



**FACULTY OF  
PUBLIC HEALTH**

# **Standing Orders**

**Revised 2024**

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## PREAMBLE

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### **Definition of public health and public health medicine**

Public health is the science and art of preventing disease, prolonging life and promoting health through organised efforts of society. Public health medicine is that branch of medicine which specialises in public health. Public health's chief responsibilities are the surveillance of the health of a population, the identification of its health needs, the development, promotion, monitoring and evaluation of policies and practice to protect and promote health, and the evaluation of health services.

### **Genesis of the Faculty**

In 1968, the report of the Royal Commission on Medical Education (the Todd Report Cmnd 3569) recommended that an organisation should be formed which would be able to take a major role in the training of those who practised or intended to practise in the field of what was at that time to be known as community medicine and is now known as public health.

Subsequently a document was prepared by a working party composed of members drawn from the Society of Medical Officers of Health, the Senior Administrative Medical Officers of the Regional Hospital Boards in England, and of the Welsh Hospital Board, the Society for Social Medicine, the Scottish Association of Medical Administrators, and medical members of the staffs of the Department of Health and Social Security and the Scottish Home and Health Department. An approach was made to the Royal College of Physicians of London, the Royal College of Physicians of Edinburgh and the Royal College of Physicians and Surgeons of Glasgow which took powers to form a Faculty of Community Medicine which would be part of their own structure.

### **Inaugural Meeting**

The Inaugural Meeting of the Faculty, in which the Presidents of the three Royal Colleges of Physicians of the United Kingdom participated, took place in the Royal College of Physicians of London on 15 March 1972.

### **Foundation Members**

Until 15 March 1974, appropriately qualified doctors practising in what was to be known as community medicine were elected Foundation Members without examination following individual application and a careful process of accreditation by the Board of the Faculty.

### **Changes of name**

In 1988, the report of the Committee of Inquiry into the Future Development of the Public Health Function (the Acheson Report Cm 289) proposed a definition of public health medicine and recommended that the specialty of community medicine should in future be referred to as public health medicine. Following widespread consultation, the Faculty of Community Medicine changed its name in 1989 to the Faculty of Public Health Medicine of

the Royal Colleges of Physicians of the United Kingdom. Changes agreed by the Faculty membership in 2001 allowed those from a public health specialist background to become members of the Faculty in the same way as those from a public health medical background. As a result the Faculty changed its name in 2003 to the Faculty of Public Health.

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## CHAPTER 1 - FUNCTIONS, OBJECTS AND POWERS

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### 1. **Functions**

The Faculty is a faculty within the Royal Colleges of Physicians of the United Kingdom and shares in their efforts for the advancement of public health knowledge and care. The Faculty consults and collaborates with them on all appropriate measures.

### 2. **Objects**

2.1 The objects of the Faculty are:

2.1.1 to promote for the public benefit the advancement of knowledge in the field of public health;

2.1.2 to develop public health with a view to maintaining the highest possible standards of professional competence and practice; and

2.1.3 to act as an authoritative body for the purpose of consultation and advocacy in matters of educational or public interest concerning public health.

2.2 Nothing in these Standing Orders shall authorise an application of the property of the Faculty for purposes which are not charitable in accordance with Section 7 of the Charities and Trustee Investment (Scotland) Act 2005.

### 3. **Powers**

3.1 For the purpose of achieving these objects the Faculty may exercise the following powers:

3.2 to organise and promote training and research in public health for the public benefit;

3.3 to conduct examinations and award certificates and diplomas;

3.4 to establish lectures in public health and award prizes and scholarships;

3.5 to establish and maintain Offices;

3.6 to diffuse, in any appropriate way, information on matters affecting public health, and to hold such meetings and courses as may be desirable in order to achieve the objects, or in any way benefit the work of the Faculty;

- 3.7 to undertake and execute any charitable trusts which may lawfully be undertaken by the Faculty;
- 3.8 to invest any monies of the Faculty not immediately required for its purposes and to delegate the management of investments to an investment manager appointed in accordance with the terms of the Order under the Charities Act 1993 s26;
- 3.9 in furtherance of the objects of the Faculty, to establish, support and aid any charitable associations or institutions and to subscribe and guarantee money for their charitable purposes;
- 3.10 to borrow and raise monies for the purposes of the Faculty;
- 3.11 to represent the specialty of public health on international, national and regional bodies;
- 3.12 to obtain and maintain recognition as the body responsible for public health under any scheme for specialist registration in the United Kingdom, provided always that any benefit obtained by the members of the Faculty as a result of such recognition should be merely incidental to the achievement of the charitable objects of the Faculty;
- 3.13 to promote international communication in the field of public health;
- 3.14 to do anything else within the law which promotes or helps to promote the objects of the Faculty.

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## **CHAPTER 2 – MEMBERSHIP**

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### **4. Classes of membership**

The classes of members of FPH shall be Practitioner Members, Specialty Registrar Members, Diplomate Members, Members and Fellows. New classes of membership and changes in class names shall be determined by the Board.

### **5. Practitioner Membership**

#### **5.1 Election**

The Board, on the recommendation of the appropriate committee as constituted in accordance with Chapter 5 of these Standing Orders for the purpose described in Standing Order 62.1, may elect as Practitioner Members of the Faculty persons who fulfil all the following criteria:

- a) who are able to demonstrate relevant professional registration and/or appropriate experience working at the level of practitioner, and
- b) who are not members of the Faculty under any other Standing Order.



### Through distinction

- c) Persons, proposed by at least two Fellows, who are judged by the Board to be working in core public health at practitioner level.

### 5.2 Automatic termination

A person shall automatically cease to be a Practitioner Member on obtaining membership of the Faculty under any other Standing Order.

## 6. **Specialty Registrar Membership**

### 6.1 Election

Persons who fulfil all the following criteria shall be Specialty Registrar Members of the Faculty:

- a) who are undertaking a course of training in public health medicine or public health approved by the appropriate authority for this purpose, and
- b) who are not members of the Faculty.

### 6.2 Automatic disqualification

A person shall automatically cease to be a Specialty Registrar Member if they either:

- a) obtain membership of the Faculty under any other Standing Order or
- b) cease to undertake a course of training specified in Standing Order 6.1(a).

## 7. **Diplomate Membership**

### 7.1 Election

The Board may elect as Diplomate Members of the Faculty the following categories of persons who have not been elected to membership of the Faculty under Standing Orders 8 to 11:

#### by examination

- a) those who have passed one of the following examinations:
  - i. the FPH Diplomate examination, or
  - ii. another examination judged by the Board to be equivalent to the FPH Diplomate examination.

#### by exemption from examination

- b) those to whom the appropriate committee of the Board as constituted in accordance with Chapter 5 of these Standing Orders for the purpose described in Standing Order 62.1 has granted exemption from the examinations referred to in a) above.

## 7.2 Automatic termination

A person shall automatically cease to be a Diplomate Member on obtaining Membership or Fellowship under Standing Orders 8 or 11 respectively.

## 8. **Membership**

### 8.1 Election

The Board may elect as Members of the Faculty the following categories of persons:

#### by examination

- a) those who satisfy the Examiners in an examination set in accordance with the examination regulations for Membership;

#### by exemption from examination

- b) those to whom the appropriate committee of the Board as constituted in accordance with Chapter 5 of these Standing Orders for the purpose described in Standing Order 62.1 has:
  - i. granted exemption from the examination for Membership; or
  - ii. granted exemption from part of the examination for Membership and who satisfy the Examiners in relation to that part of the examination for Membership from which they have not been granted exemption; and

#### Through distinction

- c) persons, proposed by at least two Fellows, who are judged by the Board to be of distinction having regard to their contribution to the science, literature or practice of public health.

### 8.2 Automatic termination

A person's Membership shall automatically cease if they obtain Fellowship under Standing Order 10.

## 9. **Honorary Membership**

On the recommendation of the Board, the Faculty in General Meeting may bestow Honorary Membership on persons in recognition of their service to the Faculty or their contribution to the science, literature or practice of public health.

## 10. **Fellowship**

The Board may elect as Fellows of the Faculty the following categories of person:

### Via membership

- a) members of the Faculty who have achieved specialist registration on a relevant statutory or voluntary register

### By exemption

- b) persons, not being members of the Faculty, who are judged by the Board to have training and qualifications equivalent to that required for Fellowship via Membership; and

### Through distinction

- c) persons, proposed by at least two Fellows, who are judged by the Board to be of distinction having regard to their significant contribution to the science, literature or practice of public health or to their outstanding service to the Faculty.

