

BYE-LAWS OF THE INSTITUTION

Interpretation

1. In these Bye-Laws:
 - 1.1 'Centres' means and shall consist of those centres of the Institution formed under the Constitution;
 - 1.2 'the Charter' means the Charter to which these Bye-Laws are annexed as amended or added to from time to time;
 - 1.3 'clear days' means exclusive of both the day on which notice is served or deemed to be served and of the day for which it is given;
 - 1.4 'Corporate Members' means and shall consist of all those classes of Members as these Bye-Laws shall from time to time determine;
 - 1.5 'Non-Corporate Members' means and shall consist of all those classes of Members as these Bye-Laws or the Regulations shall from time to time determine;
 - 1.6 'the Register' means the register of all Members containing their full name and one address only in each case and the information contained on the Register shall be definitive for all purposes arising in relation to the Institution and the phrase 'registered address' shall be construed as a reference to such address on the Register; and
 - 1.7 'written' or 'in writing' means written or printed or partly written or partly printed.

Membership

2. The Institution shall consist of Corporate Members and Non-Corporate Members as defined in the Constitution.
3. The Institution may from time to time elect such Members in accordance with such provisions as may be applicable from time to time.

Corporate Members and Election to Corporate Membership

4. Corporate Members means and shall consist of all Members in the following classes of membership:
 - 4.1 Fellow;
 - 4.2 Member; and
 - 4.3 Licentiate.

Fellow

5. The General Council may elect as a Fellow any Member who, in their opinion, has shown evidence of distinguished professional attainment in the sphere of wastes management and has been a Corporate Member for at least seven years.

6. In exceptional circumstances, a Member of less than seven years standing, who would otherwise qualify for the class of Fellow, may be considered for election to such class.

Member

7. The General Council may, in its absolute discretion, elect and admit as a Member:

7.1 a person who holds and has held, an acceptable position in connection with wastes management for a minimum of five continuous years and who satisfies such experienced practitioner route criteria as may be determined by the General Council;
or

7.2 a person who satisfies any one of the following conditions:

7.2.1 has a degree or post graduate qualification in a relevant subject and has a minimum of four years relevant continuous experience in wastes management and has undergone such programme of structured learning and development as may be determined by the General Council;

7.2.2 is an Associate Member holding an approved qualification, such candidate having undergone such programme of structured learning and development as may be determined by the General Council; or

7.2.3 is a Corporate Member of a relevant Chartered Institution and has a minimum of two years' relevant continuous experience in wastes management.

7.3 In all such cases falling within paragraph 7.2, the applicant shall be required to satisfy such professional interview panel as may be determined by the General Council.

Licentiate

8. The General Council may, in its absolute discretion, elect and admit as a Licentiate any person who satisfies all of the following conditions:

8.1 has a relevant degree;

8.2 has at least one year's relevant work experience; and

8.3 has completed a programme of vocational training consisting of either:

8.3.1 satisfactory completion of a module of a post-graduate course on wastes management provided by a university and approved for this purpose by the Institution;

8.3.2 satisfactory completion of ten days of assessed training courses under the CIWM-UCN Scheme;

8.3.3 satisfactory completion of the HNC in Wastes Management;

8.3.4 satisfactory completion of the Open University's Diploma in Pollution Control; or

8.3.5 such other programme of vocational training as may be approved from time to time by the Education, Training and Membership Committee.

8.4 The General Council may in its absolute discretion from time to time determine the nature of a relevant degree and the nature of relevant work experience.

Continuing Professional Development

9. All Corporate Members shall undertake such programmes of continuing professional development as may be determined from time to time by the General Council.

Non-Corporate Members

10. Non-Corporate Members means and shall include all Members in the following classes of membership:

10.1 Honorary Fellow;

10.2 Graduate Member;

10.3 Associate Member; and

10.4 Technician Member

and in any other classes of membership which may from time to time be specified in the Regulations pursuant to paragraph 16 hereof.

Election to Non-Corporate Membership

Honorary Fellow

11. The General Council may elect as Honorary Fellows:

11.1 persons who are not Members who, in the opinion of the General Council, have rendered notable service to wastes management; or

11.2 persons of distinction with a concern for the environment.

