

Annex A: Proposed 2022 Amendments to the IChemE By-laws

Ref	Original	Original with changes highlighted	Proposed final text	Explanatory remarks
BL67	<p>67. In addition to the President and the Honorary Treasurer, the Honorary Officers of the Institution shall consist of a Deputy President and an Immediate Past President. All members of the Board, including the Honorary Officers, shall be elected. The Honorary Officers shall be elected annually. Those eligible for election as President shall be the Deputy President or, if in the opinion of the Board special circumstances exist, a Fellow. The person eligible for election as the Immediate past President shall be the retiring President. Those eligible for election as Honorary Treasurer shall be as determined by the Nominations Committee.</p>	<p>67. In addition to the President and the Honorary Treasurer, the Honorary Officers of the Institution shall consist of a Deputy President and an Immediate Past President. All members of the Board, including the Honorary Officers, shall be elected. The Honorary Officers Deputy President, President and Immediate Past President shall be elected annually. Those eligible for election as President shall be the Deputy President or, if in the opinion of the Board special circumstances exist, a Fellow. The person eligible for election as the Immediate past President shall be the retiring President. Those eligible for election as Honorary Treasurer shall be as determined by the Nominations Committee. The Honorary Treasurer shall be elected for an initial term of three years renewable for a further two three terms of three years each.</p>	<p>67. In addition to the President and the Honorary Treasurer, the Honorary Officers of the Institution shall consist of a Deputy President and an Immediate Past President. All members of the Board, including the Honorary Officers, shall be elected. The Deputy President, President and Immediate Past President shall be elected annually. Those eligible for election as President shall be the Deputy President or, if in the opinion of the Board special circumstances exist, a Fellow. The person eligible for election as the Immediate past President shall be the retiring President. Those eligible for election as Honorary Treasurer shall be as determined by the Nominations Committee. The Honorary Treasurer shall be elected for an initial term of three years renewable for a further two terms of three years each.</p>	<p>1. In order to provide greater continuity and consistency, it was considered that a three year term of office for the Honorary Treasurer was more appropriate.</p> <p>2. At the request of Congress, it is proposed that the maximum term of office for the Honorary Treasurer is nine years (ie three terms)</p>
BL68	<p>68. All the Honorary Officers shall retire at each Annual General Meeting but shall be eligible for re-election except that no persons shall be eligible for re-election as President or Deputy President if such re-election would involve them holding Office as such consecutively for more than two terms of Office exclusive of any period for which they shall have been appointed</p>	<p>68. All the Honorary Officers The Deputy President, President and Immediate Past President shall retire at each Annual General Meeting but shall be eligible for re-election except that no persons shall be eligible for re-election as President or Deputy President if such re-election would involve them holding Office as such consecutively for more than two terms of Office exclusive of any</p>	<p>68. The Deputy President, President and Immediate Past President shall retire at each Annual General Meeting but shall be eligible for re-election except that no persons shall be eligible for re-election as President or Deputy President if such re-election would involve them holding Office as such consecutively for more than two terms of Office exclusive of any period</p>	<p>1. In the light of the changes proposed in By-Law 67, the removal of the need for the Honorary Treasurer to retire annually and the maximum term of office for that role.</p>

