

ORDINANCES OF THE ROYAL COLLEGE OF ANAESTHETISTS

1. INTERPRETATION AND DEFINITIONS

1.1 In these Ordinances, unless the context otherwise requires, the following definitions shall apply:

'Affiliate' means an Affiliate of the College.

'Appointed Trustee' means those Trustees appointed by the Board of Trustees in accordance with the process set out in the Regulations.

'Article' means the relevant Article of the College's Charter.

~~'Associate Fellow' means an Associate Fellow of the College.~~

~~'Associate Member' means an Associate Member of the College.~~

'board' means a body established by the Board of Trustees in accordance with Ordinance 11, with delegated strategic responsibility for a specific area of governance.

'Board of Trustees' means all of the Trustees acting together with collective responsibility.

'Charities Act' means the Charities Act 2011 or any amendment or statutory re-enactment of that Act.

'Charity Commission' means the Charity Commission for England and Wales.

'Charity Trustees' has the meaning prescribed by section 177 of the Charities Act.

'Charter' means the Charter of the College granted on 16th March 1992, as amended from time to time.

'clear days' means complete days, excluding the day on which the notice is given or the day on which the event for which it is given takes place.

'College' means the Royal College of Anaesthetists.

'committee' means a body that is established by the Board of Trustees, in accordance with Ordinance 11 to consider on its behalf specific operational matters relating to governance.

'connected person' has the meaning prescribed by s.188 of the Charities Act;

'Council' means the body of the College with delegated responsibility from the Board of Trustees focused on the practice of anaesthesia as a profession, which includes the professional, clinical and educational functions of the College.

'Critical care', 'pain medicine' and 'perioperative ~~medicine~~-care' mean subjects related

to anaesthesia within the meaning of the Charter.

'Designated Resolution' has the meaning in Ordinance 6.6.

'Diploma' means a diploma conferred or recognised by the College.

~~'Election Day' means the third Wednesday in December or such other time as the Council may from time to time determine.~~

'Fellow' means a Fellow of the College.

'Financial Expert' means an individual, company or firm who is an authorised person or an exempted person within the meaning of the Financial Services and Markets Act 2000.

'Financial Year' means the period for which the College's statutory accounts are prepared and published.

'Fixed Day' means the first Wednesday in March or such other day, within one month thereafter, as the Council may from time to time determine.

~~'Foundation member' means a Foundation Member of the College~~

~~'Honorary Fellow' means an Honorary Fellow of the College.~~

'General Meeting' means an Annual General Meeting or Extraordinary General Meeting.

'instrument' means a written document that can be formally attributed to an individual person.

'Investment Strategy' means the College's policy and approach to investments as approved by the Board of Trustees periodically.

'Lay Trustees' means those Trustees elected in accordance with the process set out in the Regulations.

~~'Mmember' means a person -person who has been admitted to in the a category of Member-membership of the College as specified in Ordinance 2.1 and, where the context so requires, includes persons in the categories of Fellow, Associate Fellow, Member, Associate Member, or Affiliate.~~

'Object' means the object of the College as set out in Article 3(1) of the Charter.

'President' means the President of the College and Chair of the Board of Trustees.

'Register of Members' means the register of College members maintained in accordance with Ordinance 2.52-5.

'Registered medical practitioner' means a medical practitioner registered, whether with full or limited registration, by the General Medical Council under the Medical Act 1983 and subsequent amendments.

'Regulations' means ~~Regulations~~ rules or directives made by the ~~Council~~ Board of Trustees in accordance with these Ordinances and maintained by the Board of Trustees.

'requisition' means a formal written demand that something should be performed or put into operation by the Board of Trustees. ('Specialist register' means the Register kept

~~by the General Medical Council.~~

~~'Student member' means a Student Member of the College~~

~~'Trainee' means a registered medical practitioner who is registered with the College for training in anaesthesia, critical care or pain medicine.~~

'Trustee(s)' means a member of the Board of Trustees with legal responsibility for the general control, government and management of the administration of the College, its property and affairs.

'United Kingdom' means the United Kingdom of Great Britain and Northern Ireland.

'website' means the official website of the College.

'Written' refers to a legible document on paper or a document which can be printed in writing onto paper including electronic mail.

'Written Resolution' means a resolution as set out in Ordinance 10.6 which is a decision that is considered by correspondence rather than in a Board of Trustees meeting.

- 1.2 Words or phrases defined in the Charter have the same meanings herein.
- 1.3 References to any Act of Parliament, or order or instrument thereunder, include any statutory modification or re-enactment thereof.
- 1.4 Words in the singular include the plural and vice versa, and words importing persons include corporations.

MEMBERSHIP OF THE COLLEGE

2. Categories of Membership of the College

Fellowship

2.1 The following shall be members of the College:

2.1.1 Fellows;

2.1.2 Members; and

2.1.3 such other categories of membership as shall from time to time be set out in the Regulations.

2.2 The eligibility requirements of and admissions process for each of the above categories of membership shall be set out in the Regulations.

2.3 The Regulations may also set out the rights, privileges and obligations associated with, and the level of subscription fees due from, each category of membership.

~~2.1 Subject to such further provision as may be made in Regulations, Fellows shall be such persons as are:~~

~~(a) admitted by Examination;~~

~~(b) medical, dental or veterinary practitioners or other persons as prescribed by Council, elected without examination;~~

~~(c) practising anaesthesia, critical care or pain medicine the United Kingdom admitted *ad eundem*.~~

Associate Fellow

~~2.2 Associate Fellows shall be such registered medical practitioners practising anaesthesia, critical care or pain medicine as are admitted to associate fellowship in accordance with Regulations.~~

Honorary Fellow

~~2.3 The Council may elect distinguished persons to be Honorary Fellows of the College, who shall enjoy such rights and privileges as may be specified from time to time in Regulations, provided that they shall not by virtue of such honorary fellowship hold themselves out as qualified to practise medicine or anaesthesia, critical care or pain medicine. Honorary Fellows shall not be subject to the disciplinary procedures of the College, but their status as Honorary Fellows may be rescinded by the Council.~~

Member

~~2.4 Subject to such further provision relating to admission as may be made in Regulations, Members shall be registered medical practitioners who are, at the time of application,~~

~~Associate Members or have completed training in the United Kingdom in accordance with requirements specified in Regulations, and have passed the relevant examination of the College or such other examination as may be specified from time to time in Regulations.~~

