

BYELAWS OF THE CHARTERED TRADING STANDARDS INSTITUTE

1. DEFINITIONS AND INTERPRETATION

1.1 In the event of any inconsistency between the provisions of the Charter and the provisions of the Byelaws, the provisions of the Charter shall prevail.

1.2 In these Byelaws and in the Regulations unless the context otherwise requires words shall have the following meanings:

Board: the board of directors of the Institute.

Branch: a division of the Institute covering a specified geographical area conducted for the benefit of Members living or working in that geographical area.

Byelaws: these byelaws as amended from time to time.

Charter: the charter of the Institute.

Chief Executive (Officer): the person appointed to act as the chief executive officer of the Institute by the Board.

College: has the meaning given in Byelaw 7.1.

Council: the elected members of the Council for the time being of the Institute.

Fellow: a fellow shall be any person who has been appointed to a fellowship in accordance with the Regulations.

General Meeting: either an Annual General Meeting or an Extraordinary General Meeting as referred to in Byelaw 3.1.

Institute: the Chartered Trading Standards Institute.

Laws of the Institute: the Charter, Byelaws and Regulations and all and any standing orders, rules, codes of conduct, operating procedures, professional or ethical guidance or similar material published from time to time for the conduct of the Institute and/or the observance by the Members.

Member: a member of the Institute in any grade and **membership** should be construed accordingly.

Regulation: any regulations of the Institute made in accordance with these Byelaws.

Secretary: such person appointed to perform the duties of the Company Secretary of the Institute for the time being.

Section: a special interest group which has interests aligned with the Institute and a majority of its members being Members.

Special Resolution: a resolution passed at a General Meeting of the Members convened and held in accordance with the Byelaws and the Regulations which has been passed by not

less than 75% of such Members of the Institute as, being entitled to vote, both in person or by proxy at the meeting.

1.3 In these Byelaws and the Regulations, unless the context otherwise requires:

- (a) the singular includes the plural and vice versa;
- (b) words importing one gender only shall include all genders;
- (c) words importing persons shall include corporations and other legal entities.
- (d) references to any legislation includes any statutory modification or re-enactment thereof;
- (e) a reference to 'in writing' includes fax and email;
- (f) headings are for convenience only and shall not affect the interpretation of the Byelaws.

2. MEMBERS

2.1 The following persons shall be Members:

- (a) persons who are members of the Institute on the date on which these Byelaws come into force and effect;
- (b) persons who are admitted as Members under the Charter, Byelaws and Regulations.

2.2 Membership shall be personal and shall not be transferrable by the Member or by operation of law.

Classes of Members

2.3 There shall be two classes of Members:

- (a) Voting Members; and
- (b) Non Voting Members.

2.4 Voting Members shall be divided into the following categories, full details of which are prescribed in the Regulations:

- (a) Fellows;
- (b) Full Members;
- (c) Chartered Trading Standards Practitioners;

- (d) Associate Members;
- (e) Student Members; and
- (f) such further categories as may be specified in the Regulations from time to time.

2.5 Non Voting Members shall be divided into the following categories, full details of which are prescribed in the Regulations:

- (a) Affiliate Members of various categories; and
- (b) such further categories as may be specified in the Regulations from time to time.

2.6 Details of the rights, duties and proceedings relating to the various classes of Members are as set out in the Regulations.

Admission to Membership

2.7 Any applicant to become a Member must satisfy the requirements of the Laws of the Institute in respect of his fitness to be registered or admitted.

2.8 Any person who applies for membership shall be taken to have agreed to be bound by the Laws of the Institute.

2.9 The requirements for application, admission and readmission to membership shall be as set out in the Regulations.

Cessation of Membership

2.10 Details of circumstances where cessation of membership shall apply and the effects upon cessation are as set out in the Regulations.

Membership Entitlements and Obligations

2.11 Members of the Institute may append to their name the following designations and abbreviations (as detailed below) as may be applicable to their class of membership:

- (a) Fellow of the Chartered Trading Standards Institute (FCTSI) – a Fellow or Retired Fellow;
- (b) Member of the Chartered Trading Standards Institute (MCTSI) – a Full Member, Life Member or Retired Member;

- (c) Associate of the Chartered Trading Standards Institute (ACTSI) – an Associate or Retired Associate;
- (d) Chartered Trading Standards Practitioner (CTSP) – a Chartered Trading Standards Practitioner of the Chartered Trading Standards Institute;
- (e) Student Member of the Chartered Trading Standards Institute;
- (f) Affiliate Member of the Chartered Trading Standards Institute;
- (g) Corporate Affiliate Member of the Chartered Trading Standards Institute;

together with such other membership designations and abbreviations as shall be agreed by the Institute from time to time in accordance with the Regulations, provided always that the consent of the Privy Council shall be required to the use of chartered status for individuals.

- 2.12 No other form of designatory letters or description relating to the Institute shall be used by any other grade of membership unless prescribed by the Regulations.
- 2.13 A Chartered Trading Standards Practitioner shall be a Member who has met and continues to meet the appropriate criteria to be a Chartered Trading Standards Practitioner as set by the Council from time to time. Any Member who fails to meet the set criteria in any given year must refrain from using the designation “Chartered Trading Standards Practitioner” or “CTSP” and shall, at their own expense, return their certificate of status to the Institute until such time as the criteria are satisfied again.
- 2.14 Members shall be obliged at all times to uphold the reputation of their profession and to observe the Laws of the Institute.
- 2.15 A Member may be subject to disciplinary action by the Institute if found guilty of misconduct. Details of what constitutes misconduct, together with the procedures for dealing with complaints against Members and the sanctions which the Institute shall be entitled to impose shall be as set out in the Laws of the Institute.
- 2.16 Further details relating to Members and the conduct of their membership are as set out in the Regulations.

