

# MEMBERSHIP REGULATIONS

## OF

### THE CHARTERED TRADING STANDARDS INSTITUTE

#### 1. INTRODUCTION

- 1.1 These Membership Regulations are made in accordance with Byelaw 2.6 of the Byelaws for the purposes of dealing with admission to, and removal from, membership of the Chartered Trading Standards Institute.

#### 2. DEFINITIONS AND INTERPRETATION

- 2.1 In the event of any inconsistency between the provisions of the Byelaws and the provisions of these Regulations, the provisions of the Byelaws shall prevail.
- 2.2 In these Regulations unless the context otherwise requires words shall have the following meanings:

**Affiliate Member:** shall have the meaning given in Part 1 Regulation 14.1.

**Appeal Committee:** the Appeal Committee of the Council referred to in Part 1 Regulation 19.3.

**Associate Member:** shall have the meaning given in Part 1 Regulation 12.1.

**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.

**British Isles:** the United Kingdom together with the Isle of Man and the Channel Islands.

**Byelaws:** the byelaws of the Institute.

**Certificate of Admission:** the certificate of admission to membership referred to in Part 1 Regulation 18.3.

**Chair of the Council:** the Chair of the Council appointed in accordance with the Board and Council Regulations.

**Charter:** the charter of the Institute.

**Chartered Trading Standards Practitioner:** has the meaning given in the Byelaws.

**Chief Executive (Officer):** the person appointed to act as a Chief Executive (Officer) of the Institute by the Board.

**Code of Professional Conduct:** the code of conduct of the Institute from time to time in force governing the conduct and behaviour of Members.

**College:** has the meaning given in Part 1 Regulation 8.2.

- Corporate Affiliate Member:** has the meaning given in Part 1 Regulation 14.3.
- Council:** the elected members of the Council for the time being of the Institute.
- Equalities and Diversity Policy:** the operating procedures of the Institute which address issues of equality and diversity.
- Fellow:** has the meaning given in Part 1 Regulation 8.1.
- Fellowship:** has the meaning given in Part 1 Regulation 8.1.
- Full Member:** shall have the meaning given in Part 1 Regulation 9.1.
- General Meeting:** either an Annual General Meeting or an Extraordinary General Meeting as referred to in Part 2 of these Regulations
- Honorary Member:** shall have the meaning given in Part 1 Regulation 14.5
- Institute:** the Chartered Trading Standards Institute.
- International Member:** has the meaning given in Part 1 Regulation 16.
- Journal:** the official journal of the 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.
- Lead Officer:** has the meaning given in the Board and Council Regulations.
- Life Member:** shall have the meaning given in Part 1 Regulation 10.1.
- Member:** a member of the Institute in any grade and **membership** should be construed accordingly.
- Ordinary Resolution:** a resolution of a General Meeting of the Institute which has been carried by a simple majority of such Members of the Institute as, being entitled to vote, vote in person or by proxy at that meeting.
- President:** a president appointed in accordance with Part 1 Regulation 7.
- Professional Conduct Committee:** the Professional Conduct Committee of the Council, constituted in accordance with the provisions of Part 1 Regulation 16.4 16.4.
- Register:** the register of Members for the time being.
- Registered Office:** the registered office for the time being of the Institute.
- Regulation(s):** any regulations of the Institute made in accordance with the Byelaws, including (but not limited to) these Membership Regulations, the Board and Council Regulations and the Branch and Section Regulations.
- Retired Member:** has the meaning given in Part 1 Regulation 11.1.
- Secretary:** such person appointed to perform the duties of the Company Secretary of the Institute for the time being.
- Special Resolution:** means a resolution passed at a General Meeting and passed by not less than 75% of the Members present in person or by proxy and voting at that meeting.

