

Company number: 02940178

Charity number: 1039236

Written resolutions of The Intensive Care Society (“the Society”)

Date of Agreement: 12 October, 2026

The trustees of the Society propose that the resolution below is passed as an ordinary resolution.

COUNCIL REGULATIONS OF THE INTENSIVE CARE SOCIETY: 2026

Contents

1. Construction.....	2
2. Making, alteration and repeal of Regulations	2
3. Membership	2
4. Committees.....	4
5. Election of Council Members	6
6. Election of Officers.....	7
7. Elections to Professional Advisory Groups.....	8
8. PAG Chair Elections.....	9
9. Financial Matters.....	9

Company number: 02940178

Charity number: 1039236

1. Construction

1.1. These regulations have been approved and made by the Council in accordance with Article 11 of the Articles of Association (the 'Articles') of the Intensive Care Society ('ICS' or the 'Society').

1.2 These regulations shall be constructed so as not to conflict with the Articles .

1.3 The terms defined in the Articles apply to these regulations.

2. Making, alteration and repeal of Regulations

2.1. Council may at any time amend these regulations by approval of a simple majority.

2.2. Any Council member wishing to propose a new Regulation, or to alter or delete an existing Regulation, shall give notice of the motion to the Honorary Officers at least four weeks before the meeting of Council at which it is to be brought forward. The details of the motion shall be placed on the agenda for that meeting and circulated to all members of Council.

2.3. If the motion, with or without amendment, is passed by that Meeting, the enactment or alteration shall become part of the Regulations or, if deleted, shall be removed from the Regulations.

2.1.4. A record of every enactment, alteration or deletion of Council Regulations shall be recorded in Council meeting minutes and an updated version of the Regulations saved in the ICS records and published on the website until the next change to the Regulations.

3. Membership

3.1. The ICS shall keep a register of its members that will contain the names and postal addresses, email addresses, categories of membership and dates of becoming and ceasing to be a member. The ICS Register shall be considered a correct list of all members of the Society and shall be the statutory register. It shall be incumbent on each individual member to ascertain that their name, address and other particulars are correctly entered therein.

For the avoidance of doubt, as stated in the Articles, none of the different categories of member (whether Voting (Full Member) or Non-Voting as set out below) shall be members of ICS for the purposes of the Companies Acts.

3.2. The membership categories shall be Voting (Full Member) and Non-Voting.

3.3. The Voting member (Full Member) categories are as follows:

3.3.1. '**Consultant Intensivist**'. The Intensivist membership subscription is available to consultants currently working in intensive care.

3.3.2. '**Staff, Associate Specialist and Speciality Doctors**'. The SAS Doctor membership subscription is available to those currently working as Specialty or Specialist Doctors in intensive care. Locally Employed Doctors with no current intention of returning to training are able to join this category of membership.

3.3.3. '**Residents Years ST5 and above**'. The Senior Residents membership subscription is available to Resident Doctors working in intensive care at ST5 and above. This also includes Locally Employed Doctors that are in academic postings.

3.3.4. '**Residents Years FY1- ST4**'. The Junior Residents membership subscription is available to Resident Doctors working in intensive care between FY1 and ST4. This also includes Locally Employed Doctors (FY3/FY4), or fellowships outside of a recognised specialist training programme.

3.3.5 '**Nurse**'. Nurses actively involved in and having a significant commitment to critical care work.

Company number: 02940178

Charity number: 1039236

3.3.5 **'Allied Healthcare Professional'**. Allied healthcare professionals having a significant commitment to intensive care.

3.3.6 **'Pharmacy'**. Intensive care Pharmacists and Pharmacy Assistants.

3.3.7 **'Honorary'**. Members who have made a significant contribution to the practice of intensive care in line with the Regulation for Honorary Membership.

3.4. Non-Voting members include the following:

3.5.1. Overseas members (within in each category)

3.5.2. Associate members (Regulation on Associate Membership refers)

3.5.3. Student members

3.5.4. Retired members

3.5. Council may create additional categories of membership, and shall determine the rights and privileges of those members in new categories.

3.6. Those wishing to become members shall apply by online application, identifying their desired professional membership category. No person may become a member unless they have applied for membership in the prescribed way and the Trustees have either approved the application or established a procedure by which the application is approved. The Trustees may delegate responsibility for assessing applications to another body or individual(s) as they deem appropriate from time to time. The Trustees (or, where applicable, the body or individual(s) delegated responsibility to assess applications) may in their absolute discretion decline to accept any person as a member (whether or not they meet any criteria prescribed for membership), and do not need to give reasons for this. Those who are eligible to be voting members through their professional category, shall confirm this by providing a statutory registration number. In order to preserve the professional nature of the association, the Society will actively pursue missing information and seek to enable full voting membership for all those eligible. Those wishing to transfer from one membership category to another need to inform the Society in writing.