Graduate Member

12. The General Council may, in its absolute discretion, elect and admit as a Graduate Member any person who is concerned with wastes management and has a degree in a relevant subject, but is not eligible for Corporate Membership.

13. Student Members should transfer to the class of Graduate Member upon attaining an approved degree, or as soon as practicable thereafter.

Associate Member

14. The General Council may, in its absolute discretion, elect and admit as an Associate Member:

14.1 a person who has achieved passes in two A levels or holds a Higher National Certificate or an equivalent qualification and has a minimum of two years' relevant continuous experience in wastes management, including structured learning and development as may be determined by the General Council (such person may be required to satisfy an interview panel);

14.2 a person who has achieved a relevant vocational qualification at Level 4 and has a minimum of two years' relevant continuous experience in wastes management, including structured learning and development as may be determined by the General Council (such person may be required to satisfy an interview panel); or

14.3 a person who holds, and has held, an acceptable position in connection with wastes management for a minimum of five years and who satisfies such experienced practitioner route criteria as may be determined by the General Council.

Technician Member

15. The General Council may, in its absolute discretion, elect and admit as a Technician Member:

15.1 a person who holds a National Certificate or an equivalent qualification and has a minimum of one year's relevant continuous experience in wastes management, including structured learning and development as may be determined by the General Council (such person may be required to satisfy an interview panel);

15.2 a person who has achieved a relevant vocational qualification at Level 3 and has a minimum of one year's relevant continuous experience in wastes management, including structured learning and development as may be determined by the General Council (such person may be required to satisfy an interview panel); or

15.3 a person who holds, and has held, an acceptable position in connection with wastes management for a minimum of five years and who satisfies such experienced practitioner route criteria as may be determined by the General Council.

Other Classes of Non-Corporate Membership

16. In addition to those classes of Non-Corporate Members listed in paragraph 10 hereof the General Council may, in its discretion, admit Members to such other classes of Non-Corporate Membership as are identified in the Regulations from time to time in accordance with the provisions contained therein.

Membership - General

17. The General Council shall issue a certificate of membership to any Member of any class upon his election thereto and such certificate shall be under the common seal of the Institution. Every such certificate shall remain the property of and shall on demand be returned to the Institution.

18. The rights and privileges of every Member of the Institution shall be personal to himself and shall not be transmissible by his own act or omission or by operation of law.

19. Members shall be entitled to place designatory letters after their names and to use designations as prescribed by the Constitution.

20. Every Member of the Institution shall sign a written consent to become a Member acknowledging that they will abide by the Constitution.

21. The Institution shall maintain the Register and the Chief Executive Officer of the Institution shall determine to whom such information thereon shall be made available.

Fees and Subscriptions

22. A person elected as a Member shall pay the appropriate fees, subscriptions and examination fees at rates laid down from time to time by the General Council.

23. The General Council has discretion to reduce or remit the annual subscription or the arrears of annual subscription of any Member or ex-Member.

Resignation

24. Any Member may resign from the Institution by giving notice in writing to the Chief Executive Officer.

25. The General Council shall be entitled to require the payment of all subscriptions due to the Institution from any Member resigning from the Institution and the return of any certificate issued to him.

Exclusion

26. Any Member whose annual subscription remains unpaid for three months from the due date for payment and who fails to pay such arrears within two months after a written notice warning of expulsion has been sent to him (which notice can be sent to him within the three month period referred to above) may, by resolution of the General Council, be excluded from the Institution, whereupon he shall cease to be a Member and his name shall be removed from the Register. Such removal shall not relieve him of his liability for the payment of any arrears of subscription due at the time of his name being so removed.

27. If any Member shall be adjudicated bankrupt or enters into formal insolvency proceedings or convicted of any serious criminal offence his name may be removed from the Register by resolution to that effect by the General Council provided that in the case of a conviction the Member concerned shall be given due notice of the relevant meeting of the General Council and afforded an opportunity of explanation before his name is removed from the Register.

28. An excluded Member shall forfeit any claim to a return of the monies he has paid to the Institution in relation to his membership.

Re-election

29. The General Council may re-elect to membership in the class to which he formerly belonged any person whose membership has terminated for any cause provided that he satisfies the General Council that he is worthy of re-election and pays such amounts in respect of entrance fees and arrears of subscriptions as the General Council may determine.