**Staff Affiliate Member:** shall have the meaning given in Part 1 Regulation 14.4.

**Student Member:** shall have the meaning given in Part 1 Regulation 13.1.

**Vice President:** a vice president appointed in accordance with Part 1 Regulation 7.

2.3 In these 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 these Regulations.

## **Part 1. Membership Details**

### **3. ENTITLEMENT TO MEMBERSHIP**

3.1 The following persons are entitled to be Members:

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

3.2 Membership shall be personal and shall not be transferrable by the Member or by operation of law to any other person or body.

3.3 The number of Members is unlimited.

### **4. CLASSES OF MEMBERS**

4.1 There shall be two classes of Members:

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

4.2 The Members whose names appear on the Register of Members on the date on which these Regulations are adopted shall be the Members, together with such other persons who are elected in accordance with these Regulations.

- 4.3 The rights, duties and proceedings of the classes of Members may be varied from time to time in accordance with these Regulations. The separate consent of a class of Members shall not be required if a resolution to change to the rights, duties and proceedings of that class (or any other class) has been passed in accordance with these Regulations.
- 4.4 The rights, duties and proceedings of a category of a class of Members may be varied from time to time in accordance with these Regulations. The separate consent of a category of a class of Members shall not be required if a resolution to change the rights, duties and proceedings of that category (or any other category) has been passed in accordance with these Regulations.

## **5. VOTING MEMBERS**

- 5.1 Voting Members shall be divided into the following categories:
- (a) Chartered Trading Standards Practitioners
  - (b) Full Members
  - (c) Fellows
  - (d) Associate Members
  - (e) Student Members
  - (f) such further categories as may be specified in these Regulations from time to time.

## **6. NON VOTING MEMBERS**

- 6.1 Non Voting Members shall be divided into the following categories:
- (a) Affiliate Members of various categories; and
  - (b) such further categories as may be specified in these Regulations from time to time.
- 6.2 Details of the rights, duties and proceedings relating to the various categories of Member are as set out in these Regulations.

## **7. THE PRESIDENT AND VICE PRESIDENTS**

- 7.1 The President and Vice Presidents may or may not possess the qualifications for membership of the Institute but shall have all the rights and privileges of a Voting Member.
- 7.2 The President shall be elected by the Council on such date as it prescribes for a three-year period and automatically renewed on an annual basis.
- 7.3 Vice Presidencies shall be awarded to notable persons who are in a position to provide exemplary service to the Institute in the future.

- 7.4 The Vice Presidents shall be elected by the Council for a period of five years, after which they shall retire but shall be eligible for re-election. The nomination papers (which shall set out the reasons for nomination and be supported by the seconder and not less than six signatures of Members) shall be provided in writing to members of the Council prior to consideration.

## **8. FELLOWS**

- 8.1 A 'Fellow' shall be any person who has been granted a 'fellowship'. A 'fellowship' of the Institute may be granted, at the discretion of the Council, to any Member of usually at least ten years' standing who has:
- (a) made an original contribution in the field of knowledge of trading standards of such excellence as the Council approve for this purpose; or
  - (b) otherwise rendered distinguished service to the Institute and to the objects which the Institute serves.
- 8.2 The Fellows for the time being shall collectively be known as 'The College of Fellows of the Chartered Trading Standards Institute' ('the College') and may from time to time meet together under that title and shall hold at least one meeting per year, which shall be an annual general meeting.
- 8.3 The College may from time to time submit to the Council nominations for a fellowship and the Council may, at its discretion, accept or reject such nominations.
- 8.4 The College shall periodically report all its proceedings to the Council.
- 8.5 A Fellow who is a Retired Member or Life Member shall be eligible for election to the Council and shall be entitled to the rights of and privileges of a Full Member.
- 8.6 Fellowship will cease when a Member resigns, or is removed from membership, with all associated rights revoked. Should such a former Member subsequently be approved for re-admission to membership, their Fellowship may be reinstated, subject approval by Council.

