

By-Laws and Standing Orders

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Schedule of By-Laws

BY-LAWS made pursuant to Article 20 of the Articles of Association of the Institution

(Adopted by Board Resolution passed on the 12 June 2019)

INTERPRETATION

1. In these By-Laws words defined in Article 1 of the Articles of Association of The Institution of Fire Engineers shall have the meanings therein assigned to them and such Article shall apply mutatus mutandis in all respects to these presents.

STUDENTS

2. The Board may elect into the grade of Student, a person who, to the satisfaction of the Board, meets the requirements for the Student grade contained in the Institution's Rules of Membership.

TECHNICIANS

3. The Board may elect or transfer into the grade of Technician, a person who, to the satisfaction of the Board, meets the requirements for the Technician grade contained in the Institution's Rules of Membership.

GRADUATES

4. The Board may elect or transfer into the grade of Graduate, a person who, to the satisfaction of the Board, meets the requirements for the Graduate grade contained in the Institution's Rules of Membership.

ASSOCIATES

5. The Board may elect or transfer into the grade of Associate, a person who, to the satisfaction of the Board, meets the requirements for the Associate grade contained in the Institution's Rules of Membership.

MEMBERS

6. The Board may elect or transfer into the grade of Member, a person who, to the satisfaction of the Board, meets the requirements for the Member grade contained in the Institution's Rules of Membership.



FELLOWS

7. The Board may elect or transfer into the grade of Fellow, a person who, to the satisfaction of the Board, meets the requirements for the Fellow grade contained in the Institution's Rules of Membership.

LIFE FELLOWS

8. The Board may elect as a Life Fellow, a Fellow who has given outstanding service to the Institution for many years. Life Fellows shall not normally be under the age of 60 years and at any one time the number of Life Fellows shall not exceed six. The grade of Life Fellow shall carry the same rights and privileges as that of the grade of Fellow.

AFFILIATES

9. The Board shall have the power to elect as Affiliates such individuals or bodies as desire to support the aims and activities of the Institution. Every Affiliate shall be entitled to receive a copy of the Institution's circulated publications during the period covered by their subscription.

COMPANIONS

10. The Board may elect as a Companion, persons of eminent scientific attainment or distinguished standing, or members of the Institution, who have given outstanding service to the Institution. Companions may be elected for such a period as the Board considers appropriate.

HONORARY FELLOWS

11. The Board may elect Honorary Fellows, who may for professional purposes use the designatory title Hon FIFireE but shall not be members of the Institution. Honorary Fellows shall nevertheless be entitled to receive all circulated publications of the Institution.



Privileges of membership

12. Life Fellows, Fellows, Companions, Members, Associates, Graduates, Technicians and Licentiates may for professional purposes use the following designatory titles for indicating membership of the Institution in the title and various grades. They shall also receive all circulated publications of the Institution.

Life Fellow FIFireE (Life)

Companion* CIFireE

Fellow FIFireE

Member MIFireE

Associate AIFireE

Graduate GIFireE

Technician TIFireE

Licentiate LIFireE

*note: where members are entitled to use a designatory title for a grade of membership, and are awarded the title of Companion, the member may prefix the appropriate grade designation with the letter C. For example, a Member (MIFireE) who is awarded the title Companion, would use the designatory title CMIFireE, and it would be normal to address such a member as a Companion Member.

13. Subject to such regulations as the Board may from time to time prescribe every member shall be supplied with a Certificate of his membership and a membership card. Every such Certificate and membership card shall remain the property of, and shall on demand be returned to the Institution.
14. The Board shall cause to be held examinations that provide a means to meet the academic requirements for those seeking to be elected/transferred as Members, seeking to be elected as Graduates, seeking to be elected as Technicians, and for those wishing to sit introductory examinations. Fees to be paid by candidates shall be decided by the Board from time to time.
15. The annual subscriptions may be fixed by the Board from time to time for any class of member.

16. All subscriptions shall be payable in advance and shall become due on such date in each financial year as shall be determined by the Board; and the subscription of each member shall date from the first day in the financial year of the member's election and shall entitle that member to proceedings published during that financial year.
17. In the case of each member elected in the last three months of any financial year, the first subscription shall cover both the year of election and the succeeding year, and shall entitle the person elected to the proceedings published after his or her election.
18. Members of at least 15 years standing may, from the 1st January in the financial year following the attainment of the age of 65, make a payment of twice the Fellowship annual subscription which shall entitle them to remain members in the appropriate class during their life-time without the payment of any further annual subscription.

