

# **THE INSTITUTION OF GAS ENGINEERS AND MANAGERS**



## **ROYAL CHARTER (COMPLETE RECORD)**

## **AND BY-LAWS**

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# **The Institution of Gas Engineers**

*To the King's Most Excellent Majesty in Council*

## **The Petition of**

HENRY DACRE MADDEN, Gas Engineer, of the Cardiff Gas Light and Coke Company's Works (President of The Institution of Gas Engineers which is mentioned below); JOHN TERRACE, Gas Engineer, of the South Suburban Gas Company; and CHARLES STUART SHAPLEY, Gas Engineer, of the Leeds Corporation Gas Department (Vice-Presidents of the said Institution); CECIL RHODES ARMITAGE, Gas Engineer, of the British Gas Light Company; WILLIAM HENRY BENNETT, Gas Engineer, of the Redhill Gas Company; HAROLD ERNEST COPP, Gas Engineer of the Hull Works of the British Gas Light Company; LEONARD JAMES LANGFORD, Gas Engineer, of the Tunbridge Wells Gas Company; JOSEPH HERBERT CANNING, O.B.E., Gas Engineer, of the Newport (Mom.) Gas Company; WILLIAM EAMES CATON, Gas Engineer of the Oxford Gas Light and Coke Company; PHILIP GEORGE GREGORY MOON, Gas Engineer, of the Bournemouth Gas and Water Company; HAROLD CHARLES SMITH, Gas Engineer, of the Tottenham District Light, Heat and Power Company; THOMAS CARMICHAEL, Gas Engineer of the Portsmouth Gas Company; RALPH ERNEST GIBSON, Gas Engineer, of the Liverpool Gas Company; ROBERT ROBERTSON, Gas Engineer, of the Bristol Gas Company; WILLIAM MILLAR, Gas Engineer, of the Cookstown (Ireland) Gas and Light Company; FRANCIS CHARLES BRIGGS, Gas Engineer, of the Town of Dudley Gas Light Company; HARRY HERBERT GRACIE Gas Engineer, of the Edinburgh Corporation Gas Department HERBERT LEES, Gas Engineer, of the Hexham Gas Company; THOMAS HARDIE, Gas Engineer, of the Gas Light and Coke Company, Horseferry Road, London; and ARCHIBALD THOMAS KYLE, Gas Engineer of the Abergavenny Corporation Gas Department (District Members of the Council of the said Institution); JOHN WILKINSON, O. B. E., Gas Engineer of the Nottingham Corporation Gas Department CHARLES FREDERIC BOTLEY, Gas Engineer, of the Hastings and St. Leonards Gas Company; and JOHN FERGUSON BELL, Gas Engineer, of the Derby Gas Light and Coke Company (the three Immediate Past Presidents of the said Institution); WILLIAM EDWARD PRICE, Gas Engineer, of the Hampton Court Gas Company (Honorary Secretary of the said Institution); and WALTER THOMAS DUNN, Secretary of the said Institution, of 28, Grosvenor Gardens, Westminster:

## **Most humbly sheweth : -**

1. That in the year 1863 an unincorporated association was formed under the name of The British Association of Gas Managers (which name was changed in 1881 to that of The Gas Institute), having for its object the encouragement and advancement of all

matters connected with gas engineering manufacturing and finance and the exchange of information and ideas among its members.

2. That in the year 1890 The Incorporated Gas Institute was promoted by The Gas Institute and incorporated under the Companies Acts, 1862 to 1883, to promote the advancement of gas engineering manufacturing and finance and to take the place of The Gas Institute; that in the year 1890 another Institution called The Incorporated Institution of Gas Engineers was incorporated under the Companies Acts, 1862 to 1883, with the object of promoting the advancement of the gas industry in all or any of its branches, membership of that Institution not being open to persons actively engaged in any trading concern doing business with gas undertakings; that in order to effect an amalgamation of The Incorporated Gas Institute and The Incorporated Institution of Gas Engineers The Institution of Gas Engineers was promoted by those Institutions, and on the 29th November 1902, with the object (*inter alia*) of acquiring and taking over such of the property and assets of The Incorporated Gas Institute and The Incorporated Institution of Gas Engineers respectively as might legally be vested in it and (in succession to the two Institutions by which it was promoted as aforesaid which were shortly afterwards dissolved) of promoting the advancement of the gas industry in all its branches.

3. That The Institution of Gas Engineers is composed of an Honorary Life Member (His Royal Highness the Prince of Wales, K.G.), Honorary Members, Members, Associate Members, Associates, and Students to the total number of about fourteen hundred.

4. That the property and affairs of the Institution are under the direction of a Council consisting of the President, two Vice-Presidents, twelve Ordinary Members of Council, all of whom are elected by the Members and Associate Members of the Institution, one representative from each District Association affiliated to the Institution, the three Immediate Past Presidents, and the Honorary Secretary.

5. That the name of a candidate for admission to Membership, or Associate Membership, or Associateship, of the Institution cannot be submitted to ballot unless with the approval of the Council, who before giving such approval satisfy themselves as to the professional status and qualifications of the candidate, and that Membership or Associate Membership of the Institution is recognised as implying the possession of professional qualifications for the practice of the profession of a Gas Engineer.

6. That the Institution is not constituted for gain, and that its members have not received, and cannot under the terms of its Constitution receive, any remuneration or other personal financial advantage from their membership.

7. That the Institution has established and developed a scheme of education for persons intending to become Gas Engineers, such scheme involving a lengthy course of training, leading to examinations for the Diploma of the Institution in the subjects of Gas Engineering and Gas Supply respectively.

8. That in pursuance of the objects for which the Institution was established its efforts have been particularly directed to the promotion of the general advancement of the gas industry in all its branches, the study of gas science, and the facilitating of the exchange of information and ideas on subjects connected with that science amongst the members of the Institution and otherwise. During the Great War the members of the Institution at their respective gas works were continuously occupied in the manufacture of benzole, toluol. and other products in connection with the manufacture of high explosives. By that means great quantities of those important chemical substances were made available for the use of the forces of the Crown and those of the Allies. The late Lord Moulton, Director-General of Explosive Supplies, who was President of the Institution in the year 1918, acknowledged the invaluable services which the members of the Institution had rendered thereby.

9. That the incorporation of the Institution, on the amalgamation in 1902 of The Incorporated Gas Institute and The Incorporated Institution of Gas Engineers was approximately contemporaneous with the commencement of the world-wide development of gas science and investigation. The development of the application of gas for the benefit of the community at large in the directions of lighting, industrial heating, domestic heating, cooking and water heating, anti industrial power followed, and resulted not only in a cheap supply of those utilities but in a healthier, clearer, and purer atmosphere, due to the use of gas being substituted for the smoke-creating and chemically wasteful burning of raw coal.

That this development was followed by the employment of gas coke for very many industrial heating purposes, including the production of steam for electricity generating stations, thereby reducing the volume of smoke previously emanating from such generating stations. That further results were the production of Sulphate of Ammonia, which is largely used as an agricultural fertilizing agent, Coal Tar, which is extensively employed for the treatment of road surfaces, and the valuable Derivatives of Coal Tar, which are made use of in the preparation of Chemical Dyes and of Disinfectants.

That the distribution of gas through mains laid under the roadways and footpaths of towns has tended materially to alleviate the acuteness of the problem of road transport, in every year millions of tons of coal, which would otherwise be carted by road for delivery to the consumers, being now carbonised in gas works for the production of gas which is used for domestic purposes in substitution for the coal from which it has been distilled.

10. That the Institution includes, and has for many years past included among its members all the leading British Gas Engineers and Gas Engineers of His Majesty's Dominions beyond the Seas, besides Gas Engineers of Foreign Countries, and has become an increasingly important body representative of the profession of Gas Engineering throughout the World.

11. That the members of the Institution have either originated or been intimately concerned with all the principal Developments of Gas Science in the World which have taken place since the establishment of the Institution.

12. That the development and improvement through the instrumentality of the Institution and its members of the modes of applications of gas to many and varied purposes have proved highly beneficial to human life and health and have played an important part in the growth of the trade and commerce of the British Empire and that of other parts of the World.

13. That your Petitioners believe that the incorporation of the Institution by your Majesty's Royal Charter and the recognition thereby of its status as a body representative of the profession of Gas Engineering will be the means of enabling the Institution more fully than hitherto to achieve the objects which it has in view and will tend towards the greater development of Gas Science and the maintenance of a high standard of professional conduct among its members and that it will thus serve the best interests of the Community.

14. That your Petitioners aforesaid have been duly authorised by the Council and Members of the Institution to present this Petition, and that such presentation has been approved by a Resolution passed at a Special General Meeting of the Institution.

15. That the present Petition is supported by the Gas Companies' Protection Association, of which the President is Charles Carpenter, Esq., C.B.E., D.Sc., President of the South Metropolitan Gas Company (Member of the Institution), by the National Gas Council of Great Britain and Ireland, of which the President is Sir David Milne-Watson, Kt., M.A., LL.B., Deputy Lieutenant of the County of London, and Governor of the Gas Light and Coke Company (Honorary Member of the Institution), by the Society of British Gas Industries, of which the President is His Grace the Duke of Sutherland, J.P., and by the British Commercial Gas Association, of which the President is Alfred Proctor, Esq., Chairman of the York Gas Company.

FOR THESE AND OTHER REASONS your Petitioners on behalf of themselves and the other members of The Institution of Gas Engineers most humbly pray that your Majesty will be graciously pleased to grant a Royal Charter for incorporating under the title of "The Institution of Gas Engineers" or under such other title as your Majesty may deem fit and with all such powers and privileges as may be necessary or proper the Petitioners and the several persons who are now members of the present Institution and other parties who may hereafter become members of the said Institution to be incorporated in pursuance of the regulations thereof and that in terms of the draft Charter herewith submitted or in such other terms as to your Majesty may deem proper.

**AND YOUR PETITIONERS WILL EVER PRAY, ETC.**

**Signatures of the Petitioners.**

*SIGNED at LONDON this third day of  
April in the year of our Lord  
one thousand nine hundred  
and twenty-eight.*

H.D. MADDEN.  
CHAS. F. BOTLEY,  
W.E. PRICE.  
J. WILKINSON.  
C.S. SHAPLEY.  
H.C. SMITH.  
H.H. GRACIE.  
J.H. CANNING.  
J. TERRACE.  
R. ROBERTSON.  
HERBERT LEES.  
FRAS. C. BRIGGS.  
T. CARMICHAEL.  
J. FERGUSON BELL.  
HAROLD E. COPP.  
LEONARD J. LANGFORD.  
PHILIP G. G. MOON.  
R.E. GIBSON.  
W.J. SMITH.  
FRANK PRENTICE.  
W. MILLAR.  
T. HARDIE.  
C. RHODES ARMITAGE.  
A.T. KYLE.  
W. EAMES CATON.  
W.H. BENNETT.  
WALTER T. DUNN.

## Royal Charter

**George the fifth** by the Grace of God of Great Britain, Ireland and the British Dominions beyond the Seas King, Defender of the Faith, Emperor of India:

*To all to whom these Presents shall come, Greeting:*

**Whereas** the Association or Institution incorporated under the Companies Acts, 1862 to 1900, and known as The Institution of Gas Engineers hath petitioned Us for a Charter of Incorporation such as is in and by these Presents granted:

And whereas we are minded to comply with the prayer of such Petition:

**Now therefore,** We, by virtue of Our Royal Prerogative in that behalf, and of all other powers enabling Us so to do, of Our Special Grace, certain knowledge and mere motion do hereby, for Us, Our Heirs and Successors, will, grant, direct, appoint, and declare to the said Institution as follows:

1. The persons now members of the said Association or Institution known as The Institution of Gas Engineers, and all such persons as may hereafter become members of the Body Corporate hereby constituted pursuant to or by virtue of the powers granted by these Presents, and their Successors, shall for ever hereafter (so long as they shall continue to be such members) be by virtue of these Presents one Body Corporate and Politic by the name of "The Institution of Gas Engineers" and by the same name shall have perpetual succession and a Common Seal, with power to break, alter, and make anew the said Seal from time to time at their will and pleasure, and by the same name shall and may implead, and be impleaded in all Courts, and in manner of actions and suits, and shall have power to do all other matters and things incidental or appertaining to a Body Corporate.

\*2. We do also hereby, for Us, Our Heirs, and Successors, license, authorise, and for ever hereafter enable The Institution of Gas Engineers hereby incorporated, or any person or persons on its behalf, to acquire for the purposes of the Institution, any lands, tenements, or hereditaments, or any interest in any lands, tenements, or hereditaments whatsoever within Our United Kingdom of Great Britain and Northern Ireland, not exceeding in the whole the annual value of ten thousand pounds (to be determined according to the value thereof at the time when the same are respectively acquired and to hold the same in perpetuity or otherwise and from time to time (subject to all such consents as are by law required) to grant, demise, alienate, or otherwise dispose of the same or any part thereof.

\*3. And We do also hereby, for Us, Our Heirs, and Successors, give and grant Our License to any person or persons, and any Body Politic or Corporate to assure in perpetuity or otherwise, or to demise to or for the benefit of The Institution of Gas

Engineers any lands, tenements, or hereditaments whatsoever, or any interests in any lands, tenements, or hereditaments within Our United Kingdom of Great Britain and Northern Ireland, so as the same do not exceed at any one time the annual value aforesaid; hereby, nevertheless, declaring that it shall not be incumbent upon any such person or persons or Body to inquire as to the annual value of the property which may have been previously acquired by the Institution.