## **9. FULL MEMBERS**

- 9.1 A 'Full Member' shall be a person admitted as a Member of the Institute on the date of adoption of these Regulations or a person duly admitted as a full Member of the Institute after such date by the Board and holding an appropriate qualification as prescribed in the Regulations.

9.2 For the purposes of Regulation 9.1 an 'appropriate qualification' shall mean such qualification(s) as the Board determines from time to time the details of which shall be published in such places as the Board considers appropriate.:

9.3 The criteria for full membership to be met by individuals who do not hold an appropriate qualification as defined in Regulation 9.2 shall be:

- (a) a recommendation from an established Branch of the Institute;
- (b) a significant contribution to the trading standards service, such as recognition as an expert, membership of a regional/national panel, involvement in training or contribution to Branch activities; and
- (c) the approval of the Board.

## **10. LIFE MEMBERS**

10.1 A 'Life Member' shall be a person who is elected a Member for life by the Council in recognition of exceptional services to the Institute or the trading standards profession in the past.

10.2 A Life Member shall not be required to pay any subscription to the Institute but otherwise shall be entitled to the rights and privileges of an Associate Member. The nomination papers of a Life Member shall set out the reasons for the proposal and require a seconder plus the signature of not less than six Members of the Institute and which shall be provided in writing to the Council prior to consideration.

## **11. RETIRED MEMBERS**

11.1 A 'Retired Member' shall be a person who has been duly admitted by the Board as a Retired Member and who, having been a Full Member or Associate of the Institute, ceased to be eligible for such membership or associateship on retirement. Such retired person may become a Retired Member of the Institute, subject to such conditions as may be prescribed by the Board and shall have all the rights and privileges of a Member of that category of membership such Retired Member had immediately prior to retirement. Subscriptions shall be payable at the rate prescribed for Retired Members.

## **12. ASSOCIATE MEMBERS**

12.1 An 'Associate Member' must have been duly admitted by the Board as an associate of the Institute and shall be a person holding an appropriate qualification as prescribed in this Regulation and who is not eligible for any other class of membership. Persons not holding an appropriate qualification but whose length of service in a qualifying appointment is acceptable to the Board may be admitted as an Associate Member. For the purposes of this Regulation 'an appropriate qualification' shall be as prescribed by the Board.

- 12.2 An Associate Member shall have all the rights and privileges of a Member including the right to vote but shall not be eligible for election to the Council.

### **13. STUDENT MEMBERS**

- 13.1 A 'Student Member' shall be a person who has been duly admitted by the Board as a student Member and shall be a person who is registered as a student for one of the Institute's qualifications or other course of study eventually leading to one of the Institute's qualifications or undertaking a recognised apprenticeship within regulatory services, provided that such person is not eligible for any other class of membership.
- 13.2 The maximum period of student membership shall be four years, provided that an extended period of student membership may be granted where the Board considers that a Student Member has demonstrated exceptional reasons why the usual four year limit should not apply.
- 13.3 A Student Member shall have all the rights and privileges of a Member including the right to vote and shall not be eligible for election to the Council, other than for the position of Nationally Elected Student Member as per Regulation 14.3 (d) of the Board and Council Regulations

### **14. AFFILIATE MEMBERSHIP**

- 14.1 An 'Affiliate Member' shall be a person who has been duly admitted by the Board as an affiliate Member on such conditions as the Board may decide and shall be a person who is not eligible for any other class of membership but who is desirous of promoting the interests and objectives of the Institute.
- 14.2 An Affiliate Member shall have all the rights and privileges of a Member except the right to vote and shall not be eligible for election to the Council.
- 14.3 A 'Corporate Affiliate Member' shall be a body corporate admitted by the Board as a corporate affiliate which is desirous of promoting the objectives of the Institute. A Corporate Affiliate Member shall not have the right to vote or be eligible for election to the Council. The conditions relating to corporate affiliate membership and the amount of subscription due to the Institute shall be decided by the Board.
- 14.4 A 'Staff Affiliate Member' shall be a person employed at the Head Office of the Institute from time to time who has been admitted by the Board as a Staff Affiliate Member. A Staff Affiliate Member shall not have the right to vote or be eligible for election to the Council. The conditions relating to staff affiliate membership, including the number of and manner in which the Corporate Affiliate Member can appoint and remove representatives, and the amount of subscription due to the Institute shall be decided by the Board.

