

Charter and By-laws



Contents



Introduction

The Royal Society of Chemistry was established in 1752 as the first scientific society in the United Kingdom. It was incorporated by an Act of Parliament in 1793 and has since been granted Royal Charters by the Privy Council on:

13 September 1982
21 December 1983
24 November 1989
22 October 1990
30 April 1997
14 April 1999
14 March 2001
6 September 2002
2 August 2004
12 November 2004
6 July 2011
19 September 2016
1 May 2019
2 February 2023



The Charter

(a)



The Charter

The Council in pursuance of the object of the Society shall have power to consult and collaborate with Departments of Our Government and public and other bodies to the end that the expertise) 3+ -\$) *! ,0 '\$f # (\$./. (4 0.) + '*4 /# ./ 1)/ " *! /# community.

The property of the Society shall be applied solely towards the object of the Society as # - \$) !* - f) N

* \$ /4 .# '' --4 \$)/# // # "- ()/ (*) /# /2)/4c!*0-/# 4 *!)0 -4 One thousand nine hundred and seventy-nine between The Chemical Society and the Institute relating to the transfer to the Society of the assets of the Institute and the assumption and discharge by the Society of the liabilities of the Institute.

- (i) The members of the Society shall have no personal claim on the property of the Society and no portion of such property shall be paid or transferred to any person who at any time is or has been a member of the Society provided that nothing herein contained shall prevent the payment in good faith of remuneration in return for any services rendered to the Society by a member or remuneration to any trustee in accordance with Article 15(ii) below or the re-imbursment of out-of-pocket expenses properly incurred or prevent the giving of prizes or scholarships to members or prevent the payment of interest on money borrowed by the Society from members at a rate not exce8i7--308-(v)4 (ent the p)14 (ayment of int)14 (er)10 (es)20 (t7 (tFEFF0020-BDC 0) ab0 (aits43t e)7 (x0 -15Eo7y) beler)10 (es)207h1rer

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The Charter

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By-laws

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The 4 c' 2 . exist to serve the object of the * \$ / 4 as set
out in its



By-laws

The admission of a member, whether by the Board of





By-laws

))0 ') - ' / \$)".

An Annual General Meeting shall be held between 21 April) % # O'4 # 4 - N * / (* - / #) f elapse between each Annual General Meeting.

The Annual General Meeting shall be held at such time and, subject to the other provisions of these By-laws, at such place as the Board of Trustees may prescribe.

The Annual General Meeting shall be called by the Board of Trustees by giving written notice to members entitled to attend at least 21 clear days before the date of the meeting. The notice shall specify the nature of the business to be discussed and contain the form of proxy to be used by members unable to attend, if proxy voting is permitted by the Board of Trustees.

The business to be conducted at the Annual General Meeting shall include (but is not limited to):

(a) presentation of the annual report of the Board of - O . / . Q

(b) presentation of the annual accounts for the previous Q

p q ++ * 1 ' *! / # ++ * \$) / () / *! / # 3 / -) ' O \$ / * - . Q

(d) acceptance of the retirement of the retiring Trustees p . ! - * (/ #) *! / #)) O ') - ' / \$)" q Q

(e) announcement of a newly appointed *) * - - 4 and ++ * \$) / - O . / . (as from the end of / #)) O ') - ' / \$)" q Q)

(f) declaration of the result of the ' ' * / and election of the new President-Elect and Elected Trustees (as from the end of the Annual General Meeting).

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

- (a) written notice of the proposed motion is received at the - "\$. / - * \$ *! / # * \$ / 4 *) * - ! * - \$ * - O - 4 + - \$)" / # / *! / # (/ \$)" Q
- (b) the written notice sets out the terms of the proposed motion and includes the names and membership numbers of not less than 20 members who support the proposed motion.

The provisions of By-law 9.5 shall not apply to a motion for an alteration to the By-laws, which shall comply with the requirements of By-law 2.

No business shall be discussed at an Annual General / \$)" * / # - / #) / # / . + \$ f *) / #) * / \$ " \$ 1)



By-laws

Any member participating at an electronic General Meeting in accordance with By-law 11.1 shall qualify as being present at the meeting.

An electronic General Meeting need not be held at any particular place and may be held without any number of those participating in the meeting being together at the same place.

