



SBNS CONSTITUTION

ARTICLE I

This Society shall be called the Society of British Neurological Surgeons. The Society is a registered charity.

ARTICLE II

The object of the Society shall be:

- The advancement of Neurosurgery through study, research and education
- Supporting the welfare of members
- Promoting wider knowledge of neurosurgical conditions for professionals, patients and those supporting patients

ARTICLE III

The officers of the Society shall consist of a:

President

President Elect (serving for one year prior to Presidential term)

Immediate Past President (serving for one year following Presidential term)

Up to 2 Vice-Presidents

Honorary Secretary

Honorary Treasurer

Meetings and Communications secretary.

The Senior Executive Council (SEC) comprises the Officers of the Society and invited guests, supported by the secretariat.

ARTICLE IV

There shall be a Council consisting of the Officers, ten other elected members and ex-officio members. One elected member will be appointed within 5 years of first consultant appointment as an “early consultant years” representative.

Ex officio members of the Council comprise:

- Chair of the Intercollegiate Examination Board
- Chair of the Specialist Advisory Committee in Neurosurgery
- Chair of the Academic Committee
- EANS and WFNS representative(s)
- NICE representative
- BNTA representative
- National Neurosurgery Audit Project Lead
- Lay member
- Editor of the British Journal of Neurosurgery

Invited Guests: other individuals may attend at the invitation of the President (e.g. Specialty Interest Leads, National Representatives, Royal College representatives, Medico-legal advisor, SAS Lead and other individuals).

Only officers and the elected Council members will have voting rights during a Council meeting.

ARTICLE V

A Scientific Meeting shall be held at least once per year. At the autumn Scientific Meeting an Annual General Meeting (AGM) must be held, which will be open to all members of the Society. Only full members will normally have voting rights. In exceptional circumstances the Council can open a vote at an AGM or Extraordinary General Meeting (EGM) to Full and Associate members, with advance notice.

ARTICLE VI

Full, Associate, Affiliated and International Members (as defined in Clause 2 of the By-laws) shall pay an annual subscription, which shall be determined by the Council. A notification of any change in the subscription shall be sent to all members at least four weeks before implementation. Subscriptions shall become due on January 15th each year and shall be paid to the Society, normally by direct debit/bank transfer. Senior members do not pay a subscription.

ARTICLE VII

All proposed amendments to the Constitution shall be submitted to the Honorary Secretary at least four weeks before a Council meeting. Change will require the approval of a two-thirds majority at the Council meeting and ratification by a two-thirds majority of full members at the following Business meeting (AGM or Extraordinary General Meeting, EGM): a copy of proposed amendments agreed by the Council shall be forwarded to every member at least two weeks before the Business meeting.

ARTICLE VIII

The presence of 30 members, including a minimum of 15 full members (of which there must be 5 officers and/or elected members of the Council), shall be necessary for the conduct of business at an Annual General Meeting. Items for the AGM should be submitted to the Honorary Secretary at least 4 weeks before the meeting.

ARTICLE IX

When issues are voted upon at the AGM (or EGM) this may, at the discretion of the Chair, be by show of hand or by secret ballot. Online voting should be made available. In the event of equality of votes the Chair shall have a second, casting vote. A ballot of the full membership may take place at any time outside of the AGM/EGM, at the discretion of the President.

ARTICLE X

Four Officers of the Society and four elected members of the council will ensure a Council Meeting is quorate. If the President is present, he/she will take the Chair. If they are not present, they may appoint one or other of the Vice-Presidents/President Elect/Immediate Past President to take the Chair in their place. If the President is not in position to appoint, the Chair will be the Immediate Past President if available and if not available the President Elect, and if not available the Vice-President(s).

