

BY-LAWS
of
SOCIETY FOR EDITORS AND PROOFREADERS LIMITED

Headings

The headings in these by-laws shall not be taken as part of the by-laws or in any way affect the interpretation or construction of the by-laws.

GENERAL REGULATIONS

1 Relation to the Society's Memorandum and Articles of Association

These regulations form a part of the by-laws of the Society for Editors and Proofreaders Limited ('the Society') and may be amended as stated in Article 87 of the Society's Articles of Association.

2 Membership

2.1 Classes of membership

There shall be four grades of membership: Entry-level Member, Intermediate Member, Professional Member and Advanced Professional Member. Eligibility for each grade shall depend on a combination of professional experience, references from clients, completion of recognized training courses and other appropriate qualifications. The criteria for each grade will be determined by the Council (or a committee convened by the Council) and published on the Society's website.

2.1.1 Retired Members

A member who has been a Professional or an Advanced Professional Member of SfEP and has deliberately ceased or very largely scaled down their income from professional proofreading and copy-editing may opt to become a Retired Member.

2.1.2 Friends

Friends are not members of the Society and shall be admitted on such terms as the Council shall from time to time determine; they are entitled to benefits as set out in General Regulation 3.2.

2.2 Applications for membership

Applications for membership shall be made online via the Society's website or in exceptional cases on a paper form issued by the Society's office. Any supporting documentation required to determine eligibility for a grade of membership shall be included with the application.

2.3 Contact details

2.3.1 Change of address

A member shall immediately notify the Society of any change of address, telephone number or address for electronic communications by entering the changes into their own membership Profile via their own secure and private login to the members' area of the website.

2.4 Membership status

2.4.1 Upgrading of membership

A member who considers that he or she fulfils the criteria for a higher grade of membership of the Society may at any time apply for upgrade according to the procedure set out in General Regulation 2.2. A member who upgrades during the course of a financial year need not pay any additional subscription for that year.

2.4.2 Voluntary change of status

As of March 2015 there are no arrangements for a member to move temporarily to a lower grade, but the Council has committed to presenting a proposal for such a facility at the 2015 AGM.

2.4.3 Maintenance of status

Procedures for ensuring that members continue to meet the criteria for their current grade of membership may be established and amended from time to time.

2.4.4 Change of circumstances

A member shall immediately notify the Society of any change in circumstances which may affect his or her eligibility for Intermediate, Professional or Advanced Professional membership.

2.5 Founder members

Any person who has had continuous membership of the Society since its incorporation and previously of the unincorporated Society since 12 January 1989 shall be known as a founder member and shall be entitled to all the rights and privileges of membership in the appropriate class for the duration of his or her continuous membership together with any other privilege that the Council may decide to accord.

2.6 Honorary members

On the recommendation of the directors, honorary members may be elected or expelled at any General Meeting of the Society and may be appointed to or dismissed from any honorary position of the Society. A two-thirds majority of members voting in person or by proxy shall be necessary to ensure election to or expulsion from honorary membership and appointment to or dismissal from any honorary position. There shall be one Honorary President and up to two Honorary Vice-Presidents. Members holding honorary membership at the time of the 2011 AGM shall retain that status and all the rights and privileges of Professional or Advanced Professional membership respectively. After the 2011 AGM, new honorary members will not normally be elected from within the membership.

2.7 Expulsion or obligatory change of membership class

Any member may be expelled from the Society or his or her membership class may be changed if

- (a) that member no longer qualifies for membership of the Society
- (b) that member no longer meets the requirements for a particular class of membership
- (c) that member has in the opinion of the Council seriously misrepresented the Society or brought it into disrepute
- (d) that member has in the opinion of the Council committed a serious breach of the rules and regulations set out in the Society's Memorandum and Articles of Association and by-laws.

The case of any member who appears to fall into one of the above categories shall be dealt with according to the Society's investigatory and disciplinary procedures as set out in General Regulations 12–14.

2.8 Appeals against expulsion or obligatory change of membership class

Appeals against expulsion or change of membership class shall be dealt with according to the Society's appeals procedure as set out in General Regulation 15.

3 Benefits

3.1 Benefits of membership

The following set of benefits is not necessarily complete.

All members have the right to receive Society information (including the magazine and magazine archives); to gain entry into the members' area of the Society's website; to participate in Society email and internet discussions; and to attend the Society's general meetings and other events, including local group meetings. Emails advertising freelance or employed work opportunities may be circulated to Professional and Advanced Professional Members.

