

Annual Meeting Operational Procedures

1. Introduction

1.1 This document sets out the operational procedures and guidance for the Annual Meeting as prescribed by Byelaw 22 which states that:

"Annual and Special meetings of the Chartered Institute shall be called and conducted in accordance with Regulations, provided that not more than 15 months shall elapse between Annual meetings."

1.2 The Annual Meeting of the CIEH shall be held at such place and on such date as the Board of Trustees or the preceding Annual Meeting may decide.

1.3 The Board of Trustees may organise a special meeting when necessary or within 60 days of a request notified to the Chief Executive signed by not less than 150 Voting Members and stating the purpose of the proposed meeting.

2. The programme

2.1 The annual meeting shall include:

- The appointment or re-appointment of auditors and scrutineers
- The receipt and consideration of the annual report of Board of Trustees and the audited accounts of the CIEH
- Report on the actions taken in respect of previously received and carried motions and resolutions passed at any special meeting occurring since the last annual meeting
- Report on fellowships and honorary members
- Any further business as relevant
- Receipt and consideration of any motion as agreed

2.2 The formal business of the Annual Meeting may be supported by a member orientated event (open to all members of the CIEH) which provides an opportunity for engagement and discussion with members of professional issues and the activities of the CIEH in achieving its mission, aims and Corporate Plan.

3. Motions

3.1 Any Voting member, region or special interest group, the Board of Trustees or any committee who wishes to bring before an Annual Meeting any motion may do so if they have informed the Chief Executive no later than 60 days before the date of the annual meeting.

- 3.2 Where a motion is being proposed by a Voting member it shall be supported by not less than ten Voting Members and, in the opinion of the Board of Trustees, the motion proposed relates to the object of the CIEH or entry standards.
- 3.3 No proposed resolution to amend the Charter or the Byelaws may be altered by the Annual Meeting.

4. Notice of meetings

- 4.1 A minimum of 21 days' notice (in accordance with Byelaw 33) will be given to members for an Annual Meeting, specifying the date, time and venue and providing information as necessary on any special business to be discussed. The notice of the meeting shall be accompanied by:
- Received motions, the annual statement of financial activities, balance sheets and reports
 - Proxy voting forms
- 4.2 Any notice to members may be sent by post, e-mail, or any other appropriate means of formal communication such that the service may be effective under general law.
- 4.3 Any member not receiving notice of the meeting for any reason shall not invalidate the proceedings at that meeting.

5. Conduct and procedure at meetings

- 5.1 The conduct and procedure for the meetings is set out in the relevant documents on management of meetings. The Annual Meeting shall have a general duty to operate in accordance with the CIEH's Charter, Byelaws, Regulations and Operational Procedures/guidance. It must also operate in accordance with the requirements of charity and other relevant legislation.

6. Presiding at meetings

- 6.1 The Chair of the Board of Trustees will preside over the Annual Meeting, or in his absence the Deputy Chair. If both are absent the President shall chair the meeting.

7. Quorum at meetings

- 7.1 The quorum at any meeting shall be ten Voting members present in person. If the quorum is not present within 30 minutes of the appointed time of the meeting, no business other than the appointment of a chairman shall take place.
- 7.2 If a quorum is not present, or ceases to be present whilst the meeting is taking place, that meeting shall automatically stand adjourned. A new date for the meeting will be set within 14-28 days of the adjourned meeting.

8. Adjournment of meetings

- 8.1 The Chair, even with a quorum present, may with the consent of the meeting, adjourn any meeting to another date and notify members of the new date for that meeting.

9. Voting at meetings

- 9.1 Subject to the provisions of the Charter at all meetings a resolution put to the vote at the meeting shall be decided by majority vote (a show of hands of Voting Members present in person and entitled to vote). Every Voting Member entitled to vote shall have one vote. The Chair, based on the vote, shall declare whether or not the resolution has been agreed.
- 9.2 If agreed by the Chair the vote shall be decided on a poll which can be taken at the meeting or within 7 days of the meeting taking place. If required the scrutineers will oversee the Poll.
- 9.3 No poll shall take place for deciding the Chair of a meeting, or on any question of adjournment.
- 9.4 The demand for a poll shall not prevent the continuance of the meeting and any other business taking place.
- 9.5 On a poll, votes may be given personally or by proxy, and every Voting member entitled to vote and who is present in person or by proxy shall have one vote.
- 9.6 If required the Chair of the meeting shall be entitled to a casting vote.
- 9.7 Any objection to the admissibility of any vote shall be referred to the Chair of the meeting whose decision shall be final. No such objections shall be raised after the meeting at which the vote has been cast.

10. Proxies

- 10.1 A proxy must be a Voting member. The proxy form shall be signed by the appointer or duly authorised attorney and shall be deemed to confer authority to demand a poll.
- 10.2 The proxy form, and the power of attorney (if any) under which it was signed, must be received by the Chief Executive at least 28 hours before the meeting otherwise the named person shall not be entitled to vote. The proxy form shall be only valid for the meeting stated on the form.
- 10.3 A proxy vote shall be valid unless otherwise notified to the Chief Executive no later than one hour before the commencement of the meeting.

11. Membership ballots

- 11.1 A ballot of all the Voting Members of the CIEH shall be undertaken if required by a CIEH Resolution made by a meeting. This may be undertaken through electronic means (MyCIEH) or postal ballot.
- 11.2 The procedure for conducting a postal ballot shall be as follows:
 - The ballot papers or with motion(s), together with a prepaid envelope shall be sent to the Voting members within seven working days of the Resolution being made, for return to the Chief Executive at the registered office

- Ten working days shall be allowed for return of the ballot which will close at 5.00pm on the agreed date
- The ballot papers returned shall be examined by the Chief Executive (or appointee), the Chair of the Annual Meeting and at least one scrutineer. In no case shall the mover or seconder of the motion be eligible to act as a scrutineer
- In the event of a vote being indecisive the motion shall fall

11.3 The Chief Executive will inform the membership of the result of the ballot within seven working days.

12. Minutes of meetings of the CIEH

12.1 The Chair shall sign a minute of the meeting as agreement that they are an accurate record of that meeting. Anyone may request to have their disagreement with any resolution noted in the minutes.

Date agreed 26 January 2012 Interim Board of Trustees
Subsequently amended under Chairs delegated decision 11 May 2012
Reviewed: Board of Trustees 10 July 2013