

WITNESS Ourselves at Westminster the *Fourteenth* day of *May* in the *Fifty-second* year of Our Reign.

BY WARRANT UNDER THE QUEEN'S SIGN MANUAL

THE SCHEDULE

ORDINANCES OF THE ROYAL COLLEGE OF GENERAL PRACTITIONERS

Interpretation	
1.	In these Ordinances, the following words and expressions have the meanings shown beside them, subject to the context:
"Byelaws"	<del>Byelaws of the College.</del>
"Charters"	The original Charter, the Supplemental Charter to which these Ordinances are scheduled and any other Supplemental Charters, as amended, added to or revoked from time to time.
"College"	<del>The Royal College of General Practitioners, incorporated by Royal Charter.</del>
"conflicted"	<del>A member of the Trustee Board in respect of whom in relation to the matter in question a conflict of interests exists.</del>
"conflict of interests"	<del>Any situation in which an individual has or might have a direct or indirect interest (including but not limited to any personal financial interest) that conflicts, or possibly might conflict, with the interests of the College or which conflicts, or possibly might conflict, with that individual's duty to act solely in the interests of the College.</del>
"Council"	<del>The Council of the College.</del>
"Head of Staff"	The head of staff of the College, including any person temporarily carrying out the duties of the post.
"general meeting"	<del>The annual general meeting of the College or a special general meeting of the College.</del>
"General Practitioner"	A person who is a <del>R</del> registered medical practitioner and whose name is included on the General Practitioner Register in accordance with section 34C of the Medical Act 1983.
" <del>h</del> in writing"	Written or produced by any substitute for handwriting, wholly or partly, including facsimile transmission, use of electronic mail or inclusion on computer disk.
" <del>h</del> in good standing"	Means that the member or associate so

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		designated has duly paid all fees and subscriptions due from them to the College.
"Officers"		<u>Means the Officers of Council, the Provost and the Officers of the Devolved Councils.</u>
"Overseas"		Any country or territory outside the United Kingdom.
"panel"		<u>A panel established by Council under the College's Code of Conduct.</u>
"Registered medical practitioner"		A person who is fully registered with the General Medical Council under Section 30 of the Medical Act 1983.
"special general meeting"		<u>Any general meeting which is not the annual general meeting.</u>
"Trustee Board"		<u>The Trustee Board of the College constituted in accordance with the Supplemental Charter.</u>
"unconflicted"		<u>A member of the Trustee Board in respect of whom in relation to the matter in question no conflict of interests exists</u>
2.		References to "member" and "membership" include, subject to the context, "fellow" and "fellowship", but exclude "international fellows", "international members" and "international membership".
3.		The Interpretation Act 1978 applies to these Ordinances as to an Act of Parliament, with the exception of words defined specifically in these Ordinances.
<b>Membership of the College</b>		
4.	(1)	Applications for membership shall be in such form and contain such information as the Council may require.
	(2)	Each applicant for membership (excluding international membership and fellowship) must be a fully registered medical practitioner, and unless the Council in its discretion in an exceptional individual case waives any or all of the following requirements shall either:
	(i)(a)	have completed special vocational training for general practice, the length and content of which complies with the requirements of the Council, and satisfy the Council by examination that <del>he or she has</del> <u>they have</u> had satisfactory training for general practice; OR
	(ii)(b)	have been a registered medical practitioner for at least the five years immediately preceding <del>his or her</del> <u>their</u> application and satisfy the Council by such method of assessment as is laid down by the Council that <del>he or she</del> <u>they</u> undertakes the responsibilities of general medical practice to a standard at least equivalent to that required to pass the examination mentioned in (i)(a).