- 14.5 An 'Honorary Member' shall be a person duly admitted by the Council as an honorary Member, who has attained eminence in the administration of the laws relating to trading standards or distinguished attainments associated with or interested in the work of trading standards. An Honorary Member shall not be deemed to be a Member and shall not be a member and shall not be entered on the Register of Members. An Honorary Member shall not be required to pay to the Institute any subscription and shall not have the right to vote and shall not be eligible for membership of the Council. An Honorary Member shall remain so for as long as the Council shall determine.

## **15. ADMISSION TO MEMBERSHIP**

- 15.1 Any applicant to become a Member must satisfy the requirements of the Byelaws and these Regulations in respect of their fitness to be registered or admitted.
- 15.2 Any person who applies for membership shall be taken to have agreed to be bound by the Laws of the Institute.
- 15.3 The requirements for application, admission and readmission to membership shall be as set out in these Regulations.

## **16. ADMISSION TO MEMBERSHIP BY THE BOARD**

- 16.1 All applications for admission as a Member in the following categories of membership shall be made to the Board in such form as shall be prescribed from time to time and shall be proposed by at least one Member:
- (a) Full Member;
  - (b) Associate Member;
  - (c) Student Member;
  - (d) Corporate Affiliate Member
- 16.2 There will be no requirement for applications for the following category of membership to be proposed by a Member:
- (a) Affiliate Member
- 16.3 The Board shall determine whether an applicant for membership under the categories set out in Regulation 16.1 & 18.2 shall be admitted to the Institute. In the event a membership application is declined, the Board will communicate the reason to the applicant. The Board may delegate the administrative responsibility of determining membership of the Institute to the Chief Executive or Secretary, subject to final endorsement by the Board.

- 16.4 If an application for membership under Regulation 16.1 & 18.2 is rejected by the Board, the applicant may appeal (by serving a written notice on the Council) for the decision of the Board to be referred to the Council's Professional Conduct Committee specifically appointed for that purpose, whose composition, powers, duties and procedures shall be determined by the Members. The Professional Conduct Committee shall consider the appeal and notify the applicant of its decision within three months of its receipt of the notice of appeal. The decision of the Professional Conduct Committee shall be final.

## **17. ADMISSION TO MEMBERSHIP BY THE COUNCIL**

- 17.1 The Council, at its discretion, shall determine whether any person or body shall be admitted to the Institute as a Member under the following:
- (a) Fellow;
  - (b) Life Member (Associate Member);
  - (c) Honorary Member (Affiliate Member);
  - (d) Chartered Trading Standards Practitioner;
  - (e) President and Vice President (Associate Member).
- 17.2 The application procedure for the above categories shall be determined by the Council. The decision of the Council not to admit any person or body shall be final and the Council shall not be required to give any reason for its refusal.

## **18. MEMBERSHIP ADMINISTRATION**

- 18.1 Every Member shall sign a written consent to become a member and an undertaking to observe the Laws of the Institute for the time being in force and any decision of a General Meeting of the Institute.
- 18.2 Every person who is elected a Member (of any category) shall be notified in writing by the Secretary of their election and shall be made aware of the Laws of the Institute in force from time to time.
- 18.3 Each Member (of any category) shall be supplied with a Certificate of Admission in such form as the Board may specify from time to time. The Certificate of Admission shall remain the property of the Institute.
- 18.4 Each Member (of any category) who resigns as a member, whose name is removed from the Register for failure to pay the annual subscription, or who is suspended or expelled from the Institute, shall forthwith at their expense send their Certificate of Admission to the Secretary, provided that:
- (a) in the case of suspension such Certificate of Admission shall be returned to the Member if they continue as such at the end of the period of suspension; and

(b) that the Board may waive the requirements of this Regulation 18.4 as they see fit.

