

## **Proposed Amendments to the Standing Orders**

### **Background**

Under clause 24.1 of the [Bye-laws](#), “the Board of Trustees may from time to time make such reasonable and proper rules to be known as standing orders as they may deem necessary or expedient for the proper conduct and management of the institution”.

At their March 2022 meeting, Trustees agreed the following amendments to the [current Standing Orders](#) which are being submitted to the AGM for adoption.

### **Annual Review 2022**

#### **Changes related to terms of office and appointments to Council**

To address changes arising from implementation of the governance review in June 2021, it is proposed that:

- Representatives from International Groups be appointed for one three-year term.
- Two Associate Members will be appointed as Nominated Members following a recommendation from the Nominations Panel to Council.
- One Nominated Member vacancy will be allocated to the winner of the Apprentice of the Year Award as approved by Council in March 2021.

Furthermore, the following amendments are recommended:

- Remove the current requirement (section 5.2d1) for members to be students, graduates, or apprentices to be appointed as Nominated Members to Council. It is suggested that the requirement be replaced “by members regardless of membership class, as long as they have up to 7 years’ experience in the sector”.
- The remaining four vacancies under this category (section 5.2d3) would be filled following recommendations from the Young Professionals Committee should more than four nominations be received.
- the appointment of the Young Professional of the Year and of the Apprentice of the Year Award winners be reduced from two years to one year.
- Some redrafting of the categories of nominated members to provide greater clarity.

As a result of these amendments, the changes to the text have been outlined below. The underlined text has been added to the standing orders.

## Under article 5.2 - Terms of Office:

**a) Region or Nation members.** Each Region in England can elect to Council one voting Member with a registered address in the region for which they are elected. Each Nation registered in the United Kingdom and the Republic of Ireland can elect to Council up to two voting Members with a registered address in the nation for which they are elected. All voting members registered in the relevant region or nation are eligible to vote. Region or Nation Members are elected for three years and are eligible for re-election for a further term of three years. After two terms they are not eligible to be nominated for election for one year.

International Regions and Nations can appoint one voting member with a registered address in the region or nation for which they represent. These members will be appointed for one term of three years.

**d) Nominated Members** are appointed by Council. They serve for one year at a time and are eligible for reappointment but the total period of service as a Nominated Member must not exceed six years whether consecutively or in aggregate. Unlike other members of the Council, Nominated members do not need to be voting members of the Institution. There are three groups of Nominated members:

i) Up to six of the nominated members should be representatives of the following membership classes: students, graduates, and apprentices membership normally with up to 7 years' experience in the sector. and a further two representing associate members.

The representatives with up to 7 years' experience in the sector are appointed via the following criteria:

- The winner of the Young Professional of the Year Award to be appointed as a Nominated Member for one year.

- The winner of the Apprentice of the Year Award to be appointed as a Nominated Member for one year.

- The other four vacancies are filled by nominations recommended by the Young Professionals Committee.

ii) The two Associate members are appointed following recommendations from the Nominations Panel to Council in case the panel receives more than two nominations for the vacancies.

iii) Up to four other nominated members are appointed following recommendations from the Nominations Panel to Council to lend balance, breadth, weight and depth to the Council. These Nominated Members may, for example, come from groups within the Institution which are unlikely to have sufficient members to poll a majority in an election, they may be senior people, unable to commit to serve for 3 years, or they may be from a group that happens, by chance, to be underrepresented in a given year (for example, people from the academic world).

## Under article 5.4 - Roles of Council Members:

~~**b) Nominated Members** are appointed by the Council to lend balance, breadth, weight and depth to the Council. Nominated Members may, for example, come from groups within the Institution which are unlikely to have sufficient members to poll a majority in an election, they may be senior people, unable to commit to serve for 3 years, or they may be from a group that happens, by chance, to be underrepresented in a given year (for example, people from the academic world). Because Nominated Members do not have to be voting members, this sector may be used to appoint young members (for example, full time students) to lend a width of viewpoint to the Council.~~

### **eb) Observers**

The Council may appoint observers to Council in order to ensure effective collaboration, improve communication, or for other defined reasons. Observers may not vote but may contribute to the discussion. In appointing observers, the Council needs to be mindful of the fact that from time to time matters of commercial sensitivity are discussed. Arrangements must be agreed with observers for their absence from meetings where conflicts of interest could result.