

Standing Orders of Council

Contents

- I. Nomination of candidates for Fellowship and Foreign Membership
- II. Sectional and other Election Committees
- III. Grouping of candidates
- IV. Method of nomination to the Fellowship and Foreign Membership
- V. Election of Fellows and Foreign Members
- VI. Annual contributions paid by Fellows
- VII. Statute 4 ('Royal') elections
- VIII. Honorary Fellowship
- IX. Council nominations and elections
- X. Role of Treasurer, Biological and Physical Secretaries
- XI. General Purposes Committee
- XII. Conduct of Business Meetings
- XIII. Conflicts of Interest
- XIV. Confidentiality
- XV. Representation on outside bodies
- XVI. Publications
- XVII. Application and Amendment of Standing Orders

Chapter I: Nomination of candidates for Fellowship and Foreign Membership

1 The certificate proposing and recommending a candidate for Fellowship or Foreign Membership shall specify the name, title, profession, qualifications, nationality, date of birth and usual place of residence of the candidate; and shall include a statement of the principal grounds on which the proposal is made. It shall be delivered to the Executive Director and shall be registered, with the date of delivery.

In accordance with Statute 1a)(ii), candidates for Fellowship who are foreign nationals are required to have resided in a Commonwealth country or the Irish Republic for at least three years immediately prior to being proposed, and to have a clear intention to remain there permanently, as detailed in a) to e) below. The proposers of such candidates shall provide statements annually to enable Council to decide on eligibility. The implementation of this requirement shall be as follows.

- a) A candidate must meet the criteria relating to nationality (Statute 1a)(i)) or residence (Statute 1a)(ii)) at the time of being proposed.
- b) A candidate must continue to meet the criteria relating to nationality or residence during the period that the certificate remains valid and at the time of election to the Fellowship.
- c) A candidate who has been properly accepted as a candidate, but subsequently ceases to meet the criteria relating to nationality (Statute 1a)(i)) or residence (Statute 1a)(ii)), will cease to be eligible for election from the date of ceasing to meet the criteria.

- d) The proposer is responsible for confirming continuing eligibility. Proposers will be asked to confirm annually that candidates of foreign nationality continue to meet the residency criteria and must inform the Society in writing if candidates cease to meet the criteria relating either to nationality or residence.
- e) When called upon to decide on eligibility under Statute 1a)(i), Council will be guided by considerations such as automatic citizenship of a non-Commonwealth country gained through marriage or evidence of a strong scientific involvement with a Commonwealth country.
- 2 The proposer and seconder must personally sign the certificate of a candidate for Fellowship or Foreign Membership.
- 3 The proposer shall be responsible for informing one of the Secretaries of any change affecting the eligibility of the candidate. The proposer of a candidate for Fellowship shall inform the candidate of the Obligation to be subscribed and of the payment to be made to the Society before admittance as a Fellow. Foreign Members are not required to make a payment, but the proposer shall check that they are willing to be admitted if elected.
- 4 In November, a list of all candidates proposed prior to the first day of October immediately preceding, including any candidate proposed in earlier years who has not been elected and whose name has not been withdrawn by their proposer or seconder, and candidates whose certificates have been reissued in accordance with Statute 3e), shall be prepared in alphabetical order, without taking into account the dates of the certificates. The list shall include the names of the Fellows by whom each candidate is proposed and seconded.
- 5 The list shall be made available immediately afterwards to every Fellow. All current certificates of candidature shall be held available on the Society's premises until the day of election.
- 6 Any separate paper attached to the certificate, if intended to be circulated to the Fellows, shall bear the signatures of the proposer and seconder. Corrections of fact may be made upon the certificate after it has been sent in, if initialled by the proposer or seconder, and marked unmistakably as new matter. However, changes in the candidate's occupation, post held or address, but no other amendment, may be communicated in writing by the proposer or seconder to either the Biological or Physical Secretary for insertion and initialling by proxy on the proposer's or seconder's behalf.

