the annual representative meeting, and shall enter upon the duties of their respective offices at the close of that annual representative meeting.
- (2) Notwithstanding the provisions of 45(1) the term of the office of the representative body chair and the deputy chair in post at the time of adoption of that bye-law shall be three years from the time of their first election to that office and this bye-law 45(2) shall expire at such time as that representative body chair and as that deputy chair demit that office.
- (3) Neither the representative body chair nor the deputy chair shall, while holding office as representative body chair or deputy chair (as the case may be), act as the representative of any division or electing body.

### **President, President-Elect, Immediate Past President**

46. The president of the Association shall be elected at an annual representative meeting, and at the time of any such election the representative body shall decide the year in which they shall assume office. Every president shall enter upon the duties of their office at their installation at the time of the annual representative meeting in the year so nominated and shall hold office until the installation of their successor at the time of their successor's installation at the

## **Company Number 00008848**

next succeeding annual representative meeting. During the presidency of their immediate predecessor they shall bear the title of president-elect. At the expiration of their term of office as president they shall be designated immediate past president, and shall hold office as such until succeeded by the next retiring president. At the expiration of their term of office as immediate past president they shall be designated past president.

### **Past Presidents**

47. (1) All former presidents for the time being surviving (excepting the immediate past president for the time being) shall be designated past presidents, and shall be included in the list of past presidents accordingly.
- (2) No special privilege shall attach to the office of past president, and such office shall be held for life unless terminated by resignation or by a vote of the association in representative meeting assembled on a motion brought forward by the council.

### **Nomination of the President**

48. Council, when accepting an invitation from a division to hold the annual meeting in its area, shall make it clear to the division that the nomination of president for the year in question will rest with the council in the light of the policy laid down by the representative body and that the president of the Association shall be elected by the representative body.

### **Honorary Vice-Presidents**

49. No special privilege shall attach to the office of honorary vice-president, and such office shall be held for life unless terminated by resignation or on elevation to the office of president or by a vote of the council.

### **Treasurer**

50. The treasurer shall be elected by the single transferable voting system at an annual representative meeting and shall enter upon the duties of the office at the close of that meeting. They shall hold the office until the close of the annual representative meeting in the third year after their election. They shall be eligible for re-election for a further three-year term on one occasion. They shall account for all monies payable to the Association and discharge all accounts

## Company Number 00008848

which have been ordered by the council to be paid. They may authorise appropriate persons to receive monies and to discharge accounts on their behalf.

### Inability to Carry Out the Duties of an Office

51. If at any time during the term of office of the president, or the council chair, or the treasurer, or the representative body deputy chair, any such officer shall, in the opinion of the council, be unable, by reason of illness, absence from the country, other temporary cause or other material reason, to carry out their duties, the council may appoint a deputy from its own number or previous holder of the same office to carry out such duties during such inability by the officer.

### Vacancies in Offices

52. (1) In the event of a vacancy occurring in any of the following offices, viz: president, president-elect, representative body chair, or representative body deputy chair, the vacancy shall be filled until such time as the term of the holder of that office would normally have expired (as heretofore provided) in the manner following, namely:
- (a) in the case of the president, the immediate past president shall discharge the duties of the office. If for any reason the immediate past president is unable to discharge such duties, the council shall appoint an acting president;
  - (b) in the case of the president-elect, the council shall appoint a president-elect in their stead;
  - (c) in the case of the representative body chair, the deputy chair shall discharge the duties of the office;
  - (d) in the case of the representative body deputy chair, the council shall carry out an election by postal vote to all members of the representative body. The mode of nomination of candidates and of conducting the election shall be such as shall be prescribed by the representative meeting.

## Company Number 00008848

- (2) In the event of a vacancy in the office of treasurer, the council shall appoint an acting treasurer who shall discharge the duties of that office until the close of the next succeeding annual representative meeting.

### Joint Agenda Committee

53. (1) For the purposes of representative meetings, there shall be a joint agenda committee consisting of:
- a) the representative body chair for the time being (as chair);
  - b) the representative body deputy chair;
  - c) two members of the representative body's agenda committee elected by the agenda committee from among its number; and
  - d) two members of their respective agenda committees appointed by each of:
    - the annual conference of representatives of local medical committees;
    - the UK consultants conference;
    - the junior doctors conference;
    - the conference of public health medicine and community health;
    - the conference of medical academic representatives;
    - the staff, associate specialists and specialty doctor conference;
    - the medical students conference;
    - the retired members conference,

and such other branch of practice conferences as the representative body shall from time to time specify.

- (2) The functions of the joint agenda committee shall be as follows:
- (a) to receive and collate all motions submitted for debate at either the representative body or at any of the said conferences and to refer motions on devolved matters to the national councils for information;
  - (b) to refer motions to the appropriate agenda committees;

**Company Number 00008848**

- (c) to ensure that any motions intended or suitable for debate by any two or more of the said body and conferences shall so far as possible, be expressed in a common form of words; and
- (d) generally to endeavour to eliminate unnecessary duplication of debates.

**Chair**

54. At every representative meeting, the representative body chair, when present, and in their absence the representative body deputy chair, when present, shall preside. In the absence of both the said officers, the meeting shall appoint a chair from its own number.

**Adjournment**

55. Any representative meeting may be adjourned from time to time and from place to place until the completion of its business.

## Company Number 00008848

### PART 4 – COUNCIL

56. The council shall be composed of ex-officio (non-voting) and voting members as set out below.

(1) Ex-officio members

The president of the Association;  
Representative body chair;  
Representative body deputy chair;  
Council chair;  
Treasurer;  
The Northern Ireland council chair;  
The Scottish council chair;  
The Welsh council chair;

And,

The chairs of those committees and boards as specified annually by council, having regard to the advice of the organisation committee, subject to the proviso that the number of ex-officio members, excluding the president of the Association, the representative body chair, the representative body deputy chair, the council chair and the treasurer, shall not exceed half that of the total number of voting members.

(2) Voting members

1. Council shall at the point of election consist of 69 voting members.
2. Voting members will be elected by secret ballot by single transferable vote.
3. Voting members of council shall be drawn from the following three categories:
  - (a) all UK nations / regions (as defined in paragraph 2.1 below);
  - (b) all branches of practice (as defined in paragraph 2.2 below);  
and

## Company Number 00008848

- (c) all UK members who self-identify as Black, Asian and minority ethnic (as defined in paragraph 2.3 below)

in each case in the number of seats set out in those paragraphs.

4. In all categories the electorate will be the whole of the membership. For any by-election in the geographical electoral category, the electorate will be those members residing in that nation / region. For any by-election in the branch of practice electoral category, the electorate will be those members engaged or employed in the respective branch of practice. For any by-election in the ethnic minority category the electorate will be the whole of the membership. For the second two year term medical students election the electorate will be those members in the medical students branch of practice.

### (2.1) UK nations / regions ("Geographical")

The UK nations / regions, and the number of seats each shall have on the council, shall be as follows:

London – 4 seats, of which no more than 3 shall be elected from the same gender

For the regions and nations 3 seats, of which no more than 2 shall be elected from the same gender:

Scotland – 3 seats

Wales – 3 seats

Northern Ireland – 3 seats

North east – 3 seats

North west – 3 seats

South central – 3 seats

South east coast – 3 seats

Eastern – 3 seats

South west – 3 seats

West Midlands – 3 seats

East Midlands – 3 seats

Yorkshire – 3 seats

## Company Number 00008848

### (2.2) Branches of practice (BoP)

The branches of practice categories, and the number of seats on the council allocated to each are:

- (a) General practice – 4 seats, no more than 3 of which shall be elected from the same gender
- (b) Consultants – 4 seats, no more than 3 of which shall be elected from the same gender
- (c) Staff and associate specialists – 2 seats
- (d) Junior doctors – 5 seats, no more than 3 of which shall be elected from the same gender
- (e) Public health medicine and community health – 1 seat
- (f) Academics – 1 seat
- (g) Armed forces – 1 seat
- (h) Occupational medicine – 1 seat
- (i) Members in practice but not covered by (a) to (h) above – 1 seat
- (j) Retired members – 1 seat
- (k) Medical students – 3 seats, of which no more than 2 shall be elected from the same gender. The voting members elected in medical student branch of practice seats shall hold office for two years from the conclusion of the annual representative meeting in the year of their election until the conclusion of the annual representative meeting of the second year of their term of office.

## Company Number 00008848

### (2.3) Ethnic minority (members who self-identify as Black, Asian and minority ethnic)

The number of ethnic minority (members who self-identify as Black, Asian and minority ethnic) elected seats shall be five of which no more than three shall be of the same gender.

57. Council shall have the right to amend the categories of branches of practice and shall define the criteria for each branch of practice from time to time, having regard to advice from the organisation committee.

### 58. **Mode of Nomination and Election of Elected Members of Council**

- (1) All candidates shall be voting members of the Association.
- (2) A candidate's UK nation or region shall be determined by their address on the Association's register of members at the time when nominations in the election open.
- (3) A candidate's primary branch of practice shall, save for medical students and retired members, be determined by that category of medical work in which, at the time when nominations in the election open, the candidate spends the majority of their remunerated medical time.
- (4) In the event of a dispute as to a candidate's eligibility to stand for election, the decision of the returning officer shall be final.
- (5) In the event of a tie in the election, the result will be decided by drawing lots in the presence of the chief executive and the independent scrutineer for the election.
- (6) A candidate can at the point of nomination opt out of being elected to either a geographical or branch of practice seat
- (7) A candidate can at the point of nomination opt in to be elected to an ethnic minority seat.
- (8) There shall be no age restriction on membership of council.

### **Term of Office and Eligibility for Re-election**

## **Company Number 00008848**

59. (1) Voting members of council shall hold office for four years, with the exception of those voting members elected to the medical students branch of practice seats, from the conclusion of the annual representative meeting in the year of their election until the conclusion of the fourth next following annual representative meeting. Voting members elected to medical students branch of practice seats shall hold office for two years from the conclusion of the annual representative meeting in the year of their election until the conclusion of the annual representative meeting of the second year of their term of office.
- (2) Voting members of council shall be eligible for re-election provided always that they continue to qualify for election.
- (3) Ex-officio members of council shall hold office until the election of their successors.