\*\*4. The objects and purposes for which the Institution of Gas Engineers (hereinafter call “the Institution”) is hereby constituted are the promotion of engineering science as applied to the gas industry in all or any of its branches, and to facilitate the exchange of information and ideas amongst the members of the Institution and otherwise on the subjects of improved methods of administration in gas undertakings, improvement in the manufacture and distribution of gas and the resulting by-products, including the manufacture of coke, the manufacture of ammonia products, the production and distillation of tar and the working up of its derivatives, the application of gas to lighting, heating, production of power, domestic and industrial uses and other purposes, and the construction of gas works and gas appliances, and for that purpose:-

- (a) To enable persons, who are, or have been, engaged in the conduct of gas undertakings, or who have been regularly educated as gas engineers, to meet and to correspond; and to conduct or promote investigations into all or any of the matters aforesaid or any matters connected therewith; and generally to aid, promote, and encourage the acquisition and diffusion of knowledge concerning the production, application, and distribution of gas, the conduct of gas undertakings and all related matters.
- (b) To improve and elevate the technical and general knowledge of persons engaged in or about to engage in the profession of gas engineers or managers, and with a view thereto to provide for the delivery of lectures and the holding of classes, and to establish chemical and experimental laboratories or experimental works, and to test, by examination or otherwise, the competence of such persons, and to award prizes, and certificates, and distinctions, and to institute and establish or accept trust funds for the purpose of scholarships, grants, rewards, prizes, and other benefactions. Provided that no certificate of any kind shall be awarded or issued by the Institution which does not state clearly upon the face of it that it is not issued by or under the authority of any statutory or Government authority or Department but is issued under the authority of the Institution only.
- (c) To establish, form, and maintain a Library, and collection of models, designs, drawings, plans, and other articles of interest in connection with the gas industry.
- (d) To organise or promote and defray or contribute towards the expenses of exhibition of machinery, apparatus, inventions, plans, drawings, models, or other matters or things calculated to advance the objects of the Institution,

whether in England or elsewhere, and for the like purposes to convene or promote meetings or conferences, whether in England or elsewhere, and to defray the expenses of British and foreign representatives attending the same.

(e) To print and publish, sell, lend, and distribute any communications made to the Institution or any similar society, and any reports of the proceedings or transactions of the Institution or any similar society, and to purchase, reproduce, print, publish and distribute any other books, papers, treatises, or communications relating to gas engineering, manufacture, application, and administration, and for this purpose to cause translations to be made into or from any language, or of any such books, papers, reports, treatises, transactions, or communications.

\*\*\*(f) To establish, undertake, superintend, administer, and contribute to any charitable or benevolent fund from whence may be made donations, or advances to deserving persons who may be or have been engaged in gas engineering or management, or connected with any person engaged therein, and to contribute to, or otherwise assist, any charitable or benevolent institutions or undertakings.

\*\*\*(g) To provide facilities for social intercourse between the members of the Institution and their friends, and, if thought fit, to afford them all or any of the usual privileges, advantages, conveniences, and accommodation of a club.

5. The Institution shall not carry on any trade or business or engage in any transaction with a view to the pecuniary gain or profit of the members thereof. No member shall have any personal claim of any property of the Institution and no part of the Income or property of the Institution shall be paid or transferred directly or indirectly by way of dividend or bonus or otherwise howsoever by way of profits to the members of the Institution except in the case of and as a salaried officer or servant of the Institution.

6. There shall be a Council of the Institution consisting of such number of members, with such qualifications, and to be elected or constituted as such members of Council in such manner, and to hold office for such period, and on such terms as to re-election and otherwise, as the By-laws for the time being of the Institution shall direct.

7. Of the members of the said Council of the Institution one shall be the President, two shall be Vice-Presidents, and one shall be the Honorary Secretary of the Institution. The said President, Vice-Presidents, and Honorary Secretary shall be elected in such manner, and shall hold office for such period, and on such terms as to re-election and otherwise, as the By-laws for the time being of the Institution shall direct.

8. The first President of the Institution shall be John Terrace, and the first Vice-Presidents shall be Charles Stuart Shapley and Harold Ernest Copp.  
The first Honorary Secretary of the Institution shall be William Edward Price.

The first Secretary of the Institution shall be James Williamson Campbell.

The first members of the Council of the Institution shall be the said President of the existing Institution, namely, John Terrace; the said Vice-Presidents, namely, Charles Stuart Shapley and Harold Ernest Copp; the following Past-Presidents of the said existing Institution, namely, Charles Frederic Botley, Henry Dacre Madden, and John Wilkinson, O.B.E.; and the following members of the Council of the existing Institution, namely, Joseph Herbert Canning, O.B.E., William Eames Caton, Philip George Gregory Moon, Harold Charles Smith, Thomas Carmichael, Ralph Earnest Gibson Robert Robertson, William James Smith, Harold Edgar Bloor, Frank Peake Tarratt, William Walter Townsend, John Wesley Whimster, John Bales Hansford, Leslie William Dalby, Richard Henry Ginman, Walter George Seymour Cranmer, John Watson Napier, Dugald Currie, Charles Valon Bennett, Daniel Walter Davies; and the Honorary Secretary of the said existing Institution, namely, William Edward Price.

The said President, Vice-Presidents, Honorary Secretary, and members of the Council shall respectively hold office as such until the due election and coming into office of their successors in accordance with the By-laws of the Institution, but shall be respectively eligible, subject to such By-laws, for re-election if otherwise qualified.

9. The Institution shall have such officers, with such functions, tenure and terms of office, as the By-laws of the Institution may prescribe, and such other officers and servants as the Council of the Institution may from time to time appoint.

10. The government and control of the Institution and its affairs shall be vested in the Council subject to the provisions of these Presents and to the By-laws of the Institution. The business of the Council shall be conducted in such manner as the Council may from time to time prescribe.

\*\*11. Unless and until the By-laws of the Institution shall otherwise provide there shall be six classes of members of the Institution termed respectively Honorary Life Members, Honorary Members, Members, Associate Members, Associates, and Students, of whom the Members and Associate Members shall be known as and are hereinafter sometimes referred to as Corporate Members, and the Honorary Life Members, Honorary Members, Associates, and Students shall be known as and are hereinafter sometimes referred to as Non-Corporate Members.

The first Honorary Life Member of the Institution shall be His Royal Highness The Prince of Wales, K.G.

The present Honorary Members, Members, Associate Members, Associates, and Students of the said existing Association or Institution known as The Institution of Gas Engineers who by virtue of these Presents become members of the Institution shall be deemed to have entered the Institution as members of the same class as that to which they belonged in the said existing Association or Institution.

\*\*12. The qualifications, method and terms of admission, privileges and obligations, including liability to expulsion or suspension of members of each of the said six classes respectively, shall be such as the By-laws for the time being of the Institution shall direct.

13. The Council shall alone have power to decide conclusively respecting each person proposed for or seeking admission to any class of membership of the Institution whether he has or has not fulfilled such conditions as are applicable to his case.

\*\*14. An Honorary Life Member shall be entitled to the exclusive use after his name of the initials "Hon.Life M.Inst.Gas E."; an Honorary Member of the initials "Hon.M.Inst.Gas E."; a Member of the initials "M.Inst.Gas E."; an Associate Member of the initials "Assoc. M.Inst.Gas E."; an Associate of the initials "Assoc. Inst.Gas E."; and a Student of the initials "Stud. Inst.Gas E."

\*\*15. Every person being at any time a Corporate Member of the Institution may so long as he shall be a Corporate Member take and use the name or title of a Chartered Gas Engineer or describe himself as a member of the Chartered Institution of Gas Engineers.

16. The meetings of the Institution shall be of such classes and shall be held for such purposes as may from time to time be prescribed by the By-laws of the Institution, and the rights of the several classes of members of the Institution of attending and voting at the said meetings shall be such or subject to such restrictions as may be so prescribed.

\*\*17. The Corporate Members or the majority of such members present in person or by proxy and voting at any duly convened General Meeting of Corporate Members with respect to which notice has been given of the matters to be taken into consideration thereat, shall have power from time to time to make such By-laws of the Institution as to them shall seem requisite and convenient for the regulation, government, and advantage of the Institution, its members and property, and for the furtherance of the objects and purposes of the Institution, and from time to time to revoke, alter, or amend any By-law or By-laws theretofore made so that the same be not repugnant to these Presents or to the Laws and Statutes of this Our Realm. Provided that no such By-law, revocation, alteration, or amendment shall take effect until the same has been allowed by the Lords of Our Privy Council of which allowance a Certificate under the hand of the Clerk of Our Privy Council shall be conclusive evidence.

18. The first By-laws to be made under these Presents shall be made by the Corporate Members of the Institution, within the period of six months from the date of these Presents, unless the Lords of Our Privy Council shall see fit to extend such period, of which extension the Certificate of the Clerk of Our Privy Council shall be conclusive evidence.

19. Pending the making and approval of the By-laws to be made under these Presents but no longer, the Articles of Association of the said existing Association or Institution known as The Institution of Gas Engineers shall be the By-laws of the

Institution, and shall have effect as though the Institution, its officers and members had therein been referred to throughout in lieu of the said existing Association or Institution, its officers and members.

20. The property and moneys of the said existing Association or Institution known as The Institution of Gas Engineers (including any property and moneys held by them as trustees) shall from the date of these Presents become and be deemed to be the property and moneys of the Institution, and shall, as soon as may be, be formally transferred to the Institution or such person or persons on its behalf as the By-laws may prescribe.

21. And We do hereby, for Us, Our Heirs, and Successors, Grant and Declare that these Our Letters Patent, or the enrolment or exemplification thereof, shall be in all things good, firm, valid, and effectual, according to the true intent and meaning of the same, and shall be taken, construed, and adjudged in all Our Courts or elsewhere in the most favourable and beneficial sense and for the best advantage of the said Institution, any mis-recital, non-recital, omission, defect, imperfection, matter or thing whatsoever notwithstanding.

**In Witness** whereof We have caused these Our Letters to be made Patent.

**Witness** Ourselves at Westminster the Twenty-Third day of May in the Twentieth year of our Reign.

**By Warrant** under the King's Sign Manual.

*Schuster*



\* Revised by the Supplemental Charter dated 2<sup>nd</sup> May 1969, page

\*\*Amended by the Supplemental Charter dated 2<sup>nd</sup> May 1969, page

\*\*\* Amended by the Supplementary Charter dated 3<sup>rd</sup> May 1950, page 16

## Petition for a Supplemental Charter

*To the King's Most Excellent Majesty in Council*

### **The Humble Petition** OF THE INSTITUTION OF GAS ENGINEERS

**Sheweth** as follows:-

1. That by a Royal Charter dated the 23rd day of May 1929 your Petitioners (hereinafter called "the Institution") were incorporated with perpetual succession under the title of the Institution of Gas Engineers.

2. That the Institution since the date of the said Charter has carried on its functions within the terms thereof and in accordance with By-laws duly allowed by the Lords of Your Majesty's Most Honourable Privy Council.

3. That the Institution has since the date of the said Charter grown in status and importance as a representative body of the profession of Gas Engineering throughout the World.

4. That all the functions carried on by the Institution are and have been since the date of the said Charter directed towards charitable purposes only and that the Institution has been allowed exemption from Income Tax under the provisions of Section 37 of the Income Tax Act 1918 and Section 30 (1) (a) of the Finance Act 1921.

5. That in view of the decision of the Court of Appeal dated the 28th day of July 1949 the case of *Oxford Group v. Inland Revenue Commissioners* which is reported in 1949 *All England Law Reports* Volume 2 at page 537 the Institution has been advised that its status as a body established for charitable purposes only and its entitlement as such to exemption from Income Tax under the statutory provisions aforesaid is open to question upon the statement of the objects of the Institution as set forth in Clause 4 of the said Charter.

6. That it is accordingly expedient that the said statement of the objects of the Institution be amended as follows:

- (a) By deleting from sub-clause (f) of the said Clause 4 the words "or benevolent" in both places in which those words appear and substituting in the same sub-clause the word "necessitous" for the word "deserving".
- (b) By deleting the whole of sub-clause (g) of the said Clause 4.

7. That the Institution has exercised no functions and incurred no commitments which would be in any way prejudiced or affected by the amendment of Clause 4 of the said Charter as aforesaid.

8. That by a Resolution of the Council of the Institution duly passed on the 31st day of January 1950 it was unanimously resolved that this Petition should be presented to Your Majesty and that the Common Seal of the Institution should be affixed thereto pursuant to By-law 60 of the By-laws of the Institution.

**Your Petitioners** therefore **most humbly pray** as follows:-

That Your Majesty may be graciously pleased to permit the said Royal Charter to be amended to the effect and intent aforesaid and for these purposes to grant a Supplemental Charter in the form annexed hereto.

And your **Petitioners** as in duty bound **will ever pray**, etc.

THE COMMON SEAL of The Institution of  
Gas Engineers was hereto affixed in  
the presence of

F. M. BIRKS                      *Members of*  
J. TERRACE                      *Council.*

(L.S.)

W.T.K. BRAUNHOLTZ,  
*Secretary.*

*31<sup>st</sup> January, 1950.*

## **Supplemental Charter**

**George the Sixth** by the Grace of God of Great Britain, Ireland and the British Dominions beyond the Seas King, Defender of the Faith.

*To all to whom these Presents shall come, Greeting:*

**Whereas** The Institution of Gas Engineers was incorporated or established under or by virtue of a certain Charter bearing date at Westminster the twenty-third day of May in the twentieth year of the Reign of His late Majesty King George the Fifth or otherwise as in such Charter mentioned or referred to:

**And Whereas** it appears to Us expedient that the statement of the objects of The Institution of Gas Engineers as set out in Clause 4 of the said Charter should be amended to the effect and in manner mentioned in these Presents:

**Now know ye** that we of Our Special Grace and mere motion at the Humble Petition of the said Institution have willed ordained constituted and declared and granted and by these Presents do will ordain constitute and declare and unto the said Institution of Gas Engineers of England do grant in manner following **To Wit** :-

**That** the statement of the objects of The Institution of Gas Engineers as set out in Article 4 of the said recited Charter be amended in the manner following:-

- (a) By deleting from sub-clause (f) of the said Article 4 the words "or benevolent" in both places in which such words appear and substituting in the same sub-clause the word "necessitous" for the word "deserving".
- (b) By deleting the whole of sub-clause (g) of the said Article 4.

**And We Do hereby** direct that except as hereby varied the said recited Charter shall be and continue in full force and effect.

**And lastly We do hereby** for Us Our Heirs and Successors further grant unto The Institution of Gas Engineers that this Our Supplemental Charter or the enrolment or exemplification thereof shall be in all things valid and effectual in law according to the true effect and meaning thereof notwithstanding the not fully or not duly reciting the said Charter or any other omission imperfection defect matter cause or thing whatsoever or any rule or law to the contrary notwithstanding.

**In Witness** whereof We have caused these Our Letters to be made Patent.

**Witness** Ourselves at Westminster the third day of May in the year of our Lord 1950 and in the fourteenth year of Our Reign.

**By warrant** under the King's Sign Manual.

*Napier*



# **Petition for a Supplemental Charter**

*To the Queen's Most Excellent Majesty in Council*

## **The humble Petition** OF THE INSTITUTION OF GAS ENGINEERS

**Sheweth** as follows:-

1. **By** a Royal Charter dated the 23<sup>rd</sup> day of May 1929 your Petitioners (hereinafter called "the Institution") was incorporated with perpetual succession under the title of The Institution of Gas Engineers.