	(3)	Each applicant for international membership shall be a medical practitioner registered outside the United Kingdom who has satisfied the requirements of an approved assessment body. In this paragraph, "approved" means approved by the Council.
<b>Fellowship of the College</b>		
5.		The Council may appoint as a fellow or international fellow respectively any member or international member of the College who satisfies the requirements prescribed in accordance with Ordinance 6 and completes the application process required from time to time by the College.
6.		A member is qualified for appointment as a fellow or international fellow under Ordinance 5 if they have satisfactorily completed a process of assessment of their abilities as a general medical practitioner in such manner as the Council may decide, or has been nominated for fellowship or international fellowship for their distinguished contribution to general medical practice.
<b>Associateship of the College</b>		
7.		A person is eligible for admission as an associate if they are a fully or provisionally registered medical practitioner and comply with the requirements in the Byelaws. Associate status granted to any person who is provisionally registered ceases after two years if they have not become fully registered in that time.
<b>Termination or suspension of membership or associateship</b>		
8.	(1)	Subject to (2), any member or associate who ceases to be a registered medical practitioner shall cease to be a member or associate of the College. Where a person's registration as a medical practitioner is suspended for more than three months, their membership or associateship shall likewise be suspended.
	(2)	A person who has voluntarily ceased to be a registered medical practitioner on the basis that they have retired permanently from medical practice, or is taking a temporary career break, and who was at the date of their ceasing to be so registered a member of the College in good standing, shall be entitled to continue their membership of the College.
	(3)	A person who fails to pay any fee due to the College under these Ordinances or the Byelaws within any prescribed period shall cease to be a member or as the case may be associate of the College.
	(4)	<u>Subject to the provisions of the Charters, a person may be suspended or removed from membership or associateship of the College by a panel exercising the delegated authority of Council and acting in accordance with any Code of Conduct approved from time to time by Council and the Trustee Board.</u>
<b>International affiliate status</b>		
9.	(1)	The Council may afford affiliate status, which is not a form of membership of the College, on such conditions as it shall decide to medically-qualified persons outside the United Kingdom who are not registered medical practitioners.

	(2)	The privileges of holders of international affiliate status shall be decided by the Council, but shall not include any right to receive notices for, or to attend, speak or vote at, general meetings.
<b>Fees and subscriptions</b>		
10.		Each applicant for membership, associateship or international affiliate status shall pay to the College the application fee laid down under the Byelaws.
11.		No person shall be admitted as a member, associate or international affiliate until they have paid the entrance fee laid down under the Byelaws.
12.		Each member, associate and international affiliate shall pay the annual subscriptions laid down under the Byelaws. The Trustee Board may reduce the subscription payable in any particular case or category of cases on the grounds of hardship or for other good reason.
<b>General meetings</b>		
13.		The College shall in every year hold an annual general meeting at such time and place or manner as may be decided by the Trustee Board. Not more than fifteen months shall elapse between any two successive annual general meetings. <del>The Trustee Board and the Council may each convene a general meeting at any time.</del>
<u>13A.</u>		<u>The Trustee Board may convene a special general meeting at any time.</u>
14.		<del>The Council or at least Fifty or more</del> members may give notice in writing to the Head of Staff requiring the Trustee Board to convene a <u>special</u> general meeting to consider <del>business motion</del> stated in the notice. If the Trustee Board does not within 28 days of receipt of the requisition convene a <u>special</u> general meeting accordingly, <del>those e members</del> requisitioning the meeting may require the Head of Staff to convene the <u>special</u> general meeting.
15.		The Byelaws may lay down rules governing general meetings, if not inconsistent with the Charters and these Ordinances.
<b>Provost</b>		
16.		The College may appoint any member, fellow or honorary fellow as Provost of the College. The procedures for electing the Provost shall be as stated in the Byelaws.
17.		The Provost holds office until the end of the second annual general meeting after their appointment (disregarding any adjournment of that meeting for this purpose), following which their successor takes office. A vacancy shall arise in the office of Provost in the same way as a vacancy would arise in the office of a Council member. No person shall be eligible for re-election as Provost unless the Council certifies that exceptional circumstances exist justifying their possible re-election.
18.		If a casual vacancy arises in the office of Provost, arrangements will be made for an election and Council may appoint a Council member to fill the office until the conclusion of the election.
19.		Where a person who is not a member of the College is elected as Provost, the Council shall appoint a member of the College as Deputy President, who shall discharge the duties of the Provost on their behalf.