### **Vacancies**

60. Any casual vacancy in the council shall be filled by council, in its discretion and having regard to the branch of practice and geographical balance of council, appointing a member of the Association it reasonably believes to be qualified to fill the vacancy. The person filling the vacancy shall retain their office until the next election and they shall not have a vote.
61. A voting seat/casual vacancy can be filled by a decision of UK Council using either a ballot by the entire voting membership or the respective branch of practice/geographical voting membership subset of the Association.
62. In the case of a vacancy in the council occasioned by a failure to elect, the council in its discretion may appoint a member of the Association qualified to fill the vacancy and the person filling the vacancy shall retain their office until the next election but they shall have no vote.

### **Council Chair and Deputy Chair**

## **Company Number 00008848**

63. (1) The council chair shall be elected by the council from among its own members and shall discharge such duties as are laid down in these articles and bye-laws and such other duties as shall be determined by council. They shall hold office for an initial term of three years and shall be eligible for re-election for a further year on two occasions but after an aggregate term of office of five years shall cease to be eligible for re-election unless the council shall on not more than two occasions, by a two-thirds majority of those present and voting, decide that the circumstances are sufficiently exceptional to justify their re-election for a further year.
- (2) Council may appoint a deputy chair who shall be elected by council from among its members. They shall hold office for a period of three years, provided that the post holder elected remains a member of council, with eligibility for re-appointment for a further three years on one occasion, but after an aggregate of six years shall cease to be eligible for re-appointment.
- (3) The deputy chair shall deputise for the council chair and carry out such duties as may be assigned by council and the council chair from time to time.

### **Election of Council Chair**

64. Where a contest occurs in connection with the election of council chair the election shall be conducted by the single transferable voting system.

### **Proceedings**

65. The council shall meet not less than four times a year and shall be presided over by the council chair, or, in their absence, by the council deputy chair.
66. Meetings of the council shall be held at such time and place and upon such notice as the council shall determine.
67. No business shall be transacted at any meeting of the council unless at least one-third of the elected and voting members of the council are present.
68. (1) Subject to the articles, council members participate in a council meeting, or part of a council meeting, when:

**Company Number 00008848**

- (a) the meeting has been called and takes place in accordance with the Articles; and
  - (b) they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.
- (2) In determining whether council members are participating in a council meeting, it is irrelevant where any council member is or how they communicate with each other.
- (3) If all the council members participating in a council meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is.
- (4) For the avoidance of doubt, a council meeting may consist of a conference between council members some or all of whom are in different places provided that each council member who participates in the meeting is able:
- (a) to hear each of the other participating council members addressing the meeting; and
  - (b) if he so wishes, to address each of the other participating council members simultaneously, whether directly, by conference telephone or by any other form of communication equipment (whether in use when this bye-law is adopted or developed subsequently) or by a combination of such methods.
69. (1) Council shall not adopt any proposal affecting the revenue of the Association or involving expenditure not previously sanctioned unless it has received a report from the board or its finance committee on the proposal.
- (2) If the board or its finance committee has taken exception to any proposed expenditure, council shall not resolve to approve such expenditure unless two-thirds of the elected and voting members of council present and voting shall so approve in which case such resolution shall be referred to the directors for further consideration in accordance with article 77.

## **Company Number 00008848**

### **Voting**

70. Only elected members of council shall be entitled to vote at any meeting of council.
71. Every question shall if challenged be determined by a show of hands or by an electronic voting system. If a member requests that their name be recorded on the minutes as voting for or against any motion or amendment, it shall be so recorded.
72. If, on the chair putting the question, a demand be made that the vote be taken by ballot, or by roll-call, and such demand be supported by five members, the vote shall be so taken and in the case of a vote by roll-call the names for and against the motion or amendment shall be taken down in writing and entered on the minutes.
73. To approve a decision or motion by a simple majority, more than one half of the votes cast (50%+1) shall be in favour of the motion or decision, excluding abstentions or spoiled votes. An equality of votes means that the decision or motion has fallen and the status quo will be retained.

### **Special Council Meetings**

74. (1) The chair and any voting member of council may call a special council meeting upon obtaining a requisition signed by not less than one third of the number of voting members of council and specifying the business for which the special meeting is required.
- (2) Notice of a special council meeting must indicate:
  - (a) its proposed date, time and subject matter;
  - (b) where it is to take place; and
  - (c) if it is anticipated that council members participating in the meeting will not be in the same place, how it is proposed that they should communicate with each other during the meeting.

## **Company Number 00008848**

- (3) At least 48 hours notice of a special council meeting must be given to each member of council, but the notice need not be in writing.

No business shall be transacted at a special meeting other than that for which such meeting is called.

- (4) Council members participate in a special council meeting when:
- (a) the meeting has been called and takes place in accordance with the articles; and
  - (b) they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.
- (5) In determining whether council members are participating in a special council meeting, it is irrelevant where any member is or by what medium they communicate with each other.
- (6) If all the members participating in a special council meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is.

### **Resolution of Disputes Between Standing Committees and National Councils Having Delegated Authority**

75. In the event of a dispute between more than one body with delegated authority (standing committees and/or national councils), in which there is a difference of view which cannot be resolved between them, where that authority appears to rest with more than one of the bodies or it is unclear where it resides, the chief officers shall offer their good offices or those of a senior member such as an association director or member of council to seek a consensual resolution. If resolution is not possible or if council believes that an early decision must be reached, council itself shall determine the matter, in final and binding fashion, in the name of the Association. (See bye-law 86 (4)).

### **Committees**

76. Council shall appoint the following board and committees:

Audit and risk committee

## **Company Number 00008848**

Board of the BMJ publishing group  
Organisation committee

These committees and boards shall have such membership and have such duties and powers as are prescribed in the first schedule to these bye-laws. Council may also appoint such other committees and boards as it considers necessary for the proper conduct of its business and shall direct to which boards the committees shall report or whether they shall report direct to council.

Bye-laws 77 -78 unallocated.

### **Representation of Association on Outside Bodies**

79. If time permits, all invitations to the Association to appoint a representative or representatives on any outside body shall be placed upon the agenda of the council meeting following the receipt of the invitation. If time does not permit of the foregoing procedure being adopted, and the chair is of opinion that council would desire the invitation to be accepted, they shall, after taking such advice as is possible, make suitable nomination or nominations on behalf of council. Where council appoints a representative on an outside body without reference to any term of office, the appointment shall be for three years.

### **Deputations to Council**

80. Council may decide to receive a deputation representing a regional council, division or special group of the Association, or representing other persons or organisations. A deputation representing a regional council, division or special group shall consist only of members of the regional council, division or special group. A deputation shall not exceed two in number unless council shall otherwise determine.
81. After reception of the deputation its member(s) shall be invited to make a statement, and members of council, at the discretion of the chair, may put questions to the deputation. The council chair, or at their invitation a member of council, shall reply to the points raised by the deputation, but if it appears to the council chair that the matter should first be debated, the deputation should be asked to withdraw until the debate is concluded. Members of any deputation

## **Company Number 00008848**

shall be required to observe the confidential nature of council documents and proceedings.

### **Sponsorship and the Association**

82. (1) Any proposal for sponsorship by the Association of any organisation or activity shall be considered on its merits by council in the light of any legal opinion obtained specifically in relation to the proposal in question;
- (2) In the case of BMA activities sponsored by outside organisations the nature of the sponsorship shall be in a manner that is consistent with the ethical policies of the Association and in the case of doubt shall be referred to the head office.

### **Collective action**

83. Council shall have power on behalf of the Association to take or recommend any action required in relation to the regulation of relations between the medical profession or any section thereof and employers whether in contemplation or furtherance of a trade dispute or otherwise. Council may establish an executive committee to exercise this power. Where any unauthorised industrial action /a strike is threatened or taken the chief executive shall take whatever steps are necessary to repudiate that action to protect the interests of the Association.

**Company Number 00008848**

**PART 5 - COMMITTEES AND OTHER BODIES OF THE ASSOCIATION**

84. The president shall be an ex-officio, non-voting member of all standing committees, apart from the organisation committee and shall not be eligible for a role on the board of directors, or to hold elected office on a standing committee of the Association, during their term of office as president. The chief officers shall be members ex-officio of all standing committees without voting rights except where it is specified that they do have voting rights.

85. (1) There shall be such standing committees, with such names, composition, duties and powers, as are set forth in the first, second and third schedules to these bye-laws and being elected or appointed in accordance therewith.

(2) Of these committees:

- (a) Consultants committee;
- the general practitioners committee;
- the junior doctors committee;
- the medical academic staff committee;
- the medical students committee;
- the pensions committee;
- the public health medicine committee;
- the retired members committee;
- the staff, associate specialists and specialty doctor committee.

shall have full delegated authority to act in relation to all matters within their respective terms of reference and shall report to council; and

- (b) the Northern Ireland council;
- the Scottish council;
- the Welsh council,

shall have full delegated authority to act in relation to all matters within their respective terms of reference and shall report to council; and

**Company Number 00008848**

- (c) the armed forces committee;  
the forensic and secure environments committee;  
the occupational medicine committee;  
the private practice committee;  
the professional fees committee,

shall have delegated authority to negotiate terms and conditions of service (including fees) for medical employment or services outside the National Health Service and shall report to council; and

- (d) the medical ethics committee (which shall report to council);
- (e) the organisation committee which shall report to council);

shall have the delegated authority as set out in column 6 of the first, second and third schedules.

- (3) National branch of practice committees in Scotland, Wales and Northern Ireland shall have full delegated authority to negotiate on devolved matters.

86. (1) Council has overall responsibility for co-ordinating the work and policy implementation of the Association. All constituent bodies (which includes, without limitation, all committees and other bodies of the Association but not, for the avoidance of doubt in this Part 5 of the bye-laws, the board or any committees or bodies established by the directors pursuant to article 78 which shall act under the instruction of the directors and further, nothing in this Part 5 of the bye-laws shall apply to the board or such committees or bodies established by the directors) act under the instruction of council (subject to the provisions of bye-law 85 and report to council, or to such body as council may delegate this role, as council may from time to time decide.
- (2) All constituent bodies of the Association which includes those carrying delegated powers or not, shall take all reasonable steps to implement policy decisions of the Association.