18.5 No Member shall, in dealing with the Institute's affairs, represent or purport to represent the views of the Institute without the express permission of either the Chair of the Council or the Chief Executive, unless acting in the capacity as chair or secretary of a committee set up by the Council or the Board or as an officer of the Institute or Lead Officer.

18.6 Each Member shall notify the Secretary of their place of employment or their home address and the address so notified shall be deemed to be their registered address.

## **19. CESSATION OF MEMBERSHIP**

19.1 If any Member leaves at, or sends by post to, the registered office of the Institute a signed notice in writing or an email addressed to the Secretary stating a desire to resign from membership of the Institute, such Member shall cease to be a Member from the date on which the notice is received by the Institute.

19.2 If any Member of any category is guilty of dishonourable or unprofessional conduct, or of conduct prejudicially affecting the welfare of the Institute or any of the Members as set out in either the Code of Professional Conduct or the Equalities and Diversity Policy, or of a breach of these Membership Regulations or the Byelaws, they may be suspended from membership of the Institute for such period, not exceeding two years, or expelled from membership of the Institute as any of the committees constituted under Regulation 19.3 may determine.

19.3 Any complaint that a Member is guilty of any conduct specified in Regulation 19.2 shall be heard in the first instance by the Council's Professional Conduct Committee. Any Member against whom a complaint has been made and who is dissatisfied with the decision of the Professional Conduct Committee may appeal to the Appeal Committee of the Council, which shall consist of any three from the following: Chair, Vice Chair, Second Vice Chair, Immediate Past Chair, or Nationally Elected Member. The powers, duties and procedures of the Appeal Committee shall be determined by the Council. The decision of the Appeal Committee shall be final.

19.4 Members at an Annual General Meeting may from time to time by a majority vote approve a Code of Professional Conduct and an Equalities and Diversity Policy for the guidance of the Professional Conduct Committee and the Appeal Committee as referred to in Regulation 19.3.

## **20. MEMBERSHIP SUBSCRIPTIONS**

20.1 Members shall pay to the Institute annually in advance a membership subscription.

- 20.2 No Member (of any category) shall be entitled to any of the rights or privileges of membership unless either the subscription due has been paid in full or, where instalment payments have been agreed, the instalment payments are up to date.
- 20.3 The Board may order a notice to be sent to any Member in the event that any membership subscription or instalment thereof remains outstanding for more than two calendar months. If the Member remains in default of payment, the Board may order that the Member's name be struck from the Register after a further calendar month has elapsed from sending a second similar notice.
- 20.4 Any Member who resigns, is required to resign as a Member, or whose name is removed from the Register pursuant to these Regulations or who otherwise ceases to be a member shall remain liable to pay the then current annual subscription and any other sums due from the Member to the Institute.
- 20.5 The annual membership subscription for each category of Member shall be determined by the Board. In making its determination the Board shall take account of, but shall not be bound by, current membership rates and the Consumer Prices Index for the previous 12 months.
- 20.6 The annual subscriptions payable in each year in accordance with Regulation 20.5 shall be notified to each Member.
- 20.7 Annual subscriptions shall be payable in advance and shall be due on election and on the anniversary of election provided that:
- (a) an Associate elected to become a Full Member shall pay the difference between the subscription already paid for Associate membership for the year of their election and the subscription for a Full Member for that year; and
  - (b) the Institute shall make alternative methods of payment available to Members, including payment by instalments in accordance with relevant consumer credit legislation.
- 20.8 The imposition or increase of a charge for Members to attend the Institute's annual conference shall only be made if approved by Members in any General Meeting of the Institute.