<b>The Trustee Board</b>		
20.	The Trustee Board shall consist of:	
	(1)	<del>Eight members of Council; and A member who shall be the Chair of the Trustee Board, elected by the Council in accordance with the Byelaws (the Chair of Trustee Board);</del>
	(2)	<del>The President, Vice President Member Standards and Vice President Finance and Member Value (or these roles as they may be renamed from time to time) ex officio (the Officer Trustees);</del>
	(3)	<del>Four members elected by the Council in accordance with the Byelaws (the Member Trustees); and</del>
	(4)(2)	<del>Four independent lay persons appointed by the Council on the basis of their special expertise and knowledge in accordance with the Byelaws (the Independent Trustees).</del>
21.	(1)	The Byelaws shall <del>set out</del> <u>outstate</u> :
	(a)	<del>Whether any of the Council members of the Trustee Board shall be ex officio and, if so, which officers shall serve on the Trustee Board ex officio;</del>
	(ba)	Any additional criteria which are thought to be appropriate for the election or appointment of <del>the members of</del> the Trustee Board;
	(cb)	<del>The procedure for the election of the Chair of Trustee Board and the Member Trustees by the Council of the Council members of the Trustee Board (other than any ex officio members), with a view to ensuring that the procedure is fair and transparent and complies with the Equality Act 2010 and College policies in this regard, as well as the guidance issued by the Charity Commission of England and Wales;</del>
	(cc)	<del>The procedure for selecting and appointing the Independent Trustees lay members of the Trustee Board, with a view to ensuring that the procedure is fair and transparent and complies with the Equality Act 2010 and College policies in this regard, as well as the guidance issued by the Charity Commission of England and Wales; and</del>
	(cd)	<del>The term of office of members of the Trustee Board (other than any ex officio members), whether members (other than any ex officio members) can be re-appointed or re-elected and, if so, for what number of occasions.</del>
	(2)	<del>(a) Subject to (b), the Byelaws may subject to such conditions as are stated empower the Trustee Board to make regulations governing its meetings and procedures. Subject to these Ordinances and the Byelaws, the Trustee Board may meet, transact business, adjourn and otherwise regulate its meetings as it</del>

		thinks fit and may make Regulations to govern its proceedings
	(b)	<del>Questions arising at any meeting of the Trustee Board shall be decided by a majority of those present and voting and in the case of a tie, the Chair of the meeting shall have a second, or casting, vote.</del>
	(3)	<del>The continuing members of the Trustee Board may act notwithstanding any casual vacancies, but if the number of members of the Trustee Board falls below the quorum for meetings of the Trustee Board the remaining members of the Trustee Board may not act until Council has appointed or elected additional members of the Trustee Board. If Council is unable or unwilling to act, any two members of the College may convene a special general meeting to appoint members of the Trustee Board.</del>
	(34)	<del>Any act done in good faith by a meeting of the Trustee Board shall be valid, notwithstanding any defect in the appointment of any person or any other procedural irregularity, but this paragraph shall not validate any act contrary to the College object or any provision in the Charters, these Ordinances or the Byelaws.</del>
<b>Removal of members of the Trustee Board</b>		
21A.		The office of a member of the Trustee Board shall be vacated in any of the following circumstances:
	(1)	<del>Other than in the case of those appointed ex officio, they resign in writing to the Chair of the Trustee Board;</del>
	(2)	<del>In the case of those appointed ex officio, they cease to hold the relevant office;</del>
	(3)	<del>They become disqualified from holding office as a charity trustee under the Charities Act 2011;</del>
	(4)	<del>They are absent without leave from four consecutive meetings of the Trustee Board;</del>
	(5)	<del>They are removed from their trusteeship by the Council pursuant to the Trustees' Code of Conduct;</del>
	(6)	<del>In the case of an Officer Trustee who is an employee of the College, their employment is terminated;</del>
	(7)	<del>In the case of the Chair of Trustee Board, the Officer Trustees or the Member Trustees:</del>
	(a)	<del>they cease to be a member of the College; or</del>
	(b)	<del>they are removed as a member of the College or as a member of Council under Ordinances 24 or 25.</del>
	(8)	<del>They have been convicted of any criminal offence in any court in the United Kingdom, the Isle of Man or the Channel Islands which would not disqualify</del>