## **Company Number 00008848**

- (3) No action shall be taken by any constituent body which may affect materially the interests of another part of the Association or the profession without full prior consultation with the interested parties concerned (and where necessary with council) and on the understanding that delegated authority will only be so used as to expedite the work of the Association.
- (4) Should any constituent body of the Association intend to take any action which is at variance with BMA policy, or be in dispute with another constituent body of the Association, the matter shall be referred to council which shall engage the good offices of the chief officers or those of a senior member such as an association director or member of council to seek a consensual resolution. Any matter which cannot be resolved in this way shall be referred back to council for a final and binding decision.

### **Election of Standing Committees and Boards**

- 87. The election by single transferable vote of members of committees by the council shall take place at a council meeting as soon as practicable after the annual representative meeting, or at such other time as shall be agreed by the council, and such members shall remain in office until a new committee has been elected in the ensuing year. The standing committee elections shall take place as soon as practicable following the annual representative meeting, or at such other time as shall be agreed by the council.
- 88. Any member of the Association may nominate themselves for election to standing committees. Such nomination shall be made in a form approved by council and the closing time for receipt of nominations for election by council shall be the same as that adopted for election by the representative body.
- 89. Council (or failing the council the council chair) shall have power to appoint members up to the number required to complete that portion which it falls to council to fill. In the event that insufficient nominations are received to fill the places which it falls to the representative body to fill then council (or failing council the council chair) shall have power to appoint members up to the number required to complete that portion of the committee which it falls to the representative body to fill and shall if possible consult the committee chair. Such members shall be full voting members of the committee.

## Company Number 00008848

90. (1) All individuals engaged in BMA business eligible for BMA membership must be and continue to be BMA members. Standing committees and designated subcommittees may include lay members or representatives appointed from other organisations who are not ordinary or medical student members of the Association but such persons shall never comprise a majority. With the exception of the audit and risk committee, committee members who are not ordinary members or medical student members of the BMA are not eligible to act as chair of the committee or subcommittee or to chair their meetings.
- (2) Chairs of branch of practice committees or their subcommittees must fulfil the criteria for the branch or branches of practice represented by that committee at the time of their election.
91. Not allocated.
92. In the election or appointment of members to standing committees the representative body and the council shall seek to ensure the efficient functioning of the committee and shall have regard to the desirability of a balanced membership, taking into account geography, type of practice, seniority and any other factors which, in the opinion of the electing or appointing body, are relevant to the composition and purposes of that committee, including the requirements in bye-law 90 (1) and (2). Appointed members of committees shall not have the right to vote unless approval has been given by the Organisation committee.
93. In the case of standing committees and boards, of which the chairs are members of the council "ex-officio" those chairs shall for that and all other purposes continue in office until the appointment of their respective successors.
94. At its first ordinary meeting after the holding of the annual representative meeting every committee and board shall receive the membership for the session and in advance of or at the first meeting of the session shall elect its chair(s) and deputy chair(s) from among its voting membership (unless otherwise stated in the articles and bye-laws and / or the committee has standing orders that have received approval from the organisation committee to elect prior to the start of the new session).

## Company Number 00008848

Each of the chair and deputy chair roles may be shared by up to two members as co-chairs or co-deputy chairs.

95. The candidates shall be nominated by themselves on a nomination form submitted prior to the meeting via an on-line system or at the meeting, provided that self-nomination for the chair is not specifically precluded by that committee or board's rules.
96. The committee and board chair, or other person presiding at a meeting of a committee and board, shall be entitled to vote (if a voting member of the committee and board) as a member of the committee and board.
97. When two candidates are nominated, the candidate who receives the higher number of votes shall be declared elected. When more than two candidates are nominated, the ballot shall be conducted in the following manner:
  - (1) a voting paper containing all the names of nominated candidates shall be supplied to each member of the committee and board present;
  - (2) the voter shall place a cross against the name of the candidate selected by them;
  - (3) if any candidate secures an absolute majority of all the votes cast, they shall be declared elected;
  - (4) if no candidate receives an absolute majority of the votes cast, the candidate who receives the lowest number of votes shall be excluded and the voting repeated accordingly until one of the candidates receives an absolute majority of the votes, and shall be declared elected. If the contest for committee chair or deputy chair and board is between two candidates and an equal number of votes is cast for each candidate a re-ballot shall be held. If the same result is achieved the two candidates shall draw lots;
  - (5) as an alternative to the arrangements as set out in parts (1) to (4) above, a committee chair may be elected by the use of the single transferable vote.

## Company Number 00008848

### Powers of Committees and Boards

98. The single transferable vote shall normally be used for elections, unless an alternative method is set out in a committee's standing orders and has been and approved by the returning officer for that election.
99. Subject to the provisions contained in the articles and bye-laws and to any special instructions from time to time given by council, each committee or board shall have the following duties and powers:
  - (1) to fix the hour of meetings;
  - (2) to give directions within its terms of reference on matters to be included in its agenda and minutes, and, subject to the provisions hereinafter stated, to order such inquiries to be made, and such documentary and other information to be furnished to the committee and board as, in the opinion of the committee and board, are required for the proper consideration of any matter referred to it;
  - (3) to call to its assistance for special purposes persons specially qualified to assist in any branch of the subject referred to it. Provided that such inquiries can be carried out and such documents prepared by the office staff, or in exceptional cases by such additional clerical or expert staff as the treasurer may sanction;
  - (4) to obtain the advice of the solicitor upon any matter referred to the committee and board, and, upon the advice of the solicitor, and with the sanction of the treasurer, to take counsel's opinion thereon;
  - (5) to appoint, subject to the concurrence of council, subcommittees for the purpose of considering any matters referred to the committee and board, and to delegate to them such powers as may seem necessary or convenient. Such subcommittees may include persons who are not members of the parent committee and board or the Association;
  - (6) to delegate to the chair such powers in respect of the conduct of the business of the committee and board as may seem necessary or convenient;

## Company Number 00008848

(7) to appoint up to two lay (i.e. non-medical members) members if desired.

100. If any elected or appointed member of any committee and board or subcommittee shall be absent from three successive meetings of that committee and board or subcommittee such member shall (except in case of illness or for some reason approved by the chair of the committee and board or subcommittee) be deemed to have resigned their membership thereof, and a casual vacancy shall thereupon arise.

### Voting and participation at meetings of committees and boards by electronic means

101. In the case of any committee or board meeting, committee / board members participate in such meetings (which includes, for the avoidance of doubt, attendance, speaking and voting at the meeting), or part of such meeting, when:
- (a) the meeting has been called and takes place in accordance with the by-laws; and
  - (b) they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.
102. (1) Subject in all respects to bye-law 102(2), in determining whether committee / board members are participating in a committee / board meeting, it is irrelevant where any member is or how they communicate with each other. If all the members participating in the meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is. For the avoidance of doubt a committee / board meeting may consist of a conference between committee / board members some or all of whom are in different places provided that each such member who participates in the meeting is able:
- (a) to hear each of the other participating committee / board members addressing the meeting; and
  - (b) if such member so wishes, to address each of the other participating committee / board members simultaneously, whether directly, by conference telephone or by any other forms of communication

## Company Number 00008848

equipment (whether in use when this bye-law is adopted or developed subsequently) or by a combination of such methods.

For the avoidance of doubt where the requirements of (a) or (b) above are not satisfied for any reason at any time during the meeting, or the chair of the relevant meeting determines to terminate the link to the applicable communication equipment which the chair shall be entitled to do where the link is failing to function without disruption, this shall not invalidate the meeting (subject to quoracy requirements) however such affected member(s) shall no longer be deemed to be participating in the meeting for such time that the requirements of (a) or (b) remain to be satisfied or from when the link is terminated as aforesaid.

- (2) Notwithstanding the provisions of bye-law 102(1), and having regard to the nature of the discussions of the meeting, the relevant committee or board chair may determine that in order to participate in a meeting the members must be physically present in a designated place.

### Regulation of Committees and Boards

103. Each committee and board chair in conjunction with the council chair or the appropriate board chair shall be authorised to take, in the intervals between meetings of the committee and board any necessary action in an emergency or to refer any matter to the appropriate subcommittee.
104. Should a casual vacancy arise, this may be filled, adhering to any constraints, by either appointing the next candidate from the previous election or by holding an election electronically. They shall be appointed/elected for remainder of the session or term of office, if required in order to align the election cycle. The appointee/elected member to a casual vacancy shall have such voting rights as accompany the position to which they are appointed/elected. The decision to appoint the next candidate or to hold an election shall be made by a simple majority of voting members of the committee.
105. Each standing committee or board chair shall be ex-officio a member of every subcommittee of that committee and board.

## Company Number 00008848

106. Each subcommittee in being immediately prior to the commencement of an annual representative meeting of the Association shall continue to act until the next meeting of the parent committee.

### Reports of Committees

107. The committees and boards listed below, shall have the option to submit reports on their work electronically since the date of their last report unless there are recommendations for council (with the exception of the audit and risk committee, which will report to council in accordance with these bye-laws and all other meeting reports to the board of directors in accordance with the Companies Act and these bye-laws):

Board of the BMJ publishing group;  
Organisation committee;  
Consultants committee;  
General practitioners committee;  
Junior doctors committee;  
Medical academic staff committee;  
Medical students committee;  
Public health medicine committee;  
Staff, associate specialists, and specialty doctors committee;  
Armed forces committee;  
Occupational medicine committee;  
Civil and public service committee;  
Forensic and secure environments committee;  
Medico-legal committee;  
Private practice committee;  
Professional fees committee;  
Committee on community care;  
Committee of medical managers;  
Equality and diversity committee;  
International committee;  
Medical ethics committee;  
Retired members committee;  
Professional regulation committee  
Pensions committee  
BMA Charities;  
Board of science;

## Company Number 00008848

Patient liaison group.

However, no report need be submitted to the next meeting of council except in respect of matters of urgent importance where:

- (1) a committee meets within ten days of a meeting of council; or
- (2) a committee has under consideration a matter affecting one or more of the NHS branch of practice committees, academic medicine or medical students.

### Election to committees

108. Those who wish to stand for election to committees that specify electoral requirements will be exempt from these for a period of not more than 12 months and not in two consecutive sets of elections if they would normally have complied with the requirements but were prevented from so doing by sickness or absence on maternity leave, have a reasonable expectation of returning to clinical practice (where required as a condition of serving on the appropriate committee) sufficient to meet the requirement and intend to do so.

