



# BRITISH GYNAECOLOGICAL CANCER SOCIETY

## CONSTITUTION

*(Updated from that approved in Glasgow 2017 with changes indicated at end of document agreed at council January 2018 and for ratification at AGM 5<sup>th</sup> July 2018 QEII, London).*

- (1) The Society shall be called the British Gynaecological Cancer Society.

The aims of the Society are to advance the science and art of gynaecological oncology for the benefit of the public. This is in accordance with the role of the Society as a charitable organisation.

- i. To facilitate the interchange of information on the causes, investigation and management of gynaecological cancer between members of the Society and other organisations including the third sector
- ii. To promote research and the publication of the results.
- iii. To organise scientific meetings.

- (2) MEMBERSHIP OF THE SOCIETY

Membership of the Society shall be open to medical practitioners and members of allied professions, including Clinical Nurse Specialists, who are interested in the study/management of gynaecological cancers.

Membership applications will be approved by the Honorary Secretary and President on behalf of the Society. In exceptional circumstances, applications for membership may be referred for consideration by Council who shall have an absolute discretion not to accept any person as a member.

The Administration Secretary shall include a list of new members for the year, giving name and place of work, at the AGM.

- i. Honorary membership

The Society shall be empowered to elect Honorary Members. This is the highest honour that the Society can confer and shall be restricted to those of eminence in the field of Gynaecological Oncology or in some allied subject.

Nominations for Honorary Membership shall be made by the Council for ratification at the AGM.

Honorary Members shall not be liable for payment of the Annual Subscription and they have no voting rights unless they hold the position of trustee.

ii. Termination of membership

Membership of the Society may be terminated in any of the following ways:

- (a) By resignation of the member.
- (b) By default of payment of the Annual Subscription over a full calendar year.
- (c) By the Council at its discretion if such termination appears to be in the interests of the Society (e.g. probity, fraud or other exception circumstance); provided that any persons whose membership it is proposed to terminate shall have a right to be heard in their own defence at the next AGM.

iii. Trustees

- (a) Trustees are required by the Charity Commission.
- (b) The officers are trustees until the end of their ex-officio term as described in Section 4 (iv) and (v)
- (c) A minimum of 2 and maximum of 4 additional trustees shall be recommended by Council and ratified by the AGM.
- (d) Additional trustees shall serve a minimum term of three years and this term may be renewable for up to two further terms. In certain circumstances the term may be extended by a further one year to allow for overlap and ensuring suitable candidates are in post to provide continuity to the Society.
- (e) Additional trustees shall be individuals whose qualifications and motivation would be of value to the BGCS in promoting its goals within the rules of its charitable status.
- (f) On appointment additional trustees shall be conferred honorary membership of the society for life.

(3) OFFICERS

The officers shall be:

President  
Honorary Treasurer  
Honorary Secretary  
Honorary Meetings Secretary

(4) TENURE OF OFFICERS:

- i. The President shall be elected for a maximum of three years. He/she shall not then be eligible for re-election to the same office, except in the circumstances described in Section 5 (iv) below.

- ii. The Honorary Treasurer shall be elected for a maximum of three years. He/she shall not be eligible for re-election to the same office, except in the circumstances described in Section 5 (iv) below.
- iii. The Honorary Secretary shall be elected for a maximum of three years. He/she shall not be eligible for re-election to the same office, except in the circumstances described in Section 5 (iv) below.
- iv. The President-Elect shall sit on Council for the year after election in preparation for assuming the Presidency at the following Annual General Meeting of the Society.
- v. The Honorary Treasurer and Honorary Secretary shall sit on council for the year following election of their successors with the same status as co-opted members.
- vi. The Honorary Meeting Secretary shall be the host and organiser of the next meeting of the Society and shall hold this office for the 1 year preceding this.
- vii. At each AGM members of the Society shall ratify the continued tenure of all Officers.
- viii. The tenure of any Officer can be ended at any time by a two thirds majority vote of the Council, if exceptional circumstances arise (see 5(iii)).
- ix. Officers who fail to attend meetings of the Council without sufficient reason shall be automatically retired.

## (5) ELECTION OF OFFICERS

### (i) Election of President

- a. In years when the President is to be elected the Administration Secretary shall email nomination papers to all members of the Society at least three months before the AGM.
- b. Nominations, proposed and seconded, shall be returned to the Administration Secretary within four weeks. Those nominated must have served on the Council but need not be a council member at the time of election.
- c. The Administration Secretary shall send ballot papers by email to all members of the Society at least one month before the AGM  
The ballot will close at 5pm on the Monday preceding the AGM. The Administration Secretary shall count the ballot and the results will be announced at the AGM.
- d. In the event of the office of President being left vacant at the end of the ballot this vacancy shall be filled at once in the Council. Under such exceptional circumstances the existing president may serve a second term.

