

College Council

By-law

**BY-LAW PURSUANT TO THE CONSTITUTION OF
THE ROYAL AUSTRALASIAN COLLEGE OF PHYSICIANS FOR THE ESTABLISHMENT AND
OPERATION OF BOARD COMMITTEES**

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Associated RACP Documents	Governance of College Body By-law, Appointments to College Bodies Policy, RACP Constitution
Applicability	Australia and Aotearoa New Zealand

Note: This is a controlled document within the [RACP Policy Framework](#). The Framework covers all RACP policies, procedures, by-laws, terms of reference, guidelines, forms and so forth. Any new documents or amendments of existing documents or changes to approver, owner or area of college should be done in accordance with the RACP Policy Framework and Document Control (RACP Policy Framework) Procedure.

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1. INTRODUCTION

The Board of the Royal Australasian College of Physicians has established the College Council. The Governance of College Bodies By-law sets out the general provisions for governance of Board Committees. Both the Governance of College Bodies By-law and this By-law govern the Committee.

2. PURPOSE

The purpose of the College Council is to act as the peak advisory body to the Board on strategic and cross-College issues.

3. FUNCTIONS

The functions of the College Council include to:

- a) consider matters referred to it by the Board or that the Council considers may be relevant to the Board, and if agreed by a majority of Council members, to make recommendations to the Board on the issues raised by those matters.
- b) raise matters considered by Council members considered relevant to the functioning, performance or goals of the College and report on these to the Board.
- c) provide representation from a wide cross-section of college Members to the Board so that concerns and suggestions can be aired in a suitable forum.
- d) consider matters for decision and approval from the College Sub-Committees or other College Bodies (of the Board's choosing) as delegated by the Board and provide appropriate reports and recommendations to the Board arising out of the business of those College Sub Committees or other College Bodies.
- e) approve the appointment of members to College Sub Committees or other College Bodies (of the Board's choosing) as delegated by the Board.

4. COMMITTEE PROHIBITIONS

The Committee must not:

- Enter into any agreement binding upon it or on the College; or
- Represent or imply in any way that the Committee is a body independent of the College.

5. MEMBER COMPOSITION

The Membership of the Committee shall comprise up to 47 members, comprising:

5.1. Ex-officio Members

- the Chair of the College Education Committee or an approved delegate.

5.2. Appointed Members

Up to 45 appointed members comprising:

- a Fellow nominated by the Aotearoa New Zealand Committee (which may or not be the President-elect);
- a Fellow from each of the education pathways set out in Schedule 1 as nominated by their respective bodies;
- a Fellow nominated by the Adult Medicine Division Council;
- a Fellow nominated by the Paediatrics and Child Health Division Council;
- a Fellow nominated by the Australasian Faculty of Occupational and Environmental Medicine Council;
- a Fellow nominated by the Australasian Faculty of Public Health Medicine Council;
- a Fellow nominated by the Australasian Faculty of Rehabilitation Medicine Council;
- up to four (4) trainees nominated by the College Trainees' Committee;
- a Fellow nominated by each of the seven State and Territory Committees; and
- A Māori representative and an Aboriginal or Torres Strait Islander representative, who may be Fellows, trainees, or non-Members of the RACP.

5.3. Independent Community Members

Up to one independent community members comprising:

- a consumer representative from the RACP-appointed Consumer Advisory Group or an approved delegate.

5.4. Co-opted members

Co-opted members may be appointed for a particular purpose or term.

6. EXECUTIVE COMMITTEE

6.1. Establishment of Executive Committee

Subject to College Board approval, the College Council may but is not required to, establish an Executive Committee.

6.2. Membership of Executive Committee

The Executive Committee will comprise:

- the Chair and Deputy Chair(s) of the College Council; and
- other members of the College Council as determined by the College Council.

The Chair and Deputy Chair must be a current Member of the College, as endorsed by College Council.

6.3. Role of the Executive Committee

The Executive Committee shall meet in the intervening periods between College Council meetings and as otherwise required by the College Council, to exercise such powers of the College Council in managing the business and the interests of the College Council, as may be delegated to it by resolution of the College Council or as the Chair, in certain cases may decide.

7. BOARD ATTENDANCE AT COLLEGE COUNCIL MEETINGS

Members of the College's Board may attend meetings of the College Council as observers and will be available to take questions from College Council members and make any other comments on issues being discussed by the College Council if so requested by the College Council. Board members may not be appointed as a member of the College Council.

8. SUB-COMMITTEES

The College Council may, subject to College Board approval, create such other committees or time-limited or specific purpose working groups as the College Council may determine from time to time.

9. MEETING

This section is to be read in conjunction with the Governance of College Bodies By-law.

9.1. Number of Meetings

The College Council shall hold a minimum of three meetings per calendar year and shall meet by teleconference, face to face or videoconference.

9.2. Chair

The Chair or their appointee will Chair all meetings.

9.3. Quorum

A quorum is one half of the total College Council membership.

9.4. Voting

Decisions will be made by consensus of the majority of members.

9.5. Minutes

The proceedings of all meetings of the College Council shall be recorded in the minutes.

9.6. Secretariat

Meeting agenda, supporting papers and minutes or outcomes will be provided prior to the date of the meeting.

