

Section 2 – CONDUCT OF AND PROCEDURE AT MEETINGS

Original	Revised
<p>1. CONVENING MEETINGS</p> <p>1.1 In accordance with Members’ Regulation 1.3, the Council shall meet at least two times per year.</p> <p>1.2 Members of the Council shall receive, in writing, by post or electronic mail, at least seven days notice of a meeting of the Council. Each member of the Council shall name a postal and an e-mail address at which to receive all notices and notices served at either such address shall be deemed to be duly served provided that a notice sent by first class post to a postal address outside the United Kingdom shall be deemed to have been served 2 business days after the date of posting.</p> <p>1.3 In addition to the normal schedule of meetings, the Chair of Council or in his or her absence the Vice-Chair of Council may at any time convene a meeting of the Council. The Chief Executive shall convene a meeting of the Council if requested so to do in writing by at least 25% of the members of the Council.</p> <p>1.4 When the Chair or Vice-Chair of Council convening a meeting certifies that an emergency exists or at least 25% of the members of the Council requesting a meeting certify that an emergency exists, notice in writing aforesaid need be delivered only one clear day before such meeting excluding the day on which the meeting is held. In such a case the non-existence of the alleged emergency shall not affect the validity of the proceedings of the meeting except that the next ordinary meeting of the Council shall ratify all decisions reached at the emergency meeting.</p> <p>7.4 A meeting with participants in more than one location shall be deemed to be located where there is the largest group of participants or, if there is more than one such location, where the chair of the meeting is located.</p> <p>2. ATTENDANCE</p> <p>2.1 The meeting secretary shall keep a record of attendance, normally in the minutes or notes of the meeting. Members of the Council shall record their attendance on a signing-in sheet.</p> <p>7.1 In accordance with Members’ Regulation 1.3, members may attend a meeting by means of any communication equipment which allows all persons participating in the meeting to hear and speak to each other. If such a member is present in this manner for the entirety of any matter under consideration then they shall be deemed to be present in person for that part of the meeting and shall be entitled to vote on a matter for decision or be counted in a quorum accordingly.</p>	<p>1. CONVENING MEETINGS</p> <p>1.1 In accordance with Members’ Regulation 1.3, the Council shall meet physically at least two times per year. <i>This Regulation applies to physical meetings and Regulation 3 to electronic-only meetings.</i></p> <p>1.2 Members of the Council shall receive, in writing, by electronic mail, at least seven days notice of a meeting of the Council. Each member of the Council shall name an e-mail address at which to receive all notices.</p> <p>1.3 In addition to the normal schedule of meetings, the Chair of Council or in their absence the Vice-Chair of Council may at any time convene a meeting of the Council. The Chief Executive shall convene a meeting of the Council if requested so to do in writing by at least 25% of the members of the Council.</p> <p>1.4 When the Chair or Vice-Chair of Council convening a meeting certifies that an emergency exists or at least 25% of the members of the Council requesting a meeting certify that an emergency exists, notice in writing aforesaid need be delivered only one clear day before such meeting excluding the day on which the meeting is held. In such a case the non-existence of the alleged emergency shall not affect the validity of the proceedings of the meeting except that the next ordinary meeting of the Council shall ratify all decisions reached at the emergency meeting.</p> <p>1.5 A meeting with participants in more than one location shall be deemed to be located where there is the largest group of participants or, if there is more than one such location, where the Chair of the meeting is located.</p> <p>2. ATTENDANCE</p> <p>2.1 The meeting secretary shall keep a record of attendance, normally in the minutes or notes of the meeting. Members of the Council <i>(or the meeting secretary if the member’s attendance is remote)</i> shall record their attendance on a signing-in sheet.</p> <p>2.2 In accordance with Members’ Regulation 1.3, members may attend a meeting by means of any communication equipment which allows all persons participating in the meeting to hear and speak to each other <i>(hereafter termed “remote attendance”)</i>. If such a member is present in this manner for the entirety of any matter under consideration then they shall be deemed to be present in person for that part of the meeting and shall be entitled to vote on a matter for decision or be counted in a quorum accordingly.</p>

7.2 Any member of Council wishing to attend a meeting ~~electronically must~~ make arrangements with the Secretariat of Council in advance. The ~~Secretariat of Council~~ shall be entitled to refuse such arrangements on the grounds of ~~cost or on the grounds of having insufficient time to implement the request.~~

2.2 ~~Having given a commitment to be an active member of the Council, Council members should attend meetings of the Council regularly.~~ In accordance with Members' Regulation 1.6.6, Council may resolve that a Council member vacate office if he or she has been absent from three consecutive meetings otherwise than through illness or reasonable cause.

3. PREPARATION FOR MEETINGS

3.1 The notice of a meeting of the Council shall contain a statement of the business to be transacted at the meeting in the form of an agenda, supported by papers or other media containing information sufficient to enable each matter to be properly considered.

