

The Institution of Engineering and Technology

Royal Charter and Bye-laws

George the Fifth, by the Grace of God of the United Kingdom of Great Britain and Ireland and of the British Dominions beyond the seas King, Defender of the Faith: to all to whom these presents shall come, Greeting.

Whereas the Association or Institution incorporated under the Companies Acts, 1862 and 1867, and known as the Institution of Electrical 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 Association or Institution as follows:

1. The persons now members of the said Association or Institution known as the Institution of Electrical Engineers, the persons on ● 2006¹ members of the Institution of Incorporated Engineers and all such other 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 Engineering and Technology” (hereinafter referred to as ‘IET’) and by the same name 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 sue and be sued in all Courts and in all manner of actions and suits and shall have power to do all other matters and things incidental or appertaining to a body corporate.
2. In this Our Charter:
 - ‘the Board of Trustees’ means the Board of Trustees for the time being of the IET.
 - ‘the Bye-Laws’ means the Bye-Laws of the IET made under this Our Charter.
 - ‘General Meeting’ means a General Meeting of the Members of the IET.
 - ‘month’ means calendar month.
 - ‘the Regulations’ means the regulations made as provided by this Our Charter
3. The objects and purposes of the IET are to promote the general advancement of science, engineering and technology and to facilitate the exchange of information and ideas on these subjects amongst the members of the IET and otherwise.
4. For the purpose of attaining the aforesaid objects the IET shall, subject to this Our Charter and the Bye-Laws, have powers to do any act or thing and to administer the

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¹ This is to be the date certified by the Clerk of the Privy Council for the purpose of Article 2 of this Supplemental Charter.

affairs and deal with the assets of the IET in all respects without any restrictions whatsoever and, in particular, (but without limitation):

- (a) to enter into any contract or incur any obligation, borrow and raise money, give guarantees and indemnities, and mortgage or charge the whole or any part of the undertaking, assets and rights of the IET;
- (b) to employ and dismiss officers and staff, to remunerate them and to provide retirement, death, disability, ill health or other benefits for them, their families, dependants and others;
- (c) to acquire any real or personal property (or any estate or interest therein) and any other assets, in each case in any part of the world;
- (d) to invest any monies of the IET, not immediately required for any of its objects, in such a manner as may from time to time be determined, subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided;
- (e) to enter into any arrangements with others with a view to the furtherance of the objects of the IET;
- (f) To hold meetings of the IET for reading and discussing communications bearing upon science, engineering and technology, or the applications thereof, or upon subjects relating thereto;
- (g) To hold or promote exhibitions of instruments, apparatus, machinery or other appliances connected with science, engineering and technology, or their applications;
- (h) To print, publish, sell, lend or distribute the proceedings or reports of the IET, or any papers, communications, works or treatises on science, engineering and technology or their applications, or subjects connected therewith, in any language, or any abstracts thereof, or extracts therefrom;
- (i) To take charge of the books, pamphlets, publications and manuscripts known as the Ronalds Library, and form, acquire, receive, hold and take charge of any supplemental or additional library of books, works or manuscripts on science, engineering and technology, or the applications thereof, or other subjects allied thereto;
- (j) To make grants of money, books, apparatus, or otherwise for the purpose of promoting invention and research in science, engineering and technology, or their applications, or in subjects connected therewith;
- (k) To provide indemnity insurance to cover the liability of the members of the Board of Trustees which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of trust or breach of duty of which they may be guilty in relation to the IET; provided that any such insurance shall not extend to any claim arising from any act or omission which the members of the Board of Trustees knew to be a breach of trust or breach of

duty or which was committed by the members of the Board of Trustees in reckless disregard to whether it was a breach of trust or breach of duty or not and provided also that any such insurance shall not extend to the costs of any unsuccessful defence to a criminal prosecution brought against the members of the Board of Trustees in their capacity as trustees of the IET; and

- (l) To do all other things incidental or conducive to the attainment of the said objects and purposes.
5. The IET shall not engage in any trade or business or transaction with a view to the pecuniary gain or profit of the members thereof. No member shall have any personal claim on any property of the IET and no part of the income or property of the IET shall be paid or transferred directly or indirectly by way of dividend or bonus or otherwise howsoever by way of profit to the members of the IET except in the case of and as a salaried officer of the IET.

