

BYE-LAWS OF ~~THE INSTITUTION~~ CIWM

Interpretation

1. In these Bye-Laws and in the Regulations and Practice Directions of CIWM:
 - 1.1 ‘Centres’ means and shall consist of those centres of ~~the Institution~~ CIWM 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 ‘Full Members’ means and shall consist of all those classes of Members as these Bye-Laws shall from time to time determine;
 - 1.5 ‘Corporate Members’ means the same as ‘Full Members’ as defined in 1.4 above;
 - 1.6 ‘Ordinary Members’ means and shall consist of all those classes of Members as these Bye-Laws or the Regulations shall from time to time determine;;
 - 1.7 ‘Non-Corporate Members’ means the same as ‘Ordinary Members’ as defined in 1.6 above;
 - 1.8 ‘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~~ CIWM and the phrase ‘registered address’ shall be construed as a reference to such address on the Register; and
 - 1.9 ‘written’ or ‘in writing’ means written or printed or partly written or partly printed and shall include electronically transmitted material.

Membership

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

Full Members and Election to Full Membership

4. Full Members means and shall consist of all Members in the following classes of membership:
 - 4.1 Fellow; and

4.2 Chartered Member.

Fellow

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

5.1 any Member who, in ~~its~~their opinion, has shown evidence of distinguished professional attainment in the sphere of ~~wastes~~resource and waste management and has been a ~~Corporate~~Chartered Member for at least seven years; or

5.2 a senior person who, in its opinion has:

5.2.1 shown evidence of distinguished professional attainment in the sphere of resource and waste management; and

5.2.2 been active in that sphere for at least eleven years (at least five of which at a senior level); and

5.2.3 who otherwise meets the criteria to be elected as a Chartered Member.

6. In exceptional circumstances, an applicant with fewer years of relevant experience or standing ~~Member of less than seven years standing~~, who would otherwise qualify for the class of Fellow, may be considered for election to such class.

7. In all such cases falling within paragraphs 5 and 6, the applicant shall be required to demonstrate they meet the key competencies as may be determined from time to time by the General Council. The applicant may also be required to satisfy such professional interview panel as may be determined from time to time by the General Council, particularly for applicants under the criteria in paragraph 5.2

Chartered Member

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

87.1 a person who holds and has held, an acceptable position in connection with ~~wastes~~resource and waste 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

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

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

8.2.2 has a degree-level or higher qualification from a course accredited or recognised by CIWM (the requirements for such recognition and/or accreditation to be

as determined from time to time by the General Council) and has a minimum of three years relevant continuous experience in resource and waste management and has undergone such programme of structured learning and development as may be determined from time to time by the General Council; or

~~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~~

~~87.2.3 is a Corporate Member of a relevant Chartered Institution and has a minimum of two years' relevant continuous experience in wastesresource and waste management.~~

~~78.3~~ In all such cases falling within paragraph ~~8.27.2~~, the applicant shall be required to demonstrate they meet the key competencies as may be determined from time to time by the General Council. The applicant shall also be required to satisfy such professional interview panel as may be determined from time to time by the General Council.

~~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

~~89.~~ All ~~Corporate~~Full Members shall undertake such programmes of continuing professional development as may be determined from time to time by the General Council.

~~Non-Corporate~~Ordinary Members

~~10.10. Non-Corporate Ordinary~~ Members means and shall include all other Members in the ~~following~~ classes of membership identified in the Regulations from time to time in accordance with the provisions contained therein.

~~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.~~

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Membership – General

17. The General Council shall issue a certificate of membership to any Member of any class upon their election thereto and such certificate shall be under the common

seal of CIWM. Every such certificate shall remain the property of and shall on demand be returned to CIWM.

18. The rights and privileges of Members of CIWM shall be personal to themselves and shall not be transmissible by their 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 CIWM shall sign a written consent to become a Member acknowledging that they will abide by the Constitution.

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

Fees and Subscriptions

~~22~~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~~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~~24. Any Member may resign from ~~the Institution~~CIWM by giving notice in writing to the Chief Executive Officer.

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

Exclusion

~~26~~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 ~~them~~ (which notice can be sent to ~~them~~ within the three month period referred to above) may, by resolution of the General Council, be excluded from ~~the Institution~~CIWM, whereupon ~~they~~ shall cease to be a Member and ~~their~~ name shall be removed from the Register. Such removal shall not relieve ~~them~~ of ~~their~~ liability for the payment of any arrears of subscription due at the time of ~~their~~ name being so removed.

~~27~~27. If any Member shall be adjudicated bankrupt or enters into formal insolvency proceedings or convicted of any serious criminal offence ~~their~~ 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 ~~their~~ name is removed from the Register.