~~Associate Member~~

~~2.5 — Associate Members shall be registered medical practitioners practising anaesthesia, critical care or pain medicine as are admitted to associate membership in accordance with Regulations.~~

~~Affiliate~~

~~2.6 — Affiliates shall be such persons, not being registered medical practitioners in anaesthesia, critical care, pain medicine or perioperative medicine but those being involved in or with an interest in the development or delivery of anaesthesia, critical care, pain medicine or perioperative medicine, as may be admitted to this category of membership in accordance with Regulations.~~

~~Student~~

~~2.7 — Student members shall be such persons, not being registered medical practitioners, but currently studying a medical or health related degree as may be admitted to this category of membership in accordance with Regulations.~~

~~Foundation~~

~~2.8 — Foundation members shall be registered medical practitioners with an interest in pursuing a career in anaesthesia, critical care or pain medicine as are admitted to Foundation membership in accordance with Regulations.~~

~~(a) — Rights and Privileges and Obligations of Membership~~

~~4.1 — Provided that they are in good standing with the College and/or Faculty, Fellows, Associate Fellows, Honorary Fellows, Members, Associate Members, and Affiliates may describe themselves respectively without abbreviation as 'Fellow', 'Associate Fellow', 'Honorary Fellow', 'Member', 'Associate Member' or 'Affiliate' of:~~

- ~~(a) the Royal College of Anaesthetists and/or~~
- ~~(b) a Faculty of the Royal College of Anaesthetists~~
- ~~(c) the Faculty of Intensive Care Medicine.~~

~~4.2 — The following post-nominal letters may be used:~~

~~Royal College of Anaesthetists
Fellow: 'FRCA'~~

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Member: 'MRCA'

Faculty of Pain Medicine of the Royal College of Anaesthetists

Fellow: 'FFPMRCA'

Diplomate Fellow: 'DFPMRCA'

Member: 'MFPMRCA'

Faculty of Intensive Care Medicine

Fellow: 'FFICM'

Member: 'MFICM'

2.92.4 ~~Subject The to the~~ Regulations shall state which categories of the membership of the ,
~~Fellows and Members of the~~ Royal College of Anaesthetists shall be entitled to stand
for election to the Council, ~~and Fellows, Associate Fellows, Members and Associate~~
~~Members shall be entitled~~ to vote in elections to the Council.

~~4.3 — Regulations may from time to time confer other rights and privileges, other than the right~~
~~to use titles or post-nominal letters, on any category of membership of the College.~~

Fees and Subscriptions

~~5.1 — Subject to the approval of a general meeting of the College, the Council may prescribe~~
~~fees payable in respect of admission or election to any category of membership of the~~
~~College and annual subscriptions. Regulations may provide for the remission of all or any~~
~~such fees and subscriptions, for the forfeiture of rights and privileges of membership for~~
~~those in arrears, and for any other matter relating to fees and subscriptions. The Council~~
~~may also provide for the charging of fees in respect of examination entry.~~

Registers

2.102.5 A Register of ~~Fellows members~~ shall be maintained showing the name and address of
every member of the College in accordance with Regulations. The College may also
maintain a voluntary register of registered medical and other healthcare practitioners
practising anaesthesia, critical care, ~~or~~ pain medicine or perioperative care who are
not in membership of the College ~~nor trainees~~.

Diplomas

2.112.6 The admission or election as the case may be of such categories of membership as
shall be specified in the Regulations ~~Fellows, Associate Fellows, Honorary Fellows,~~
~~Members, Associate Members and Affiliates~~ shall be signified by Diploma under the
Common Seal of the College in such form as the Council may from time to time

determine.

3. Termination of Membership and Rescission of Diplomas

3.1 The ~~Council~~ Trustees shall have power to terminate the membership of any ~~M~~member:

- (a) if they are convicted of any criminal offence;
- (b) if they have their name erased from the Medical Register by the General Medical Council under section 36 of the Medical Act 1983 (or any statutory re-enactment or modification thereof);
- (c) if a Receiving Order is made against them or they make any composition with their creditors; or
- (d) if at any time the ~~Council~~ Trustees, after due enquiry, in accordance with the disciplinary proceedings set out in Ordinance 4 paragraph 8.2 below, shall resolve that the interests of the College so require.

4. Disciplinary Proceedings

4.1 The procedure for disciplinary proceedings shall be as follows:

- (a) the ~~Board of Trustees~~ Council shall establish a disciplinary ~~C~~committee in accordance with Ordinance 11 comprising of three members of Council ~~persons to hold an Inquiry, whose members shall include~~ to include the President or one of the Vice-Presidents;
- (b) the Board of Trustees shall include within the Regulations provisions for the investigation, hearing and resolution of any complaint against a member.
- (c) the Board of Trustees shall give to the member concerned not less than twenty-one days' notice of the date, time and place for the Inquiry hearing shall be given to the Member concerned ~~accompanied by written details of the allegations against them which are to be considered;~~ and they shall be informed that they will (if they so desire) be given an opportunity of stating their case and defending themselves before the disciplinary ~~C~~committee and that they may cross-examine and call witnesses and that they may be represented at such Inquiry hearing;
- (d) if the disciplinary ~~C~~committee at or following that meeting hearing shall determine that a motion be placed before ~~Council~~ the Trustees that membership shall be terminated in the interests of the College the ~~M~~member shall be notified in writing that they are entitled to appeal to the Council Board of Trustees itself within twenty-one days;
- (e) any appeal to the Council Board of Trustees shall be heard by the ~~Council~~ Trustees following the same procedure for the appeal as laid down in sub-

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paragraph (bc) above.

4.14.2 Any ~~M~~member whose membership ~~shall have~~ has been terminated under Ordinance 4.1 ~~sub-paragraph 8.1 of this Ordinance~~ may only be reinstated by a resolution of the ~~Council~~ Trustees.

4.24.3 If any person holds a Diploma ~~(other than a Diploma in Veterinary Anaesthesia)~~ and shall have obtained the Diploma by any fraud or false statement and a hearing has been afforded to such person in accordance with the relevant provisions in ~~sub-paragraph 8.2 of this~~ Ordinance 4.1, the ~~Council~~ Board of Trustees may by resolution rescind and declare void the Diploma. The Diploma shall then become the property of the College and shall on demand be delivered up to the College and such person shall forfeit all and any of their rights and privileges as a holder of the Diploma.