PROVIDED that nothing herein shall prevent any payment in good faith by the IET:

- (a) of reasonable and proper remuneration to any member, officer or servant of the IET (not being a member of its Board of Trustees or governing body) for any services rendered to the IET;
- (b) of interest on money lent by any member of the IET or of its Board of Trustees or governing body at a rate per annum not exceeding two per cent below the base lending rate of a clearing house selected by the Board of Trustees or the governing body or 5% whichever is the greater;
- (c) of reasonable and a proper rent for premises demised or let by any member of the IET or of its Board of Trustees or governing body;
- (d) of fees, remuneration or other benefit in money or money's worth to a company of which a member of the Board of Trustees or governing body may be a member holding not more than 1/100th part of the capital of that company;
- (e) to any member of its Board of Trustees or governing body of reasonable out-of-pocket expenses; and
- (f) the giving by the IET to any such member of prizes whether in cash or otherwise and scholarships and exhibitions;

and the IET shall have power to make all such payments and gifts as aforesaid.

AND PROVIDED THAT nothing herein shall prevent the gratuitous distribution among, or sale at a discount to, members of the IET, of any courses, books or other publications published by the IET relating to all or any of the above objects nor be deemed to exclude any member of the IET from the benefit of any grant made in the furtherance of any of the objects of the IET, nor prevent any member who may be a successful exhibitor at any exhibition or show held, sponsored or promoted by the IET or to the cost of establishing or holding of which the IET may have subscribed out of its income or property from receiving as such exhibitor any prize, medal or other

recognitions which may, under the regulations affecting the said exhibition or show, be awarded to him or her.

6. There shall be a Board of Trustees of the IET in which shall be vested the government and control of the IET and its affairs subject to the provisions of this Our Charter and of the Bye-Laws and Regulations of the IET.
7. The Board of Trustees shall consist of such number of members with such qualifications and shall be elected or constituted in such manner and to hold office for such period and on such terms as to re-election and otherwise as the Bye-Laws so prescribe.
8. The IET shall have such Officers with such functions, tenure and terms of office as the Bye-Laws shall prescribe.
9. The business of the Board of Trustees shall be conducted subject to the provisions of this Our Charter and the Bye-Laws in such manner as the Board of Trustees shall from time to time determine.
10. There shall be a Chief Executive of the IET who shall be appointed by the Board of Trustees and shall perform such duties relating to the IET which are required by law to be performed or are customarily performed by a person holding the office of secretary of a company. Subject to the direction of the Board, the Chief Executive shall conduct, or instruct other persons to conduct, the ordinary business of the IET; and he shall engage and be responsible for all persons employed by the IET.
11. There shall be such categories of members of the IET as the Bye-Laws shall prescribe. The qualifications, method and terms of admission, rights, privileges and obligations of each of the categories of membership shall be as prescribed in the Bye-Laws.
12. Every member shall before becoming a member of the IET undertake to observe and be bound by this Our Charter and by the Bye-Laws.
13. The Bye-Laws set out in the Schedule hereto shall be the Bye-Laws of the IET and shall remain in force until revoked, amended or added to in the manner hereinafter provided.
14. The Bye-Laws may direct that any matter which pursuant to this Our Charter may be prescribed or regulated in the Bye-Laws may be further prescribed or regulated by regulations. Provided that any such further prescription or regulation shall not be repugnant to the provisions of this Our Charter or the Bye-Laws.
15. The Board of Trustees shall have power to make regulations for the award of qualifications to members and to make awards to members so qualified to receive them, but no regulations shall be made for the award of chartered qualifications without the approval of the Lords of Our Privy Council of which approval a certificate under the hand of the Clerk of our said Privy Council shall be conclusive evidence.
16. The majority of the members entitled to vote present in person or by proxy and voting at any General Meeting duly convened by notice stating the matters to be considered thereat, shall have power from time to time to make such Bye-laws of the IET as they

shall consider requisite and convenient for the regulation, government and advantage of the IET its members and property, and for the furtherance of the IET's objects and powers, and from time to time to revoke, alter or amend any Bye-law or Bye-laws so that they are not repugnant to this Our Charter or to the Laws and Statutes of this Our Realm; Provided that no such Bye-law, revocation, alteration or amendment shall take effect until the same has been allowed by the Lords of Our Privy Council of which approval a certificate under the hand of the Clerk of Our said Privy Council shall be conclusive evidence.

17. The Board of Trustees may by a resolution passed by a majority of the whole number of the members of the Board of Trustees and confirmed at a General Meeting held not less than one month nor more than four months afterwards by a majority of the members entitled to vote present in person or by proxy and voting amend or add to this Our Charter and any such amendment or addition shall when allowed by Us, Our Heirs or Successors in Council become effectual so that this Our Charter shall thenceforward continue and operate as though it had been originally granted and made accordingly. This provision shall apply to this Our Charter as amended or added to in manner aforesaid.
18. In any case of conflict, the provisions of this Our Charter shall prevail over those of the Bye-Laws and Regulations, and the provisions of the Bye-Laws shall prevail over those of the Regulations.
19. 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 IET, any misrecital, nonrecital, 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 fifteenth day of August in the Year of our Lord One thousand nine hundred and twenty-one and in the Twelfth year of Our Reign.

