

# THE UNITED KINGDOM SOCIETY FOR MEDICAL ONCOLOGY

## CONSTITUTION AND RULES

### GENERAL

1. The Society shall be called the UK Society for Medical Oncology (formerly The Association of Cancer Physicians), hereafter referred to as “the Society”. The business of the Society shall be coordinated by an Executive Committee, hereafter referred to as “the Committee”.
2. The Objectives of the Society shall be to promote excellence in:
  - Cancer care and the provision of cancer services in the UK for the benefit of patients
  - Cancer education and training, including maintaining the skills of the workforce in new and novel therapies and mentoring for career development, and supporting professional development
  - Research and innovation, encouraging collaborative and coordinated working
  - Facilitating a forum to share expertise between members
  - Providing a voice for medical oncologists to help shape the future of patient-centred cancer care and be a representative stakeholder to the Government, DHSC and NHS

### TRUSTEES

3. The Trustees of the Society shall include an independent chair and deputy chair (likely retired Ordinary Members or past Chairs of the Society), in addition to the executive officers of the Committee and the President of the Society. All trustees must demonstrate that they remain in good standing at all times.
4. Independent Trustees shall be nominated and appointed by the Committee, in a process overseen by the President of the Society. The Trustees are those in whom the Funds of the Society shall be vested.
5. The Trustees collectively will have legal duties and should:
  1. Ensure the charity works towards its purposes for public benefit
  2. Comply with the law and governing document
  3. Act in the charity's best interests
  4. Manage resources responsibly
  5. Act with reasonable care and skill
  6. Ensure accountability
6. The Trustees shall be responsible for:
  - **Strategic direction:** setting the vision, mission, core values and long-term strategy.
  - **Governance & compliance:** Ensuring the Society follows its constitution, relevant laws, and regulations, and maintains proper financial oversight.
  - **Financial stewardship:** Ensuring resources are used effectively for the charitable purpose, overseeing budgets, and maintaining financial security.
  - **Accountability:** Being ultimately accountable for the Society’s performance and ensuring it meets its objectives. The Trustees shall oversee all matters relating to disciplinary procedures and will contribute to a disciplinary panel as deemed appropriate.

- **Leadership:** Supporting the Committee and executive officers, providing challenge and advice.
  - **Fiduciary Duty:** Acting in the best interests of the Society and its beneficiaries, with integrity and avoiding conflicts of interest.
7. Trustees shall serve for a period of three years, and be eligible for further three-year terms, by mutual agreement with the Officers of the Society. A Trustee wishing to resign should inform the Chair in writing. All Trustees will abide by these Rules and undertake no action that may influence the good standing of the Society or bring it into disrepute. Any misconduct should be dealt with by the procedures outlined in the separate Disciplinary Procedures document.

## **EXECUTIVE COMMITTEE**

8. The business of the Society shall be conducted by the Executive Committee (“the Committee”). In any matters concerning interpretation of the rules, the decision shall be made by the Committee and ratified by the membership, where appropriate. The Committee shall decide any matters concerning the Society which are not covered explicitly by the Rules.
9. The Committee should be representative of the interests of the members and consist of the Chair, Deputy Chair, Secretary, Society Secretariat, Treasurer and additional ordinary members, as outlined below. The quorum at any Committee meeting shall be eight. The Committee shall have power to co-opt further members as necessary. Trustees will be invited to all Committee meetings.
10. The Officers of the Society shall be a Chair, Deputy Chair, Secretary, and Treasurer. The Officers will all be drawn from and elected by the ordinary membership of the Society and be eligible for such membership. The process of appointment should be fair, transparent and without bias. The Society Secretariat shall be an honorary officer of the Society.
11. The Officers of the Society shall hold joint executive powers to nominate and appoint the Honorary President, Trustees and the Society Secretariat of the Society. The Officers should deal with urgent matters on behalf of the Society and all such urgent action shall be ratified subsequently by the full Committee at the earliest opportunity.
12. All members of the Executive Committee will abide by the policies of the Society, which include and not limited to; discipline, use of social media, conflict of interests, leadership and management and general conduct.