The notice calling a General Meeting as an electronic General Meeting shall state that it is an electronic General Meeting and shall specify:

- (a) any place at which a member may attend the meeting in person or that there is no place at which a member

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By-laws

(c) on a proposal that the Society should amalgamate with

& \$) - * \$ / 4 Q

p q *) + - * + * . ' / * 2 \$) 0 + / # * \$ / 4 Q

(e) on a resolution that the Society in General Meeting

. # * O ' *) f - (/ # (* O) / * ! / #)) O ' . O . - \$ + / \$ *

PDF GENERATED BY THE SOCIETY OF THE CITY OF TORONTO (BY THE BOARD OF DIRECTORS) ON BEHALF OF THE SOCIETY OF THE CITY OF TORONTO



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The President must be an Honorary Fellow, Fellow or





By-laws

(b) members (and Trustees) may be paid interest at a

- .*) ' - / *) (* - 4 ') / /* /# * \$ / 4 Q

(c) members (and Trustees) may be paid a reasonable rent

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- \$ 1 # - \$ / ') f / . \$) / # / + \$ / 4 Q)

(e) a member (and Trustees, subject to By-law 23.3,

Trustees) may enter into a contract with the Society to supply goods or services in return for payment or other

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by the Society and for the avoidance of doubt no such

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A Trustee must not receive any payment of money or other

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except:

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(b) reimbursement of reasonable out-of-pocket expenses

(including hotel and travel costs) actually incurred in

- O)) \$) " / # * \$ / 4 Q

(c) payment to any company in which a Trustee has no

(* - / #) # . # - # * ' \$) " Q * -

p q \$) 3 + / \$ *) ' . . O * / # - + 4 () / . * -) f / .

(but only with the written approval of the

- \$ / 4 * ((\$. \$ *) in advance).

Any Trustee (or any connected person whose remuneration

(\$ " # / - . O ' / \$) - O . / * / \$) \$) ") f / q (4 - O . / * - * / # -) ' À - ' À @ O g y — ' ð G W / . - O . / * - - O . /

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By-laws

The Board of Trustees may delegate to any such Joint Board or Committee such of its powers and duties as it may determine. The Board of Trustees may make monies available to assist the work of the Local Sections and shall require an annual factual report on the activities of each Local Section and expenditure arising from those activities.

Vacancies occurring on any Board or Committee shall be determined by the Board of Trustees.

The Board of Trustees may establish interest groups which shall be named, constituted, administered and may be dissolved in accordance with Standing Orders made by the Board of Trustees.

The Board of Trustees may provide for the levying of subscriptions for admission to and retention of membership of interest groups.

The Board of Trustees may approve the admission of persons who are not members of the Society into such interest groups and may authorise the establishment of joint interest groups with other bodies having objects similar in whole or in part to those of the Society.

The Board of Trustees may establish and regulate Local Sections and Local Section Committees whether by Standing Order or otherwise, so that meetings of members may be held in various localities and the object of the Society promoted for the convenience of members resident in those local areas. Standing Orders shall provide for

considered appropriate for each area, and shall encourage and assist collaboration between Local Sections.

The Board of Trustees may make monies available to assist the work of the Local Sections and shall require an annual factual report on the activities of each Local Section and expenditure arising from those activities.

In areas other than those within a Local Section, including centres overseas, the Board of Trustees may appoint a Local Representative who shall have duties similar to those of the Local Section Committee.

Subject to the Charter and these By-laws, the Board of Trustees may at any time make Regulations as they consider appropriate and may make Standing Orders in respect of their own business and that of the Society's Boards, Committees, Interest Groups and Local Sections.

Unless such power is expressly reserved to members, Regulations and Standing Orders may be amended or repealed at any meeting of the Board of Trustees provided that notice of any proposed addition, amendment or repeal has been given in the notice of the meeting.

The Board of Trustees shall keep a Register of Regulations and Standing Orders containing a copy of each set of Regulations and Standing Orders as the case may be, and specifying the date on which each was adopted by the Board of Trustees (or, if required, approved by the members).

A copy of the Register of Regulations and Standing Orders and each set of Regulations and Standing Orders shall be available to members on demand.

In the event of inconsistency between any Regulations or Standing Orders and the By-laws, the By-laws shall take precedence.

The Board of Trustees shall establish and maintain a publishing strategy that is consistent with the Society's object.

The Board of Trustees shall determine the programme of publications of the Society and delegate such powers to its Boards and Committees as it considers desirable for the general quality of such publications.

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

- (c) annual statements of account.

The Board of Trustees may determine by Standing Order arrangements under which members who are not Trustees may inspect all or some of the accounts and books of the Society. Such persons shall have no right of inspection beyond that provided under such Standing Orders.

The Board of Trustees must keep proper records of:

- (b) all proceedings at Board of Trustee meetings and all



By-laws

(d) all professional advice received.

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The Society may validly send any document (including any notice and any Ballot Paper) to a member:

- (a) by delivering it by hand to the address recorded for the ((- \$) / # " \$. / - * ! (- . Q
- (b) by sending it by post or courier (with postage or delivery paid) to the address recorded for the member \$) / # " \$. / - * ! (- . Q
- (c) by electronic mail to an email address given in a written) * / \$ 4 / # ((- Q * -
- (d) by publishing it on the 2 . \$ / Q in accordance with this By-law 31.

The Society may send a document to a member via the website if the member concerned has not responded within 28 days of the Society sending them a request asking them to agree to the Society communicating with them in that manner, provided that:

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- (b) when the request is sent to the member, at least 12 months have passed since the Society last requested the member to agree to receive the same or a similar / 4 + * ! * O () / 1 \$ / # 2 . \$ / Q
- (c) the document concerned is made available in a form which enables the members to read and retain a copy of \$ / Q)
- (d) the Society complies with the requirements of By-laws 31.3 and 31.4.