By Warrant under the King's Sign Manual.

Schuster

BYE-LAWS of the INSTITUTION OF ENGINEERING AND TECHNOLOGY

Introduction

1. In these Bye-Laws ‘the Charter’ means the Royal Charter of the Institution of Engineering and Technology granted on 15 August 1921 as amended or added to from time to time, and all Supplemental Charters for the time being in force.
2. The Bye-Laws shall be read as supplemental to the Charter and construed accordingly and all words and expressions defined by the Charter shall, if not inconsistent with the subject or context, have the same meanings in the Bye-Laws. In case of any inconsistency between the Charter and the Bye-Laws, the Charter shall in all cases prevail.

Definitions

3. In these Bye-laws except where the context forbids, words implying the singular shall include the plural, and vice versa; and references to the masculine shall include references to the feminine.

‘the Auditors’ means the Auditors of the IET.

‘the Board’ means the Board of Trustees of the IET.

‘the Charter’ means the Royal Charter of the IET, and any amendments or additions thereto and Supplemental or other Charter of the IET for the time being in force.

‘the Chief Executive’ means the Chief Executive of the IET for the time being or any person performing the duties of the Chief Executive of the IET.

‘communication’ includes a communication comprising sounds or images or both and a communication effecting a payment.

‘Conduct Regulations’ means the Regulations made pursuant to Bye-law 31.

‘Disciplinary Regulations’ means the Regulations made pursuant to Bye-law 33.

‘Effective Date’ means ● 2006².

‘electronic communication’ means a communication transmitted (whether from one person to another from one device to another or from a person to a device or vice versa):

- (a) by means of a telecommunication system (within the meaning of the Telecommunications Act 1984); or

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² The Effective Date will be the date on which the Privy Council Orders allowing the proposed Charter amendments and the adoption of these Bye-laws take effect.

(b) by other means but while in an electronic form.

‘IET’ means the Institution of Engineering and Technology.

‘objects of the IET’ means the objects for which the IET is established as set out in Article 3 of the Charter.

‘registered engineer’ means any member who is eligible to use the title:

- (a) Chartered Engineer and the designation CEng;
- (b) Incorporated Engineer and the designation IEng;
- (c) Engineering Technician and the designation EngTech;

or such additional or alternative titles and designations as may be introduced by the national regulatory body administering the register of professional engineers and for which the IET holds appropriate licenses.

‘Regulations’ means regulations made by the Board in accordance with the Charter and these Bye-Laws.

‘the Seal’ means the Common Seal of the IET.

‘in writing’ means written or printed or partly written or partly printed and shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography, and other (including computer generated) modes of representing or reproducing words in a visible form.

Words importing persons shall include corporations.

Membership

4. There shall be five categories of member:

Honorary Fellows, Fellows, Members with post-nominals, Members without post-nominals and Student Members.

5. The names of all members shall be entered on the register. Any change in name shall be reported to the Chief Executive in writing, stating the new name.

6. The rights and privileges of every member shall be personal, and not transferable, and shall be determined by the category to which he belongs.

7. All persons admitted to any category shall sign an undertaking to be governed by the Charter, Bye-laws and Regulations of the IET and to advance the objects of the IET.

Honorary Fellows

8. The Board shall have power to elect Honorary Fellows, who shall be:

- (a) Persons distinguished by their work in any engineering discipline falling within the objects and purposes of the IET, or
- (b) Distinguished persons whom the IET desires to honour for services rendered to the IET or whose association is of benefit to the IET.

Fellows

9. Fellows shall have met the requirements for admission as a Member with post-nominals and in addition shall have demonstrated significant individual responsibility, sustained achievement and professionalism in areas relevant to the interests of the IET to a level required by the Board.

Members with post-nominals

10. Members shall be entitled to use post-nominals if they have achieved a standard of knowledge and understanding, as required by the Board, and be engaged in an activity relevant to the interests of the IET.

Members without post-nominals

11. Members without post-nominals are those who value involvement with the IET, but do not meet the requirements for admission as a Member with post-nominals.

Student Members

12. Student Members shall be those who are undergoing a programme of study, as required by the Board, and who intend to satisfy the requirements for the category of Member with post-nominals.