Chapter II: Sectional and other Election Committees

Sectional Committees

- 7 In accordance with Statute 3.b, Council shall appoint, from among the Fellows of the Society, Committees representing the several branches of Natural Knowledge and called 'Sectional Committees'. The members of each Committee shall be chosen with a view to securing, so far as is possible, a representation of the several subdivisions of each branch of Natural Knowledge, and to obtaining the assistance of Fellows who, from their connections and experience, are specially qualified to advise Council in respect of particular parts of Natural Knowledge.
- 8 Each Sectional Committee shall advise Council or any of the Vice Presidents upon matters referred to it by Council or by any of the Vice Presidents, and otherwise shall make to Council such suggestions as it may think desirable concerning the branch or branches of Natural Knowledge which it represents and concerning the Society's scientific meetings and journals.
- 9 Council shall each year appoint a member of each Sectional Committee to serve as Chair of that Committee and to be the channel of communication between the Committee and Council or Vice

Presidents. The Chair is authorised to appoint one of the Committee as a Deputy Chair when necessary.

10 The Sectional Committees shall normally number at least eight. The allocation of subjects by Committees shall be for the present as follows:

- Sectional Committee 0: Computer Sciences
- Sectional Committee 1: Mathematics
- Sectional Committee 2: Astronomy and physics
- Sectional Committee 3: Chemistry
- Sectional Committee 4: Engineering and materials science
- Sectional Committee 5: Earth and environmental sciences
- Sectional Committee 6: Molecules of Life
- Sectional Committee 7: Cell Biology
- Sectional Committee 8: Multicellular organisms
- Sectional Committee 9: Patterns in populations
- Sectional Committee 10: Health and human sciences

11 The appointment of the Fellows to serve as new members of Sectional Committees shall be made by Council in July, and the members so appointed shall enter office on 1 November ensuing. Each shall normally serve for three years (subject to Standing Order 12), except that someone appointed a Chair of a Sectional Committee after being a member may serve an additional two years as Chair.

12 The number of members in each Sectional Committee shall be as determined by Council (but shall be at least twelve), of whom one-third shall retire each year with effect from 1 November (normally being those Committee members nearest to having served three years or longer, or five years in the case of the Chair). In all Sectional Committees six members shall form a quorum. Any member of a Sectional Committee absent for more than two successive meetings, without sufficient reason, shall normally be replaced.

13 Members of Council are expected to attend meetings of Sectional Committees as observers, but they shall not have the power to vote. The Chair shall correspond with them as with ordinary members of the Committee.

14 The retirement of members shall be determined by seniority of appointment to the Committee. Retiring members of the Committee shall not be eligible for appointment for the ensuing year and shall not normally be considered for re-appointment within less than three years.

15 Should, by reason of death or otherwise, a vacancy occur at any intermediate time, Council shall appoint a person to fill the vacancy. The retirement of the person so appointed shall be according to the rules which would have applied to the member whose place is being filled. If, however, at the date of retirement of the person appointed to fill the vacancy, they have not served more than one year, they shall be eligible for immediate reappointment.

16 Voting shall normally be by ballot. The decisions arrived at by a meeting of a Sectional Committee at which the members present do not form a quorum shall be valid if subsequently agreed to in writing by not less than two-thirds of the whole Committee. Minutes of each Sectional Committee shall be duly recorded in a book kept for that purpose, and kept on the Society's premises, together with such correspondence and documents relating to the business of the Committee as the Committee may think it desirable to keep.

17 The Chairs of Sectional Committees, together with the Vice Presidents of the Society, shall be a Standing Committee with powers to make such recommendations to Council as they think fit concerning questions affecting the Sectional Committees jointly. This Standing Committee shall meet at least once a year.

Other Election Committees

18 Council shall also appoint other Election Committees, composed of members who shall be chosen on the grounds of their ability to provide specialist advice to it on candidates for:

- General Fellowship
- Honorary Fellowship
- Applied and Innovation Fellowship.

Chapter III: Grouping of candidates

19 Candidates for Fellowship are grouped as Mainstream, Applied and Innovation or General, according to the nature of their claims to election.

- a) Mainstream candidates are selected primarily for their contribution to knowledge and understanding in science, engineering or medicine.
- b) Applied and Innovation candidates are selected primarily for having applied scientific knowledge to the invention or development of new devices, constructions, products or processes, or to the advancement of human health, welfare or the environment.
- c) General candidates are selected primarily on the basis of their wider contributions to science, engineering or medicine through leadership, organisation, scholarship or communication.

