



Information for the role of Early Career Representative Trustee

The Early Career Representative Trustee presents the views of early career members and the wider early career community as part of the Council of Trustees, as well as holding the position of Chair of the Early Career Advisory Panel (ECAP). The ECAP is a group of between 15 and 20 early career individuals, covering a range of career stages and expertise (including representatives from industry), meeting up to four times per year. This position is responsible, with Society staff support, for overseeing these meetings alongside monthly mailings that are sent to all early career members highlighting key activities and resources from the Society.

We are looking to welcome someone within 10 years of their latest qualification (as per the Society's definition of 'early career') who would be willing to represent and advocate for the early career community, as well as take on the responsibilities of a Trustee position. As Early Career Trustee Representative you will be taking part in discussions and decisions that concern the Society's strategy, activities and resources, receiving and evaluating reports from across the Group's functions and providing insight and opinion on behalf of those at the early stages of their careers. You will gain valuable board experience and have the opportunity to network with colleagues and peers across the sector, representing the Society at the highest level.

Terms of Reference Council of Trustees

▪ Duties

- The Board of Trustees/Directors of the Society
- Will be Chaired by the President
- Sets, and evaluates, the overall scientific (Policy, Education, Meetings, Publishing) and organisational strategy for the Biochemical Society, in collaboration with the related area focussed committees
- Receives reports from the Executive Management Committee on the operational state of the organisation
- Receives reports on group activities from related specialist sub-committees (see structure)
- Reviews and approves recommendations for action from the

Executive Management Committee otherwise outside of its delegated authority

- Approves final budgets, accounts and financial reports under recommendation from the Finance Committee
- Receives and approves audit reports (including the Trustees Annual Report) under guidance from the Audit Committee
- Approves new and amended governance role and body terms of reference, standard governance policies and procedures following recommendations from the Executive Management Committee
- The Council of Trustees takes overall collective responsibility for the activities and direction of the Biochemical Society
- The Council of Trustees must act in accordance with the Articles of Association and By-Laws of the Biochemical Society

▪ **Authority**

- Subject to the Articles of Association and directions given by Special Resolution, the business and affairs of the Society will be directed by the Council of Trustees who may exercise all powers of the Society
- The Council of Trustees may delegate any of the powers which are conferred upon it by the Articles of Association
- Delegates major operational responsibility to Executive Management Committee
- The Council of Trustees may determine the remit, role and function of all sub-committees, without further recourse to a General Meeting or a Resolution of the Members where such a decision would not contravene the Articles of Association
- Should the Council of Trustees comprise of fewer than eight (8) Directors, the authority of the Board is limited to the appointment of a sufficient number of Directors to bring the Council of Trustees to its minimum composition

▪ **Membership**

i. **Number of members**

- The Council of Trustees will be formed of thirteen (13) positions, with a potential to rise to a maximum of fifteen (15) should all 'Balance Positions' be filled (see below).

- The Council of Trustees is authorised to operate with a minimum of eight (8) Directors appointed if vacant positions are not yet filled. This is only applicable if those present include the President; Chair of Executive Management Committee; Honorary Treasurer; Honorary Meetings Secretary; Honorary Membership Secretary; Honorary Policy Officer and Chair of Portland Press Limited Board.

ii. **Composition**

- President
- Chair of Executive Management Committee
- Honorary Treasurer
- Honorary Meetings Secretary
- Honorary Membership Secretary
- Honorary Policy Officer
- Chair of Education, Training and Public Engagement Committee
- Chair of Basic Bioscience Theme Panel
- Chair of Clinical and Translational Research Theme Panel
- Chair of Training Theme Panel
- Chair of Portland Press Ltd Board
- Local Ambassador Representative
- Student/Early Career Member Representative
- 'Balance' positions (to a maximum of two (2) posts) – it is expected that these roles will be recruited/elected/appointed to fill any subject specific skills gap identified either by the Council of Trustees itself, the Executive Management Committee or the Audit Committee.

The Council of Trustees must ensure that it has sufficient collective skill and experience to effectively manage and direct the activities of the Society. A review of the available skills will be undertaken by the Audit Committee on a biennial basis.

iii. **Election of members**

Members of the Council of Trustees will be elected from the Biochemical Society Membership, and from external parties if the skills and other requirements defined for this Board are not met.

Members will be elected in line with standard Biochemical Society Election Procedures as far as possible.

iv. **Conduct**

Members are required to adhere to the governance code of conduct, as found in the Biochemical Society Governance Handbook.

▪ **Meetings**

i. **Frequency of meetings**

The Council of Trustees will meet a minimum of three (3) times a year.

The President, or the Council of Trustees itself, may call a meeting should five (5) or more Directors request it.

ii. **Quorum**

The quorum of a meeting of the Council of Trustees shall be five (5) Directors, if a sufficient number of Directors are appointed (see above) whether said Directors are present at a meeting or otherwise.

iii. **Agenda and papers**

An agenda, along with documentation/information/reports supporting the items under discussion will be circulated to members of the Council of Trustees, by email, a minimum of seven (7) calendar days before a meeting.

In the absence of return communication outlining errors in the delivery of email, the agenda and papers will be considered received by all parties unless otherwise notified.

It is essential that all papers are read and considered in advance of the meeting.

iv. **Minutes**

Formal minutes recording the proceedings of these meetings will be taken and distributed to the Chair for review within seven (7) to fourteen (14) days of the meeting taking place.

