

## Summary of proposed constitutional changes 2020

Section	Current Text	Comments	Proposed Changes
Definitions	“Code of Ethics” a document approved by the Board and revised from time to time specifying the ethical code by which members are expected to abide.	replace code of ethics and ethical code	“Code of Conduct” a document approved by the Board and revised from time to time specifying the standards of professional conduct by which members are expected to abide.
Definitions 10.1.1 10.1.4 10.2.1 10.4.3 10.5.3 10.6.2 12.1.3 12.2.1 12.2.5 ii 17.2	Honorary General Secretary Honorary General Treasurer	remove Honorary These charges have not been marked up	General Secretary General Treasurer
Definitions	Does not exist		“Officer” means an elected volunteer office bearer of any RACI unit as defined below.
Definitions	Units	remove Sections, add National Groups	"Units" or "Business Units" are entities of the RACI, including National Office, Board Committees, Divisions, National Groups, Branches and Groups.
	General point	These changes have not been marked up.	Capitalised the start of clauses and put a full stop at the end of clauses wherever appropriate. Corrected punctuation.
	Numbers were given as word(numeral); eg one (1)	These changes have not been marked up	remove numerals in brackets; eg one
3.4 under Objectives	Award and support, prizes, other rewards or distinctions, awards, certificates, scholarships, grants and other benefactions to recognise the outstanding achievements of aspects of chemistry and the chemical sciences	Tidy up grammar to make it clearer	Award and support prizes, other rewards or distinctions, awards, certificates, scholarships, grants and other benefactions to recognise outstanding achievements of members in all aspects of chemistry and the chemical sciences

3.5 under Objectives	Provide professional and career development opportunities for members the recognition of their experience through certification and through the provision of workshops, seminars and conferences	Reorganise to make it clearer	Provide professional and career development opportunities for members through the provision of workshops, seminars and conferences and recognise their experience through certification
5.2	Nothing herein shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the RACI ...	Servant?	Nothing herein shall prevent the payment in good faith of reasonable and proper remuneration to any employee of the RACI ...
6.1.4	Appoint or remove the senior employees or servants of the RACI	servants? Split into two sections to distinguish between CEO and Officers	Appoint or remove the Chief Executive Officer of the RACI
6.1.5	New point		Appoint or remove the Officers of the RACI and determine the duties of such individuals.
7.3	An application for admission as a Member of the RACI shall be in accordance with the appropriate method prescribed by the Board. The applicant shall subscribe his or her name to an undertaking set out in the application form to observe the provisions of the Constitution, comply with the "Code of Ethics", to conduct himself or herself honourably in the profession and to maintain the dignity and welfare of the RACI.	replace his or her; code of ethics; himself or herself	An application for admission as a Member of the RACI shall be in accordance with the appropriate method prescribed by the Board. The applicant shall sign an undertaking set out in the application to observe the provisions of the Constitution, comply with the "Code of Conduct", to uphold the agreed standards of professional conduct and to maintain the dignity and welfare of the RACI.
8.1		remove his or her	the member's intention
8.2	If the subscription of a Member shall remain unpaid for a period of time as determined by the Board, or if any Member fails to comply with the provisions of the Constitution or the Code of Ethics of the RACI or is in the opinion of the Board guilty of any conduct unbecoming of a Member or prejudicial to the interests of the RACI, that Member shall, by decision of the Board, cease to be a Member of the RACI.	remove shall replace code of ethics	If the subscription of a Member remains unpaid for a period of time as determined by the Board, or if any Member fails to comply with the provisions of the Constitution or the Code of Conduct of the RACI or is found guilty by the Board of any conduct unbecoming of a Member or prejudicial to the interests of the RACI, that Member shall, by decision of the Board, cease to be a Member of the RACI.

10.1.6	Elected office holders and elected Members	simplify	All elected Members
10.3.3, 10.3.4, 10.5.5		remove his or her	resigns the office composition with creditors the predecessor
10.6.3	the Chief Executive Officer shall attend Board meetings as a non-voting participant with the restriction of exclusion of any discussions referring to confidential issues regarding his or her performance or remuneration.	replace his or her	The Chief Executive Officer (CEO) shall attend Board meetings as a non-voting participant with the restriction of exclusion of any discussions referring to confidential issues regarding the CEO's performance or remuneration or where a conflict of interest occurs.
10.7	Does not exist currently	Need to deal with conflict of interest for Board members	<p><b>10.7 Conflict of Interest</b></p> <p>10.7.1 A Board member who has a material personal interest in a matter being considered at a Board meeting must disclose the nature and extent of that interest to the Board.</p> <p>10.7.2 A Board member with a conflict of interest must not be involved in the discussions about the matter at the meeting and must not vote on the matter.</p> <p>10.7.3 This rule does not apply to a material personal interest that the Board member has in common with all, or a substantial proportion of RACI members.</p>
11.2	The Assembly shall meet physically at least once each year.	Removed physical and left open to deal with situations like Covid	The Assembly shall meet at least once each year.
12.2	The Board may whenever it thinks fit, and shall, subject as hereinafter provided, upon a requisition sent in writing or electronically to the Honorary General Secretary by the President of the RACI, or two (2) members of the Board, or five (5) members of the	Use plain English	The Board may whenever it thinks fit, and shall subject to the provisions below, convene a Special General Meeting. The following provisions shall apply in convening a Special General Meeting:

	Assembly, or not fewer than one (1) per cent of the Full Members of the RACI convene a Special General Meeting. In the case of such requisition the following provisions shall apply:		
12.2.1	the requisition shall be signed as appropriate by the requisitioners and shall state the objectives of the meeting, and may consist of several documents in like form, each signed by one (1) or more of the respective requisitioners;	New insertion, following clauses all renumbered	Upon receipt of a written or electronic requisition to the General Secretary by the President of the RACI or two members of the Board, or five members of the Assembly, or not fewer than one per cent of the Full Members of the RACI.
12.2.2	if within twenty-one (21) days from the date of the requisition being received the Board does not call a Special General Meeting, the President of the RACI, the 5 Assembly requisitioners or at least fifteen (15) of the full Member requisitioners may themselves convene the meeting, but the meeting so convened shall be held within four (4) months from the date of the receipt of the original requisition;		The requisition shall be signed as appropriate by the requisitioners and shall state the objectives of the meeting, and may consist of several documents in like form, each signed by one or more of the respective requisitioners.
12.2.3	Special General Meetings convened under paragraph 12.5 shall be convened in conformity with the manner in which General Meetings are convened by the Board.		If within twenty-one days from the date of the requisition being received the Board does not call a Special General Meeting, the President of the RACI, the 5 Assembly requisitioners or at least fifteen of the full Member requisitioners may themselves convene the meeting. The meeting so convened shall be held within four months from the date of the receipt of the original requisition.
12.2.4	all business transacted at a Special General Meeting is deemed to be Special Business. i. no business other than that set out on the notice convening a Special General Meeting may be conducted at the meeting. ii. a Member intending to bring any business before a meeting shall notify in writing, or		Special General Meetings convened under paragraph 12.2 shall be convened in conformity with the manner in which General Meetings are convened by the Board.

	by electronic transmission, the nature of the business to the Honorary General Secretary who shall include that business in the notice calling the Special General Meeting.		
12.2.5			All business transacted at a Special General Meeting is deemed to be Special Business. i. No business other than that set out on the notice convening a Special General Meeting may be conducted at the meeting. ii. A Member intending to bring any business before a meeting shall notify in writing, or by electronic transmission, the nature of the business to the General Secretary who shall include that business in the notice calling the Special General Meeting.
17.2	...Before the meeting the Honorary General Secretary, or a person appointed by him or her, shall make a list of all such proxies.	replace him or her	...Before the meeting the General Secretary, or an appointee, shall make a list of all such proxies.
21.2	All annual subscriptions of Members shall be due on a day to be determined by the Board. Any Member whose subscription is not paid by the due date shall be regarded as being in arrears.	clarify the situation about instalments	Annual subscriptions can be paid in instalments with the last instalment for the membership year due on a day to be determined by the Board. Any Member whose subscription is not paid by the due date shall be regarded as being in arrears.
25	INDEMNITY Every Board Member, Auditor and other officer of the RACI shall be indemnified out of the assets of the RACI against any liability arising out of the execution of the duties of his or her office...	replace his or her	INDEMNITY Every Board Member, Auditor and other officer of the RACI shall be indemnified from the assets of the RACI against any liability arising out of the execution of the duties of the office...
27.1 under Notice	27.1 Any notice required, by Law or under this Constitution, to be given to any Member shall be considered as meeting the provision of this Constitution if it is given by:	Need to generalise and simplify	27.1 Any notice required, by Law or under this Constitution, to be given to any Member shall be considered as meeting the provision of this Constitution if it is given by:

	<p>27.1.1 sending it by means of the communication methodology selected by the Member in the Register of Members to the address if any supplied by the Member for the giving of notices. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice and to have been effected, in the case of a notice of a meeting, on the day after the date of its posting and in any other case at the time at which the letter would be delivered in the ordinary course of post; or</p> <p>27.1.2 delivering the notice to the Member personally; or</p> <p>27.1.3 facsimile transmission, if the Member has approved that the notice be given in this manner;</p> <p>27.1.4 electronic transmission, if the Member has supplied an electronic address.</p>		<p>27.1.1 sending it by means of the communication methodology selected by the Member in the Register of Members.</p> <p>27.1.2 electronic transmission, if the Member has supplied an electronic address.</p>
28.1	Disciplinary procedures may only be brought against a Member of the RACI where it is alleged that a breach of the "Code of Ethics" and thereby unprofessional conduct has occurred.	replace code of ethics	Disciplinary procedures may only be brought against a Member of the RACI where it is alleged that a breach of the "Code of Conduct" and thereby unprofessional conduct has occurred.
28.2	a Group, Section, Branch or Division	No Sections any more, National Groups added; just use Business Unit	a Business Unit
28.10.3	A fine as determined by the Board.	finer are unlikely to be used, and the last point in 28.10 allows for any penalty the Board may determine.	Remove this, change numbering of following two points.
29	DISPUTES AND MEDIATION	change as in model rules	GRIEVANCE PROCEDURE
29.1	29.1 The grievance procedure applies to disputes	change incorrect	29.1 The grievance procedure applies to disputes between:

	between: 29.3.1 a Member and another Member; or 29.3.2 a Member and the RACI	numbering of subpoints	29.1.1 a Member and another Member; or 29.1.2 a Member and the RACI
29.2	insert a new section, change numbers of current 29.2-29.10 to 29.3-29.11	clarify grievance procedure	29.2 A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.
Schedule A1 about proxies	(or failing him or her *) and at any adjournment thereof for/ against/ at his or her discretion *The word "Chair" may be inserted, if desired	replace him or her	(or failing my first choice *) and at any adjournment thereof for/ against/ at the proxy's discretion *The "Meeting Chair" may be used here, if desired