20 Candidates for Fellowship (whether Mainstream, Applied and Innovation or General) are grouped as Ordinary or Joint accordingly as they are considered primarily by one or by more than one Sectional or other Election Committee. Candidates for Foreign Membership shall be grouped as Mainstream or General.

- a) An Ordinary candidate is one whose work is wholly or largely covered by the interests of a single Sectional or other Election Committee, which is made responsible for assessing that candidate's claims with or without advice from other Sectional or other Election Committees.
- b) A Joint candidate is one whose work so overlaps the interests of two (or occasionally more) Sectional or other Election Committees that no single Committee can be given responsibility for them. Two (or more) Sectional or other Election Committees are then made responsible for assessing those parts of the work that fall within their respective fields.

Chapter IV: Method of nomination to the Fellowship and Foreign Membership

21 In accordance with Statute 3c):

- a) In consideration of candidates for Fellowship, Council in two parts (physical and biological) shall meet with Chairs of Sectional Committees to receive recommendations from them on Mainstream candidates and A/B Joint candidates. Chairs of other Election Committees (regarding General, Honorary and Applied and Innovation candidates) shall meet with Council as a whole to receive their recommendations. Council shall then meet as a whole, draw up a list of up to 85 candidates from the seven categories (Mainstream; Applied and A/B Joint; and General, Honorary, and Royal), taking account of the allocations set out in Standing Order 21b). Council shall then ballot upon this list.

- b) Of the (up to) 85 nominations for Fellowship which may be made by Council, the present procedure involves allocations as follows:
- (i) A-side, Mainstream (Ordinary and Joint): 27
 - (ii) B-side, Mainstream (Ordinary and Joint): 27
 - (iii) Applied and Innovation, and A/B Joint: 20
 - (iv) General: 8
 - (v) Honorary and Royal: 3
- c) At the meetings described in 21a) above, Council in two parts shall also receive recommendations from Chairs of Sectional or other Election Committees on candidates for Foreign Membership. Subsequently, Council as a whole shall draw up a list of up to twenty- four such candidates and ballot upon this list.

Chapter V: Election of Fellows and Foreign Members

- 22 If Council has decided that the election shall be at a Business Meeting, ballot lists for the election of Fellows shall be prepared for the use of those attending the meeting for election, including space for such alterations as any Fellow present and voting may wish to make in pursuance of Standing Order 23 below.
- 23 On the day of election, two scrutators shall be nominated by the President, with the approval of the Society, to examine the lists; and each Fellow present and voting shall deliver to one of the scrutators one of the ballot lists mentioned in Standing Order 22, having deleted the name of any candidate or candidates for whom the Fellow does not vote. The scrutators shall deliver to the Biological or Physical Secretary the names of the Fellows who voted.
- 24 The scrutators, after examining the votes with the Biological and Physical Secretaries, shall report to the President.
- 25 The procedure for the election of up to twenty-four Foreign Members shall normally follow that of the election of Fellows, except that voting shall be by show of hands, unless the scrutators deem it necessary for ballot lists to be delivered to them, as in Standing Order 23. The election shall normally be held immediately after the election of Fellows.
- 26 The scrutators shall report the result of the show of hands, or the examination of the lists, to the President.
- 27 If Council has decided that the election shall be an Electronic Election, any Fellow voting in the election of Fellows shall have the option of voting (i) for all candidates or (ii) for all candidates except for a subset of the candidates that the Fellow may specify.
- 28 If Council has decided that the election shall be an Electronic Election, any Fellow voting in the election of Foreign Members shall have the option of voting (i) for all candidates or (ii) for all candidates except for a subset of the candidates that the Fellow may specify.
- 29 Two scrutators shall be nominated by the President and shall report to Council on the outcome of the Electronic Election and on any matters related to it as they may see fit.
- 30 Council shall consider the report of the scrutators and may confirm the outcome of the ballot.

Chapter VI: Annual contributions paid by Fellows

- 31 In accordance with Statute 13, the contribution to be paid by Fellows before admission to the

Society and annually thereafter shall be set by Council. The new rates of contribution shall become effective from 1 January following the decision of Council. Annual contributions may be compounded by paying such a sum as may be determined by Council.

