

## **CAMBRIDGE PHILOSOPHICAL SOCIETY**

### **BYE LAWS AND REGULATIONS FOR THE WILLIAM HOPKINS PRIZE AND THE WILLIAM BATE HARDY PRIZE**

*(approved at General meeting 2 July 2018)*

#### **1. The Fellows of the Society**

- 1.1 In the conduct of the business of the Society, the Fellows of the Society may alternatively be referred to as “the Members of the Society” and the terms “Fellow” and “Member” used interchangeably.
- 1.2 A graduate of the University of Cambridge, or a graduate of another university who at the time of application is resident in or near Cambridge, may be elected a Fellow of the Society. Exceptionally the Council may nominate for election any other person.
- 1.3 In order to be elected a Fellow of the Society, a person must be recommended on a certificate signed by a proposer, who must be a Fellow of three years’ standing, and by a supporter, who must be a person of appropriate standing who knows the applicant in a professional capacity. The certificate must specify the professional status of the supporter and the full name, degree, College, Department or Faculty, and usual place of residence of the applicant.
- 1.4 The completed certificate must be delivered to the office of the Society with payment of the subscription specified in Bye Law 1.5. On receipt it shall be published in the Library of the Society and on the Society’s website until the determination of the application.
- 1.5 The Council may reject an application or may nominate the applicant for election at the General Meeting next following the decision of the Council. A vote of at least two-thirds of those voting shall be required. In the case of an unsuccessful application the subscription paid shall be returned.
- 1.6 The amount of the annual subscription shall be determined by the Council, subject to approval by a General Meeting, and shall be payable in advance on 1 January each year; provided that:
  - (a) a Fellow who applies on or after 1 October in accordance with Bye Law 1.3 for election shall be deemed to have paid the subscription due on 1 January next following;
  - (b) a Fellow or applicant for election may compound for all future annual subscriptions by payment of a life subscription of an amount determined from time to time by the Council, subject to approval by a General Meeting;
  - (c) a Fellow of ten years’ standing may compound for all future annual subscriptions by payment of a life subscription of an amount determined from time to time by the Council, subject to approval by a General Meeting;
  - (d) a Fellow who has reached the age of sixty-seven years and has been a Fellow for twenty-five years may apply to the Council for the remission of all future subscriptions (but such remission shall not apply to the separate payment for publications).
- 1.7 A Fellow whose subscription is in arrear shall not be entitled to any of the privileges of the Society until payment is made. The Treasurer shall apply for payment to any Fellow whose subscription is four months in arrears. If payment is not made within four months of such application, the Fellow shall be reported at the next Annual General Meeting as having been struck off the list of the Society. A person so reported, on payment of the arrears due at the time, may apply for readmission, which shall be subject to approval by vote at a General Meeting of at least two-thirds of those voting.

- 1.8 A Fellow may withdraw from the Society by notice given in writing to that effect and shall be liable for all sums due to the Society at the time of withdrawal. The death or withdrawal of a Fellow shall be announced at, and recorded in the minutes of, the next Annual General Meeting.
- 1.9 A Fellow who contravenes the Bye Laws or other regulations of the Society, or defames, damages, or engages in dishonourable conduct in relation to, the Society, shall be liable to expulsion from the Society.
- 1.10 If it appears that there may be cause for the expulsion of a Fellow, the President shall consider the matter. The President may decide to take no further action; otherwise he or she shall appoint a committee of three Fellows of the Council, appointing one of them as chairman, to decide whether the Fellow concerned should be expelled from the Society. The conduct of the proceedings of the committee shall be determined by the chairman, subject always to the Fellow concerned being informed of the alleged cause for expulsion and being given the opportunity to present a defence in writing (and orally, if the chairman so determines) to the allegation. The chairman shall notify the Fellow concerned and the President in writing of the decision of the committee.
- 1.11 If the decision is to expel, the Fellow concerned shall have fourteen days (or such longer period as the President may allow) from the date of the decision in which to give written notice of appeal to the President, stating the grounds for appeal. On receipt of such notice, the President shall appoint an appeal committee of three Fellows of the Society (who may, but need not, be Fellows of the Council), appointing one of them as chairman, to determine the appeal. The conduct of the proceedings of the appeal committee shall be determined by the chairman. The chairman shall notify the Fellow concerned and the President in writing of the decision of the appeal committee.
- 1.12 The expulsion of a Fellow shall be announced at, and recorded in the minutes of, the next Annual General Meeting and shall be published on the Society's website. A person expelled from the Society shall not be readmitted.