## **HONORARY PRESIDENT OF THE SOCIETY**

13. The Officers of the Society shall nominate an Honorary President (who may be a lay person or a medical practitioner) for ratification by the Annual General Meeting (AGM). The Honorary President shall serve for a period of three years, and be eligible for further three-year terms, by mutual agreement with the Officers of the Society.
14. The Honorary President:
- Will hold a non-executive post and is not eligible to become an Officer of the Society
  - Will provide advice to the Officers and the Committee, especially on strategic matters
  - May bring forward and develop proposals to the Committee and Officers for specific projects or activities, on behalf of the Society (but is not required to do so)

- Shall be invited to all Committee meetings and other Society functions, as appropriate
- Will be a Trustee of the Society and oversee the appointment process of other Trustees

## **MEMBERSHIP**

15. Ordinary members shall be practising healthcare professionals who hold substantive or honorary hospital appointments in Medical Oncology in the United Kingdom and will include those in training.
16. All such persons will normally be granted automatic membership of the Society on application using a form provided for the purpose, subject to approval by the Committee. A list of all new members will be submitted to the Annual General Meeting (AGM) of the Society.
17. Ordinary membership may be granted to persons not described in paragraph 14. They should be nominated by an ordinary member of the Society to whom they are known personally, although the Committee can grant membership for overseas applicants without nomination if deemed appropriate. Membership will be granted if, in the opinion of the Committee, they are of such merit that their membership would be a positive contribution to the Society or its aims. If elected, thenceforth their membership status, rights and privileges will be the same as those of all other ordinary members. A list of all new members approved under this rule will be submitted to the AGM for approval.
18. Honorary members may be elected for their distinguished service to medical oncology, following nomination to the Committee and ratified at the AGM. They shall not pay subscriptions and may receive, without payment, any resources of the Society that are free to ordinary members. They may attend meetings but they will not be entitled to vote on any business that is transacted. Their number will not be limited, but the award of honorary membership will be regarded as exceptional.
19. Overseas members shall be practising healthcare professionals who hold hospital appointments outside the United Kingdom, working in departments of medical oncology. They will be eligible to attend all meetings of the Society and to receive its publications. They will not be eligible to vote on business transacted at meetings.
20. Associate members shall be health care professionals that are earlier in their professional development and have not yet entered specialist training in Medical Oncology, for example, internal medical trainees, foundation doctors or undergraduate students.
21. Retired members will be those who have retired from clinical practice and who seek to continue membership and contribute to the Society.
22. Each ordinary member shall pay an annual subscription, which shall be determined from time to time by the Committee and ratified by the AGM. The annual subscription shall be payable in advance by methods deemed appropriate by the Committee. The Committee shall have discretion to set different rates for each membership type, including overseas members and to waive the demand for electronic payment in special circumstances.
23. When a person has been elected a member of the Society, the Secretary shall inform them of their election and send them a copy of the Rules and Disciplinary Procedures.
24. It will be the responsibility of each member to ensure that the Society is kept informed of their

current contact details and details of their current professional roles.

25. Communication between the Society and its members will be predominantly through electronic messaging (e-mail). Members are requested and strongly encouraged to respond to the annual joint census with the Royal College of Physicians, to assist the professional organisations in national manpower planning of non-surgical oncology.
26. Tenders of resignation of membership shall be made in writing to the Secretary and the member shall be liable for payment of their annual subscription for the current year, together with any arrears up to the date of tendering their resignation. When a member retires from active practice they may apply for retired membership. Such membership and the waiving of the annual subscription shall be effective from 1st January of the following year.
27. Any member whose subscription is one year in arrear and who has been duly notified of the fact, shall, if the Committee see fit, cease to be a member of the Society, but will be eligible for re-election, upon application and payment of all arrears.
28. All members of the Society, including Trustees, will abide by these Rules and undertake no action that may influence the good standing of the Society or bring it into disrepute. Any misconduct should be dealt with by the procedures outlined in the separate Disciplinary Procedures document.
29. For any action or state that falls outside of the Disciplinary Procedures, a vote of no confidence can be used to encourage someone to resign as a Member, Trustee or Committee member. If such a need arises, a written submission should be sent to the Honorary President or the Chair outlining the reasons with evidence. The Honorary President or Chair will then hold a vote of the Committee members and if supported by the majority of Committee members (>50% of committee member votes), the Honorary President or Chair will write to the member concerned to encourage them to resign. Failure of the member to resign will be pursued according to the Trustee Act 1925 for Trustees or Committee members, or cancellation of membership for Ordinary Members.

## **DISQUALIFICATION AND REMOVAL OF TRUSTEES OR COMMITTEE MEMBERS**

30. A trustee shall cease to hold office if he or she:

- is disqualified from acting as a trustee by virtue of sections 178 and 179 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision);
- ceases to be a member of the Society;
- in the written opinion, given to the Society, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a trustee and may remain so for more than three months;
- resigns as a trustee by notice to the Society (but only if at least two trustees will remain in office when the notice of resignation is to take effect); or
- is absent without the permission of the trustees from all their meetings held within a period of six consecutive months and the trustees resolve that his or her office be vacated.