BY-LAWS

MEMBERSHIP

1. Membership numbers of the Society shall not be limited.
2. There shall be the following defined categories of membership:
 - (a) **Full members** – Those Neurosurgeons in the UK and Eire who are on the neurosurgical specialist register.
 - (b) **Associate Members** – Neurosurgeons in training or non-training posts (e.g. specialist registrar, specialist registrar equivalent, locally employed doctor, OOPE, OOPT, fellowship post) in the UK or Eire who are not on the Specialist Register. Those who have recently joined the Specialist Register and are seeking a consultant level post may defer application for full membership until commencing a substantive consultant post.
 - (c) **Senior Members** – Previous full members, no longer in remunerated clinical NHS or clinical private practice, subject to Council approval.
 - (d) **Honorary Members** – Reserved for those to whom a particular honour is due. A decision of the Council to be final in determining those who are to become Honorary Members.
 - (e) **Affiliated members** – Those non-medically qualified practitioners in the UK and Eire who have an interest in Neurological Surgery to the satisfaction of the Council. This includes medical students, nurses, clinical triallists, researchers and allied healthcare workers. Doctors in other specialties which overlap with neurological surgery (e.g. spinal orthopaedic specialists, ENT specialists, neurologists, core surgical trainees, foundation doctors) may apply for affiliate membership.
 - (f) **International members** – Neurosurgeons in active clinical practice abroad including trained surgeons and trainees. The membership fee may be reduced on request for surgeons (consultant level and trainees) from low- and middle-income countries defined by World Bank criteria.
3. Application for membership shall be submitted online. All applications must be supported by a medically qualified professional referee. The Honorary Secretary will review each application and submit a list for review and approval by the Council. If approved by Council, membership will be ratified.

4. The annual subscription shall be determined under Article VI of the Constitution.
5. Members may attend all Scientific Meetings of the Society, submit papers and take part in all social activities. All members may attend the AGM. Only Full Members have voting rights.
6. All members present at any scientific meeting or AGM shall sign their names in a book provided for that purpose.
7. Full, Associate, Affiliated and International Membership shall be automatically terminated if no subscription has been paid for two successive years.
8. Membership of the Society and Council is not a right but a privilege. It is a member's duty to inform the Society of a material change in their employment or registration status.

If a Member of the Society is suspended or their contract terminated by their employer, they may be allowed to retain membership at the discretion of the Council. This will require a vote from the Council. If a Member of the Society is temporarily suspended from the Medical Register (or similar responsible body) they may be allowed to retain membership at the discretion of Council. This will require a vote from the council. If a Member of the Society is permanently debarred from the Medical Register (or similar responsible body), they will automatically forfeit their membership and the decision to do so will be recorded in the minutes of Council.

If a Member of Council is suspended or their contract terminated by their employer, or practice privileges removed, their position on Council will be suspended pending appeal outcomes, up to a maximum period of 12 months. If a member of council is temporarily suspended from the Medical Register (or similar responsible body) their position on Council will be suspended pending appeal outcomes, up to a maximum period of 12 months.

OFFICERS AND COUNCIL MEMBERSHIP

1. The President shall normally hold office for two years and shall chair the Council Meetings. They will be elected more than a year before their tenure and shall hold the post on Council of President Elect following publication of the election result. The President role normally commences at the Gala dinner of the Autumn meeting. After serving as President, the post holder then holds the post of Immediate Past President for one year: normally until the Gala dinner of the Autumn Scientific Meeting.
2. The Vice-Presidents shall normally hold office for two years. The Vice-Presidents appointment(s) are proposed by the President and approved by Council. If a vote is required, the results will be recorded by the Society.
3. The Honorary Secretary and Honorary Treasurer shall each hold office for four years. The Meetings and Communications Secretary shall hold office for two years, renewable for a further two years.
4. The elected members of the Council (ten in total) shall serve for five years. Ex officio members of the Council comprise:
 - Chair of the Intercollegiate Examination Board
 - Chair of the Specialist Advisory Committee in Neurosurgery

- Chair of the Academic Committee
- EANS and WFNS representative(s)
- NICE representative
- BNTA representative
- National Neurosurgery Audit Project Lead
- Lay member
- Editor of the British Journal of Neurosurgery

Other individuals may attend at the invitation of the President (e.g. Specialty Interest Leads, National Representatives, Royal College representatives, Medico-Legal Advisor, SAS Lead and other individuals).

5. In the event of an elected member of the Council becoming an officer of the Society, a replacement will be elected by formal ballot.

6. The President and/or Council may choose from Council or from the general membership, representatives of the Society to serve on Committees, Working Parties or to act as Advisors in the development of protocols or guidelines

7. The Society representative on the Federation of Specialist Surgical Associations or equivalent body will normally be the President or Immediate Past President or President Elect or a Vice President acting as their deputy.

8. The Society's representatives to the Royal Colleges will be selected from Elected Council members or nominated by the respective Royal College according to college processes.