4.34.4 Any person whose Diploma shall have been rescinded and declared void under ~~sub-paragraph 8.4 of this~~ Ordinance 4.3 may only have their Diploma restored to them upon a resolution of the ~~Council~~ Board of Trustees revoking the resolution passed under ~~sub-paragraph 8.4 of this Ordinance 4.3~~ Ordinance. The person shall, subject to such conditions as the ~~Board of Trustees~~ Council may in the particular case see fit to impose, be restored to their rights and privileges as a holder of the Diploma.

GENERAL MEETINGS

8 5 Meetings of ~~M~~members

Notices of Annual General Meeting

5.1 The date, time and venue for every General Meeting of ~~M~~members shall be announced in ~~the President's email newsletter~~, College publications and on the website or in such other publication as the Board of Trustees Council may determine and ~~by~~ notification shall be sent to each voting member ~~(including Fellows)~~ whose address or email is recorded at the College ~~and is in the British Isles~~. At least ~~twenty-one~~fourteen clear days' notice of every General Meeting ~~of Members~~ ~~(exclusive of the day on which it is served and of the day for which it is given)~~ shall be given specifying the place and hour of the General Meeting and of the business to be transacted ~~shall be given~~. ~~The timing shall permit the publication of the final agenda on the College website or such other publication as the Council may determine, not less than seven clear days before the date of the Meeting.~~

5.2 The accidental omission to give any notice to or the non-receipt of any such notice by any member of the College shall not invalidate any resolution passed at any such General Meeting.

Annual General Meeting ("Annual Meeting")

8.15.3 The Board of Trustees Council shall convene an Annual Meeting of ~~M~~members for the transaction of such business as the President or the Board of Trustees Council may determine and for the discussion of such ~~M~~motions as may be delivered to the College by ~~M~~members in the form prescribed in the Regulations. Each Annual Meeting shall be summoned at such time as the Board of Trustees Council shall determine provided that not more than fifteen months shall elapse between Annual Meetings.

5.4 The agenda of the Annual Meeting shall include the presentation of the annual report and audited accounts of the College for the last completed financial year.

5.5 A member wishing to submit a motion at an Annual General Meeting may do so provided:

(a) written notice of the motion is received at the principal office of the College by such date as specified in the Regulations; and

8.2(b) the written notice sets out the terms of the proposed motion and includes the names and membership numbers of those members who support the motion, who shall together constitute not less than 0.75% of voting members.

Extraordinary General Meetings ("Extraordinary Meetings")

~~8.35.6~~ The Council Board of Trustees may, as and when it thinks fit, convene an Extraordinary Meeting of Mmembers ~~for the purposes aforesaid~~.

5.7 ~~An Extraordinary Meeting shall be called by t~~The Board of Trustees Council ~~within twenty-one clear days of receipt of a shall, on the requisition of from~~ not less than 0.75% of voting members ~~in good standing provided that:~~

(a) ~~_____~~, ~~forthwith convene an Extraordinary Meeting of Members for such objects as shall be stated in the requisition. T~~the requisition ~~shall is be~~ signed by the ~~requisitionists voting members who are a party to it; and~~

(b) ~~_____~~ the requisition (which may consist of several documents in the same form, each signed by one or more voting members who are a party to it) ~~is and delivered to the principal office of the College and may consist of several documents in like form each signed by one or more requisitionists.~~

~~If the Board of Trustees Council does not within twenty-one days from the date of delivery of the requisition proceed duly to convene call an Extraordinary mMeeting within twenty-one clear days of receipt of the requisitionists requisition, the voting members who are a party to the requisition, or any of them numbering number of them totalling more than one-half of all such members, of them may themselves convene call an Extraordinary mMeeting provided that but no the meeting so convened shall be held after within three months of the date on which the requisition was received from the said date. Any reasonable expenses incurred by the requisitionists members who are a party to the requisition by reason of the failure of the Board of Trustees Council duly to call convene an Extraordinary -General mMeeting shall be repaid to the those requisitionists members by the College.~~

5.8 ~~A member wishing to submit a motion at an Extraordinary Meeting may do so provided:~~

(a) ~~_____~~ written notice of the motion is received at the principal office of the College by such date as specified in the Regulations; and

(b) ~~_____~~ the written notice sets out the terms of the proposed motion and includes the names and membership numbers of those members who support the motion, who shall together constitute not less than 0.75% of voting members.

Agenda and Quorum

5.9 The quorum for the transaction of business at a General Meeting of Mmembers shall be twenty ~~(exclusive of Council Members)~~. The Chair shall be taken by the President or in their absence a Vice-President selected by the members present at the

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General mMeeting or if neither the President nor any Vice-President is present then by the most senior elected Council Mmember on the Board of Trustees present. The Chair may with the consent of the members Meeting and shall if so directed by the Meeting-members adjourn the General Meeting from time to time and from place to place.

5.10 If within half an hour from the time appointed for the General Meeting a quorum is not present, the General Meeting, if convened upon the requisition of members, shall be dissolved, but if not so convened it shall be adjourned to the same day in the next week at the same time and place, and if at such adjourned General Meeting a quorum is not present, any five members who are personally present shall be a quorum and may transact the business for which the General Meeting was called.

Conduct of General Meetings

8.45.11A General Meeting of members of the College may be held either in person, or by suitable electronic means agreed by the Board of Trustees in which all participants may communicate with all the other participants, or by a combination of the two.

8.55.12 Motions introduced by Mmembers for discussion at ~~the a~~ General Meeting shall be signed by the Mover or by the Mover and other Mmembers, and shall be received by the Chief Executive Officer by the date stipulated in the announcement of the General Mmeeting.

8.65.13 The President shall determine what motions are in order, and direct the arrangement of the agenda.

Motions for the Annual Meeting

6 Voting at General Meetings

6.1 A resolution put to the vote ~~of at a the~~ General Meeting shall be decided on a show of hands ~~and of~~ every voting Mmember present in person or by proxy. Every such member has one vote.

6.2 Except for those matters set out in Ordinance 6.3 a resolution at a General Meeting of members shall be decided by a simple majority of the votes cast by voting members either in person or by proxy.

6.3 Subject to the Charter and these Ordinances, the following matters shall be decided by a majority of two-thirds of voting members casting a vote either in person or by proxy in accordance with the provisions of this Ordinance 6:

(a) any proposal to amend the Charter or petition for a new or Supplemental Charter in accordance with Article 13 of the Charter;

(b) any proposal to alter these Ordinances in accordance with Article 12 of the

Charter; and

(c) any proposal to wind up the College in accordance with Article 14 of the Charter.

