



THE SOCIETY OF AUTHORS

RULES OF THE MANAGEMENT COMMITTEE

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Code of Conduct for Management Committee, Group Committee Members, Judges and
Assessors annexed to these Rules in November 2018

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THE SOCIETY OF AUTHORS

RULES OF THE MANAGEMENT COMMITTEE

INTRODUCTION

These Rules are made by the Management Committee pursuant to Article 3.3 of the Society's Articles of Association under which The Management Committee may from time to time adopt such rules as it considers necessary, expedient or convenient in relation to membership of the Society and as to the conduct of elections, holding of meetings and recording of decisions, provided they are not inconsistent with, and do not repeal anything contained in, the Articles of Association or Bye-Laws.

MEMBERSHIP

1. Criteria for Members

Membership is open to writers, illustrators and translators, spoken word artists and others ("authors"):

- who have had a full-length work traditionally published (not at the author's expense and not only as print-on-demand/ebook), broadcast, or performed commercially;
- who have published or broadcast or performed in any format, an equivalent body of recognised professional literary work (e.g. articles, short stories, poems, items in other media);
- who have self-published or have had a work published on a print-on-demand/ebook only basis and have sold over 300 copies of a single title in print form or 500 copies in ebook form within a 12-month period.
- who are the owners/administrators of a deceased author's estate;

2. Criteria for Associates

Persons who do not satisfy the requirements above can apply to be an Associate if they:

- are a student on a course of at least one academic year's duration that will help them develop a career as an author ("a Student"). Student membership is only available for a maximum of 5 years.

- are actively working to develop a career as an author (an “Emerging Author”). This can be evidenced by a person showing that they meet one or a combination of the following requirements: that they
 - have been offered a contract to have a work, published, broadcast or performed in any format or
 - have had work published, broadcast or performed in any format, but do not yet meet the ‘equivalent body of work’ criteria for full membership, or
 - have received an agreement from a UK agent, or
 - have self-published or published only as print-on-demand or e-book, but do not yet meet the sales criteria for full membership.
 - are undertaking or have undertaken a course or courses that will help develop a career as an author.

ELECTIONS

3. The Returning Officer

- 3.1.** A Returning Officer is to be appointed by the Management Committee to oversee the conduct of each election in respect of its members. He or she is required to act with impartiality and to take all reasonable steps to ensure that the election is carried out in accordance with these Rules and the Bye-Laws.
- 3.2.** The Returning Officer may appoint persons to act on his or her behalf for specific purposes, such as oversight of the vote count and announcement of the result, but has overall responsibility for:
- publication of the notice of the election;
 - the nomination process for candidates;
 - sending out and receiving ballot papers;
 - counting the votes;
 - declaring the results.

4. Communications

- 4.1.** The Returning Officer shall ensure that the appropriate communication with the Members is made in respect of the election.
- 4.2.** Communications sent by electronic means, posted on the Society’s website or delivered by hand to the relevant address are to be deemed received 24 hours later.

Communications sent by post (which may be sent with the Author) are to be deemed received two clear days after being sent by first class post or three clear days after being sent by second class or overseas post.

- 4.3. Communications shall be sent to each Member's registered postal address, except where he or she has indicated, either specifically or generally, that he or she is willing to receive communications by email or in some other electronic form.
- 4.4. Communications by Members to the Society or Returning Officer in accordance with these Rules must be sent in such form and to such address as the Society or Returning Officer require.

5. Vacancies

The Management Committee shall determine the number of vacancies arising at each AGM, exercising its discretion in the interests of the Society.

6. Eligibility

6.1. No candidate may:

- be an employee of the Society;
- have previously served on the Management Committee for two consecutive terms of office unless a period of one year has elapsed.

6.2. All nominees must declare their willingness, if elected, to fulfil the role and commitments of a member of the Management Committee and declare that they are not disqualified to act as a director.

7. Notice of elections

7.1. The notice of an election is to include such matters as the Returning Officer sees fit taking into account the requirements of the Bye-Laws.

7.2. The notice of an election will state the number of vacancies arising, and any skills or experience the Management Committee deems particularly useful or important. It may also indicate the candidates nominated by the Management Committee.