		them from acting as a charity trustee, other than:
	(a)	one leading to an absolute or conditional discharge, or
	(b)	a motoring offence where a fine or disqualification from driving for 12 months or less was imposed.
<b>Conflicts of Interest</b>		
<u>21B.</u>	(1)	A member of the Trustee Board must declare, as soon as possible and at the latest at the beginning of the meeting at which the matter is to be discussed or before the passing of any written resolution of the members of the Trustee Board, the nature and extent of any interest, direct or indirect, which they have in a proposed transaction or arrangement with the College or in any transaction or arrangement entered into by the College which has not previously been declared.
	(2)	Any member of the Trustee Board who is or becomes Conflicted in relation to any matter to be discussed by the Trustee Board must:
	(a)	absent themselves from those discussions, unless the Unconflicted members of the Trustee Board invite them to remain in order to provide information to assist the Unconflicted members of the Trustee Board in their discussions;
	(b)	be absent during any vote and have no vote on the matter whether at a meeting or by written resolution of the members of the Trustee Board;
	(c)	not be counted in the quorum for that part of the discussion or for any decision of the Trustee Board on the matter.
	(3)	If a Conflict arises for a member of the Trustee Board because of an interest in and/or a duty of loyalty owed to another organisation or person and that Conflict is not authorised by virtue of any other provision in the Supplemental Charter or these Ordinances, the Unconflicted members of the Trustee Board may authorise that Conflict where the following conditions apply:
	(a)	the Conflicted member of the Trustee Board is absent from the part of the meeting at which there is discussion of any arrangement or transaction affecting that other organisation or person;
	(b)	the Conflicted member of the Trustee Board has no vote on any such matter whether at a meeting or by written resolution of the members of the Trustee Board, and is not to be counted when considering whether a quorum is present at the meeting; and
	(c)	the Unconflicted members of the Trustee Board consider it is in the interests of the College to authorise the Conflict in the circumstances applying.
	(4)	Where the Unconflicted members of the College authorise a Conflict under (3) above, the Conflicted member(s) of the Trustee Board shall be obliged to conduct themselves in accordance with any terms and conditions imposed by the Unconflicted members of the Trustee Board.

	(5)	The members of the Trustee Board may revoke or vary any authorisation given under (3) above at any time, but this shall not affect anything done by the Conflicted member of the Trustee Board prior to such revocation or variation in accordance with the terms of such authorisation.
	(6)	The requirements of this Ordinance 21B shall also apply to all members of committees or sub-committees which are exercising delegated functions of the Trustee Board in respect of the meetings of and any decisions taken by such committees or sub-committees.
<b>The Council</b>		
22.		The function of Council shall be to determine clinical, professional, training and health policy matters, in furtherance of which it shall have the following functions:
	(1)	developing and implementing the College's policies on clinical, professional and health policy matters, both in the UK and internationally;
	(2)	contributing to public debate and providing leadership for the general practice profession;
	(3)	managing the relationships of the College with external stakeholders such as Government Departments, National Health Service agencies, the General Medical Council and other regulators, other medical Royal Colleges and the Academy of Medical Royal Colleges, departments of Medical Education and deaneries;
	(4)	managing relationships with the devolved councils and faculties of the College to ensure a "one College" approach;
	(5)	defining membership and fellowship including international membership and fellowship and honorary fellowship categories, the criteria for admission to such categories and the rights and obligations consistent with these categories;
	(6)	appointing and removing fellows (including international and honorary fellows);
	(7)	the power to remove members of the College and to remove members of Council;
	(8)	dealing with all policy issues relating to the registration and revalidation of general practitioners;
	(9)	providing support for clinical practice by the development and promotion of the evidence-base for effective general practice;
	(10)	approving criteria for non-staff College awards and prizes;
	(11)	having oversight of, and giving professional direction in relation to, the content of publications produced by the College, including the British Journal of General Practice; and