2. **By** a Supplemental Charter dated the 3<sup>rd</sup> day of May 1950 Clause 4 of the said Royal Charter (which sets out the objects and purposes of the Institution) was amended and the said Clause as so amended is in the following terms:-

"The objects and purposes for which The Institution of Gas Engineers (hereinafter called "The Institution") is hereby constituted are the promotion of engineering science as applied to the Gas Industry in all or any of its branches, and to facilitate the exchange of information and ideas amongst the members of the Institution and otherwise on the subjects of improved methods of administration in Gas Undertakings, improvement in the manufacture and distribution of gas and the resulting by-products, including the manufacture of coke, the manufacture of ammonia products, the production and distillation of tar and the working up of its derivatives, the applications of gas to lighting, heating, production of power, domestic and industrial uses and other purposes, and the construction of Gas Works and gas appliances, and for that purpose:-

(a) To enable persons, who are, or have been, engaged in the conduct of Gas Undertakings, or who have been regularly educated as Gas Engineers, to meet and to correspond; and to conduct or promote investigations into all or any of the matters aforesaid or any matters connected therewith; and generally to aid, promote and encourage the acquisition and diffusion of knowledge concerning the production, application, and distribution of gas, the conduct of Gas Undertakings and all related matters.

(b) To improve and elevate the technical and general knowledge of persons engaged in or about to engage in the profession of Gas Engineers or Managers, and with a view thereto to provide for the delivery of lectures and the holding of classes, and to establish chemical and experimental laboratories or experimental works, and to test, by examination or otherwise, the competence of such persons and to award prizes, and certificates, and distinctions, and to institute and establish or accept trust funds for the purpose of scholarships, grants, rewards, prizes and other benefactions. Provided that

no certificate of any kind shall be awarded or issued by the Institution which does not state clearly upon the face of it that it is not issued by or under the authority of any statutory or Government authority or Department but is issued under the authority of the Institution only.

- (c) To establish, form and maintain a library, and collection of models, designs, drawings, plans, and other articles of interest in connection with the Gas Industry.
- (d) To organise or promote and defray or contribute towards the expenses of exhibition of machinery, apparatus, inventions, plans, drawings, models, or other matters or things calculated to advance the objects of the Institution, whether in England or elsewhere, and for the like purposes to convene or promote meetings or conferences, whether in England or elsewhere, and to defray the expenses of British and foreign representatives attending the same.
- (e) To print and publish, sell, lend and distribute any communications made to the Institution or any similar society, and any reports of the proceedings or transactions of the Institution or any similar society, and to purchase, reproduce, print, publish and distribute any other books, papers, treatises, or communications relating to gas engineering, manufacture, application and administration, and for this purpose to cause translations to be made into or from any language, or of any such books, papers, reports, treatises, transactions or communications.
- (f) To establish, undertake superintend, administer, and contribute to any charitable fund from whence may be made donations or advances to necessitous persons who may be or have been engaged in gas engineering or management, or connected with any person engaged therein, and to contribute to, or otherwise assist any charitable institutions or undertakings."

3. By Clause 11 of the said Charter it is provided that unless and until the By-laws of the Institution shall otherwise provide there shall be six classes of members of the Institution termed respectively Honorary Life Members, Honorary Members, Members, Associate Members, Associates and Students and by clause 14 thereof it is provided that the members of the said respective classes shall be entitled to the exclusive use after their names of the respective initials "Hon.Life M.Inst.Gas E.", "Hon.M.Inst.Gas E.", "M.Inst.Gas E.", "Assoc.M.Inst. Gas E.", "Assoc. Inst.Gas E.", and "Stud.Inst.Gas E."

4. All the functions carried on by the Institution are and have since the date of the said Charter been directed towards charitable purposes which were exclusively of a scientific character but doubts have arisen as to whether having regard to the terms of Clause 4 of the said Charter the Institution is a Scientific Society within the meaning of the Scientific Societies Act 1843 and as such entitled to certain exemptions in respect of rating liability.

5. It is accordingly deemed expedient that the statement of the objects and purposes of the Institution be amended by the deletion of Clause 4 of the said Charter and the substitution therefor of a Clause in the following terms:-

"The object for which The Institution of Gas Engineers (hereinafter called "the Institution") is established is to promote by research discussion education or otherwise as may seem to the Institution desirable each and all of the sciences of which knowledge may from time to time be required for the better production distribution or utilisation of gas and of the by-products of its production."

6. It is considered desirable that there should be added to the existing classes of membership of the Institution two new classes namely Companionship which would be accorded to persons occupying distinguished positions in science or industry or in the professions having interests in common with engineering in the Gas Industry and Graduateship which would be accorded to persons having qualifications intermediate between those required for Studentship and those required for Associate Membership and that accordingly the provisions of Clauses 11 and 14 of the said Charter should be appropriately amended.

7. The Institution has exercised no functions and incurred no commitments which would be in any way prejudiced or affected by the amendments of Clauses 4, 11 and 14 of the said Charter as aforesaid.

8. At a Special Session of the Corporate Members of the Institution held during the course of its Annual General Meeting held on the 26th day of May 1959 it was resolved that a Petition be presented to Your Majesty to permit the said Charter to be amended as aforesaid and to grant a Supplemental Charter to give effect to such amendments

**Your Petitioners** therefore **most humbly pray**  
as follows:-

That Your Majesty may be graciously pleased to permit the said Royal Charter to be amended to the effect and intent aforesaid and for these purposes to grant a Supplemental Charter in the form annexed hereto.

**And Your Petitioners will ever pray** etc.

THE COMMON SEAL of The Institution of  
Gas Engineers was hereto affixed in  
The presence of

D.D. MELVIN                      *Members of*  
H.S. CHEETHAM                  *Council*

(L.S.)

W.T.K. BRAUNHOLTZ,  
*Secretary.*

27<sup>th</sup> October, 1959.

## **Supplemental Charter**

**Elizabeth the Second** by the Grace of God of the United Kingdom of Great Britain and Northern Ireland and of our Other Realms and Territories Queen, Head of the Commonwealth, Defender of the Faith.

*To all to whom these Presents shall come, Greeting*

**Whereas** The Institution of Gas Engineers (hereinafter called "the Institution") was incorporated by a Royal Charter (hereinafter referred to as "the Original Charter") dated the twenty-third day of May in the twentieth year of the Reign of His Majesty King George the Fifth:

**And Whereas** by a Supplemental Charter (hereinafter referred to as "the Supplemental Charter") dated the third day of May in the fourteenth year of the Reign of His Majesty King George the Sixth the statement of the objects of the Institution as set out in Article 4 of the Original Charter was amended:

**And Whereas** by an humble Petition presented to Us in Our Council the Institution has represented unto Us that it is expedient that the said statement of its objects should be further amended and that it should be enabled to add to the existing classes of its members two further classes, namely Companions and Graduates:

**Now Therefore** We having taken the said Petition into Our Royal Consideration and being satisfied that the intentions of the Petitioner are praiseworthy have granted and declared and do hereby grant and declare as follows, that is to say:-

1. The statement of the objects of the Institution as set out in Article 4 of the Original Charter and amended by the Supplemental Charter shall be further amended by the deletion of the whole of the said Article and the substitution therefor of the following Article, that is to say:

"4. The object for which The Institution of Gas Engineers (hereinafter called "The Institution") is established is to promote by research, discussion, education or otherwise as may seem to the Institution desirable each and all of the sciences of which knowledge may from time to time be required for the better production, distribution or utilisation of gas and of the by-products of its production."

2. Article 11 of the Original Charter shall be amended by the deletion of the whole of the said Article and the substitution of the following Article, that is to say:-

"11. Unless and until the By-laws of the Institution shall otherwise provide there shall be eight classes of members of the Institution termed respectively Honorary Life Members, Honorary Members, Members, Associate Members, Companions, Associates, Graduates and Students, of whom the Members and

Associate Members shall be known as and are hereinafter sometimes referred to as Corporate Members, and the Honorary Life Members, Honorary Members, Companions, Associates, Graduates and Students shall be known as and are hereinafter sometimes referred to as Non-Corporate Members."

3. Article 14 of the Original Charter shall be amended by the deletion of the whole of the said Article and the substitution therefor of the following Article, that is to say:-

"14. An Honorary Life Member shall be entitled to the use after his name of the initials "Hon.Life M.I.Gas E."; an Honorary Member of the initials "Hon.M.I.Gas E."; a Member of the initials "M.I.Gas E."; an Associate Member of the initials "A.M.I.Gas E."; a Companion of the initials "C.I.Gas E."; an Associate of the initials "Assoc.I.Gas E."; a Graduate of the initials "Grad.I.Gas E."; and a Student of the initials "Stud. I.Gas E.".

4. Subject as aforesaid and except as herein provided nothing herein contained shall be deemed to alter or vary the terms of the Original Charter and the Supplemental Charter or to confer on the Institution any rights or privileges or to deprive it of any rights or privileges to which it may be entitled.

**In Witness** whereof We have caused these Our Letters to be made Patent.

**Witness** Ourself at Westminster the Twenty-third day of June in the Eighth year of Our Reign.

**By warrant** under the King's Sign Manual.

*W.G. Agnew*



# **Petition for a Supplemental Charter**

*To the Queen's Most Excellent Majesty in Council*

## **The Humble Petition**

OF THE INSTITUTION OF  
GAS ENGINEERS

**Sheweth** as follows:-

1. By a Royal Charter dated the 23rd day of May 1929 Your Petitioners (hereinafter called "the Institution") was incorporated with perpetual succession under the title of The Institution of Gas Engineers.

2. By the Original Charter the Institution was licensed authorised and entitled or any person or persons on its behalf to acquire for its purposes any lands tenements or hereditaments or any interest therein whatsoever within His Majesty's United Kingdom of Great Britain and Northern Ireland not exceeding to the whole the annual value of Ten thousand pounds and to hold the same in perpetuity or otherwise and from time to time (subject to all such consents as are by law required) to dispose of the same or any part thereof.

3. By a Second Supplemental Charter dated the Twenty-third day of June 1960 it is provided that the object for which the Institution is established is to promote by research discussion education or otherwise as may seem to the Institution desirable each and all the sciences of which knowledge may from time to time be required for the better production distribution or utilisation of gas and of the by-products of its production.

4. By the said Second Supplemental Charter it is provided that there shall be eight classes of Members of the Institution termed respectively Honorary Life Members, Honorary Members, Members, Associate Members, Companions, Associates, Graduates and Students of whom the Members and Associate Members shall be known as Corporate Members and the other classes of Members shall be known as Non-Corporate Members.

5. By the said Second Supplemental Charter it is provided that an Honorary Life Member shall be entitled to the use after his name of the initials "Hon.Life M.I.Gas E."; an Honorary Member of the initials "Hon.M.I.Gas E."; a Member of the initials "M.I.Gas E."; an Associate Member of the initials "A.M.I.Gas E."; a Companion of the initials "C.I.Gas E."; an Associate of the initials "Assoc.I.Gas E."; a Graduate of the initials "Grad.I.Gas E."; and a Student of the initials "Stud.I.Gas E."

6. By the Original Charter it is provided that a Corporate Member may so long as he shall be a Corporate Member take and use the name or title of a Chartered Gas Engineer or describe himself as a Member of the Chartered Institution of Gas Engineers.

7. It is desirable for the purposes of the Institution and the furtherance of its objects:

- (a) that the authority to acquire lands tenements and hereditaments or any interest therein and to hold and dispose of the same contained in the Original Charter should be revoked as being no longer required by the law of Your Majesty's Realm.
- (b) that the statement of the objects of the Institution as set out in the said Second Supplemental Charter should be amended by the deletion of the words "production, distribution or utilisation" and the substitution therefor of the words "exploration for or the better production, winning, treatment, transmission, distribution or utilisation".
- (c) that the existing classes of membership of the Institution should be abolished and should be replaced by such number of classes of members to be known as Corporate Members and such number of classes of members to be known as Non-Corporate Members as the By-Laws of the Institution shall from time to time provide.
- (d) that the entitlement to the use of the initials hereinbefore specified should be withdrawn and should be replaced by the entitlement to the use of such initials as the By-Laws of the Institution shall from time to time provide.
- (e) that the Institution should be empowered by resolution to revoke amend or add to the said Original Charter, a First Supplemental Charter dated the Third day of May 1950, the said Second Supplemental Charter and the Charter for which petition is hereby made, subject to allowance by Your Majesty, Your Heirs or Successors in Council.
- (f) that any Corporate Member of the Institution may so long as he shall be a Corporate Member use the title Chartered Gas Engineer followed, if desired, by the appropriate title or abbreviation (if any) authorised under the By-Laws of the Institution for the time being.
- (g) that any Corporate Member who is entitled under the provisions of the Royal Charter and By-Laws of the Council of Engineering Institutions to the style or title of "Chartered Engineer" and who wishes to describe himself as such and at the same time describe himself as a Corporate Member may so long as he shall be a Corporate Member of the Institution use the title "Chartered Engineer" or the abbreviation "C.Eng." followed by the title or abbreviation authorised by the By-Laws of the Institution for the time being.

8. At a Special Meeting of the Corporate Members of the Institution held during the course of its Autumn Research Meeting on the 13th day of November, 1968, it was resolved that a Petition be presented to Your Majesty to permit the said Charter to be amended as aforesaid and to grant a Supplemental Charter to give effect to such amendments.

**Your Petitioners** therefore most humbly pray that Your Majesty may be graciously pleased to grant a Supplemental Charter in the form annexed hereto

**And Your Petitioners will ever pray** etc.

THE COMMON SEAL of the Institution of  
Gas Engineers was hereto affixed on the  
Eleventh day of December 1968 in the  
presence of:

FREDERICK BELL      *Members of*  
A.G. PRATT            *Council.*

A.G. HIGGINS  
*Secretary.*

(L.S.)

## **Supplemental Charter**

**Elizabeth The Second** by the Grace of God of the United Kingdom of Great Britain and Northern Ireland and of Our Other Realms and Territories Queen, Head of the Commonwealth, Defender of the Faith.