7.3. The Returning Officer will not publish any statement, or part of a statement, which he or she knows to contain inaccurate or untruthful information, which he or she believes to be potentially libellous or which he or she believes could subject the Society to any form of legal action.

8. Nominations

- 8.1.** Any Member may suggest one or more Members as suitable for consideration by the Management Committee as a member of it by notifying the Chief Executive at any time.
- 8.2.** Nominations for candidates for election to the Management Committee must be received by the Society by 15 July (or the following working day if 15 July falls on a Saturday or Sunday) and are to include:
- the name and address of the candidate;
 - the candidate's Society membership number;
 - the candidate's signature indicating that he or she is willing, and eligible, to stand for election;
 - the names and signatures of two nominating Members;
 - a statement of up to 500 words and, at his or her option, a photograph of him or her.
- 8.3.** If the Returning Officer (acting in good faith) holds that a nomination is invalid, the candidate's nomination will be withdrawn from the election.
- 8.4.** All the nominations will be announced together (usually on the website and in the Autumn edition of *The Author*) and if there are more nominations than places an election will take place. Election papers will usually be sent out with the Autumn edition of *The Author*. The Management Committee may indicate its preferred candidates up to the number of vacancies by a star or other indication on the ballot paper or other document circulated to Members as part of the election process.
- 8.5.** All the nominations will be announced together (usually on the website and in the Autumn edition of *The Author*) and if there are more nominations than places an election will take place. Election papers will usually be sent out with the Autumn edition of *The Author*.

9. Objections

If any Member objects to a candidate's nomination, he or she must notify the Returning Officer within 10 days after the date of the publication of the candidates' details, explaining the reason for the objection. The Returning Officer shall deal with the objection as soon as practicable and reply to that Member, preferably before voting opens, and within ten days at most. The Returning Officer's decision on whether to uphold any objection is final.

10. Ballot papers

10.1. The ballot papers shall take such form as the Returning Officer shall decide.

10.2. Ballot papers will be accompanied by instructions to assist Members to complete them and which make clear the consequences of improperly completed ballot papers (that a vote may not be counted).

10.3. Ballot papers sent by post may be included within a publication circulated to Members.

11. Voting and vote counting

11.1. The voting system used by the Society in ballots in respect of elections to the Management Committee shall be the 'first past the post' system whereby the candidates receiving the highest numbers of votes (corresponding to the number of vacancies arising) are deemed to be elected.

11.2. The decision of the Returning Officer on the validity of a vote, or any question arising in respect to a vote, will be final. The Returning Officer will not count any ballot paper he or she considers has not been properly completed in accordance with the instructions provided.

11.3. The Returning Officer (or another person authorised to act on behalf of him or her) shall count the votes and announce the results of the ballot. The count is to be final and may not be appealed or disputed, but if the Returning Officer considers it appropriate he or she may arrange a re-count or seek independent verification of the result.

12. Trade Union law

The Society shall comply with trade union law as to elections, namely:

- the involvement of an independent scrutineer;
- candidates being able to have an election address distributed;
- all those entitled to vote having equal voting rights;
- voting being by the submission of ballot paper;
- voting being, so far as is reasonably practicable, in secret;
- every elector being allowed to vote without interference or constraint;
- every elector being sent a ballot paper by post and being given sufficient time to return it by post;

- every elector being, so far as is reasonably practicable, allowed to vote without having to meet any direct cost;
- the names of all candidates being printed on each ballot paper or on a separate accompanying notice;
- each ballot paper being marked with a different serial number;
- each ballot paper specifying the address to which and the date by which it is to be returned.

REPORTING

13. Use of Website

The Management Committee's agendas, papers, minutes and decisions will be made available on the Society's website though with appropriate redaction in respect of matters which are confidential or need it for commercial, legal or personal privacy reasons.

FINANCE SUB-COMMITTEE (FSC)

14. Members of the FSC

The ex-officio members of the FSC will be the Chair, who will chair its meetings, and the Treasurer. They will appoint at least one other person to be a member of the FSC.

15. Remit of the FSC

The FSC will have oversight of all issues relating to the Society's finances and make salary and other recommendations to the Management Committee, to which it will be answerable.