In all communications and media outside the Society, members referring to their grade are required to use its full title – for instance, 'Entry-level Member', and not simply 'Member'.

3.1.1 Entry-level Members

In addition, Entry-level Members are entitled to a standard member's discount on SfEP conference fees, on certain of the Society's basic training courses, on the Society's Guides and on certain other publications for which the Society has negotiated a discount. They are also entitled (and encouraged) to apply for the Society's mentoring scheme.

3.1.2 Intermediate Members

In addition to those benefits to which Entry-level Members are entitled, Intermediate Members are eligible for discounts on a further (restricted) range of training courses from the Society and other providers; to internal advertising of their competencies and availability to Professional and Advanced Professional Members; and to use of the Society's Information Exchange.

3.1.3 Professional Members

Professional Members are entitled to take an entry in the Society's Directory free of charge; to attend any of the Society's training courses and conferences at a preferential fee; to stand for election to any office within the Society; to receive job-related announcements from the Society; to use the Society's Professional Member logo; and to use the Services of FirstAssist. They are entitled to a standard member's discount on all SfEP training courses and on those from other providers with whom the Society has negotiated an agreement, and on subscriptions to any organisations with whom there is an agreement to that effect. Professional Members may vote on all motions at a General Meeting.

3.1.4 Advanced Professional Members

Additional benefits for Advanced Professional Members include: the right to have their advanced status indicated in the Society's Directory and any other promotion of members' services; the right to use the appropriate version of the Society's logo on their business stationery; and the lifelong right to use an sfep.net email address.

3.1.5 Honorary members

Honorary members have the right to receive Society information including the magazine; to gain entry into the members' area of the Society's website; to participate in Society email and internet discussions; and to attend the Society's general meetings and other events including local group meetings. They may attend the Society's training courses and conferences at a preferential fee.

3.1.6 Retired Members

Retired Members are entitled to receive Society information including the magazine; to gain entry into the members' area of the Society's website; to participate in Society internet discussions; to receive announcements from the Society that are not job-related; and to use the services of FirstAssist. They are entitled to a standard member's discount on non-editorial software from providers with whom the Society has negotiated an agreement.

3.2 Friends

Friends are not members of the Society. They shall be entitled to receive Society information including the magazine and to attend such meetings of the Society or its members as the Council shall think fit.

3.3. Limitations

3.3.1. Time limitations

A member may not remain within the Entry-level/Intermediate grouping for more than seven years, nor in the Intermediate grade for more than four years, before applying for upgrade, unless there are exceptional factors (which will be at the discretion of the Admissions Panel).

3.3.2 Intermediate Members

An applicant for the Intermediate Member grade will be required to show evidence of training and of having carried out significant jobs, reaching a degree of competence to be assessed by a process to be published by the Council.

4 Local groups and special interest groups

The Council may at its discretion approve the formation and constitution of local groups or special interest groups for the purpose of arranging meetings, lectures and other relevant activities, and may at its discretion allocate a subvention from the Society's funds to any such approved group. The organization of any such group shall be administered by the group's members, but the Council may regulate such groups' conduct and may dissolve any such group.

4.1 Appointment and responsibilities of Group Co-ordinators

Each local group and special interest group may appoint or elect a Group Co-ordinator who shall be entitled to attend and speak at meetings of the Council but not to vote. A Group Co-ordinator's responsibilities shall include ensuring that appropriate meetings and other activities take place and that members are properly informed of such activities; ensuring that the group's expenses are met; ensuring that the group's organization and activities conform to the Council's guidelines; keeping the Council fully informed of activities in the region or subject of special interest; and bringing to the attention of the Council any views expressed to the Group Co-ordinator by members. The Council may order the removal of a member from the post of Group Co-ordinator and the appointment of a new Group Co-ordinator.

4.2 Attendance at group meetings

Any member may attend a meeting or other activity held by any local group or special interest group subject to availability of places; the members residing in that region or affiliated to that special interest group respectively shall have priority when places for any meeting or other activity are allocated.

4.3 Funding of group activities

The local groups and special interest groups may not charge a separate annual subscription. Allocation of a subvention from the Society's funds may be made at the Council's discretion and groups may impose additional charges to cover expenses of meetings or other activities.

5 Committees, working parties and additional officers

5.1 Ex officio membership of committees

The Chair and the Secretary of the Society shall be ex officio members of any committee, working party or other group formed by the Council and therefore shall each be notified of dates, times and subjects of any meetings and informed of the outcomes of any meetings at which he or she was not present.