### Special Groups of Members

109. The council may from time to time authorise the formation of or the dissolution of special groups of members having distinctive professional interests and being by reason either of their paucity of numbers or of their local distribution unable to obtain adequate representation of those interests through the divisions and branches.
110. Any appeal against a decision of the council about a special group shall be made to the representative body whose decision shall be final.
111. The mode of application for the formation of any such special group and the means of ascertaining the views of the members thereof on matters affecting their said interests shall be such as the council may from time to time determine, and the council may provide for meetings of any such special group and for committees thereof and for the attendance of representatives thereof at meetings of the council or of the representative body for the purpose of explaining such views.

**Company Number 00008848**

**Annual Scientific Meetings**

112. The council shall at least once a year arrange meetings or conferences, alone or in conjunction with other bodies, which it shall be open to every voting member of the Association to attend, for the purpose of receiving addresses or other communications relating to the medical or allied sciences, and discussing such subjects pertaining thereto as the council may think proper, and the council may arrange to hold such meetings or conferences in the United Kingdom or elsewhere. For the more convenient consideration of the matters to be discussed, the council may provide that they shall be considered in sectional meetings and the council shall appoint a president and other officers of such section as well as readers of any addresses that may be given.

**Junior Members Forum**

113. The council shall at least once a year arrange a conference known as the junior members forum which shall have such composition, procedure, and powers as the council may prescribe.

**PART 6 - HONOURS OF THE ASSOCIATION**

114. The Gold Medal may be awarded by council to any such member or members who shall have conspicuously raised the character of the medical profession by exceptional achievement through their service to the British Medical Association. Nominations for the Gold Medal shall be made to the council by three of its members.
115. The Association shall have the power to award, subsequent to the decision of council, the honour of the President's Award to members who have given outstanding service to the British Medical Association. Nominations for the President's Award shall be made to the council by three of its members.
116. The Association shall have the power to award, subsequent to the decision of council, the Association Medal to such members who have shown outstanding achievement and commitment at national and/or UK level to the British Medical Association. Nominations for the Association Medal may be made to the council by:

**Company Number 00008848**

- (a) the Scottish, Welsh or Northern Ireland councils, the standing committees, branch of practice committees in Scotland, Wales and Northern Ireland, regional councils, regional branch of practice committees and local medical committees;
  - (b) the executive committee of any division; or
  - (c) any six voting members of the Association; or
  - (d) in the case of an overseas member, by any three overseas members, wherever resident.
117. Members/persons awarded any medal or award shall retain the medal/award/s unless they are withdrawn by a vote of council.
118. (1) The Association shall have the power to award to members, subsequent to the decision of council, the honour of Fellowship of the Association. Members awarded a Fellowship shall remain as Fellows for as long as they continue to be ordinary members of the Association or their Fellowship is terminated by a vote of council. Nominations for the Fellowship of the Association shall be made to the council by:
- (a) the Scottish, Welsh or Northern Ireland councils, the standing committees, branch of practice committees in Scotland, Wales and Northern Ireland, regional councils, regional branch of practice committees and local medical committees;
  - (b) the executive committee of any division; or
  - (c) any six voting members of the Association; or
  - (d) in the case of an overseas member, by any three overseas members, wherever resident.
- (2) A Fellowship will only be awarded to those members of the Association who have shown outstanding achievement and commitment at a local or regional level to the British Medical Association.

## **Company Number 00008848**

- (3) The name of every member awarded a Fellowship of the Association shall be entered on a Roll of Fellows.
- (4) The names of past presidents and Gold Medallists of the Association shall automatically be entered on the Roll of Fellows without election.

### **BMA Impact Award**

119. The Association shall have the power to award, subsequent to the decision of council, the BMA Impact Award to such members who have given exceptional commitment and have demonstrated a tangible beneficial impact for members of the British Medical Association.

Nominations for the BMA Impact Award of the Association shall be made to the council by:

- (a) the Scottish, Welsh or Northern Ireland councils, the standing committees, branch of practice committees in Scotland, Wales and Northern Ireland, regional councils, regional branch of practice committees and local medical committees;
- (b) the executive committee of any division; or
- (c) any six voting members of the Association; or
- (d) in the case of an overseas member, by any three overseas members wherever resident

### **Distinguished Service Award**

120. The Distinguished Service Award may be awarded by council in recognition of distinguished, outstanding, and exceptional services to the British Medical Association by non-medical personnel.

Those awarded a Distinguished Service Award shall retain their award unless it is withdrawn by a vote of council.

121. All recommendations shall be discussed in strictest confidence and any firm recommendations of the organisation committee arising therefrom shall be put

**Company Number 00008848**

to the next meeting of the council and shall be received and debated in private session. In the meantime, no report shall be made to council or any other body by either committee.

**THE FIRST SCHEDULE TO THE BYE-LAWS - STANDING COMMITTEES**

**MEMBERS (in addition to the members ex-officio mentioned in bye-law 84) and powers and duties**

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
BMA audit and risk committee			<p>The committee shall be composed of five members all of whom shall be appointed by council and none of whom shall be members of the board's finance committee. Of the five members:</p> <p>- at least one should be a member of council at the time of appointment and should remain a member of council</p>		<p>To consider the appointment of the external auditor and any matters relating thereto and including the conduct and outcomes of the external audit and any matters related thereto; to consider the annual report of the directors and financial statements prior to their submission to council and to report primarily to the board of directors (in accordance with the Companies Act); to consider any statement on the Association's system of internal financial control (including financial,</p>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
			<p>throughout their term of office as a member of the audit and risk committee. Should this member's council membership end during their term of office as a member of the audit and risk committee, the committee shall decide when that member should resign their membership of the committee;</p> <p>- at least one and not more than two should be lay (i.e. non-medical) experts who have an appropriate level of management</p>		<p>operational and regulatory compliance and risk management controls) prior to its inclusion in the annual report of the directors and financial statements; to monitor the establishment of an internal audit function' and including the appointment of any internal auditors and any matters relating thereto'; to review the internal audit programme and ensure co-ordination between the internal and external auditors; to ensure that the resources, and standing within the Association, of the internal audit function enable it to achieve its objectives; to monitor the implementation and the on-going effectiveness of the governance structure and</p>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
			<p>experience in an organisation of a greater, or a similar, size to the Association; and</p> <p>- one member should be a BMJ non-executive recommended by the BMJ board for appointment by council to the committee.</p> <p>The remainder of the membership shall be composed of members of the Association who may or may not be members of council.</p>		<p>including the internal control framework and risk management processes; to ensure that all matters of control and governance are effectively and efficiently covered by a competent body; to consider other topics as directed by the board of directors (in accordance with the Companies Act). The committee may obtain external financial, legal or other independent professional advice and request the attendance of external advisers with relevant experience and expertise if it considers this necessary.</p> <p>The committee shall have the power to invite observers to its meetings and the treasurer, the</p>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
			<p>All members should be appointed for three year terms of office and one of whom shall be appointed by council as committee chair.</p> <p>No member may serve on the committee for an aggregate period exceeding nine years (i.e. three terms of office of three years each) and no former chief officer may normally be appointed to the committee within three years of their demitting office.</p>		<p>board of BMJ publishing group Ltd chair (or appropriate senior executive); the BMA chief executive and the group chief financial officer shall normally attend meetings as observers.</p> <p>The committee shall report directly to the board of directors (in accordance with the Companies Act) and the reporting line to council to be maintained with an annual report to council prior to the annual representative meeting and such additional reporting to council as the committee may deem appropriate from time to time.</p>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
Board of the BMJ publishing group			Council shall appoint the chair of the board, the editor and such medical non-executive directors as it deems necessary or appropriate. The medical non-executive directors shall be subject to retirement by rotation with eligibility for re-election. The BMA treasurer		<p>To contribute to, review and approve the BMJPG management's strategic plans for the group and for key products, to review and approve the long term financial plans for the group, to monitor the performance of the group towards achieving its strategic plans.</p> <p>To review and approve the annual budget for the group, to review and approve business cases for new products and initiatives which require significant capital investment in excess of an amount agreed by the board's finance committee, to approve unbudgeted</p>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
			is an ex-officio medical non-executive voting member of the BMJ board.		<p>expenditure in excess of an amount agreed by the board's finance committee or expenditure on any budgeted item which is likely to exceed budget by an amount agreed by the board's finance committee, to monitor performance against budget and business plans, including assessing operating results to evaluate whether the business is being properly managed and agreeing corrective action where necessary, to monitor the performance of major projects.</p> <p>To identify the main risks to the group and ensure that appropriate systems are in place to manage them.</p>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
					<p>To oversee the selection, monitoring and evaluation of the performance of senior executives and if necessary replace those executives if their performance is unacceptable (in the case of the editor, the final decision regarding the appointment and replacement rests with the BMA), to ensure that succession plans exist for senior executives that cover the short and long term, to ensure that there are sound management development plans for senior staff, to approve terms and conditions of employment for BMJPG staff.</p> <p>To ensure the integrity of the</p>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
					<p>group's internal and management information systems, to ensure ethical behaviour and compliance with laws and regulations, audit and accounting principles and the BMA's own governing documents.</p> <p>To assess its own effectiveness in fulfilling the above and other board responsibilities, including monitoring the effectiveness of individual directors, to appoint such non-executive directors with relevant experience in disciplines that would be valuable to the group and the chair and to ensure that they receive appropriate remuneration.</p>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
					To comply with the terms of the letter of agreement between the BMJPG and the BMA.
Northern Ireland council	<p>Without voting rights:</p> <p>The BMA president, The chief officers, members of UK council whose registered address is in Northern Ireland.</p> <p>With voting rights:</p>			<p>(a) Five members whose primary branch of practice is general practice of whom:</p> <p>Four shall be GPs; 1 from East; 1 North; 1 South; 1 West.</p> <p>If none of the four above is a GP locum or salaried GP, then the fifth seat will be allocated to the highest polling GP locum or salaried</p>	<p>To consider any and all matters of specific relevance to the medical profession and healthcare in Northern Ireland. Northern Ireland council shall determine policy and action where the application is exclusive to Northern Ireland. It shall meet at such place and time as the Northern Ireland council itself may direct.</p>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	NI consultants committee chair, NI general practitioners committee chair, NI staff & associate specialists committee chair, NI junior doctors committee chair, NI medical students committee chair, NI medical academic staff committee chair, NI public health policy virtual committee chair.			<p>GP.</p> <p>If none of the four above is a GP principal, then the fifth seat will be allocated to the highest polling GP principal.</p> <p>(b) <b>Five</b> members whose primary branch of practice is consultant of whom:  2 shall be from East;  1 shall be from North;  1 shall be from South;  1 shall be from West.</p> <p>(c) <b>Two</b> members whose primary branch of practice is staff and associate specialist</p>	