	(12)	<u>promoting the College generally in the public interest.</u>
<u>22,22A.</u>	The Council shall be constituted, and Council members elected or appointed, in accordance with the Byelaws, if consistent with the Charters and these Ordinances.	
23.	Only a member of the College shall be eligible to be a member of the Council, but the Byelaws may subject to the prior consent of the Council provide that eligibility may be extended to other categories of person.	
<u>23A.</u>	<u>The Council may appoint a President and other Officers of Council, with such terms and duties as the Council decide, and may suspend or remove them from office.</u>	
<b><u>Vacation of office by a member of Removal and suspension of Council members and Trustee Board members</u></b>		
24.	(1)	The office of a <u>member of Council member or a lay member of the Trustee Board</u> shall be vacated in any of the following circumstances:
		(a) <u>They resign in writing addressed to the Head of Staff;</u>
		(b) <u>In the case of a member of the Trustee Board, they become disqualified from holding office as a charity trustee under the Charities Act 2011 as amended, re-enacted or replaced from time to time;</u>
		(b)(c) <u>In the case of a Council member or a member of the Trustee Board, they are absent without leave from four consecutive meetings of the Council or the Trustee Board, as the case may be, and the Council resolves that the office shall be vacated;</u>
		(c)(d) <u>In the case of a Council member, their term of office as a member of Council member expires and they are not re-elected or re-appointed to the Council;</u>
		(d) <u>in the case of members of Council who hold office ex officio, they cease to hold the relevant office;</u>
		(e) <u>in the case of an Officer of Council who is an employee of the College, their employment is terminated;</u>
		(e)(f) <u>In the case of a Council member, they cease to be a member of the College; or</u>
		(f)(g) <u>They are removed as a member of Council from office as a Council member or a lay member of the Trustee Board by the Council under Ordinance 25.</u>
	(2)	<u>Provisions in this Ordinance, and in Ordinances 26 – 28, relating to vacation of office by, or removal or suspension of, a Council member as such shall be taken in the case of a Council member of the Trustee Board to include also vacation of office, removal or suspension of that member from office as a member of the Trustee Board. For the avoidance of doubt, a member of</u>

		Council who vacates their office pursuant to Ordinance 24(1) above shall not cease to be a member of the College unless Ordinance 24(1)(g) applies or they are removed from membership of the College under Ordinance 25.	
	(3)	Provisions in this Ordinance, and in Ordinances 25—27, relating specifically to members of the Trustee Board as such apply to both Council members of the Trustee Board and lay members of the Trustee Board.	
<b>Grounds and conditions for removal of members of Council or members of the College</b>			
25.	(1)	Subject to the conditions set out in (2), the Council may remove a Council member or a lay member of the Trustee Board on any of the following grounds: A member of Council or a member of the College may be removed by a panel constituted under the Code of Conduct and exercising the delegated authority of Council if the member has been found:	
		(a)	member has, in the opinion of such committee or other body as the Council has established to investigate the conduct of Council members and lay members of the Trustee Board: to have breached the Code of Conduct and the sanctioning body under the Code of Conduct considers that the appropriate sanction for such breach is removal of membership of the College or Council membership (or both); or The
			(i) failed to comply in a serious respect with any Code of Conduct the Council has adopted and which is for the time being in force; or
			(ii) seriously neglected their duties as a Council member or a lay member of the Trustee Board, other than in respect of failure to attend meetings of the Council or the Trustee Board, as the case may be; or
		(b)	The member has been convicted of any criminal offence in any court in the United Kingdom, the Isle of Man or the Channel Islands which would, in the case of a member of the Trustee Board, not disqualify them from acting as a charity trustee, other than:
			(i) One leading to an absolute or conditional discharge, or
			(ii) A motoring offence where a fine or disqualification from driving for 12 months or less was imposed
		and the committee or other body referred to in (a) recommends their removal; or	
		(b)	in the case of members of Council, to have seriously neglected their duties as a member of Council in a way that does not amount to a breach of the Code of Conduct but is sufficiently serious that the panel considers they should be removed.
		(c)	In the case of a Council member, they have been the subject of adverse findings by the General Medical Council, other than those leading them to be erased from the register or suspended from practice, and the body referred to in (a) recommends their removal.