*To all to whom these Presents shall come, Greeting*

**Whereas** The Institution of Gas Engineers (hereinafter referred to as "the Institution") was incorporated by a Royal Charter (hereinafter referred to as "the Original Charter") dated the twenty-third day of May in the twentieth year of the Reign of His Majesty King George the Fifth:

**And Whereas** by a Supplemental Charter (hereinafter referred to as "the first Supplemental Charter") dated the third day of May in the fourteenth year of the Reign of His Majesty King George the Sixth the statement of the objects of the Institution as set out in Article 4 of the Original Charter was amended:

**And Whereas** by a Supplemental Charter (hereinafter referred to as "the second Supplemental Charter") dated the twenty-third day of June in the eighth year of Our Reign the said statement of the objects of the Institution was further amended and the Institution was enabled to add to the existing classes of its members two further classes, namely Companions and Graduates:

**And Whereas** the Institution has presented an humble Petition unto Us in Our Council representing that it is desirable for the purpose of the Institution and the furtherance of its objects that the Original Charter should be further amended and extended and praying that we should be graciously pleased to grant it a further Supplemental Charter for this purpose:

**And Whereas** we have taken the said Petition into Our Royal Consideration and are minded to accede thereto:-

**Now Therefore know ye** that We by virtue of Our Prerogative Royal and moved thereto by Our desire to further the objects of the Institution for Us, Our Heirs and Successors in addition to and notwithstanding anything to the contrary contained in the Original Charter or **the first** or second Supplemental Charters have granted and declared and by these Presents are graciously pleased to grant and declare as follows:-

1. The provisions of Articles 2 and 3 of the Original Charter are hereby revoked but without prejudice nevertheless to all acts and things lawfully effected, made, done or suffered thereunder and to the power of the Institution to continue to hold in perpetuity or otherwise any lands, tenements or hereditaments or any interest therein held at the date of

this Our Supplemental Charter and from time to time to grant, demise, alienate or otherwise dispose of the same or any part thereof.

2. Article 4 of the Original Charter as subsequently amended shall henceforth be read as though for the words "production, distribution or utilisation" there were substituted the words "exploration for or the better production, winning, treatment, transmission, distribution or utilisation".

3. The provisions of Articles 11,12,14 and 15 of the Original Charter as subsequently amended are hereby revoked and the said Charter shall henceforth be read as though the following Articles were substituted therefor:-

"11. There shall be such number of classes of members of the Institution who shall be known as and are hereinafter sometimes referred to as Corporate Members and such number of classes of members of the Institution who shall be known as and are hereinafter sometimes referred to as Non-Corporate Members as the By-Laws of the Institution shall from time to time provide.

"12. The qualifications, methods and terms of admission, privileges and obligations including liability to expulsion or suspension of members of each of the classes respectively shall be such as the By-Laws for the time being of the Institution shall direct.

"14. Any Corporate Member or Non-Corporate Member of the Institution shall be entitled to the use after his name of the title of the class to which he belongs or the appropriate abbreviation thereof (if any) as shall be provided for by the By-Laws of the Institution from time to time.

"15. (i) Any Corporate Member of the Institution may so long as he shall be a Corporate Member use the title Chartered Gas Engineer followed, if desired, by the appropriate title or abbreviation (if any) authorised under the By-Laws of the Institution for the time being.

"(ii) Any Corporate Member of the Institution who is entitled under the Provisions of the Royal Charter and By-Laws of the Council of Engineering Institutions to the style or title Chartered Engineer and who wishes to describe himself as such and at the same time to describe himself as a Corporate Member of the Institution may so long as he shall be a Corporate Member of the Institution use the title Chartered Engineer or the abbreviation CEng. followed by the appropriate title or abbreviation (if any) authorised under the By-Laws of the Institution for the time being."

4. Article 17 of the Original Charter shall henceforth be read as though for the words "with respect to which notice has been given of' there were substituted the words "of which not less than twenty-one days' notice has been given specifying".

5. The Council may by a Resolution in that behalf passed at any meeting by a majority of not less than three-fourths of the members of the Council present and voting (being a majority of the whole number of the members of the Council) and confirmed at a duly convened special General Meeting of Corporate Members of which not less than twenty-one day's notice has been given specifying the matters to be taken into consideration thereat held not less than one month nor more than four months afterwards by a majority of not less than three-fourths of the Corporate Members voting thereat, revoke, amend or add to the provisions of the Original Charter, the first and second Supplemental Charters, or this Our Supplemental Charter and such revocation, amendment or addition shall when allowed by Us, Our Heirs and Successors in Council become effectual so that the Original Charter, the first and second Supplemental Charters or this Our Supplemental Charter shall thenceforward continue and operate as though it had been originally granted and made accordingly. This provision shall apply to the Original Charter, the first and second Supplemental Charters, and this Our Supplemental Charter as revoked, amended or added to in manner aforesaid.

6. As far as is consistent with the terms hereof this Our Supplemental Charter shall be read as one with the original Charter and the first and second Supplemental Charters.

**In Witness** whereof We have caused these Our Letters to be made patent.

**Witness** Ourself at Westminster the Second day of May, 1969, in the eighteenth year of Our Reign.

**By Warrant** under the Queen's Sign Manual.

*Dobson*



At the Council Chamber, Whitehall

THE 22nd DAY OF OCTOBER 1981

BY THE LORDS OF HER MAJESTY'S MOST HONOURABLE  
PRIVY COUNCIL

WHEREAS the Institution of Gas Engineers has duly made amendments in the By-laws of the Institution:

AND WHEREAS the said amendments have been submitted to the Lords of the Privy Council for allowance:

NOW, THEREFORE, Their Lordships, having taken into consideration the said amendments, are pleased to allow the same in the terms set forth in the Schedule hereto.

N. E. Leigh

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## SCHEDULE

### AMENDMENTS IN THE BY-LAWS OF THE INSTITUTION OF GAS ENGINEERS REFERRED TO IN THE FOREGOING ORDER

1. In By-law 7

(a) insert a new paragraph (viii) as follows:-

"(viii) Any Associate Member (Technician Grade) of the Institution who is registered as a Technician (CEI) with the Engineers Registration Board under the provisions of the Royal Charter and By-laws of the Council of Engineering Institutions may use the title 'Technician (CE1)' or the abbreviation 'Tech. (CEI)' followed by the title authorised under this By-law.";

(b) re-number existing paragraph (viii) as (ix).

2. Delete By-law 10 (ii) (b) and substitute the following:-

"(b) has held for at least fifteen years at the time of his application engineering positions of increasing responsibility including positions for five years at least in the Gas Industry of a responsibility appropriate to a Chartered Engineer."

3. In By-law 13

(a) delete paragraph (i) and substitute the following:-

"(i) There shall be three grades of Associate Members, Associate Members (Graduate Grade), Associate Members (Technician Engineer Grade) and Associate Members (Technician Grade).";

(b) insert a new paragraph (iv) as follows:-

"(iv) every candidate for election of transfer into the class of Associate Members (Technician Grade) shall comply with the following conditions, namely:

(a) he shall have attained the age of 21 years; and  
 (b) he shall satisfy the Council that he has attained a standard of education and has undergone or is undergoing training, or has received or is receiving experience, which satisfies the requirements of the Education and Training Regulations in respect of election or transfer to Associate Membership (Technician Grade) promulgated by the Council under By-law 63.";

(c) re-number existing paragraph (iv) as (v);

(d) in paragraph (v) as re-numbered delete the first sentence and substitute the following:-

"It shall be competent for an Associate Member of whatever grade to apply to be transferred to become an Associate Member of another grade and such application shall be made in such form as may from time to time be approved by the Council."

4. Delete By-law 18(i) and substitute the following:-

"(i) Entrance fees payable on election to membership of the Institution shall, as from 1st January next following the date on which this paragraph comes into force, be at such rate or rates as the Council may from time to time by a resolution in that behalf passed at any meeting of the Council prescribe but, subject to paragraph (iv) of this By-law, the rate or rates so prescribed shall not at any time exceed the following amounts:

	£
Fellows	35.00
Members	35.00
Companions	35.00
Professional Associates	35.00
Associate Members	28.00
Associates	28.00

There shall be no entrance fee for students."

5. In By-law 19

(a) delete paragraph (i) and substitute the following:

"(i) The annual subscriptions payable by members of the Institution shall, as from 1st January next following the date on which this paragraph comes into force, be at such rate or rates as the Council may from time to time by a resolution in that behalf passed at any meeting of the Council prescribe but, subject to paragraph (iv) of this By-law and to By-law 22, the rate or rates so prescribed shall not at any time exceed the following amounts:

	£
Fellows	50.00
Members	42.00
Companions	42.00
Professional Associates	42.00
Associate Members	38.00
Associates	38.00
Students	12.00

As from the 1st day of January next following the attainment by any member of the Institution of

65 years of age 15.00

No annual subscription shall be required of any member of the Institution as from the 1st day of January next following the attainment by him of 70 years of age.";

(b) delete paragraph (ii);

(c) re-number paragraphs (iii) to (v) as (ii) to (iv) respectively;

(d) delete paragraph (iii) as re-numbered and substitute the following:-

(ii) Each member whose transfer from one class to another is approved by the Council shall pay forthwith by way of supplement the difference (if any) between the subscription he has paid in respect of the year in which he is transferred and the subscription proper to the class to which he is transferred."

6. Delete By-law 20.

7. Re-number By-laws 21 to 23 as 20 to 22 respectively.

8. Delete By-law 22 as re-numbered and substitute the following:

"22. The Council may, whenever they consider that there is due cause, waive or reduce the payment of any entrance fee or subscription including any arrears by any member."

9. Delete By-law 24 and substitute the following:

"23. Subject to the provisions of By-law 25 Corporate Members shall have notice of and may attend, speak and vote at all General Meetings of the Institution.

24. Subject to the provisions of By-law 25 Non-Corporate Members shall have notice of and may attend and speak at all General Meetings of the Institution except Special General Meetings called with reference to any expulsion or any other Special General Meeting of which they or any of them shall not have had notice in consequence of a direction in that behalf given for special cause by the Council."

10. In By-law 28

(a) in paragraph (ii) delete the word "people" and substitute the word "persons"

(b) add a new paragraph (iii) as follows:

"(iii) The Council shall have power to determine whether or not a person is regarded as resident overseas for the purpose of this By-law."

11. In By-law 38 delete the figure and word "1st October" and substitute the figure and word "1st July".

12. In By-law 49

(a) delete the words "fourteen days", "three clear days- and "that it is satisfied" and substitute the words "twenty-one days", "six clear days" and "that they are satisfied" respectively;

(b) delete the words "immediately after the reading of papers, reports and communications and the discussions thereon have been concluded, or at any other convenient time" and substitute the words "at a convenient time during the meeting".

13. In By-law 53(c) delete the words "The British Junior Gas Associations' Joint Council" and substitute the words "The Joint Council of Gas Associations of Great Britain".

14. Delete By-law 62 and substitute the following:-

"62. All the moneys of the Institution not required to meet the current expenditure of the Institution may be invested in the purchase, or on the security, of any stocks share debentures debenture stock land buildings or other property of any nature and in any part of the world, as the Council may determine and the Council shall have power from time to time to vary such investments."

15. Delete By-law 66 and substitute the following:-

"66. (i) All monies received by or on behalf of the Institution shall be forthwith paid into a banking account kept in the name of the Institution; and no money shall be paid by or on account of the Institution except by cheque on a banking account of the Institution, other than reasonable sums to defray current expenses.

(ii) All cheques drawn on a banking account of the Institution up to the sum of £2,000 (or such other sum as may from time to time be determined by the Council) shall be signed by the Secretary alone or such other person or persons alone as the Council shall appoint for that purpose.

(iii) All cheques drawn on a banking account of the Institution for a sum exceeding £2,000 (or such sum determined from time to time as aforesaid) shall be signed by two Members of the Council, and countersigned by the Secretary, or such other person or persons as the Council shall appoint for that purpose."

16. Delete By-law 70 and substitute the following:-

"70. At the Annual General Meeting the Corporate Members shall elect Auditors of the Institution. The qualification, appointment, powers and duties of the Auditors shall be regulated as nearly as may be with the necessary modifications in accordance with the provisions of the Companies Acts 1948 to 1980 or with any statutory modification or reenactment thereof for the time being in force, as if the Institution were a company registered under these Acts."

17. In By-law 71 delete the word "books" and substitute the word "records".

18. Delete By-law 93 and substitute the following:-

"93. Each Associate Member and Associate under the age of 35 years and each Student whose registered address is in England, Scotland or Wales shall, without payment of a separate fee, become a member of one Gas Association which is itself a member of The Joint Council of Gas Associations of Great Britain: Provided always that any Associate Member or Associate shall have the right without payment of a separate fee to become a member of one District Section instead of a Gas Association on or after the 1st January next following the date on which he attains the age of 30 years."

19. In By-law 94 delete the words "the Affiliated British Junior Gas Associations' Joint Council" and substitute the words "The Joint Council of Gas Associations of Great Britain".

*At the Council Chamber Whitehall*

THE 14th DAY OF MARCH 1988

BY THE LORDS OF HER MAJESTY'S MOST HONOURABLE

PRIVY COUNCIL

WHEREAS the Institution of Gas Engineers has duly made amendments to the By-laws of the Institution:

AND WHEREAS the said amendments have been submitted to the Lords of the Privy Council for allowance:

NOW, THEREFORE, Their Lordships, having taken into consideration the said amendments. are pleased to allow the same as set forth in the Schedule hereto.

*G. I. de Deney*

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SCHEDULE

AMENDMENTS IN THE BY-LAWS OF THE INSTITUTION OF GAS ENGINEERS REFERRED TO IN THE FOREGOING ORDER

1. In By-law 2 after "Associates" *insert* "Industrial Affiliates".
2. In By-law 3 after "Associates" *insert* "Industrial Affiliates".
3. In By-law 5 after "Associate" *insert* "Industrial Affiliate".
4. For By-law 6 *substitute*:

"6. The Institution may, admit such other persons as may be hereafter qualified (and save in the case of Honorary Fellows, Companions, Industrial Affiliates, and Students elected in that behalf) as Honorary Fellows, Fellows, Members, Companions, Professional Associates, Associate Members, Associates, Industrial Affiliates and Students respectively."

5. In By-law 7-

(a) for paragraphs (ii) and (iv) *substitute:-*

(ii) A Professional Associate, Associate Member, Associate, Industrial Affiliate or Student shall be entitled to the use after his name of the title of the Class to which he belongs but shall not be entitled to use any abbreviations thereof save, in the case of Associate Members (Technician Engineer Grade) who are registered with the Engineering Council, the abbreviation "T.Eng.A.M.I.Gas E." " and

(iv) Any Corporate Member of the Institution who is Registered under the provisions of the Royal Charter and By-laws of the Engineering Council, may so long as he shall be a Corporate Member of the Institution, use the title "Chartered Engineer" or abbreviation "C.Eng." followed by the title or abbreviation authorised under this By-law."