3.7. The membership year shall begin on the date the application is accepted, which is when a full year's subscription is payable, and shall end on the same date of the month one year later.

3.8. Upon payment of subscription, a new member shall be entitled to all the rights and privileges for their category of membership. Council shall determine the benefits to be enjoyed by each category of member in addition to those conferred by the Articles. All members will initially be categorised as non-voting or full voting members, if appropriate, granted upon payment of subscriptions *and*

(a) Provision of a valid statutory registration number, or,

(b) By decision of the Honorary Officers, as delegated by Council

3.9. The obligations of a member are as follows:

3.9.1. To observe the Articles of Association and Regulations of the Society.

3.9.2. To pay subscriptions in a timely manner.

3.9.3. To uphold the values of the Society.

3.9.4. To not to bring the Society into disrepute.

3.10. The Trustees retain the right to suspend or expel a member. The member shall have the rights of appeal and possible reinstatement. A member is liable to termination of membership under the following reasons:

3.10.1. Membership subscriptions are more than three months in arrears

3.10.2. He or she is erased or suspended from the register of the Regulatory Body (except voluntary erasure).

3.10.3. Removal is in the interests of the Society after inviting views of the Member concerned.

Company number: 02940178

Charity number: 1039236

3.11. No member shall have a right to be paid a refund of all or part of their subscription payment if their membership is terminated, suspended, relinquished by permanent or temporary resignation, or if they transfer or is transferred from one membership category to another.

3.12. Members may use "MICS" after their name, as a membership privilege to indicate membership of the ICS while they meet the obligations of membership set out in 3.10. 'MICS' is a post-nominal indicating membership of the Intensive Care Society. It is not a qualification, licence to practise, or indicator of seniority or specialty status.

3.13. No member shall enjoy the rights or benefits of membership until they have paid their annual subscription excepting that existing members have a three-month period of grace.

3.14 The rights of Voting Members include:

- 3.14.1. The right to stand for election to Council.
- 3.14.2. The right to vote in elections for Elected Members of Council.
- 3.14.3. The right to receive electronic versions of the Journal of the Intensive Care Society.
- 3.14.4. The right to receive the benefits of membership as updated from time to time e.g. Personal Accident Insurance.

3.15. Members in any category may take a leave of absence from the Society for reasons of sickness, maternity leave, cessation of employment or for any other reason. They should inform the Society in writing or electronically that they wish to suspend their subscription and for what duration. By doing so, they shall not be liable for payment of subscription for the time of the leave of absence, but they shall not receive the benefits of membership.

3.16. Communication with members shall be conducted electronically.

4. Committees

4.1. All committees are advisory and shall report directly to the Trustee Board and, as appropriate, the Council. The Trustee Board may agree a budget to a committee to be spent at the committee's discretion, in which case the committee shall report its expenditure to Trustee Board.

4.2. Each committee will have terms of reference and a remit agreed by the Trustee Board. These remits should be reviewed by Trustee Board every three years. The remit should specify membership of the committee and its functions; who approves co-opted members; and appointment and tenure of the chair of the committee. Any concerns about the conduct or performance of a member of a committee shall be referred in the first instance to the chair of the committee, or if it concerns the chair, to the Executive Committee. The procedure for consideration of removal of a member of a committee shall be determined by Trustee Board.

4.3. The following shall be the standing committees of the Trustee Board:

- 4.3.1. Executive Committee
- 4.3.2. Finance Committee
- 4.3.3. SOA Steering Group
- 4.3.3. Digital Strategy Programme Board
- 4.3.4. Governance Task and Finish Group (time limited)

4.4. The following shall report directly to Council:

- 4.4.1. Professional Advisory Groups (PAG Regulations refer)
- 4.4.2. Divisions (who will report on the committees in their scope):
 - Professional Affairs Division
 - Public Affairs Division
 - Standards Division
 - Research Division

Company number: 02940178

Charity number: 1039236

- Learning Division

4.5. The committees in the scope of the Divisions are as follows:

4.5.1. Professional Affairs:

- a) Equality, Diversity and Inclusion Working Group
- b) Journal of the Intensive Care Society Editorial Board
- c) Legal and Ethical Advisory Group (LEAG)
- d) Nominations and Awards (including NCIA)

4.5.2. Public Affairs:

- a) National Rehabilitation Collaborative
- b) Sustainability Working Group
- c) Patients, Relatives and Public Advisory Group