Centres

30. Members of the Institution shall be formed into Centres within geographic regions as shall from time to time be determined by the General Council and Centre membership shall be determined according to the registered addresses of Members.

31. The regulation of Centres shall be prescribed by the Centre Regulations of the Institution being contained in Part II of the Regulations.

General meetings

32. The Institution shall hold a general meeting of Corporate Members in every calendar year as its annual general meeting at such time and place as may be determined by the General Council and shall specify the meeting as such in the notice calling it, provided that every annual general meeting shall be held not more than fifteen months after the holding of the last preceding annual general meeting.

33. All general meetings of Corporate Members, other than annual general meetings, shall be called extraordinary general meetings. Extraordinary general meetings may be called by the General Council or on the written requisition of not less than one tenth of the Corporate Members and in which event the procedures set out in the Companies Act 1985 for convening such a meeting shall be followed.

34. The business of the annual general meeting of the Institution shall be to receive and consider the annual report of the General Council and the accounts and to appoint and affix the remuneration of the auditors. All other business transacted at any annual general meeting and all business transacted at an extraordinary general meeting shall be deemed special thus requiring three quarters or more of those voting, whether present or by proxy, to vote in favour of a resolution for it to be passed.

35. At the annual general meeting in every year the General Council shall lay before the Institution a proper income and expenditure account for that period since the last preceding account made up to a date not more than nine months before such meeting, together with a proper balance sheet made up as at the same date. Every such balance sheet shall be accompanied by proper reports of the General Council and the auditors and copies of such accounts, balance sheet and reports (all of which shall be framed in accordance with any statutory requirements for the time being in force) and of any other document required by law to be annexed or attached thereto or to accompany the same shall be sent, not less than twenty one clear days before the date of the meeting, to all persons entitled to receive notices of general meetings in the manner in which notices are hereinafter directed to be served. The auditors' report shall be read before the meeting.

Quorum for general meetings of the Institution

36. The quorum for any general meeting of the Institution shall be forty Corporate Members present throughout the meeting unless otherwise determined by a resolution passed at an annual general meeting of the Institution.

Notice

37. At least twenty one clear days' notice in writing is required to be given to the Institution's solicitors, auditors and Corporate Members at their registered addresses of every general meeting specifying the place, the date and the hour of the meeting and, in the case of special business, the general nature of that business.

38. The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any resolution passed, or proceeding held, at any meeting, nor shall the accidental omission to send a Corporate Member a proxy form invalidate the result of the vote.

Chairman

39. The President, or in his absence the Senior Vice-President, shall take the chair at every general meeting but, if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same, or shall be unwilling to preside, the Corporate Members present shall choose a General Councillor, or if no such General Councillor be present, or if all the General Councillors decline to take the chair, they shall choose some Corporate Member who shall be present to preside. The chairman shall regulate the conduct of all meetings in accordance with such provisions as may be determined from time to time.

Dissolution and adjournment

40. If within half an hour of the time appointed for the holding of a general meeting a quorum is not present, the meeting, if convened on the requisition of Corporate Members, shall be dissolved. In any other case it shall stand adjourned to such other day and at such other time and place as the General Council may determine and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting those Corporate Members present shall constitute a quorum.

41. The chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as

aforesaid it shall not be necessary to give any notice of adjournment or of the business to be transacted at an adjourned meeting.

Voting

42. At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is demanded, before or on the declaration of the result of the show of hands, by the chairman or by at least three Corporate Members present in person. The demand for a poll may be withdrawn at any time by those who called for it.

43. Unless a poll is demanded, a declaration by the chairman that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or lost or not carried by a particular majority and an entry to that effect in the book containing the minutes of proceedings of the Institution, shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.

44. Except as provided for in these Bye-Laws if a poll is duly demanded it shall be taken at such time and in such manner as the chairman directs and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

45. In the case of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting at which the show of hands takes place or at which the poll is demanded, shall be entitled to a second or casting vote.

46. A poll demanded on the election of a chairman, or on a question of adjournment, shall be taken forthwith. A poll demanded on any other question shall be taken at such time as the chairman of the meeting directs and any business other than that upon which a poll has been demanded may be proceeded with pending the taking of the poll.