Code of Conduct

- 19a. The Board shall publish a Code of Conduct and a Disciplinary Procedure for dealing with alleged breaches of the code. The procedures will deal with Members and Member Registrants and have due regard to best practice including the 'Engineering Council Disciplinary Procedure Guidance'
- 19b. The Board shall require that members (individuals and organisations) of all grades to uphold the reputation of the Institution, safeguard the public and comply with the Code of Conduct. The Board has the power to expel or impose other sanctions on members. Whilst the Disciplinary Procedure is the responsibility of the Board it will delegate the responsibility of carrying out that function to the duly appointed Ethics Committee. The Ethics Committee Chair will report directly to the Board as and when required.
- 19c. The Ethics Committee will be responsible for actively promoting ethical and professional conduct to the members, reviewing the code of conduct and associated disciplinary procedures and sanctions and providing impartial assessment of any alleged breach of the code.
- 19d. Any member who is called upon to resign his or her membership fails to do so within seven days from the date of the requirement, the Board shall strike his or her name off the membership roll. A member or registrant who resigns, or whose membership lapses through non-payment of fees or subscriptions after a complaint against them has been lodged with the IFE will, where the member is a registrant, be deemed to remain in membership until the completion of the disciplinary process in accordance with this procedure.



- 19e. When a member's name is struck off the membership roll he or she shall, thereupon, cease to be a member of the Institution and to have any rights as a member.
- 20a. The name of any person shall, ipso facto, be struck off the membership roll in the event of such person's annual subscription being in arrears for twelve months from date of the same becoming payable; provided always that the Board may suspend the operation of this By-Law whenever it may think fit so to do.
- 20b. No member, shall be entitled to receive any of the Institution's publications, Ballot papers, membership cards or certificates if they are in arrears with their subscriptions for such a period of time as has been presented by the Board except where the Board have suspended the operation of this By-Law.
- 20c. Any member of the Institution who under the provisions of this By-Law or By-Law 19 resigns or is required to resign his or her membership or whose name is struck off the membership roll or who otherwise ceases to be a member of the Institution shall:
- (i) remain liable to pay the amount of his current annual subscription and any other sums due to the Institution, and
 - (ii) be forbidden to use any of the distinctive titles of the Institution as set out in By-Law 13.
- 21a. If any member of the Board shall become bankrupt or insolvent or compound with his or her creditors or become of unsound mind or be convicted of an indictable offence or shall by writing resign his or her office or shall for any cause cease to be a member of the Institution, he or she shall ipso facto and immediately cease to be a member of the Board.
- 21b. If any member of the Institution shall become bankrupt or insolvent or compound with his or her creditors or become of unsound mind or be convicted of an indictable offence, he or she shall be disqualified from being elected as an ordinary member of the Board.
22. The Board may at its discretion reinstate in his former class any person upon payment of all arrears and subscriptions or such part of all arrears and subscriptions as the Board may determine.

Applications for membership

23. Every application for election to each class of membership shall be made in the form stipulated by the Board, through its sub-committees, for that purpose and shall be completed and forwarded to the Institution's Head Office.



Award of Companion

- 24a. The Board may award a person who in their opinion is qualified in accordance with By-Law 10 the title of Companion. A proposal to this effect made by one member of the Board and seconded by two others shall be made at a Board meeting and a ballot for election shall take place at the next convenient meeting of the Board after consultation has taken place with the appropriate Branch of the Institution.
- 24b. Any Branch of the Institution shall have the right by resolution to nominate any member for the award of Companion (if in the opinion of the Branch Council such member is qualified in accordance with By-Law 10). In such cases the Branch Secretary shall forward to the Company Secretary a copy of the Branch Resolution offering the nomination and signed by the Branch President. A ballot for election shall take place at the next convenient meeting of the Board.
- 24c. The award of Companion under paragraphs (a) and (b) of this By-Law will only be approved by the Board after careful examination of the individual's credentials and suitability under By-Law 10. Companion being the premier title of the Institution will only be conferred on persons who have given outstanding service to the Institution at either Branch or National level.

Election of members of Board

- 25a. Nominations for the election of the International President may be made by notice in writing to the Company Secretary not later than the deadline advertised by the Board in advance. Members of the Board may nominate any person (being a corporate member) as a candidate for International President. Such proposals shall be supported by one Proposer and one Secunder (all of whom must be serving members of the Board) and also by the person signifying consent. No member of the Board may propose or second more than one candidate for International President. Nominees will be required to demonstrate their capacity to fulfil the criteria for appointment laid down by the Nominations Committee based on their experience and expertise and their record in the Institution.