## **DISSOLUTION OF THE SOCIETY**

31. The Society may be dissolved by a resolution passed by a two-thirds majority of those present and voting at a Dissolution Extraordinary General Meeting (EGM) convened for the purpose, of which 42 days notice shall be given to the members. Such resolution may give instructions for the disposal of any assets held by, or in the name of, the Society, provided that any property remaining after settling all debts and liabilities. Such property shall not be paid to, or distributed among, the members of the Society, but shall be given or transferred to other charitable institution(s) or institutions whose objectives are similar to some or all of the objects of the Society, as determined by the Society. If there are no such institutions, then the assets may be donated to some other charitable organisation.
32. If the members resolve to dissolve the charity the Trustees will remain in office as charity trustees and be responsible for winding up the affairs of the charity in accordance with this clause. The trustees must collect in all the assets of the charity and must pay or make provision for all the liabilities of the charity.
33. The trustees must apply any remaining property or money directly for the objectives by transfer to any charity or charities for purposes the same as or similar to the charity. In no circumstances shall the net assets of the charity be paid to or distributed among the members of the Society.
34. The trustees must notify the Charity Commission promptly that the charity has been dissolved. If the trustees are obliged to send the charity's accounts to the Commission for the accounting period which ended before its dissolution, they must send the Commission the charity's final accounts.

## **RUNNING OF THE COMMITTEE**

35. The Chair will be appointed by a ballot of the membership of the Society. A call for nominations for Chair will be issued by the Secretary, at an appropriate time, to allow appointment of a Chair-Elect who can shadow the Chair for at least 2 meetings of the Committee before taking office as Chair. When only a single nomination is obtained, the eligible candidate, shall be appointed by the Committee following a ratification vote by members of the Committee, demonstrating majority support (>50% of committee member votes). The term of appointment will be for 3 years and the post-holder can be nominated in subsequent elections in open competition.
36. The Chair will:
- Liaise with the Deputy Chair, Secretary, Treasurer, Society Secretariat and other Committee members to ensure the successful working of the Committee on all matters
  - Promote the Society through active publicity and to provide support and encouragement to the Committee and its members
  - Work closely with the Secretary, Treasurer and Trustees to maintain the legal, financial and ethical probity of the Society
  - Work with the Society Secretariat to prepare agenda for meetings and the timely release of meeting minutes
  - Chair the meetings of the Committee and the AGM
  - Ensure that Committee meetings are convened regularly, that agendas and minutes are produced in a timely manner and that agreed decisions are actioned and reviewed within an identified time frame
  - Present an annual report on the state of the Society to the AGM for approval of all members present
  - Respond in a timely manner to all correspondence, including from Trustees
  - Provide an appropriate handover to a Chair Elect
37. A call for nominations for Chair will be requested by the Secretary before the completion of each three-year term to facilitate the appointment of a Chair-Elect. The purpose of appointment of a Chair-Elect will be to ensure the smooth transition from one Chair to another, particularly in such circumstances that the Chair-Elect has not previously or recently served as an officer of member or Officer of the Society.
38. The Deputy Chair will be appointed from the Committee membership by the Officers of the Society and, hence, will usually hold another role on the Committee. The term of office of the Deputy Chair will be the same as for the Chair, but will be independent of the Chair i.e. If resignation/illness of either requires a new election, re-election of the other is not required.
39. The Deputy Chair will:
- Deputise for the Chair on matters relating to external relations of the Society in agreement with the Chair, for example in attendance at Royal College or other Specialist Society meetings
  - Deputise for the Chair in internal meetings when the Chair is unavailable
40. The Secretary shall be appointed by a ballot of the ordinary membership, through the same process and for the same term of office as outlined for the Society Chair, above.

41. The Secretary will:

- Work with the Society Secretariat to maintain a list of current members and respond effectively to new membership enquiries
- Review and approve new applications for membership
- Be responsible for the election of new Committee members
- Advise the Society Secretariat on matters of protocol
- Present membership details and statistics at the AGM

42. The Treasurer shall be appointed for a period of three years and shall be eligible for reappointment by agreement of the Committee. It is recognised that the incumbent may serve a more prolonged period than other officers in view of the nature of the role. The Treasurer will be appointed by a ballot of the ordinary membership, through the same process as outlined for the Society Chair, above.