Applications to become a member or a registered engineer

13. The terms and conditions, and application and other fees, if any, for admission to any category of membership shall be as determined by the Board. All applicants shall satisfy the IET that they meet the requirements for membership as laid down by the Board.

14. Applicants for membership in any category shall send to the IET an application in such form as shall be approved by the Board.

15. The assessment of candidates applying to become a registered engineer shall be by the Board, or by a committee appointed by the Board. Such assessments may only be made by persons who are themselves registered engineers.

16. Any person whose application for membership in any category or whose application to become a registered engineer has been refused, shall have the right to be informed of the reasons for the refusal, and may appeal against the refusal to an impartial committee nominated for the purpose by the Board. Notice in writing of such appeal shall be given within 28 days from the date of the decision to refuse the application, together with any fee as determined by the Board. Alternatively, in the case of a refusal of an application to become a

registered engineer, an appeal may be made to the national regulatory body administering the register of professional engineers on the grounds either that the processes required by the licences held by the IET were not correctly followed or that the refusal was unreasonable or disproportionate.

17. The Board may make Regulations for the purpose of setting up such an appeal committee, determining its procedures and determining its constitution.

18. The grounds for any appeal shall be properly investigated and adjudicated by the appeal committee, and the appeal shall be conducted fairly and in accordance with natural justice.

19. On reaching a conclusion, the appeal committee shall give reasons for its decision. If the decision is that the appeal be allowed (whether in whole or in part) the committee shall refer the matter back to the Board which shall re-consider the application in the light of the reasons given.

Transfers

20. The transfer of a member from one category of membership to another shall be by the Board. Every candidate for transfer from one category to another category shall be subject to the same requirements as someone applying to join the IET in that category of membership and shall be proposed and supported in the same way.

Designations

21. A member who meets the criteria to use post-nominals shall be entitled to the exclusive use after his name of the following abbreviated titles:

Honorary Fellow	HonFIET
Fellow	FIET
Member with post-nominals	MIET (if a professional engineer) or TMIET (if a professional technician)

Diplomas and Certificates

22. Subject to such Regulations and on payment of such fees as the Board may prescribe, the Board may issue to any Honorary Fellow or Fellow a diploma under seal, and to any Member a certificate, showing the category of membership to which he belongs. Similarly any registered engineer may be issued with a diploma under seal stating the title that he is entitled to use. Every such diploma or certificate shall remain the property of, and shall on demand be returned to, the IET.

Examinations

23. The Board shall have power to make and publish Regulations, consistent with the Charter and the Bye-Laws, governing the holding of examinations, including any examination that the Board considers to be necessary for candidates seeking election to any category of membership of the IET.

Annual Subscriptions

24. The annual subscription payable by each person admitted into membership in any category shall be at rates and conditions determined by the Board from time to time. Until admitted, no person shall be entitled to the rights or privileges of membership.

25. The Board shall have the right to withdraw membership of any category from members whose annual subscription is not paid. The terms and conditions for such withdrawal shall be as determined by the Board.

26. Persons in any category of membership may retire from the IET by sending their resignation in writing to the Chief Executive, after payment of all the subscriptions due from them, including that for the current year, but where an investigation has been commenced under the Disciplinary Regulations in respect of the conduct of the person giving notice of resignation in accordance with this Bye-law, the Board may direct that the resignation shall not take effect until the investigation has been finally disposed of.

27. Where in their opinion it is desirable to do so, the Board may in any particular case or category of case, including those arising under reciprocal arrangements entered into with kindred bodies, reduce or remit any annual subscription, or arrears of annual subscription.

Disqualification

28. If any member becomes a bankrupt or, in the opinion of the Board, incapable by reason of mental disorder, the Board may in its discretion terminate or suspend his membership. A member whose membership has been so terminated or suspended shall have the right to appeal against the decision to an independent tribunal established by the Board .

Professional Conduct

29. Persons in any category of membership shall at all times uphold the dignity and reputation of their profession, act with fairness and integrity towards everyone with whom their work is connected, and towards other members and safeguard the public interest in matters of health, safety, the environment and otherwise.

30. Honorary Fellows, Fellows, Members with post-nominals and Members without post-nominals shall, in addition, exercise their professional skill and judgement to the best of their ability and discharge their professional responsibilities with integrity. They shall encourage the vocational progress of those in their professional charge.

31. For the purposes of satisfying the requirements of Bye-laws 29 and 30, the Board may make Regulations to be observed by members in any category with regard to their conduct, and may publish directions or pronouncements as to the specific conduct which is to be regarded as proper or improper. No such Regulation, variation or rescission shall be in any way repugnant to the Charter or these Bye-laws.