6.4 In the case of an equality of votes, the President, or in their absence the Chair, shall be entitled to a second or casting vote.

8.76.5 At any General Meeting, a declaration by the Chair that a resolution has been carried, or carried by a particular majority, or lost, and an entry to that effect in the minutes of the General Meeting, shall be conclusive evidence of that fact.

Proxy Voting

6.6 The Board of Trustees may direct that, in respect of a specific resolution proposed for consideration at a General Meeting (a "Designated Resolution"), those members entitled to vote in person on that resolution can elect to appoint another person as their proxy to exercise their right to vote on that Designated Resolution. No amendment shall be made at a General Meeting to a Designated Resolution as set out in the notice calling that General Meeting.

6.7 An instrument appointing a proxy shall be in such form as the Board of Trustees shall prescribe for the General Meeting. An instrument appointing a proxy must be received by the College not less than 48 hours before the time appointed for holding the General Meeting or adjourned General Meeting as the case may be. Any instrument which is in default of the provisions of this Ordinance is invalid.

6.8 A proxy is not entitled to speak on their appointor's behalf in respect of the Designated Resolution which is the subject of the proxy notice.

6.9 An appointment under a proxy notice may be revoked by delivering to the College a notice given by the member by whom the proxy notice was given. A notice revoking a proxy appointment only takes effect if it is delivered before the start of the General Meeting or adjourned General Meeting to which it relates.

6.10 A member of the College who is entitled to vote on the Designated Resolution at the General Meeting or any adjournment of it, remains so entitled, even though a valid proxy notice has been delivered to the College by that member. If such a member attends the General Meeting in person, their proxy appointment shall be automatically terminated.

6.11 ~~With the exception of approval of changes in the Charter and Ordinances and in the level of annual subscription, Any~~ motions passed at a General Meeting of Members are ~~only advisory to the Council unless they relate to:~~

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- (a) any matters set out in Ordinance 6.3;
- (b) any motion to remove a Trustee under Ordinance 9.1(h);
- (c) any motion to remove a Council Member under Ordinance 17.1(e);
- (d) any matters concerning the level of annual subscription; or
- 8.8(e) such other matter as the Trustees may from time to time determine, .

6.12 Subject as-Where these Ordinances make no specific provision, the Board of Trustees may prescribe the method of conducting business at any General Meetings aforesaid meetings of Members and the convening thereof and proceedings thereat such provisions to be set out in shall be regulated by the Regulations.

THE BOARD OF TRUSTEES

97 Composition of the Board of Trustees

9.17.1 In accordance with the Charter the management of the business affairs of the College as set out in the ~~r~~Regulations shall be vested in the Board of Trustees ~~with other responsibilities delegated to Council.~~

9.27.2 There shall be a maximum of 15 and a minimum of six Trustees ~~on the~~ The Board of Trustees, ~~shall consist~~ing of the following:

(a) Seven ex-officio Trustees, being:

(i) the President of the College, who will act as Chair of the Board of Trustees;

(ii) the two Vice-Presidents of the College;

~~(a) Deans of the faculties;~~

(iii) the Treasurer of the College, as Chair of the Finance and Resources board;

(iv) the Chairs of the following boards:

(1) the Clinical Quality & Research board;

(2) the Communications and External Affairs board; and

(3) the Education, Training and Examinations board;

(b) up to five General Trustees ~~Members~~ elected by Council from amongst the elected members of Council ~~Members~~ in accordance with the process set out in the Regulations; ~~the exact numbers will be determined under the College's Regulations provided always that at least one of the General Trustees shall be an Anaesthetist in Training and at least one shall be a SAS doctor;~~

~~(c)~~

(c) such number of Lay Trustees elected in accordance with the process set out in the Regulations ~~Up to five trustees recommended for appointment to Council the College's Nominations Committee and approved by Council; and~~

(d) such number of Appointed Trustees as the Board of Trustees deem to be necessary, appointed in accordance with the process set out in the Regulations.

7.3 A maximum of 12 Trustees ~~No less than two thirds of the Board of Trustees~~ shall be drawn from ~~elected members of Council~~ Members, serving either as ex-officio Trustees or General Trustees.

7.4 If the number of Trustees falls below the minimum, the remaining Trustees may act only for the purposes of:

(a) filling any vacancies by appointing one or more Appointed Trustees; and/or

9.3(b) calling a General Meeting

8 Terms of Office

8.1 A Trustee shall hold office:

- (a) in the case of an ex-officio Trustee, for such period of time as their term of office as President, Vice-President, Treasurer or Chair, as the case may be, continues;
- (b) in the case of a General Trustee, for a period of three years from the date of their election as specified in the Regulations;
- (c) in the case of a Lay Trustee, for a period of three years from the date of their election as specified in the Regulations; and
- (d) in the case of an Appointed Trustee, for a period of up to one year from the date of their appointment.

8.2 A General or Lay Trustee shall be eligible for a second term of three years, but no such Trustee shall serve on the Board of Trustees for longer than a maximum period of six years. There shall be no maximum period of time for which ex-officio Trustees shall serve on the Board of Trustees; instead they shall serve as Trustees for as long as they hold the relevant office in the College.

9 Resignation and removal of Trustees

9.1 A Trustee's term of office automatically ends if they:

- (a) being a Trustee under Ordinances 7.2(a) or (b), cease to be a member of the College;
- (b) being an ex-officio Trustee under Ordinance 7.2(a) cease to hold the relevant office;
- (c) being a General Trustee under Ordinance 7.2(b), cease to be an elected Council Member;
- (d) are disqualified under the Charities Act from acting as a Charity Trustee;
- (e) resign by written notice to the Board of Trustees;
- (f) are absent from three consecutive meetings of the Board of Trustees and are removed from office by a resolution of the Board of Trustees approved by not less than two-thirds of those present and voting;
- (g) are incapable, whether mentally or physically, of managing their own affairs;
- (h) are removed by a resolution of the Board of Trustees passed at a meeting of the Trustees by a two-thirds majority of those present and voting after the other Trustees have invited the views of the Trustee concerned and considered the matter in the light of any such views;
- (i) are removed by a resolution of the members passed at a General Meeting of the College by a simple majority of voting members voting, in person or by proxy, in accordance with Ordinances 9.2 and 9.3; or

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(j) die.

