



## **BYLAWS of**

# **THE ROYAL COLLEGE OF SPEECH AND LANGUAGE THERAPISTS**

## **REVISED OCTOBER 2021**

1. In these Bylaws
  - i. The expression "the Articles" means the Articles of Association with such modifications thereof or additions thereto as may from time to time be in force.
  - ii. The expression "the RCSLT" means the Royal College of Speech and Language Therapists, as defined by the Memorandum and Articles of Association of the RCSLT.
  - iii. The expression "the Board" means the Board of Trustees as defined by the Memorandum and Articles of Association.
  - iv. The expression "Committee" means a committee or other subordinate group formally constituted by the Board.
  - v. Words occurring in these Bylaws and also occurring in the Articles shall bear the same meanings in these Bylaws as they bear in the Articles.
2. These Bylaws shall be construed so as not to conflict with the Articles. In the case of any conflict, the Articles take precedence.

## **MEMBERSHIP**

3. The RCSLT shall accredit, monitor and review all programmes in the United Kingdom (UK) leading to a speech and language therapy qualification.
4. The RCSLT shall publish a list of courses currently accredited by the RCSLT and leading to eligibility to practise.
5. Every candidate for election to membership shall submit an application to the RCSLT. Names of applicants shall be checked against the lists of successful graduates from UK higher education institutions (HEIs) responsible for the

delivery of accredited courses in speech and language therapy. Those not on these lists will not be considered eligible for automatic membership of the RCSLT.

6. Applicants for membership from countries other than the UK must apply for membership through defined channels, namely:
  - The mutual recognition agreement (between the RCSLT and overseas professional bodies), known as the 'MRA'.
  - The RCSLT application processes for SLTs qualifying outside the UK or countries signatory to the MRA, as defined by the RCSLT.
7. Registration with other bodies:
  - i. Applicants working in the UK are legally required to have registered with the Health and Care Professions Council (HCPC).
  - ii. Applicants working overseas must be registered with their home country regulator and/or meet the legal requirements to practice in the country in which they are based.
8. Members of the RCSLT must notify the RCSLT Membership Office of any change of name or address and must provide proof of any changes to their name in the form of a marriage certificate or other formal documentation confirming the change of name.
9. Members shall at all times abide by the Code of Ethics and Professional Conduct for the time being prescribed by the Board.
10. As per article 16 of the RCSLT Articles of Association, these Bylaws *'shall provide for the circumstances in which a Member may be erased from the list of Members if they:*
  - (a) being a Certified Member, are struck off the professional register of speech and language therapists maintained by the Health and Care Professions Council;*
  - (b) not being a Certified Member are (i) removed on the ground of professional misconduct and/or unfitness to practise from any list or register of speech and language therapists for the time being established in any country overseas prescribed by the Board for the purposes of recognition of overseas qualifications; (ii) have in the opinion of the Board been guilty of conduct unfitting in an RCSLT Member; (iii) are convicted of any offence involving moral turpitude; (iv) are found by reason of mental ill health, physical illness or injury to be incapable of managing and administering their own affairs; (c) fail to pay their subscription in full in accordance with the Bylaws.*
11. RCSLT membership will be terminated or reviewed in the following circumstances:

- i. for HCPC registrants: - formal notification is received that the Member has been removed from the HCPC register. The Member would then **automatically be removed** from the RCSLT list of Members.
  - ii. for non HCPC-registered or overseas Members: - notification of a conviction for any criminal offence which brings the reputation of the profession into disrepute. The Member would then **automatically be removed** from the RCSLT list of Members.
  - iii. for non HCPC-registered or overseas Members: - notification received concerning an issue that brings the reputation of the profession into disrepute or pertaining to their ability to manage their affairs due to mental ill-health, physical illness or injury: - a Panel formed of a Board member and two other Members with the relevant competencies and experience will be convened to review the evidence. The Panel will decide if the member should be removed from the list of RCSLT Members or not. If the Panel's decision is that RCSLT membership should be allowed to continue, a note will be kept on the Member's record for a set period of time (the length of time being dependent upon the circumstances of the case) regarding the issue. The Board will be informed of the Panel's decision for information.
12. A flowchart which sets out the above procedures is attached to these Bylaws at Appendix 1.
13. In the event of a Member's name being removed from the list of practising or non-practising members under the power conferred by the Articles or these Bylaws, that Member shall cease to be eligible to use the initials CertMRCSLT or MRCSLT as applicable.