## **21. NOTICES**

- 21.1 Where a notice is sent by post, service of the notice is deemed to be effective by properly addressing, prepaying and posting a letter containing the notice, and to have been effected 72 hours after posting or, in the case of a notice contained in an electronic communication, 48 hours after the time it was sent.

- 21.2 Notice of every General Meeting shall be given to each Member, except those Members who have not provided the Institute with an address, or email address. Save for the auditors, no other person shall be entitled to receive notices of General Meetings.
- 21.3 Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given.

## **Part 2. Meetings of the Members**

### **22. GENERAL MEETINGS**

- 22.1 The Annual General Meeting of the Institute shall be held once in every calendar year in a format 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.
- 22.2 An Extraordinary General Meeting may be convened by the Council or Board whenever it sees fit or by the Council on the requisition of not less than ten percent of those Members entitled to vote. If at any time there are not within the British Isles sufficient members of the Council to form a quorum (as detailed in the Board and Council Regulations), any member of the Council or Board or any two Members of the Institute may convene an Extraordinary General Meeting in the same manner as nearly as possible as that in which meetings may be convened by the Council or the Board.

### **23. NOTICE OF GENERAL MEETINGS**

- 23.1 An Annual General Meeting and an Extraordinary General Meeting called for the passing of a Special Resolution shall be called by at least 30 days' prior written notice and all other Extraordinary General Meetings shall be called by at least 20 days' prior written notice.
- 23.2 The notice shall be exclusive both of the day on which it is served (or deemed to have been served) and of the day on which it is given. The notice shall specify the date and time of the meeting together with the place of and/or electronic means of attendance at the meeting and, in the case of special business, the general nature of that business. The notice shall be given in the manner set out in these Regulations or in such other manner, if any, as may be prescribed by the Institute in General Meeting, to persons as are, under the Laws of the Institute, entitled to receive such notices from the Institute.
- 23.3 Notwithstanding Regulation 23.1 above, a meeting of the Institute shall be called by shorter notice if it is so agreed:
- (a) in the case of a meeting called as an Annual General Meeting, by all the Members entitled to attend and vote thereat; and

- (b) in the case of any other meeting, by a majority in number of the Members having a right to attend and vote at the meeting, being a majority together representing not less than ninety-five percent of the total voting rights at that meeting of all the Members.

- 23.4 The notice in writing of a meeting may be given by electronic communication to an agreed address or by publication of the notice on a website. The address of the website and the place on that website where the notice may be accessed shall be notified to Members.
- 23.5 The accidental omission to give notice in writing of a meeting, or the non-receipt of such a notice by, any person entitled to receive notice shall not invalidate any resolution passed, or proceeding had, at any General Meeting.

## **24. PROCEEDINGS AT GENERAL MEETINGS**

- 24.1 Save as otherwise provided in these Regulations, all business transacted at an Annual General Meeting or an Extraordinary General Meeting shall be deemed to be special business, other than the following: the consideration of the income and expenditure account and balance sheet of the Institute; the reports of the Council and of the auditors of the Institute; the election of members of the Council in place of those retiring; and the appointment of, and the fixing of the remuneration of, the auditors of the Institute.
- 24.2 The passing of an Ordinary Resolution shall require a simple majority vote of Members attending the meeting or who have registered a proxy vote and are entitled to vote. Special or Extraordinary Resolutions shall require the vote of a majority of 75% of Members attending the meeting or who have registered a proxy vote and are entitled to vote.
- 24.3 No business shall be transacted at any General Meeting unless a quorum of Members is present at the time when the meeting proceeds to business. Save as otherwise provided in these Regulations, thirty Members present in person shall be a quorum.
- 24.4 If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of the Members, shall be dissolved. In any other case the meeting shall be adjourned to the same day in the next week at the same time and place, or to such other date, time and place as the Council may determine. If at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the Members present shall be a quorum.
- 24.5 The Chair of the Council, or in their absence the Vice Chair of the Council, shall preside as Chair at every General Meeting of the Institute or, if neither shall be present within 15 minutes after the time appointed for the holding of the meeting and willing to act, the members of the Council present shall elect one of their number to be Chair of the General Meeting.

