

# Governance structure for Scientists for Global Responsibility

(Company no. 14430023)

## BOARD OF DIRECTORS

### ("The Board")

The Board is made up of 3-5 non-executive Directors, plus a smaller number (up to 3) ex-officio Directors (i.e. staff) – initially the Exec. Director & Finance & Memb. Manager.

6 initial directors were appointed at the AGM on 19.10.22. They will resign in rotation after 1-3 years. The Board will appoint (or re-appoint) future directors for 3 years.

Directors have full legal responsibility including registering with Companies House, ensuring compliance with financial reporting, declaration of interests and relevant legislation (e.g. H&S, GDPR, Equalities Act, etc).

Directors have Limited Liability.

The Board meets at least 3 times per year. If a decision needs to be put to a vote, only Directors without a Conflict of Interest may vote.

## ADVISORS

Up to 5 Members may be elected by Members at an AGM, or appointed by the Board, as Advisors.

Advisors do not have the legal status or responsibility of Directors, but may participate in Board meetings in a non-voting capacity, to provide scrutiny and contribute to strategy or other matters.

## SUB-COMMITTEES

May be set up by the Board as required, to develop proposals for consideration by the Board. Sub-committees could include Directors, Advisors, Members or Supporters.

Board reports to Members & Supporters via Annual Report and AGM.

Agendas and minutes of Board meetings available on request.

Members are regularly invited to express an interest in becoming a Director or Advisor.

## MEMBERS & SUPPORTERS

A **Member** is defined as an individual who is, or has been, a scientist (natural or social) or engineer, or is otherwise qualified to contribute to the Company's activities, and pays the annual membership subscription (£0 in the case of **Honorary Members**).

A **Supporter** is an individual or organisation that support the Company's values and objects, but is not qualified to be a Member. Categories include:

- **General Supporters**, who pay the annual membership subscription and may receive a printed copy of SGR's Responsible Science journal.
- **Student Supporters** are not required to pay a membership subscription, but may do if they wish to.
- **Organisational Supporters** are affiliated organisations that pay an annual membership subscription.

SGR currently has around 660 Members and Supporters.

Members and Supporters are invited to the AGM (or other GM) where they may be consulted on matters of SGR strategy and campaigning. If a matter is put to a consultative vote, only paid-up Members can vote.