## 11. **Honorary Fellowship**

On the recommendation of the Board, the Faculty in General Meeting may bestow Honorary Fellowship on persons of eminence who have rendered exceptional services to the science, literature or practice of public health. Not more than ten Honorary Fellowships shall be bestowed in any one year.

## 12. **Proposals to be considered by an appropriate committee of the Board**

Proposals for Practitioner Membership through distinction, for Membership through distinction, for Honorary Membership, for Fellowship through distinction, for Honorary Fellowship and such other distinction grades of membership as the Board may determine shall be considered annually, in the first instance by an appropriate committee of the Board as constituted in accordance with Chapter 5 of these Standing Orders for the purpose described in Standing Order 62.1. Serving members of the committee, who shall be Fellows, shall be ineligible to make proposals. Each proposal, which must be made in the form prescribed by the Board, must state clearly the reason for the recommendation, and must be signed by the proposers. If a proposal is rejected for any reason whatsoever by the committee, no other proposal in respect of the same person shall be considered before the next annual meeting of the committee.

## 13. **Declaration of Faith**

Each person prior to their admission as a member of the Faculty shall on each occasion subscribe their name to the following declaration:

'I faithfully promise to abide by the Standing Orders of the Faculty and the Laws, Bye-Laws, Statutes and Regulations of the Royal Colleges of Physicians of the United Kingdom as they apply to members of the Faculty of Public Health.'

## 14. **Admission – register of members**

14.1 On admission to membership of the Faculty, members' names shall be entered in the register of members.

### 14.2 Certificates of membership

Practitioner Members, Diplomate Members, Members and Fellows on admission to the Faculty shall be entitled to an appropriate form of certificate. Certificates of Fellowship shall be issued under the seals of the Royal Colleges of Physicians of the United Kingdom.

### 14.3 Designatory letters

Practitioner Members, Diplomate Members, Members and Fellows may, unless and until their names are removed from the register of members, describe themselves as a Practitioner Member, Diplomate Member, Member or Fellow of the Faculty of Public Health of the Royal Colleges of Physicians of the United Kingdom and use the designation PFPH, DFPH, MFPH or FFPH as the case may be. Honorary Members and Honorary Fellows may use the designation HonMFPH and HonFFPH respectively.

### 14.4 Members of the Faculty under its former names

Those members who were admitted to membership of the Faculty under its former names of the Faculty of Community Medicine or Faculty of Public Health Medicine should, unless and until their names are removed from the register of members, describe themselves as a Diplomate Member, Member, Honorary Member, Fellow or Honorary Fellow of the Faculty of Public Health of the Royal Colleges of Physicians of the United Kingdom and should use the designation DFPH, MFPH, HonMFPH, FFPH or HonFFPH as the case may be.

## 15. **Privileges of membership – all members**

15.1 A member in good standing shall be entitled

- to receive all general notices sent by the Faculty to its members and such other publications as the Board shall from time to time determine,
- to enjoy such privileges as the Royal Colleges of Physicians of the United Kingdom may grant them,
- to attend and speak at General Meetings of the Faculty,
- to vote at General Meetings of the Faculty,
- to vote in elections of the Board, and of President and Vice President,
- to serve on the Board,
- to serve on other committees as determined from time to time by the Board in accordance with Chapter 5 of these Standing Orders, and
- to participate generally in the activities of the Faculty.

### 15.2 Fellows

A Fellow in good standing shall, in addition to the privileges of members referred to in Standing Order 15.1, be entitled to make proposals for Membership through

distinction, Honorary Membership, Fellowship through distinction, Honorary Fellowship and such other distinction grades of membership as the Board may determine, and to serve in any Office of the Faculty.

### 15.3 Honorary Fellows

An Honorary Fellow of the Faculty shall enjoy all the privileges of a Fellow.

### 16. **Misconduct and right to appeal**

If the Board is satisfied after due enquiry that any member has gained admission to the Faculty by fraud, false statement or imposition, or has acted in any respect in a dishonourable or unprofessional manner, or has violated any Standing Order or regulation of the Faculty, the Board may determine that the membership of such a person shall be forfeited. On making such determination the member's name shall be removed from the register of members for such limited time or all together as the Board shall determine. Any member whose name is removed from the register shall have the right to appeal according to procedures determined by the Board.

### 17. **Disqualification by enticement etc**

If any person shall attempt by enticement or any other means, to induce a Fellow to propose that person for Practitioner Membership through distinction, Membership through distinction, Honorary Membership, Fellowship through distinction, Honorary Fellowship, or any other distinction grade of membership as determined by the Board, the person proposed shall automatically be debarred therefrom and the circumstances shall be reported to the Board which may take such action as provided in Standing Order 15 or otherwise as may be considered justified.

### 18. **Reinstatement**

A person who has resigned or forfeited their membership may be reinstated by the Board and readmitted on payment of such fee as shall be prescribed by the Board in accordance with Standing Order 110 and in compliance with the Faculty's minimum requirements for continuing professional development (CPD) as determined from time to time by the Board.

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## **CHAPTER 3 – OFFICERS OF THE FACULTY**

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### 19. **The Officers**

The Officers of the Faculty shall be the President, the Vice President, the Registrar, the Academic Registrar and the Treasurer. The Board may create new Offices as it thinks fit.

20. **Election of President and Vice President**

The President and Vice President, each of whom shall be a Fellow, shall be elected in the manner provided in Standing Orders 23 to 26 by a ballot of all voting members.

21. **Election of other Officers**

The Registrar, the Academic Registrar and the Treasurer, and any persons who shall fill such other Offices created by the Board pursuant to Standing Order 19, each of whom shall be a Fellow, shall be elected by the Board in the manner provided in Standing Order 27 not later than two months, nor earlier than eight months, before the Annual General Meeting.

22. **Term of Office**

22.1 Each Officer shall assume Office on the conclusion of business at the Annual General Meeting immediately following their election and shall serve until the conclusion of business at the third Annual General Meeting following that at which they assumed Office. The President shall thereafter not be eligible for re-election as President. An Officer other than the President may thereafter be re-elected for one more consecutive two-year term of Office, following which they shall not be eligible for re-election to that Office.

22.2 Transitional provisions

In applying the provisions of Standing Order 22.1, if, when it takes effect, an incumbent Officer is re-elected to the same Office their previous term of Office will be taken into account.

23. **Nominations for President and Vice President**

23.1 At least four months before the Annual General Meeting in any year in which the Office of President and/or of Vice President requires to be filled, the Registrar shall notify voting members and seek nominations. Only Fellows in good standing may be nominated.

23.2 Method

The method by which notification is given and nominations are sought shall from time to time be determined and promulgated by the Board. The Registrar shall stipulate the period (being not less than ten days) within which any such nomination must be returned. Any nomination which reaches the Registrar outside the stipulated period shall be null and void.

24. **Proposals of nominees**

Each nominee shall be proposed by a voting member in good standing and seconded likewise and the nominee shall confirm in writing their willingness to be nominated, to take on all responsibilities associated with being a Trustee, and to serve if elected.

25. **Ballot**  
Not less than three months before the Annual General Meeting at which the President and/or Vice President as the case may be is to assume Office, a list containing the names of the duly nominated candidates for election to the Office of President and/or of Vice President as appropriate shall be sent to each voting member by email, or by post to those for whom the Faculty does not hold an email address. Each list shall be used as a ballot paper and shall specify a date (being not less than two months before the Annual General Meeting) by which it must be returned to the Registrar. Any votes cast on a ballot paper which reaches the Registrar after the specified date shall be null and void. Votes may be cast online, by telephone, or any other manner determined by the Board.
26. **Conduct of ballot**  
Voting papers shall be kept in the custody of the Registrar and the votes cast shall be counted before the Annual General Meeting. The candidate for each Office who polls the greatest number of votes shall be declared elected to that Office. The method of counting and of resolving tied votes shall be determined by the Board from time to time and promulgated at the time of each ballot. Names of those elected shall be given in the notice convening the Annual General Meeting and shall be notified to the Royal Colleges of Physicians of the United Kingdom.
27. **Nomination of candidates for other Offices**  
Each candidate for the Office of Registrar, Academic Registrar, Treasurer or any other Office created by the Board pursuant to Standing Order 19 shall be proposed by a voting member of the Board and the nominee shall confirm in writing their willingness to be nominated, to take on all responsibilities associated with being a Trustee, and to serve if elected. Only Fellows in good standing may be nominated. The results of the election for such Officers shall be announced at the Annual General Meeting and shall be notified to the Royal Colleges of Physicians of the United Kingdom.
28. **No person to hold more than one Office**  
No person may at any one time hold more than one of the Offices specified in Standing Order 19. This is without prejudice to actions taken by an Officer in accordance with Standing Order 31.
29. **Resignation and disqualification of Officers**
- 29.1 An Office shall be vacated automatically if the Officer:
- a) ceases to be a member in good standing of the Faculty and is removed by a resolution of the voting members of the Board and voting at a Board meeting, or
  - b) by notice in writing to the Board resigns from Office, or
  - c) fails without good cause to attend more than half of the meetings of the Board in any one year, or
  - d) ceases to be a member of the Faculty.