(b) in paragraph (v) for "Fellow or Member practising" substitute "Corporate Member of the Institution practising";

(c) in paragraphs (v) and (vi) for "Fellow or Member of the Institution" substitute "Corporate Member of the Institution"; and

(d) for paragraphs (vii) and (viii) substitute:-

(vii) Any Associate Member (Technician Engineer Grade) of the Institution who is registered as a Technician Engineer Under the provisions of the Royal Charter and By-laws of the Engineering Council may use the title "Technician Engineer" or the abbreviation "T.Eng." followed by the title or abbreviation authorised under this By-law.

(viii) Any Associate Member (Technician Grade) of the Institution who is registered as an Engineering Technician under the provisions of the Royal Charter and By-laws of the Engineering Council may use the title "Engineering Technician" or the abbreviation "Eng. Tech." followed by the title authorised under this By-law.

6. For By-laws 10 and 11 substitute:-

#### **"FELLOWS**

10. Every candidate for election or transfer into the class of Fellows shall comply with the following conditions, namely:-

(a) He shall have attained the age of 30 years, and

(b) he shall satisfy the Council that he:

(1) has attained a standard of education and has undergone training and received experience which satisfies the requirements of the Education and Training Regulations in respect of election or transfer to Membership promulgated by the Council under By-law 63 or that he was elected or transferred into the class of Members having complied with the requirements of By-law 11(ii); and

(2) has held for at least five years at the time of his application a position of responsibility in the Gas Industry appropriate to a Chartered Gas Engineer, and

(3) is engaged at the time of his Application in a senior position in the Gas Industry or in a senior position in an area of employment which has interests in common with the Gas Industry appropriate to a Chartered Gas Engineer; and

(4) complies with any other condition., which may be prescribed by the Council from time to time.

#### **MEMBERS**

11. (i) Subject to paragraph (ii) of this By-law every candidate for election or transfer into the class of Members shall comply with the following conditions, namely:-

- (a) He shall have attained the age of 25 years; and
- (b) He shall satisfy the Council that he:

( 1 ) has attained a standard of education and has undergone training and received experience which satisfies the requirements of the Education and Training Regulations in respect of election or transfer to Membership promulgated by the Council under By-law 63: and

( 2 ) is at the time of his application engaged in a responsible position in the Gas Industry or in a responsible position in an area of employment which has interests in common with the Gas Industry appropriate to a Chartered Gas Engineer; and

(3) complies with any other condition which may be prescribed by the Council from time to time.

(ii) A candidate who does not comply with all the conditions mentioned in paragraph (i) of this By-law may in a particular case be deemed to have so complied if he satisfies the Council that he:

(a) has passed such academic test as may in any particular case be prescribed by the Council; and

(b) has attained the age of 35 years; and

(c) has held for at least fifteen years at the time of his application engineering positions of increasing responsibility and is engaged at the time of his application in a position in the Gas Industry or in a position in an area of employment which has interests in common with the Gas Industry, which is appropriate to a Chartered Gas Engineer; and

(d) he complies with any other condition which may be prescribed by the Council from time to time.”

7. In By-law 12-

(a) for "who shall be nominated by the Council and elected as hereinafter provided." substitute "who shall be appointed by the Council.”

(b) for By-law 12A substitute:-

### **PROFESSIONAL ASSOCIATES**

13. Every candidate for election or transfer to the class of Professional Associates shall comply with the following conditions. namely:-

(a) He shall have attained the age of 25 years; and

(b) he shall satisfy the Council that he:

(1)has attained a standard of education and has received experience which satisfies the requirements of the Education and Training Regulations in respect of election or transfer to Professional Associateship promulgated by the Council under By-law 63; and

(2) is at the time of his application engaged in a position in the Gas Industry or in a position in an area of employment which has interests in common with the Gas Industry at a level of responsibility deemed to be appropriate by the Council; and

(3) complies with all other condition which may be prescribed by the Council from time to time.”

8. For By-laws 13 to 22 substitute:-

## **ASSOCIATE MEMBERS**

14. (i) There shall be three grades of Associate Members:- Associate Members (Graduate Grade), Associate Members (Technician Engineer Grade) and Associate Members (Technician Grade).

(ii) Every candidate for election or transfer into the class of Associate Members (Graduate Grade) shall comply with the following conditions, namely:-

(a) he shall have attained the age of 21 years; and

(b) he shall satisfy the Council that he;

(1) has attained a standard of education and has undergone or is undergoing training, or has received or is receiving experience, which satisfies the requirements of the Education and Training Regulations, in respect of election or transfer to Associate Membership (Graduate Grade) promulgated by the Council under By-law 63; and

(2) complies with any other condition which may be prescribed by the Council from time to time.

(iii) (a) Subject to paragraph (iii)(b) of this By-law every candidate for election or transfer into the class of Associate Members (Technician Engineer Grade) shall comply with the following conditions, namely:-

(1) he shall have attained the age of 23 years;

(2) he shall satisfy the Council that he has attained a standard of education and has undergone training, and has received experience, which satisfies the requirements of the Education and Training Regulations in respect of election or transfer to Associate Membership (Technician Engineer Grade) promulgated by the Council under By-law 63; and

(3) is at the time of his application engaged in a position of appropriate technical responsibility, in the Gas Industry or in an area of employment which has interests in common with the Gas Industry; and

(4) complies with any other condition which may be prescribed by the Council from time to time.

(b) A candidate who does not comply with all the conditions mentioned in paragraph (iii)(a) of this By-law may in a particular case be deemed to have so complied if he satisfies the Council that he:

(1) has attained the age of 35 years; and

(2) has held for at least fifteen years at the time of his application engineering positions of increasing responsibility; and

(3) is engaged at the time of his application in a position in the Gas Industry or in a position in an area of employment which has interests in common with the Gas Industry, which is appropriate to an Associate Member (Technician Engineer Grade); and

(4) has passed such academic test as may in any particular case be prescribed by the Council; and

(5) complies with any other condition which may be prescribed by the Council from time to time.

(iv) (a) Subject to paragraph (iv)(b) of this By-law every candidate for election or transfer into the class of Associate Members (Technician Grade) shall comply with the following conditions, namely:-

(1) he shall have attained the age of 21 years; and

(2) he shall satisfy the Council that he has attained a standard of education and has undergone training, and has received experience, which satisfies the requirements of the Education and Training Regulations in respect of election or transfer to Associate Membership (Technician Grade) promulgated by the Council under By-law 63; and

(3) is engaged at the time of his application in a position of appropriate technical responsibility in the Gas Industry or in an area of employment which has interests in common with the Gas Industry; and

(4) complies with all other condition which may be prescribed by the Council from time to time.

(b) A candidate who does not comply with the conditions mentioned in paragraph (iv)(a) of this By-law may in a particular case be deemed to have so complied if he satisfies the Council that he;

(1) has attained the age of 35 years; and

(2) has held for at least twelve years at the time of his application engineering positions of increasing responsibility; and

(3) is engaged at the time of his application in a position in the Gas Industry or in a position in an area of employment which has interests in common with the Gas Industry, which is appropriate to an Associate Member (Technician Grade), and

(4) has passed Such academic test as may in any particular case be prescribed by the Council; and

(5) complies with any other condition which may be prescribed by the Council from time to time.

(v) It shall be competent for an Associate Member of whatever grade to apply to be transferred to become all Associate Member of another grade and such application shall be made in such form as may from time to time be approved by the Council. This form must be delivered to the Secretary, to be submitted by him to the Council and the candidate must answer any enquiries made and furnish any evidence required by the Council or the Secretary with reference to his age, qualifications and absence of disqualifications. The Council, on being satisfied as to age and qualifications, may, if they think fit, make the proposed transfer.

### **ASSOCIATES**

15. Every candidate for election or transfer into the class of Associates shall comply with the following conditions, namely:-

(a) He shall have attained the age of 21 years: and

(b) he shall satisfy the Council that he:

(1) has sufficient professional knowledge or experience to qualify him to assist in promoting the objects of the Institution, and

(2) complies with any other condition which may be prescribed by the Council from time to time.

## **INDUSTRIAL AFFILIATES AND THEIR NOMINEES**

16. Partnership firms or other unincorporated associates, limited companies, associations, public authorities and institutions or other bodies corporate, may be admitted by the Council as Industrial Affiliates of the Institution. Each applicant for admission shall furnish to the Council in writing such particulars as the Council may reasonably require to enable them to judge the fitness of the applicant to become an Industrial Affiliate of the Institution.

An Industrial Affiliate shall nominate a person to act as its representative, subject to the approval of the Council, and for the purpose of such approval shall give all information that may be reasonably required by the Council. Such representative, when so approved, shall exercise all rights of membership on behalf of the Industrial Affiliate, but to the extent only to which such member would, if a person, be entitled to do so, including the right to attend meetings of the Institution, but not to vote thereat or to use an abbreviated title unless entitled to do so by reason of being a Corporate Member in his own right. An Industrial Affiliate may from time to time revoke the nomination of such representative and nominate another representative subject to the consent of the Council, in his place. In addition the Industrial Affiliate may nominate a further member of its staff, who shall also have all the rights of membership as above. The Council may, in their absolute discretion, withdraw at any time their approval of the nominee of an Industrial Affiliate and shall notify such member of such withdrawal, whereupon the Industrial Affiliate may nominate another representative.

The Industrial Affiliate shall also have the right to nominate as students, any members of its staff who as individuals would be eligible as Students in accordance with By-law 16A. Students so nominated (who shall not be liable to pay application fees or annual subscriptions as Students under By-law 18(i) and 19 respectively shall), after admission by the Council, have the benefit of all rights and privileges attached to Students. There shall not be more than four Students nominated by any one Industrial Affiliate at any one time.

All such nominations and revocations shall be in writing and signed on behalf of the Industrial Affiliate by an authorised person.

An Industrial Affiliate shall not be eligible to transfer to another class of membership of the Institution.

The Council may at any time or times by a resolution passed at any meeting of the Council terminate the membership of any Industrial Affiliate if in the Council's opinion such Industrial Affiliate is no longer fit to be an Industrial Affiliate.

The provisions of the Rules Of Professional Conduct and the Disciplinary Regulations made pursuant to By-law 40 shall not apply to an Industrial Affiliate.

## **STUDENTS**

16A. Every candidate for admission into the class of Students shall comply with the following conditions namely:-

(a) He shall have attained the age of 16 years but shall not have attained the age of 29 years, and

(b) he shall satisfy the Council that he is studying for, or has attained, a standard of education and has undergone, is undergoing, or intends within a period of one year or such greater period as may be determined by the Council in exceptional circumstances to undergo, training which satisfies the requirements of the Education and Training Regulations in respect of admission to Studentship promulgated by the Council under By-law, 63; and

(c) he shall comply with any other condition which may be prescribed by the Council.

No person shall remain a Student after 31st December in the year in which he attains the age of 29 years: provided that the Council may extend the period during which a person may remain a Student by any period during which such person has, in the opinion of the Council, been prevented by exceptional circumstances from acquiring the qualifications necessary for election to another class of membership of the Institution.

## **EXCEPTIONS TO THE ABOVE**

17. No person who is already a member of an existing class of membership when the amendments to these By-laws made by the General Meeting of the Institution held on 5th May, 1987 come into effect shall by reason thereof cease to be a member of that class.”.

## **CONTRIBUTIONS TO THE FUND AND PRIVILEGES OF MEMBERSHIP**

18. (i) Application fees payable when making an application for or election to membership of the Institution shall be at such rate or rates as the Council may determine from time to time by resolution passed at any meeting of the Council the rate or rates so prescribed shall not at any time exceed the amounts approved at a Special Meeting of the Institution.

(ii) Subject to paragraph (iii) of this By-law each member who applies for transfer from one class to another shall pay by way of supplement the difference (if any) between the application fee proper to the class to which he is transferred and the application fee proper to the class from which he is transferred.

(iii) The Council may remit or reduce the application fee which would otherwise be payable on re-election by any person who has previously been a member.

19. (i) The annual subscriptions payable by members of each class of membership of the Institution, save in the case of Industrial Affiliates, shall, as from 1st January next following the date on which this paragraph comes into force, be at such rate or rates as

the Council may (subject to the provisions of paragraph (ii) of this By-law) determine from time to time by a resolution passed at any meeting of the Council. Provided that any increase which may be resolved in accordance with this By-law in excess of 7.5% of the rates current at the date of such resolution will not be effective until confirmed by a resolution of a Special Meeting of the Institution held not less than one month and not more than four months thereafter. No annual subscription shall be required of any member of the Institution as from the 1st day of January next following the attainment by him of 70 years of age. The Council may vary the Annual subscription of members according to their age, circumstances and their place of residence and establish a charge for each Industrial Affiliate.

(ii) The annual subscriptions determined by the Council pursuant to paragraph (i) of this By-law shall not exceed those set out hereunder:

	£
Fellows	60.00
Members	55.00
Companions	55.00
Professional Associates	55.00
Associate Members	55.00
Associates	55.00
Students	20.00

The Council may from time to time by a resolution in that behalf passed at any meeting of the Council and confirmed by a Resolution of a Special Meeting of the Institution held not less than one month and not more than four months thereafter, increase the maximum rates of subscription as set out above by such sums as may be specified by Resolution of the Council.

(iii) Every person at whatever time of year he is elected or admitted as a Fellow, Member, Companion, Professional Associate, Associate Member, Associate, Industrial Affiliate or Student shall pay his first annual subscription in accordance with By-law 20 in the year succeeding his election.

20. All annual subscriptions shall be due and payable in advance except as otherwise provided in By-law 22(b) on the first day of January in each year.

21. Every Fellow, Member, Companion, Professional Associate, Associate Member, Associate, Industrial Affiliate or Student shall be liable for the payment of his annual subscription until he has resigned in accordance with the provisions of By-law 37, or until his name has been erased from the Register or List of the Institution pursuant to By-law 38 or in accordance with Disciplinary Regulations made pursuant to By-law 40, but without prejudice to his liability for any subscription or subscriptions then in arrear.

22. The Council may, whenever they consider that there is due cause:-

(a) waive or reduce the payment of any application fee or subscription including any arrears by any member; and

(b) allow payments to be made by monthly or other instalments provided that if an instalment is not paid on the due date or within thirty days thereafter the instalment shall

be deemed to be in arrears and the Council may take whatever action they deem appropriate under By-law 38; and

(c) allow payments to be made by whatever method the Council deems to be appropriate including (without prejudice to the generality of the foregoing) a method involving a charge being made to or a discount being given by the Institution."