- 24.6 If at any meeting a member of the Council is unwilling to act as Chair of the General Meeting and if no member of the Council is present within 15 minutes after the time appointed for the holding of the General Meeting, the Members present shall choose one of their number to be Chair of the General Meeting.
- 24.7 The Chair of the General Meeting may, with the consent of any General Meeting at which a quorum is present (and shall, if so directed by the General Meeting) adjourn the General Meeting from time to time and from place to place, but no business shall be transacted at any adjourned General Meeting other than the business left unfinished at the General Meeting from which the adjournment took place. When a General Meeting is adjourned for forty days or more, notice of the adjourned General Meeting shall be given as in the case of an original General Meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned General Meeting.
- 24.8 At any General Meeting a resolution put to the vote of the General Meeting shall be decided on a show of hands unless a poll is (before or on declaration of the result of the show of hands) demanded:
- (a) by the Chair of the General Meeting;
  - (b) by at least three Members present in person or by proxy; or
  - (c) by any Member or Members present in person or by proxy and representing not less than one-tenth of the total voting rights of all the Members having the right to vote at the General Meeting.
- 24.9 Unless a poll is so demanded, a declaration by the Chair of the General Meeting that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or lost and an entry to that effect in the book containing the minutes of proceedings of the Institute shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.
- 24.10 Save as may be otherwise expressly provided herein, a poll if duly demanded shall be taken at such time and place, and in such a manner, as the Chair of the General Meeting shall direct, and the result of the poll deemed to be the resolution of the General Meeting at which the poll was demanded.
- 24.11 In the case of equality of votes, whether on a show of hands or on a poll, the Chair of the General Meeting shall be entitled to a second or casting vote.
- 24.12 A resolution in writing being a Special or Extraordinary Resolution agreed by the necessary majority of the Members for the time being entitled to receive notice of and to attend and vote at General Meetings shall be as valid and effective as if the same had been passed at a General Meeting of the Institute duly convened and held.

- 24.13 Notices of motion shall be in writing and shall be served on the Secretary not less than forty-five clear days before the General Meeting at which they are to be submitted. Such notices shall be dated and numbered by the Secretary in the order in which they are received.
- 24.14 The Secretary shall make available the notices of motion referred to in Regulation 24.13 to all Members via the Institute website, following prior notification by electronic or hardcopy means and shall also insert in the notice convening any General Meeting all notices of motion duly served in the order in which they have been received.
- 24.15 Any Member who wishes to move an amendment to a notice of motion shall serve a notice in writing of such an amendment on the Secretary at least twenty clear days before the General Meeting, and a Member shall not otherwise be able to move an amendment unless it be that:
- (a) the debate be adjourned; or
  - (b) the matter be referred to the Council or the Board or to an appropriate committee or sub-committee or Lead Officer of the Council for consideration.
- 24.16 Copies of all proposed amendments duly served on the Secretary pursuant to Regulation 24.15 shall be made available to all the Members via the Institute website, following prior notification by electronic or hard copy means at least ten clear days before the General Meeting at which such amendments are to be submitted.
- 24.17 Every amendment shall be relevant to the motion on which it is moved and questions as to the relevancy shall be determined by the Chair of the General Meeting.
- 24.18 The proposer or seconder of an amendment which has been rejected by the General Meeting shall not propose or second a further amendment to the original motion before the General Meeting.
- 24.19 In the case of a motion to adopt a report of the Council or of a committee or Lead Officer an amendment may only take the following form: "To refer the matter back for further consideration", with or without any instruction thereon.

## **25. VOTES OF MEMBERS**

- 25.1 Save as otherwise expressly provided in these Regulations, every Member shall have one vote.
- 25.2 A Member of unsound mind (which includes lacking capacity under the Mental Capacity Act 2005), or a patient under any statute relating to mental health, may vote, whether on a show of hands or on a poll, by their committee, receiver, curator bonis, or other person duly appointed by the court, and any such committee, receiver, curator bonis or other person may, on a poll, vote by proxy.