~~28~~28. An excluded Member shall forfeit any claim to a return of the monies ~~they have~~s paid to ~~the Institution~~CIWM in relation to ~~their~~s membership.

Re-election

~~29~~29. The General Council may re-elect to membership in the class to which ~~they~~ formerly belonged any person whose membership has terminated for any cause provided that ~~they~~ satisfy~~ies~~ the General Council that ~~they are~~s worthy of re-election and pay~~s~~ such amounts in respect of entrance fees and arrears of subscriptions as the General Council may determine.

Centres

~~30~~30. Members of ~~the Institution~~CIWM 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~~31. The regulation of Centres shall be prescribed by the Centre Regulations of ~~the Institution~~CIWM being contained in Part II of the Regulations.

General meetings

~~32~~32. ~~The Institution~~CIWM shall hold a general meeting of ~~Chartered~~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~~33. All general meetings of ~~Corporate~~Chartered 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~~Chartered Members and in which event the procedures set out in the Companies Act ~~1985-2006~~ for convening such a meeting shall be followed.

~~34~~34. The business of the annual general meeting of ~~the Institution~~CIWM 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~~35. At the annual general meeting in every year the General Council shall lay before ~~the Institution~~CIWM 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~~CIWM

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

Notice

~~37~~37. At least twenty-one clear days' notice in writing is required to be given to ~~the Institution~~CIWM's solicitors, auditors and ~~Corporate~~Chartered 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~~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~~Chartered Member a proxy form invalidate the result of the vote.

Chairingman

~~39~~39. The President, or in ~~their~~s absence the ~~Senior Vice-President~~Chairman of the General Council, shall take the chair at every general meeting but, if at any meeting ~~they~~ shall not be present within fifteen minutes after the time appointed for holding the same, or shall be unwilling to preside, the ~~Corporate~~Chartered 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~~Chartered Member who shall be present to preside. The person chairingman shall regulate the conduct of all meetings in accordance with such provisions as may be determined from time to time.

Dissolution and adjournment

~~40~~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~~Chartered 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~~Chartered Members present shall constitute a quorum.

~~41~~41. The person chairingman 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~~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 person chairingman or by at least three ~~Corporate~~Chartered Members present in person. The demand for a poll may be withdrawn at any time by those who called for it.

~~43~~43. Unless a poll is demanded, a declaration by the person chairingman 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~~CIWM, 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~~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 person chair~~ing~~man directs and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

~~45~~45. In the case of an equality of votes, whether on a show of hands or on a poll, the person chair~~ing~~man ~~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~~46. A poll demanded on the election of someone ~~to~~a chair the meeting~~man~~, 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 person chair~~ing~~man ~~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~~47. Every ~~Corporate~~Chartered Member shall have one vote unless:

~~47~~47.1 monies payable by the~~m~~ to the InstitutionCIWM are overdue; or

~~47~~47.2 they ~~are~~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 they may only vote, whether on a show of hands or on a poll, by theirs receiver or other person appointed by that court and any such receiver or other person may, on a poll, vote by proxy.

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

Proxy

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

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

~~51~~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~~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~~permit.

~~53~~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~~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~~CIWM 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~~55. The management of the affairs of ~~the Institution~~CIWM 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~~CIWM, exercise all powers and do all things as may be exercised or done by ~~the Institution~~CIWM and are not by the Constitution expressly directed or required to be exercised or done by ~~the Institution~~CIWM in general meeting.

~~56~~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 person chairing~~man~~~~of~~ the meeting shall have a casting vote in addition to theirs vote as a General Councillor.

~~57~~57. The General Council shall be constituted of such numbers of ~~Corporate~~Chartered Members having such skills and experience 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~~

~~57.21~~ at no time shall the number of General Councillors exceed more than fifty~~twelve~~.

Rotation of General Councillors

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

Honorary Officers

~~58.1~~ There shall be the following Honorary Officers of ~~the Institution~~CIWM—a President, a Senior Vice-President, a Junior Vice-President, the immediate Past President, all of whom must be ~~corporate~~ Mmembers:

- a President;
- a Senior Vice-President;
- a Junior Vice-President;
- the immediate Past President; and
- the Chair of General Council.

~~58.1a~~ There shall also be, ~~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.

~~58.32~~ 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

~~59.1~~ 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.