Final minutes will be circulated to all Committee members, and others in attendance, as close to three (3) calendar weeks after the meeting takes place as is practicable.

v. **Decision Making**

Where possible a general consensus identified by the President (or a Director stepping in as Chair for a meeting at which the President is absent) will be sufficient to consider a matter passed, rejected or deferred.

Where consensus is not possible, all decisions will be made by a vote, with each Trustee holding one (1) vote. Where an equity of votes occurs, the President may cast an additional vote to finalise the decision, or may defer the decision for later action.

- **Reporting**

- i. **Trustees Annual Report**

The President, on behalf of the Council of Trustees, will cause the professional staff of the Society to draft a summary Annual Report and Accounts, in line with associated regulatory standards, which will be reviewed/amended and authorised by the President.

The Council of Trustees will cause the Trustees Annual Report to be made available on the Society website, or on request from the General Public.

- ii. **Annual General Meeting**

The Council of Trustees will call for a summarised report on all Society activities and finances at an Annual General Meeting of the Biochemical Society Members.

- **Ownership of Terms of Reference**

These Terms of Reference are owned by the Council of Trustees. Any amendments not in line with the Articles of Association are to be put to the Membership at a General Meeting, and will be passed by Special Resolution.

Last updated: 8 November 2016

Terms of Reference

Early Career Advisory Panel

The Biochemical Society is committed to supporting the molecular bioscience community, with those at the early stages of their careers being important and key members of that community.

The Early Career Advisory Panel aims to shape the way that the Society achieves its mission by discussing issues related to the early career audience (ECMs) and engaging with those in the early stages of their career in all areas of the Society's activities.

1. Duties

- Discuss issues specifically related to ECMs.
- Represent the views of ECMs within the Society.
- Be proactive in offering advice so that the concerns and needs of this section of the community can feed into the Society's overall strategic objectives.

2. Composition

i) Internal structure

The Early Career Advisory Panel will be composed of 10–15 members, with the Chair of the Panel also a Trustee of the Society. With the exception of the Chair, whose length of office is linked to their role as a Trustee of the Society, each member shall serve for a period of four years (or until they are no longer considered as 'early career', as per the Biochemical Society definition), with the possibility of an extension up to a further three years (where this supports the objectives of the panel and is agreed by the Chair). The maximum term of office for any member of the panel shall be seven years.

Further input into ECM activities will be gained from other relevant Committees and Advisory Panels within the Society, and the wider membership and community.

ii) Composition

The Panel should be comprised of representatives from both academia and industry who are considered ECMs as per the Biochemical Society definition.

iii) Selection of Members

Members of this Panel will be selected from the Biochemical Society Membership, and from external parties if the skills and other requirements defined for this panel are met.

3. Meetings

i) Frequency of meetings

- The Early Career Advisory Panel will meet at least four times a year, with additional business to be carried out electronically where possible.
- The Chair of the Early Career Advisory Panel may convene additional meetings as necessary and within budget.

- Members who are absent from two meetings in a row may be asked by the Chair to reconsider their availability to serve on the panel. Members who are absent from three meetings in a row may be asked by the Chair to resign their position.
- ii) Quorum**
- A quorum shall be 6 members.
- iii) Agenda and papers**
- An agenda, along with documentation/information/reports supporting the items under discussion, will be circulated by email to members of the Early Career Advisory Panel a minimum of seven (7) calendar days before a meeting.
 - Final minutes will be circulated to all panel members, and others in attendance, as close to three (3) calendar weeks after the meeting takes place as is practicable.
- iv) Decision making**
- Where possible, a general consensus identified by the Chair of the Early Career Advisory Panel will be sufficient to consider a matter passed, rejected or deferred.
 - Where consensus is not possible, all decisions will be made by a ballot, with each panel member holding one (1) vote. Where an equity of votes occurs, the Chair may cast an additional vote to finalise the decision or may defer the decision for later action.

4. Reporting procedures

i) General

- The Early Career Advisory Panel reports to the Council of Trustees through its Chairperson.

ii) Annual General meeting

- The Chair of the Early Career Advisory Panel is to attend the Annual General Meeting, held in June/July of each year, to represent this Panel. If this is not possible, a further member of the panel may attend in their stead.

5. Ownership of Terms of Reference

These Terms of Reference are owned by the Chair of the Early Career Advisory Panel and Council of Trustees.

May 2022



Information for the role of Local Ambassador Trustee Representative

The Local Ambassador Trustee Representative champions the Society's group of ambassadors (including student, industry and international ambassadors) on the Council of Trustees, ensuring the views of this group are part of wider discussions concerning the Society's resources and activities, feeding into the implementation and oversight of Society strategy. This position is also responsible for overseeing up to two meetings of ambassadors each year and maintaining oversight of the related news mailing that is sent six times per year.

We are looking for an existing Society Ambassador who would be willing to represent and advocate for the ambassador community, as well as take on the responsibilities of a Trustee position. As Local Ambassador Trustee Representative you will be taking part in discussions and decisions that concern the Society's strategy, activities and resources, receiving and evaluating reports from across the Group's functions and providing insight and opinion on behalf of the ambassador community. You will gain valuable board experience and have the opportunity to network with colleagues and peers across the sector, representing the Society at the highest level.

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