## **2. The Officers**

- 2.1 The Officers shall comprise the President, the President-elect, the three Vice-Presidents, the Treasurer and the Secretaries (of whom there shall be not more than three). Each officer shall be elected at an Annual General Meeting to serve from 1 January next following.
- 2.2 The following limits of tenure shall apply:
  - (a) President: two years;
  - (b) President-elect: one year;
  - (c) Vice-President: three years successively;
  - (d) Treasurer: twelve years successively;
  - (e) Secretary: nine years successively.
- 2.3 In the case of the resignation or death of an officer, the Council shall have power to appoint any Fellow to the vacant place for the unexpired portion of the period of tenure or until the next Annual General Meeting, or may approve such other arrangement for the discharge of the duties of office as they may see fit pending the election of a successor.
- 2.4 The duty of the President shall be to take the chair at General Meetings and at the Council; to regulate and keep order in their proceedings; to state questions and propositions to the meeting; to report the result of ballots and votes; and to carry into effect the regulations of the Society. In the absence of the President, the chair shall be taken by one of the members of the Council in the

following order: a Vice-President; the Treasurer; the senior ordinary member of the Council then present.

- 2.5 The duty of the Treasurer shall be, subject to the directions of the Council, to receive all sums of money due to the Society, transact all its pecuniary affairs, and keep a regular account of receipts and payments. The accounts shall be audited annually by a practising firm of accountants appointed at an Annual General Meeting. The Treasurer shall present to the Council a report on the financial condition of the Society with the audited accounts, which shall then be laid before the Annual General Meeting.
- 2.6 The duty of the Secretaries shall be to bear responsibility to the Council for the general conduct of the Society's correspondence, publications and all other business, excepting that which relates to finance; for ensuring that minutes of proceedings at meetings of the Society are taken; and for the transaction of the business arising from meetings.

### **3. The Council**

- 3.1 The Council shall consist of the officers and not more than twelve nor less than seven ordinary members, who shall be Fellows.
- 3.2 Subject to the Charter and Bye Laws of the Society, the Council shall have the sole management of the income and funds of the Society, and the entire management and superintendance of all of its other affairs and concerns, and shall or may do all such things as appear to them necessary for the purpose of carrying into effect the objects of the Society.
- 3.3 Ordinary members of the Council shall be elected at each Annual General Meeting to serve for three years from 1 January next following. No Fellow shall be eligible to serve as an ordinary member for more than six years successively.
- 3.4 Not later than 31 July, the Council shall nominate Fellows for election as officers and as ordinary members of the Council at the ensuing Annual General Meeting. Not later than 30 September, any five or more Fellows, not being members of the Council, may nominate any Fellow for election as an officer or as an ordinary member of the Council at the ensuing Annual General Meeting. Any such nomination shall be signed by the Fellows making it and delivered to the office of the Society together with a statement by the nominated Fellow accepting nomination. Nominations by the Council and those made by five or more Fellows shall be published immediately on receipt in the Library of the Society and on the Society's website until the Annual General Meeting. At least seven days before the Annual General Meeting a list of all those duly nominated shall be sent to all Fellows with notified addresses for correspondence in the United Kingdom showing the position for which each candidate has been nominated and indicating those candidates who have been nominated by the Council.
- 3.5 The procedure for election at the Annual General Meeting shall be as follows:
  - (a) Where the number of candidates for a position does not exceed the number of places to be filled, the candidates shall be declared elected. Otherwise a ballot for the position shall be held and those persons gaining most votes shall be declared elected.
  - (b) In the case of a ballot, the Secretaries shall issue to each Fellow present a list of candidates for the position, which shall constitute a voting paper for the ballot.
  - (c) The meeting shall appoint, on the nomination of the chairman, two Fellows as scrutators.
  - (d) Each Fellow voting shall hand a completed voting paper to one of the scrutators.