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
				<p>with no more than one from any NI divisional area.</p> <p>(d) <b>Five</b> members whose primary branch of practice is junior doctor of whom shall be from each of the four NI divisions: East, North, South and West. The fifth seat should be allocated to a GP trainee. If a GP trainee does not stand then the fifth seat should be reallocated to another junior doctor.</p> <p>(e) <b>Two</b> members whose primary branch of practice is medical student.</p> <p><b>One</b> member whose primary branch of practice is either</p>	

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
				<p>(f) academic, or (g) armed forces, or (h) occupational medicine, or (i) public health medicine or (j) other members in practice but not covered by (a)-(i) above.</p> <p>(k) <b>One</b> member who is a retired member.</p> <p>(l) <b>Three</b> members who shall be the top 3 polling doctors/students regardless of branch of practice or divisional area, over and above the members directly elected as set out above.</p> <p><b>Note:</b> East means eastern division of the BMA in Northern Ireland; North</p>	

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
				means northern division of the BMA in Northern Ireland; South means southern division of the BMA in Northern Ireland; West means western division of the BMA in N Ireland.	
Organisation committee	The chair of the conference of honorary secretaries of BMA divisions and regional councils.	6, of whom 1 shall be a junior member, as defined in article 1, and not more than 2 shall be in the same branch of medical practice. The	2, including 1 with special interest in overseas members or in members who qualified overseas if not already elected by the		<ol style="list-style-type: none"> <li>1. To advise on matters affecting the structure, function and representativeness of the Association and to liaise with other Association bodies undertaking similar activities.</li> <li>2. To advise on the constitutions, duties and</li> </ol>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
		Chair shall be elected for a term of three sessions. In the years with no chair election five will be elected applying the same branch of practice constraints across the six members.	representative body.		<p>powers of the Association's meetings, councils, boards, forums and committees, including responsibility for approval of standing orders and to recommend consequential amendments to the articles and bye-laws where appropriate.</p> <p>3. To advise on the establishment of new committees, their duties and powers and constitutions, and on the disbanding and merging of committees and to recommend consequential amendments to the articles and bye-laws where appropriate.</p>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
					<p>4. To advise on the interpretation or alteration of the existing, or the adoption of new, articles and bye-laws.</p> <p>5. To consider and act on matters relating to divisions and regional councils, including the allocation of grants.</p> <p>6. To make recommendations on the conferring of the Association's awards and honours.</p> <p>7. To advise council annually on the allocation and distribution of seats on the</p>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
					<p>RB including those minority groups to be invited to appoint representatives to the ARM.</p> <p>8. The Award of the Association's Gold Medal for Distinguished Merit.</p>
Remuneration committee		3 of whom not more than two shall be in the same branch of medical practice	2	<p>The group chief financial officer</p> <p>1 lay member with experience in business and commerce, who is not a member of the staff of the Association, to be nominated by the audit and risk committee.</p>	<p>To be responsible for designing, adjusting and maintaining the BMA's systems for making payments to members including lay members (excluding payments to reimburse expenses) and to make recommendations to BMA board of directors on these systems. The committee will work within</p>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
					budgetary constraints set by the directors and/or its finance committee. In addition, to consider appeals by members against a decision of the treasurer on expenses claims and honoraria claims.
Scottish council	Without voting rights, the chairs of the branch of practice committees in Scotland (SCC, SGPC, SJDC, SSASC, SMSC)  Note: If the chair of one of the			<u>Voting members</u>  National constituencies  Six members resident in Scotland to represent and be elected by all members in Scotland  Branch of practice constituency	To consider any and all matters of specific relevance to the medical profession and healthcare in Scotland. Scottish council shall determine policy and action where the application is exclusive to Scotland.  It shall meet at such place and time as the Scottish council itself may direct.

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	<p>branch of practice committees, SSASC or SMSC) has an elected seat from the national or branch of practice constituencies, a nominee from that committee may be appointed as a non voting member.</p> <p>The members of UK council whose UK electoral zone is Scotland.</p> <p>The Immediate Past chair of</p>			<p>Eight members engaged wholly or mainly in general practice, including those in private general practice but excluding general practice registrars, elected by members from those groups in Scotland of whom:</p> <ul style="list-style-type: none"> <li>• 2 by East</li> <li>• 4 by West</li> <li>• 2 by North</li> </ul> <p>Eight members employed wholly or mainly as consultants elected by members who are consultants in Scotland of whom:</p> <ul style="list-style-type: none"> <li>• 2 by East</li> <li>• 4 by West</li> </ul>	<p>Scottish council has the power to co-opt two additional non-voting members where specific expertise is required.</p> <p>The election of a member as chair shall create a casual vacancy which should be filled by postal ballot unless the Scottish council determines otherwise.</p>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	<p>Scottish council for a period of one year after demitting office as chair.</p> <p>The chair of the Scottish LNC forum if the chair is not otherwise a member</p>			<ul style="list-style-type: none"> <li>• 2 by North</li> </ul> <p>Eight members in the training grades including general practice registrars elected by members from those groups in Scotland of whom:</p> <ul style="list-style-type: none"> <li>• 2 by East</li> <li>• 4 by West</li> <li>• 2 by North</li> </ul> <p>Note: East means Fife, Lothian, and Scottish Borders divisions of the BMA; West means the Argyll and Bute, Ayrshire and Arran, Dumfries and Stewartry, Dumbarton, Forth Valley, Greater Glasgow, Lanarkshire, Renfrewshire</p>	

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
				<p>and Wigtown divisions of the BMA; North means the Angus, Caithness, Dundee, Grampian, Inverness, Orkney, Perth and Kinross, Ross and Cromarty, Shetland, Sutherland and Western Isles divisions of the BMA.</p> <p>One member employed wholly or mainly in the staff and associate specialist group elected by members from that group in Scotland. One member employed whole-time in a university or in medical research, elected by members from those groups</p>	

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
				<p>in Scotland</p> <p>One medical student member, elected by medical student members in Scotland</p> <p>One retired member elected by retired members in Scotland</p> <p>One member from other branches of practice not represented, elected by those groups in Scotland (e.g. civil service and armed forces, occupational medicine)</p> <p><u>Observers</u></p>	

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
				<p>The Scottish joint consultants committee chair, the chair of the Academy of Royal Colleges and Faculties in Scotland, the chair of the Scottish Royal Colleges Inter-Collegiate Group.</p> <p><u>Deputies</u> Deputies may be appointed where only one member represents a particular group.</p>	
Welsh council	<p><u>With voting rights</u></p> <p>The chairs of the: Welsh consultants committee,</p>			<p>With voting rights: 15 directly-elected members who shall, by the application of electoral constraints, broadly reflect the distribution of the</p>	<p>To consider any and all matters of specific relevance to the medical profession and healthcare in Wales. Welsh council shall determine policy and action where the application</p>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	general practitioners committee Wales, Welsh staff grades & associate specialists committee, Welsh committee for public health medicine, Welsh junior doctors committee, forum of Welsh local negotiating committees, Welsh medical students committee			profession in Wales between:  (a) those engaged or employed wholly or mainly in the following nine professional groupings: general practice, hospital consultants, staff grade doctors and associate specialists, doctors in training grades, medical students, public & community health medicine, retired members, armed forces members plus those members in practice but not covered by the other specified professional groupings;	is exclusive to Wales.

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	<p><u>Without voting rights</u></p> <p>President, UK council chair, UK council deputy chair, representative body chair, treasurer members of UK council whose electoral zone is Wales, limited to the duration of the UK office and while having a registered address in Wales.</p>			<p>and (b) the three principal geographical regions of Wales:</p> <p>north Wales, mid and west Wales, south east Wales;</p> <p>together with up to 3 non-voting co-opted members who shall offer Welsh council such ongoing expertise that cannot otherwise be met by the ex-officio and directly-elected membership. Co-opted members hold office from the point of co-option until the end of the BMA session.</p>	

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6

THE SECOND SCHEDULE TO THE BYE-LAWS - STANDING COMMITTEES

MEMBERS (in addition to the members ex-officio mentioned in bye-law 84) and powers and duties

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
Armed forces committee	<p>The one armed forces representative on council, if not otherwise a member.</p> <p>The chief officers of the BMA.</p> <p>One representative appointed by the BDA Armed Forces Committee.</p>	One elected by the representative body who is a current or former armed forces doctor.	One who is a current or former armed forces doctor.	<p>All members elected and/or appointed under this section will sit on the committee for a two session term.</p> <p>Eight regular officers elected by regular officer BMA members (at least one representative of each service).</p> <p>Four reserve officers elected by BMA members in the reserve services (no more than two from any service).</p>	<p>The committee shall meet three times per session with the option of a fourth meeting following the ARM subject to approval of the BMA treasurer.</p> <p>It shall be the duty of the committee to consider any matters relating to the employment of registered medical practitioners serving in the armed forces, reserve armed forces and civilian doctors employed in the armed forces and retired doctors from these categories, referred to it by BMA</p>

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	The member of BMA council elected to represent the armed forces in the branch of practice seat.			<p>One medical student, elected by medical students, who is serving as a regular or reserve (including through university units) or otherwise has a strong affiliation with the armed forces (at the discretion of the AFC).</p> <p>Four elected representatives of civilian doctors employed or otherwise by the Ministry of Defence, elected by BMA civilian members. One shall be a civilian consultant.</p> <p>One medical student elected by medical students. One representative of members retired from service.</p>	<p>council, the representative body, secretariat or members of the committee.</p> <p>It shall also be the duty of the committee to ensure so far as possible that medical officers serving in the medical branches of the armed forces are not disadvantaged in relation to their civilian and military counterparts.</p>

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
				A minimum of three years as a medical officer shall have been served.	
Consultants committee	The consultants committee chair, head of the BMA delegation to the UEMS. The four members of BMA council elected to represent consultants in the branch of practice seats. The consultants conference chair. None of	10, being members of the Association engaged exclusively or predominantly in consultant practice, at least one should have their principal place of work in England, one in Northern Ireland, one in Scotland and		3, appointed by each regional consultants committee in England, 2 appointed by the Northern Ireland consultants committee, 2, appointed by the Welsh consultants committee and 6 Appointed by the Scottish committee for hospital medical services, all of whom shall be engaged exclusively or predominantly in consultant practice; 1 by the Central Committee for Hospital Dental Services of the British Dental Association; 10	To consider and act in matters affecting those who are engaged in consultant practice, or whose posts require their names to be on the Specialist Register, including matters arising under the National Health Service Acts or any Acts amending or consolidating the same and to watch the interests of all consultant medical staff in relation to those Acts save in so far as the above matters fall within the duties and powers of the medical academic staff committee or the public health

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	the above members shall have voting rights.	one in Wales and that the electorate for all 10 seats will be all voting members of the RB.		appointed as non-voting representatives on the following basis: 1 by the general practitioners committee; 1 by the public health medicine committee; 1 by the medical academic staff committee; 1 by the junior doctors committee; 1 by the staff, associate specialists and specialty doctor committee, 1 by the Ophthalmic Group, 1 by the committee for medical managers, and that the remaining seats be allocated to observers from other organisations; 3 representatives nominated by the Academy of Medical Royal Colleges; but so that none of the last mentioned 3 members	medicine committee.  The committee shall have power to co-opt 3 members without voting rights.