47. Every Corporate Member shall have one vote unless:

47.1 monies payable by him to the Institution are overdue; or

47.2 he is of unsound mind and in respect of whom an order has been made by any court having jurisdiction in matters concerning mental disorder, in which case he may only vote, whether on a show of hands or on a poll, by his receiver or other person appointed by that court and any such receiver or other person may, on a poll, vote by proxy.

48. Non-Corporate Members shall not be entitled to any vote at any general meeting.

Proxy

49. On a poll, votes may be given either personally or by proxy.

50. The instrument appointing a proxy shall be in writing signed by the appointor or by his attorney duly authorised in writing.

51. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a copy (certified as true by a solicitor) of that power or authority shall be deposited at the office of the Chief Executive Officer or at such other place within the United Kingdom as is specified for that purpose in the notice convening the meeting, not less than ninety-six hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote and in default of such provisions the instrument of proxy shall not be treated as valid.

52. An instrument appointing a proxy shall be in the form as prescribed by the Practice Directions or a form as near thereto as circumstances admit.

53. The instrument appointing a proxy shall be deemed to confer authority to join in demanding a poll, but not to demand one itself.

54. 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, provided that no intimation in writing of such death, insanity or revocation as aforesaid shall have been received by the Institution at the office of the Chief Executive Officer before the commencement of the meeting or adjourned meeting at which the proxy is used.

General Council

55. The management of the affairs of the Institution shall be vested in the General Council which, in addition to the powers and authorities expressly conferred on it by the Constitution, may in respect of the affairs of the Institution, exercise all powers and do all things as may be exercised or done by the Institution and are not by the Constitution expressly directed or required to be exercised or done by the Institution in general meeting.

56. The General Council shall meet for the dispatch of business, adjourn and otherwise regulate its proceedings as it prescribes from time to time. Questions arising

at any meeting of the General Council shall be determined by a majority of votes and in case of an equality of votes, the chairman of the meeting shall have a casting vote in addition to his vote as a General Councillor.

57. The General Council shall be constituted of such numbers of Corporate Members as may be determined from time to time provided always that:

57.1 the Centres of the Institution are represented in such proportions as determined from time to time; and

57.2 at no time shall the number of General Councillors exceed more than fifty.

Rotation of General Councillors

58. Elected General Councillors shall retire by rotation and where two or more General Councillors from each Centre were elected at the same time the choice shall be determined by agreement or lot.

Honorary Officers

59.1 There shall be the following Honorary Officers of the Institution a President, a Senior Vice-President, a Junior Vice-President, the immediate Past President, all of whom must be corporate members, together with an Honorary Treasurer who need not be a Corporate Member.

59.2 Subject to the same conditions as those contained in the first sentence of Byelaw 58 the Honorary Treasurer shall be elected for a period of three years at a meeting of the General Council following the annual general meeting.

59.3 The General Council shall from time to time appoint such other Honorary Officers as it shall determine, all of whom must be Corporate Members.

Casual Vacancies

60.1 Casual vacancies arising on the General Council shall be filled as determined from time to time by the General Council as prescribed by the Constitution.

60.2 A General Councillor so appointed shall hold office only for the unexpired period of office created by the casual vacancy and such an appointment shall not be taken into account in determining which General Councillors are to retire by rotation.

Vacation of office

61. The office of a General Councillor, being a director of the Institution, shall be vacated if:

61.1 he becomes bankrupt or makes any arrangements or composition with his creditors generally;

61.2 he is, or may be, suffering from mental disorder and either:

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61.2.1 he is admitted to hospital in pursuance of an application for admission for treatment under the Mental Health Act 1983, or, in Scotland, an application for admission under the Mental Health (Scotland) Act 1984; or

61.2.2 an order is made by a court having jurisdiction (whether in the United Kingdom or elsewhere) in matters concerning mental disorder for his detention or for the appointment of a receiver, curator bonis or other person to exercise powers with respect to his property or affairs; or

61.3 he resigns his office by written notice to the Institution;

61.4 he shall without good cause have been absent without permission of the General Council from meetings thereof and the General Council resolves that his office be vacated;

61.5 he ceases for any reason whatsoever to be a Corporate Member; or

Quorum

62. Unless otherwise determined by the General Council, twelve General Councillors personally present shall be a quorum at any meeting of the General Council.