43. The Treasurer will:

- Maintain the financial accounts of the Society
- Advise the Officers and other Committee members in all financial matters
- Shall recommend changes to membership fees and other charges as required for financial governance of the Society
- Shall be part of any external contractual discussions where charges or income is concerned
- Shall ensure external review of the Society accounts if deemed appropriate
- Make a presentation of the Society's finances at the AGM

44. The term of office of any member of the Committee can be extended for an agreed period following discussion at, and approval by the majority of members of the Committee, for example to provide better continuity following the demitting of an Officer, cover for maternity leave or other reason.

45. The Society Secretariat shall be appointed by the other officers of the Society and shall be entitled to remuneration from the Society for their work, undertaken on behalf of the Society.

46. The Society Secretariat will:

- Coordinate the clerical support of the Society through their own work and/or the work of others
- Maintain a diary of internal and external meetings to support participation by Committee members
- Coordinate the planning and conduct of Committee meetings
- Work with Officers of the Committee to ensure the organisation and support of the AGM and any other general meetings of the Society
- Take minutes of Committee meetings and maintain the records of the Society
- Assist the Secretary in maintenance of the membership database of the Society
- Support the work of Committee members
- Attend the AGM and coordinate the presentations by Committee members

47. The Committee will include elected representatives, the number of which and regional boundaries will be determined by the Committee, but likely to include each of the Nations of the United Kingdom and the five regions of England, namely The South, London, Midlands, North East, North West, Scotland, Northern Ireland and Wales. These posts will be elected by ballot by their constituency members when there is more than one applicant for the post. The term of

office will be 3 years, renewable following open competition.

48. In most cases it will be expected that elected national and regional representatives will take on one of the Designated Roles (see Appendix 1) of the Committee in addition to representation of their constituents.
49. Designated Roles within the Committee will be decided, from time to time, by agreement within the Committee, depending on the needs of the Society. A current list of roles required shall be maintained and attached as an Appendix to this constitution. Where no current Committee Member is able or willing to fulfil a designated role a further appointment to the Committee may be made from the Membership.
50. Any additional co-opted members of the Committee, as dictated by the needs of the Society, shall be appointed by the Committee following agreement of the majority of the members of the Committee.
51. General Duties and Responsibilities of Committee Members:
  - Committee membership is expected to be an active and participating role for the benefit of the Society
  - Committee Members must attend at least two thirds of all Committee meetings, including the AGM within any three-year period of their membership. This attendance may be through the means of electronic conferencing where necessary
  - Where requested to respond to an email or other communication from the Officers or Society Secretariat of the Society, Committee Members are expected to prioritise appropriately the needs of the Society
  - Any Committee Member who is unable to meet these requirements will be required to reaffirm their intention to undertake the duties of their membership or step down from the Committee
  - Committee members should actively promote the Society through professional and informal networks to recruit new members by forwarding nominations to the Secretary
  - To undertake tasks identified by the Committee in a timely manner and to report on progress to other Committee members
52. Procedure for elections to Committee roles: The secretary shall send, electronically, to each member a call for nominations for vacant posts. Following a pre-determined deadline for the receipt of nominations, and where there is more than one nomination for any post, the Secretary shall send notification of an electronic ballot to each voting member of the Society, containing the names of those nominated to fill any vacancies. An electronic ballot will then take place. The names of those nominees who are elected will be ratified by the membership at the AGM.
53. The Society bank accounts shall be operable by two signatories; both shall be members of the Committee and one will be the Treasurer.
54. If the Society shall decide to make an investment of money held by it, it may request any corporation approved by the Society at a business meeting to make such investment on its behalf in the name of that body corporate as the Committee shall, from time to time, direct and that body corporate shall comply only with directions issued to them by the committee concerning such investments or the income thereof and any rights attaching thereto such directions to be in writing purporting to be a true copy of the decision of the committee and signed by one of the Officers.