9. The Society shall appoint an Archivist(s).

ELECTIONS

The Officers, council members and EANS & WFNS representatives are appointed (after nomination) by election via electronic ballot of the membership. The President must be, or previously have served as, a member of Council (elected or ex-officio) and must sign a nomination paper and be nominated by six Full Members. The election result will be notified at least one year before appointment to allow the incoming President to serve as President Elect.

The process of appointment of Vice Presidents is by President's nomination and Council approval.

The Honorary Secretary, Treasurer, Meetings Secretary, EANS & WFNS representatives and other council members must sign a nomination paper expressing willingness to serve and be nominated by two Full Members. A ballot of full members is conducted.

The National Neurosurgery Audit Project Lead is appointed by application, with references and interview.

The Academic Lead is appointed by application, with references and interview.

The Archivist is appointed by self-nomination of a full or senior member. If there is more than one suitable applicant, the President will organise a panel to review and score applications. The appointment is made at the discretion of the President for a period of 3 years. This can be extended at the discretion of the President.

At the end of a term of office, an elected Council member shall not normally be eligible for re-election on to Council for at least a twelve-month period: they are eligible to apply for an Officer Post.

Where appropriate, the Council will consider a joint application for a post (e.g. meetings and communications secretary, archivist).

A demitting member of Council can continue to serve Council for a specific role in an *ex-officio* capacity.

A member of Council who has fully retired from the National Health Service may continue to serve but should stand down from Council after one year. A member who has fully retired from the National Health Service is not eligible for election to the Council.

THE FUNCTIONS OF THE COUNCIL SHALL BE:

1. To be the decision-making body of the Society.
2. To consider and seek advice as required and act on all matters concerning the Society.
3. To ratify new membership applications.
4. To oversee and where appropriate, delegate arrangements for scientific meetings and all business connected with such meetings.
5. To provide access to confirmed minutes for all members.

COUNCIL and SUB COMMITTEES OR WORKING PARTIES

- i. The council will set up such sub-committees or working parties as may from time to time to be considered necessary for the efficient running of the Society affairs.
- ii. The terms of reference and duties for delegation of functions shall be defined by the Council. The Chair and at least one other member of any Sub-committee or Working Party must be a member of the Council. Any additional members of such Sub-committees or Working parties may be any members of the Society with suitable expertise for the task to be co-opted on the recommendations of Council.
- iii. Each sub-committee or working party shall submit to the Council a report as instructed in terms of reference.
- iv. Other Society Representatives or Advisors developing guidelines or protocols shall ensure that such documents are reviewed and approved by the Council before any endorsement by the Society is possible.
- v. Members to whom authority has been delegated by the Council to represent the Society shall submit reports to the Council. The council will reserve the right to remove a member from the responsibility delegated to them in appropriate circumstances.
- vi. If it is believed to be helpful to the Society that Members acting as representatives on National or International Neuroscience Committees in a personal capacity should also inform the Honorary Secretary so that the Society in general may benefit from knowledge of their representation.
- vii. Any member of the Society acting as a representative or serving on the Council should declare any conflict of interest.

ANNUAL GENERAL MEETING (AGM)

An Annual General Meeting of the Society (the 'Business Meeting') must be held annually, normally in autumn. Notice convening the Annual General Meeting must be sent to all Members not less than 10 working days before the meeting and must specify the matters to be dealt with. The AGM should:

1. Receive and, if approved, adopt a statement of the Society's accounts to the end of the preceding year.
2. Consider and, if approved, sanction any duly made alteration of the constitution.
3. Approve the appointment of an auditor or auditors.
4. Address any special matter which the Council desires to bring before the Members.
5. Receive suggestions from the Members for consideration by the Council.

SCIENTIFIC MEETINGS

These shall be held at least once a year: normally in the Spring and Autumn meeting will be held. The Honorary Secretary shall circulate the dates of each meeting to all Members at least eight weeks in advance. The meetings will normally be hosted by Neurosurgical Departments approved by the Council. The objective of the meetings is to provide a forum for the exchange of knowledge and encouragement of warm friendly relations between members. The programme committee may at their discretion choose some subjects for general discussion. The Secretariat of the SBNS, including the Meetings and Communications Secretary, will be responsible for the organisation of the meetings in cooperation with the Local Organising Committee. The selection of scientific papers will follow the guidelines laid down by the Academic Committee and approved by the Council. All papers and communications shall remain the intellectual property and copyright of the individual members concerned in their presentation, although they shall submit an abstract to the Academic Committee/Editorial Secretary for publication by the designated journal of the Society. This does not infringe their rights to publish in extenso elsewhere, although a member may add at their own discretion the following footnote to any paper after presentation; 'Read before the Society of British Neurological Surgeons'. The Society may meet with other Neuroscience Societies or other professional groups. The dates and places shall be agreed by Council and members will be notified.