	(2)	<del>In each case under Ordinance 25(1) the member of Council or member shall have such rights of appeal as are provided for in the Code of Conduct and shall not be removed until all such rights of appeal have been exhausted.</del>	
	(2)	<del>The conditions under which the Council may remove a Council member or a lay member of the Trustee Board from office under Ordinance 25(1) are:</del>	
		(a)	<del>Not less than two-thirds of the members present and voting at the Council meeting which is considering the proposed removal must vote in favour of it;</del>
		(b)	<del>Not less than 21 days' notice must be given of the Council meeting at which the proposed removal is to be considered;</del>
		(c)	<del>Notice in writing of the proposed removal, stating with sufficient particularity the grounds on which it is proposed, must be given to the member concerned not less than 21 days before the Council meeting at which the proposed removal is to be considered; and</del>
		(d)	<del>the member must be afforded a reasonable opportunity to make representations to the Council, whether in person or by a legal representative, as they shall decide, on the subject of their proposed removal both—</del>
		(i)	<del>in writing, prior to the Council meeting at which the proposed removal is to be considered, such written representations being circulated to Council members prior to that meeting; and</del>
		(ii)	<del>orally, at the Council meeting at which the proposed removal is considered.</del>
	(3)	<del>Notwithstanding the provisions in (2) above the panel may remove a member of Council or a member of the College immediately if that person was a member of the General Medical Council and has been the subject of adverse findings by the General Medical Council leading them to be erased from the register or suspended from practice and all appeals processes at the General Medical Council have been exhausted.</del>	
<b><u>Suspension of members of Council or members of the College</u></b>			
26.	<del>(1) Without prejudice to the other provisions in this Ordinance, the Council may suspend a Council member or lay member of the Trustee Board from their duties for such period as it shall specify, if: A member of Council or a member of the College may be suspended in accordance with the provisions of the Code of Conduct.</del>		
		(a)	<del>it would otherwise be empowered to remove them from office under Ordinance 26(1);</del>
		(b)	<del>the procedural conditions set out in Ordinance 26(2) have been satisfied;</del>