9. In By-law 25(i) and (ii) for "subscription" substitute "annual subscription or part thereof".

10. In By-law 27 after "subscription" insert "as defined in By-law 25(i) and (ii)".

11. For By-laws 28 to 31 substitute:-

"28. Every application for election as a Fellow or Member or Professional Associate, Associate Member or Associate must be made in such a form as may from time to time be approved by the Council, and in such form the full name, usual address, occupation, and qualifications of the candidate shall be distinctly specified. This form must be signed by the candidate's proposer and seconder who must be Corporate Members. It must be delivered to the Secretary together with such fees as the Council may from time to time determine under the provisions of By-law 18 and the candidate must answer any enquiries made, and furnish any evidence required by the Secretary with reference to his age qualifications and absence of disqualification.

29. The full name, occupation and usual address of each candidate for election to the class of Fellows, Members, Professional Associates, Associate Members, or Associates shall be displayed in the headquarters of the Institution, and, if the Council so resolve, shall be published in any other manner as the Council may from time to time direct as soon as possible after the application has been received by the Council. After the lapse of at least 30 days from the date of such display application and any communications relating thereto shall be considered by the Council, who may elect such person or candidate into such class, if any, as they shall decide.

30. Notwithstanding the provisions of By-law 29, the Council may re-elect any person (in this By-law referred to as "a candidate for re-election") who has been, but has by resignation or otherwise ceased to be a Fellow, Member, Professional Associate, Associate Member or Associate of the Institution provided he satisfies the Council that he is worthy of re-admission and pays such amounts (if any) in respect of application fee, arrears of subscription and any other charges as the Council may determine. An application for re-election shall be made in such form as may from time to time be approved by the Council. Any such re-election by the Council may be conditional on payment by the candidate of such amounts. On any such re-election the Council shall specify the class of which the candidate for re-election shall be a member, being a class for which he satisfies the conditions specified in these By-laws at the date of his application for re-election, provided that the Council may in its absolute discretion specify the class of which the candidate for re-election was formerly a member notwithstanding that the candidate does not satisfy the conditions specified in these

By-laws for that class at the date of such application. By-laws 18, 19 and 33 shall apply to him. Similarly the Council may re-appoint to Honorary Fellowship or Companionship as the case may be any person who has been, but has by resignation or otherwise ceased to be an Honorary Fellow or Companion. In the case of the re-appointment of an Honorary Fellow, By-law 33 shall apply, and in the case of the re-appointment of a Companion By-laws 19 and 33 shall apply.

31. It shall be competent for any Member to apply to be transferred to the class of Fellows and for any Companion, Professional Associate, Associate Member or Associate to apply to be transferred to the class of Fellows or Members and for any Associate to apply to be transferred to the class of Professional Associates or Associate Members and such application shall be made in such form as may from time to time be approved by the Council. This form, being subscribed by the candidate's proposer and seconder who must be two Corporate Members must be delivered to the Secretary together with any sum payable under the provisions of By-law 18. The candidate must answer enquiries and furnish evidence, as required by By-law 28, and the Council, on being satisfied as to age and qualifications, may if they, think fit make the proposed transfer."

12. In By-law 32 for "nomination" substitute "appointment".

13. For By-laws 33 to 35 substitute:-

"33. (i) Any person duly appointed an Honorary Fellow, or Companion or duly elected a Fellow, Member, Professional Associate, Associate Member or Associate or transferred from one class to another shall be duly notified thereof by letter informing him of the purpose of this By-law, and enclosing a form of Promise (Form A of the Appendix) to observe and conform to the provisions for the time being of the Royal Charter, By-laws and Regulations of the Institution; which form of Promise the person appointed, elected or transferred must sign and return to the Secretary within two months after appointment, election or transfer. If the said form of Promise is not so signed and returned the appointment, election or transfer shall become void unless the Council shall resolve that such period of two months be extended by such further period as the Council shall think fit.

(ii) No election or transfer of a person to Fellowship, Membership, Professional Associateship, Associateship Membership or Associateship shall be void or voidable by reason of the application having accidentally varied from the form of application approved by the Council.

(iii) (a) A corporate Member, who is entitled under the Royal Charter and By-laws of the Engineering Council to be entered onto their Register of Professional Engineers, may upon payment of the appropriate fee or fees request the Institution of Gas Engineers to Register his name with the Engineering Council. A Corporate Member whose name is entered on the Engineering Council's Register of Professional Engineers. may use the style of title "Chartered Engineer" and the designatory initials "C.Eng.". The Institution shall notify or procure notification of his registration to the Corporate Member whose name is so entered.

(b) In this By-law "appropriate fee or fees" shall mean such fee or fees as may be determined by the Engineering Council from time to time.

34. Subject to the provisions of By-law 16(A), any person may be admitted by the Council as a Student on the recommendation of a Corporate Member of the Institution, or, pursuant to the provisions of By-law 16, on a nomination of an Industrial Affiliate in such form as may from time to time be approved by the Council.

35. Any person admitted as a Student shall be informed thereof by letter.”

14. For By-laws 37 and 38 substitute:-

“37. A member of any class may by notice in writing to the Secretary resign from the Institution after the payment of any sum due from him in respect of subscriptions and otherwise.

38. If any person is in arrears with the whole or any part, of his annual subscription on 1st July in the year in which it becomes due then:

(a) the Secretary shall give notice in writing to such person, demanding payment of the subscription in arrear and containing a copy of this By-law; and

(b) if within two months of the giving of such notice such person shall not have paid the subscription in arrear the Council shall have power to erase the name of such person from the Register or List of the Institution.

No person who is permitted to make payments by instalments pursuant to the provisions of By-law 22(b) shall be considered to be in arrears for the purposes of this By-law unless all outstanding instalments shall have become immediately due and payable.”

15. For By-law 39(ii) substitute:-

“(ii) The Code of Conduct set out in paragraph (i)(b) of this By-law is that prescribed for Registered Engineers by the Engineering Council, and any alterations thereto which may from time to time be prescribed by the Engineering Council shall be effective ipso facto to amend forthwith the Code of Conduct set out in paragraph (i)(b) of this By-law.”

16. In By-law 40(i)(a) for "39(i)" substitute "39(i)(b)".

17. In By-law 41 after “Associate” insert "Industrial Affiliate”.

18. In By-law 47 for paragraph (b) substitute:-

"(b) is, or may be, suffering from mental disorder and either:-

(i) 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 1960; or

(ii) an order is made by the 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 in respect of his property or affairs: or”.

19. In By-law 49, first paragraph, after “deliveries to the Secretary" *insert*

“,together with the written consent of the Fellow or Member proposed," and, in the second paragraph, *delete* all after “he desires elected” and substitute:-  
“and the total number voted for shall not exceed the total number of vacancies.”

20. For By-law 63 substitute:-

“63. The Council shall make and publish Education and Training Regulations consistent with these By-laws governing the educational qualifications and training requirements and the experience required for election or transfer to Fellowship, Membership, Professional Associateship and Associate Membership and for admission to Studentship referred to in By-laws 10 and 11, 13, 14, and 16A respectively: Provided that the standards of education, training and experience prescribed in such Regulations shall not be lower than those prescribed by the Engineering Council for registration at the appropriate stage of its Register.”

21. In By-law 66(iii) for "two Members" *substitute* "one Member”.

22. In By-law 67 after “Associates” *add* “, Industrial Affiliates”.

23. In By-law 69 for "account books properly posted” *substitute* "accounting records properly prepared”.

24. In By-law 70 for “Acts1948 to 1980" substitute “Act 1985" and for “those Acts” substitute “that Act”.

25. In By-laws 86 and 87 after “Associate” *insert* “Industrial Affiliate”.

26. For By-laws 92 and 93 *substitute*:-

### **“DISTRICT SECTIONS**

92. As from 1st January next following the date on which this By-law comes into force, each Honorary Fellow, Fellow, Member, Companion, Professional Associate, Associate Member, Associate and Student whose registered address is in England, Scotland or Wales shall become a member of one District Section without payment of a separate fee.

### **AFFILIATED ASSOCIATIONS**

93. Each Associate Member, Associate and Student under the age of 30 years whose registered address is in England, Scotland or Wales shall, additionally, without payment also of a separate fee, become a member of one Gas Association which is itself a member of The Joint Council of Gas Associations of Great Britain.”.

*At the Court at Buckingham Place*

THE 18TH DAY OF JULY 2001

PRESENT,

THE QUEEN'S MOST EXCELLENT MAJESTY IN COUNCIL

WHEREAS the Institution of Gas Engineers has duly made amendments to its Charter and Supplemental Charters, as set out in the Schedule to this Order:

AND WHEREAS the amendments have been submitted to Her Majesty in Council for allowance:

NOW, THEREFORE, Her Majesty, having taken the amendments into consideration, is pleased, by and with the advice of Her Privy Council, to allow them.

*A. K. Galloway*

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*SCHEDULE*

AMENDMENTS TO THE CHARTER OF THE INSTITUTION OF GAS ENGINEERS  
REFERRED TO IN THE FOREGOING ORDER

1. Except as provided in paragraph 2 below each reference in the original Charter and the Supplemental Charters to “the Institution of Gas Engineers” shall be read as if it were a reference to “the Institution of Gas Engineers and Managers”.
2. Article 1 shall not apply to:—
  - (a) the reference in the first recital to the original Charter; and
  - (b) the first reference in Article 1 of the original Charter.
3. *Delete* Article 15 and *substitute*:—

“15(i) Any Corporate Member, who also meets the requirements for Chartered Engineer may so long as he may be a Corporate Members use the title Chartered Gas Engineers followed, if desired, by the appropriate title and abbreviation (if any) authorised under the By-Laws of the Institution for the time being.

(ii) Any Corporate Member of the Institution who is entitled under the provisions of the Royal Charter and By-Laws of the Council of Engineering Institutions to

the style or titled Chartered Engineer, Incorporated Engineer, Engineering Technician or any other title that from time to time may be approved, may describe himself as such and at the same time to describe himself as a Corporate Member of the Institution use the title or the abbreviation appropriate to the class of membership (if any) authorised under the By-Laws of the Institution for the time being”.

*At the Council Chamber, Whitehall*

THE 18TH DAY OF JULY 2001

BY THE LORDS OF HER MAJESTY'S  
MOST HONOURABLE PRIVY COUNCIL

WHEREAS the Institution of Gas Engineers has duly made new by-laws as set out in the Schedule to this Order:

AND WHEREAS the new by-laws have been submitted to the Lords of the Privy Council for approval:

NOW, THEREFORE, Their Lordships, having taken the new by-laws into consideration, are pleased to approve them.

*A. K. Galloway*

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*SCHEDULE*

BY-LAWS OF THE INSTITUTION OF GAS ENGINEERS REFERRED TO IN THE  
FOREGOING ORDER

**1 DEFINITIONS**

In the By-laws the word or words in the first column of the Table next following shall, unless the context otherwise requires, bear the meaning set opposite to them respectively in the second column of that Table:

<b>Words</b>	<b>Meanings</b>
The Charter	The Royal Charter of the Institution dated 23 May 1929 (with the amendments thereto allowed by the Lords of Her Majesty's Most Honourable Privy Council, the 22 day of October 1981) under the provisions of Article 17 of the Royal Charter, as from time to time amended by Supplemental Charter or otherwise.

Affiliated Associations	Associations which are affiliated to the Institution at the date of the Charter or which after the date of the Charter become affiliated to the Institution with the consent of the Council.
The Institution	The Institution of Gas Engineers and Managers incorporated by Royal Charter dated 23 May 1929 as amended by Supplementary Charter
Member	The use of the term ‘Member’ (with a capital ‘M’) shall refer to the class of Member as defined in By-law 2, but the use of the word member (with a small ‘m’) shall refer to all classes of membership, that is, all persons who are on the Register of the Institution.
The Gas Industry	Means and includes:- <ul style="list-style-type: none"> <li>a) the exploration for, or the production, trading, treatment, transmission, distribution or utilisation of, gas;</li> <li>b) the production, processing, distribution or use of the by-products of gas production;</li> <li>c) the design or construction of works, machinery, plant or apparatus in connection with any of the above purposes;</li> <li>d) related research or educational work in connection with any of the above purposes;</li> <li>e) any activities associated with the foregoing.</li> </ul>
The Council	The collective body of members duly elected and constituting the Council of the Institution for the time being.
Sections and Branches	Sections and Branches are associations organised under rules approved by the Council for the

	<p>general advancement of the Institution's objects. Sections and Branches may be formed as required in the United Kingdom and overseas.</p>
Groups	<p>Groups are associations within the Institution organised under rules approved by the Council for the pursuit of specialist interests.</p>
Corporate members	<p>Corporate members are those in the classes of Fellow and Member.</p>
Engineering Council	<p>The registration authority by that name established by Royal Charter or such successor organisation from time to time fulfilling this role.</p>
Boards and Committees	<p>Boards and Committees are appointed by the Council to advise and report on specific issues as may from time to time arise.</p>
Bye-laws of the Engineering Council	<p>The Bye-laws of the Engineering Council currently in force, relevant extracts from which may from time to time be appended to any reproduction of these By-laws.</p>
Chartered Engineer and Incorporated Engineer	<p>Styles and titles awarded by the Engineering Council to suitably qualified Corporate members on the nomination of the Council of the Institution.</p>
Engineering Technician	<p>A style and title awarded by the Engineering Council to suitably qualified members on the nomination of the Council of the Institution.</p>
Licensed Engineering Practitioners	<p>Engineers licensed by the Institution to practice in prescribed areas of activities.</p>
Chief Executive	<p>The Chief Executive for the time being of the Institution.</p>

Notice Notice includes a voting paper and may be distributed electronically.

Masculine Gender includes the Feminine unless the context precludes. Singular number includes the plural number and vice versa.

## **2 MEMBERSHIP OF THE INSTITUTION**

### *(A) Classes of Membership*

There shall be eight classes of membership of the Institution, which shall be termed respectively Fellow, Companion, Member, Associate Member, Graduate, Associate, Student and Affiliate.

Any class of member may be licensed by the Institution to operate in prescribed areas of activity.

### *(B) Requirements of Membership*

The requirements for the above classes of membership are those that from time to time may be agreed by Council. The Council may change the categories of membership waive or modify any or all of the requirements of membership provided that Council votes by a majority of 75% to do so.