9.7. Council Reviews

The College Council is to undertake a skill and experience review annually.

The College Council is to review its performance against this By-law every two years.

10. REPORTING

The Committee must report and make recommendations to the Board as required.

The Committee is required to provide to the Board each year:

- a new or updated work plan (work plans may be one or two years)
- a report against the preceding year's work plan.

11. REVIEW OF BY-LAW

This By-law will be reviewed every three years.

12. DEFINITIONS

Term	Means
Board	The Board of Directors of The Royal Australasian College of Physicians.
College	The Royal Australasian College of Physicians, an incorporated body limited by guarantee ACN 000 039 047.
College Body	Has the same meaning as in the College Constitution.
Ex-officio	Has the same meaning as in the Governance of College Bodies By-law.
Fellow	Has the same meaning as in the College Constitution.
Member of the College	Has the same meaning as in the Governance of College Bodies By-law.
Parent Body	Has the same meaning as in the Governance of College Bodies By-law.
Trainee	Has the same meaning as in the College Constitution.

13. HISTORY

Commencement		
This By-law was approved by the RACP Board and commenced on 23 May 2015.		
Revision	Effective Date	Summary of Changes
1.0		Initial approval
2.0	November 2015	Amendment to enable only Fellows to be nominated for all positions other than the Trainee representative positions. Addition of opportunity to have up to two Deputy Chairs.
3.0	April 2016	Amendment to extend the initial term after which 50% of the College Council's membership must turnover in May 2016 to May 2017.
4.0	September 2016	Additional of a Māori and Aboriginal or Torres Strait Islander representative. Removed clause 4 (Duration of College Council) in order to extend the Council as a standing committee of the Board.

5.0	October 2018	<p>Separation of previous clause 1.1 and 1.2 and subsequent re-numbering.</p> <p>Proposed amendments to the role of the Council and delegated authority by the Board to consider matters for decision and approval and appointments to College Bodies (to be named by the Board).</p> <p>Inclusion of a new clause 3, establishing an Executive Committee of the Council and its role and membership.</p> <p>subsequent re-numbering due to the inclusion of a new clause 3.</p> <p>Removal of “Except where the President-Elect is the Fellow nominated by the Aotearoa New Zealand Committee” as the Aotearoa New Zealand President-Elect is no longer a nominated Board position.</p> <p>Removal of Clause 5.1 which is no longer required – as the transitional clause 5.3 it refers to has been removed and there is a proposal to amend the terms of office in the subsequent clause.</p> <p>Extension of Council membership terms of office from “from the date the take office to the conclusion of the second Annual General Meeting...” to the conclusion of the third Annual General Meeting.</p> <p>The transitional provision has been executed and can be removed.</p> <p>change from the Council shall meeting “for not more than two days twice per calendar year” to “not more than four days per calendar year, one day of which will be a planning day with the Board.</p> <p>Additional meetings can be requested from the Chair or Deputy Chairs of the Council.</p> <p>Deleted, covered under clauses 6.1.1 and 6.1.2.</p> <p>Addition of “and Governance Office of the College” to assist in establishing rules and procedures for the efficient operation of the Council.</p> <p>Amendment to notification of matters to raise for Council consideration to the Chair via the Council email address.</p> <p>Removal of reporting to the Board within 6 weeks to “as required from time to time, notwithstanding the attendance of Council meetings by Board Directors in an observer capacity, formal written reports may or may not be required.</p> <p>Replacement of the word “must” to “is to” and removal of “by the end of February each year”.</p> <p>Additional definition of College Bodies</p>
6.0	March 2019	<p>Additional sub-clause to include Consumer representative on the membership of the Council.</p> <p>Amendment to clause 2.2 to include the additional sub-clause 2.1.11.</p>
7.0	October 2020	<p>Amendment to increase the number of trainee representatives from two to “up to four”.</p> <p>Additional sub-clause to include the Chair of the College Education Committee on the membership of the Council.</p> <p>Amendment to clause 2.2 to include the additional sub-clause 2.1.12.</p>
8.0	May 2024	<p>Moved to Governance-issued template.</p> <p>Added “The Chair and Deputy Chair must be a current Member of the College, as endorsed by College Council” as per resolution of the Board (item 6.2.5, 22 March 2024).</p> <p>Added cl.8 (“Sub-committees).</p> <p>Renamed “Appendix” as “Schedule”.</p>

SCHEDULE 1 – LIST OF EDUCATION PATHWAYS

1. Addiction Medicine
2. Adolescent and Young Adult Medicine
3. Cardiology
4. Clinical Genetics
5. Clinical Pharmacology
6. Community Child Health
7. Dermatology
8. Endocrinology and Chemical Pathology
9. Gastroenterology
10. General and Acute Care Medicine
11. General Paediatrics
12. Geriatric Medicine
13. Haematology
14. Immunology/Allergy
15. Infectious Diseases and Microbiology
16. Medical Oncology
17. Neonatal/Perinatal Medicine
18. Nephrology
19. Neurology
20. Nuclear Medicine
21. Paediatric Emergency Medicine
22. Palliative Medicine
23. Respiratory Medicine
24. Rheumatology
25. Sexual Health Medicine
26. Sleep Medicine