## 29.2 Misconduct by Officers and disciplinary action

In the case of an allegation of serious misconduct by an Officer, the Registrar has delegated authority from the Board to lead an investigation in accordance with procedures agreed by the Board (with the relevant Officer recusing themselves from such decision). If an allegation of serious misconduct is made against the Registrar, the investigation shall be led by the President. If the allegation is upheld, the Registrar may recommend to the Board the relevant Officer's removal from office under Standing Order 46.6 or other sanctions.

## 30. **Vacancy in the Office of President**

In the event of the Office of President becoming vacant before the expiry of the term of Office specified in Standing Order 22.1, the Vice President shall become President and shall hold Office until the earliest Annual General Meeting at which an elected President can assume the Office in accordance with the provisions of Standing Orders 22. A Vice President who assumes the Office of President under the provisions of this Standing Order shall thereafter, unless elected to the Office of President, resume the Office of Vice President for the balance of any remaining whole years of their original term of office. If a Vice President who assumes the Office of President under the provisions of this Standing Order is subsequently elected to the Office of President, their previous period of unelected service in that Office shall be disregarded for the purpose of Standing Order 22.

## 31. **Vacancy in other Offices**

The Board may at any time elect any Fellow of the Faculty to fill a vacancy in any Office created pursuant to Standing Order 19. Any person so elected shall hold Office until the next Annual General Meeting, with the exception that any Fellow elected by the Board to fill a vacancy in the Office of Vice President which had arisen as a consequence of the Vice President assuming the Office of President under Standing Order 30 shall hold Office until the earliest Annual General Meeting at which an elected President can assume Office.

## 32. **Vacancies in Offices**

### 32.1 General provisions

An Office shall be deemed to be vacant when declared to be so by the remaining Officers, subject to confirmation by the Board, whereupon the provisions of this chapter for filling any such vacancy shall apply. Until such time as the Board confirms the vacancy the Officers shall take such action as they consider expedient to see that the functions of the vacant Office are maintained. After the Board has confirmed that an Office is vacant and before such vacancy is filled, the Officers shall act in accordance with instructions given by the Board.

### 32.2 Temporary incapacity of an Officer

An Officer shall be deemed to be temporarily incapacitated when declared to be so by the remaining Officers, subject to confirmation by the Board, whereupon the Officers shall take such action as they consider expedient to maintain the functions of the temporarily incapacitated Officer and report to the Board.



33. **All Officers to be ex officio members of committees**

The President, Vice President, Registrar, Academic Registrar, Treasurer and any other Officer appointed, shall be *ex officio* members of all standing committees of the Board.

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## CHAPTER 4 – THE BOARD

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34. **Constitution**

34.1 The Board shall consist of the President, who shall take the Chair, the Vice President, the Registrar, the Academic Registrar, the Treasurer, any other Officer appointed, a representative of each of the three Royal Colleges of Physicians of the United Kingdom and Ordinary Board Members. Ordinary Board Members will form the majority of voting members of the Board. The Board may co-opt up to three additional members for a specified period, which shall not be longer than three years; thereafter the Board may co-opt such persons for a further period. Voting members of the Board shall be Trustees of the Faculty as defined in Standing Orders 129.6 and 129.7.

34.2 The Board may also appoint up to three lay members for a specified period, which shall not be longer than three years; thereafter the Board may appoint such persons for a further period. The Board may also appoint observers as appropriate. Lay members and observers shall not be voting members of the Board or Trustees of the Faculty.

35. **Two types of Ordinary Board Members**

Ordinary Board Members shall comprise General Members elected by a ballot of all voting members and Local Members elected by the voting members of particular constituencies in accordance with Standing Order 36. The number of General and Local Board Members shall be determined annually or from time to time as deemed necessary by the Board and will form the majority of the Board's voting members. Eligibility to vote in a particular election for a General or a Local Member's place on the Board shall be determined by the Board and promulgated from time to time.

36. **Local Board Members**

Local Board Members shall each represent a constituency and shall be elected by a ballot of all voting members in that constituency. The constituencies of the Local Members shall be determined by the Board.

37. **No Ordinary Board Member to hold more than one place on the Board**

No member may at any one time hold more than one Ordinary Board Member place on the Board. A member who has been elected to serve on the Board from the conclusion of business at the next Annual General Meeting as a Local Member may not continue to stand for election for a place as General Member or *vice versa*.

38. **Nomination of candidates**

38.1 For General Members' places

At least four months before the Annual General Meeting in each year the Registrar shall notify voting members of the number of General Members' places on the Board requiring to be filled that year and seek nominations in accordance with the provisions of Standing Order 22.2 which shall apply to this Standing Order also.

38.2 For Local Members' places

At least four months before the Annual General Meeting in each year the Registrar shall notify voting members in each constituency in which a Local Member's place on the Board requires to be filled that year and seek nominations in accordance with the provisions of Standing Order 22.2 which shall apply to this Standing Order also. Only voting members in the constituency in which the vacancy arises may be so nominated.

39. **Insufficient candidates**

If the number of candidates nominated within the specified period does not include a sufficient number to fill the number of vacant General Member places or Local Member places on the Board, the Board shall forthwith nominate a sufficient number to enable Standing Order 35 to be complied with.

40. **Proposals of nominees**

Each nomination must be signed by a proposer and a seconder each of whom must be a voting member. Each nominee must confirm in writing their willingness to be so nominated, to take on all responsibilities associated with being a Trustee and to serve if elected.

41. **Ballot for Ordinary Board Members**

Subject to the provisions of Standing Orders 42 and 43, the ballot for Ordinary Board Members shall be conducted in the manner provided for in Standing Orders 24 to 26 which relate to the election of the President and Vice President, but which shall apply, so far as they are applicable, to the provisions of this Standing Order also.

42. **Conduct of ballot for Local Board Members' places and declaration of results**

The votes cast for Local Members shall be counted not later than seven days after the date specified in accordance with Standing Order 25. A list containing the names of the members elected to Local Members' places on the Board shall be sent to all voting members by email, or by post to those for whom the Faculty does not hold an email address, not less than two months before the Annual General Meeting. Any candidate for a General Member place who has thus been declared elected to a Local Member place on the Board shall be removed from the list of candidates nominated for election to a General Member place on the Board. If the remaining nominations for the General Member places on the Board do not include

a sufficient number of candidates to fill the vacancies arising, the Board shall nominate a sufficient number to fill any remaining vacancies.

43. **Conduct of ballot for General Board Members' places and declaration of results**

Not less than two months before the Annual General Meeting a list containing the names of the candidates eligible under Standing Order 42 for election to a General Member's place on the Board shall be sent to all voting members by email, or by post to those for whom the Faculty does not hold an email address, and shall specify the number of General Members' places to be filled. Each list shall be used as a ballot paper and shall specify a date (being not less than one month before the Annual General Meeting) by which it must be returned to the Registrar. Votes will be cast electronically or by telephone. A list containing the names of the members elected to General Members' places on the Board shall be sent to all voting members by email, or by post to those for whom the Faculty does not hold an email address, at least three weeks before the Annual General Meeting.

44. **Period of service and vacation of places**

44.1 Subject to the provisions of Standing Order 467 persons elected to be Ordinary Board Members shall serve as such until the conclusion of business at the third Annual General Meeting following the one at which their election is announced.

44.2 Transitional provisions

Notwithstanding the provisions of Standing Order 44.1 and without prejudice to their right of subsequent re-election in accordance with Standing Order 45, as near as may be one third of the General Members and of the Local Members of the Board shall retire as such at the conclusion of business at the first Annual General Meeting after this Standing Order shall have come into effect and a further one third of both General and Local Members of the Board shall retire at the second Annual General Meeting after this Standing Order shall have come into effect. In the absence of agreement as to who shall retire on either occasion the matter shall be decided by lot conducted by the Registrar.

