

## Appendix B - Proposed 2021 Amendments to the IChemE By-laws

	Original	Original with changes highlighted	Proposed final text	Explanatory remarks
BL 20	<p>20. <i>Fellows</i></p> <p>All candidates for election or transfer to the class of Fellow shall satisfy the Board by personal interview or otherwise either:</p> <p>(a) that they, being already Chartered Members, have been engaged to an appropriate extent in a position of senior responsibility in chemical engineering; or</p> <p>(b) that they, possessing the qualifications for Chartered Membership, have been engaged to an appropriate extent in a position of senior responsibility in chemical engineering.</p>	<p>20. <i>Fellows</i></p> <p>All candidates for election or transfer to the class of Fellow shall, <b>as specified in the Regulations demonstrate to the satisfaction of satisfy</b> the Board, by personal interview or otherwise <b>either, a significant contribution to and influence in chemical engineering and either:</b></p> <p>(a) that they, being already Chartered Members, have been engaged to an appropriate extent in a position of senior responsibility <b>in chemical engineering;</b> or</p> <p>(b) that they, possessing the qualifications for Chartered Membership, are <b>have been</b> engaged to an appropriate extent in a position of senior responsibility <b>in chemical engineering.</b></p>	<p>20. <i>Fellows</i></p> <p>All candidates for election or transfer to the class of Fellow shall, as specified in the Regulations, demonstrate to the satisfaction of the Board, by personal interview or otherwise, a significant contribution to and influence in chemical engineering and either:</p> <p>(a) that they, being already Chartered Members, have been engaged to an appropriate extent in a position of senior responsibility; or</p> <p>(b) that they, possessing the qualifications for Chartered Membership, are engaged to an appropriate extent in a position of senior responsibility.</p>	<p>1. Addition of a reference to the Regulations to ensure the document relationship hierarchy is reinforced.</p> <p>2. Bring in line with other PEIs to require Fellows to make a significant contribution to the profession.</p> <p>3. Clarify that positions of senior responsibility may be beyond mainstream chemical engineering roles, whilst maintaining a requirement that they are suitably qualified for Chartered membership.</p>
BL 22	<p>22. <i>Associate Members</i></p> <p>All candidates for election or transfer to the class of Associate Member shall satisfy the Board by personal interview or otherwise:</p> <p>(a) that they have passed such examination or other assessments as may from time to time be approved by the Board pursuant to the Regulations;</p> <p>and</p> <p>(b) that they have undergone training in chemical engineering or have held a position or positions deemed to provide such training.</p>	<p>22. <i>Associate Members</i></p> <p>All candidates for election or transfer to the class of Associate Member shall satisfy the Board by personal interview or otherwise:</p> <p>(a) that they have <b>or will have attained the educational outcomes passed such examination or other assessments</b> as may from time to time be approved by the Board pursuant to the Regulations;</p> <p>and</p> <p>(b) that they <b>have undergone training in chemical engineering or have held hold or intend to hold a position that enables development towards Professional Registration. or positions deemed to provide such training</b></p>	<p>22. <i>Associate Members</i></p> <p>All candidates for election or transfer to the class of Associate Member shall satisfy the Board by personal interview or otherwise:</p> <p>(a) that they have or will have attained the educational outcomes as may from time to time be approved by the Board pursuant to the Regulations;</p> <p>and</p> <p>(b) that they hold or intend to hold a position that enables development towards Professional Registration.</p>	<p>1. Request from Qualifications Committee to amend Associate Member requirements clarifying the move away from exams to learning outcomes and that initial professional development is not solely satisfied through structured training.</p>