Fees and Subscriptions

- 2.17 All fees and subscriptions in relation to membership and any other payments due from Members shall be determined and collected in accordance with the Regulations.

3. GENERAL MEETINGS

- 3.1 The Annual General Meeting of the Institute shall be held once in every calendar year at such place and at such time as the Board may determine, provided that not more than 15 months shall elapse between Annual General Meetings. All other general meetings of the Institute shall be called Extraordinary General Meetings. General Meetings shall be called in accordance with the Regulations.
- 3.2 Proceedings at Annual and Extraordinary General Meetings shall be conducted in accordance with the Regulations.

4. THE BOARD

- 4.1 The Board is the body responsible for running the business and affairs of the Institute. It has regard to the general guidance on the aims and objectives of the Institute set by the Council.
- 4.2 The powers and duties of the Board are as set out in the Regulations.
- 4.3 The total number of Board members, their appointment and dismissal are as set out in the Regulations.
- 4.4 The proceedings of the Board shall be conducted in accordance with the Regulations.
- 4.5 The Board may delegate to a committee or sub-committee of the Board, to an officer, the Chief Executive or any other employee of the Institute any specific functions or duties of the Board to be carried out in accordance with a policy laid down by the Board and the relevant Regulations.

5. THE COUNCIL

- 5.1 The Council is the elected body responsible for giving general guidance on the aims and objectives to be followed by the Institute. The powers and duties of the Council are as set out in the Regulations.
- 5.2 Details of the composition, total number of Council members and their election and dismissal are as set out in the Regulations, which prescribe all matters concerning the Council.
- 5.3 The proceedings of the Council shall be conducted in accordance with the Regulations.

6. BRANCHES AND SECTIONS

- 6.1 The approval of the Council is required to create, alter the constitution of, or dissolve any Branch or Section of the Institute. Branches and Sections shall be operated in accordance with the Regulations.

7. COLLEGE OF FELLOWS

- 7.1 The Fellows for the time being of the Institute shall be known collectively as 'The College of Fellows of the Chartered Trading Standards Institute' ('the College'). The College and its membership shall be conducted in accordance with the Regulations.

8. POWER TO INVEST

- 8.1 The Institute shall have the power to invest surplus monies and such investment shall be in accordance with the Regulations.

9. INDEMNITY

- 9.1 Every member of the Board and the Council and every other person having a fiduciary responsibility in respect of the Institute shall be indemnified by the Institute against all losses and expenses incurred by them in or about the proper discharge of their duties.

10. ACCOUNTS AND AUDIT

- 10.1 The Board shall ensure that proper accounts are kept in accordance with relevant accounting standards. Before each Annual General Meeting the Board shall present accounts for the previous financial year, containing an income and expenditure account and a balance sheet, together with the auditor's report on those accounts. The financial year of the Institute shall ordinarily consist of a period of 12 months but the Regulations may provide for exceptional circumstances where the financial year may be shortened or extended.
- 10.2 The accounts circulated to Members before the Annual General Meeting may be in a summary form approved by the auditors, provided that the full accounts are available on request by any Member before the meeting and are available at the meeting.
- 10.3 The books of account of the Institute shall be kept at the Institute's principal office or at such place as the Board sees fit and shall be open to inspection by Members and the Council subject to any reasonable restrictions that may be imposed by the Board.

10.4 At least once in every financial year the accounts of the Institute shall be examined and the correctness of the income and expenditure account and the balance sheet ascertained by one or more properly qualified auditors.

10.5 Further details relating to the Institute's accounts and the audit are as set out in the Regulations.

11. NOTICES

11.1 Any notice or other document (including forms of proxy) required to be given or sent to the Institute under or in connection with these Byelaws shall be given or sent in writing addressed to the Institute at its principal office for the time being marked for the attention of the Secretary.

11.2 Any notice or other document required to be given or sent to Members under or in connection with these Byelaws shall be given or sent in writing to them at their registered address or such other address as has been provided to the Institute for such purposes.

11.3 Notices shall also be effectively served upon or by the Institute by such other means as may be prescribed by the Regulations for the time being, provided that such method of service shall be effective under general law.

11.4 Notices to Members may be effectively served if contained within any other written document sent to Members.

11.5 Service of any notice or other document upon the Institute shall be deemed to have been effected only upon the actual receipt by the Institute.

11.6 The accidental failure to send, or the non-receipt by any person entitled to, any notice or other document relating to any meeting, poll, ballot, postal vote procedures or other proceeding shall not invalidate the relevant meeting, poll, ballot, vote procedures or other proceeding.

11.7 Additional provisions relating to notices are set out in the Regulations.

11.8 The provisions in these Byelaws and in the Regulations relating to the service of notices shall not apply to the service of any proceedings or other documents in any legal action.

12. AMENDMENTS

- 12.1 These Byelaws shall only be amended by Special Resolution. The Regulations shall be amended in the manner set out in the Regulations.

13. TRANSITIONAL PROVISIONS

- 13.1 These Byelaws shall come into force and effect on the date of approval by the Privy Council or such later date as may be specified by the Privy Council or by the Clerk of the Privy Council on its behalf, provided that:
- (a) where a matter is required under these Byelaws to be further prescribed in the Regulations, then, until such Regulations are made in relation to that matter, it shall be determined having regard to the provisions of the Byelaws and Articles of Association in force immediately prior to these Byelaws coming into force and effect;
 - (b) any Regulations in force at the date of coming into force of these Byelaws shall, if not inconsistent with these Byelaws, continue to have effect until replaced or revoked.