32 For contributions due on 1 January each year the rates shall be:

For Fellows up to the age of 65 (inclusive)	£333
For Fellows aged 66-84 (inclusive)	£148
For Fellows aged 85 and over	Nil

The age of the Fellow shall be taken at the due date.

Chapter VII: Statute 4 ('Royal') elections

33 In accordance with Statute 4:

- a) A ballot paper shall be sent to every Fellow containing the name of the person recommended by Council for election and giving at least four weeks' notice of the closing date.
- b) The ballot paper shall be accompanied by a note explaining the reasons for the recommendation and the procedures to be followed.
- c) Fellows shall return their vote for or against the recommended candidate. The ballot shall be secret, with each Fellow being eligible to vote once only.
- d) On a date determined by Council, votes shall be counted in the presence of two Fellows selected by the President. In accordance with Statute 4, no person shall be elected unless two-thirds of the votes are in favour.
- e) Fellows shall be informed of the result.

Chapter VIII: Honorary Fellowship

34 Statute 5 provides that Honorary Fellowship is intended for quite exceptional candidates who have given distinguished service to the cause of science and its applications, or who have brought great benefits to science, but who do not have the scientific achievements of the kind required of those elected under Statutes 1 and 2, and so cannot be elected under those heads.

35 Nominations and the certificate proposing and recommending candidates for Honorary Fellowship shall satisfy the requirements of Statutes 5 and 6; shall specify the name, title, profession, qualifications, nationality, date of birth and usual place of residence of the candidate; and shall include a statement of the principal grounds on which the proposal is made. The certificate shall be delivered to the Executive Director and shall be registered, with the date of delivery.

36 If Council has decided that the election shall be at a Business Meeting, the procedure to be adopted shall be as follows:

- a) All nominations shall be received by 30 September of the year in which the election is first proposed. Each certificate is valid for up to three successive elections. After this period the candidature lapses and the person concerned will not be eligible for candidature again until a further three elections have taken place.
- b) Certificates for Honorary Fellowship shall be made available to Fellows for inspection on request. Fellows shall be informed if any new nominations have been received in each year.
- c) A special committee will be appointed by Council in accordance with Standing Order 18; it shall consider candidates for election as Honorary Fellows and make recommendations to Council

accordingly.

- d) Council shall consider the report of the special committee and, if appropriate, shall select up to three candidates to go forward to the Fellowship.
 - e) A ballot paper, accompanied by a statement in support of the nominations, shall be prepared and sent to all Fellows after the Council meeting. The ballot will take place in the same manner and at the same time as the ballot for election of Fellows and Foreign Members.
 - f) On the day of election, two scrutators shall be nominated by the President, with the approval of the Society, to examine the papers; and each Fellow present and voting shall deliver to one of the scrutators one of the ballot papers, having deleted the names of the candidates for whom the Fellow does not wish to vote. The scrutators shall deliver to the Biological or Physical Secretary the names of the Fellows who voted.
 - g) The scrutators, after examining the papers with the Biological Secretary and the Physical Secretary, shall report to the President which candidates have received the necessary proportions of the votes cast.
 - h) The President shall write to the successful candidates informing him, her or them of their election and issuing an invitation to attend for Admission.
 - i) A candidate who has been considered by Council but is not selected shall be considered by Council again in any following elections, while the certificate is still valid.
- 37 If Council has decided that the election shall be an Electronic Election, voting shall normally take place in the same manner and at the same time as the voting for election of Fellows and Foreign Members, and the scrutators shall report to Council on whether the candidate has received the necessary proportion of the votes cast.

Chapter IX: Council nominations, elections and vacancies

38 As laid down by the Charter, the Council shall comprise not fewer than 20 and not more than 24 members. All members of Council shall be one of the following:

- a) a President, normally elected for a term of five years, appointed in accordance with Statute 34;
- b) a Vice-President, normally elected for a term of five years, appointed in accordance with Statute 35;
- c) an Ordinary member, elected in the first instance for a term of three years, but extendable, as described in Statute 21, to the maximum term of 5 years set out in the Charter.