Disciplinary Powers

32. For the purpose of these Bye-laws ‘improper conduct’ shall mean:

- (a) the making of any false representation in applying for admission, transfer or re-admission to any category of membership of the IET, or applying to become a registered engineer, or
- (b) any breach of these Bye-laws or the Conduct Regulations, or
- (c) any conduct injurious to the IET, including (without limitation) a conviction of any criminal offence where the circumstances leading to such conviction may indicate unfitness to be a member.

33. The Board shall make Regulations to deal with any allegation of improper conduct which may be brought before it. The accused shall have the right to be heard by an independent tribunal, to be represented at any hearing, to cross examine witnesses and to call witnesses on his own behalf, and in all respects the proceedings shall be conducted in accordance with natural justice. Should a member be found by the tribunal to be guilty of improper conduct, the tribunal may order that he be expelled from the IET, suspended from membership of the IET for any period, reprimanded or admonished. The member shall have the right to appeal to an independent tribunal established by the Board. Should such expulsion or suspension result in termination of national professional registration, an appeal may be made to the national regulatory body administering the register of professional engineers on the grounds either that the processes required by the licences held by the IET were not correctly followed or that the refusal was unreasonable or disproportionate.

Re-admissions

34. The Board may readmit to membership in any category any person whose membership has terminated from any cause provided that he satisfies the Board that he is worthy and remains eligible for readmission, and pays such amounts in respect of application fee and arrears of subscriptions as the Board may determine.

Ordinary Meetings

35. The Ordinary Meetings of the IET shall be conducted as prescribed by the Board from time to time.

36. No question shall be discussed, or motion be made, at the Ordinary Meetings relating to the direction and management of the IET.

General Meetings

37. The IET in General Meeting shall constitute the highest legislative assembly of the IET.

38. All members shall be entitled to attend General Meetings. Honorary Fellows, Fellows and Members with post-nominals shall be entitled to vote on all matters at a General Meeting. Members without post-nominals shall be entitled to vote on all such matters other than resolutions referred to in Articles 16 and 17 of the Charter. Other categories of member shall not be entitled to vote at General Meetings.

39. A General Meeting may be called at any time by the Board.

40. The Board shall at all times call a General Meeting on a requisition in writing of 50 Honorary Fellows, Fellows or Members with post-nominals for the purpose of revoking or amending any Bye-laws of the IET, specifying the revocations and amendments proposed by them; or on a requisition in writing of 50 Honorary Fellows, Fellows, Members with post-nominals or Members without post-nominals for any other purpose relating to the direction and management of the affairs of the IET, specifying the general nature of the business to be transacted.

41. At least 14 days' notice shall be given to all members of all General Meetings. The notice shall specify the business to be transacted, and no other business shall be transacted at these meetings. The accidental omission to give notice of a meeting to any member shall not invalidate the meeting.

42. No report of the proceedings at any meeting of the IET shall be taken or published except with the consent of the Board previously obtained.

Proceedings at General Meetings

43. The President shall preside at all General Meetings of the IET, when present; in the absence of the President, a past President, a Deputy-President, a Vice-President, or, if none be present, another member of the Board present shall preside.

44. Votes may be given at any General Meeting either personally or by proxy unless otherwise provided. On a show of hands every person present in person and entitled to vote at such meeting shall have one vote. In case of a poll every person present in person or by proxy and entitled to vote at such meeting shall have one vote.

45. No person shall be appointed a proxy to vote at any meeting who is not entitled in his own right to vote at such meeting.

46. The instrument appointing a proxy shall be in a form prescribed by the Board from time to time.

47. The instrument appointing a proxy (or a copy thereof delivered by means of electronic communication) shall be received by the office of the IET not less than 48 hours before the time for holding the meeting at which the person named in the proxy proposes to vote, but no instrument appointing a proxy shall be valid after the expiration of six calendar months from its date.

48. A vote given in accordance with the terms of an instrument appointing a proxy shall be valid notwithstanding the previous death of the principal or revocation of the proxy unless written information of the death or revocation had been received by the IET before the vote was taken.

49. A poll may be demanded by the chairman of any General Meeting or by any ten members present at the meeting and entitled to vote. If so demanded the poll shall be taken in such manner, time and place as directed by the chairman. The fact that a poll has been demanded shall not prevent the continuance of the meeting for the transaction of any business

other than the question on which a poll has been demanded. A demand for a poll may be withdrawn.