		(c)	<del>it considers that this would be a more appropriate sanction in relation to the matters concerned than removal from office; and</del>
		(d)	<del>in the case of a lay member of the Trustee Board, it has consulted the Trustee Board.</del>
	(2)		<del>Without prejudice to the other provisions in this Ordinance, a Council member or a lay member of the Trustee Board shall be suspended from their duties if:</del>
		(a)	<del>the Council refers a complaint against the member arising under the Code of Conduct to such committee or other body established to investigate the conduct of Council members; or</del>
		(b)	<del>The Head of Staff receives written information that the member has been convicted of a criminal offence falling within Ordinance 26(1)(b); or</del>
		(c)	<del>in the case of a Council member, the Head of Staff receives written information that the member has been the subject of adverse findings by the General Medical Council falling within Ordinance 26(1)(c).</del>
	(3)		<del>Suspension of a Council member or a lay member of the Trustee Board under (2) shall continue:</del>
		(a)	<del>until the committee or other body referred to in Ordinance 26(1)(a) issues a report exonerating the member, if a complaint has been referred to that committee or body under that provision; or</del>
		(b)	<del>until the committee or other body referred to in Ordinance 26(1)(a) issues a report recommending that the member should not be removed, where the member has been the subject of a criminal conviction falling within Ordinance 26(1)(b)); or</del>
		(c)	<del>where neither (a) nor (b) applies, until the Council meeting at which the proposed removal of the member is considered, and the Council has decided whether the member should be removed.</del>
	(4)		<del>Without prejudice to the other provisions in this Ordinance, the Council may suspend any Council member or lay member of the Trustee Board from their duties for a period of up to 90 days where, in the opinion of the Council having consulted the Trustee Board in the case of a lay member of the Trustee Board, this is necessary to separate the member from any employee of the College who has made a complaint against that member.</del>
27.	A <u>member of Council</u> <del>member</del> who <u>receives an interim suspension</u> <del>is suspended</del> from practice by the General Medical Council shall be suspended from their duties as a <u>member of Council</u> <del>member</del> during the period of <u>interim</u> suspension by the General Medical Council.		
<b>Proceedings of the Council</b>			
28.	The Council may meet, transact business, adjourn and otherwise regulate its meetings as it thinks fit and may make standing orders for this purpose. <del>Questions arising at any</del>		

		<del>Council meeting are decided by a majority of those present and voting. In the case of a tie, the Chair of the meeting shall have a second, or casting, vote.</del>
29.		The continuing members of the Council may act notwithstanding any casual vacancies, but if the number of <u>members of Council</u> <del>members</del> falls below the quorum for Council meetings the remaining <u>members of Council</u> <del>members</del> may act only to fill vacancies or to convene a <u>special</u> general meeting. If there are no <u>members of Council</u> members able or willing to act, any two members of the College may convene a <u>special</u> general meeting to appoint members of the Council.
30.		Any act done in good faith by a Council meeting or by a committee meeting, or by a member of the Council or of a committee, shall be valid, notwithstanding any defect in the appointment of any person or any other procedural irregularity.
<b>Financial powers of the Trustee Board</b>		
<del>31.</del>		<del>The Trustee Board may exercise all the financial powers of the College and may make regulations dealing with the exercise of these powers.</del>
<b>Investment powers</b>		
<del>32.</del> <u>31.</u>		The College acting through the Trustee Board may invest its moneys in any investment authorised by the Trustee Act 2000, as amended, repealed or re-enacted from time to time, or in any investment authorised by any other statute, in a common investment fund or under a scheme made by the Charity Commissioners for England and Wales.
<b>Power to make Byelaws</b>		
<del>33.</del> <u>32.</u>		The Trustee Board may make, amend, add to or revoke Byelaws for the regulation of the College and generally to further the College object, if not inconsistent with the Charters and these Ordinances.
<del>33.</del> <u>34.</u>		A Trustee Board resolution making, amending, adding to or revoking Byelaws has no effect until confirmed by a resolution of a general meeting passed by a majority of the members voting.
<u>34.</u>		<u>Byelaws relating to either (a) the size and composition of Council or (b) election of the Officers of Council or Nationally Elected Council Members, shall not be presented to a general meeting under Ordinance 33 without the prior consent of Council.</u>
<b>Devolved councils</b>		
35.	(1)	The devolved councils in Northern Ireland, Scotland and Wales shall continue. The Council may establish additional devolved and overseas councils.
	(2)	<u>The devolved councils shall have terms of reference, which shall be approved by the Council and the Trustee Board.</u>
	<del>(2)</del> (3)	The devolved councils shall further the College object in their areas <u>as set out in their terms of reference. The devolved councils may only ,–and may ee</u> exercise delegated functions on behalf of <del>the College and</del> the Trustee Board or the Council <u>as permitted by their terms of reference and ,–depending on the</u>

