

## Schedule 2

### *Procedures for taking the Assents of the Fellows to Amendments to the Statutes*

#### 1. Amendment

(1) Where Board, pursuant to the Introduction Chapter, has taken a decision (hereafter: the decision of Board) to make Ordinances for the amendment of the Statutes (hereafter: the proposed amendment), it shall invite the Fellows to grant their Assent to the proposed amendment pursuant to the procedures in this Schedule.

#### 2. Assents

(1) Provided that the Fellows shall have at least 10 days in which to consider the issue and return their Assents, Board shall set

- (a) a return date and appointed time by which the Fellows shall return their Assents,
- (b) a return address to which they shall return their Assents, and
- (c) the date on or by which the Assents shall be counted.

(2) The Registrar shall act as Scrutineer of the process of the taking of the Fellows' Assents, and shall do all such acts and things as may be necessary for its conduct.

(3) In particular, as soon as practicable after the decision of Board, the Registrar shall

- (a) put the Visitors on notice of this process,
- (b) procure an empty ballot box and lock it securely, and
- (c) send to every Fellow, in an envelope clearly marked as containing Assent papers
  - (i) Assent papers in the form for the time being approved by Board,
  - (ii) explanatory material to facilitate due consideration of the proposed amendment, and
  - (iii) an envelope marked with the return address (hereafter: a voting envelope).

(4) Fellows wishing to indicate their Assent to the proposed amendment shall return their signed Assent Forms in the envelope provided on or before the return date and appointed time.

(5) The Registrar shall cause

- (a) all voting envelopes arriving at the return address before the appointed time on the return date to be marked with the date and time upon which they were received and then placed into the locked ballot box,

- (b) the voting slot in the ballot box to be closed and locked at the appointed time on the return date, and
- (c) all voting envelopes arriving at the return address after the appointed time on the return date to be marked with the date and time upon which they were received and stored unopened in safe keeping.

### 3. Count

- (1) On the date of the count, and in the presence of any observers present pursuant to subsection (2), the Registrar shall
  - (a) unlock the ballot box,
  - (b) consider all and only the Assent Forms in the envelopes contained therein,
  - (c) determine and record the number of Fellows who have Assented to the proposed amendment,
  - (d) cause all of the envelopes and Assent Forms which have been thus considered, and all of the envelopes which arrived late and were stored in safe keeping, to be placed in the ballot box, and
  - (e) cause that box to be re-locked and stored in safe keeping.
- (2) For the purposes of subsection (1), Board may nominate one observer and the Fellows may nominate two observers; provided that the role of such observers is simply to observe the count, and not to involve themselves in the functions being discharged by the Registrar.
- (3) The Registrar shall cause all voting envelopes arriving at the return address after appointed time on the return date but before the date and time on which Board considers the result of the count (hereafter: the further envelopes) to be marked with the date and time upon which they were received and stored unopened in safe keeping.

### 4. Result

- (1) If the number of Fellows who have Assented to the proposed amendment constitutes a majority of those who were Fellows at the appointed time on the return date, the Registrar shall seek the Approval of the Visitors for the proposed amendment.
- (2) The Registrar shall report on the process to Board, which shall
  - (a) consider that report, and
  - (b) give directions relating to the locked ballot box and the further envelopes.