45. **Consecutive terms of service**

45.1 On completion of two consecutive terms of service, an elected Ordinary Board Member shall retire and shall not be eligible for subsequent election as an Ordinary Board Member until a period of one year has elapsed.

45.2 Exception

An Ordinary Board Member either or both of whose consecutive terms of service has been cut short either by the application of Standing Order 44.2 or for other good reason approved by the Board shall be eligible to be elected for a third consecutive full term without such a break in service.

46. **Resignation and disqualification of voting members of the Board**

The place of a voting Board member shall be vacated automatically if such a person:

- 46.1 ceases to be a member in good standing as defined in paragraph 4 of Chapter 18 of these Standing Orders, or
- 46.2 by notice in writing to the Registrar resigns from membership of the Board, or
- 46.3 fails without good cause to attend more than half of the meetings of the Board in any year, or
- 46.4 becomes an Officer of the Faculty,
- 46.5 ceases to be a member of the Faculty, or
- 46.6 At a meeting of the Board at which at least half of the voting Board members are present, a resolution is passed that they be removed from office. Such a resolution shall not be passed unless they have been given at least 14 clear days' notice that the resolution is to be proposed specifying the circumstances alleged to justify removal from office and have been afforded a reasonable opportunity of either (at their option) being heard by or of making written representations to the Board or any committee established by the Board.

47. **Casual vacancy**

The Board may at any time appoint a member of the Faculty as an Ordinary Board Member to fill a casual vacancy without prejudice to their right to stand for election as an Ordinary Member of the Board and any person so appointed shall retire at the conclusion of business at the next Annual General Meeting.

48. **Faith**

Every member of the Board shall at the earliest opportunity give their assent to the following words addressed to them by the President in the presence of members of the Board:

'You give your faith that, except as required by law, you will not divulge any of the proceedings of the meetings of the Board held for the nomination and election of members or Officers or any of the proceedings of any meeting which you shall be required to keep secret by the President and that you will faithfully discharge the duties entrusted to you, in strict accordance with these Standing Orders and with the relevant Laws, Bye-Laws and Regulations of the Royal Colleges of Physicians of the UK.'

49. **Extraordinary Board Meeting: co-option of Ordinary Board Members**

Ordinarily immediately following but in any case not more than fourteen days after the Annual General Meeting each year an Extraordinary Meeting of the Board shall be held so that:

- 49.1 the President may receive and welcome new members
- 49.2 all those present may together give faith pursuant to Standing Order 48
- 49.3 the Board shall consider and, if agreed:
  - elect up to three co-opted members for a specified period

- appoint up to three lay members for a specified period and
  - appoint observers as appropriate
- in accordance with Standing Order 34 and
- 49.4 the Board may appoint committees and members of committees pursuant to Chapter 5 of these Standing Orders and conduct any other urgent and relevant business.

## 50. **Functions of the Board**

The Board shall be responsible for managing the business of the Faculty and for ensuring that the functions, objects and powers of the Faculty are carried out in accordance with these Standing Orders and with the Charities Act 2022 and any amendments thereof. To this end the Board shall:

- 50.1 determine the policies of the Faculty, having informed itself of the views of the membership, and monitor the implementation of those policies;
- 50.2 consider all matters of major concern to the Faculty in the light of agreed Faculty policies;
- 50.3 determine the annual programme and budget of the Faculty and monitor their implementation and the control of the Faculty's finances;
- 50.4 take action to appoint committees in accordance with Chapter 5 of these Standing Orders;
- 50.5 monitor the actions of Officers and committees to whom functions have been ascribed or delegated under these Standing Orders;
- 50.6 perform those functions specifically ascribed to the Board elsewhere in these Standing Orders;
- 50.7 be responsible for the provision of a secretariat and suitable headquarters.

## 51. **Powers**

The Board may exercise all such powers of the Faculty and do on behalf of the Faculty all such acts as may be exercised and done by the Faculty and as are not by law or these Standing Orders required to be exercised or done by the Faculty in General Meeting.

## 52. **Regulation of meetings and voting**

- 52.1 The Board may meet together for the dispatch of business, adjourn and otherwise regulate its meetings as it thinks fit. Meetings do not need to take place in one physical place. Board members participate in and form part of the quorum in relation to a Board meeting, or part of a Board meeting, when they can contemporaneously communicate with each other by any means. If all Board members participating in a meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them are.
- 52.2 Questions arising at any meeting shall be decided by a majority of votes cast by voting members present at the meeting. The President or other person in the chair shall decide the form of voting. In case of an equality of votes the President or other person chairing the meeting in accordance with Standing Order 55 shall have a second or casting vote.

### 52.3 Conflicts

Members of the Board must declare the nature and extent of:

- a) any direct or indirect interest which they have in a proposed transaction or arrangement with the Faculty; and
- b) any duty, or any direct or indirect interest, which they have which conflicts or may conflict with the interests of the Faculty or their duties to the Faculty.

52.4 Members of the Board will be expected to declare any ongoing interests at the time of their appointment. Any new interests must be declared as soon as possible and in any event at the beginning of a meeting where the Member's interest may conflict with the matters to be discussed at that meeting. Members of the Board will be required to update their interests on an annual basis.

52.5 A member of the Board's entitlement to participate in decision-making in relation to a matter depends on whether:

- a) their situation could reasonably be regarded as likely to give rise to a conflict of interest or duties in respect of the Faculty (a "Potential Conflict Situation"); or
- b) this is not the case (a "No Conflict Situation").

Any uncertainty about whether a situation is a Potential Conflict Situation or a No Conflict Situation in relation to a matter shall be decided by a majority decision of the other members of the Board taking part in the relevant decision.

52.6 A member of the Board in a No Conflict Situation can participate in the decision-making process, be counted in the quorum and vote in relation to the relevant matter.

52.7 A member of the Board in a Potential Conflict Situation can participate in the decision-making process, be counted in the quorum and vote in relation to the relevant matter, unless:

- a) a member of the Board appointed by a third party has a conflict of interest between their duty to act in the best interests of the Faculty and any duties to the party that appointed them; or
- b) a majority of the other members of the Board taking part in the relevant decision decide otherwise; or
- c) the decision could result in the member of the Board or any person who is Connected with them receiving a benefit. The following benefits are not counted for the purposes of this Standing Order:
  - i. any benefit received by any person in their capacity as a beneficiary of the Faculty which is available generally to the beneficiaries of the Faculty;
  - ii. reimbursement of expenses; or
  - iii. any benefit authorised by the court or the Charity Commission, so long as any conditions accompanying that authorisation are complied with;in which case Standing Order 52.8 applies to the decision.

52.8 If this Standing Order 52.8 applies, the relevant member of the Board must:

- a) take part in the relevant decision-making process only to such extent as in the view of the other members of the Board is necessary to inform the debate;
- b) not be counted in the quorum for that part of the process; and
- c) withdraw during the vote (if applicable) and have no vote on the matter.

52.9 Where a member of the Board or person Connected with them has a conflict of interest or conflict of duties and the member of the Board has complied with their obligations under these Standing Orders in respect of that conflict:

- a) the member of the Board shall not be in breach of their duties to the Faculty by withholding confidential information from the Faculty if to disclose it would result in a breach of any other duty or obligation of confidence owed by them; and
- b) the member of the Board shall not be accountable to the Faculty for any benefit expressly permitted under these Standing Orders which they or any person Connected with them derives from any matter or from any office, employment or position.

### 53. **Actions with reduced numbers and without quorum**

The members for the time being of the Board may act notwithstanding any vacancy in their body; provided always that in case the members of the Board shall at any time be - or be reduced in number to - less than a quorum it shall be lawful for them to act as the Board for the purposes of filling vacancies in their body, admitting persons to membership of the Faculty, or summoning a general meeting, but not for any other purpose. The quorum of the Board shall be one third of its number (excluding Officers, co-opted members, lay members and observers) to the nearest integer. When a quorum is not present no vote shall be taken, but the Board may discuss matters and make recommendations which shall then be referred to the whole Board for its decision before the next meeting of the Board if necessary. All such matters discussed, recommendations made and decisions taken shall be noted at the next full meeting of the Board.

### 54. **Convening Board meetings**

The President may at any time, and the Registrar shall upon a requisition in writing from the President or from any four voting members of the Board stating the purposes for which the meeting is to be convened, convene a meeting of the Board. A clear one week's notice (exclusive both of the day on which it is served or deemed to be served and of the day for which it is given) stating the purpose(s) of the meeting shall be sent to each member of the Board by email, or by post to those for whom the Faculty does not hold an email address.

