

**BY-LAWS
OF THE
MANCHESTER
MEDICAL SOCIETY
(Registered Charity No 222800)**

(ADOPTED 7 MAY 1980)



October 2023

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Of the
MANCHESTER MEDICAL SOCIETY

The Society was formed in 1834 and reconstituted in 1950 by the amalgamation of the Manchester Medical Society, the Pathological Society of Manchester, the Manchester Surgical Society, the Manchester and District Society of Anaesthetists and the Manchester Odontological Society. The Section of General Practice was formed in 1951 (in 1999 the name was changed to the Section of Primary Care), the Section of Paediatrics in 1964, the Section of Psychiatry in 1970, and the Section of Community Medicine in 1976 (in 1990 the name was changed to the Section of Public Health Medicine). In 1992 the Section of Paediatrics and the Manchester Paediatric Club amalgamated. In 2000 the Section of Imaging was formed and in 2014 the Section of Emergency Medicine was formed.

This is a certified copy of the By-laws agreed at the AGM of the Society on the 18th October 2023

Signed

Dr Josanne Holloway, Chairman, Manchester Medical Society

PART 1 – OBJECT AND CONSTITUTION

1. This Society shall be called the Manchester Medical Society.
2. The objects of the Society shall be the cultivation and promotion of all branches of Medicine and of all related Sciences including the continued support of the Medical Library founded by the original Manchester Medical Society and presented to the Victoria University of Manchester in 1930.
3. The Society may maintain Sections for the special study and increase of knowledge in any subject which is of interest to the Society and is included in the purposes for which the Society is constituted.
4. The Society shall consist of Fellows and Honorary Fellows.
5. There are no postnominals associated with Manchester Medical Society. No Fellow or Life Fellow shall use the words “Fellow of the Manchester Medical Society” or any abbreviation or initials of such words as a title.

Fellows

6. Holders of any qualification related to healthcare which are provisionally, temporarily or permanently registerable in the United Kingdom shall be eligible as candidates for Fellowship.
7. Every Candidate for admission into the Society as a Fellow, shall deliver to the Administrator of the Society an application in the form approved by the Council of the Society.
8. The Honorary Secretary, or other Council member, shall have the right to accept provisionally, in the name of the Society, applications for Fellowship submitted in accordance with By-Laws 6 & 7 provided that the Council of the Society confirms the admission of such Fellows at its next meeting. Council members shall be circulated with the name, qualifications, name of regulatory body, professional registration number and current appointment(s) of each candidate.
9. Fellows shall be bound by the By-Laws of the Society. They shall have the right to take part in all meetings of the Society and, have the right to make full use of The University of Manchester Library. They may attend and speak at ordinary meetings of any Section, but otherwise shall take part therein only as may be permitted by the Regulations of the Section. Any Fellow desiring to become a member of any Section or Sections may apply for such membership to the Council or Councils of the Section or Sections concerned and may be admitted to such membership in accordance with the Regulations of such Section or Sections.
10. Any Fellow may resign from the Society by to the Secretary provided he/she have paid whatever may be due to the Society, and shall have returned all books or other property belonging to the Society or to the Library. Any Fellow so resigning from the Society shall thereby also terminate membership of any Section or Sections.

11. The Council may at any time (and shall if so required by a resolution duly passed at any Ordinary or Special Meeting of Fellows) convene a Special Meeting of Fellows to consider the removal of any Fellow from the Fellowship of the Society. Such Special Meeting if required by a resolution of the Fellows shall be held not less than thirty days after the Meeting at which such resolution shall have been passed. In any case fourteen days' notice of such Special Meeting shall be given to the Fellows including the Fellow whose removal is to be considered. At the Special Meeting such last-named Fellow shall be afforded a full opportunity of showing cause why he/she should not be removed. If at the Special Meeting or any adjournment thereof a resolution for the removal of such Fellow be passed by not less than four-fifths of the Fellows present such Fellow shall thereupon cease to be a Fellow of the Society or a member of any Section of the Society.

Honorary Fellows

12. Honorary Fellows of the Society shall be selected from amongst persons who have eminently distinguished themselves in medicine and related sciences, or have rendered special service to the Society.

The Council alone may recommend persons as Honorary Fellows; their recommendation must be approved by a four-fifths majority of the Fellows present at an Ordinary or Special Meeting of Fellows.

14. Honorary Fellows shall be entitled to all the privileges of Fellows except that of voting.

Life Fellows (pre 2016)

15. Historically a Fellow was elected a Life Fellow after 35 years of continuous membership. They shall continue to enjoy the full privileges of a Fellow of the Society at a reduced subscription, which shall be set at the rate for a retired Fellow. If a Life Fellow is already receiving a reduced rate no further reduction will apply.