## MEETINGS

55. The Society shall hold at least one Annual General Meeting (AGM) a year, at which the ordinary business of the Society shall be transacted. Twenty percent of Society members (present or by proxy electronic voting) shall constitute a quorum. At the AGM, the Chair, Secretary, Residents Group and Early Career Consultants Committee representatives shall present reports and the Treasurer shall present accounts. Vacancies among the Officers and committee shall be filled and new members elected. At least six weeks' notice shall be given of an AGM and notice of any resolutions must reach the Secretary at least one month before the meeting. The agenda of the AGM shall be circulated, at least 2 weeks prior to the meeting.
56. The conduct of the meeting shall be in the hands of the Chair. In the absence of the Chair, a member of the Society nominated by the Committee will chair the meeting.
57. Each ordinary member shall have the right to vote upon all questions submitted to any meeting of the Society at which the member is present. Any member unable to attend the meeting at which a ballot is to take place can vote by sending his or her vote electronically to the Secretary, such that it reaches the Society at least two working days before the date of the ballot.
58. The committee may convene other general, scientific and/or business meetings. The Committee shall select the papers to be presented at the scientific meetings. The agenda of any scientific meeting shall be circulated, at least 2 full weeks prior to the meeting.
59. The Committee shall convene an Extraordinary General Meeting (EGM), on receipt of a written request, signed by not less than thirty voting members to the Secretary. Such requests shall state the purpose for which the meeting is required.
60. The rules of the Society can be altered only by the Committee and require ratification at the AGM or EGM and not less than 6 weeks after notice has been given of the meeting or after members have been otherwise notified of the proposed alteration. No amendment may be made to Rule 2 (Objectives), Rule 31 (Dissolution) or to this rule without the prior written approval of the Charity Commissioners. Alterations to rules shall be ratified if more than two-thirds or more of eligible members present at an AGM, EGM (and/or voting electronically, in advance, as described above) support the proposed changes. No amendment shall be made which would cause the Society to cease to be a charity in law or that shall authorise or be deemed to be authorised the application of any funds for any purpose which is not an exclusively charitable purpose. Any member unable to attend the meeting may vote by the procedure set out in Rule 57.
61. The Committee may recommend the removal of a member from the Society if, in the opinion of the Committee, the interests of the Society require it. Such recommendation must be submitted at the AGM and shall become effective if two-thirds or more of those eligible to vote (i.e. present or pre-registered electronic votes) are in favour. In the event of any such motion, the Committee will communicate with the said member in advance of the meeting, outlining the reasons for the motion, and allowing the said member the opportunity to either attend the AGM to explain the situation or to resign voluntarily from the Society.
62. Where required, non-members may be invited to attend and/or address general meetings by invitation of the Committee, or by application to the Committee by ordinary members at least 14 days prior to the meeting.
63. The committee may invite any scientific society to participate in a scientific meeting.

64. Meetings of the Society are private and proceedings may not be communicated outside of the meeting including but not limited to, the press or social media, without the consent of the Committee.

## **RESIDENTS GROUP**

65. Resident doctors specialising in Medical Oncology via traditional national training or alternative pathway(s) who are members of the Society will be encouraged to form a Medical Oncology Residents Group to facilitate educational activities and to advise the Committee and the Society on issues related to resident doctors and training in Medical Oncology.

- The Residents Group will organise a network of regional representatives
- The organisation of the Residents Group will be supported by the Society Secretariat
- Three members of the Residents Group will serve as members of the Executive Committee

## **EARLY CAREER CONSULTANTS COMMITTEE**

66. Early Career Consultants in Medical Oncology, within 5 years of completion of training and/or taking up their first consultant appointment, who are members of the Society, will be encouraged to form a committee for meetings and mutual support.
67. The Early Career Consultants committee will organise the election of a Chair who will represent the early career consultants on the Committee. The tenure of the appointment of Chair of the Early Career Consultants Committee should normally be for 3 years.

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## **APPENDIX 1: Designated Roles**

- Chair
- Deputy Chair
- Secretary
- Treasurer
- Society Secretariat
- Strategy Lead – responsible for developing and maintaining any strategy policies and documents relating to the objectives of the Society (as outlined in Rule 2)
- Policy Lead – responsible for leading the development and advocacy for policies related to cancer research, prevention, and patient care, by building relationships with government, charities, patient groups, and other stakeholders
- Events Lead – responsible for arrangements of any scientific meetings and liaison with other relevant meetings as required
- Website / Communications Lead
- Resilience and Burnout Lead

### **The following positions are Ex Officio:**

- Training Lead (SAC Chair or nominated deputy)
- UK SACT Board representative
- UK Acute Oncology Society representative
- ESMO representative
- Chair of Joint Specialty Committee for Medical Oncology
- Chair of NHS England Chemotherapy Clinical Reference Group or equivalent
- Chair of the Early Career Consultants Committee of the Society
- Chair and up to two other representatives of the Residents Group of the Society
- Regional representatives – the number of which and regional boundaries will be determined by the Committee, but likely to include representatives of each of the Nations of the United Kingdom and the five regions of England, namely The South, London, Midlands, North East, North West, Scotland, Northern Ireland and Wales.

Note that an individual can hold more than one position at the same time.