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
				<p>shall be eligible for appointment to represent the consultants committee on the joint medical consultative committee. Members of the CC shall be engaged exclusively in consultant practice.</p> <p>Where a specialty is not represented on the committee through the above routes, the CC shall consider co-opting a representative.</p> <p>Furthermore, those of or over 65 years of age must be in active practice to the extent of at least five notional half days a week or its equivalent.</p>	

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
General practitioners committee	The chair and deputy chair for the time being of the conference of representatives of local medical committees called by the general practitioners committee of the British Medical Association. The Scottish general	10, elected on a geographical basis. To be eligible for election, candidates must be either engaged exclusively or predominantly in providing personally or performing NHS primary medical services for a		<u>Voting members</u> Registered (other than provisionally registered) medical practitioners appointed as follows: 56 practitioners (whether members of the Association or not) whose exclusive or predominant medical commitment is to providing personally or performing NHS primary medical services for a minimum of 52 sessions distributed evenly over six months in the year immediately before election,	To deal with all matters affecting medical practitioners providing and/or performing primary medical services under the National Health Service Act 1977 and/or the National Health Service (Scotland) Act 1978 and/or the Health and Personal Social Services (Northern Ireland) Order 1972 and any Acts or Orders amending or consolidating the same and as from time to time extended to all or any part of the United Kingdom.

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	<p>practitioners committee chair and the Welsh general practitioners committee chair.</p> <p>The four members of BMA council elected to represent general practice in the branch of practice seats (without voting rights).</p>	<p>minimum of 52 sessions distributed evenly over six months in the year immediately before election and included in the GMC's GP register at the time of, or within 60 days of, election, or employed as a medically qualified secretary of a local medical committee, or employed as a</p>		<p>or medically qualified secretaries of local medical committees or GPs on the doctors retainer scheme, in such manner as the general practitioners committee shall from time to time determine, to be nominated or elected as follows: 43 to be elected on a constituency basis from among general practitioners or LMC officers; 7 to be elected by the annual conference of representatives of local medical committees; 1 to be nominated by the Medical Women's Federation; 2 to be nominated by the Medical Practitioners Union; 2 to be nominated by the GP trainees subcommittee being members</p>	<p>To consider and act in matters affecting those employed as full time or part time prison medical officers.</p> <p>A constituency entitled to appoint a representative to the committee shall be entitled to appoint an additional representative to be a member of the committee during any period for which a representative appointed by such group shall hold office as chair of the committee.</p>

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
		<p>general practitioner under the doctors retainer scheme.</p> <p>The 52 sessions electoral requirement referred to above shall be waived where a GP would normally have complied with this requirement but was prevented from</p>		<p>of that subcommittee; 1 to be nominated by the British International Doctors Association.</p> <p>The two sessions electoral requirement referred to above shall be waived where a GP would normally have complied with this requirement but was prevented from so doing by sickness or absence on maternity leave, has a reasonable expectation of returning to clinical practice sufficient to meet the requirement and intends to do so. This exemption is to apply for a period of not more than 12 months and not in two consecutive sets of elections.</p>	

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
		so doing by sickness or absence on maternity leave, has a reasonable expectation of returning to clinical practice sufficient to meet the requirement and intends to do so. This exemption is to apply for a period of not more than 12 months and not in two consecutive		<p>The committee shall have power to appoint up to 6 additional voting members to represent categories of GP contractual arrangement or classes of experience which, in the view of the committee, are not adequately represented. Four seats on the GPC to be reserved for members of the Sessional GP's sub-committee.</p> <p><u>Non-Voting members.</u> Registered (other than provisionally registered) medical practitioners to be nominated as follows: 1 to be nominated by the consultants committee; 1 to be nominated by the public health medicine</p>	

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
		<p>sets of elections.</p> <p>Of the 10 members elected to the GPC by the RB, at least one will have their principal place of work in England, one in Scotland, one in Wales and one in Northern Ireland and the electorate for all 10 seats will be all voting members of the RB.</p>		<p>committee; 1 to be nominated by the junior doctors committee; 1 to be nominated by the staff, associate specialists and specialty doctor committee, 2 to be nominated by the Council of the Royal College of General Practitioners.</p> <p>1 representative appointed by the Council of the British Dental Association.</p>	

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
International committee	Chief officers of the association.	4 members elected by the representative body of whom not more than 2 should be from any one branch of practice.		10 who are each elected from the following branches of practice: consultants committee, public health medicine committee, general practitioners committee, junior doctors committee, medical academic staff committee, the staff, associate specialists and specialty doctors committee, board of science, medical ethics committee, occupational medicine committee and medical students committee.	<p>To consider and progress international matters, including European issues.</p> <p>To receive and develop association policy on international matters and work on its implementation in conjunction with other BMA committees and other bodies such as European medical associations and the World Medical Association.</p> <p>To deal with immigration issues relevant to UK, EU and non-EU doctors working in the UK and the EU.</p>

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
					<p>To make recommendations to council about UK, international and European policy concerning the above.</p> <p>The committee has the power to co-opt the heads of BMA delegations to the: CPME (Standing Committee of European Doctors), EJD (European Junior Doctors group), UEMS (European Union of Medical Specialists), UEMO (European Union of General Practitioners) and the BMA representatives to the WMA (World Medical Association) and the CMA (Commonwealth Medical Association) if not otherwise appointed.</p>

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
Junior doctors' committee	<p>With voting rights: the chairs of the Scottish JDC, Welsh JDC, Northern Ireland JDC and the 13 English RJDCs.</p> <p>Without voting rights: the four chief officers of the BMA; the five members who are elected to BMA council to represent junior</p>	<p>With voting rights: 8 who are junior doctors, or who hold, or who have accepted an offer of, appointment to such a post such that they will fulfil the definition of junior doctor by the time of the first meeting of the junior doctors</p>		<p>37, elected from geographical regions, with voting rights:</p> <p>Eastern (2), Mersey (1), North Thames (5), Northern (2), North West (2), Northern Ireland (2), Thames Valley (1), Scotland (4), South Thames (5), Peninsula (1), Severn (1), East Midlands (2), Wales (2), Wessex (1), West Midlands (3), Yorkshire (3);</p> <p>(those members of the UK JDC who move regions or countries will remain members of the committee in a non-voting capacity for the remainder of</p>	<p>To consider and act in matters affecting those engaged in hospital practice in the training grades, including matters arising under the National Health Service Act or any Act amending or consolidating the same and to watch the interests of hospital medical staff in the training grades in relation to those Acts.</p> <p>The body entitled to appoint one or more representatives to the committee shall be entitled to appoint an additional representative to be a member of the committee during any period for which a representative</p>

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	doctors in the branch of practice seats, The officers of the JDC if they are unsuccessful getting re-elected to UKJDC via any other route; the appointed JNC(J) negotiators if they are unsuccessful getting re-elected to UKJDC via any route with the exception of any negotiators that	committee of the BMA session following the ARM at which they stand for election.		the session in which their move took place).  14, elected or appointed from other committees, or subcommittees;  with voting rights: 2 doctors in training by the GPC GP trainees subcommittee; 1 doctor in training by the public health medicine registrars subcommittee; 2 medical students by the medical students committee; 1 dentist in training by the British Dental Association; 1 doctor in training by the armed forces committee; 1 doctor in flexible training by	appointed by such body shall hold office as chair of the committee.  The committee shall have power to co-opt up to 3 members.

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	were selected from other BMA committees who shall be granted an ex-officio non-voting seat for the duration of the two-session term, the junior doctors' conference chair; the chair of the Junior members' forum (where they are a junior doctor); the immediate past chair of the JDC, should they not be elected			JDC's less than full time training forum;  without voting rights: 1 by the consultants committee; 1 by the general practitioners committee; 1 by the medical academic staff committee 1 by the staff, associate specialists and specialty doctor committee; Chair of the joint academic trainees subcommittee, should they not be elected by another route. 1 by the committee of medical managers; 1 by the patient liaison group.	