3.2 Members and attendees shall notify the meeting secretary of items of business that they wish to include on the agenda 10 days in advance of the meeting and the agenda will include such items only with the agreement of the chair.

3.3 Members may notify the chair of items under Any Other Business up until the start of the meeting and the agenda will include such AOB items only with the chair's agreement. It shall be customary to provide limited time at the end of each meeting of the Council meeting for Council to discuss matters so raised by members.

3.4 Papers presented for meetings shall clearly state their objective(s), and indicate whether they contain matters for decision, items for information or report. Authors of papers should provide enough information to enable other members to prepare for the debate if they so wish.

3.5 Members unable to attend a meeting and wishing to register contributions on receipt of the papers should do so in writing to the meeting secretary, preferably by email. Members unable to attend a meeting, may not, however, record a vote on matters for decision.

3.6 Whenever possible, members shall inform the chair of their intention to raise questions on the papers or the minutes but failure or inability to give such notice shall in no way prevent members from raising questions in the meetings of Council. If, however, such questions require research to be undertaken before proper answer can be given, the chair shall defer the matter to a subsequent meeting or invite the member raising the question to accept a written response.

3.7 Council members are expected to read all papers before attending the meeting and people presenting reports shall assume that Council members have indeed read them.

2.3 Any member of Council wishing to attend a meeting **remotely shall** make arrangements with the Secretariat of Council in advance. The **Chair of Council** shall be entitled to refuse such arrangements on grounds of **practicality.**

2.4 In accordance with Members' Regulation 1.6.6, Council may resolve that a Council member vacate office if he or she has been absent from three consecutive physical meetings otherwise than through illness or reasonable cause.

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3.7 Council members are expected to read all papers before attending the meeting and people presenting reports shall assume that Council members have read them.

4. CONDUCT AT MEETINGS

4.1 In accordance with Members' Regulation 1.3 the Chair of Council and failing him or her the Vice-Chair of Council shall preside at Council meetings, and if the Vice-Chair is unable or unwilling to do so, the Council members shall appoint one of their number to preside at that meeting. The chair shall decide on all points of order or choice of speaker or of procedure. The ruling of the chair on any question or on points of order or explanation shall be final unless challenged by at least nine members and unless two thirds of the members present vote against such ruling.

4.2 A meeting of the Council at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions granted to the Council by or under the Bye-laws and Members' Regulations. In accordance with Members' Regulation 1.3, the quorum for meetings of the Council shall be 18, of which at least 6 shall be elected members.

4.3 All actions taken by any meeting of the Council or by any person acting as a member of the Council shall, notwithstanding that it shall be afterwards discovered that there was some defect in the appointment of the Council, or such person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Council.

4.4 ~~It may be inconvenient or impractical for the Council to attend to matters as provided for in these Regulations. In such circumstances, any motion to suspend a specific Regulation or Regulations shall be carried if seconded and if supported by two-thirds of those voting. Such suspension shall be for a fixed period of time or for one item of business only. The motion shall make clear such a period of suspension.~~

4.5 These regulations shall be read in conjunction with the Schedule 6 of Trustee Board Regulations - Responsibilities of BCS Officers v2 – in particular, members shall make relevant declarations of interest at meetings, maintain an up to date declaration of relevant interests in the register maintained by the Council Secretariat and the record of the meeting shall, include these declarations. Members should preclude themselves from participation in matters in which there is an actual or potential conflict between personal interests and the interests of the Institute; and shall declare for the record any gifts and hospitality received in connection with their membership of Council.

4.6 The chair shall be responsible for ensuring that the business on the agenda is adequately covered. Within reason, he or she should allow adequate debate on items of substance and ~~members should feel free~~ to make the points – addressed properly through the Chair – that they wish to make. Whilst sensible debate is encouraged, members shall conduct themselves properly and professionally at all times. It will be in the chair's discretion to move to the next item of business or cut the discussion short should he or she feel it appropriate to do so and request

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4.4 **Council may exceptionally suspend a specific Regulation or Regulations.** Any motion to suspend a specific Regulation or Regulations shall be carried if seconded and if supported by two-thirds of those voting. Such suspension shall be for a fixed period of time or for one item of business only. The motion shall make clear such a period of suspension.

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4.6 The Chair shall be responsible for ensuring that the business on the agenda is adequately covered. Within reason, **they** should allow adequate debate on items of substance and **allow members** to make the points – addressed properly through the Chair – that they wish to make. Whilst debate is encouraged, members shall conduct themselves properly and professionally at all times. It is in the Chair's discretion to move to the next item of business or cut the discussion short should they consider it appropriate to do so and request further

further discussion outside of the meeting if necessary.

4.7 The Chair may require a member to leave a meeting if the member persistently fails to observe the general guidance for conduct of the meeting laid out above. Further, if the Chair becomes aware that a member may be in breach of Council Regulations the Chair may write to the Council member informing them of the allegation and that they are temporarily excluded from participation in meetings of Council including receipt of preparatory papers while the matter is investigated by the BCS Disciplinary Committee. The Chair shall report their action to the next meeting of Council.