### *(C) Registration of Corporate Members*

All qualified members as defined by Council are classed as Corporate Members of the Institution.

Fellows and Members who are designated as engineers by the Institution must be eligible for registration as Chartered Engineers, Incorporated Engineers or Engineering Technicians under the Bye-Laws and Regulations of the Engineering Council.

The total number of Corporate members registered in the appropriate section of the Engineering Council's Register shall not be less than 1% in excess of that necessary to maintain the Institution's status as a nominated Chartered Engineering Institution as defined in the Bye-laws of the Engineering Council.

## **3 ELECTION OF MEMBERS**

### *(A) General*

No person shall be elected to membership of any class unless the Council has approved his election.

Applications for election into all but the Honorary classes shall be on a form approved by the Council.

*(B) Notification of Membership*

Every person duly elected a member shall be so informed by letter. His membership shall not be effective until he has paid the monies due. If such monies are not paid within three months of the date of election, the election may be declared void.

*(C) Certificate of Election*

Every person whose election has become effective in any class shall receive a Certificate of his election. The Certificate remains the property of the Institution and shall be returned on application by the Council or when the holder ceases to be a member of the Institution.

*(D) Honorary Titles*

The power of awarding the title “Honorary” in the classes of Fellow or Companion shall be vested in the Council. Honorary Fellows and Honorary Companions shall have all the privileges of Fellows and Companions respectively.

*(E) Abbreviated Titles*

Honorary Fellows, Honorary Companions, Fellows, Companions, Members, Associate Members, Graduates and Associates may respectively use the following abbreviated forms to indicate the class in the Institution to which they belong, namely:

HonFIGEM, HonCIGEM, FIGEM, CIGEM, MIGEM, AMIGEM, GradIGEM and AIGEM.

Those members who are registered as engineers under the provisions of the Royal Charter and Bye-laws of the Engineering Council may use the style and title Chartered Engineer, Incorporated Engineer or Engineering Technician and designatory letters CEng, IEng and EngTech respectively before the letters indicating their grade of membership of the Institution as appropriate.

## **4 PROFESSIONAL CONDUCT AND EXPULSION**

*(A) Professional Conduct*

A member shall at all times so order his conduct as to uphold the dignity and reputation of his profession, and to safeguard the public interest in matters of safety and health and otherwise. He shall exercise his professional skill and judgement to the best of his ability and discharge his professional responsibilities with integrity.

*(B) Rules of Professional Conduct and Enforcement*

The Council shall, by Ordinary Resolution of 75% of Corporate Members voting at a general meeting, promulgate Rules of Professional Conduct in accordance with (A) above and shall require members to undertake to conform with such Rules. The Council shall ensure that the application of such Rules is clearly defined. The Council shall, with the consent of the Corporate Members as aforesaid, make Regulations for the enforcement of the Rules of Professional Conduct. The said Regulations shall ensure that any complaint

or allegation of improper conduct shall be properly investigated and adjudicated upon by an impartial tribunal consisting either wholly or partly of members of the Council; that before being called on to deal with any such complaint or allegation the member shall know what is the complaint or allegation; that before being found guilty of such conduct the member shall be given a full and fair opportunity of being heard and of calling witnesses and cross examining any other witness testifying before the tribunal, and that in all respects the investigation shall be made, the proceedings conducted, and the decisions reached in accordance with natural justice.

The Council shall periodically review the Rules of Professional Conduct and with the consent of the Corporate Members amend them as appropriate.

## **5 EXAMINATIONS**

The Council shall approve or otherwise cause to be held Examinations for persons desirous of being admitted as Members, Associate Members, Graduates or Associates.

In no case shall such approval be given without prior consideration by qualified persons nominated by the Council and, in the case of any members nominated for the designations CEng, IEng or EngTech, the examinations concerned must also be acceptable to the Engineering Council.

## **6 SUBSCRIPTIONS**

The annual rates of subscriptions, transfer and entrance fees payable by members shall be those determined from time to time by Council. If any proposed increase in such rates at any time exceeds fifteen per cent of the then current rate, that increase, before it comes effective, shall be approved either by simple majority of the Corporate Members voting in a postal ballot, or by means of a General Meeting of Corporate Members, as determined by Council. The annual subscription of members may be varied according to their age or their place of residence.

The place of residence of a member in any year shall be his registered address on the first day of January of that year. All annual subscriptions shall be due on the first day of January for the year then beginning. The subscription of any member shall be due on his election and shall be that appropriate to his class and to his age or place of residence at the date of the election. Any member elected on or after the first day of July and before the thirtieth day of September in any year shall be liable for six months' subscription to cover the unexpired part of the year of election. The subscription of any member elected on or after the first day of October in any year shall cover both the unexpired part of the year of election and the year following.

After payment of the entrance fee and the first year's subscription, any member of the Institution aged forty years or more, may compound for future annual subscriptions at the discretion of Council. The composition for any member shall be supplied on request to the Chief Executive. When any member who has previously compounded is transferred

from one class to another class, he shall pay either an additional composition or, in place of such additional composition, an annual subscription equal to the difference in annual subscriptions of the classes.

## **7 RESIGNATION, SUSPENSION AND RE-ADMITTANCE**

### *(A) Resignation and Suspension*

Every member shall be liable for the payment of his annual subscription unless he has notified the Institution in writing of his intention to resign, having previously paid all arrears, including the subscription for the year current at the date of his notice. Such notice shall be given before the last day of November of the current year.

Any member whose subscription has not been paid before the first day of April shall be in arrears of subscription and shall be notified that he is not entitled to attend or vote at any meeting or to receive any publications. Any member whose subscription for the current year has not been paid by the last day of September shall be sent a final reminder notifying him that failure to pay by the last day of October will result in his membership of the Institution being terminated.

The Institution may decide to waive a part or the whole of a member's annual subscription, or arrears, if he has twenty or more years of uninterrupted membership and is financially incapacitated due to ill-health, advanced age or other sufficient cause.

### *(B) Re-admittance*

A member whose membership has lapsed under this By-law may re-apply for membership under the same procedure as laid down for new applicants.

If an application for re-admittance is made within three years and the member has not brought the Institution or the engineering profession generally into disrepute, he may at the discretion of Council be exempt from a further Professional Review, subject to the payment of all relevant annual fees as if he had continued in membership for the elapsed period.

## **8 THE COUNCIL**

### *(A) Composition of Council*

The Council shall consist of

- (a) The President
- (b) the most recent Past President willing and able to serve
- (c) the two Vice Presidents, the senior of whom will normally be the President-Elect
- (d) the Honorary Secretary

- (e) the Chairman of each Section of the Institution
- (f) twelve Ordinary members
- (g) the Chief Executive Officer and
- (h) not more than five co-opted members.

Notwithstanding the above, not less than half of all the members of Council at any given time shall be Chartered Engineers or Incorporated Engineers or Engineering Technicians and not less than two-thirds shall be Corporate members of the Institution.

The Honorary Secretary, Chief Executive Officer and the co-opted members shall be regarded as ex-officio members of Council without voting rights. (unless also a duly elected/appointed member).

The Council shall make such rules as necessary for the proper running of the Institution.

*(B) The President*

The President, who shall be a Corporate member, shall be nominated by the Council and shall hold office for one year. He shall take office at the conclusion of the Annual General Meeting. Normally the candidate for the Presidency shall be the President-Elect. No person shall be eligible for re-election to the office of President on more than one occasion save in circumstances resolved by Council to be extraordinary.

The President shall take the chair at all meetings of the Council, Annual General Meetings, Special General Meetings and General Meetings of the Institution at which he is present, and may take the chair at any other meeting of the Institution. In the absence of the President, the President-Elect or in his absence a Vice-President shall take the chair at meetings of the Council, Annual General Meetings, Special General Meetings and General Meetings.

At the conclusion of his year of office or on resignation during that year the President shall become a Past-President. In the event of the President resigning during his year of office, the Council shall determine at the end of the Presidential year whether he shall be designated a Past-President. A Past-President shall not be eligible for election to Council for a period of three years following his period of Past-Presidential Service.

In the event of the death or resignation of the President, the Council shall appoint an Acting President from amongst the member of the Council. He shall have the full powers of the President.

*(C) Vice-President*

At its meeting immediately preceding the Annual General Meeting the Council shall elect two Vice-Presidents from among the current or past Ordinary members of the Council, and they shall take office following the AGM. Each of them shall hold office for not more than two years. The Vice-Presidents shall be deemed to remain ordinary members

of the Council. Their role shall be the support of the President in representing the Institution.

*(D) The President-Elect*

The President-Elect for the ensuing year shall be elected by the Council at its meeting immediately preceding the AGM and shall hold office for one year. He shall normally be the longest serving Vice-President. If the President of the Institution is not an Engineer, then the President-Elect shall be an Engineer. He shall take office as the President-Elect at the conclusion of the Annual General Meeting next following his election.

In the event of the death or resignation of the President-Elect the Council shall appoint a new President-Elect from amongst their number.

Service as the Acting President following the death or resignation of the President shall not preclude the President-Elect from taking office as the President the following year.

*(E) Ordinary Members of the Council*

The twelve ordinary members of the Council shall be nominated and elected from among the members of the Institution and shall hold office for three years.

Of the Ordinary members of the Council, at the time of their election

- (a) at least six shall be Chartered Engineers, Incorporated Engineers or Engineering Technicians.
- (b) all shall be Corporate Members.

Any member elected to the Council to fulfil the provisions of this By-law who is regraded during his term of office, shall nevertheless continue to serve for the remainder of the three-year term of office for which he was elected. At the end of that term another member of the appropriate class shall be elected to take his place.

Of the Ordinary members of the Council one third shall retire at the conclusion of each Annual General Meeting and unless elected as a Vice President, not qualify for re-election as an Ordinary member of Council for at least one year.

A retiring member shall hold office until the conclusion of the Annual General Meeting at which he retires.

The office of a member of the Council shall be vacated if:

- (a) the member by notice in writing to the Institution resigns his office,
- or
- (b) the member ceases to be a member of the Institution,
- or

- (c) without the consent of the Council the member holds an office of profit under the Institution,
- or
- (d) being directly interested in any contract with the Institution the member fails to disclose the nature of this interest,
- or
- (e) the member becomes bankrupt or makes any arrangement or composition with his creditors generally,
- or
- (f) a Receiver of the member's assets is appointed by the Court of Protection,
- or
- (g) three-quarters of the members present at a meeting of the Council, at which due notice of the proposed resolution has been given, vote for removal of the member from office,
- or
- (h) by resolution of a General Meeting of the Institution the member be removed from office.

In the event of the death, disqualification or resignation from Council or appointment as an ex-officio member of Council in one of the categories (a), (b) or (c) of By-law 8(A) of an Ordinary member, the resulting vacancy shall be filled by the Council. The member so co-opted shall hold office for the remainder of the term of office of the member he has replaced. An Ordinary member who is appointed as an ex-officio member of Council in one of the other categories (d), (e) or (f) of By-law 8(A) may, if he so wishes, continue to serve for the remainder of his elected term. In these circumstances there shall be no co-option.

In the event of the death, disqualification or resignation of an Ordinary member of Council, Council shall fill that vacancy by co-opting to Council a member at any time during the Council year. In so doing, Council shall ensure the number in each class shall comply with By-law 8(E).

In any year when there will be a vacancy in the number of Ordinary members due to the appointment of a member as an ex-officio member of Council, Council shall fill that vacancy by co-opting the member who fails by the least number of votes to gain election in the Council Elections prior to the ex-officio appointment becoming effective. In so doing, Council shall ensure the number in each class shall comply with By-law 8(E).

This intention shall be clearly stated on the voting paper, as required by By-law 9(B).

*(F) Co-opted Members*

A maximum of five non-voting members may, from time to time, be co-opted by the Council to membership of the Council. Such co-opted members shall hold office until the conclusion of the Annual General Meeting following their co-option, however they may stand for formal election to Council at that time.

## (G) Council Voting

Unless stated otherwise within these By-Laws voting at Council will be by simple majority and may be by show of hands or a secret ballot as decided by Council. Council may also determine to accept postal and/or proxy votes. In the event of a tied vote, the President shall have a casting vote.

## 9 COUNCIL ELECTIONS

### *(A) Nominations*

Nominations of candidates for election to the Council shall be received by the Chief Executive not later than the first day of January annually and shall include statements in writing by the candidates that they are willing and able to serve.

The nomination forms shall be signed by one proposer and two seconders, all of whom shall be Corporate members.

### *(B) Ballot*

Not less than sixty days before the Annual General Meeting a voting paper, the form of which shall be determined by the Council, shall be posted to every member entitled to vote. The ballot form for all vacancies shall be sent to all Corporate Members.

Each voting paper shall clearly state the number of vacancies in each class to comply with By-law 8(E). Corporate Members shall be required to vote for a minimum of four candidates.

Voting papers not completed in accordance with the instructions shall be invalid. Each voting paper shall be returned in the envelope provided to arrive not later than the day before the date of the Annual General Meeting. Papers arriving thereafter shall be destroyed unopened.

In the event of there being only the exact number, or less, of candidates as there are vacancies, a ballot shall not be held and the nominated candidates shall be declared elected; any remaining vacancies shall be filled by the Council by co-option. Any such co-opted member shall serve for the full term of three years.

### *(C) Scrutineers*

At its first meeting after the Annual General Meeting the Council shall appoint not less than three Scrutineers from those members of the Institution who are not nominated for election or re-election. The Scrutineers shall present themselves at the offices of the Institution on the day of the Annual General Meeting and supervise the counting of the votes. The report of the Scrutineers shall be handed to the Chairman immediately before the meeting.

In the event of the Scrutineers being unable to report the election of any member of the Council due to an equality of votes, the Chairman of the Annual General Meeting shall have the casting vote or votes necessary to make the election complete.

*(D) Announcement of Election*

The names of the newly elected members of the Council and of the President and the two Vice Presidents (one of whom will be the President-Elect) for the following year shall be announced by the Chairman at the end of the said Annual General Meeting, and this announcement shall constitute the beginning of their respective terms of office.

## **10 COUNCIL MEETINGS**

The Council shall normally meet four times a year, or at such times as the Council may decide, or whenever summoned by the President or Vice President or on a requisition signed by five members of the Council. At every meeting six shall be a quorum. Seven days' clear notice of a meeting of the Council shall be given in writing by the Chief Executive to every member and Honorary Officer of the Council save when an emergency meeting is called by the President, Vice President or on a requisition by five members of the Council.