5.2 Appointed officers

The directors may appoint such additional officers as they think fit. An officer shall be appointed for a fixed term at the discretion of the directors and is eligible for re-appointment subject to holding office for a maximum of eight consecutive years. An appointed officer shall in the exercise of the powers so delegated conform to any regulations that may be imposed on him or her by the directors and shall fully and promptly report all acts to the directors as soon as is reasonably practicable. An appointed officer is entitled to attend and speak at meetings of the Council, but not to vote.

5.3 Committee expenses

Members of committees, subcommittees and working parties, and officers appointed by the Council, shall be entitled to claim reimbursement for reasonable expenses incurred in attending meetings and carrying out their duties as officers or committee members.

6 Council and directors

6.1 Attendance at meetings of the Council

If, without good cause, any director attends fewer than half the number of Council meetings between two consecutive Annual General Meetings, this shall be brought to the attention of the membership by the Chair before the next Annual General Meeting.

6.2 Minutes of Council meetings

Any member of the Society may apply to the Secretary for a copy of the minutes of any Council meeting. The Secretary shall then supply a copy of the appropriate minutes on condition that they shall not be circulated or published or discussed with anyone other than a director. A nominal charge may be imposed to cover administrative costs.

6.3 Membership records

The Council shall be responsible for compiling and maintaining membership records.

6.4 Publication of Council responsibilities

A list of names of Council members and their duties and responsibilities shall be published at least once a year in the Society's magazine.

6.5 Resolution of disputes

The Council shall also administer any rules and regulations of the Society and shall resolve any disputes between or regarding the members or relating to any local group or special interest group.

6.6 Appeals

The Council's decision shall be subject to appeal as provided for under General Regulation 15.

7 Conduct of general meetings

7.1 Elections

All elections for Council membership shall be by secret ballot unless there is no contest.

7.2 Any other business

Subject to the ruling of the Chair, any member may raise for discussion under any other business a matter not on the agenda, but no vote binding on the Society shall be taken.

8 Subscriptions and fees

8.1 Payment of joining fee and annual subscription

Every member shall upon admission to the Society pay such joining fee (if any) and such annual subscription as are currently in force. Subscriptions are payable in advance on enrolment and subsequently annually on the first day of the Society's financial year.

8.2. Discounts

8.2.1 Individual discounts

Subscription discounts may be awarded to individuals from time to time at the discretion of the Council. Such discounts are not subject to approval by the membership.

8.2.2 Group discounts

The Council may at its discretion from time to time propose that subscription discounts be awarded to specific categories of member. The amount of such subscription discounts shall be fixed annually at the Annual General Meeting.

8.3 Honorary members

An honorary member is entitled to a discount of 100% on the annual subscription.

8.4 Lapsed members

Any member whose subscription has not been received by the first day of the Society's financial year in any year, or by such other day as the Council may decide, shall be deemed to have resigned. Any entitlement to a particular status shall lapse and he or she shall be required to make a further application for membership in accordance with the provisions of Articles 6, 7 and 9 of the

Society's Articles of Association. A further joining fee (if any has been fixed) shall then be payable in addition to the annual subscription.

8.5 Admission fees

Fees are payable on application for admission to membership or to a higher class of membership. Such admission fees shall be fixed as described in the Admission Regulations.

8.6 Administrative charges

The Council may at its discretion from time to time propose that administrative charges be imposed on certain classes of member in addition to the subscription applicable to their membership class. The amount of such charges shall be fixed annually at the Annual General Meeting.

9 Financial year and expenditure

9.1 Financial year

Until otherwise determined by a General Meeting the financial year shall begin on the first day of March in any year and shall end on the last day of February in the following calendar year.

9.2 Approval of expenditure

The Council shall as far as possible conduct the business of the Society in such a manner as to incur no expenditure that cannot be met out of the current year's revenue or the Society's reserves. Permission to incur exceptional expenditure shall be sought from the Society in General Meeting.

10 Complaints

10.1 Complaints against the Council

Any member who has a complaint against the Council may bring it to the Society in General Meeting by giving notice in writing to the Secretary in the form of a resolution in accordance with Article 17 of the Society's Articles of Association.

10.2 [*deleted from 1 March 2015***]**

10.3 Complaints against the Admissions Panel

Any member who has a complaint against the Admissions Panel may submit it in writing to the Society's Council, which shall investigate. The procedure for appealing against decisions of the Admissions Panel is set out in the Admission Regulations.