4.5.3. Standards:

- a) Standards and Guidelines Committee
- b) GPICS

4.5.4. Research:

- a) James Lind Alliance Priority Setting Partnership Steering Group
- b) Research Grants and Awards Committee

4.5.5. Learning:

- a) Education Committee
- b) FUSIC Committee
- c) CACTUS Committee
- d) fTOE Committee

4.6. The Executive Committee shall:

- 4.6.1. Function as a Committee of Trustee Board, reporting to Trustee Board, advising Trustee Board and being answerable to Trustee Board.
- 4.6.2. Consist of the Officers of the Society
- 4.6.3. Have delegated authority as set out in the scheme of delegation.
- 4.6.4. Be consulted on decisions as set out in the scheme of delegation.
- 4.6.5. Refer any appropriate matters to Trustee Board for its consideration.
- 4.6.6. Circulate a record of its decisions to Trustee Board.

4.7. Fundraising activity shall report to and consult with the Executive Committee prior to reporting to the Trustee Board.

4.8. The Trustees can create or dissolve committees at its discretion. Committees may create subcommittees with the approval of Trustee Board.

4.9. Members of committees and subcommittees may vote on the activities of the committee; if the vote involves expenditure by the Society, it must be formally approved by Trustee Board.

4.10. The agenda and papers for meetings of committees and subcommittees shall normally be sent to committee members at least 5 days before the meeting.

4.11. Minutes of Committees will be shared with the Trustees and (as appropriate) Council in line with the committee's reporting arrangements.

4.12. All members of the Executive Committee shall have the right to be *ex officio* members of all committees.

Company number: 02940178

Charity number: 1039236

4.13. Chairs of committees and subcommittees shall only co-opt additional members subject to ratification by the Executive Committee.

4.14. All committee members shall declare any relevant conflicting interest (financial, of loyalty or otherwise) at the start of any committee meeting or when the agenda item is considered. Conflicts of interest arising from time to time shall be managed in accordance with the conflicts procedure set out in Article 19 of the Articles and any Conflicts Policy for the time being in force.

4.15. Work streams involving additional support from the Society office team, outside the agreed annual business plan and budget must be approved in line with the scheme of delegation, following receipt of a business case.

5. Election of Elected Members of Council

5.1 The Elected Members of Council shall be those defined in Schedule 1 of the Articles. Their terms of office shall be in accordance with Article 31.

5.2. The call for candidates shall be announced through the e-newsletter.

5.3. All Voting members shall receive information on the following:

- Council vacancy.
- Online application form.
- Deadlines for the submission of nominations.

5.4. Candidates standing must:

- submit an application before the set deadline.
- have paid their full subscription fee of the year prior to nomination.
- provide a statement of intent about their objectives on being elected to Council.
- provide details (name and member registration number) of two Society members in support of their application (as proposer and seconder). In accordance with best practice, a Society member may only propose or second one candidate in respect of the relevant election.

5.5 To help ensure the election is conducted fairly, transparently and free from undue influence in accordance with best practice, all canvassing must be undertaken in accordance with the following Canvassing Code of Conduct:

5.5.1 Core Principles

- *Positive Engagement:* Candidates must focus their campaigns on their own merits, skills, and proposed ideas. Negative campaigning, defamation, or personal attacks against other candidates will not be tolerated.
- *Honesty and Transparency:* All campaign materials and statements must be factual. Candidates must not misrepresent themselves, their experience, or their opponents.
- *Respect for Voters:* Canvassing must be non-intrusive. Members have the right to decline to engage in campaign discussions. Coercion, harassment, or high-pressure tactics are strictly prohibited.

5.5.2 Fair Use of Resources

- *Official Society Channels:* Candidates are prohibited from using official society assets – including official social media accounts, email listservs, website portals, or society-funded materials – for individual campaigning unless equal access is explicitly granted to all candidates.
- *Financial Limits:* To ensure a level playing field, the Trustees may impose a cap on campaign spending from time to time, which will be notified to all candidates. Candidates must keep receipts for all campaign-related expenses and submit them to the Trustees upon request.

Company number: 02940178

Charity number: 1039236

- *Current Neutrality:* Current Society members who are not running must remain strictly neutral and must not use their positions to endorse or give unfair visibility to any candidate.

5.5.3 Conduct in Digital & Public Spaces

- *Social Media:* Online campaigning must remain respectful. Cyberbullying, trolling, or spamming members' private messaging accounts is a breach of this code
- *Endorsements & Surveys:* If a candidate participates in an external or member-led survey, query, or public forum, they must ensure the platform is open to all candidates equally.