### **SUBSCRIPTIONS**

14. As per Article 14 of the RCSLT Articles of Association, *'The subscriptions payable by members shall be in accordance with the scale prescribed from time to time by the Board and shall be payable in pounds sterling at the times determined by the Board, provided that the Board may at its discretion remit or waive the whole or any part of the subscription for special reasons in any particular case.'*
15. The RCSLT may charge a supplement to fees to cover additional postage costs for overseas members. Members shall be considered to be 'overseas members' if their mailing address relates to a location outside the United Kingdom.
16. Subscriptions shall be due from the 1st April of each year. Members will normally be notified individually at least one month before that date.

- i. A Member who fails to renew their subscription by 1st April of any year shall cease to be a member as from that day.
  - ii. Applicants requesting re-admission to the RCSLT may be required to:
    - a. Renew their declarations of registration relating to their registration with the relevant regulatory body ;
    - b. their adherence to the RCSLT's professional guidelines ; and
    - c. their commitment to maintaining their professional development
  - iii. pay arrears of subscription/a fee as determined by the Board.
17. As per Article 15 of the RCSLT Articles of Association: '*A member may terminate membership of the RCSLT by giving to the Secretary one month's notice in writing and paying all arrears of subscription (if any) due from them...*'
18. In respect of fees and fees setting, the RCSLT and members shall respect the following principles, agreed by the Board (previously the Council) in 2007, namely:
- All members within the same member category benefit from the same range of benefits (products and services), irrespective of the hours they work as an SLT.
  - A member's fees should at least pay for (cover the cost of) what they receive from the RCSLT in terms of products.
  - A member's fees enable them to make a contribution to the wider work of the RCSLT, irrespective of whether they benefit from that work personally.
  - A member's fees enable them to make a contribution to the RCSLT's running costs, even if they do not personally benefit measurably from the current day-to-day activities of the RCSLT.
  - Fees for each category should be set proportionately, according to the relative ability to pay of each category (on average). It is expected, for example, that practising members will be in paid employment and that they benefit most from RCSLT products and services. It is therefore appropriate that they pay most. Students – who are likely to receive the smallest income per annum by member category – should pay the least.
  - Fees must be reasonable and set at a level that – other principles considered – will enable the RCSLT to retain and recruit members.

#### **POSTNOMINALS FOR MEMBERS OF THE RCSLT**

19. Only those members of the RCSLT who have completed and continue to meet the requirements for full, certified membership of the RCSLT may use the post nominals 'CertMRCSLT'; all other members of the RCSLT may use the post-nominals 'MRCSLT'.

20. Those paying a subscription fee to the RCSLT as 'subscriber' are not entitled to use the post-nominals 'CertMRCSLT' or 'MRCSLT' as they are not considered to be members of the RCSLT.
21. Only those members who have been awarded Honours of the RCSLT shall be entitled to use the post-nominals associated with those honours, as set out in the Articles.

