

Proposed changes in red

Standing Orders of ABSW Limited

Introduction

1. These standing orders amplify the articles of association of the ABSW. They may be varied by a simple majority at a Special General Meeting or at the Annual General Meeting (AGM), provided that such a meeting has been duly called and is quorate as provided below.

2. ABSW members entitled to vote are Life Members, Full Members (~~see definition of Full Member for all election purposes in Standing Order 10) who have paid the correct subscription within the previous 18 months~~, and the Honorary President. Student, Associate and Corporate members may not vote.

Executive Board

3. The ABSW shall be managed by an Executive Board comprising a Chair, Vice-Chair, Secretary, Treasurer, who shall all be directors of the company, and a European Representative (who may be the Chair), plus up to five other members elected at the AGM, and up to four co-opted members appointed under Standing Order ~~8~~10.

~~4. ABSW members entitled to stand for elections or nominate candidates are Life Members and Full Members (see definition of Full Member for all election purposes in Standing Order 11). Student, Associate and Corporate members may not run for the Board.~~

5. Executive Board members shall be elected annually for a term of two years and shall take up office immediately after the AGM at which they are elected. The Chair and the Vice-Chair may hold office for no more than three consecutive terms.

6. Elections for the Executive Board shall take place by postal ballot or electronic vote of the Full and Life Members every year. Nominations for posts will be open until five weeks before the date of the AGM, and any Full or Life Member may be nominated for any of these posts by two other Full or Life Members. After nominations close, ballot papers or electronic voting codes will be communicated as quickly as possible. All ballot papers received at the Association's address or registered on the electronic voting website by noon on the day of the AGM will be scrutinised by two tellers, who will not be eligible for election to any post and who shall be appointed by the Executive Board. The result of the ballot will be announced during the AGM.

7. The Executive Board shall meet at least six times a year. There shall be a quorum of three. Voting shall be by a simple majority of Full and Life Members. In the event of a tie, the Chair shall have a second and casting vote.

8. The Executive Board may appoint individuals from their own number or elsewhere to fill any vacancy on the Executive caused by a member ceasing to act between AGMs for any reason. Those so appointed shall serve to the next AGM when they shall be eligible for election. The Executive Board shall have the right, exercised through a majority vote, to remove any board member who fails to attend three consecutive meetings of the board without giving a valid reason for doing so.

9. At its discretion the Executive Board may co-opt up to four further members (including Associate and Student Members) to contribute relevant special expertise. They would serve for one year from the date of appointment.

Membership

10. The ABSW will have the following categories of member. All new members must be approved by the Executive Board, or by a sub-committee appointed to do so by the Executive Board.

Honorary President

The AGM shall appoint an Honorary President of the Association, who will hold office for a period of three years. The Honorary President can be re-appointed for further terms of three years. The Honorary President will be a distinguished science journalist. He or she will be expected to represent the Association, for example to government, internationally and in the media, to assist with activities such as fundraising; and to advise the Executive Board and Chair of the Association on issues as they arise from time to time, and to act in the best interests of the association. The Honorary President has no executive role. The Honorary President maintains an oversight and advisory role.

Life members

The AGM shall be entitled to appoint as a Life Member anyone who has done outstanding service to science writing, or to the ABSW itself. Those awarded the ABSW Lifetime Achievement Award will receive automatic Life Membership of the ABSW.

Full Members

Individuals who can show that science writing provides a substantial part of their income. This includes people who retired while full members, whose membership fee can be discounted at the Executive Board's discretion. **For all aspects of the election process (voting, nominating, candidacy) Full Members are defined as those who have been a Full Member for at least three calendar months at the date of the AGM, and with a current paid subscription or within the specified grace period for payment.**

Student Members

Individuals who are studying for a qualification relevant to a career in science writing.

Associate Members

People working in fields such as public relations and who have an interest in science writing.

Corporate members

Organisations with an interest in improved science writing.

Subscription

11. The subscription for each category of membership shall be determined annually by the Executive Board. The Board has the power to waive subscriptions. The Honorary President and Life Members will not pay a subscription. Annual General Meeting

12. The AGM of the Association shall be held in January of each year in London or at such time and place as the Executive Board shall determine. Members shall be notified at least three weeks in advance of the date of the AGM together with the agenda.

13. A quorum at a general meeting, whether annual or special, shall consist of 10 voting members of the ABSW. Voting shall be by simple majority, including votes submitted electronically. In the event of a tie, the Chair shall have a second and casting vote.

Treasurer's Report

14. The Treasurer will prepare for the Executive Board and submit on the Board's behalf to the AGM a statement showing the financial state of the Association up to December 31st each year, ~~by which date all subscriptions are to have been paid~~. This statement shall have been approved by the auditors, elected as below. ~~Subject to the discretion of the Executive Board, the membership of any member who has not paid their annual subscription within one month of the due date will be held to have lapsed~~. Two auditors shall be elected at the AGM from members of the Association who are not members of the Executive Board.

Role of the Auditors

15. The auditors elected at the AGM are ABSW members, not audit professionals. Their role is to act on behalf of the members and to reassure them of the governance, management and financial base of the ABSW. In particular, they should (a) assure the members that the accounts that the Treasurer presents at the AGM are a fair record of the Association's finances; (b) ensure that the procedures followed and strategies put

in place by the Executive Board are appropriate to protect the Association and its finances; and (c) report on these issues to the AGM.

Role of the Executive Secretary

16. The Executive Secretary, which is a non-elected and paid position, is appointed by and overseen by the Executive Board, and is in charge of making sure that the firm's administration runs smoothly. The Executive Secretary works closely with the Executive Board and reports back to the elected Executive Board.

Special General Meeting

17. A Special General Meeting of the Association may be called by a quorum of the Executive Board at three weeks' notice or within two months from the receipt by the Secretary of a written request from any six Full or Life Members. A statement of the general business of any Special General Meeting shall be communicated to all members at least three weeks before the date of the meeting.

Disciplinary Procedure

18. At its sole discretion, the Executive Board may, by a simple majority vote, expel any member whose behaviour has in its opinion brought the ABSW into serious disrepute; it will account to the next AGM for its action. Any member so expelled will have the right to appeal the decision at that AGM. The decision will be duly recorded in the Executive Board and AGM Minutes.