Written resolution

63. A resolution signed by a majority of General Councillors shall be as valid and effectual as if it had been passed at a meeting of the General Council duly called and constituted.

Committees/panels

64. The General Council shall establish such committees and panels as it deems necessary in pursuance of the Objects and shall define their duties and composition and may delegate powers to them as it prescribes from time to time.

Chairman

65. The President shall take the chair at all meetings of the General Council. The Senior Vice-President shall take the chair in the absence of the President. In the absence of both the President and the Senior Vice-President, the General Councillors present shall elect their own chairman. Committees of the General Council shall elect their own chairman unless otherwise directed by the General Council. The chairmen of both General Council and any committees/panels shall regulate the conduct of meetings in accordance with the relevant provisions of the Constitution.

Regulations

66. The General Council may make, amend and rescind Regulations for the purposes specified in these Bye-Laws but so that the same be not repugnant to the Charter or these Bye-Laws and provided that no such Regulation, amendment or rescission thereof shall come into force until the same has been approved by the Corporate Members in general meeting.

Practice Directions

67. The General Council may make, amend and rescind Practice Directions to facilitate the administration of the Institution but so the same be not repugnant to the Charter, these Bye-Laws or the Regulations.

Accounts

68. The General Council shall cause proper books of accounts to be kept with respect to:

68.1 all sums of money received and expended by the Institution and the matters in respect of which such receipts and expenditure take place;

68.2 all sales and purchases of goods by the Institution; and

68.3 the assets and liabilities of the Institution.

69. Such accounts shall not be deemed to be proper if they fail to give a true and fair view of the state of the affairs of the Institution and to explain its transactions.

70. The accounts shall be kept at the registered office of the Institution or at such other place or places as the General Council shall think fit and shall always be open to inspection by General Councillors.

71. The General Council shall from time to time determine whether and to what extent and at what time and places and under what conditions or regulations the accounts and records of the Institution or any of them shall be open to inspection by Members not being members of the General Council, and no Member (not being a member of the General Council) shall have any right to inspect any account or document of the Institution except as conferred by statute or authorised by the General Council.

72. No General Councillor or employee of the Institution shall be eligible to act as auditors.

73. The accounts must be audited by a member of a body of accountants recognised for the purposes of the Companies Act 1985 or by a firm of which at least one partner is such a member.

Common Seal

74. The General Council shall provide a common seal of the Institution which shall be kept in the safe custody of the Chief Executive Officer. Subject to the following paragraph, the common seal shall never be affixed to any instrument except by authority of the General Council previously given and shall be applied in the presence of the President, or if the President is not available, two General Councillors, who shall sign every instrument to which the common seal is affixed. Every such instrument shall be countersigned by the Chief Executive Office or other person appointed by the General Council pursuant to this paragraph.

75. Prior approval of the General Council is not required before the common seal of the Institution is affixed to the following documents to which the President, together with the Chief Executive Officer, can affix the seal:

75.1 membership or examination certificates;

75.2 documents in connection with the purchase or sale of stocks or shares or other securities on behalf of the Institution provided that any such use shall be reported to the General Council at its next meeting; or

75.3 any other documents resolved by the Members in general meeting to be sealed in such manner.

76. The secretary shall maintain a register of the use of the common seal.

Notices

77. Notice may be given by the Institution to any Member either personally or by sending it by post to their registered address.

78. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice and to have been effected at the expiration of forty eight hours after the letter containing the same is posted.

Liability

79. The General Council may from time to time approve the purchase and maintenance of insurance by the Institution, for the benefit of any person who is or was at any time a General Councillor or employee of the Institution against any liability subject to the provisions of clause 4.20 of the Charter.

80. A General Councillor shall be entitled to vote and be counted in a quorum in respect of any resolution concerning the purchase or maintenance of insurance in his favour in respect of any liability.

Indemnity

81. Without prejudice to any indemnity to which a General Councillor or employee of the Institution may otherwise be entitled, every General Councillor or employee or auditor of the Institution shall be indemnified out of the assets of the Institution against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in connection with any application in which relief is granted to him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Institution.

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