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	to such Office by the Board to fill a casual vacancy. The Honorary Treasurer shall not be eligible for re-election if such re-election would involve their holding Office as such for more than six years.	period for which they shall have been appointed to such Office by the Board to fill a casual vacancy. The Honorary Treasurer shall not be eligible for re-election if such re-election would involve their holding Office as such for more than six years.	for which they shall have been appointed to such Office by the Board to fill a casual vacancy.	
BL72	<p>72. The Vice Presidents, ordinary members and regional members of the Board (all of whom shall be Voting members elected as hereinafter mentioned) shall be elected for a term not exceeding three years nor less than one year. No member shall be eligible for election to the Board otherwise than as Deputy-President, President or as Immediate Past President:</p> <p>(a) who has served nine years in all on the Board;</p> <p>(b) who is serving the second of two consecutive terms on the Board at the date fixed by the Board for the receipt of nominations for the next Board election.</p>	<p>72. The Vice Presidents, ordinary members and regional members of the Board (all of whom shall be Voting members elected as hereinafter mentioned) shall be elected for a term not exceeding three years nor less than one year. Having regard to the need to create a pattern of rolling retirements in the interests of continuity, the Board of Trustees shall determine the terms prior to any election. No member shall be eligible for election to the Board otherwise than as Deputy-President, President or as Immediate Past President Honorary Officers:</p> <p>(a) who has served nine years in all on the Board;</p> <p>(b) who is serving the second of two consecutive terms on the Board at the date fixed by the Board for the receipt of nominations for the next Board election.</p>	<p>72. The Vice Presidents, ordinary members and regional members of the Board (all of whom shall be Voting members elected as hereinafter mentioned) shall be elected for a term not exceeding three years nor less than one year. Having regard to the need to create a pattern of rolling retirements in the interests of continuity, the Board of Trustees shall determine the terms prior to any election. No member shall be eligible for election to the Board otherwise than as Honorary Officers:</p> <p>(a) who has served nine years in all on the Board;</p> <p>(b) who is serving the second of two consecutive terms on the Board at the date fixed by the Board for the receipt of nominations for the next Board election.</p>	<p>1. Clarify the need for the Board of Trustees to create a pattern of rolling retirements prior to each election.</p> <p>2. Clarify that the eligibility restriction in relation to previous time served on the Board does not apply to any of the Honorary Officer roles, whereas it had previously only applied to those in the line of presidential succession.</p>
BL74	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	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	74. Members of the Board appointed under these By-laws shall serve for such period as defined in these By-laws. Retiring members of the Board	1. Removal of the reference to the Nominations Committee as all of the terms of office are now referred to elsewhere in the By-Laws.

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	<p>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 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>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 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>shall be deemed 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>2. Removal of the reference to the creation of a pattern of rolling retirements amongst the members of the Board. This has now been included in By-Law 72.</p>
BL82	<p>82. The report shall state the total number of voting papers received, the number rejected and the grounds for rejection, the total number of votes in favour of each candidate and the names of those who are duly elected. In the event of the scrutineers being unable to report the election of the prescribed number of persons to fill the vacancies in the Board owing to an equality of votes, they shall state the names of the candidates having the same number of votes and the chairman of such Annual General Meeting shall determine by a casting vote (in addition to any vote that the chairman may have given as a Voting member) which candidate or candidates shall be treated as elected, and any question regarding the acceptance or rejection of votes shall be dealt with by the chairman</p>	<p>82. The report shall state the total number of voting papers received, the number rejected and the grounds for rejection, the total number of votes in favour of each candidate and the names of those who are duly elected. In the event of the scrutineers independent report being unable to report identify the election of the prescribed number of persons to fill the vacancies in the Board owing to an equality of votes, they shall state the names of the candidates having the same number of votes and the chairman of such Annual General Meeting shall determine by a casting vote (in addition to any vote that the chairman may have given as a Voting member) which candidate or candidates shall be treated as elected, and any question regarding the acceptance or rejection of votes shall be dealt with by the chairman</p>	<p>82. The report shall state the total number of voting papers received, the number rejected and the grounds for rejection, the total number of votes in favour of each candidate and the names of those who are duly elected. In the event of the independent report being unable to identify the election of the prescribed number of persons to fill the vacancies in the Board owing to an equality of votes, they shall state the names of the candidates having the same number of votes and the chairman of such Annual General Meeting shall determine by a casting vote (in addition to any vote that the chairman may have given as a Voting member) which candidate or candidates shall be treated as elected, and any question regarding the acceptance or rejection of votes shall be dealt with by the chairman</p>	<p>1. Clarify that the requirement is for an independent report which allows for member scrutiny where this is required.</p>

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BL108	<p>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.</p>	<p>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. 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.</p>	<p>108. 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. 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.</p>	<p>1. In order to reflect current communication trends, a re-ordering of paragraphs to make the reference to electronic communication the dominant one.</p>