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	via any other route.				
Medical academic staff committee	Without voting rights: The four BMA chief officers The president of the BMA,  The joint			(i) Sixteen members elected by the conference of medical academic representatives (at least two of whom shall be academic trainees, at least two of whom shall be consultant clinical academics and at least one shall be an academic GP);  (ii) Four members elected by	The medical academic staff committee (MASC) shall meet to consider and act upon all matters of concern to medically qualified personnel holding contracts of employment (including honorary contracts) from one or more of the following organisations: a university, a medical school, the Medical Research Council, other

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	<p>academic trainees subcommittee chair.</p> <p>The member of BMA council elected to represent academics in the branch of practice seat (without voting rights)</p>			<p>and from among academics in Scotland at least one of whom shall be a consultant clinical academic, one an academic trainee and one a public health academic or academic GP, Two members elected by and from among medical academics employed in Wales. The elected chair and deputy chair of Northern Ireland MASC or their nominees.</p> <p>(iii) There shall also be: one representative from the CC, one representative from the JDC, one representative from the GPC, one representative from the SASC, one representative from the medical students committee</p>	<p>institutions engaged in medical research.</p> <p>The doctors represented by the committee include:</p> <p>(i) Medical academics who are paid on clinical salary scales, including research workers;</p> <p>(ii) Medical academics who are paid on university salary scales or ranges, including research workers;</p> <p>(iii) Academic Foundation Trainees, Academic Clinical Fellows and other equivalent trainees employed by the NHS but with significant fixed commitments with a university</p>

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
				<p>and one from the Patients liaison group (without voting rights).</p> <p>(iv) Two representatives appointed by the Central Committee for Dental Academic Staff of the British Dental Association.</p> <p>(v) One representative of pharmaceutical physicians appointed by The faculty of Pharmaceutical Medicine</p>	<p>or other higher education institution, for the academic aspect of their work;</p> <p>(iv) Other doctors who undertake formal sessions or programmed activities for universities and higher education institutions and who have (or would be reasonably assumed to be entitled to have) an honorary academic contract recognising such activity, for the academic aspect of their work;</p> <p>(v) Pharmaceutical physicians</p>

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
Medical students committee	<p><u>Voting:</u> The medical students conference chair.</p> <p><u>Non-voting:</u> Chair of the Scottish, Welsh and Northern Ireland Medical</p>			<p><u>Medical school representatives (voting):</u> 1 representative of each medical school in the United Kingdom elected annually by medical student members in that medical school. The medical school representative must, at the time of their election and throughout the term of their office, be</p>	<p>To consider and act upon any matters affecting the interests of medical students.</p> <p>The committee shall have power to co-opt not more than 3 additional members.</p> <p>The body entitled to appoint a representative to the committee shall be entitled to appoint an</p>

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	<p>students committees, the immediate past chair of the committee and the elected student representative on BMA council.</p> <p>The immediate past deputy chairs of the medical students committee for a period of one year after ceasing to hold the office of deputy chairs providing they</p>			<p>enrolled in a course of study in the UK (not having been suspended) for or leading to a primary medical qualification.</p> <p><u>Other BMA committee representatives (non-voting):</u> 1 by the junior doctors committee, 1 by the medical academic staff committee; 1 by the GPC trainees subcommittee.</p> <p><u>Organisation representatives (non-voting):</u> 1 by the British Dental Association</p>	<p>additional representative to be a member of the committee during any period for which a representative appointed by that body shall hold office as chair or deputy chair of the committee.</p>

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	<p>remain medical students.</p> <p>The three members of BMA council elected to represent medical students in the branch of practice seats.</p>				
Occupational medicine committee	The BMA president, the four BMA chief officers; the elected member of council representing doctors in occupational	5 members elected annually, for a single session, by the representative body (voting) - 4 of whom must be	3 members elected annually for a single session, by the Council (voting) - 3 from the remainder that have stood for	2 otherwise elected or appointed for a single session (non-voting) - 1, appointed by the Faculty of Occupational Medicine; - 1, elected by the public health medicine committee (PHMC).	To consider and report on matters affecting the health, safety and welfare of persons at work and the practice of occupational medicine in industry and allied occupations. To advise the Association on the implementation of health, safety and welfare legislation and other

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	medicine, if not otherwise elected. The member of BMA council elected to represent occupational medicine in the branch of practice seat (non voting).	actively engaged, exclusively or predominantly, in occupational medicine through clinical practice, management, research or training for a minimum of two sessions per week on average, and must hold a UK recognised qualification in occupational medicine - 1 of whom	election via ARM, who must be actively engaged exclusively or predominantly in occupational medicine through clinical practice, management, research or training for a minimum of two sessions per week on average, and must hold a UK recognised qualification in		aspects of occupational medicine as they may affect its members and their working environment.

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
		must be in an approved occupational medicine training post.	occupational medicine or be in an approved occupational medicine training post.		

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
Private practice committee		1 BMA member, elected by the Annual Representative Meeting, who provides private medical services as a part or all of their current practice in primary or secondary care and elected annually.		2 elected by the consultants committee, 1 by the junior doctors committee; 1 by the general practitioners committee; 1 by the professional fees committee; 1 by the staff, associate specialists and specialty doctor committee; 1 representative of hospital dental practice, nominated and funded by the Central Committee for Hospital Dental Services; 1 member by the Academy of Royal Medical Colleges.	To consider and report on matters of direct concern to the profession in the field of private general and consulting practice (whether whole or part time), and such other matters as may be referred to it by council from time to time. With power to co-opt.

				Four BMA members who are engaged in consultant or specialist clinical practice under the National Health Service Act 2006 (and/or the equivalent legislation in the devolved nations) and who are also engaged in active private consultant or specialist clinical practice, elected by an electronic election of members registered with the BMA as meeting the same criteria.	
				Two BMA members who do not provide and/or perform primary medical services under the National Health Service Act 2006 (and/or the equivalent legislation in the devolved	

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
				nations) and who earn 75% or more of their income from private general medical practice and are engaged in private general medical practice to the extent of at least 20 hours per week, elected by members who are registered with the BMA as not providing and/or performing primary medical services under the National Health Service Act 2006 (and/or the equivalent legislation in the devolved nations) and are engaged in active private general medical practice.	

				Two BMA members who are engaged in active consultant or specialist clinical practice to the extent of at least 20 hours per week, treat patients who are receiving privately funded healthcare (via a private medical insurer / self-pay or both), have no contract of employment, earn 75% or more of their professional income from private consultant or specialist clinical practice, elected by BMA members who meet the same criteria.	
Professional fees committee		3		1 who undertakes on average at least four sessions work each week for central	(a) Negotiation of the terms for medical services and other services outside the NHS,

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
				government departments, agencies or their contractors, elected by members who undertake fee paid sessional work for central government departments, agencies or their contractors; 1 by the consultants committee; 2 by the general practitioners committee; 1 by the occupational medicine committee; 1 by the junior doctors committee; 1 by the private practice committee. 1 by the staff, associate specialists and specialty doctor committee. 1 by Northern Ireland council, 1 by Scottish council and 1 by Welsh council.	<p>other than those covered by the duties and powers of other standing committees, in all countries of the UK (excluding private medical practice/ private clinical practice)</p> <p>(b) Determining the policy direction of the Association on professional fees issues after consultation with other appropriate committees.</p> <p>(c) Submission of recommendations to council, for example on the annual fee increase.</p> <p>(d) Provide guidance information and support to members in all countries of the UK on issues relevant to professional fees.</p>

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
Professional regulation committee		3 members elected by the representative body.	2 members elected by Council.	1 representative from each of the following branch of practice committees: consultants committee, general practitioners committee, junior doctors committee, medical academic staff committee, public health medicine committee, staff, associate specialists and specialty doctors committee, medical students committee, retired members committee and the private practice committee.	To consider matters relating to the General Medical Council, including matters referred to the Committee by BMA Council or other committees.

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
Public health medicine committee	The chairs of the Welsh and Northern Ireland committees for public health medicine (with voting rights). A representative of public health medicine in Scotland identified by Scottish council (without voting rights). The annual	3, engaged exclusively or predominantly in public health medicine.		12, engaged exclusively or predominantly in public health medicine, to be elected by public health physicians in the established and training grades (at least of whom 1 shall be elected from Scotland, 1 from Wales, 1 from Northern Ireland, and 1 from England.  Where one representative or less is elected who is employed either by a local authority, or by PHE, the committee may co-opt an additional representative from the	To deal with all matters affecting public health medicine and public health physicians in the established and training grades.  The committee shall have power to co-opt up to three additional members without voting rights.  Doctors from each of the British overseas territories and Crown dependencies shall be allocated by public health medicine committee (UK) to an appropriate regional or national constituency.

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	conference of public health medicine chair (without voting rights). The chair (or their representative) of the local negotiating committee of public health England (without voting rights). The member of BMA council elected to represent public health medicine in the branch of practice seat (without voting			relevant constituency (without voting rights).  One by the specialist registrars subcommittee; the specialists registrars subcommittee chair; one by the board of science, one by the consultants committee (non-voting), one by the general practitioners committee (non-voting), one by the junior doctors committee (non-voting), one by the staff, associate specialists and specialty doctor committee (non-voting); one by the medical students committee (one-voting); an academic consultant in public health medicine, to be appointed by the medical	The body entitled to appoint one or more representatives to the committee shall be entitled to appoint an additional representative to be a member of the committee during any period for which a representative appointed by such body shall hold office as chair of the committee.  Any member of the public health medicine committee specialist registrars subcommittee may attend a meeting of the committee as an observer (non-voting) provided they are already taking part in other BMA business on the day of the meeting.

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	rights). The immediate past committee chair, if not otherwise elected or appointed, may remain a member for a period of one session (without voting rights).			<p>academic staff committee (non-voting).</p> <p>One public health dentist appointed by the British Dental Association.</p> <p>One from the occupational health committee (non-voting).</p>	
Retired members committee	Without voting rights: The four BMA chief officers. The member of BMA council elected to represent the retired members			5, until the end of the 2022- 23 session, and 6, from the start of the 2023-24 session, elected from the retired members conference, no more than two-thirds of whom shall be from the same gender.	To consider and act in matters affecting the interests of members permanently and predominantly retired from all medical practice.

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	<p>in the branch of practice seat . The immediate past chair of the retired members committee (for one session only, from the start of the 2022-23 session).</p> <p>With voting rights: The chair and deputy chair of the retired members Conference. The immediate past chair of the retired members conference (until</p>				

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	the end of the 2022-2023 session).				
Specialist, associate specialists and specialty doctor committee	The committee chair, a deputy chair of the committee with the strategic, policy and procedure portfolio, the deputy chair with the negotiating portfolio and the deputy chair of the committee with the education and	8, engaged exclusively or predominantly in the areas of practice falling within the remit of the committee, at least one of whom shall be from each of the UK nations and elected by the RB as a whole.		1 member appointed from each of the regional staff and associate specialist committees or regional non-consultant career grades subcommittees in England, 2 from Scotland, 1 from Wales and 1 from Northern Ireland, one representative to be elected by the British Dental Association (with voting rights). 1 member to be appointed by each of the consultants committee, the public health medicine committee, the general	To consider and act in matters affecting those doctors holding appointments as specialists, associate specialists, specialty doctors, staff grades, clinical assistants (who are not GPs), non-standard 'trust' grades, those career grade hospital doctors whose appointment does not require them to be on the Specialist Register and doctors who held a training appointment more than two years ago and/or those who do not intend to go back into training.