9.2 A resolution to remove a Trustee Member under Ordinance 9.1(i) must have the support of 0.75% of voting members and must be sent to the College's principal office together with:

(a) the name of the Trustee the members propose to remove and the reasons for the proposed removal;

(b) the names and membership numbers of the members who support the proposal; and

(c) a request to requisition a General Meeting in accordance with Ordinance 5.7 at which meeting the members wish the proposed resolution to be considered.

9.3 Any resolution by the members to remove a Trustee may not be passed in writing, but must be considered at a General Meeting at which the Trustee concerned has been invited to give their views and the matter must be considered in light of any such views.

9.4 If a Trustee's term of office is terminated in accordance with Ordinance 9.1(d) to (i), such termination shall not affect the Trustee's position as an elected Council Member, if applicable.

10 Meetings of the Board of Trustees

~~9.4~~10.1 There shall be four meetings of the Board of Trustees ~~and six meetings of Council~~ in every year and at such other times as may be determined by the Board of Trustees, ~~Council~~ or by the President on the request in writing of eight ~~or more elected Council Members or~~ members of the Board of Trustees.

10.2 The quorum for the transaction of business at a meeting of the Board of Trustees shall be ~~two-thirds of the~~ 50% of the Board of Trustees ~~Board's Members~~, including the President or a Vice-President.

10.3 A Trustee must declare the nature and extent of any interest, direct or indirect, which they have in a proposed transaction or arrangement with the College or in any transaction or arrangement entered into by the College which has not previously been declared. A Trustee must absent themselves from any discussions of the Board of Trustees in which there is a conflict, or it is possible that a conflict will arise, between their duty to act solely in the interests of the College and any personal interest (including but not limited to any personal financial interest) and must not participate in any vote on such matters.

10.4 Every issue shall be determined by a simple majority of the votes cast at a meeting by those Trustees eligible to vote.

10.5 Every Trustee has one vote on each issue and, in the case of an equality of votes, the President shall have a second or casting vote.

10.6 A Written Resolution circulated to all the Trustees who would have been eligible to vote on the matter at a meeting of the Board of Trustees and approved by a simple majority of them is as valid as a resolution passed at a meeting and for this purpose:

- (a) the number of Trustees who approve the Written Resolution must be at least as many as would be required to form a quorum at a meeting of the Board of Trustees;
- (b) the Written Resolution may be contained in more than one document and may be wholly or partly in electronic form; and
- (c) the Written Resolution will be treated as passed on the date of the last signature constituting a simple majority of those eligible to receive it.

10.7 All acts bona fide done by any meeting of the Board of Trustees or by any person acting as a Trustee, shall be valid notwithstanding the participation in any vote of a Trustee:

- (a) who was disqualified from holding office;
- (b) who had previously retired or who had been obliged by the Regulations to vacate office; or
- (c) who was not entitled to vote on the matter, whether by reason of a conflict of interests or otherwise if without the vote of that Trustee and that Trustee being counted in the quorum, the decision has been made by a majority of the Trustees at a quorate meeting.

4011 Powers Delegation of the Board of Trustees and Council Powers

11.1 The Board of Trustees shall manage the business of the College and may exercise all of the powers of the College unless it is subject to any restrictions imposed by the College's Charter or these Ordinances.

11.2 The Board of Trustees may delegate to Council such of its functions as relate to the management of the profession as it shall from time to time specify in the Regulations and in any Scheme of Delegation.

11.3 The Board of Trustees and Council may establish boards which recommend and committees in accordance with the provisions of Ordinance 21 and ad hoc committees or sub-committees for the purpose of dealing with any subject as it may from time to time determine and in particular there shall be established Boards to deal with Finance and resources reporting to the Board of Trustees and matters

~~relating to professional anaesthetic issues reporting to Council.~~

~~Raising of money~~

~~10.1 Pursuant to the objects of the College the Board of Trustees shall, subject to any trust deed, have power to raise money by borrowing it or by selling, converting, calling in, mortgaging or otherwise charging all or any part of the property of the College: provided that no lender nor any purchaser or mortgagee paying or advancing money on a sale, conversion, calling in, mortgage or charge shall be concerned to see that such money is wanted or that no more than is wanted is raised or otherwise as to the application thereof.~~

11.12 Investment Powers

12.1 The Board of Trustees shall establish and maintain an Investment Strategy.

12.2 The Board of Trustees may delegate the management of investments to a Financial Expert, but only on terms that:

- (a) require the Financial Expert to comply with the Investment Strategy;
- (b) require the Financial Expert to report significant matters to the Board of Trustees promptly;
- (c) require the Financial Expert to review the performance of the investments with the Board of Trustees regularly;
- (d) entitle the Board of Trustees to cancel the delegation at any time;
- (e) require the Investment Strategy and the delegation arrangement to be reviewed by the Board of Trustees not less than annually;
- (f) require all payments to the Financial Expert to be on a scale or at a level which is agreed in advance and to be notified promptly to the Board of Trustees on receipt; and
- (g) prohibit the Financial Expert from doing anything outside the powers of the Board of Trustees.

~~11.1 Monies held by the College (including the sale proceeds of other investments held) may be invested in such stock funds shares securities and other investments (including without limitation land of any tenure or any interest therein and works of art) within the United Kingdom or elsewhere and whether producing income or not and without need for diversification as may be thought fit; and for the avoidance of doubt but without prejudice to the generality of the foregoing the College may invest monies within its control in:~~

- ~~(a) foreign currency;~~
- ~~(b) futures and options;~~

~~(c) — the subscription for or underwriting of (for the purpose of allocation) new issues:~~

~~provided that in the case of an investment under (a) and (b) such investment is for the protection of monies and other investments held by the College and the Board of Trustees is satisfied that such investment is not speculative and will not expose such monies and other investments to undue risk.~~

Registration and Management of Investments

~~11.2 — Investments, and certificates or other documents of title to investments, in the beneficial ownership of the College or of which it is a trustee may be registered in the names of, and/or deposited for safe keeping with, nominees acting as bare trustees for the College in accordance with such arrangements (including remuneration) as may from time to time be approved by the Board of Trustees.~~

~~11.3 — Management of investments in the beneficial ownership of the College or of which it is a trustee may be delegated on a discretionary basis to such persons, duly authorised under Financial Services and Markets Act 2000 or any successor Act as may from time to time be approved by the Board of Trustees and upon such terms and conditions (including remuneration) and subject to such limitations as may be agreed between such persons and the Board of Trustees.~~

11.412.3 The provisions of this Ordinance shall not apply to monies held by the College (including sale proceeds from other investments held) on specific trusts and which are subject to separate investment powers.