39 Elections to Council, Vice President and President roles shall occur as specified in the Charter, the Statutes and as further detailed in this Chapter IX.

40 Council, at its Anniversary Day meeting, shall note those ordinary Council members due to retire at the following Anniversary Meeting and shall decide how many new members are to be elected. The President shall write to Fellows informing them of the anticipated retirements at the next Anniversary Meeting and seeking suggestions. Council may identify preferences in order to maintain an appropriate balance and set of skills and experience, as set out in this Chapter IX.

Role of the Nominations Committee

41 Council shall establish a Nominations Committee in accordance with Statute 28c(ii). Its chair shall normally be an ordinary member of Council. The Nominations Committee's other members shall normally include up to two Vice-Presidents and at least four Fellows who are not on Council.

- 42 The Nominations Committee shall take an active role in soliciting nominations and/or expressions of interest in relation to appointments within its terms of reference, and shall consult with the Fellowship in doing so.
- 43 Fellows may send proposals for Vice-Presidents and ordinary members of Council in confidence to the Chair of the Nominations Committee, accompanied by a brief explanation of why the individual is thought to be suitable for the role proposed. Proposers should confirm that those put forward would be willing to serve if elected.
- 44 In respect of ordinary members of Council, the Nominations Committee shall consider the proposals received, and any other potential candidates whom it identifies as suitable. It shall prepare a slate, for consideration by Council, that shall normally contain at least two names for each vacancy. In preparing the slate, the Nominations Committee shall take into account:
- the needs of the Society generally;
 - the skills and expertise required by Council; and
- shall additionally consider such factors as:
- subject balance as reflected in the Sectional Committees;
 - geographical distribution;
 - gender balance;
 - age balance;
 - balance of academic, industrial and research council experience;
 - knowledge of and involvement in national, European and international scientific organisations.
- 45 Council shall review the recommendations of the Nominations Committee and any suggestions that it may receive from other sources or from individual members of Council. It shall then agree a slate to put to the Fellowship for election. That slate shall normally contain at least two names for each ordinary Council member vacancy.

Election process

- 46 A ballot paper shall then be issued inviting Fellows to indicate their support or otherwise for the candidates proposed to fill each vacancy. So far as possible, the ballot paper and voting process shall be such as to deliver a Council that is appropriately balanced in terms of the criteria listed in Standing Order 44 above.
- The ballot paper shall be accompanied by:
- an outline of the procedures, and the criteria for selection of members;
 - a list of the continuing members of Council; and
 - a statement in support of each candidate, including their date of birth and year of election.
- 47 Fellows shall be requested to complete the ballot papers indicating their rankings of candidates in accordance with the procedures decided by Council. The ballot shall close no less than four weeks from the date of dispatch of the ballot papers. The ballot shall be secret.
- 48 Votes shall be counted, in the presence of two Fellows selected by the President, on a date determined by Council. In July (or as soon as reasonably practicable thereafter) Council shall confirm the election results for President, Vice Presidents and other members of Council. Fellows shall be informed of the result of the elections.

Vacancies

49 Vacancies among Council members, Vice Presidents and the President shall be dealt with as follows:

a) Ordinary members of Council

For electing any member of Council (except the President and Vice Presidents) to fill vacancies that may occur between Anniversary elections, Council may initiate a special election process, if Council considers it necessary, as set out in this Standing Order.

b) Vice Presidents

With Council's consent, the President may appoint an ordinary member of Council to occupy a vacant Vice-President post that has been vacated during the usual five-year cycle. Their appointment shall last until the end of the five-year period that would have been the term of the original appointee.

If the process specified under 49.b) fails, a formal election shall be held, with the summons for such election, and the proceedings in it, the same as is directed for the Anniversary election, except for any necessary change of dates. The person elected shall normally serve for the balance of the period of the person whom they have replaced.

c) President

If the office of President becomes vacant between Anniversary elections, the Treasurer, or in their absence, the Biological or Physical Secretary, shall arrange for a meeting of Council to elect a new President. At this meeting, Council or any twelve or more of them shall not adjourn until a majority have agreed on a new President.