## **GOVERNANCE OF THE RCSLT**

### **APPOINTMENT OF TRUSTEES**

22. Trustee appointments shall be managed through such processes set up and monitored by the Nominations Committee as are agreed by the Board from time to time.
23. Subject to clause 24 below, any eligible Full Member may apply for appointment to not more than two offices for which applications are being sought. If they apply for the office of Deputy Chair and another office, and are appointed to both, they shall be deemed to be appointed to the former. If appointed to two other offices, they shall be entitled to choose which to hold.
24. A serving Trustee who is not due to retire at an Annual General Meeting may (if eligible) apply for appointment to another office for which applications are being sought. If appointed to that other office, they shall be deemed to resign from their existing office at the close of the Annual General Meeting and will serve for a first term of three years in the new office, and will be eligible to stand for re-appointment for a second term, subject to an overall term on the Board not exceeding seven years in aggregate in the previous and current office.
25. The selection process for any of the Trustees may involve (a) the development of a role description and a requirement for minimum qualifications relevant for the role, (b) advertising of the role in such media as the Board thinks fit and (c) an interview process.

### **REPRESENTATION OF COUNTRIES**

26. There shall be five Country Representatives, who will be Trustees and appointed as members of the Board, representing the four countries (as defined by their geographical boundaries) as follows:
  - **England (North):** (comprising North West, North East, Yorkshire and the Humber, East Midlands, West Midlands and East of England) and additionally representing the Isle of Man

- **England (South):** (comprising London, South East and South West) and additionally representing the Channel Islands and members with BFPO addresses
- **Wales**
- **Scotland**
- **Northern Ireland**

The regions of England referred to above are as defined by the common title of Regions (being the former Government Office Regions).

#### **COMMITTEES - GENERAL**

27. Committees are defined in the Articles as a “committee or other subordinate group formally constituted by the Board”. The Articles further state that Committees shall be (sic) run along the same lines as the Board.
28. The objects for which the Committee is formed, its powers, constituent members, meeting frequency and location shall be set out in Terms of Reference approved by the Board.
29. The Board will publish from time to time, subject to the provisions of the Articles, a list of current Committees.

#### **COMMITTEES – SELECTION AND TERMS OF OFFICE**

30. Members of the RCSLT are eligible for appointment to Committees in accordance with such processes set up and monitored by the Nominations Committee as are agreed by the Board from time to time.
31. Terms of office on Committees will be three years, with an option to apply to be re-appointed for a further three years. A member will not be eligible to be considered for further appointment until they have been out of office for one year.
32. Not more than 25% of the members of any Committee shall be non-SLTs.
33. The Board will have final approval of the appointment of any Committee member.
34. The Board shall have the power to fill any casual vacancy arising in any Committee.

#### **COMMITTEES – OPERATION**

35. Any Committee may, in respect of any matter before it, consult or make any report or suggestion to any other Committee of the RCSLT.

36. A quorum allowing the Committee meeting to proceed to business and make decisions will be one third of the voting members currently in office at the time of the meeting.
37. Co-opted members of a Committee (where allowed by its Terms of Reference) may or may not have voting rights on matters before the Committee as decided in advance and recorded in the minutes by the other members of the Committee.
38. Resolutions of a Committee will be decided by simple majority. In the event of a tied result, the Chair has a casting vote and their decision shall be final.
39. Minutes shall be kept of Committee meetings and made available to its members and to the Board. The recording of a decision in the minutes signed by the Chair shall be conclusive evidence of the decision of the Committee and is enforceable in law.
40. If any appointed member of any Committee shall be absent from two successive meetings of the Committee such member shall (except in case of illness or for some reason approved by the Chair of the Committee) be deemed to have resigned membership thereof, and a casual vacancy shall thereupon arise.
41. Committees may reach decisions by any suitable means of communication between its members (including electronic communications). Decisions made between meetings shall be ratified and recorded in the minutes of the next meeting.
42. Appointments to Committees shall be announced to the members in a means deemed appropriate by the Board.

#### **BOARD AND COMMITTEE PERFORMANCE MANAGEMENT**

43. The Board and its Committees shall evaluate and manage their performance in accordance with best practice guidelines in a manner to be determined by the Board.