THE COUNCIL

1213 Composition of the Council

13.1 The College shall have a Council consisting of elected and co-opted Council Members to which the Board of Trustees shall delegate such of its functions and powers as shall be set out in the Regulations.

12.13.2 The size and composition of the Council shall consist of be specified in the Regulations.:

- ~~(a)~~ up to 20 members, who are on the specialist register, elected by the Fellows, Associate Fellows, Members, Associate Members and Trainees, from amongst the Fellows by Examination and the Fellows ad eundem. All members elected under former rules will continue to satisfy the requirements (subject to paragraph 5.2);
- ~~(b)~~ at least two members, who are neither consultant anaesthetists nor trainees, elected by the Members and Associate Members, who are not trainees from amongst the Fellows and Members;
- ~~(c)~~ at least two members, who are trainees and Fellows by Examination, elected by trainees; and
- ~~(d)~~ co-opted members.

~~12.2 For the purpose of elections to Council, the Council shall have power, within the limits fixed by sub-paragraph (1) of this paragraph, to determine the number of Council Members to be elected.~~

1314 Elected Council Members

~~13.14.1 Vacancies amongst on Council Members occasioned either by Council Members going out of office in accordance with Ordinance 5.2(3) or by any other cause shall be filled by members election elected in accordance with the process set out in the Regulations ("elected Council Member") as hereinafter prescribed on the Election Day in every year.~~

14.2 Subject to the provisions relating to the President and Vice-Presidents set out in Ordinance 15 and Trainee Council Members set out in Ordinance 14.4, an elected Council Member shall serve for sub-paragraph (5) of this paragraph, the an initial term period of service of a Council Member elected under Ordinance 5.1.3(1)(a) shall not exceed six years, after which. On completing their initial period of service, they shall be eligible for re-election as a Council Member for one-one further term of period, which shall not exceed four years, but shall not be eligible for re-election thereafter unless a period of at least one year has elapsed.

14.3 Subject to the provisions relating to the President and Vice-Presidents set out in Ordinance 15 and Trainee Council Members set out in Ordinance 14.4, no elected Council Member shall serve for longer than a maximum continuous period of ten years.

14.4 or to serve for a period longer than ten years in the aggregate. An elected Council Member who is an Anaesthetist in Training at the time of their election (a "Trainee Council Member") shall serve for an initial term of four years, after which they shall

be eligible for re-election as a Trainee Council Member for one further term of two years provided always that they are an Anaesthetist in Training at the time of their re-election. No Trainee Council Member shall serve for longer than a maximum continuous period of six years, but any Trainee Council Member may be re-elected to Council as an elected Council Member under Ordinance 14.2, provided always that they are no longer an Anaesthetist in Training at the time of their election.

14.5 Elected Council Members, who are General Trustees by virtue of Ordinance 7.2, and Chairs of boards shall be eligible for a one-year extension to each of their terms of office on Council in accordance with the criteria set out in the Regulations.

14.6 The Regulations shall specify the date on which the term of office of elected Council Members shall start.

~~13.2 ; provided that in the event of the resignation of a Council Member from their office the completion of their initial period or of any subsequent period to which they may have been elected, they shall be eligible at a later date to stand for re-election for that part of their period of office of six or four years, as the case may be, that remains uncompleted.~~

~~13.3 The period of service of a Council Member elected under Ordinance 5.1.3(1)(b) shall be six years and they shall be eligible for re-election for one further term of four years, and a Council Member elected under Ordinance 5.1.3(1)(c) shall serve for one four year term.~~

~~13.4 On the Fixed Day in every year any Council Member whose current period of office shall, in accordance with sub-paragraphs (1) or (2) of this paragraph, be due to expire shall cease to be a Council Member, without prejudice to their re-election for any further period for which they may be eligible.~~

~~13.5 In computing the period for which a Council Member elected or re-elected otherwise than on the Fixed Day in any year has held office they shall be deemed to have been elected or re-elected on the Fixed Day nearest to the day of their actual election or re-election.~~

14.15 Special provisions relating to the holders of the office of The President, and Vice-Presidents and Chairs of boards:

~~14.1~~15.1 The President and the Vice-Presidents shall be elected ~~or re-elected~~ annually ~~by the Council~~ from amongst the elected Council Members according to the process set out in ~~as prescribed by~~ the Regulations.

15.2 The ~~maximum~~ terms of office of a President shall be three years; and the term of office of a Vice-President shall be two years.

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~~14.2 — A casual vacancy shall be filled in the same manner as defined in the Regulations.~~

~~14.3 — For the purpose of this Ordinance the expression ‘elected Council member’ shall include such a member, elected or re-elected under Ordinance 5.1(1)(a) who, having completed ten years’ service in that capacity has continued in office as a Member of the Council for longer than ten years by virtue of the operation of Ordinance 5.2(5).~~

~~14.4~~15.3 The provisions of Ordinances 14.2, 14.3 and 14.5 sub-paragraphs (1), (2) and (3) of this paragraph relating to the term of office lengths of periods of service as of elected a Council Members and the termination of such periods of service shall not apply to any such Council Member holding the office of President or Vice-President during any term or terms to which ~~such Member~~they may be elected to ~~any~~ such office and ~~such they Member~~ shall remain a Council Member of Council throughout ~~such their~~ term or terms of such office.

15.4 A President or ~~a~~ Vice-President who, by virtue of ~~the foregoing paragraph~~Ordinance 15.3, continues in office as a Council Member for ~~a period longer in aggregate than ten years, or such longer period to which they may be entitled through the operation of proviso of Ordinance 5.2 (1),~~ shall remain a Council Member of the Council until the date of ~~the Council election following~~ their demission ~~from of~~ office as President or Vice-President, ~~as the case may be,~~ and for the avoidance of doubt shall still be considered ~~as~~ an elected Council Member.

15.5 At the end of their term of office as President or Vice-President, a person shall continue as an elected Council Member until the expiration of their term of office on Council in accordance with Ordinances 14.2 and 14.3, the exact date to be calculated as set out in the Regulations, provided always that they shall be eligible for re-election to Council in accordance with Ordinance 14.2 but no such person is eligible to be re-elected to the office of President or Vice-President as the case may be.

15.6 If a person resigns from the office of President or Vice-President before the completion of their term of office in accordance with Ordinance 15.2, they shall be eligible at a later date to be re-elected to the office of President or Vice-President, as the case may be, for that part of their term of office which remains uncompleted.