When sending a document via the website, the Society must notify each intended recipient of:

- p q / # + - .) * ! / # * O () / *) / #
- p q / # - . . * ! / # 2 . \$ / Q
- p q / # + ' *) / # 2 . \$ / 2 # - \$ / (p \$ \$) q / # . - Q -) . . + \$ f 4 / # ! * - . O # + O - + * . . Q
- (d) how to access the document.

Where a document is sent to members via the website, the document must remain on the website:

- p q \$) / # . * !) * / \$ * !) - ' * ((*) / \$) " O) / \$ ' - / #) - ' / \$) " # .) Q)
- (b) in all other cases, for 28 days beginning with the date *) 2 # \$ # / # * \$ / 4 .) /) * / \$ f / \$ *) + O - . O) / / * 4 c
- law 31.3.

Any notice given in accordance with these By-laws is to be treated for all purposes having been received:

p q \$ & # * O - . - \$) " .) / 4 ' / \$ *) + O - . O) / / * 4 c

p q \$ ' - 4 . - \$) " .) / 4 f - . / ' . . + * . / / * / # - ' 1) / * ! ! \$ ' 0 : Q / *

p q # " ' - 4 . - \$) " .) / 4 . *) ' . . * - * 1 - . . + * . / / * / # - ' 1) / - . . Q

- (d) on the date on which the notice was posted on the website (or, if later, the date on which the member was) * / \$ f * ! / # + * . / \$) " *) / # 2 . \$ / \$) * -) 2 \$ / # 4 c ' 2 % # N % q Q
- p q *) \$) " #) / * / # ((- + - . *) ' ' 4 Q * - \$! - ' \$ -
- (f) as soon as the member acknowledges actual receipt.

A technical defect in the giving of notice of which the Board of Trustees are unaware at the time does not invalidate decisions taken at a meeting.

Members may validly send any notice or document to the Society:

- (a) By post to: \$ / Q
- p \$ q / # * \$ / 4 Z . - " \$. / - * \$
- (b) to any email address provided by the Society for such purposes.

The Board of Trustees shall provide a Common Seal and may from time to time destroy the same and substitute a new Seal in its place.

The Common Seal shall be in the custody of the Chief 3 O / \$ 1) . # ' ') * / \$ 3 / * in accordance with a resolution of the Board of Trustees. Such Trustees or such other persons (not being less than two in either case) as the Board of Trustees shall from time to time prescribe, shall attest each sealing.



By-laws



By-laws

\$ - .	/ # \$ - . * ! / # * \$ / 4 , \$ \$. \$ / \$ *) accordance with By-law 14, and elected or appointed in accordance with By-laws 15, 16 or 17, as the . (4 Q	a formal written demand that something should be performed or put into operation by the Board of - O . / . Q	References to an Act of Parliament are to the Act as amended or re-enacted from time to time and to any subordinate legislation made under it.
* . / ' 1 * /	in the context of a 'postal vote' in By-laws 13, shall include a ballot in which members are given the opportunity to respond either by post or by electronic () . Q	an instruction or prescribed procedure agreed by the Board of Trustees which shall be in force + - ()) / ' 4 * - O) / \$ ' #) " Q	4 c ' 2) # O ' # \$) " .)) O () the interpretation of these By-laws.
- . \$) /	the President of the Society and # \$ - * ! / # * - * ! - O . / . Q	member(s) with legal responsibility for the government and control of / # * \$ / 4 O \$ / . + - * + - / 4) \$ - .	
- . \$) / ' /	the President Elect of the Society elected in accordance with By-law 16, who shall normally be the . O \$) " - . \$) / Q	(References in the Charter to 'Council' means the Board of Trustees which is all of the Trustees acting together with collective - . + *) . \$ \$ ' \$ / 4 q Q / # * \$ \$ ' 2 . \$ / * ! / # * \$ / 4 Q	
" \$. / - * !	(the register of members onto which the details of each member shall be entered in accordance with 4 c ' 2 & Q	refers to a legible document on paper or a document which can be printed in writing onto paper \$) ' O \$) " ' / - *) \$ (\$ ' Q	
" \$. / - * ! " O ' / \$ *) .	a register which complies with By- ' 2 \$ * N % Q	written resolution as set out in By-law 21.8 is a decision that is considered by correspondence	
" \$. / - \$. \$. / # * \$ \$ ' - . . * ! / # * \$ / 4	rather than in a Board of Trustees meeting.	
" O ' / \$ *)	a rule or directive prescribed and maintained by the Board of - O . / . Q		
+ * - /	in the context of By-law 2.4, the Report is a considered response from the Board of Trustees to the + - * + * . ' . O (\$ / / 4 ((- . Q		





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