50. In the case of an equality of votes the chairman of the meeting shall on a show of hands and at a poll have a casting vote in addition to a personal vote.

Quorum

51. The quorum at any General Meeting shall be 25 members entitled to vote and no business shall be transacted without a quorum being present. Should a quorum not be present within 15 minutes from the time appointed for holding the meeting, the meeting shall be dissolved.

Annual General Meetings

52. The IET shall in each year hold a General Meeting as its Annual General Meeting.

53. The Annual General Meeting shall be held at such time and place as the Board shall approve and advance notice of such Annual General Meeting shall be given to all members of the IET. The Annual General Meeting shall be held no later than 30th September in each year. The business of the Annual General Meeting shall be to receive and consider the report of the Board and the accounts of the IET for the past year and to appoint auditors. No other business shall be considered unless specified in the notice convening the meeting.

Board of Trustees

54. With effect from the Effective Date the Board shall consist of the Officers and ordinary members listed in column (1) below, who shall each hold office for the period stated against their name in column (2) and be nominated either by the Board holding office until the Effective Date ('the former Board') or the Institution of Incorporated Engineers ('IIE') as stated in column (3):

(1)	(2)	(3)
President	1 year	the former Board
Deputy President	1 year	IIE
Deputy President	1 year	the former Board
Deputy President	2 years	the former Board
Vice-President	1 year	the former Board
Vice-President	1 year	the former Board
Vice-President	2 years	the former Board
Vice-President	2 years	the former Board
Vice-President	3 years	IIE
Vice-President	3 years	IIE
Ordinary Member	1 year	IIE
Ordinary Member	1 year	the former Board
Ordinary Member	2 years	the former Board
Ordinary Member	2 years	the former Board
Ordinary Member	3 years	IIE
Ordinary Member	3 years	IIE

The first year will end on 30th September following the Effective Date and the second and third years will end annually thereafter. At the end of each of those three years, one Deputy President, two Vice-Presidents and two Ordinary Members will be elected in place of those retiring, but one of the Deputy Presidents retiring at the end of the first year shall not be replaced. If practicable, any casual vacancies arising among the members of the Board nominated pursuant to this Bye-law will be filled by election for a period limited to the remainder of the term that would have been served by the member of the Board who is being replaced. The period so limited shall not count towards any maximum period of office specified in Bye-laws 60 to 63. Bye-laws 60 to 70 shall be read subject to the provisions of this Bye-law.

55. With effect from the beginning of the fourth year after the Effective Date and unless otherwise determined by the IET in General Meeting the Board shall consist of:

the President;
two Deputy-Presidents;
six Vice-Presidents;
six (or such greater number as the Board may from time to time determine) ordinary members, of whom at least one must be aged less than 35 years at the commencement of his period of office and at least one other shall be resident outside the United Kingdom at such time.

56. The office of a member of the Board shall be honorary and without remuneration.

57. Any question of doubt or difficulty as to eligibility for, or retirement from, membership of the Board shall be decided by the Board.

58. No member who is an employee of the IET or prohibited by law from being a charity trustee shall be eligible to be a member of the Board.

59. Unless stated to the contrary, in relation to any period of office, a year is the time between 1st October and 30th September next.

The President

60. The President shall be appointed annually by the Board. Those eligible to be appointed shall be serving or former Deputy-Presidents or serving or former Vice-Presidents. The President shall be eligible for re-appointment provided that, subject to Bye-law 67, no person shall hold the office of President for more than three years in succession.

The Deputy-Presidents

61. The Deputy-Presidents shall be elected in accordance with Bye-laws 64 to 66. Those eligible to be elected shall be Honorary Fellows and Fellows. A Deputy President shall hold office for two years, and shall be eligible for re-election for one subsequent term. Subject to Bye-law 67, no person shall hold the office of Deputy-President for more than four years in all.

The Vice-Presidents

62. The Vice-Presidents shall be elected in accordance with Bye-laws 64 to 66. Those eligible to be elected shall be Honorary Fellows and Fellows. A Vice-President shall hold office for three years, and shall be eligible for re-election for one subsequent term, provided that at least one year shall have elapsed between the expiry of the first term of office and the start of the second. Subject to Bye-law 67, no person shall hold the office of Vice-President for more than six years in all.