11 Disciplinary and Appeal Committees

In these regulations:

11.1 Disciplinary Committee

The Disciplinary Committee means the disciplinary committee appointed from time to time by the Council (and consisting of at least three but not more than five people).

11.2 Appeal Committee

The Appeal Committee means the appeal committee appointed from time to time by the Council (and consisting of at least three but not more than five people) but no person serving as a member of the Disciplinary Committee on a particular case shall also serve as a member of the Appeal Committee hearing an appeal in that case.

11.3 Ex officio members

General Regulation 5.1 shall not apply to the Disciplinary and Appeal Committees (although the Council may appoint the Chair or the Secretary as a member or members of one of these committees).

12 Investigation

12.1 Conduct and status of members

The Council may resolve at any time by a simple majority vote of those present to investigate the conduct or status of any member who appears to fall into one of the categories listed in General Regulation 2.7.

12.2 Notice of investigation

If the Council so resolves the Secretary shall immediately notify the member in writing of the Council's decision to investigate and the reasons for this. The Council shall then carry out a preliminary investigation.

12.3 Notice of dispute

If within twenty-one days of the serving of notice by the Society under General Regulation 12.2 the member serves written notice on the Society disputing the proposed withdrawal of or change of class of membership then the rules hereafter set out shall apply; if the member does not serve written notice of dispute within the above period then the Council may thereupon withdraw or change the class of membership.

13 Laying of charges and notification

13.1 Report to Disciplinary Committee

At the conclusion of the investigation the Secretary shall report to the Disciplinary Committee, who shall determine whether to lay formal charges.

13.2 Notice of charges

If the Disciplinary Committee resolves to lay a charge it shall specify in writing the charge and the grounds for it and the Secretary shall as soon as possible thereafter notify the member in writing in the manner specified by Article 27 of the Society's Articles of Association of the charge(s), the grounds for the charge(s), the penalty of expulsion or amended membership which may be imposed, and the date and venue for the charge(s) to be heard (which shall be at least fourteen days after the date of such written notification).

14 Hearing

14.1 Bringing of charges

The charge(s) against the member shall be brought by the Secretary at the hearing conducted by the Disciplinary Committee.

14.2 Right of representation

The member shall have the right to be represented at the hearing by anyone of his or her choice and to call his or her own witnesses and cross-examine any witnesses giving evidence against the member.

14.3 Failure to attend

If the member, or his or her chosen representative, fails to attend in person the Disciplinary Committee may proceed to deal with the matter in their absence.

14.4 Majority decision

If the Disciplinary Committee by a simple majority finds the member guilty of one or more charges it may expel him or her or change the class of membership.

14.5 Announcement of decision

The Disciplinary Committee shall reach its decision at the hearing (but may do so in private) and shall announce its decision at the hearing.

14.6 Advice of decision and right of appeal

The member shall also be given written notice of the decision of the Disciplinary Committee in the manner specified by Article 27 of the Society's Articles of Association and the notice shall also advise him or her of the right of appeal hereafter set out.

15 Appeal

15.1 Appeal Committee

There shall be a right of appeal to the Appeal Committee against a decision of the Disciplinary Committee or the Admissions Panel.

15.2 Notice of appeal

If the member wishes to appeal he or she shall deliver written notice of appeal to the Secretary within twenty-eight days of the date on which the decision is served on the member under General Regulation 14.6.

15.3 Appeal Committee hearing

The Secretary shall then notify the member in writing of the venue and date of the hearing before the Appeal Committee (which shall be at least twenty-eight days after the date of the notice from the member given under General Regulation 15.2).

15.4 Rehearing

The appeal shall be by way of a rehearing.

15.5 Right of representation

The member shall attend the hearing in person and shall have the right to be represented by any person of his or her choice and to call his or her own witnesses and to cross-examine any witnesses

giving evidence against the member (but the Appeal Committee may proceed to deal with the matter notwithstanding the absence of the member or of anyone in attendance on his or her behalf).

15.6 Majority decision

The Appeal Committee may resolve to reject or accept the appeal in whole or in part and otherwise on such terms as it may by simple majority decide and it shall announce its decision at the hearing.

15.7 Advice of decision

The member shall also be given written notice of the decision of the Appeal Committee in the manner specified by Article 27 of the Society's Articles of Association.

16 Reinstatement

16.1 Reinstatement of a member

If a member's appeal is unsuccessful, the individual may reapply for membership in the appropriate category after a period of no less than one year. They will have to submit evidence that they have undertaken some training, provide two references from current clients and satisfy all conditions put forward by the Admissions Panel in considering their previous application (if any).