### 55. **President to chair the Board**

The President if present shall take the Chair at every meeting of the Board but if at any meeting the President be not present within ten minutes after the time appointed for holding the same, the Vice President, if then present, shall take the Chair, but if neither of them be then present the members of the Board present shall choose one of their number who is a Fellow to take the Chair.



56. **Acts done in good faith**

All acts done in good faith by any meeting of the Board or by any person acting as a member of the Board shall, notwithstanding it be afterwards discovered that there was some defect in the appointment, election or continuance in office of any person or of some one or more of the members of the Board acting as aforesaid or that they or any of them were disqualified, be as valid as if all relevant persons had been duly appointed or elected or had duly continued in office and were qualified to be members of the Board.

57. **Minutes**

The Registrar shall cause proper minutes to be made of the proceedings of all meetings of the Board and all business transacted at such meetings, and any such minutes of any meeting, if purporting to be signed by the person who chaired the meeting or by the person who chaired the next succeeding meeting, shall be sufficient evidence without further proof of the facts therein stated.

58. **Decisions without a meeting and resolutions in writing – validity**

A decision is taken in accordance with this Standing Order 58 when the majority of Board members indicate by any means, including by email, that they share a common view on a matter. Such a decision shall be as valid and effectual as if it had been passed at a meeting of the Board duly convened and constituted. A decision made in accordance with this Standing Order 58 may take the form of a written resolution, signed by a majority of voting members for the time being of the Board either by signing it in hard copy form or by indicating their agreement by email sent from their usual email address. Such a resolution may consist of several documents in like form signed by one or more voting members of the Board.

59. **Member of the Board who is not a Fellow to take no part in the election of Fellows**

No member of the Board who is not also a Fellow of the Faculty may take part in the election of Fellows.

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## **CHAPTER 5 – COMMITTEES OF THE BOARD**

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60. **Standing committees**

The Board shall appoint an Executive Committee and any other standing committees as appropriate for the purpose described in Standing Order 65.



## 61. **Executive Committee**

### 61.1 Constitution

The Executive Committee shall in addition to the Officers consist of three members each of whom shall be serving members of the Board. The President if present shall take the Chair but if at any meeting the President be not present, the Vice President shall take the Chair.

### 61.2 Appointment

At its first meeting after the Annual General Meeting at which this Standing Order comes into effect the Board shall appoint an Executive Committee. Thereafter annually at its first meeting after the Annual General Meeting the Board shall appoint members of the Executive Committee to fill the vacancies resulting from the application of Standing Order 62.6.

### 61.3 Functions

The Executive Committee shall have power to:

- a) act on behalf of the Board at the request of the President in matters of urgency and otherwise to act for the Board in all matters delegated to it by the Board,
- b) control the financial affairs of the Faculty in accordance with policies which the Board may lay down from time to time,
- c) authorise sales and purchases of all real property and chattels real of the Faculty which shall be held in the names of lease trustees who shall be appointed and removed by the Board on such terms as the Board shall think fit; the Executive Committee shall report all such proposed sales and purchases to the Board,
- d) propose nominees (or a corporate nominee) to hold all investments of the Faculty; nominees shall be appointed and removed by the Board on such terms as the Board shall think fit,
- e) nominate a solicitor and auditor of the Faculty for the approval of the Board,
- f) from time to time, on the advice of the Registrar, review the establishment of the staff of the Faculty and the salary to be paid to the Chief Executive and each member of the staff and the manner in which it shall be paid.

## 62. **Other standing committees**

The Board may appoint any other standing committees as deemed desirable at the first Board meeting following the Annual General Meeting or whenever it is expedient to do so.

### 62.1 Purpose

The purpose of every committee shall be to assist the Board in performing its functions under Standing Order 50 to the highest standards of competence and governance. All standing committees of the Board shall report to the Board through the Executive Committee.

## 62.2 Constitution

Standing committees shall consist of the Officers and such other members as the Board shall determine.

## 62.2 Appointment and election

The Board shall determine the method of election or appointment of the members of its standing committees. At its first meeting after the Annual General Meeting, the Board shall appoint members of standing committees to fill the vacancies resulting from the application of Standing Order 62.6.

## 62.3 Functions

The Board shall determine the function of each standing committee.

## 62.4 Review

The Board shall review the constitution, function and membership of standing committees, including the Executive Committee, at the first Board meeting after the Annual General Meeting or at such other time as the Board may deem appropriate.

## 62.5 Period of service on standing committees

*Ex officio* members excepted, any person appointed or elected to be a member of a standing committee shall cease to be such at the first Board meeting following the third Annual General Meeting after their appointment or election. Thereafter such a person may be appointed or elected for one further three year period of service. Any member of a standing committee who has served for two consecutive three year periods shall be ineligible for re-appointment or re-election to that standing committee until a period of one year has elapsed. The provisions of this Standing Order shall not apply when a member of such a committee ceases to be eligible for service.

## 62.6 Transitional provisions

After such a standing committee is first appointed under Standing Order 62, and without prejudice to their right to re-appointment or re-election, as near as may be one third of the members (excluding *ex officio* members) of each standing committee shall retire as members at the conclusion of business at the first Annual General Meeting. A further one third shall retire at the second Annual General Meeting after the standing committee is first appointed. In the absence of agreement as to who shall retire on either occasion the matter shall be decided by lot conducted by the Registrar.

## 63. **Special committees**

The Board may at any time appoint a special committee to enquire into any matter on its behalf. The appointment of a special committee shall be specified by the Board as for a certain period or until the purpose of its appointment has been fulfilled.

64. **Co-opted members**

Any committee appointed by the Board may add to its number with the approval of the President. Co-opted members of committees shall be reported to the next convenient meeting of the Board.

65. **Members of committees need not be members of the Board**

Subject to the provisions of Standing Orders 33 and 61.1, members of committees need not be members of the Board.

66. **Appointment of persons to chair committees**

The Board shall as it thinks fit appoint a person to chair each committee of the Board either directly or on the recommendation of the members of that committee after appointment or on the recommendation of such members of the Faculty as the Board deems to be appropriate, having regard to the purpose of the committee. The person so appointed shall if present take the chair at every meeting thereof, but if at any meeting that person be not present within ten minutes after the time appointed for holding the meeting, the chair shall be taken by a deputy appointed by the Board for that purpose or, where no such deputy has been appointed or be not present, the chair shall be taken by one of the Officers (in the order given in Standing Order 19) but if none of the Officers be then present the members of the committee present shall choose one of their number to take the chair.

67. **Casual vacancy on the committee**

The Board may at any time appoint a member to a committee to fill a casual vacancy. Any person so appointed shall retire at the conclusion of business at the next Annual General Meeting following the date of their appointment.

68. **Removal of a committee member**

The Board may at any time remove an individual member from a committee for good and sufficient cause.

69. **Powers delegated by the Board**

The Board may delegate such powers as it thinks fit to committees appointed by it or to named Officers and any such committee or Officer shall in the exercise of their powers conform to any regulations imposed on them by the Board. The meetings and proceedings of any such committee shall be governed by the provisions of these Standing Orders. The actions of any committee of the Board or of any Officer named under this Standing Order shall be reported to the Board in such manner and at such intervals as the Board shall determine. The Board may at any time, by notice in writing to all members of any such committee or to such Officer, revoke any powers delegated by it to them.

70. **Sub-committees and working parties or groups - meetings and proceedings**

Any standing committee of the Board may appoint sub-committees and working parties or groups for specified purposes and for a period not exceeding the term of

the appointing committee. The person appointed to chair a sub-committee, working party or group shall be a member of the committee which appoints it but the remaining members need not be drawn from the appointing committee. The Board shall at its Extraordinary Meeting each year review the membership and purposes of each sub-committee and working party or group and the Board or the appointing Standing Committee may at any time disband, alter or amend the membership and purposes of any sub-committee, working party or group at its discretion. A standing committee may delegate to a sub-committee, working party or group such powers as are within its jurisdiction. The meetings and proceedings of any such sub-committee, working party or group shall be governed by the provisions of these Standing Orders for regulating the meetings and proceedings of committees, so far as they are applicable.

71. **Regulation of committee meetings and voting**

Subject to any instructions by the Board a committee may meet for the dispatch of business, adjourn and otherwise regulate its meetings as the person chairing the committee shall determine and in accordance with Standing Order 79. Questions arising at any meeting shall be decided by a majority of votes. The method of voting shall be at the discretion of the person taking the chair, who in the case of an equality of votes shall have a second or casting vote.