Chapter X: Role of Treasurer and Secretaries

50 The Treasurer shall (i) actively oversee the conduct of financial affairs, the articulation and management of risks, and the efficiency, effectiveness, and economy of operations, and (ii) draw to Council's attention any matters of concern under the headings in (i) and actively contribute to consideration of those topics by Council. The Treasurer shall offer support, advice, and guidance to the Executive Director on financial, administrative, personnel, and other matters as appropriate. The Treasurer shall be Chair ex officio of Planning and Resources Committee and Investment Committee, and shall normally be Chair ex officio of the boards of subsidiary companies of the Society.

51 The [Biological / Physical] Secretary is responsible for ensuring that all of the Society's affairs in relation to [biological / physical] sciences are conducted appropriately. This includes oversight of the election of Fellows and Foreign Members in [biological / physical] sciences. The [Biological / Physical] Secretary is a member of Council, chairs or is a member of various committees, and attends events such as the new Fellows' seminars and admission, the Soirees, and Anniversary Day and other business meetings.

52 The Foreign Secretary is responsible for ensuring the Society's international affairs are conducted appropriately and to the highest standard. This includes oversight of the Society's relationships with other national academies and international organisations around the world, and oversight of policy matters relating to international issues including human rights and academic freedom. Other than the President, the Foreign Secretary shall be the primary representative of the Society in the international organisations and groups of which it is a member, unless the Foreign Secretary chooses to delegate that role to another Vice President, Fellow, or other appropriate individual. The Foreign Secretary shall also make nominations for representatives on international outside bodies in line with Chapter XV.

53 The Treasurer, and each of the Secretaries, is a member of Council, chairs or is a member of

various committees, and attends events such as new Fellows' seminars and admission, the Soirees, Anniversary Day and other business meetings. Other responsibilities will depend on circumstances, but they may include reading and approving reports, statements, or other documents in the name of the Society, hosting and speaking at various events, and dealing with other matters that may arise.

Chapter XI: General Purposes Committee

54 Council shall appoint a General Purposes Committee, in accordance with Statute 28.c(i), whose members shall comprise the President and Vice-Presidents of the Society, and such other persons as Council may determine (to accommodate the need for expert advice on issues requiring broad perspectives), the responsibility of which is to provide advice to Council on the following matters:

a) where decisions are explicitly reserved to Council in its terms of reference:

- development and oversight of the Royal Society's strategy;
- delegation of business to Officers, staff or external advisers;
- appointments to the Nominations Committee, the principal standing committees of the Royal Society and any other standing committees that Council may determine;
- approval of the Royal Society's annual Trustees' Report and Accounts;
- all matters relating to the governance of the Royal Society;
- amendments to the Society's Standing Orders, and proposals for amendments to the Society's Charter or Statutes; and

b) additionally, to advise on:

- proposals for new programmes of work where these represent a significant departure from existing programmes, or present a particular risk to the Society;
- succession planning regarding the Royal Society's Senior Leadership team;
- the Society's development and international programmes;
- Health and Safety in the Royal Society; and
- any other matter requested by Council from time to time.

Chapter XII: Conduct of Business Meetings

55 At each Business Meeting, any formal business of the Society which may be necessary shall, unless the President decides otherwise, be the first business of the meeting.

56 Fellows shall participate in Business Meetings (and exercise their votes) in the way in which they, in good faith, consider is in the best interests of the Society (and not to advance any personal interest) and any Fellow speaking at a Business Meeting shall declare any personal interest they may have in a matter before speaking.

57 The President shall have power at any Business Meeting, and at any time during that meeting which they consider proper, to make such announcements or statements as they may think desirable relating to either the business of the Society or the advancement of Natural Knowledge.

58 Fellows wishing to put a resolution at a Business Meeting must notify the President at least two weeks before the Meeting. It shall be at the President's discretion whether the matter shall be

discussed at that Meeting or at a subsequent Special General Meeting.

59 The Physical and Biological Secretaries, or the President in any emergency, may cancel a Business Meeting of the Society. Due notice (being what is reasonable and practicable in the circumstances) shall be given of such cancellation.

Chapter XIII: Conflicts of Interest

60 Each Council member must declare the nature and extent of any direct or indirect interest (whether potential, actual or reasonably perceivable) which they have in a proposed transaction or arrangement with the Society, whether stated in the agenda of any meeting of Council or not, or in any transaction or arrangement entered into by the Society which has not previously been declared.