Ordinary members of the Board

63. (a) Ordinary members of the Board shall be elected in accordance with Bye-laws 64 to 66.
- (b) No person shall be eligible to be elected as an ordinary member of the Board unless he is an Honorary Fellow, Fellow, Member with post-nominals or Member without post-nominals.
- (c) An ordinary member of the Board shall hold office for three years or such lesser term as determined at the time of his appointment or election, and shall be eligible for re-election for one subsequent term provided that at least one year shall have elapsed between the expiry of the first term of office and the start of the second. Subject to Bye-law 67 no person shall hold the office of ordinary member of the Board for more than six years in all.
- (d) An ordinary member of the Board shall not hold any honorary positions in the IET whilst they are an ordinary member of the Board.

Nominations for election of Deputy-Presidents, Vice-Presidents and ordinary members of the Board

64. (a) In each session of the IET, the Board shall determine which duly qualified persons it nominates as candidates for election to fill the vacancies which will arise on 1st October next for Deputy-President, Vice-President and ordinary membership of the Board, and not later than 21st May shall send to each member of the IET, entitled to vote, a list of those candidates.
- (b) In nominating candidates to fill vacancies in the ordinary membership of the Board, the Board shall nominate more candidates than there will be vacancies.
- (c) Members may nominate additional candidates for election to fill the vacancies specified in Bye-law 64(a). The name of each candidate must be supported by ten persons, each of whom shall be an Honorary Fellow, Fellow, Member with post-nominals or Member without post-nominals. No person may support more than one candidate for each category of vacancy. Each nomination must be delivered in writing to the Chief Executive not later than 28 days after the publication of the list of candidates, with the nominee's written consent to stand for election and to accept office if elected.

Ballot for election of Deputy-Presidents, Vice-Presidents and ordinary members of the Board

65. (a) Not later than 1st July each year, or such later date as the Board may determine, the Board shall send to each member entitled to vote a ballot paper, which may be in electronic form, containing the names of all candidates duly nominated to fill any forthcoming vacancies for Deputy-President, Vice-President or ordinary membership of the Board. The form and content of ballot papers shall otherwise be such as the Board shall prescribe.
- (b) If the number of candidates nominated for any class of vacancy does not exceed the vacancies in that class, the candidates so nominated shall be deemed to be duly elected.
- (c) The persons elected shall take office on 1st October next following the election.
- (d) The Board may make, vary and rescind Regulations governing the conduct of the ballot provided that such Regulations are not inconsistent in any way with the provisions of the Charter and these Bye-laws.
66. If a person elected in accordance with Bye-law 65 should die or cease to be eligible to hold office before 1st October next, the Board shall appoint a duly qualified person to fill that vacancy, and the person so appointed shall serve as if duly elected.

Vacancies in the offices of President, Deputy-President and Vice-President and in the ordinary membership of the Board

67. The Officers and ordinary members of the Board whose terms of office would otherwise expire on the 30th September shall in all cases continue in office until others are elected in their place.
68. An Officer or an ordinary member of the Board shall cease to hold office if he :
- (a) becomes incapable by reason of mental disorder within the meaning of the Mental Health Act 1983, or any statutory modification thereof, of discharging the responsibilities of a member of the Board; or
- (b) shall be disqualified by law from being a charity trustee; or
- (c) resigns office by written notice to the Chief Executive; or
- (d) ceases to be a Fellow, a Member with post nominals or Member without post nominals; or
- (e) is absent without leave of the Board from more than half the meetings of the Board held in any session, and the Board resolves that the Officer or ordinary member shall cease to hold office; or

- (f) is removed from office by a resolution passed at a General Meeting by a majority of not less than two-thirds of the Honorary Fellows, Fellows, Members with post-nominals or Members without post-nominals present in person and voting; or
- (g) becomes an employee of the IET.

69. Should a vacancy be created in the membership of the Board, other than that arising under Bye-laws 60 to 63, the remaining members of the Board shall if practicable appoint a suitably qualified person to fill the vacancy for a period limited to the remainder of the term that would have been served by the member who leaves office. A period of service so limited shall not count towards any maximum period of office specified in Bye-laws 60 to 63.

70. If there are fewer than eight but more than two members of the Board, the Board may meet but only for the purpose of filling casual vacancies in the Officers or in the ordinary members of the Board. If through any cause, the number of members of the Board should be less than three, the appointment of persons to fill vacancies in the Board under Bye-laws 66 and 69 shall be made by resolution passed at a General Meeting.

Proceedings, powers and duties of the Board

71. The Board shall manage the property and affairs of the IET in accordance with the Charter and these Bye-laws, and may exercise all such powers of the IET as are not required to be exercised by a General Meeting of the IET.

72. The Board shall meet as often as the business of the IET may require and may act notwithstanding any vacancy in its body. Subject to these Bye-laws, it shall regulate its proceedings as it thinks fit, and shall from time to time formulate and resolve rules of procedure for its meetings.