- (e) The scrutators shall rule invalid any voting paper with more than the proper number of votes for the places to be filled. They shall count the votes and shall report the result to the Chairman. In the case of an equality of votes, the Chairman shall have such number of additional casting votes as may be needed to determine the outcome of the election. When the process is completed, the Chairman shall announce the names of those elected.
  - (f) The Chairman shall resolve any difficulty or dispute arising from the election as he or she may see fit.
- 3.6 In the case of the resignation or death of a ordinary member of the Council, the Council shall have power to appoint any Fellow to the vacant place for the unexpired portion of the period of tenure or until the next Annual General Meeting, as they may see fit.
  - 3.7 Meetings of the Council shall be summoned on the order of the President, or on receipt by one of the Secretaries of a requisition signed by three or more members of the Council. Such a meeting shall be held within fourteen days of term after receipt of the requisition; provided that, for this purpose, the word "term" shall include the period specified by the University for courses of instruction to be given during the Long Vacation.
  - 3.8 Five members, or whom at least two are officers, shall constitute a quorum of the Council.
  - 3.9 The Council shall meet at least once in each term. Notice of each meeting shall be sent to every member of the Council; that shall be done immediately in the case of a meeting summoned on receipt of a requisition.
  - 3.10 All questions shall be determined by the Council by open vote, unless a ballot is demanded by any member present. If required by any two members present, the determination shall be deferred until the next succeeding meeting, at which the determination of the Council shall be final. In the case of an equality of votes, the Chairman shall have a second and casting vote.
  - 3.11 The Council may appoint from among the Fellows or other persons committees for the management of the affairs of the Society and may delegate to any such committee such powers as they consider appropriate. Each member of such a committee shall be appointed to 31 December of a specified year and shall be eligible for reappointment.
  - 3.12 The Council or the Society by resolution of a General Meeting may determine general schemes for the advancement of the charitable purposes of the Society. Members of the Council may themselves benefit under any such scheme provided that the benefit and the terms on which it is received are the same as would apply to a Fellow who is not a member of the Council and either (i) the Society's Policy for the Management of the Conflict of Interests of members of the Council has been strictly observed in the grant of the benefit, or (ii) the benefit and the terms on which it is granted have been agreed by resolution of a General Meeting in the absence of all Council members involved.

#### **4. General Meetings**

- 4.1 General Meetings of the Society shall be summoned on the order of the Council, or on receipt by one of the Secretaries of a requisition signed by six or more Fellows stating the purpose of the meeting. Such a meeting shall be held within fourteen days of term after receipt of the requisition; provided that, for this purpose, the word "term" shall include the period specified by the University for courses of instruction to be given during the Long Vacation.
- 4.2 General Meetings shall normally be held on Mondays in Full Term. A General Meeting, called the Annual General Meeting, shall be held on the last Monday in October.

- 4.3 The Council shall summon a General Meeting on receipt by one of the Secretaries of a requisition signed by six or more Fellows, which shall state the purpose of the meeting. Such a meeting shall be held within fourteen days of term after receipt of the requisition; provided that, for this purpose, the word "term" shall include the period specified by the University for courses of instruction to be given during the Long Vacation.
- 4.4 Notice of any General Meeting and of the business to be considered at it shall be published on the Society's website at least three days before the meeting.
- 4.5 The Bye Laws of the Society shall be made, amended and revoked by resolution of a General Meeting. Such a resolution shall either have been approved by the Council, or the Fellow or Fellows proposing it shall have given to the Council one month's notice of their intention to do so.
- 4.6 The Society, by resolution of a General Meeting, shall make and may from time to time amend a Policy for the Management of Conflicts of Interest of members of the Council. All members of Council shall be bound by and act in accordance with that Policy

## **5. The Society's property**

- 5.1 The President and Treasurer shall be jointly responsible for the safe custody of the Common Seal, Charter, Deeds and all valuable securities and documents of title to land or goods of the Society.
- 5.2 The Common Seal shall not be affixed to any instrument except by authority of the Council, such authority being given either in respect of a particular instrument or in respect of a class of instruments. Every instrument to which the Common Seal is affixed shall be signed by one of the officers and by one other person who shall be a member of the Council or some other person approved by the Council for such purpose.
- 5.3 No sale, mortgage, incumbrance or other disposition of any land belonging to the Society shall be made without the approval of a General Meeting.
- 5.4 The Society shall not make any dividend, gift division, or bonus in money unto or amongst any of its members.
- 5.5 In the event of the dissolution of the Society, its assets shall be applied as the Charity Commission or the Court may direct and shall be applied to exclusively charitable purposes.

## **6. The Society's publications**

- 6.1 Any journal published by the Society shall be in the charge of the Secretaries, who may be assisted by an Editor or Editorial Committee, as may be determined by the Council.
- 6.2 Upon application made to one of the Secretaries, Fellows may receive one of the journals of the Society on payment of such sum as shall from time to time be determined by resolution of a General Meeting on the recommendation of the Council; but no publication shall be sent until the Fellow's subscription for the current calendar year and any previous arrears have been paid.

## **7. The Society's publications**

Fellows shall have the privilege of borrowing books from the Library under such regulations as may be approved on behalf of the Library Syndicate by the Science Sub-syndicate.

## **8. Benefactors**

The names of Benefactors to the Society shall be read at the Annual General Meeting next following the receipt of their benefaction and shall be recorded in the minutes.