~~59.2~~ 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

~~60.~~ The office of a General Councillor, being a director of ~~the Institution~~CIWM, shall be vacated if:

~~60.1~~ they becomes bankrupt or makes any arrangements or composition with theirs creditors generally;

~~60.2~~ they ares, or may be, suffering from mental disorder and either:

~~60.2.1~~ they ares 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 (Care and Treatment) (Scotland) Act ~~1984~~2003; or

~~61~~60.2.2 an order is made by a court having jurisdiction (whether in the United Kingdom or elsewhere) in matters concerning mental disorder for ~~theirs~~ detention or for the appointment of a receiver, curator bonis or other person to exercise powers with respect to ~~theirs~~ property or affairs; or

~~61~~60.3 ~~they~~ resigns ~~theirs~~ office by written notice to ~~the Institution~~CIWM;

~~61~~60.4 ~~they~~ shall without good cause have been absent without permission of the General Council from meetings thereof and the General Council resolves that ~~theirs~~ office be vacated;

~~61~~60.5 ~~they~~ ceases for any reason whatsoever to be a ~~Corporate~~Chartered Member; ~~or.~~

Quorum

~~62~~61. Unless otherwise determined by the General Council, ~~twelve~~six General Councillors ~~personally present~~ shall be a quorum at any meeting of the General Council. The quorum may include up to, but no more than, two General Councillors attending via electronic audio-visual means.

Written resolution

~~63~~62. A resolution signed or confirmed by electronic means 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~~63. The General Council shall establish a Members' Council in accordance with the relevant provisions of the Constitution and may establish such other 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.

Chairingman

~~65~~64. ~~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~~ The General Councillors ~~present~~ shall annually elect one of their number to chair their meetings~~their own chairman from among their number.~~ Committees of the General Council shall decide ~~one~~elect their own chairing arrangements~~man~~ unless otherwise directed by the General Council. All those chairing ~~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

~~666~~5. 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~~Chartered Members in general meeting.

Practice Directions

~~676~~6. The General Council may make, amend and rescind Practice Directions to facilitate the administration of ~~the Institution~~CIWM but so the same be not repugnant to the Charter, these Bye-Laws or the Regulations.

Accounts

~~686~~7. The General Council shall cause proper books of accounts to be kept with _____respect to:

~~686~~7.1 all sums of money received and expended by ~~the Institution~~CIWM and the matters in respect of which such receipts and expenditure take place;

~~686~~7.2 all sales and purchases of goods by ~~the Institution~~CIWM; and

~~686~~7.3 the assets and liabilities of ~~the Institution~~CIWM.

~~696~~8. 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~~CIWM and to explain its transactions.

~~706~~9. The accounts shall be kept at the registered office of ~~the Institution~~CIWM or at such other place or places as the General Council shall think fit and shall always be open to inspection by General Councillors.

~~7170~~_____. 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~~CIWM 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~~CIWM except as conferred by statute or authorised by the General Council.

~~72~~71. No General Councillor or employee of ~~the Institution~~CIWM shall be eligible to act as auditors.

~~73~~72. The accounts must be audited by a member of a body of accountants recognised for the purposes of the Companies Act ~~1985-2006~~ or by a firm of which at least one partner is such a member.

Common Seal

~~74~~73. The General Council shall provide a common seal of ~~the Institution~~CIWM 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 Officer or other person appointed by the General Council pursuant to this paragraph.

~~75~~74. Prior approval of the General Council is not required before the common seal of ~~the Institution~~CIWM is affixed to the following documents to which the President, together with the Chief Executive Officer, can affix the seal:

~~75~~74.1 membership or examination certificates;

~~75~~74.2 documents in connection with the purchase or sale of stocks or shares or other securities on behalf of ~~the Institution~~CIWM provided that any such use shall be reported to the General Council at its next meeting; or

~~75~~74.3 ~~3~~ any other documents resolved by the Members in general meeting to be sealed in such manner.

~~76~~75. ~~The secretary shall maintain a~~ register of the use of the common seal shall be maintained.

Notices

~~77~~76. Notice may be given by ~~the Institution~~CIWM to any Member either personally or by sending it by post or by electronic means to their registered address.

~~78~~77. 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~~78. The General Council may from time to time approve the purchase and maintenance of insurance by ~~the Institution~~CIWM, for the benefit of any person who is or was at any time a General Councillor or employee of ~~the Institution~~CIWM against any liability subject to the provisions of clause 4.20 of the Charter.

~~80~~79. 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 ~~theirs~~ favour in respect of any liability.

Indemnity

~~81~~80. Without prejudice to any indemnity to which a General Councillor or employee of ~~the Institution~~CIWM may otherwise be entitled, every General Councillor or employee or auditor of ~~the Institution~~CIWM shall be indemnified out of the assets of ~~the Institution~~CIWM against any liability incurred by ~~them~~ in defending any proceedings, whether civil or criminal, in which judgment is given in ~~theirs~~ favour or in which ~~they are~~ acquitted or in connection with any application in which relief is granted to ~~them~~ by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of ~~the Institution~~CIWM.

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