15.7 Any Vice-President who did not complete a full two-year term of office as Vice-President at any point prior to the date on which the amendments set out in the Ninth Postscript took effect, shall be eligible to be re-elected as Vice-President and to serve full two-year term of office as Vice-President in accordance with Ordinance 15.2, irrespective of whether or not the person has already served as an elected Council Member for a continuous period of more than ten years.

15.8 The Chairs of boards shall be appointed in accordance with the process set out in the Regulations and shall continue as an elected Council Member until the expiration of their term of office in accordance with Ordinances 14.2-14.3 and 14.5,

the exact date to be calculated as set out in the Regulations, provided always that they shall be eligible for re-election to Council in accordance with Ordinance 14.2.

~~14.5—~~

~~14.6—If a Member of Council, by virtue of sub-paragraph (a) of this paragraph, has been exempted from standing for re-election as a Council Member after six years of service they shall remain so exempt if there is less than one year to run between their demission of the office of President or Vice-President and the date on which they will complete ten, subject to proviso of paragraph 5.2(1), years' service as a Council member~~

~~15—Conduct of Elections~~

~~15.1—Vacancies amongst Council Members occasioned either by Council Members going out of office in accordance with Ordinance 5.2(3) or by any other cause shall be filled by election as hereinafter prescribed on the Election Day in every year: provided that if at any time the number of Council Members shall be reduced below twelve the Council may appoint such date for filling such vacancies as it may think fit.~~

~~15.2—Notice of the Election Day and of the number of vacancies, distinguishing between those arising under Ordinance 5.1.3(1)(a), (b) and (c), shall be advertised in such manner as the Council may direct.~~

~~15.3—Every candidate for election as a Council Member, shall, within such period and in such form as shall be directed by the Council in Regulations, deliver to the College a notice with their signature of their intention to stand as a candidate together with a nomination, signed by three Fellows, of the candidate as a fit person to be a Council Member. Subject to Ordinance 5.2(9)(a), a list of such candidates and of the Fellows nominating them respectively shall be published by the Council at such time before the Election Day as the Council shall direct.~~

~~15.4—In the election of Council Members, if the number of candidates does not exceed the number of vacancies for each candidate then no election will be held.~~

~~15.5—In Council elections, votes shall be given by voting papers or in such other manner, and subject to such other requirements, as shall be specified from time to time in Regulations.~~

~~Definition of 'prescribed seniority'~~

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~~15.6 For the purpose of this Ordinance, 'prescribed seniority' shall mean such seniority as shall from time to time be prescribed by the Council by regulations~~

16 Co-opted Council Members

16.1 The Council may from time to time co-opt additional Council Members (~~"co-opted Council Members"~~) for such period as the Council may determine to represent branches of medicine, groups of practitioners or kindred institutions not represented by the elected Council Members.

~~16.2 If no election has been made under Ordinance 5.1.3, the Council may co-opt eligible Fellows and Members and, notwithstanding the provisions of Ordinance 5.3.(3), for such periods of less than one year, as the Council may determine.~~

~~16.3~~ 16.2 The process for appointing a co-opted Council Member, their term of office and any rights, benefits and obligations associated with their role shall be set out in Regulations. A co-opted Council Member shall hold office in that capacity for as long as their role requires subject to annual renewal nor shall they be entitled to voting rights enjoyed by elected Council Members.

~~16.4 Not less than seven days' notice shall be given to Council Members of the number of co-options and the branches of practice to be considered and the Council shall, unless otherwise determined, consult that College or other body which in the opinion of the Council represents the appropriate branch of practice. If there is more than one candidate the co-option of Council members can be determined by ballot, and to be co-opted a candidate must receive the favourable votes of an absolute majority of those present whether voting or not.~~

17 Resignation and removal of Council Members

17.1 A Council Member shall vacate office if they:

- (a) resign by notice to the Council in writing;
- (b) being an elected Council Member ceases to be a member of the College;
- (c) are incapable, whether mentally or physically, of managing their own affairs;
- (d) are removed from office by a resolution of the Trustees, such removal to be in the interests of the College, after inviting the views of the Council Member concerned and considering the matter in the light of any such views;
- (e) are removed from office by a resolution of the members passed at a General Meeting by a simple majority of voting members voting, in person or by proxy, in accordance with Ordinances 17.2 and 17.3; or
- (f) die.

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17.2 A resolution to remove a Council Member under Ordinance 17.1(e) must have the support of 0.75% of voting members and must be sent to the College's principal office together with:

- (a) the name of the Council Member the members propose to remove and the reasons for the proposed removal;
- (b) the names and membership numbers of the members who support the proposal; and
- (c) a request to requisition a General Meeting in accordance with Ordinance 5.7 at which meeting the members wish the proposed resolution to be considered.

17.3 Any resolution by the members to remove a Council Member may not be passed in writing, but must be considered at a General Meeting at which the Council Member concerned has been invited to give their views and the matter must be considered in light of any such views.

17.18 Meetings of ~~Board of Trustees and the~~ Council

~~17.4~~18.1 There shall be ~~four meetings of the Board of Trustees and~~ six meetings of the Council in every year and at such other times as may be determined by the ~~Board of Trustees,~~ Council or by the President on the request in writing of eight or more elected Council Members ~~or members of the Board of Trustees.~~

18.2 The quorum for the transaction of business at a meeting of the Council shall be the President or a Vice-President and ten other elected Council Members.

18.3 Meetings of the Council shall be conducted in accordance with the provisions set out in the Regulations.

18.19 Delegation of ~~Board of Trustees and the~~ Council's Powers

~~18.4~~19.1 The ~~Board of Trustees and~~ Council may propose to the Board of Trustees the establishment of committees and working groups for the purpose of dealing with any subject as it may from time to time determine ~~and in particular there shall be established Boards to deal with Finance and Resources reporting to the Board of Trustees and matters relating to professional anaesthetic issues reporting to the Council.~~

~~18.2~~19.2 The ~~Board of Trustees and~~ Council may by resolution delegate all or any of its functions, powers, duties and discretions to any committee, ~~officer~~ or individual upon terms and subject to such conditions as the ~~Board of Trustees and~~ Council may from time to time by resolution determine.

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ADMINISTRATION

1920 Faculties and Joint Faculties

~~19.120.1~~ Any faculty or joint faculty instituted or established pursuant to Article 10 of the Charter shall be instituted and established, and Fellowships-membership in any such faculty or joint faculty ~~(including Honorary Fellowships)~~ may be granted to any member of the College, in accordance with such Regulations as the Board of Trustees Council (in the case of a faculty) or the Council acting in combination with the other body concerned (in the case of a joint faculty), may from time to time determine and prescribe.