The decision of the Council on all matters dealt with by them in accordance with the By-laws shall be final and binding on all members of the Institution.

Proper minutes shall be kept.

## **11 FINANCE**

*(A) Accounts*

The Council shall cause proper books of account to be kept with respect to:

- (a) all sums of money received and expended by the Council,
- (b) all matters in respect of which receipt and expenditure takes place, and
- (c) all sales and purchases of goods by the Institution and the assets and liabilities of the Institution.

Proper books shall be deemed to be such as are necessary to give a true and fair view of the state of the Institution's affairs and to explain its transactions.

The books of account shall be kept in the offices of the Institution or at such other places in the United Kingdom as the Council may direct and they shall always be open to inspection by members of the Council.

*(B) Inspection of Accounts*

The Council shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the Institution or any of them shall be open to the inspection of members not being members

of the Council and no member (not being a member of the Council) shall have any right of inspecting any account or book or document of the Institution except as so determined.

*(C) Presentation of Accounts*

The Council shall cause to be prepared and laid before the members at each Annual General Meeting:-

a statement of the receipts and payments during the preceding year to the 31<sup>st</sup> day of December,

a balance sheet as at such 31<sup>st</sup> day of December,

a statement of the funds at such date held in trust by or for the Institution,

a report on the work of the Institution during the preceding year to the 31<sup>st</sup> day of December.

Copies of these documents together with copies of the Auditors' report under By-law 14 shall be sent not less than twenty-one days before the Annual General Meeting to all paid up members, or published in such manner as agreed by the Council.

## **12 HONORARY OFFICERS**

*(A) Appointment of Honorary Officers*

The Council may appoint Honorary Officers such as an Honorary Secretary, Honorary Treasurer, Honorary Solicitor, and others as the Council may decide. Honorary Officers will hold office for a period of three years or such other period as shall be determined by Council. Retiring Honorary Officers shall be eligible for re-election.

*(B) Rights of Honorary Officers*

Any Honorary Officer shall have the right of attending all meetings of the Council, but shall not have the right of voting at such meetings unless he is also a member of the Council as defined in By-law 8(A). The Honorary Officers shall perform such duties as may from time to time be prescribed by Council.

*(C) Honorary Secretary*

The Honorary Secretary shall perform such duties and shall exercise such control over the Chief Executive as may from time to time be prescribed by Council.

## **13 THE AUDITORS**

*(A) Appointment of the Auditors*

The Auditors shall be qualified in accordance with the current provisions of of the relevant Companies Act, and shall be appointed annually by the Corporate Members at the Annual General Meeting.

The Council may fill any casual vacancy in the office of the Auditor.

The remuneration of the Auditors of the Institution shall be fixed by the Council, who may also authorise the payment of such expenses of the Auditors as it thinks proper.

*(B) Auditors' Report*

The Auditors shall make a report to the members on the accounts examined by them and on all accounts and financial statements laid before the Institution in Annual General Meeting during their tenure of office and such report shall state whether they have obtained all necessary information for the purposes of their audit and whether in their opinion all proper books of account have been kept by the Institution and whether the financial statements and accounts laid before the Institution in Annual General Meeting give a true and fair view of the Institution's affairs.

The Auditors' report shall be read before the Institution in Annual General Meeting and shall be open to inspection by any member.

Every Auditor of the Institution shall have a right of access at all times to the books and accounts of the Institution and shall be entitled to require from the officers of the Institution such information and explanation as he thinks necessary for the performances of the duties of the Auditors.

The Auditors of the Institution shall be entitled to attend any Annual General Meeting of the Institution and to receive all notices of and other communications relating to any Annual General Meeting which any member of the Institution is entitled to receive and to be heard at any Annual General Meeting which they attend on any part of the business of the meeting which concerns them as Auditors.

## **14 THE CHIEF EXECUTIVE**

The Chief Executive shall be appointed by Council and shall be its executive officer to carry out the work of the Institution on the terms and conditions of a contract of service, to be approved by Council, setting out the terms and conditions of his employment.

## **15 MEETINGS OF THE INSTITUTION**

*(A) Types of Meetings*

The meetings of the Institution shall be as follows:

- (a) Annual General Meetings,
- (b) Special General Meetings,
- (c) Ordinary Meetings.

*(B) Annual General Meetings*

The Annual General Meeting of the Institution shall be held on some convenient date during the Spring of each year, at such hours as may be appointed by the Council. Proper minutes shall be kept.

The business of the Annual General Meeting shall be to receive and consider the minutes of the previous Annual General Meeting, the Audited accounts and the Report of the

Council on the state of the Institution, to appoint the Auditors for the ensuing year, and to receive the names of those newly-elected to the Council.

Not less than twenty-one days' clear notice shall be given to the members in writing of an Annual General Meeting and the notice convening the meeting shall state the nature of the business to be transacted.

The quorum for the Annual General Meeting shall be twenty Corporate Members. In the event of a quorum not being obtained within thirty minutes of the time fixed for the commencement of the Annual General Meeting, the meeting shall stand adjourned to a time (within the following fifteen days but not less than seven days ahead) and place designated by the Chairman, when the Corporate Members then present, whatever their number, shall constitute a quorum.

*(C) Special General Meeting*

The Council may at any time call a Special General Meeting.

The Council shall convene a Special General Meeting on receipt of a requisition in writing of fifty Corporate members. Such requisition shall state the matters to be brought before and the resolutions to be moved at the Special General Meeting, and shall be deposited with the Chief Executive and may consist of several documents of like form, each signed by one or more requisitionists. If the Council do not proceed within thirty days from the date of such deposit to call a meeting, the requisitionists may themselves convene the meeting in any manner in which meetings may be convened by the Council, but any meeting so convened shall take place within three months of the date of such deposit.

The quorum for a Special General Meeting shall be twenty Corporate Members. In the event of a quorum not being obtained within thirty minutes of the time fixed for the commencement of a Special General Meeting the meeting shall stand adjourned to a time (within the following fifteen days but not less than seven days ahead) and place designated by the Chairman, when the Corporate Members present, whatever their number, shall constitute a quorum.

Not less than twenty-one days' notice shall be given in writing of a Special General Meeting, and such notice shall specify the resolutions to be considered.

An entry in the Minutes by the Chairman of the result of the voting by a show of hands shall be conclusive evidence thereof.

*(D) Ordinary Meetings*

The Ordinary Meetings shall be held on such days and at such hour as may be appointed by the Council. The business of Ordinary Meetings shall be Technical Meetings and Discussions and such other business as is not specifically reserved for General Meetings. Non-members of the Institution may be permitted to attend Ordinary Meetings of the Institution under the conditions laid down by the Council from time to time.

*(E) General Notes on Meetings and Postal Vote on resolutions arising therefrom*

At any meeting a Resolution, and any amendment to it moved by the meeting, which are put to the vote of the meeting shall be decided on a show of hands unless (before, or on, the declaration of the result of the show of hands) a postal vote is directed by the Chairman or demanded by any twenty Corporate Members present at the meeting.

In the event of a postal ballot being held, both the original resolution and the amendments made by the meeting shall be voted on. The Council is empowered to determine the form and content of a postal ballot to ensure an overall consistent result.

Unless a postal vote be directed or 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 and an entry to that effect, signed 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 such Resolution. The direction or demand for a postal vote may be withdrawn by the person or persons who directed or demanded it but this must be done before the conclusion of the meeting.

In the event of a postal vote being directed or demanded, a copy of the notice of the meeting in question shall be sent by the Chief Executive within fifteen days, together with a voting paper to each Voter, and shall be posted to the Voter in an envelope marked as being from the Institution and addressed to his Registered Address. Two months shall be allowed between the sending out of the voting papers and their return. The Chief Executive, at the time of the sending out of the voting papers, shall send an intimation of the last date by which the returned voting papers must be received by him, and shall enclose an envelope addressed to the Chief Executive for the return of the said voting papers.

The Voter, on receipt of his voting paper, if he desires to vote on the resolution or resolutions, shall record his vote thereon and shall return the voting paper to the Chief Executive. Voting papers not completed in accordance with the instructions laid down by the Council shall be invalid.

Each voting paper so received by the Chief Executive shall be opened in the presence of the Scrutineers appointed by the Council for that purpose, and the votes recorded thereby duly counted and reported to the President, who shall place the result of the vote before the Council at its next meeting.

All Corporate Members shall be sent notice of Special General Meetings, General Meetings and Annual General Meetings. Such notices may be published in the journal of the Institution.

A notice to a Voter shall be deemed to have been served on him the second day following the one on which it was posted, and in proving such service it shall be sufficient evidence

to show that an envelope or other wrapper containing the notice was addressed to the Voter at his Registered Address and consigned to the custody of the Royal Mail of the United Kingdom. An accidental omission to send any notice to any Voter shall not invalidate the voting on any matter considered at any meeting in respect of which such notice should have been given.

Where not otherwise dealt with in these By-laws the method of conducting the business of any General or Special General Meeting of Corporate Members, including provision for effective consideration of alterations, amendments or additions to any resolution to be moved at such meeting, shall be such as may be prescribed by the Council.

## **16 BOARDS AND COMMITTEES OF THE COUNCIL**

- (a) Council may appoint Boards or Committees to consider and report to the Council on any subject affecting the Institution. Boards appointed by the Council under this By-law may themselves appoint Committees, which shall also be Committees of the Council.
- (b) The Council may delegate to any Board or Committee such of its powers and duties as it sees fit, but shall retain full responsibility for the actions of such Boards and Committees. The Council may dissolve a Board or Committee at any time.
- (c) The composition of Boards shall be determined by the Council, and the composition of each Committee shall be determined by the Board appointing it, or by the Council, provided that:-
  - (i) The President, Honorary Secretary and Chief Executive shall be ex-officio members of all Boards;
  - (ii) every Board shall include at least five members of the Council;
  - (iii) a majority of the members of each Committee shall be members of the Institution;
  - (iv) any Committee appointed by the Council shall include at least one member of the Council.
- (d) The Chairmen of Boards, and of Committees appointed directly by the Council, shall be appointed annually at the first meeting of the Council following the Annual General Meeting. Chairmen shall be eligible for re-appointment. Casual vacancies on Boards shall be filled by the Council and casual vacancies on a Committee shall be filled by the body which appointed the Committee.
- (e) The quorum for any Board or Committee shall be five, provided that the quorum for any Board or Committee responsible for matters concerning registration or accreditation with the body for the time being responsible for the registration of engineers, shall be required to have a majority of registered engineers as appropriate.

- (f) Any report submitted to the Council by a Board or Committee shall be signed by the Chairman and, if appropriate, shall indicate the names of the members dissenting from the report.

## **17 SECTIONS, DIVISIONS, BRANCHES AND GROUPS**

The power to form Sections, Divisions, Branches and Groups of the Institution shall be vested in the Council who may draw up and vary as they think fit regulations for their formation and governance.

## **18 LEGAL LIABILITIES**

### *(A) Liability of the Council*

No act of the Council which shall have received the expressed or implied sanction of the Corporate members present at a meeting of the Institution, shall be impeached by any member of the Institution on any grounds whatsoever, but shall be deemed to be an act of the Institution.

### *(B) Liability of Members of the Council, etc*

No member of the Council nor of any class in the Institution shall have power, without the authorisation of the Council, to enter into any contract, obligation, pledge, or expense on behalf of the Institution, and if he should do so, he shall be personally liable thereto.

Each member of the Council, or of its Boards and Committees, or of a Section or Branch Committee, and each member of a Committee appointed pursuant to the provision of By-law 16, and any officer of the Institution, shall be indemnified out of the funds and property of the Institution to such extent as the Council shall approve from and against such costs, charges or damages as he may sustain by reason of his accepting office or acting in execution of the duties or power imposed upon him or given to him by the Charter or these By-laws.

## **19 EXPENSES**

Members of Council, Boards and Committees may claim reasonable travel expenses for attendance at relevant meetings. Claims should reflect the Charitable Status of the Institution.

## **20 CUSTODY OF THE SEAL**

The Council shall provide for the safe custody of the Common Seal of the Institution and make rules for its use.

## **21 PUBLICATIONS**

*Copyright, etc*

The Institution shall publish such periodicals and other publications as the Council may determine and shall make them available to such members on such terms as the Council may decide. The further distribution of the Institution's publications whether by gift, exchange, sale or otherwise shall be decided by the Council.

Every member who submits a treatise, paper or other communication with a view to its publication by the Institution shall undertake:

- (a) that he shall abide by such rules concerning copyright as the Institution shall require, and
- (b) that his communication does not infringe any legal provision.

The attention of every member who submits a communication for publication shall be drawn to this By-law and a copy of it shall be given to him, together with a statement in a form approved by the Council to the effect that it is the policy of the Institution to encourage the wide publication of communications accepted for publication by the Institution, and setting out the conditions on which permission shall be given for publication otherwise than by the Institution.

Every non-member who submits any such communication with a view to its publication by the Institution shall be required to sign an undertaking in the terms set out in this By-law.

## **22 LIBRARY**

Subject to such conditions as the Council may from time to time direct the Library shall be open to all members during such hours as may be determined by the Council, to peruse, inspect or borrow Books, Papers, Plans Maps and other documents belonging to the Institution and forming part of its Library, and to make copies and extracts therefrom (doing no injury to the same), with the exception of such as the Council shall order not to be inspected nor copied nor borrowed. The Council shall prepare and cause to be placed in the Library the regulations of the Library, and these shall be binding on all members and the Council shall have the power to vary these regulations from time to time as they may think fit.

Non-members of the Institution shall be permitted to use the Library of the Institution under the conditions laid down by the Council from time to time.

## **23 DONATIONS AND BEQUESTS**

Any article presented to and accepted by the Institution shall be retained at the principal office of the Institution or such other place as the Council shall from time to time determine, unless otherwise stipulated at the time of presentation. The Council may exhibit the same in any way and at any time it may think proper.

The names of all persons who have made gifts to the Institution shall be recorded and published unless the donor requires otherwise.

## **24 IGEM TRADING COMPANIES**

The Memorandum and Articles of Association of any IGEM trading companies shall be submitted to Council for approval prior to any such ventures being established.

Any proposal to amend the Memorandum or Articles of Association of IGEM trading companies shall first be submitted to Council for approval.

The power of appointment and removal of the Directors of IGEM trading companies shall be vested in the Council who shall also designate the persons who are to hold the issued shares of the Company.

## **25 OBLIGATION OF MEMBERS**

1. Every candidate for election into any class of membership shall undertake to abide by the Charter and these By-laws.