		<del>allocation of responsibility for the function stated in the Supplemental Charter, subject to any conditions stated in the Byelaws, and provided the Trustee Board or the Council, as the case may be makes appropriate arrangements to be kept informed about the exercise of such delegated functions.</del>
	(3)(4)	Nothing in this Ordinance precludes the Trustee Board or the Council as the case may be from exercising any function delegated to a devolved council.
36.		The Byelaws shall regulate the terms of reference, powers and membership of the devolved and overseas councils, and may adopt different terminology to refer to them. Each devolved and overseas council shall adopt rules for the administration of its affairs, if not inconsistent with the Charters, these Ordinances or the Byelaws. No such rules shall have effect until approved by the Trustee Board.
<b>Faculties</b>		
37.		The existing faculties of the College shall be continued, and the Council may establish additional faculties, with the purpose of furthering the College object. The name and scope of each faculty shall be decided by the Council. <del>Faculties may exercise delegated functions on behalf of the College and the Council, subject to any conditions stated in the Byelaws and provided the Council makes appropriate arrangements to be kept informed about the exercise of such delegated functions. The faculties may only exercise delegated functions on behalf of the Council as permitted by their terms of reference and subject to any conditions stated in the Byelaws.</del>
38.		The Byelaws shall regulate the terms of reference, powers and membership of faculties. Each faculty shall adopt rules (to be known as "Faculty Byelaws") for the administration of its affairs, if not inconsistent with the Charters, these Ordinances or the Byelaws. No such rules shall have effect until approved by the Trustee Board.
<b>Sub-Faculties</b>		
39.		Any faculty may, with the approval of the Council, establish a sub-faculty and make provision for its membership and the regulation of its affairs.
<b><del>Officers and s</del>Staff of the College</b>		
40.		<del>The Trustee Board may appoint a Head of Staff and such other staff of the College as it may decide, with such duties as may be decided, and may decide their terms and conditions of employment. The Council may appoint a President and other officers, with such terms and duties as the Council decide, and may suspend or remove them from office.</del>
41.		<del>The Trustee Board may appoint a Head of Staff and such other staff of the College as it may decide, with such duties as may be decided, and may decide their terms and conditions of employment.</del>
<b>Accounts and audit</b>		
421.	(1)	The Trustee Board shall ensure that proper books of account are kept in compliance with relevant accounting standards. The Trustee Board shall lay before each annual general meeting accounts for the previous financial year

		containing an income and expenditure account and balance sheet, together with the auditors' report on those accounts.
	(2)	The audited accounts may be made available to members in full or summary form by electronic means including by being placed on the website, provided the full accounts are available on request before and at the meeting.
432.		A Council member is entitled to inspect the accounting records of the College at any time. Any member of the College is entitled to inspect the accounting records of the College, subject to any restrictions imposed by the Trustee Board.
443.		Auditors shall be elected at each annual general meeting. The Byelaws shall state the procedure for the nomination and election of the auditors. The auditors must be registered auditors under the Companies Act 2006 (or any consolidation or re-enactment of that Act).
454.		The remuneration of the auditors shall be fixed by a general meeting, or in such manner as a general meeting may decide.
465.		The auditors are entitled to receive notice of every general meeting, to attend such meetings and to speak on any item of business concerning them as auditors.
<b>Authentication of documents</b>		
476.		The Head of Staff and any person authorised by the Head of Staff may sign any document issued by or on behalf by the College to authenticate it, and may certify as a true copy any copy of, or extract from, such a document.
<b>The common seal</b>		
487.		The common seal of the College shall be affixed to any document only with the authority of the Trustee Board or in accordance with regulations approved by the Trustee Board. Use of the common seal shall be counter-signed by two members of the Trustee Board or by one member of the Trustee Board and the Head of Staff.
<b>Indemnity</b>		
498.		Every member of the Trustee Board, Council member, chair of any committee, auditor, or member of the College staff may, subject to the Charter, be indemnified by the College for any liabilities arising from the carrying out of their duties, <u>save where such liabilities are incurred as a result of their negligence, default or breach of duty or breach of trust in relation to the College.</u>