72. **Authority to act with reduced numbers – quorum**

The members for the time being of a committee of the Board may act notwithstanding any vacancy in their number providing that there is a quorum present. The quorum of a committee shall be one third of its number appointed by the Board (excluding *ex officio* and co-opted members) to the nearest integer.

73. **Acts done in good faith**

All acts done in good faith by any meeting of a committee of the Board or by any person acting as a member of a committee shall, notwithstanding it be afterwards discovered that there was some defect in the appointment, election or continuance in office of any person or of some one or more of the members of the committee acting as aforesaid or that they or any of them were disqualified, be as valid as if all relevant persons had been duly appointed or elected or had duly continued in office and were qualified to be a member of the committee.

74. **Minutes**

As provided in Standing Order 79 proper minutes shall be made of the proceedings of all meetings of committees of the Board and of all business transacted at such meetings, and any such minutes of any meeting, if purporting to be signed by the person who chaired the meeting or by the person who chaired the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.

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## CHAPTER 6 – PRESIDENT

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75. **To provide leadership and represent the Faculty**

The President shall provide leadership to the Faculty and represent the Faculty in the furtherance of its objects.

76. **To chair the Board, etc**

As laid down elsewhere in these Standing Orders, the President, or if the President be not present, the Vice President, shall chair the Board, the Executive Committee, the Annual General Meeting and such other standing committees as the Board may deem appropriate.

77. **Annual Report**

The President shall report to the Annual General Meeting of the Faculty.

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## CHAPTER 7 – REGISTRAR

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78. **Responsibilities**

The Registrar shall be responsible for:

- the register of members of the Faculty,
- Faculty elections,
- the Standing Orders,
- Faculty staff and headquarters
- undertaking the functions of a company secretary and ensuring that the Faculty acts within the framework of charity and other law, and
- acting as responsible officer (or ensuring the appropriate appointment of a responsible officer) in accordance with The Medical Profession (Responsible Officers) Regulations 2010 and The Medical Profession (Responsible Officers) (Amendment) Regulations 2013.

79. **Convening meetings, preparing minutes**

The Registrar shall be responsible for convening General Meetings of the Faculty and meetings of the Board and of committees, for issuing notices of and for ensuring that minutes of all meetings are prepared and kept.

80. **Annual Report**

The Registrar shall report to the Annual General Meeting of the Faculty and shall render an Annual Report to the Royal Colleges of Physicians of the United Kingdom.

81. **Not to be an examiner**

The Registrar shall not be an examiner.

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## CHAPTER 8 – ACADEMIC REGISTRAR

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82. **Responsibilities**

82.1 The Academic Registrar shall be responsible for arranging and overseeing all examinations and for issuing directions to examiners.

82.2 The Academic Registrar shall be responsible for advising on all aspects of education and training in public health, including proposing and arranging educational courses and conferences.

83. **Exceptionally to appoint examiners**

Exceptionally the Academic Registrar shall appoint examiners in accordance with Standing Order 97.

84. **Annual Report**

The Academic Registrar shall report to the Annual General Meeting of the Faculty.

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## CHAPTER 9 – TREASURER

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85. **Accounts and banking procedures**

85.1 The Treasurer shall be responsible for ensuring that all monies received on behalf of the Faculty are paid into an account in the name of the Faculty of Public Health at the bankers appointed by the Board.

85.2 The Treasurer shall supervise and implement such procedures regarding the signing of cheques, banking and other documents as the Board of the Faculty may prescribe from time to time.

85.3 All procedures implemented by the Treasurer shall be fully documented and ratified by the Board.

86. **To submit audited accounts and financial report to Board and AGM**

The Treasurer shall be responsible for supervising the keeping of an account of all monies received and expended and for presenting to the auditors the aforesaid account for the year ending 31 December (or such other date as may be directed by the Board) and shall submit the audited records to the Board within three months of the end of the financial year or if that should prove impossible as soon as reasonably practicable thereafter. The Treasurer shall ensure that the audited records for the previous financial year are presented to the Annual General Meeting and shall report to each ordinary meeting of the Board and to the Annual General Meeting on the financial state of the Faculty.

87. **Annual budget**

The Treasurer shall be responsible for the preparation of an annual budget for consideration by the Board in accordance with Standing Order 50.3.

88. **To have charge of property – power to expend restricted**

The Treasurer shall be responsible for the day to day management and safe keeping and shall cause to be kept a correct inventory of the Faculty's property, with power to order such deficiencies as may be necessary, but the Treasurer shall not expend any sum greater than that which may be fixed from time to time by the Board without the authority of two officers, one of whom shall be the President; such outlay and the reason therefore to be reported to the Board at its next meeting.

89. **Honoraria**

The Treasurer shall be responsible for paying such honoraria as shall be awarded from time to time by the Board and reported to a General Meeting of the Faculty.

90. **Salaries of Chief Executive and staff**

The Treasurer shall cause to be paid to the Chief Executive and each member of the staff of the Faculty such salary and in such manner as shall be approved from time to time in accordance with Standing Order 62.5.

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## **CHAPTER 10 – CHIEF EXECUTIVE**

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91. **Appointment and removal**

The Chief Executive shall be appointed and be subject to removal by the Board. The procedure for so doing shall be approved by the Board on the recommendation of the Registrar and each such appointment shall be notified to the Royal Colleges of Physicians of the United Kingdom.

92. **Responsibility for meetings**

Under the general direction of the Registrar, the Chief Executive shall be responsible for sending out all proper notices of and summonses to the various meetings of the Faculty and for the preparation for such meetings.

93. **Responsibility for headquarters and staff**

The Chief Executive shall be responsible for the day-to-day management of the headquarters of the Faculty in accordance with any guidelines agreed by the Board and shall direct, superintend and be responsible for the proper performance of the several duties of each member of the staff. In matters concerning staff the Chief Executive shall report to the Registrar.

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## CHAPTER 11 – EXAMINERS

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94. **Appointment**

The examiners, who shall be Fellows of the Faculty or other appropriately qualified persons, shall be appointed by the Board on the recommendation of the appropriate committee of the Board as constituted in accordance with Chapter 5 of these Standing Orders for the purpose described in Standing Order 62.1.

95. **Declaration of Faith**

On being appointed examiners shall subscribe their name to a declaration addressed to the Board of the Faculty in the following terms:

‘I faithfully promise that I will perform all the duties of an examiner as set forth in the Standing Orders of the Faculty of Public Health and in the relevant Laws, Bye-Laws and Regulations of the Royal Colleges of Physicians of the UK, and that, except as required by law, I will not divulge any of the content or proceedings of the examination process or of any meetings held in connection with the examination process which I am required to keep secret.’

96. **Duties**

The examiners shall enquire into and test the qualifications of all candidates in accordance with the regulations for the form, conduct, content and general syllabus of examinations as determined from time to time by the Board.

97. **Exceptionally examiners and alternate examiners to be appointed by Academic Registrar**

If for any reason an examiner is unable to carry out their duties or if it should be necessary to appoint additional examiners for any examination the Academic Registrar may appoint such examiners as are necessary and report to the next meeting of the Board.



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## CHAPTER 12 – FACULTY ADVISERS

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### 98. **Appointment**

The Faculty Advisers, who shall be Fellows of the Faculty elected under Standing Order 10, shall be appointed by the Board to serve particular constituencies in accordance with procedures from time to time determined by the Board. The constituencies served by the Faculty Advisers shall be determined by the Board.

### 99. **Period of service**

Faculty Advisers shall serve as such until the conclusion of business at the third Annual General Meeting following their appointment. A Faculty Adviser may thereafter be reappointed in accordance with Standing Order 98 to serve a particular constituency for one more consecutive two-year term or two more consecutive one-year terms, following which they shall not be eligible for reappointment as the Faculty Adviser for that constituency until a period of one year has elapsed.

#### 99.1 Transitional provisions

The provisions of Standing Order 99.1 shall apply to each Faculty Adviser serving at the time this chapter shall have come into effect.

### 100. **Casual vacancies**

In the event of a casual vacancy, the Registrar shall take such measures as are appropriate to ensure that the duties and responsibilities under this chapter are maintained until such time as a new Faculty Adviser is appointed in accordance with Standing Order 98.