~~19.220.2~~ The status of Fellows and Honorary Fellowsmembers of the College in any such faculty or joint faculty and the rights, privileges, conditions and restrictions applicable to such status shall be such as the Board of Trustees Council or the Council acting in combination with the other body concerned may from time to time by Regulations prescribe, save that Regulations relating to the subscriptions, if any, payable in respect thereof shall require the approval of the members in a General Mmeeting-of Fellows and Members of the College.

21 Lower boards and committees

~~21.1~~ The Board of Trustees ~~and Council~~ may ~~by resolution~~ delegate all or any of its functions, powers, duties and discretions to any board, committee, ~~sub-committee, officer~~ or individual upon terms and subject to such conditions as the Board of Trustees ~~and Council~~ may from time to time ~~by resolution~~ determine. The Board of Trustees remains responsible for the actions of such boards, committees and individuals and the Board of Trustees may dissolve a board or committee at any time.

~~21.2~~ The Board of Trustees ~~and Council~~ shall have power to determine by Regulations the constitution and procedures of boards and, ~~committees and sub-committees~~.

~~21.3~~ The Chair of each board shall be appointed in accordance with the procedure set out in the Regulations. Vacancies occurring on any board or committee shall be filled in such manner as the Board of Trustees may determine.

~~19.321.4~~ Every board or committee appointed under this Ordinance shall report to the Board of Trustees and shall, in exercising the powers delegated to it, conform to such Regulations or directions as the Board of Trustees may prescribe or impose.

2022 Regulations

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22.1 Subject to the provisions of the Charter and these Ordinances, the ~~Council~~ Board of Trustees may by resolution ~~may~~ from time to time make, alter and repeal such Regulations as it may think fit for regulating generally the affairs of the College save that Regulations in respect of election or admission fees and subscriptions require the approval of the ~~M~~members in a General Meeting.

~~19.4~~22.2 Amendments to the Regulations may be proposed by the Board of Trustees, the Council or the senior management team of the College and the Board of Trustees must, prior to passing any resolution under Ordinance 22.1, seek the advice of Council to any proposed amendment.

23 Records and Accounts

23.1 The ~~President and Vice Presidents, together with the~~ Chair for the time being of the Finance and Resources Board, shall be ~~joint the~~ Treasurers of the College.

23.2 The Board of Trustees must comply with all statutory requirements as to the keeping of statutory books, financial records, the audit of accounts and the preparation and transmission to the Charity Commission of:

- (a) annual reports;
- (b) annual returns; and
- 20.1(c) annual statements of account.

23.3 The Board of Trustees may in the Regulations set out the arrangements under which members who are not Trustees may inspect all or some of the accounts and books of the College. Such persons have no right to inspection beyond that provided in the Regulations.

23.4 The Board of Trustees must keep proper records of:

- (a) all proceedings of General Meetings;
- (b) all proceedings of Board of Trustee meetings including any written resolutions of the Trustees;
- (c) any written resolutions of the Council;
- (d) all reports of boards and committees; and
- (e) all professional advice received.

24 Communication with members

24.1 The College may validly send any document to a member:

- (a) by delivering it by hand to the address recorded for the member in the Register of Members;
- (b) by sending it by post to the address recorded for the member in the

Register of Members; or

(c) by electronic mail to an email address given in a written notice by the members.

24.2 Any notice given in accordance with these Ordinances is to be treated for all purposes as having been received:

(a) 24 hours after being sent by electronic mail or delivered by hand to the relevant address;

(b) 2 clear days after being sent by first class post to the relevant address;

(c) 10 clear days after being sent by second class or overseas post to the relevant address;

(d) on being handed to the member personally; or

(e) if earlier, as soon as the member acknowledged actual receipt.

24.3 A technical defect in the giving of notice of which the Board of Trustees is unaware at the time does not invalidate decisions taken at a General Meeting.

24.4 Members may validly send any notice or document to the College:

(a) by post to:

(i) the College's principal office; or

(ii) any other address specified by the College for such purposes; or

(b) to any email address provided by the College for such purposes.

24.25 Common Seal

5.425.1 The Common Seal of the College shall consist of the Armorial Bearings, Crest, Supporters and Motto of the College as registered in Her Majesty's College of Arms and shall be kept in the custody and for the sole use of the Board of Trustees ~~and the Council~~.

25.2 The Common Seal shall not be affixed to any instrument unless it is witnessed by the signature of the President or one of the Vice-Presidents (or in their absence by the most senior elected Council Member on the Board of Trustees available).

626 Alterations to the Charter and Ordinances

26.1 The Charter and Ordinances are made, amended, revoked or added to by the members of the College in General Meeting in accordance with the provisions of the Charter and this Ordinance.

26.2 A change to the Charter and Ordinances may be proposed by:

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(a) the Board of Trustees; or

(b) any member who has obtained the support of 0.75% of voting members and who has complied with the provisions of Ordinance 26.3.

26.3 The member must send to the College's principal office a written notice which sets out clearly:

(a) the proposal for the alteration of the Charter or Ordinances and the reasons for that proposal;

(b) a request to requisition a General Meeting in accordance with Ordinance 5.7 at which meeting they wish the proposal to be considered; and

(c) the names and membership numbers of the members who support the proposal.

26.4 Any proposal to amend the Charter or Ordinances must be approved by a majority of two-thirds of those members voting, in person or by proxy, in accordance with the Charter.

26.5 No proposal to amend the Charter or Ordinances shall take effect until it has been approved by the Privy Council.

Ninth Postscript

Major amendments were agreed at the College's Annual General Meeting in [February] 2022. The effect of these amendments were:

- clarification of the role of the Board of Trustees and the Council, their composition and size;
- formally creating an Fellow in Training, Anaesthetist in Training and SFMC membership categories;
- updating the provisions of the Ordinances to reflect changes in the law, for instance in relation to investment powers;
- to allow for the removal of Trustees ~~/and~~ Council Mmembers;
- to clarify ~~the methods of appointment~~ how Council Members and Trustees are appointed or elected and setting out their respective terms of office;
- to clarify the procedure at Trustee meetings including in relation to conflicts of interest;
- to clarify the procedure at members' meetings including allowing for virtual or hybrid meetings and proxy voting ~~change the composition of the board of trustees and quorum required for meetings~~