Students

16. Students studying for any qualification related to healthcare which are provisionally, temporarily or permanently registerable in the United Kingdom shall be eligible.
17. Every Student for admission into the Society shall deliver to the Administrator of the Society an application in the form approved by the Council of the Society.
18. The Honorary Secretary, or other Council member, shall have the right to accept provisionally, in the name of the Society, applications submitted provided that the Council of the Society confirms the admission of such students at its next meeting. Council members shall be circulated with the name and course of each candidate.

19. Any student may resign from the Society by communicating to the Secretary. Any Student so resigning from the Society shall thereby also terminate membership of any Section or Sections.
20. The Council may at any time consider the removal of any Student from the Society. The Student shall be afforded a full opportunity of showing cause why he/she should not be removed. If Council agree to the removal of the Student by not less than two thirds of the council members present the Student shall thereupon cease to be a member of the Society or a member of any Section of the Society.

Honorary Members of Sections

21. Honorary Members of a Section may be elected from amongst those who have distinguished themselves in the subjects for the study of which that Section is established, or have rendered special service to that Section. They shall be so designated by the Section concerned in accordance with its Regulations.

PART 2 – COUNCIL AND OFFICERS OF THE SOCIETY

22. The Council function as the management committee and as **charity trustees** have control of the Society and its property and funds.
23. The Council consists of:
 - a) President
 - b) Immediate Past President
 - c) President-Elect
 - d) Chairman
 - e) Honorary Secretary
 - f) Honorary Treasurer
 - g) Media Trustee
 - h) Two Investment trustees
 - i) Two Ordinary Members of Council
 - j) Two members nominated by the Council of The University of Manchester.
24. The trustees in Section 31 shall be elected at the Annual Meeting from amongst the Fellows and Life Fellows of the Society in accordance with the procedure prescribed in By-Law 33. The trustees shall be elected for a term of three years but shall be eligible for re-election at the end of each term. No trustee shall serve in the same post for more than two terms.
25. One month before the Annual General Meeting the Secretary shall forward to every Fellow of the Society a list of the office-bearers, Fellows or Life Fellows referred to in By-Law 31, and the Auditors nominated by the retiring Council for the ensuing year, in order to afford Fellows an opportunity to add further names. If it be desired to nominate any Fellows other than those whose names stand upon the list recommended by the retiring Council, the names of such Fellows, duly proposed and seconded, together with the written consent of the nominated Fellows, shall be sent to the Secretary at least 14 days before the Annual General Meeting. If no additional nomination be received within the specified time the President shall at the Annual General Meeting declare the nominees of the retiring Council to be duly elected. If further nominations be received, the matter will be determined by ballot

at the Annual General Meeting.

26. The Council shall hold meetings at least four times a year. Seven shall be a quorum.
27. Two of the meetings shall be for the purpose of management and finance of the Society. Two shall be, in addition to managerial and financial affairs, for the discussion and finalisation of the educational programme of the Society and shall be open to attendance by the Presidents and/or Honorary Secretaries of each of the Sections. A Trainee Representative and Director of Undergraduate Medical Studies shall also be invited to attend.
28. No resolution of the Council shall be altered or rescinded at a subsequent meeting within twelve months, except upon notice of motion of which a copy has been sent to Members of the Council by the Secretary fourteen days before such meeting.
29. The Council shall present to the Annual General Meeting of the Society;
 - a) an annual report on the proceedings and condition of the Society;
 - b) an annual statement of account and balance sheet;
 - c) an annual report on the media strategy; and
 - d) an annual report and accounts of the investment portfolio.

President

30. At the Annual General Meeting the President-elect shall succeed automatically to the office of President, no election being necessary in this case, and shall take up duties immediately. The office of President shall not ordinarily be held for more than one year. The President shall preside at and control all meetings of the Fellows.

Immediate Past-President

31. The immediate Past-President shall continue to be a member of the Council until the next Annual General Meeting following the Annual General Meeting at which he relinquished the office of President. In the absence of the President he shall preside at meetings of Fellows.

President-elect

32. The President-elect will normally have been an elected member of the Council for a full year before he succeeds to the office of President. In the absence of both the President and the immediate Past-President he shall preside at meetings of Fellows.

Chairman

33. The Chairman will preside at all meetings of the Council of the Society and will be responsible for taking a strategic overview of the role of the Society.