### (ii) Election of honorary secretary and treasurer

- a. The honorary secretary and treasurer will be elected by council from serving members of council who have been elected to their current positions by the general membership.
  - b. In years where the honorary secretary and treasurer are to be replaced, the administration secretary will issue nomination forms to council members at least 3 months before the AGM.
  - c. Nominations will be proposed and seconded by council members.
  - d. The Administration Secretary shall administer the ballot opening it and informing all members of the council at least one month before the AGM
  - e. The ballot will close at 5pm on the Monday preceding the AGM. The Administration Secretary shall count the ballot and the results will be announced at the AGM.
- (iii) In the event of any Office being left vacant at the end of the ballot this vacancy shall be filled at once in the Council. Under such exceptional circumstances an existing officer may serve a second term.

#### (6) FINANCIAL CONTROLS

- (i) The honorary treasurer is authorised to make payments of up to £3000 by cheque or BACS to a single payee.
- (ii) The honorary treasurer is authorised to make payments above £3000 following agreement of the President or honorary secretary if the President is unavailable.
- (iii) Financial commitments and payments to other parties representing 5% or greater than the current reserves should be discussed at council and approved by a 2/3 majority of trustees.
- (iv) The transfer of monies representing in total 5% or greater than the current reserves between bank accounts administered by the Society or its trustees should be approved by a 2/3 majority of trustees.

#### (7) COUNCIL

The Council shall consist of the Officers and Members who shall be elected at the AGM. Ordinary Council Members are to represent disciplines relating to the Society as follows:

Pathology  
Medical Oncology  
Clinical Oncology

Clinical Nurse Specialists  
Gynaecological cancer unit leads  
Gynaecological cancer centre leads  
Radiology

One Representative working in each of the following geographical regions:

Scotland  
Northern Ireland  
Wales  
NHS North of England  
NHS Midlands and East of England (2)  
NHS London  
NHS South

A Council Member representing trainees in approved gynaecological oncology subspecialty training programmes shall be elected from within this group

Each member shall serve for three years.

Retiring Members of the Council shall be eligible for re-election after a lapse of one year.

Council Members who fail to attend two consecutive meetings of the Council without sufficient reason shall be automatically retired from the Council.

The Council is empowered to co-opt members to serve on the Council for a period of one year for a specific purpose.

The host for the next Scientific Meeting shall be a co-opted member of the Council in the role of Honorary Meeting Secretary, if not already a member.

Co-opted members shall have no voting rights.

#### (7) ELECTION OF MEMBERS OF COUNCIL

- i. The Administration Secretary shall email nomination papers to all members of the Society at least three months before the AGM.
- ii. Nominations, proposed and seconded by members of the Society, and indicating willingness to serve, should be returned to the Administration Secretary within four weeks.
- iii. The Administration Secretary shall email ballot papers not less than one month before the AGM. The ballot will close at 5pm on the Monday preceding the AGM.
- iv. The ballot shall be counted by the Administration Secretary and the results announced at the AGM.
- v. The number of vacancies shall be determined and that same number shall determine the number of candidates, having the greatest number of votes, shall be elected.
- vi. The radiology and pathology representatives will be appointed as the current presidents of their respective national societies and not require an election to Council.

## (8) RESPONSIBILITIES OF THE COUNCIL

The ordinary business of the Society shall be conducted by the Council. A quorum shall consist of four voting members of which at least two and no more than three shall be Officers of the Council.

The Council shall meet at least twice each year and one of the meetings shall be in the same week as the AGM. The second meeting may be conducted as a teleconference.

The Council shall be empowered to institute:

- i. Committees and to decide their composition. The Council is also empowered to dissolve Committees.
- ii. Working Parties. These are *ad hoc* committees and shall be set up by the Council to deal with specified matters. When business is completed the Working Party shall be dissolved automatically. The President and Honorary Secretary are *ex-officio* members of all Committees and Working Parties.
- iii. Reports from Committees and Working Parties are made to the Council and are confidential to them.
- iv. A list of committees and working parties shall be compiled and retained by the administration secretariat. The chairman of these bodies or failing that the president or honorary secretary as *ex officio* members shall report the progress of the committee or working party to the council at least once every year at which time the council shall determine the continued need for and existence of the committee or working party. All actions and decisions of Committees and Working Parties should be reported back to the Council as soon as possible.
- v. The Council shall be empowered to employ a paid administration secretary to undertake the administrative work of the society at the direction of and under the supervision of the President and Honorary Secretary of the Society.
- vi. The Honorary Treasurer shall produce a financial report at each council meeting and submit professionally prepared accounts for the Charity Commission in the Autumn of each year. The accounts are to be validated by the President of the Society.