### 101. **Removal and disqualification**

The Board may at any time terminate the appointment of a Faculty Adviser for good and sufficient cause. The appointment of Faculty Advisers shall also be terminated automatically if such a person:

- 101.1 ceases to be a member in good standing of the Faculty, or
- 101.2 by notice in writing to the Registrar resigns the appointment of Faculty Adviser, or
- 101.3 fails without good cause to attend more than half of the meetings of the appropriate committee of the Board as constituted in accordance with Chapter 5 of these Standing Orders for the purpose described in Standing Order 62.1 in any year, or
- 101.4 becomes an Officer of the Faculty, or
- 101.5 ceases to be a member of the Faculty.

102. **To represent the specialty on international, national and regional bodies**

The Faculty Adviser may represent the specialty of public health on international, national and regional bodies with respect to matters pertaining to education and standards.

103. **Duties**

Under the direction of the Board, the Faculty Adviser shall:

103.1 promote training and continuing professional development in public health in their constituency;

103.2 advise on arrangements for the appointment of consultants and specialists to senior public health posts and on recruitment generally to the specialty of public health with a view to maintaining the highest possible standards of professional competence and practice of public health within their constituency;

103.3 undertake such other duties as the Board may from time to time determine.

104. **Deputy Faculty Adviser(s)**

The Faculty Adviser may delegate any of the functions, responsibilities and duties of this chapter to a deputy or deputies appointed by the Board in accordance with Standing Order 98, so far as it is applicable.

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## **CHAPTER 13 – FEES AND SUBSCRIPTIONS**

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105. **Examination fees**

The fees to be paid before examination and for consideration of applications for exemption from all or part of an examination shall be such as may be determined from time to time by the Board.

106. **Fees and subscriptions**

All members shall pay such registration and other fees and such annual and other subscriptions as shall be determined by the Board. No member may be admitted to the Faculty until such fees and subscriptions have been paid.

107. **Annual subscription date and method of payment**

The annual subscription shall be paid by any method approved by the Board on the first day of January each year or on such other date or dates as shall be determined by the Board.

108. **Reduction and remission of fees by Board; Treasurer's authority to do so** The Board may at any time remit or reduce any fee or subscription of a member or it may authorise the Treasurer to do so at the Treasurer's sole discretion.
109. **Fees and subscriptions in arrears**  
The Board may determine that any member who has not paid their fee or subscription within 30 days of the due date is in arrears and has violated Standing Order 106 and may take action under Standing Order 16 to cause the forfeiture of that person's membership. Any member who is more than six months in arrears with payment of any fee or subscription shall cease to be in good standing and shall automatically forfeit all the rights and privileges of a member of the Faculty.
110. **Reinstatement fee**  
In each case of reinstatement under Standing Order 18, the Board may impose such fee as it considers appropriate. The fee normally payable shall be the amount of any fees or subscriptions unpaid at the time the member's name was removed from the register of members together with such fees and subscriptions as would have been due from that person in the period before reinstatement had their name not been so removed, up to a maximum of three times the annual subscription fee (as at the time of reinstatement) for the relevant category of membership.

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## CHAPTER 14 – GENERAL MEETINGS

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111. **Annual General Meeting**  
The Faculty shall hold a General Meeting in every calendar year as its Annual General Meeting at such time and place as may be determined by the Board and shall specify the meeting as such in the notices calling it. Each Annual General Meeting shall be held not less than eleven or more than fourteen months after the date of the last preceding Annual General Meeting. General Meetings shall be held in accordance with such arrangements as are made by the Board.
112. **Extraordinary General Meetings**  
The Board may whenever it thinks fit convene an Extraordinary General Meeting, and Extraordinary General Meetings may also be convened on the requisition of twenty-five or more voting members. Any such meeting shall be convened by the Registrar on the instructions of the Board or in default thereof the requisitionists themselves may convene one in accordance with this Standing Order.
113. **Notice of General Meetings**  
At least three weeks' notice of every Annual or Extraordinary General Meeting (exclusive in every case both of the day on which it is served or deemed to be served and of the day for which it is given) specifying the place, the day and the

hour of the meeting, and the nature of the business, shall be given to all voting members of the Faculty and to the auditors and the solicitor of the Faculty. Such notice may be given by email, or by post to those for whom the Faculty does not hold an email address.

**114. Accidental omission to give notice**

The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any resolution passed, or business transacted at any meeting.

**115. Quorum for General Meetings**

No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Save as provided in Standing Order 117, twenty voting members personally present shall be a quorum.

**116. Attendance and speaking at General Meetings**

116.1 A person is able to exercise the right to speak at a General Meeting when that person is in a position to communicate to all those attending the meeting, during the meeting, any information or opinions which that person has on the business of the meeting.

116.2 A person is able to exercise the right to vote at a General Meeting when:

- a) that person is able to vote on any resolutions put to the vote at the meeting; and
- b) that person's vote can be taken into account in determining whether or not such resolutions are passed at the same time as the votes of all the other persons attending the meeting.

116.3 In determining attendance at a General Meeting, it is irrelevant whether any two or more members attending it are in the same physical location as each other.

116.4 Two or more persons who are not in the same physical location as each other attend a General Meeting if their circumstances are such that if they have (or were to have) rights to speak and vote at that meeting, they are (or would be) able to exercise them.

116.5 The Board may make such lawful arrangements as they see fit in respect of physical attendance and/or Remote Attendance at a General Meeting. The entitlement of any person to attend and participate in a General Meeting shall be subject to such arrangements.

116.6 When the Board has made arrangements to facilitate Remote Attendance:

- a) the provisions of the Standing Orders shall be treated as modified to permit such arrangements and in particular:
- b) a person attending a General Meeting by Remote Attendance shall be treated as being present and/or present in person at the meeting for the purposes of the Standing Orders, including without limitation the provisions of the Standing

- Orders relating to the quorum for the meeting and rights to vote at the meeting, unless the Standing Orders expressly provide to the contrary; and
- c) references in these Standing Orders to the place of a General Meeting shall be treated as references to the place specified as such in the notice of the General Meeting;
  - d) the Board must ensure that the notice of the meeting includes details of the arrangements for Remote Attendance, and any relevant restrictions, in addition to any other information required by relevant legislation;
  - e) the arrangements must specify:
    - i. how those attending by Remote Attendance may communicate with the meeting, for example by using an electronic platform to communicate with the chair and/or others attending the meeting in writing;
    - ii. how those attending by Remote Attendance may vote;
  - f) Insofar as not disapplied by any arrangements made under Standing Order 129.6:
    - i. the arrangements for Remote Attendance may be changed or withdrawn in advance of the meeting by the Board, which must give the members as much notice as practicable of the change;
    - ii. in the event of technical failure or other technical issues during the meeting (including, for example, difficulties in establishing whether the meeting is quorate) the chair of the meeting may adjust or withdraw the arrangements for Remote Attendance and/or adjourn the meeting if in their view this is necessary or expedient for the efficient conduct of the meeting;
    - iii. under no circumstances shall the inability of one or more persons (being entitled to do so) to access, or continue to access, the technology being used for Remote Attendance at the meeting (despite adequate technology being made available by the Faculty) affect the validity of the meeting or any business conducted at the meeting, provided a quorum is present at the meeting.

#### 117. **Dissolution and adjournment of General Meetings**

If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting, if convened at the request of voting members in accordance with Standing Order 122 shall be dissolved. In any other case it shall stand adjourned until another time, date and place determined by the Board, and if at such adjourned meeting a quorum is not present within half an hour of the time appointed for holding the meeting the voting members who are present shall be a quorum.

#### 118. **President to chair General Meetings**

The President shall take the chair at every General Meeting; but if at any General Meeting the President be not present within ten minutes after the time appointed for holding the same the chair shall be taken by the Vice President or failing them some other member of the Board elected by the voting members present at the meeting.

## 119. **Adjournment**

The person taking the Chair at any General Meeting at which a quorum is present may with the consent of a majority of the voting members present (and shall if so directed by the meeting) adjourn the meeting from time to time, and from place to place, but no business shall be transacted at any adjourned meeting other than business which might have been transacted at the meeting from which the adjournment took place. Whenever a meeting is adjourned for one month or more, notice of the adjourned meeting shall be given in the same manner as for an original meeting. Except for in the circumstances already described, members shall not be entitled to any notice of an adjournment or of the business to be transacted at an adjourned meeting.

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## **CHAPTER 15 – STANDING ORDERS**

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### 120. **Proposals for deletions or amendments**

The Board may of its own motion or on the written proposal of any voting member make proposals for amendments to the Standing Orders.