- 25.3 No Member shall be entitled to vote at any General Meeting unless all monies then payable by them to the Institute have been paid.
- 25.4 When exercising their vote as a Member, a Member shall be under no obligation to vote in any particular manner and may vote as they shall see fit and without consideration of whether the Member is interested in the subject of the vote.
- 25.5 On a poll, votes may be given either personally or by proxy.
- 25.6 The appointment of a proxy shall be under the hand of the appointer or their duly authorised attorney. A proxy need not be a Member.
- 25.7 The appointment of a proxy and the power of attorney or other authority, if any, under which it is signed or notarially certified or office copy of that power or authority shall in the case of an instrument in writing be deposited at the registered office of the Institute, or at such other place within the British Isles as is specified for that purpose in the notice convening the General Meeting, not less than forty-eight hours before the time for holding the General Meeting or adjourned General Meeting at which the person named in the instrument proposes to vote or, in the case of a poll, not less than twenty-four hours before the time appointed for the taking of the poll and in default the instrument of proxy shall not be treated as valid.
- 25.8 The appointment of a proxy shall in the case of an appointment contained in an electronic communication, where an address has been specified for the purpose of receiving electronic communications in the notice convening the meeting, or in any instrument of proxy sent out in relation to the meeting, or in any invitation contained in an electronic communication to appoint a proxy issued in relation to the meeting, be received at such address not less than forty-eight hours before the time for holding the General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote.
- 25.9 An instrument appointing a proxy shall be in the following form or a form as similar as circumstances allow:

*“The Chartered Trading Standards Institute*

*I [NAME] being a Member of the above named Institute hereby appoint [NAME] or failing that person [NAME] of [ADDRESS] as my proxy to vote on my behalf at the (annual, extraordinary or adjourned, as the case may be) general meeting of the Institute to be held on the [DATE] of [MONTH][YEAR] and at any adjournment thereof.*

.....  
*Signature*

*Signed this [DATE] of [MONTH][YEAR]”*

- 25.10 Where it is desired to give Members an opportunity to vote for or against a resolution, the instrument appointing a proxy shall be in the following form or a form as similar as circumstances allow:

*“The Chartered Trading Standards Institute*

*I [NAME] being a Member of the above named Institute hereby appoint [NAME] or failing that person [NAME] of [ADDRESS] as my proxy to vote on my behalf at the (annual, extraordinary or adjourned, as the case may be) general meeting of the Institute to be held on the [DATE] of [MONTH][YEAR] and at any adjournment thereof.*

.....  
*Signature*

*Signed this [DATE] of [MONTH][YEAR]*

*This form is to be used \*in favour of/\*against the resolution.*

*Unless otherwise instructed the proxy will vote as they think fit.  
\*Strike out whichever is not desired.\**

In the case of an amendment to a resolution being duly served, then a further instrument of proxy will be issued by the Secretary to those Members whose original proxy has been received at the Registered Office before issue of the amendment and where they have indicated on the original instrument of proxy how their nominated proxy shall vote. The further instrument of proxy shall be in the same format as above but with an additional inclusion of an indication as to how that Member wishes the nominated proxy to vote if the original resolution should be successfully amended.

- 25.11 The appointment of a proxy shall be deemed to confer authority to demand or join in demanding a poll.

- 25.12 A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the proxy was executed, providing that no intimation in writing, or by electronic communication, of such death, insanity or revocation as aforesaid shall have been received by the Institute at the Registered Office, or at an address specified for the purpose of receiving electronic communications, before the commencement of the General Meeting or adjourned General Meeting at which the proxy is used.

**26. AMENDMENT**

- 26.1 These Regulations shall only be amended by a Special Resolution.