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BL 43	<p>43. The Institution shall hold in each year an Annual General Meeting in addition to any other meetings in that year and shall specify the Meeting as such in the notices calling it and not more than fifteen months shall elapse between the date of one Annual General Meeting of the Institution and the next. The business of the Annual General Meeting shall be to receive and consider the Report of the Board and the Accounts of the Institution for the past year; to receive the report of the scrutineers of the result of the immediately preceding ballot conducted for the election of Honorary Officers of the Institution and other members of the Board and to receive any report of the persons deemed to have been elected to such Offices; to appoint Auditors and fix their remuneration; and to transact any business brought before the meeting by the Report of the Board. All other business transacted at an Annual General Meeting and all business transacted at an Extraordinary General Meeting shall be deemed special.</p>	<p>43. The Institution shall hold in each year an Annual General Meeting in addition to any other meetings in that year and shall specify the Meeting as such in the notices calling it and not more than fifteen months shall elapse between the date of one Annual General Meeting of the Institution and the next. The business of the Annual General Meeting shall be to receive and consider the Report of the Board and the Accounts of the Institution for the past year; to receive the <b>independent report</b> <del>of the scrutineers</del> of the result of the immediately preceding ballot conducted for the election of Honorary Officers of the Institution and other members of the Board and to receive any report of the persons deemed to have been elected to such Offices; to appoint Auditors and fix their remuneration; and to transact any business brought before the meeting by the Report of the Board. All other business transacted at an Annual General Meeting and all business transacted at an Extraordinary General Meeting shall be deemed special.</p>	<p>43. The Institution shall hold in each year an Annual General Meeting in addition to any other meetings in that year and shall specify the Meeting as such in the notices calling it and not more than fifteen months shall elapse between the date of one Annual General Meeting of the Institution and the next. The business of the Annual General Meeting shall be to receive and consider the Report of the Board and the Accounts of the Institution for the past year; to receive the independent report of the result of the immediately preceding ballot conducted for the election of Honorary Officers of the Institution and other members of the Board and to receive any report of the persons deemed to have been elected to such Offices; to appoint Auditors and fix their remuneration; and to transact any business brought before the meeting by the Report of the Board. All other business transacted at an Annual General Meeting and all business transacted at an Extraordinary General Meeting shall be deemed special.</p>	<p>1. Clarify that the requirement is for an independent report rather than member scrutiny.</p>
BL 74	<p>74. Members of the Board appointed under these By-laws shall serve for such period as defined in these By-laws as shall be determined by the Nominations Committee, having regard to the need to create a pattern of rolling retirements in the interests of continuity of the Board. Retiring members of the Board shall be deemed to continue to hold Office until the conclusion of the meeting at which they retire and shall be eligible for re-election subject to any maximum term of service provided in these By-laws.</p>	<p>74. Members of the Board appointed under these By-laws shall serve for such period as defined in these By-laws as shall be determined by the Nominations Committee, having regard to the need to create a pattern of rolling retirements in the interests of continuity of the Board. Retiring members of the Board shall be deemed to continue to hold Office until the conclusion of the meeting at which they retire and, shall be eligible <b>to stand for re-election to any vacancy for which they are qualified</b> subject to any maximum term of <b>office service</b> provided in these By-laws.</p>	<p>74. Members of the Board appointed under these By-laws shall serve for such period as defined in these By-laws as shall be determined by the Nominations Committee, having regard to the need to create a pattern of rolling retirements in the interests of continuity of the Board. Retiring members of the Board shall be deemed to continue to hold Office until the conclusion of the meeting at which they retire and, shall be eligible to stand for election to any vacancy for which they are qualified subject to any maximum term of office provided in these By-laws.</p>	<p>1. Clarify the use of the term 'retiring member'</p>

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BL 76	76. Not later than eleven weeks before each Annual General Meeting the Board shall send to each Voting member entitled to vote a list which may be in electronic form of the retiring members of the Board.	76. Not later than eleven weeks before each Annual General Meeting the Board shall send to each Voting member entitled to vote a <del>list</del> call for nominations which may be in electronic form which shall include a list of the <del>retiring members of vacancies on the Board that will be available for election at the Annual General Meeting.</del>	76. Not later than eleven weeks before each Annual General Meeting the Board shall send to each Voting member entitled to vote a call for nominations which may be in electronic form which shall include a list of the vacancies on the Board that will be available for election at the Annual General Meeting.	1. Clarify the advertisement of Board vacancies.
BL 77	77. Any five Voting members may nominate any duly qualified person as a candidate for any such vacancy of the Board by delivering either physically or electronically to the Chief Executive within three weeks after the date of dispatch of the list mentioned in the immediately preceding By-law hereof a nomination in writing duly signed by the nominators together with the written consent to act if elected of the person nominated but each such nominator shall be debarred from nominating any other person for the same election. No person shall be eligible to fill any vacancy by election at the Annual General Meeting pursuant to these By-laws unless nominated for the same in compliance with this By-law.	77. Any five Voting members may nominate any duly qualified person as a candidate for any such vacancy of the Board by delivering either physically or electronically to the Chief Executive in accordance with the process set out in the call for nominations within three weeks after the date of dispatch of the <del>list</del> call for nominations mentioned in the immediately preceding By-law hereof a nomination <del>in writing</del> physically or electronically by the nominators together with the written consent to act if elected of the person nominated but each such nominator shall be debarred from nominating any other person for the same election. No person shall be eligible to fill any vacancy by election at the Annual General Meeting pursuant to these By-laws unless nominated for the same in compliance with this By-law. A member of staff who shall also be a Voting Member shall not be eligible to nominate a candidate.	77. Any five Voting members may nominate any duly qualified person as a candidate for any such vacancy of the Board by delivering either physically or electronically to the Chief Executive in accordance with the process set out in the call for nominations within three weeks after the date of dispatch of the call for nominations mentioned in the immediately preceding By-law hereof a nomination duly signed physically or electronically by the nominators together with the written consent to act if elected of the person nominated but each such nominator shall be debarred from nominating any other person for the same election. No person shall be eligible to fill any vacancy by election at the Annual General meeting pursuant to these By-laws unless nominated for the same in compliance with this By-law. A member of staff who shall also be a Voting Member shall not be eligible to nominate a candidate.	1. Clarify the ability to determine the process by which nominations may be sent to the Chief Executive.  2. Clarify staff (who are also members) role in nominations.