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	<p>development portfolio, conference of staff and associate specialists chair (with voting rights).</p> <p>The two members of BMA council elected to represent specialist, associate specialist and speciality doctors in the branch of practice seats</p>	<p>Eligibility to stand for election shall be in accordance with the provisions set out in SASC's standing orders at the time of election, subject to annual review by the organisation committee.</p>		<p>practitioners committee, the junior doctors committee, the medical academic staff committee and one member appointed by the Academy of Medical Royal Colleges (without voting rights).</p> <p>Eligibility to stand for election shall be in accordance with the provisions set out in SASSDC's standing orders at the time of election, subject to annual review by the organisation committee.</p>	<p>The committee shall have the power to co-opt up to three additional voting members, to represent classes of experience which, in the view of the committee, are not adequately represented.</p>

Name	Members ex officio	Elected or Appointed Members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
	(without voting rights).				

THE THIRD SCHEDULE TO THE BYE-LAWS - BOARD OF SCIENCE AND MEDICAL ETHICS COMMITTEE

MEMBERS (in addition to the members ex-officio mentioned in bye-law 84) and Powers and Duties

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
Board of science	<p>The board of science chair</p> <p>Immediate past chair of the board of science</p> <p>BMA president</p> <p>The four chief officers of the BMA</p>	Three members each elected for a three-year term, staggered so one member is elected each year.	Six members elected each for a three-year term, staggered so two are elected each year. At point of election, two of these six must be junior doctors.	<p><b>Without voting rights:</b></p> <p>One representative from the Public Health Medicine Committee</p> <p>One representative from the Patients Liaison Group</p>	<p>To act for the council in matters specifically referred to it for the promotion of the medical and allied sciences, with a specific interest in the matters of medical concern (including the health of both the medical workforce, as well as the wider public)– .</p> <p>To play an influential role in forming government and public opinion on public health issues for the benefit of doctors and patients, whether through events (including the ARM scientific lectures), the</p>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
					<p>publication of policy reports and briefings, or other activities.</p> <p>The term of appointment of any chair or member of any subcommittee or section appointed by the board shall be such as the board shall determine, but it shall be the duty of the board to review the functions and the membership of its appointed subcommittees and sections annually to determine:</p> <p>1. whether the functions are still necessary and cannot</p>

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
					otherwise be executed more expediently; and 2. whether any change in chair or membership is desirable for the more effective execution of the said functions.

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
Medical ethics committee		7, of whom not more than three shall be in the same branch of medical practice	3 and not more than eight "external" members to represent the medical profession and disciplines such as law, moral philosophy,		To consider the ethical implications of all matters concerning the relationship between the medical profession, the public and the State, and to be responsible for liaison with the General Medical Council and other relevant organisations on matters of ethics affecting medical practice, and to report to council thereon.

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
			natural sciences or other health professions appointed after consultation with the medical ethics committee chair and always provided that no such member may be elected to serve as medical ethics committee chair, unless such a		

Name	Members ex officio	Elected or appointed members			Duties, powers, etc
		By the representative body	By the council	Otherwise elected or appointed	
Column 1	Column 2	Column 3	Column 4	Column 5	Column 6
			member is also a member of the British Medical Association.		

Standing committees appointing representatives on other committees are entitled to appoint a deputy to attend meetings in the event of the appointed representative being unable to do so.

**Company Number 00008848**

**INDEX PAGE**

Adjournment (of general meetings) .....	20
Adjournment (of representative meetings) .....	64
Affiliation .....	14
Affiliated Membership .....	14
Appointment and removal of an assurer .....	47
Annual General Meeting .....	16
Annual Reports (of divisions) .....	50
Annual Scientific Meetings .....	86
Application for Membership of the Association .....	7
Armed Forces Committee .....	112
Arrears of Subscription, Cessation of Membership .....	13
Attendance and participation at general meetings .....	19
Autonomy (of divisions and regional councils) .....	16
BMA Audit and Risk Committee .....	90
BMA Impact Award .....	88
Board of Directors .....	34
Board of Science .....	144
Board of the BMJ Publishing Group .....	94
Boards, Committees and Standing Committees .....	34
Board to report to Council and working with Committees .....	42
Branches: Special Powers .....	53
Business of Annual General Meeting .....	17
Business of Annual Representative Meeting .....	27
Bye-Laws .....	46
Chairing of Directors meetings and casting vote .....	41
Chair (of the representative body) .....	64
Chair of Annual General Meeting .....	18
Chair and Deputy Chair (of the representative body) .....	60
Change of Divisions .....	52
Chief Executive .....	24
Collective action .....	77
Committees (appointed by council) .....	75
Committees and other bodies .....	78
Composition (of council and committees) .....	34
Composition (of joint agenda committee) .....	63
Conduct and Activity of Divisions .....	52
Conflicts of interest .....	41
Constitution of the Board of Directors .....	40

## Company Number 00008848

Consultants Committee .....	117
Council.....	65
Council and committees.....	34
Council and implementation of resolutions.....	35
Council Chair and Deputy Chair.....	69
Deputations to Council.....	74
Deputies of Representatives to the ARM.....	59
Director's/Chief Officer's right to protest against removal.....	23
Directors' general authority.....	34
Directors may delegate .....	35
Directors to take decisions collectively.....	38
Distinguished Service Award .....	88
Divisional Meetings .....	51
Duration of Voting Membership .....	8
Editor of the British Medical Journal.....	25
Election of Council Chair.....	70
Election of Honorary and Corresponding Members.....	49
Election of Officers of Services.....	49
Election of Representatives.....	56
Election of Standing Committees and Boards.....	78
Election to committees .....	85
Eligibility for honorary Membership of the Association.....	8
Eligibility for Voting Membership of the Association .....	5
Ex-officio Members of Council .....	65
Expenses.....	43
Extraordinary General Meetings .....	17
Financial and other reports and audit.....	44
Formation, Alteration, Dissolution, etc, of Branches and Divisions .....	15
General Practitioners Committee.....	116
Grants to Divisions and Branches .....	55
Honorary Classes of Membership .....	49
Honours of the Association .....	46 and 86
Implementation of Resolutions of the Representative Body.....	31
Inability to Carry Out the Duties of an Office .....	62
Indemnity .....	46
International committee .....	120
Joint Agenda Committee .....	63
Joint Committees and Joint Meetings of Divisions.....	51
Journal.....	45
Junior Doctors' Committee.....	122

## Company Number 00008848

Junior Members Forum .....	86
Local Management: Branches .....	53
Local Management: Divisions .....	51
Majority (at representative meetings) .....	30
Medical Academic Staff Committee .....	125
Medical Ethics Committee .....	147
Medical Students Committee .....	128
Meetings of Directors .....	39
Members' conduct .....	10
Membership .....	48
Membership categories .....	5
Minutes of Representative Meetings .....	31
Mode and Conditions of Election to Membership of the Association .....	7
Mode of election of members .....	48
Mode of Nomination and Election of Elected Members of Council .....	68
Nomination of the President .....	61
Nomination of the Honorary Vice-President .....	61
Non-voting Members .....	5
Northern Ireland Council .....	97
Notice of Meetings and Special Business .....	18
Notices .....	45
Occupational Medicine Committee .....	130
Officers .....	21
Ordinary Grants .....	55
Organisation Committee .....	101
Other Publications .....	45
Finance Committee .....	37
Participation in Directors' meetings .....	39
Past Presidents .....	61
Powers and Duties (of council) .....	33
Powers as to Disorganised or Inactive Branch .....	54
Powers of Committees and Boards .....	81
Powers of Incomplete Council .....	34
President, President-Elect, Immediate Past President .....	60
Private Practice Committee .....	132
Proceedings of Council .....	70
Professional Fees Committee .....	135
Professional Regulation Committee .....	136
Public Health Medicine Committee .....	137
Publication of Reports .....	44

## Company Number 00008848

Publications .....	45
Quorum for Directors' Meetings .....	40
Quorum of General Meetings .....	19
Quorum of Representative Meetings .....	29
Re-eligibility for Membership of the Association .....	12
Regional Councils .....	51
Register of Members .....	8
Regulation of Committees and Boards .....	83
Remuneration Committee .....	104
Reports of Committees .....	84
Representation of Association on Outside Bodies .....	74
Representative Body: Constitution .....	56
Representative Body: General Powers .....	25
Representative Meetings .....	25
Representatives appointed by the Council .....	59
Representatives elected by Divisions .....	56
Representatives elected by Branches of Practice .....	58
Representatives elected by Junior Members Forum .....	58
Representatives elected by Conference of Honorary Secretaries of BMA Divisions and Regional Councils .....	59
Resolution of Disputes Between Standing Committees and National Councils Having Delegated Authority .....	73
Resolution to remove Director/Chief Officer .....	22
Retired Members Committee .....	139
Rules of Procedure in Ethical Matters .....	16
Scottish Council .....	105
Seal .....	46
Smoking .....	46
Special Groups of Members .....	85
Special Meetings (of council) .....	72
Special Representative Meetings .....	28
Special Subscriptions to Divisions and Branches .....	55
Specialist, Associate Specialists and Specialty Doctor Committee .....	141
Sponsorship and the Association .....	75
Subscriptions .....	13
Subscriptions to Branches .....	55
Supplementary Grants .....	56
Term of Office and Eligibility for Re-election (council) .....	68
Term of Office of Representatives; Resignations; Casual Vacancies .....	59
Termination of Voting Membership and members' conduct .....	9

**Company Number 00008848**

Termination of Director's/Chief Officer's appointment ..... 21

Treasurer ..... 61

Unanimous decisions (of directors)..... 39

Vacancies (council) ..... 69

Vacancies in Offices ..... 62

Validity of proceedings ..... 43

Voting and participation at meetings of committees..... 82

    and boards by electronic means

Voting (at representative meetings) ..... 29

    (at council) ..... 72

Voting at General Meetings..... 20

Voting Members ..... 5

Voting Members of Council ..... 65

Welsh Council ..... 109