4.8 Matters for decision shall be decided by a vote of the majority of members present at such meeting. Such motions should be formally proposed and seconded and the vote recorded. In the event of the votes being equally divided, the chair shall have a casting vote in addition to the vote to which he or she is entitled as a member of the Council.

4.9 ~~A person presenting a paper shall do so in the minimum amount of time necessary.~~ Matters for report may be taken as read, or where a decision is required, the person presenting the paper may provide a short explanation of the point at issue before asking the Council for its decision. ~~At that point any member of the Council may ask a question or make a comment.~~

4.10 The chair of any meeting of the Council may, with the consent of the meeting, adjourn the meeting from time to time and from place to place but Council shall not transact any business at any adjourned meeting other than that on the agenda of the meeting from which the adjournment took place.

5. CONFIDENTIALITY

5.1 If papers are confidential to Council members only, authors should specifically state this on the paper. If papers are marked as confidential, Council members ~~may not discuss the specifics of such papers with other members of the Institute other than the author and other Council members.~~

5.2 The chair shall determine confidentiality of specific items of business and the minutes shall note such items of confidentiality. Council members shall not communicate details of such confidential business to the press, other media or any individual.

5.3 Council members may disseminate minutes and supporting papers to other members of the Institute unless they are confidential to the Council, and are so marked, in which case they ~~may~~ not.

5.4 Members and staff of the Institute shall handle meeting papers professionally and responsibly at all times, ~~not just in terms of the Institute's intellectual property but also in compliance with all relevant legal requirements.~~

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5.3 Council members may disseminate minutes and papers of Council to other members of the Institute unless they are confidential to the Council, and are so marked, in which case they *shall* not.

5.4.1 Members and staff of the Institute shall handle meeting papers professionally and responsibly at all times.

6. RECORDS OF MEETINGS

- 6.1 A record of each meeting should be made in the form of minutes, notes and/or action notes as appropriate and circulated within accepted timescales. ~~These will not be verbatim and members should not expect all the points they make to be recorded. However, they may reasonably expect that relevant discussion leading to decisions to be recorded, and recorded points attributed them to be accurate.~~
- 6.2 The minutes of the meeting shall show the number of votes cast for a particular resolution or decision, unless there is a declaration by the chair that a resolution has been carried, or lost unanimously. The minutes shall also record the proposer and seconder.
- 6.3 Points of accuracy and matters arising from previously circulated minutes of the ~~prior~~ meeting shall be considered at the relevant point on the agenda. Proposals for substantive changes to the previous meeting's minutes, however, shall be notified in advance to the ~~Chief Executive~~ or the meeting secretary.
- 6.4 The chair of the meeting shall, once members have accepted the minutes of the previous meeting as a correct record, sign and date them, against a statement that ~~he or she~~ confirms that the minutes are a true and accurate record.

~~7. ATTENDING MEETINGS ELECTRONICALLY~~

- ~~7.1 In accordance with Members' Regulation 1.3, members may attend a meeting by means of any communication equipment which allows all persons participating in the meeting to hear and speak to each other. If such a member is present in this manner for the entirety of any matter under consideration then they shall be deemed to be present in person for that part of the meeting and shall be entitled to vote on a matter for decision or be counted in a quorum accordingly.~~
- ~~7.2 Any member of Council wishing to attend a meeting electronically must make arrangements with the Secretariat of Council in advance. The Secretariat of Council shall be entitled to refuse such arrangements on the grounds of cost or on the grounds of having insufficient time to implement the request.~~
- ~~7.3 The meeting secretary shall record all electronic attendance by members on the signing-in sheet for the meeting.~~
- ~~7.4 A meeting with participants in more than one location shall be deemed to be located where there is the largest group of participants or, if there is more than one such location, where the chair of the meeting is located.~~
- ~~7.5 Nothing in this paragraph 7 of Section II of the Council Regulations shall apply to Electronic Meetings held in accordance with Section III of the Council Regulations.~~

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- 6.2 The minutes of the meeting shall show the number of votes cast for a particular resolution or decision, unless there is a declaration by the Chair that a resolution has been carried, or lost unanimously. The minutes shall also record the names of proposer and seconder.
- 6.3 Points of accuracy and matters arising from previously circulated minutes of the *previous* meeting shall be considered at the relevant point on the agenda. Proposals for substantive changes to the previous meeting's minutes, however, shall be notified in advance to the *Chair* and the meeting secretary.
- 6.4 The Chair of the meeting shall, once members have accepted the minutes of the previous meeting as a correct record, sign and date them, against a statement that *they* confirm that the minutes are a true and accurate record.

(Paras 7.1 now para 2.2)

(Paras 7.2 now para 2.3)

(Included in para 2.1)

(Para 7.4 is now para 1.5)

(See para 1.1)