

# Notice and Agenda of Special Meeting

## Notice of Special Meeting

Notice is hereby given that a Special Meeting of the Chartered Institute of Environmental Health (CIEH) will be held on Thursday 27 April 2023, commencing at 14.00.

The meeting will be held at 15 Hatfields, London SE1 8DJ and online.

**NB: The primary method of voting at this meeting will be online. Members attending the in-person event are strongly encouraged to bring an internet/Wi-Fi enabled device such as a smart phone, tablet or laptop to facilitate secure online voting.**

Dated 4<sup>th</sup> April 2023

By order of the Board of Trustees

Phil James Chief Executive

Registered office: Chadwick Court, 15 Hatfields, London SE1 8DJ

## Update 18<sup>th</sup> April 2023

Jonathan Hayes and Roisin Kerr have resigned from the Board of Trustees.

The meeting will now vote only on Motions 2(c) and 2(d).

## Table of Contents

Agenda .....	2
Notes by Proposers.....	3
Additional Motions submitted that are not on the Agenda.....	3
Notes on admission and voting .....	4

# Agenda

- 1. Welcome
- 2. To consider and receive the following Motions:

## Motion 1

<b>Proposed by the Board of Trustees</b> <i>See Notes</i>
This meeting resolves that all remaining elected Trustees are removed from office, and that elections for 6 Trustees are held as swiftly as practicable to allow all CIEH members to stand for election and to vote in those elections.  This motion is proposed in accordance with Byelaw 20 and the CIEH Board of Trustees Election Procedures and, if carried by a vote of members, will mean that Motion 2 does not apply.

## Motion 2

<b>Proposed by Ceri Edwards CEnvH MCIEH</b> <b>Seconded by Peter Wright MCIEH</b> <i>See Notes</i>
This meeting has no confidence in the current Council to maintain a professional body run by its members and in consequence agrees to replace the current elected trustees for the remainder of their terms as follows:  2a) Remove Jonathan Hayes from office.  2b) In the event that Motion 2a carries, this meeting resolves that Peter Haikin be appointed to complete the remaining term of Jonathan Hayes.  2c) Remove Vanessa Wardle from office.  2d) In the event that Motion 2c carries, this meeting resolves that Judith Hedgley be appointed to complete the remaining term of Vanessa Wardle.  2e) Remove Roisin Kerr from office.  2f) In the event that Motion 2e carries, this meeting resolves that Lindsay Shaw be appointed to complete the remaining term of Roisin Kerr.

- 3. Close of meeting

# Notes by Proposers

## For Motion 1

The reason for proposing Motion 1 is to facilitate the removal of all elected Trustees, as is also proposed in Motion 2.

However, this Motion enables an election to take place to fill all the vacancies that would arise if those Trustees are removed. This means that there would be 6 vacancies on the Board, for which all CIEH members can stand for election, with the full CIEH membership being able to vote in that election. Candidates in Board elections must provide a photograph and short biographies and statements. Voting in the election is managed by UK Engage, who also manage the voting at Annual and Special Meetings.

The current elected Trustees on the Board are Jonathan Hayes CEnvH MCIEH, Vanessa Wardle CEnvH MCIEH, and Roisin Kerr CEnvH MCIEH.

This is the most democratic means of filling any vacancies that are created and upholds CIEH's principles of diversity, inclusion, and equality of opportunity.

[The current Board of Trustees Election Procedures can be found here.](#)

**For Motion 2**, see those submitted with the Motions for the Special Meeting on 23 March 2023.

## Additional Motions submitted that are not on the Agenda

The following motion was received by the members in the original request for the Special Meeting:

This meeting has no confidence in the current Council to maintain a professional body run by its members and in consequence agrees to:

- (a) replace the current appointed trustees for the remainder of their terms as follows:

Daniel Oerther to be replaced by Dan Morelli

Julie Barratt to be replaced by Mark Elliot (on board of trustees only)

Saravana Namasivayam to be replaced by Janet Catley-Young

Kirpal Tahim to be replaced by Kathryn Preece

David Newsum to be replaced by a private sector EHP

Vacancy to be filled by appointee with relevant skills

### ***Explanation for why the Motion is not on the Agenda for the Special Meeting***

This Motion formed part of what now appears on the Agenda as Motion 2.

Only Elected Trustees can be removed by a vote of members at a General Meeting and not Appointed Trustees, consistent with Byelaw 20 and Charter 5b. Motions 1 and 2 on the Agenda therefore only contain the names of Elected Trustees.

Where vacancies already exist in elected Trustee positions, they may not be filled via this process, only incumbent trustees may be replaced.

The Board of Trustees wishes to respect the wishes of the proposers by preserving as much of the motion as it was originally presented and as permitted by the CIEH Charter, Byelaws, Regulations and Operating Procedures.

Consequently, the layout of Motion 2 has been adjusted so that it is clear which Trustees are being highlighted for removal, and which people are being proposed to replace each person, in the event that the serving Trustees are removed by the meeting.

## **Notes on admission and voting**

Admission to the Special Meeting will be restricted to registered members of CIEH who are required to pay a subscription which shall have been received in full\* by 17.00 on 13 April 2023; and to those registered members from whom no annual subscription is required.

Notice of this Special Meeting is being made available to all members at least 21 days in advance, thus allowing at least seven days for the full\* payment of all subscriptions for 2023, which must be received by CIEH by 17.00 on 13 April 2023.

\*Including partial payment of a subscription in instalments via a direct debit plan.

### **Voting by proxy**

In accordance with the Annual Meeting Operational Procedures, members who are unable to attend the Special Meeting may, on demand of a poll being made, record their votes for or against any particular resolution on matters appearing on the agenda for the meeting. The Chair of the meeting may be appointed for proxy voting as set out in Part 10 of the Annual Meeting Operational Procedures.

Only members in good financial standing as at 17.00 on 13 April 2023 are entitled to vote, either personally or by proxy and they should instruct the Chair of the meeting, as their proxy, to vote for or against any resolution as appropriate.

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