61 At each meeting of Council, all Council members present shall be asked to declare any interest (as defined above in Standing Order 60) which they may have in any agenda item(s). Council shall then collectively (in the absence of any members declaring a relevant personal interest) decide how any such interest be managed in accordance with this Chapter XIII of the Standing Orders and the Society's Conflict of Interest Policy.

62 Each Council member must absent themselves from any discussions of Council in which it is possible that a conflict will arise between their duty to act solely in the interests of the Society and any material personal interest (including, but not limited to, any personal financial interest).

63 If a conflict of interests arises for a Council member because of a duty of loyalty owed to another organisation or person (as opposed to a material personal interest, to be managed in accordance with Standing Order 62) and that conflict is not authorised by virtue of any other provision of the Society's Charter, Statutes or the Society's Conflicts of Interest Policy, the unconflicted members of Council may nonetheless authorise such a conflict of interests, but only where the following conditions apply:

- (a) the conflicted Council member is absent from the part of the meeting at which there is discussion of any arrangement or transaction affecting that other organisation or person;
- (b) the conflicted Council member does not vote on any such matter and is not to be counted when considering whether a quorum of Council members is present at the meeting; and
- (c) the unconflicted Council members consider it is in the interests of the Society to authorise the conflict of interests in the circumstances applying.

64 In this Chapter XIII, a conflict of interests arising because of a duty of loyalty owed to another organisation or person only refers to such a conflict which does not involve a material direct or indirect benefit of any nature to a Council Member or to a connected person.

Chapter XIV: Confidentiality

65 Council will, from time to time, lay down such regulations as it thinks fit with regard to communications to the Media. All proceedings at Council and Business Meetings are to be considered as confidential, and no communication with regard to any business transacted at these meetings shall be made without the authority of the Council.

Chapter XV: Representation on outside bodies

66 Service by representatives of the Society on outside bodies shall not in general exceed ten

consecutive years, unless specifically authorised by Council for a longer period. Representatives shall ordinarily be replaced on attaining the age of 75 years.

Chapter XVI: Publications

- 67 In accordance with Statute 61, the Publishing Board shall be responsible to Council for the policy and strategy of the Society's publishing programme within scientific and financial objectives set by Council; for reviewing that policy and strategy and its implementation; and for reporting to Council with appropriate recommendations.
- 68 The Publishing Board will normally be chaired by a Vice-President of the Society.
- 69 The Publishing Board will periodically recommend a publishing strategy to Council that will include the scientific and financial objectives of the Society's publishing programme.
- 70 The Publishing Board, as part of its Annual Report, will make recommendations annually to the General Purposes Committee and Council setting out the framework that it will adopt to inform operational decisions that may be necessary throughout the coming year. This framework will include parameters for pricing decisions.
- 71 The Publishing Board will have delegated authority to take such decisions as it deems necessary within this annual framework.
- 72 In the event that action outside the agreed framework is deemed necessary, the Publishing Board will seek the authorisation of the General Purposes Committee and Council. This may be done at a meeting or, if the matter is urgent, by correspondence.
- 73 The following serial publications shall be published by the Society under the auspices of the Publishing Board:
- (1) the Philosophical Transactions and Proceedings, each in two series, namely series A containing papers relating to the physical sciences, and series B containing papers relating to the biological sciences;
 - (2) Journal of the Royal Society Interface and
 - (3) Interface Focus each containing papers relating to the cross-disciplinary sciences;
 - (4) Biology Letters and
 - (5) Open Biology each containing papers relating to the biological sciences;
 - (6) Royal Society Open Science containing papers relating to the entire range of science, mathematics and engineering,
 - (7) Notes and Records, containing papers relating to the history of science; and
 - (8) such other publications as the Council may from time to time agree.
- 74 Editors, each appointed in accordance with Statute 62, shall be assisted by an Editorial Board or Boards, constituted as decided by the Publishing Board. Members shall be appointed by the Publishing Board on the recommendation of the Editors. The length of service of the Editorial Board members shall be as determined by the Publishing Board.
- 75 Each Editorial Board shall meet at least once a year and shall be responsible for advising the Editor on matters relating to the scholarly content of the relevant publication.
- 76 Each Editor shall be responsible to the Publishing Board for the scholarly content of the relevant publication, in accordance with policy set by the Publishing Board.