73. The quorum for the transaction of business of the Board shall be eight or one more than half of its number, whichever is the greater.

74. Except where the Charter or these Bye-laws provide to the contrary, the Board may delegate any of its powers or the implementation of any of its resolutions to any committee, and every such committee shall be accountable to the Board. All delegations under this Bye-law shall be variable or revocable by the Board at any time.

75. The resolution making that delegation shall specify those who shall serve on such committee.

76. The composition of any such committee shall be entirely at the discretion of the Board which may make and vary such regulations and impose such terms and conditions and give such mandates to the committee as it may from time to time think fit.

77. The deliberations of any such committee shall be reported regularly to the Board and any resolution passed or any decision taken by any such committee shall be reported forthwith to the Board.

78. The Board may establish and disestablish groupings of members, based on territory, knowledge or special interest. These groupings shall be constituted and their affairs carried on in accordance with Regulations to be approved from time to time by the Board who shall have power to vary the same subject always to the provisions of the Charter and Bye-laws.

79. The Board shall cause to be kept accounting records in respect of the IET which are sufficient to show and explain all the IET's financial transactions together with a record of all the assets and liabilities of the IET. These accounting records shall be preserved for at least six years from the end of the financial year in which they are made.

80. The financial year of the IET shall end on the 31st December; and the accounts of the IET, complying with such requirements as to their form and content as may be prescribed by regulation made by the Secretary of State, shall be prepared each year to that date, and having been approved by the Board and examined and found to be correct by an auditor or auditors, shall be laid before the next Annual General Meeting.

81. The appointment, powers and duties of the auditor shall be regulated as far as possible, and with the necessary modifications, in accordance with the Companies Acts 1985-1989 or any statutory modification thereof for the time being in force.

82. The Board shall pay to the Chief Executive and to all persons employed under him such salaries, wages, or remuneration as the Board shall from time to time think proper, and the Board shall make such provision for and grant such pensions to them after their retirement from the service of the IET as the Board may think proper.

83. The Board shall arrange for the publication, in any manner which it deems advisable, of such papers, documents, and publications as may be considered by the Board to be likely to advance the objects of the IET.

84. The Board may, upon receipt of a request to that effect from any society with objects kindred to those of the IET, arrange for the union, alliance, or incorporation of such society with the IET, under conditions determined by the Board.

Council

85. The IET shall have a Council which shall be a consultative body providing strategic advice and member feedback to the Board. The Board may make Regulations by which the Council's composition and proceedings shall be governed.

Copyright

86. So far as practicable every paper presented to the IET, and accepted for reading, or for publication in full or in abstract, and every paper read at a meeting of the IET or any part thereof, and the copyright therein, shall be the property of the IET. The Board shall have power to release or surrender the rights of the IET in respect of any such paper or the copyright therein. The right of publishing all such papers and the reports of the proceedings and discussions at meetings of the IET or any part thereof shall be reserved to the Board, which may give its consent to publication on whatever terms and conditions it may consider appropriate.

Indemnity

87. All members of the Board and all members of any board, committee, panel or other body appointed pursuant to these Bye-laws or otherwise by or with the approval of the Board for the purposes of the IET shall be accountable in respect of their own acts only, and shall not be accountable for any acts done or authorised to which they shall not have expressly assented. No members of any such body shall incur any personal liability in respect of any loss or damage incurred through any act, matter, or thing done, authorised, or suffered by them, other than through their own wilful act or default.

88. All persons referred to in Bye-law 87 and the Chief Executive and the other employees of the IET shall be indemnified out of the funds and property of the IET from and against all costs, charges, damages and expenses whatsoever which they shall sustain by reason of their respectively accepting office or acting properly in execution of the duties or power imposed upon or given to them by the Charter or under or by virtue of the Bye-laws of the IET.

Common seal

89. The Board shall provide a common seal of the IET, and make rules for its safe custody and use.

Notices

90. Any notice may be served or any communication may be sent by the Board or by the Chief Executive upon or to any member either personally, or by sending it prepaid through the post or by using electronic communications, addressed to such person at his address as registered in the books of the IET. 'Address' in relation to electronic communications includes any number or address for the purpose of such communications.

91. Any notice or other communication, if sent by post, shall be deemed to have been delivered on the seventh day following that on which it was posted; and in proving that it has been sent it shall be sufficient to prove that the notice or communication was properly addressed and posted.

92. Any notice or communication served using electronic communications shall be deemed to have been served at the expiration of 48 hours after the time it was sent and proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given.