#### **ELECTRONIC COMMUNICATIONS WITH MEMBERS**

44. Notices of Annual General Meetings and other general meetings, their agendas and associated papers and other formal company notices may be communicated to members by electronic means, which includes placing the notices on the RCSLT website and drawing members' attention to them by means of a notice in the Bulletin or other such communication that will reach all members, provided that the provisions of the Companies Act 2006 (and subsequent amendments) are complied with.

45. Members who opt out of electronic communication will continue to receive notices in hard copy. Any member retains the right to request hard copies of notices.

#### **PRESIDENTS, VICE PRESIDENTS AND HONORARY VICE PRESIDENTS**

46. The RCSLT has provision in its Articles for Presidents, Vice Presidents and Honorary Vice Presidents, but there is no role description or term of office. The Articles state:

*Article 10. The Board may at any time elect such members or Fellows of the RCSLT as the Board may think fit as President or Vice Presidents of the RCSLT, who shall be entitled to such rights and privileges as may from time to time be prescribed by the Board. The Board may also elect a person who is not a member of the RCSLT as President.*

*Article 11. In the Articles, unless the context otherwise requires, the expression 'member of the RCSLT' shall be deemed to include 'President' (whether previously a member of the RCSLT or not), 'Vice President' and 'Fellow'.*

*Article 12. The Board may at any time elect persons who are not full members as Honorary Vice Presidents and Honorary Fellows of the RCSLT in such manner and for such term as it may think fit. Persons so elected shall not as a result of such election become members of the RCSLT but shall during their term of election be entitled to such rights and privileges as may from time to time be prescribed by the Board, including the use of the designatory letters 'Hon FRCSLT' after their names in the case of Honorary Fellows, and the title of RCSLT Honorary Vice President in the case of Honorary Vice Presidents.*

47. **Criteria for the appointment of Vice President and Honorary Vice President**

- a. Vice Presidents and Honorary Vice Presidents will be selected with a view to their having a proactive role: to participate in the activities of the RCSLT, advise the RCSLT and promote the work of the RCSLT.
- b. Vice Presidents and Honorary Vice Presidents should be in a position to promote speech and language therapy to key groups, stakeholders and/or to the general public.
- c. While it is not essential that Vice Presidents and Honorary Vice Presidents should have a thorough knowledge of speech and language therapy at the time of their appointment, it is important that they have an understanding.
- d. Vice Presidents and Honorary Vice Presidents should be able to bring particular skills and/or influence in areas that can help to progress the strategic objectives of the RCSLT.



- e. Appointments, at any point in time, will be considered in the context of existing Vice Presidents and Honorary Vice Presidents and the need to reflect the spectrum of cultural diversity, the devolved countries and geographic spread across the UK.

57. Candidates who are retired should still be active in public life.

58. Term of office. Vice Presidents and Honorary Vice Presidents will normally be appointed for a term of five years in the first instance, with the possibility of a further term or terms at the Board of Trustees' discretion.

59. Appointment process. The Senior Management Team will propose names of potential post holders to the Chair and Deputy Chair of the Board of Trustees for consideration (based on the criteria). If approved, those named will go forward to the Board of Trustees for ratification. The process for both Vice Presidents and Honorary Vice President will be the same.

### **GENERAL**

60. These Bylaws may, from time to time, be amended, altered or repealed by the Board in the manner provided by the Articles.

Appendix:

1. Flowchart of procedure for members struck of list of RCLT members.

REVISED AND APPROVED BY THE BOARD 5 October 2021

**Summary of changes:**

Throughout: reference to he/she etc replaced by they etc

Clauses 22 – 35: to allow for replacement of existing trustee election procedures with an Appointments Panel process managed by a Nominations Committee

Clauses 40 – 44: to allow for replacement of existing committee member selection procedures with an Appointments Panel process managed by a Nominations Committee

Throughout: clauses renumbered to reflect the changes referred to above

**Appendix 1 to RCSLT Bylaws –**