**9. Honorary Fellows**

- 9.1 On the nomination of the Council, a person of scientific distinction may be elected an Honorary Fellow of the Society at a General Meeting by a vote of at least two-thirds of those voting. Such a nomination may be made by the Council of their own motion or after consideration of a proposal for nomination made by six or more Fellows. A nomination shall be supported by a citation, approved by the Council, setting out the grounds on which it is made.
- 9.2 An Honorary Fellow shall be invited to deliver a lecture to a meeting of the Society.
- 9.3 The following provisions shall apply to Honorary Fellows:
- (a) a Fellow who is elected an Honorary Fellow shall remain a Fellow with remission of all future subscriptions;
  - (b) on applying to become a Fellow, an Honorary Fellow shall be declared elected as such at the next General Meeting with remission of all future subscriptions, and shall additionally remain an Honorary Fellow;
  - (c) an Honorary Fellow who is not a Fellow shall not be liable to pay any subscription and shall not be entitled to vote at General Meetings or to serve on the Council or as an officer of the Society, but shall be entitled to all other privileges accorded to Fellows; and
  - (d) an Honorary Fellow shall be entitled to make separate payment for publications at the rate applicable to Fellows.

**CAMBRIDGE PHILOSOPHICAL SOCIETY**

**Regulations**

**for**

**The William Bate Hardy Prize**

The following are the regulations for the William Bate Hardy Prize, founded in 1964 in memory of Sir William Bate Hardy (1864-1934)

- 1) That the Prize be called the 'William Bate Hardy Prize'.
- 2) That this Prize be adjudged once in three years.
- 3) (a) That the Prize be awarded in connection with work in Biological Science by a member of the University of Cambridge, either
  - (i) for the best publication, invention, investigation or discovery that has been published during the three years immediately preceding (but that the Adjudicators may, if it seem to them advisable in any particular case, award the prize for a publication, invention, investigation or discovery which has not been published within the aforementioned period) or
  - (ii) to an individual for an especially distinguished contribution in early career, or
  - (iii) in recognition of a lifetime contribution.
- (b) Each Prize for the best publication, invention, investigation or discovery may be awarded to the laboratory or group responsible for it (or to an individual in the case of individual work). It may be restricted to a laboratory or group in, or closely associated with, the University of Cambridge.
- 4) That the Prize be adjudged by three Fellows of the Society, nominated by the Council of the Society for each occasion.
- 5) That, in the event of any difficulty arising in carrying out the above provisions in any particular instance, either from lack of a prize-subject of sufficient merit, or from any other cause, the Council of the Cambridge Philosophical Society be at liberty not to award the Prize or to award it to someone not a member of the University.
- 6) That the value of the Prize be £1000, or such sum as shall from time to time be determined by the Council.

**CAMBRIDGE PHILOSOPHICAL SOCIETY**

**Regulations**

**for**

**The William Hopkins Prize**

The following are the regulations for the William Hopkins Prize, founded in 1862 in memory of William Hopkins (1793-1866)

- 1) That the Prize be called '**The William Hopkins Prize**'.
- 2) That the Prize be adjudged once in three years.
- 3) (a) That the Prize be awarded in connection with work in Mathematico-Physical or Mathematico-Experimental science or Mathematics alone or Experimental Physics alone by a member of the University of Cambridge, either
  - (i) for the best publication, invention, investigation or discovery that has been published during the three years immediately preceding (but that the adjudicators may, if it seem to them advisable in any particular case, award the prize for a publication, invention, investigation or discovery which has not been published within the aforementioned period) or
  - (ii) to an individual for an especially distinguished contribution in early career, or
  - (iii) in recognition of a lifetime contribution.
- (b) Each Prize for the best publication, invention, investigation or discovery may be awarded to the laboratory or group responsible for it (or to an individual in the case of individual work). It may be restricted to a laboratory or group in, or closely associated with, the University of Cambridge.
- 4) That the fund be vested in the Cambridge Philosophical Society, and the Prize be adjudged by three Fellows of the Society, nominated by the Council of the Society for each occasion.
- 5) That, in the event of any difficulty arising in carrying out the above provisions in any particular instance, either from lack of a prize-subject of sufficient merit, or from any other cause, the Council of the Cambridge Philosophical Society be at liberty to carry over the amount of the Prize for that term towards augmenting the fund for future prizes, or to award it to someone not a member of the University.
- 6) That the value of the Prize be £1000, or such sum as shall from time to time be determined by the Council.