## (9) AMENDMENT TO STATUTES

The Council must give notice in writing to members of the Society of any change in the Statutes and ensure that written objections from members of the Society are taken into consideration. Any alteration of the Statutes must be by a two thirds majority of votes cast in a ballot of all members of the Society attending the AGM. The Charity Commission must be informed in writing if the objects of the Society are changed to prevent the Society to cease to be a charity in law.

## (10) ANNUAL GENERAL MEETING

The General Meeting of the Society shall be held every year at the time of the Scientific Meeting. The Administration Secretary shall circulate the Agenda for the meeting at

least one month before it is held. The President shall present a report on the year's work of the Society.

The Honorary Treasurer shall present his report together with a duly audited balance sheet.

(11) EXTRA-ORDINARY GENERAL MEETING

Any other General Meeting can be convened by the Council or at the request of 25 members of the Society.

The Administration Secretary shall give notice and circulate the Agenda at least two weeks before an Extra-Ordinary General Meeting.

A quorum for the Annual General Meeting and for any Extra-Ordinary General Meeting shall be two of the Officers and 25 members of the Society.

(12) There will be the annual subscription which shall be proposed by the Council and approved by the membership at the Annual General Meeting.

(13) The Society can only be dissolved by a two thirds majority vote of the membership in favour of such action.

The assets after settling all outstanding debts shall be given to a Charity in this country with similar aims and ideals approved by the Council of the Society.

The amended constitution was discussed at the Council Meeting in Birmingham on 11<sup>th</sup> May 2016.

**P Rolland, Honorary Secretary**

**A Nordin, President**

## Summary of proposed BGCS Constitution London 2018; changes from Glasgow 2017

### **Section 2**

Paragraph i: Honorary members who pay no subscriptions have no voting rights updated to reflect that some honorary members are also trustees and so should have voting rights in this context.

Deletion of paragraph iii. subsection (e) which indicated that non-executive trustees would not have voting rights. These trustees now referred to as 'additional trustees' and should have voting rights on council.

Paragraph iii subsection (f) - members appointed as additional (not executive – the officers i.e. president, treasurer, secretary, meetings secretary) trustees are automatically made honorary members of the society for life and do not have to pay subscriptions.

### **Section 5**

Rewritten to reflect council's decision to have different appointment processes for Honorary secretary and treasurer so that these positions are filled democratically but from the experienced serving members of council

#### **(5) ELECTION OF OFFICERS**

##### **(iii) Election of President**

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##### **(iv) Election of honorary secretary and treasurer**

- f. The honorary secretary and treasurer will be elected by council from serving members of council who have been elected to their current positions by the general membership.
  - g. In years where the honorary secretary and treasurer are to be replaced, the administration secretary will issue nomination forms to council members at least 3 months before the AGM.
  - h. Nominations will be proposed and seconded by council members.
  - i. The Administration Secretary shall administer the ballot opening it and informing all members of the council at least one month before the AGM
  - j. The ballot will close at 5pm on the Monday preceding the AGM. The Administration Secretary shall count the ballot and the results will be announced at the AGM.
- (iii) In the event of any Office being left vacant at the end of the ballot this vacancy shall be filled at once in the Council. Under such exceptional circumstances an existing officer may serve a second term.

## **Section 6**

### New section outlining financial controls

#### (6) Financial controls

- (i) The honorary treasurer is authorised to make payments of up to £3000 by cheque or BACS to a single payee.
- (ii) The honorary treasurer is authorised to make payments above £3000 following agreement of the President or honorary secretary if the President is unavailable.
- (iii) Financial commitments and payments to other parties representing 5% or greater than the current reserves should be discussed at council and approved by a 2/3 majority of trustees.
- (iv) The transfer of monies representing in total 5% or greater than the current reserves between bank accounts administered by the Society or its trustees should be approved by a 2/3 majority of trustees.

Ratified by AGM Thursday 5<sup>th</sup> July 2018 London.