EXTRAORDINARY GENERAL MEETINGS (EGM)

An Extraordinary General Meeting may be convened at any time by the Council and must be convened within 42 days from receipt of a requisition in writing signed by no less than 20 Full members specifying the object of the meeting.

An Extraordinary General Meeting may be convened:

- To consider and, if approved, sanction any duly made alteration to the constitution
- To deal with any special matter which the Council wishes to place before the members
- To remove any member or members of the Council from office and to fill any vacancy caused by the removal.
- To address any special matter which the members requiring the meeting wish to place before the Society.

Notice convening an Extraordinary General Meeting must be sent to all Members not less than 10 working days before the meeting and must specify the matters to be dealt with. The President of the Society will normally chair an EGM.

SCIENTIFIC SOCIETY AFFILIATIONS

It is recognised that with increasing sub-specialisation within Neurosurgery, special interest groups may form scientific associations with a membership consisting of both SBNS members and other clinicians with a Neuroscience interest. Such associations may become mutually affiliated to the Society by agreement of the Society's Council.

RELATIONSHIPS WITH COMMERCIAL SPONSORS POLICY STATEMENT

The Society of British Neurological Surgeons (SBNS) is an independent professional body. The Society is grateful for the financial support and support in kind that it receives from other organisations. It is pleased to acknowledge such support publicly and, whenever possible, to work with donors to ensure that such acknowledgements are made in an appropriate manner. However, the Society observes a consistent code of practice and asks sponsors to respect the following principles:

1. The Society will under no circumstances compromise its professional independence.
2. The Society will not endorse, implicitly or explicitly, directly or individually, any individual product or service.
3. The Society reserves the right to work in a particular field with more than one organisation when professional judgement deems it to be necessary.
4. The Society reserves the right to determine in its unfettered discretion the way in which the Society activities that are sponsored by external organisations shall be carried out or used and such organisations shall in no way own or have any other propriety interests in such activities.
5. The Society is sensitive to commercial restraints, especially to the competitive nature of the manufacturing sector, and will seek to be equitable in acknowledging support.
6. The Society requires those sponsoring organisations that may wish to publicise their relationship with the SBNS to ensure that the style and means of their publicity is consistent with the Society's policy and status.

AMENDMENTS

All proposed amendments of the By-Laws shall be considered and voted upon under Article VII of the Constitution, but no alteration takes effect until it has been confirmed at the next Annual General Meeting or an Extraordinary General Meeting convened for that purpose.

DIRECTORS AND TRUSTEES

Board of Trustees: - The Board of Trustees consists of the President, President Elect or the immediate Past President, the Honorary Secretary and the Honorary Treasurer. As each SBNS Officer appointed demits, the new appointee will replace them as Trustee.

Directors of Company Limited by Guarantee: - The Directors consist of President, President Elect or the Immediate Past President, the Honorary Secretary and the Honorary Treasurer. As each appointed SBNS Officer demits, the new appointee will replace them as Director.

ORGANISATIONAL VALUES

The SBNS aims to promote:

- The advancement of Neurosurgery through study, research and education
- Supporting the welfare of members
- Promoting wider knowledge of neurosurgical conditions

The Society aims to provide a professional forum for the exchange of knowledge and encouragement of warm friendly relations between members.

The Society supports the NHS values including: (1) working together for patients; (2) demonstrating respect and dignity; (3) showing commitment to delivering high quality care; (4) showing compassion; (5) striving to improve lives and (6) ensuring that everyone counts.

The Society promotes inclusivity, diversity and equity of opportunity for members of staff and all members.

Any data retained by the Society will be held in accordance with the Data Protection Act 2018.

The SBNS is a registered Charity with a memorandum and articles of association (Charity Number: 1119431).

The Society is a company limited by guarantee (Company Number: 5879644).