5.5.4 Any breach of the above code may, depending on the severity of the breach, include the following outcomes, to be determined by the Trustees in their discretion (or those with delegated responsibility):

- A formal warning.
- Temporary suspension of campaigning privileges.
- Disqualification from the election.

5.6. One member shall stand for only one position.

5.7. If there is only one candidate for each vacant position, Council will determine whether the vacancy will be filled. If the vacancy is filled, no election will be held, and the candidate will be considered elected.

5.8. The dates of the election are proposed by the ICS team and agreed by the Executive Committee to give sufficient time for all voting members to have the opportunity to vote.

5.9. An appropriate external agency shall conduct the election on behalf of the Society. A single transferable voting system shall apply.

5.10. The external agency will report the results via office team to the Executive Committee.

5.11. The results will be announced at the next Council meeting before being published on the website, after successful and unsuccessful candidates have been informed.

5.12. Successful candidates will take up their posts as from the close of the Annual Member's Meeting immediately following their election, when retiring Elected Members of Council shall be deemed to retire.

6. Election of Officers

6.1. The Officers of the ICS shall be those defined in Article 28. Their terms of office shall be in accordance with Article 29.

6.2. The procedures for the nomination and election of the Officers shall be as follows.

6.3. The call for nominations shall be via email.

6.4. All elected Council members shall receive information on the following:

- Officer vacancy.
- Job description
- Online application form.
- Deadlines for the submission of nominations.

6.5. Council members standing must:

- submit an application before the set deadline.
- have paid their full subscription fee of the year prior to nomination.
- provide a statement of intent about their objectives on being elected an Officer.

Company number: 02940178

Charity number: 1039236

6.6. If there is only one candidate for the Officer position, Council will determine whether the vacancy will be filled. If the vacancy is filled, no election will be held, and the candidate will be considered elected.

6.6. The dates of the election are proposed by the ICS team and agreed by the Executive Committee to give sufficient time for all voting Council members to have the opportunity to vote.

6.7. An appropriate external agency shall conduct the election on behalf of the Society. A single transferable voting system shall apply.

6.8. The external agency will report the results via office team to the Executive Committee.

6.9. The results will be announced at the next Council meeting before being published on the website, after successful and unsuccessful candidates have been informed.

6.10. Successful candidates will take up their Officer position as from the close of the Annual Member's Meeting immediately following their election, when retiring Officers shall be deemed to retire.

7. Elections to Professional Advisory Groups (PAGs)

7.1. The procedures for the nomination and election to the Professional Advisory Groups (PAGs) shall be as follows.

7.2. The call for nominations shall be via email Newsletter.

7.3. All voting members shall receive information on the following:

- PAG vacancy.
- Online application form.
- Deadlines for the submission of nominations.

7.4. Members standing must:

- submit an application before the set deadline.
- have paid their full subscription fee of the year prior to nomination.
- be a member of the profession represented by the specific PAG.
- be based in the UK.
- provide details of a Proposer and Seconder (both must be current Society members). In accordance with best practice, a Society member may only propose or second one candidate in respect of the relevant election.
- provide a written statement of intent which clearly outlines why they are the right person for the role.

7.5. If the number of nominations is fewer or equals the number of available places, no election will be held, and the candidate or candidates will be considered elected to the PAG.

7.6. If the number of nominations exceeds the available places, the appointment will proceed to a formal ballot.

7.7. The dates of the election are proposed by the ICS team and agreed by the Executive Committee to give sufficient time for all voting members to have the opportunity to vote.

7.8. An appropriate external agency shall conduct the election on behalf of the Society. A single transferable voting system shall apply.

7.9. The external agency will report the results via office team to the Executive Committee.

7.10. The results will be announced to the membership before being published on the website, after successful and unsuccessful candidates have been informed.

Company number: 02940178

Charity number: 1039236

7.11. Successful candidates will take up their position either as from the close of the Annual Member's Meeting immediately following their election, or at a suitable agreed date in the middle of the year.

8. PAG Chair Elections

8.1. PAG Chairs and Deputy Chairs shall be appointed in line with the Council Regulations of the Society on PAGs (Professional Advisory Groups).

8.2. Unless specified otherwise the PAG Chair and Deputy Chair/(s) will be voted in by the PAG on a simple majority. The proposed office holders will be submitted to the Executive Committee on behalf of Council for approval.

8.3. The term of a PAG Chair and Deputy Chair will be three years with the possibility of a second three-year term subject to approval by the PAG (on a simple majority). After serving a second term they must stand down from that role for at least three years before being eligible to serve again in that capacity.

9. Financial Matters

9.1. The financial year of the ICS shall end on 31 December each year.