16.2 [* deleted from 1 March 2015 ***]**

17 Society's logo

The copyright and all other rights throughout the world in and to the logo are the property of the Society. Professional and Advanced Professional Members and those who are registered and/or accredited are entitled to use the appropriate version of the Society's logo on their business stationery. No other use of the logo is permitted except where approved in advance by the Council.

18 Attendance by non-members

Attendance at meetings and on courses may be granted to persons who are not members of the Society on such conditions as the Council may determine.

ADMISSION REGULATIONS

1 Relation to the Society's Memorandum and Articles of Association

These regulations form a part of the by-laws of the Society for Editors and Proofreaders Limited ('the Society') and may be amended as stated in Article 87 of the Society's Articles of Association.

2 Purpose of the Admissions Panel

The Admissions Panel ('the Panel') shall assess individual applications for admission to Intermediate Member or higher grades by checking that each applicant has fulfilled the criteria for membership in the appropriate class. Such criteria shall be determined by a Membership Structure Committee appointed by and reporting to the Council and may be revised from time to time. The Panel has a duty to provide documentation for applicants, process applications and maintain records.

3 Composition of the Panel

3.1 Number of members

The Panel shall consist of a group of eight to twelve people, or as many as are necessary to provide an efficient service with no undue delay. Numbers shall be determined by the professional development director as agreed and ratified by the Council.

3.2 Appointment and length of service

a) Appointment

Panel members shall be appointed by the professional development director on behalf of the Council, to preserve the anonymity of Panel members.

b) Length of service

The Panel member shall be eligible to serve for a maximum of eight years, in accordance with General Regulation 5.2.

3.3 Admissions Co-ordinator

The Council shall appoint a director to be the Admissions Co-ordinator as described in the General Regulations, who shall chair the Panel. This shall normally be the director responsible for professional development. The Admissions Co-ordinator shall liaise with the Council of the Society.

3.4 Qualifications of Panel members

All Panel members shall be Advanced Professional Members of the Society.

3.5 Panel fees

Panel members shall be entitled to payment for time spent on Admissions Panel work at the current rate for the Society's subcontractors.

4 Duties of the Panel

4.1 Management of admissions

The main business of the Panel is

- (a) to implement the criteria for the assessment of applicants for admission to the Society (except for Entry-level Members) and to resolve any problems arising; and
- (b) to develop procedures to ensure that all such applicants are dealt with consistently and fairly; and
- (c) to grant an appropriate level of membership to successful applicants.

4.2 Confidentiality

4.2.1 Identity of applicants and Panel members

The application procedure shall be designed to conceal as far as possible the identity of the applicant from the assessing Panel member and vice versa. The revealing of identity shall be permitted only where it is deemed necessary to verify details.

4.2.2 Information about applicants

All information submitted by applicants or provided by referees shall be treated in the strictest confidence. If any Panel member divulges such confidential information, or is found to have sought to benefit by it, he or she shall be removed from the Panel. The Council shall have the final decision about whether a breach of confidence has occurred and about any action to be taken.

5 Powers of the Panel

5.1 Assessment of applicants

The Panel shall assess individual applications for membership as detailed in Admission Regulations 2 and 4.1.

5.2 Ensuring validity of applications

If the Panel believes that an applicant has provided false information with the intent to deceive, the Panel shall reject the application and the applicant shall be allowed to reapply only at the Panel's discretion. Disciplinary action under General Regulations 11–15 may also be taken.

5.3 Fees

The Panel shall advise the Council on the level of

- (a) admission fees payable at the time of application; and
- (b) fees payable for appeals as stated in Admission Regulation 6.1.

These fees shall be reviewed annually and shall be fixed by a General Meeting of the Society.

6 Appeal against a decision of the Panel

Applicants who disagree with a decision of the Panel shall have the right to appeal to the Panel, which shall investigate.

6.1 Notice of appeal to the Panel

Any appeal shall be submitted within 28 days of the applicant being notified of the Panel's decision and shall be made by completing the appropriate appeal form, obtainable from the Society. The Panel shall make all possible effort to handle an appeal within 28 days of receipt by the Society. The appropriate fee shall be paid by the applicant for each appeal; this payment shall be refunded if the appeal is upheld.

6.2 Resolution of dispute

If the Panel is unable to reach agreement with the applicant, the matter shall be resolved by following the Society's general appeals procedure as set out in General Regulation 15.