

Company No: 00863235

The Companies Act 2006

**Company limited by guarantee
and not having a share capital**

Bye-Laws

of

The Association For Laboratory Medicine

withers ^{LLP}

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1. **Bye-Laws**

1.1 These Bye-Laws have been adopted by the Council on [DATE] in accordance with Article 22 of the Articles.

1.2 Unless the context otherwise requires, defined terms used in the Articles shall have the same meaning in these Bye-Laws.

2. **Membership**

2.1 Anyone wishing to become a Member must complete an application in the form approved by Council and signify their willingness to be bound by the Association's Articles.

2.2 Admission to Membership is at the absolute discretion of Council whose decision is final. Applicants shall be appointed to the appropriate class of Membership by Council, subject to the payment of the relevant Subscription in accordance with Bye-Law 2.1.

2.3 Members must comply with the Code of Conduct established by the registration body relevant to them, the Health and Care Professions Council, the General Medical Council or other registration body and must also comply with the Code of Professional Conduct as adopted and maintained by Council.

3. **Subscriptions**

3.1 Voting Members and Corporate Members shall pay a Subscription to the Association in the year of their application for Membership, and annually thereafter once admitted to Membership by Council in accordance with Bye-Law 2.2.

3.2 The rates of subscription for each category of Membership shall be determined by the Council each year.

3.3 Federation Members (legacy category) shall pay an annual Subscription appropriate to the operation of trade union activities, which shall be determined by the Council.

3.4 Corporate Members shall pay an annual Subscription which will be determined each year by Council, or in the case of Corporate Members who are members of the Association of Sole Traders, the Subscription shall be determined by Council having regard to the recommendation of the Director of Finance.

3.5 Retired Members, Student Members, Honorary Members, Emeritus Members, Fellow Members, and Temporary Retired Members shall pay no Subscription.

4. **Council**

Nomination and election of Executive Directors, Non-Executive Directors and National Council Members

4.1 Each year, the Company Secretary shall invite applications from Members for Executive Directors or National Council Members in which there are vacancies.

4.2 The call for applications shall be notified to Members in such manner as the Council considers appropriate.

4.3 Applicants must be Voting Members and must meet any eligibility criteria and role requirements determined by the Council.

4.4 Applications must be submitted in a format decided by the Nominations Committee and shall include confirmation of the applicant's willingness to serve.

- 4.5 Where more applicants are deemed eligible than there are vacancies for any position, a ballot will be held in accordance with Bye-Law 6.
- 4.6 Council may appoint one or more Non-Executive Directors.
- 4.7 The role, responsibilities and terms of appointment of a Non-Executive Director shall be determined by Council.

Election of Regional Council Members

- 4.8 Subject to Bye-Law 4.9, the method of election and procedures for nomination of Regional Council Members shall be determined by the relevant Regional Committee, subject to the approval of the Nominations Committee.
- 4.9 Council reserves the right to determine the method of election and procedures for nomination of Regional Council Members if it appears that the method selected by the relevant Regional Committee is causing dissatisfaction among the Members in that Region or among Members of the Association generally.

5. Regions

- 5.1 The Association will be divided into geographical regions, as determined by Council.
- 5.2 Each region will have a Regional Committee. The Regional Committee is responsible for nominating a Regional Council Member, subject to Bye-Law 4.9, and for identifying members of the region to serve as representatives on standing and other committees, where required.
- 5.3 Each region may organise regional events and activities and consider matters of relevance to members in that region.
- 5.4 Members will normally be allocated to a region based on the location of their main place of employment, or such other basis as Council may determine.

6. Ballots

- 6.1 All ballots conducted in accordance with Bye-Law 4.5 will be secret and will be conducted by the Staff team of the Association.

Form of ballot

- 6.2 To the extent permitted by applicable law, all ballots shall be conducted electronically in accordance with procedures approved by Council.
- 6.3 Voting Members shall be sent details electronically setting out the process for voting, and it is the responsibility of each Voting Member to ensure that the Association holds a current and valid email address for them.

Electronic ballot validation

- 6.4 On the close of the ballot, the electronic voting returns shall be accessed and validated by two members of the Association's staff, one of whom shall be the Chief Executive Officer or their deputy, in accordance with the procedures approved by Council.
- 6.5 The validation process shall include checks to confirm voter eligibility and to ensure the integrity and secrecy of the ballot. Any invalid or ineligible votes shall be excluded from the count and recorded separately.

Results of the ballot

- 6.6 The agreed result of the ballot will be signed off by the Chief Executive Officer and one other member of the staff involved in the validation process.
- 6.7 The result will be notified to the Nominations Committee and appropriate parties, including any nominee for election, and will be published in such manner as the Council considers appropriate.

Retention

- 6.8 Records relating to the ballot, including electronic voting data, validation records and result confirmations, shall be retained securely for a period of two years following the declaration of the result, after which they may be securely deleted.