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BL 80	<p>80. The ballot papers shall contain a requirement that they are to be returned so as to reach the principal office of the Institution not later than fourteen working days before the Annual General Meeting. Votes on any ballot papers not so returned shall not be counted. The Board may make provision for voting to be in electronic form in addition to, or in place of, a postal ballot subject to its being satisfied as to the security of the method of electronic voting.</p>	<p>80. <del>The ballot papers shall contain a requirement that they are to be returned so as to reach the principal office of the Institution not later than fourteen working days before the Annual General Meeting. Votes on any ballot papers not so returned shall not be counted.</del> The Board may make provision for voting to be in electronic form in addition to, or in place of, a postal ballot subject to its being satisfied as to the security of the method of electronic voting. <del>The ballot papers shall contain a requirement that they are to be returned so as to reach the principal office of the Institution, or the nominations site established for the purpose if voting is taking place in electronic form, not later than fourteen working days before the Annual General Meeting. Votes on any ballot papers not so returned shall not be counted</del></p>	<p>80. The Board may make provision for voting to be in electronic form in addition to, or in place of, a postal ballot subject to its being satisfied as to the security of the method of electronic voting. The ballot papers shall contain a requirement that they are to be returned so as to reach the principal office of the Institution, or the nominations site established for the purpose if voting is taking place in electronic form, not later than fourteen working days before the Annual General Meeting. Votes on any ballot papers not so returned shall not be counted</p>	<p>1. Clarify the ability for ballots to be cast electronically.</p> <p>2. Clarify the deadline for physical and electronic votes to be cast.</p>
BL 81	<p>81. The Board shall appoint scrutineers from amongst the Voting members of the Institution other than the candidates and they shall not be more than six in number of whom not more than two shall be members of the Board; and any three or more of them shall together constitute a quorum and shall be entitled to do for the purposes of this By-law all things required of scrutineers. The scrutineers together shall open the ballot papers at any time after the final date for their return and count the votes and complete and sign a report of the result for the President of the Institution for presentation to the immediately following Annual General Meeting.</p>	<p>81. The <del>Board shall appoint scrutineers from amongst the Voting members of the Institution other than the candidates and they shall not be more than six in number of whom not more than two shall be members of the Board; and any three or more of them shall together constitute a quorum and shall be entitled to do for the purposes of this By-law all things required of scrutineers. The scrutineers together shall open the ballot papers at any time votes shall be counted</del> after the final date for the return of ballot papers <del>and count the votes and complete and sign an independent</del> report of the result <del>shall be made available</del> for the President of the Institution for presentation to the immediately following Annual General Meeting.</p>	<p>81. The votes shall be counted after the final date for the return of ballot papers and an independent report of the result shall be made available for the President of the Institution for presentation to the immediately following Annual General Meeting.</p>	<p>1. Clarify the requirement for independent scrutiny, allowing for the use of other means such as electoral service providers.</p>

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BL 108	108. Any notice or communication served or sent by pre-paid post shall be deemed to have been served or delivered at the expiration of fourteen days after the date it was dispatched and in proving such service it shall be sufficient to prove that the notice or packet containing it was properly addressed, pre-paid and delivered to the carrier. Any notice or communication served using electronic communications shall be deemed to have been served at the expiration of 48 hours after the time it was sent and 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.	108. Any notice or communication served or sent by pre-paid post shall be deemed to have been served or delivered at the expiration of fourteen days after the date it was dispatched and in <del>proving</del> <b>certifying</b> such service it shall be sufficient to prove that the notice or packet containing it was properly addressed, pre-paid and delivered to the carrier. Any notice or communication served using electronic communications shall be deemed to have been served at the expiration of 48 hours after the time it was sent and proof that a notice contained in an electronic communication was sent <del>in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators</del> shall be conclusive evidence that the notice was given.	108. Any notice or communication served or sent by pre-paid post shall be deemed to have been served or delivered at the expiration of fourteen days after the date it was dispatched and in certifying such service it shall be sufficient to prove that the notice or packet containing it was properly addressed, pre-paid and delivered to the carrier. Any notice or communication served using electronic communications shall be deemed to have been served at the expiration of 48 hours after the time it was sent and proof that a notice contained in an electronic communication was sent shall be conclusive evidence that the notice was given.	1. Remove reference to ICSCA (note requirement for definition of proof of delivery to be articulated in the Regulations).