### 121. **Notice of alterations**

Not less than four weeks' notice must be given to all voting members of proposals to alter the Standing Orders.

### 122. **Approval of alterations**

No such alteration shall come into effect until after approval (a) by each of the three Royal Colleges of Physicians of the United Kingdom in writing (whether hard copy or email) and (b) by a majority of those members who vote in a ballot of voting members of the Faculty held as follows:

- 122.1 the ballot notice must be sent to the voting members at least 21 clear days before the ballot closing date referred to in Standing Order 122.2 by email, or by post to those for whom the Faculty does not hold an email address;
- 122.2 the ballot notice must specify the date (the ballot closing date) and the manner in which voting must be completed (which may be by voting online, by telephone, or any other manner determined by the Board);
- 122.3 each voting member shall have one vote only which should be cast in accordance with the instructions detailed in the ballot notice;
- 122.4 any votes received by the Faculty after the ballot closing date shall not be counted.

### 123. **Status of the Faculty as a charity**

No alteration to the Standing Orders shall be made which would prejudice the status of the Faculty as a charity at law.

124. **Interpretation of Standing Orders**

Any question concerning the interpretation of these Standing Orders shall be referred to the Board whose decision shall be binding.

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## **CHAPTER 16 – REPRESENTATION ON THE COUNCILS OF THE ROYAL COLLEGES OF PHYSICIANS OF THE UNITED KINGDOM**

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125. **Faculty representation on the College Councils**

The Board shall from time to time nominate a Fellow of the Faculty to represent the Faculty on the Council of the Royal College of Physicians of London and shall likewise nominate a Fellow of the Faculty to represent it on the Council of the Royal College of Physicians of Edinburgh and nominate another such Fellow to represent it on the Council of the Royal College of Physicians and Surgeons of Glasgow to the intent that as far as practicable the Faculty shall at all times be represented on the Councils of each of the three Royal Colleges.

126. **Period of service**

Any such nomination shall be for such period as the Board may specify in agreement with the College concerned.

127. **Qualification for nomination**

No Fellow shall be nominated to represent the Faculty who is not also a Fellow of the relevant Royal College.

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## **CHAPTER 17 – DISTRIBUTION OF ASSETS ON WINDING-UP**

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128. **Distribution of assets on winding-up**

If upon winding up or dissolution of FPH there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of FPH, but shall by decision of the Board be either:

- a) given or transferred to the Royal Colleges of Physicians of the United Kingdom in equal shares for objects similar to the objects of FPH provided always that none of them shall be entitled to benefit under this Standing Order unless it is a charity at the relevant time; or

- b) subject to the approval of the Royal Colleges of Physicians, transferred to any charity or charities for objects similar to the objects of FPH or transferred to any charity or charities for particular purposes that fall within the objects.

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## CHAPTER 18 – INTERPRETATION

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### 129. Interpretation

In these Standing Orders:

- 129.1 reference to the plural is to be understood to include the singular and *vice versa*;
- 129.2 reference to public health includes public health medicine and also refers to community medicine;
- 129.3 reference to member(s) and membership is to be understood to refer to all classes of membership prescribed in Chapter 2 of these Standing Orders whereas reference to Member(s) is to be understood to refer to Members as defined in Standing Order 8; reference to Member(s) and Fellow(s), where the subject or context permits, is to be understood to refer also to Honorary Member(s) and Honorary Fellow(s) respectively;
- 129.4 the phrase ‘in good standing’ means that the member so designated has duly paid all fees and subscriptions due from them to the Faculty and complies with the Faculty’s minimum requirements for continuing professional development as determined from time to time by the Board;
- 129.5 the phrase ‘voting member’ means that the member referred to is in good standing and is entitled in accordance with Standing Order 15 to vote in elections;
- 129.6 the phrase ‘voting members of the Board’ means the Officers, Ordinary Board Members, co-opted members and ex officio members of the Board; it does not include those appointed as lay members or observers;
- 129.7 reference to Trustees means the voting members of the Board; the responsibilities associated with being a Trustee include those duties which they are required to undertake as necessary in accordance with these Standing Orders and with the Charities Act 2022 and any amendments thereof;
- 129.8 the phrase ‘the Order’ means the Order under Charities Act 1993, s.26 sealed by the Charity Commissioners for England and Wales on the 2nd day of April 1997 as set out in the Annex on pages 42-43;
- 129.9 the phrase ‘clear days’ means in relation to a period of a notice, that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect;



129.10 the phrase 'Remote Attendance' means attendance at a General Meeting by such means as are approved by the Board in accordance with Standing Order 116.6;

129.11 the phrase "Connected" means in respect of a member of the Board:

- a) the member of the Board's parent, child, sibling, grandparent or grandchild;
- b) the spouse or civil partner of the member of the Board or another person described in paragraph (a);
- c) a person carrying on business in partnership with the member of the Board, or a person described in paragraph (a) or (b);
- d) an institution controlled by the member of the Board and/or one or more person(s) described in paragraph (a), (b) or (c); or
- e) a body corporate in which the member of the Board and/or one or more person(s) described in paragraph (a), (b) or (c) have a substantial interest.

Sections 350 – 352 of the Charities Act 2011 apply for the purposes of interpreting the terms used in this definition.

129.12 Nothing in these Standing Orders shall authorise an application of the property of the Faculty for purposes which are not charitable in accordance with Section 7 of the Charities and Trustee Investment (Scotland) Act 2005.

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## ANNEX

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Sealed 2<sup>nd</sup> April 1997

173  
97

General ) Joint Faculty of Public Health  
Charity ) Medicine of the Royal Colleges of  
Physicians of the United Kingdom

CD (Ldn) 263894/53151

Order under Charities Act 1993, s.26

### CHARITY COMMISSION

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In the matter of the Charity known as the Joint Faculty of Public Health Medicine of the Royal Colleges of Physicians of the United Kingdom; and In the matter of the Charities Act 1993.

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WHEREAS:-

1. The Board of the above-mentioned Charity (hereinafter referred to as the Board) who are the charity trustees within the meaning of section 97 of the Charities Act 1993 have represented to THE CHARITY COMMISSIONERS FOR ENGLAND AND WALES that the Board should have the power to appoint an investment manager and to delegate to him discretionary powers in relation to the management of the charity's investments;
2. It appears to the Commissioners that the proposed action is expedient in the interests of the Charity;

NOW THE COMMISSIONERS BY THIS ORDER DIRECT:

1. The Board may appoint as the investment manager for the charity a person who they are satisfied after inquiry is a proper and competent person to act in that capacity and who is either-
  - (a) an individual of repute with at least fifteen years' experience of investment management who is an authorised person within the meaning of the Financial Services Act 1986 or
  - (b) a company or firm of repute which is an authorised or exempted person within the meaning of that Act otherwise than by virtue of s45(1)(j) of that Act.
2. The Board may delegate to an investment manager so appointed power at his discretion to buy and sell investments for the Charity on behalf of the Board in accordance with the investment policy laid down by the Board. The Board may only do so on terms consistent with this Order.

3. Where the Board make any delegation under this Order they shall:-
- (a) inform the investment manager in writing of the extent of the Charity's investment powers;
  - (b) lay down a detailed investment policy for the Charity and immediately inform the investment manager in writing of it and of any changes to it;
  - (c) ensure that the terms of the delegated authority are clearly set out in writing and notified to the investment manager;
  - (d) ensure that they are kept informed of and review on a regular basis the performance of their investment portfolio managed by the investment manager and the exercise by him of his delegated authority;
  - (e) take all reasonable care to ensure that the investment manager complies with the terms of the delegated authority;
  - (f) review the appointment at such intervals not exceeding 24 months as they think fit; and
  - (g) pay such reasonable and proper remuneration to the investment manager and agree such proper terms as to notice and other matters as the Board shall decide and as are consistent with this Order provided that such remuneration may include commission fees and/or expenses earned by the investment manager if and only to the extent that such commission fees and/or expenses are disclosed to the Board.
4. Where the Board make any delegation under this Order they shall do so on the terms that:-
- (a) the investment manager shall comply with the terms of his delegated authority;
  - (b) the investment manager shall not do anything which the Board do not have the power to do;
  - (c) the Board may with reasonable notice revoke the delegation or vary any of its terms in a way which is consistent with the terms of this Order; and
  - (d) the Board shall give directions to the investment manager as to the manner in which he is to report to them all sales and purchases of investments made on their behalf.

Sealed by Order of the Commissioners this 2<sup>nd</sup> day of April 1997.

L.S.

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