**CAMBRIDGE PHILOSOPHICAL SOCIETY**

**Policy for the Management of Conflicts of Interest**

1. Every member of the Council has a duty of single-minded loyalty to the Society when engaged with its governance and administration.
2. That duty will at times conflict with other interests or loyalties, either of a nature personal to the Council member concerned or to another person or organisation with which the Council member is connected.
3. Conflicts of interest cannot be avoided, but for the protection of the Society they must always be managed in accordance with this policy.
4. This policy applies to meetings of the Council or of any committee or group on which Council members serve and also to members of the Council attending General Meetings of the Society.
5. An interest may involve a benefit received, or potentially receivable, by a Council member. Such receipt may be either direct or indirect.
6. The benefit will be indirect if it is to:
  - (a) a child, parent, grandchild, grandparent, brother or sister of the Council member;  

“child” includes a stepchild and an illegitimate child
  - (b) the spouse or civil partner of the Council member or of any person within paragraph (a);  

a person living with another as that person's husband or wife is to be treated as that person's spouse, and where two people of the same sex are not civil partners but live together as if they were, each of them is to be treated as the civil partner of the other
  - (c) a person carrying on business in partnership with the Council member or with any person falling within paragraph (a) or (b);
  - (d) an institution which is controlled:
    - (i) by the Council member or by any person falling within paragraph (a), (b) or (c), or
    - (ii) by two or more persons falling within sub-paragraph (i), when taken together.  

a person controls an institution if the person is able to secure that the affairs of the institution are conducted in accordance with the person's wishes
  - (e) a body corporate in which:
    - (i) the Council member or any connected person falling within any of paragraphs (a) to (c) has a substantial interest, or
    - (ii) two or more persons falling within sub-paragraph (i), when taken together, have a substantial interest.

a person has a substantial interest in a body corporate if the person is interested in shares comprised in the equity share capital of that body of a nominal value of more than one-fifth of that share capital, or is entitled to exercise, or control the exercise of, more than one-fifth of the voting power at any general meeting of that body.

7. A charity trustee must not benefit, directly or indirectly, from the charity unless the benefit is authorised by the trusts of the charity, or by order of the Charity Commission, or by legislation or other lawful authority, and any authorisation must be granted in strict accordance with the power granting it. That applies, in particular, to the remuneration in accordance with sections 185 and 186 of the Charities Act 2011 of a charity trustee providing services to the charity.
8. An interest is a “pecuniary interest” if it has a monetary value or worth.
9. A material interest is any matter which may influence the judgment of the person possessing it, or may reasonably appear as capable of influencing that person's judgment, so that the it may not be, or may appear not to be, exercised wholly and exclusively in the interests of the Society. But an interest shall not be a material interest unless the person having the interest either knew about it or should reasonably have been aware of it. The references to interests that follow in this policy are to material interests.
10. The Executive Secretary will maintain a Register of Interests. Every Council member must record in the Register any material interest, entering a brief note of its nature and whether or not it is a pecuniary interest; must update the Register as changes occur; and must confirm to the Executive Secretary on an annual basis that the entry is correct. The Register shall be available for inspection by any Fellow of the Society and by such other persons as either the Council or the President may determine.
11. The first item of any agenda for a meeting of the Council shall be the declaration of interests. Council members shall declare any conflict then or at any later time during the meeting when it becomes apparent to them that a conflict exists. Declarations of interest shall be recorded in the minutes of the meeting.
12. However, the Council may agree that a member need not declare an interest, on the basis that the interest is well-known to them and of a nature that does not require the member to leave the meeting or desist from voting at it. The minute of the Council's agreement shall be recorded in the minutes of the meeting at which it is given and a note of it entered in the Register of Interests. The member shall notify the Council as soon as he or she becomes aware of any material change of circumstance that might affect the Council's agreement. The Council will then reconsider the matter.
13. A Council member who declares an interest in relation to an item of business shall withdraw from the meeting for the discussion of that item and shall not vote on it, unless the Council (excluding, for this purpose, the member and any other similarly conflicted members) shall have resolved either that (i) the member may remain for the whole discussion of the item and vote on it; or (ii) the member may remain for the part only of the discussion of the item and vote on some matters only, or not at all.
14. The Council shall not normally permit a member with a direct pecuniary interest to remain for any vote in relation to it.
15. Where, in relation to a matter before the Council, there are insufficient un-conflicted members to constitute a quorum, all members of the Council shall consider how to proceed and

decide whether it is possible to determine the matter on their own authority, or whether to apply to the Charity Committee for advice under section 105, or for an order under section 110, of the Charities Act 2011. In reaching its conclusion, the Council shall have regard to any published advice of the Charity Commission bearing on the issue.

16. Each new Council member, on election, shall be given a copy of this policy and asked to read both it and the Charity Commission guidance *Conflicts of interest: a guide for charity trustees*.