Honorary Secretary

34. The Honorary Secretary shall convene and attend all meetings of the Society and Council and keep minutes of the proceedings in books provided for that purpose. He/she shall conduct the correspondence of the Society, take charge of a copy of the Deed of Arrangement with the Owens College (1875) and the formal Agreement with the Victoria University of Manchester (1930), and of the various printed forms used by the Society. He/she shall keep a complete copy of these By-Laws and a correct roll of the officers and Fellows of the Society and receive all official communications and duly lay them before the Council of the Society.
35. He/she shall inform every applicant for Fellowship the outcome of his or her application, and if it has been successful shall supply him/her with a copy of these By-Laws. He/she shall prepare an annual report on the proceedings and condition of the Society which shall be considered by the Council.

Honorary Treasurer

36. The Honorary Treasurer shall receive for the use of the Society and pay into the bank or banks appointed by the Council all sums of money due or payable to the Society; and out of such money shall pay and disburse all sums of money which may be due from or payable by the Society.
37. He/she shall prepare an annual statement of account and balance sheet which shall be considered by the Council.

Media Trustee

38. The Media Trustee shall be responsible for overseeing all matters relative to the media profile of the Society.
39. He/she shall prepare an annual report which shall be considered by the Council.

Administrator

40. The Society shall appoint an Administrator. The Administrator shall not be a Fellow of the Society.
41. The Administrator shall transact the general business of the Society and conduct its correspondence subject to the direction of the Honorary Secretary. He/she shall supervise and take care of the Society's accommodation and property, report on defects and deal with emergencies; he/she shall be in attendance during all meetings of the Fellows, of the Council of the Society and of any Committees appointed by the Council of the Society, and shall be available at the Society's office at such times as shall be fixed by the Council. He/she shall generally assist the Honorary Secretary, and shall be accountable through the Honorary Secretary to the Council for the work of any subordinate employees of the Society.

Sub-Committees

42. The Council have the powers to delegate any of their functions to sub-committees consisting of two or more persons appointed by them (but at least one member of

every sub-committee must be a Council member and all proceedings of sub-committees must be reported promptly to Council).

PART 3 - INVESTMENTS, PROPERTY, DONATIONS AND SUBSCRIPTIONS

Investment

43. There shall be two Trustees appointed to manage the investments, who shall be Fellows or Life Fellows of the Society, who shall stand possessed of the funds and securities of the Society for the time being vested in them. They shall pay the dividends and interest thereof to the Honorary Treasurer of the Society as required, and may maintain, apply or dispose of such funds and securities and accrued interest and dividends for the benefit of the Society in such manner and in such form of investment (whether or not authorised by law for the investment of trust funds) as shall be directed by the Council, subject to the control of the Annual or a Special Meeting of the Society.
44. The Investment trustees shall report to the Council, at the end of each year, the amount and disposition of all property in their charge. The Investment Trustees may, subject to the above provisions, cause the funds and securities of the Society to be invested from time to time in the name or names of such Bank, or two or more officers of such Bank, as the Council may direct, and the Investment Trustees may, out of the funds of the Society, pay to the Bank the customary remuneration of such fees, charges and expenses as may be agreed upon between the Investment Trustees and the Bank.
45. The Investment Trustees shall always be a member of the Council.
46. An Investment Trustee shall resign his office on ceasing to be a Fellow or Life Fellow of the Society, or on ceasing to reside in the North of England.
47. After the death, resignation or disqualification of any of the Investment Trustees, the Council shall call a Special Meeting of the Fellows of the Society as soon as convenient to elect a replacement.

Property

48. The whole of the Society's property and effect of every kind shall be under the direction and control of the Council.
49. In order to comply with Section 40 of the General Rate Act 1967 it is enacted and declared:
 - (1) that the Society exists exclusively for scientific purposes;
 - (2) that it is supported wholly or in part by annual voluntary contributions; and
 - (3) that the funds of the Society shall at all times be devoted to the purpose for which it is instituted, and no dividend, gift, division or bonus in money shall at any time be made unto or between any of the Fellows of the Society.

Donations

50. The names of all persons who shall present books, money or other property to the

Society shall be reported to the Annual Meeting of the Fellows, and the Council shall publish the names of donors in the Annual Report.

51. Books presented to the Society shall have the donor's name inserted in them.

Subscriptions

52. Fellows shall pay annual subscriptions of such amount and in such manner as may from time to time be determined by resolution of the Council confirmed by a majority of two-thirds of the Fellows present at an Annual or Special Meeting. Annual subscriptions shall be due on the anniversary of the date of joining.
53. The Honorary Treasurer shall bring to the Council the name of any Fellow who shall have failed, in spite of repeated requests, to pay the appropriate subscription, and if the Council so decide, that individual shall cease to be a Fellow of the Society and shall cease to belong to any Section or Sections of the Society. By-Law 11 shall not apply to the removal of any Fellow under this Clause. Any person who has ceased to be a Fellow under this Clause and who seeks readmission shall, before readmission, pay all arrears due to the Society.