- 77 The regulations governing the assessment and acceptance of the scholarly content of the Society's learned serial publications shall be as determined from time to time by the Editor in conjunction with the Editorial Board of each such publication and subject to approval by the Publishing Board.
- 78 The acceptance or rejection of a paper shall be the responsibility of the Editor, who may seek advice as they deem desirable in accordance with the regulations governing the publication.
- 79 The Society shall also publish, under such arrangements that meet Statute 60 as Council may agree: (1) Biographical Memoirs, containing obituaries of members of the Society; (2) a Year Book containing a list of members of the Society and their addresses, together with such other matters as Council may order to be inserted; (3) an Annual Report; (4) other publications of an occasional nature.
- 80 Any Fellow, provided they have been admitted on or before the date of publication of an issue of one of the Society's publications, shall be eligible to receive a copy of that issue under the conditions set out in Standing Order 67, and shall be permitted to claim a copy of any such issue up to three years after the date of its publication, subject to its continued availability from stock. For each Fellow this eligibility shall cease on death, and the executor of any deceased Fellow shall not be entitled to receive a copy of any publication published after the death of that Fellow. The publications available gratis to each Fellow shall be one copy of each issue of
- (1) the Year Book;
 - (2) Biographical Memoirs; and
 - (3) Notes and Records.

To avoid waste, Fellows are required to make their precise requirements known to the Society's Sales and Marketing Office.

- 81 Each Fellow may also purchase additional copies of any of the Society's publications for their personal use on payment of fifty per cent of the price to the public.
- 82 On election each Fellow shall be invited to make a choice (which may be varied subsequently provided three months' notice is given) of which publications, if any, they wish to receive, how they wish to order them and how they wish to pay for any publication not received gratis.
- 83 The copyright of all material published in the Society's journals shall remain with the Author(s) who shall grant to the Society a publishing licence.
- 84 In accordance with Statute 63, Council shall implement a review procedure for all policy documents intended for publication, the procedure adopted to be appropriate to the type of document, to the potential for controversy in the context, and to time restraints. The Executive Director shall ensure that all material is in an appropriate form before it is sent to Council. Two options will be available to Council:
- a) A Review Panel is established to advise Council. The Review Panel should have a minimum of three members. Review Panels should include appropriate experts in the fields covered. It is permissible to extend the membership of the Review Panel outside the Fellowship where the appropriate expertise lies outside the Fellowship. To ensure the quality of reviewers the following steps will be taken:
 - Review Panel Chair must be on Council (usually a Vice-President).
 - The majority of the Review Panel must be Fellows.
 - Review Panel members will be selected by the Review Panel Chair, and the final list approved by Council.

b) Council delegates the responsibility of reviewing and approving the policy document to the relevant Vice-President. If the relevant Vice-President has had considerable involvement with the production of the document then another Vice-President will take the responsibility of reviewing the document. If the relevant Vice-President believes that the subject matter requires more specialist review then additional reviewers can be used. The final, approved document will be reported to Council.

85 The purpose of the review is to ensure that the Royal Society is credibly represented by reports published in its name. The Report Review Panel is appointed to advise Council. It is important that the Society's quality assurance processes ensure that all publications reach the high standards expected. Reviewers are asked to consider whether in their judgement the evidence and arguments presented in the report are sound and support the conclusions. Reviewers are also asked to consider whether the report meets the terms of reference.

86 The revised material, or such part of it as is deemed appropriate by the Chair of the Review Panel, shall be put to Council together with a written or oral report (or both) from the Chair of the Review Panel. This should:

- a) state any major changes that have been made;
- b) recommend whether Council should accept the material.

The form in which the reviewed material reaches Council may vary from the title and contents pages alone, to the full final draft.

Chapter XVII: Application and Amendment of Standing Orders

87 Council has power under Statute 73 to make and alter Standing Orders. Nevertheless, Council may call a Special General Meeting (in accordance with Statutes 56-59) before making any alteration to Standing Orders that would materially affect procedures relating to elections or to the financial position of the Society.