PART 4 - MEETINGS OF THE SOCIETY

54. The meetings of the Society shall be Ordinary, Annual General or Special. At least three days' notice, or six days in the case of Special Meetings, shall be given to all Fellows of the time of each meeting and of the business to be transacted.

Ordinary Meetings

55. Ordinary Meetings shall be held at such times as the Council shall deem expedient. Ten Fellows shall form a quorum for the admission of new Fellows.

Annual General Meeting

56. The Annual General Meeting shall normally be held in the month of October. Ten Fellows shall form a quorum.
57. The business of each Annual General Meeting shall include: (a) the election of officers, members of Council and the appointment of Auditors in accordance with By-Laws 32 & 33; and (b) the presentation of the reports specified in By-Law 37.

Special Meetings

58. A Special Meeting of the Society may be called at any time by the Council or in compliance with a requisition addressed in writing to the Society by at least six Fellows stating the object for which they desire the meeting to be convened. Ten Fellows shall form a quorum. No question shall be entertained at such meeting other than that specified in the circular convening it.

PART 5 - SECTIONS OF THE SOCIETY

59. Each Section of the Society shall make such Regulations for its government as are in the opinion of the Council of the Society not inconsistent with these By-Laws and

not detrimental to the interests of the Society.

60. The members of each Section shall elect their officers and other members of Council annually in such manner as they shall see fit. The President of a Section shall not hold office for more than two years in succession.
61. The Council of each Section shall have entire control of the internal business of the Section, subject only to such financial and general arrangements (which may include the framing of guidelines for meeting the expenses of visiting speakers invited by Sectional Councils) as shall be made by the Council of the Society.
62. The Council of the Society may from time to time create new Sections upon such terms and conditions as it may determine, provided that the Council shall in some suitable and sufficient manner announce to the Fellows its intentions so to do, and if, within three months after such announcement, no written objection be received, such new Section or Sections shall thereupon be *ipso facto* established. If within three months of such announcement, an objection in writing, signed by ten or more Fellows, be received, the Council shall, after due notice, submit the question to a Special Meeting of Fellows, and the new Section shall not be formed unless a majority of two-thirds of the Fellows present and voting at such Special Meeting are in favour of its formation.
63. The Society shall not abolish any Section, or amalgamate any of the Sections with any other Section, or alter or modify any Section unless such action be sanctioned by a majority of two-thirds of the Fellows present and voting at a Special Meeting of the Fellows, and then only with the consent of the Section or Sections concerned.

PART 6 - ALTERATION OF BY-LAWS

64. No resolution affecting the laws of the Society proposed by a Fellow shall be submitted to any Annual or Special Meeting unless the Fellow who intends to propose it shall, at least one month before the meeting at which it is to be proposed, have given written notice to the Council of his intention and also of the exact alteration which he contemplates.
65. Any desired alteration, unless proposed by the Council, shall be proposed and seconded by Fellows present at the Annual or Special Meeting. Alterations proposed by the Council shall be taken as proposed and seconded.
66. No alteration of these By-Laws shall be binding on the Society or Council unless the resolution is approved by a majority of two-thirds of the Fellows present at an Annual or Special Meeting.

PART 8 - REPEALS

67. These By-Laws replace in their entirety the By-Laws of the Society numbered 1 to 97 which were adopted in 1950 and altered on 5 May 1964. The latter shall cease to have effect as from the date of adoption of these By-Laws. The By-Laws were amended on 19 October 2005 and re-numbered from 30 onwards. The By-Laws were amended on 18 October 2023 and re-numbered from 16 onwards. The latter

shall cease to have effect as from the date of adoption of these By-Laws.

PART 9 - ADDITIONAL TRANSITIONAL PROVISIONS

68. Honorary Members and Ordinary Members of the former Manchester Paediatric Club, who are not Fellows of the Society, shall continue to enjoy the status of "Honorary Member" or "Member" of the Manchester Paediatric Club on a personal basis for their lifetime or for so long as they desire. (This numbered two as at November 2022).
69. Any member of the former Manchester Paediatric Club whose membership of that organisation followed by his/her Fellowship of the Society aggregates 35 years of continuous membership/ Fellowship shall be elected as a Life Fellow of the Society.