The Nominations Committee will then vet candidates from those proposed against its criteria for appointment and confirm to the Board which candidates meet the criteria. If an election is uncontested (i.e. the number of candidates standing is the same as or is less than the number of vacancies to be filled), the nominated candidates will be deemed to be elected at the Annual General Meeting. If an election is contested (i.e. the number of candidates standing is greater than the number of vacancies to be filled), a ballot shall take place and a ballot list of all nominees together with a brief description of their record in the Institution shall be forwarded to each member of the Board. After members have recorded



their vote they shall be returned electronically or by such other method stipulated by the Board to the Company Secretary. The electronic votes shall be counted prior to the Annual General Meeting, by the Company Secretary and one member of the Board who is not a candidate in the election. According to the number of vacancies occurring the candidate receiving the highest number of votes shall be declared elected. In the case of equality of votes, the Chair of the Board shall be entitled to a second or casting vote and his or her decision shall be final and conclusive.

After serving a one-year term, the International President shall retire from office.

- 25b. Proposals for the election of ordinary members to the Board may be made by Voting Members by notice in writing to the Company Secretary not later than the deadline advertised by the Board in advance. Such proposals shall be supported by a Proposer and Secunder and supported by three other members and also by the person nominated signifying consent. Nominees will be required to demonstrate their capacity to fulfil the criteria for appointment laid down by the Nominations Committee based on their experience and expertise and their record in the Institution.

The Nominations Committee will then vet candidates from those proposed against its criteria for appointment and confirm to the Board which candidates meet the criteria. If an election is uncontested (i.e. the number of candidates confirmed by the Nominations Committee as meeting the criteria for appointment is the same as or is less than the number of vacancies to be filled), candidates confirmed by the Nominations Committee as meeting the criteria for appointment will be deemed to be elected at the Annual General Meeting. If an election is contested (i.e. the number of candidates confirmed by the Nominations Committee as meeting the criteria for appointment is greater than the number of vacancies to be filled), a ballot of Voting Members shall take place and a ballot list of all nominees recommended for election by the Nominations Committee, together with a brief description of their record in the Institution, shall be forwarded to each member.

After members have recorded their votes, they shall be returned electronically or by such other method stipulated by the Nominations Committee to the Company Secretary before the deadline communicated and not later than seven days prior to the date of the Annual General Meeting. An electronic receipt for all electronic votes received will be issued by the Company Secretary. The electronic votes shall be counted prior to the Annual General Meeting, by the Company Secretary and one member of the Board who is not a candidate in the election. According to the number of vacancies occurring, those candidates receiving the majority of votes shall be declared elected members of the Board. In the case of equality of votes the International President shall be entitled to a second or casting vote and his or her decision shall be final and conclusive.

- 25c. The members of the Board elected by the International General Assembly shall be elected by International General Assembly Representatives. Nominations shall be proposed by an International General Assembly Representative and seconded by two other International General Assembly Representatives and also by the person nominated signifying consent. Nominations shall be forwarded to the Company Secretary. Nominees will be required to demonstrate their capacity to fulfil the criteria for appointment laid down by the Nominations Committee based on their experience and expertise and their record in the Institution.

The Nominations Committee will then vet candidates from those proposed against its criteria for appointment and confirm to the Board which candidates meet the criteria. If an election is uncontested (i.e. the number of candidates standing is the same as or is less than the number of vacancies to be filled), the nominated candidates will be deemed to be elected at the Annual General Meeting. If an election is contested (i.e. the number of candidates standing is greater than the number of vacancies to be filled), a ballot shall take place and a ballot list of all nominees together with a brief description of their record in the Institution shall be forwarded to each International General Assembly Representative. After members have recorded their vote they shall be returned electronically or by such other method stipulated by the Board to the Company Secretary.

The electronic votes shall be counted prior to the Annual General Meeting, by the Company Secretary and one member of the Board who is not a candidate in the election. According to the number of vacancies occurring those candidates receiving the highest number of votes shall be declared elected. In the case of equality of votes, the Leader of the International General Assembly shall be entitled to a second vote.

Any casual vacancy occurring for a member of the Board elected by the International General Assembly may be filled by an International General Assembly Representative.

- 25d. The member of the Board elected by the Engineering Council Registrants ("IFERG") shall be elected by the members of IFERG. Nominations shall be signed by a proposer who is an IFERG member and seconded by two other IFERG members and also by the person nominated signifying consent. Nominations shall be forwarded to the Company Secretary. Nominees will be required to demonstrate their capacity to fulfil the criteria for appointment laid down by the Nominations Committee based on their experience and expertise and their record in the Institution.

The Nominations Committee will then vet candidates from those proposed against its criteria for appointment and confirm to the Board which candidates meet the criteria. If an election is uncontested (i.e. only one nomination is received by the Company Secretary), the nominated candidates will be deemed to be elected at the Annual General Meeting. If an election is contested (i.e. more than one nomination is received by the Company



Secretary), a ballot shall take place and a ballot list of all nominees together with a brief description of their record in the Institution shall be forwarded to each IFERG member. After members have recorded their vote the ballot paper shall be returned electronically or by such other method stipulated by the Board to the Company Secretary.

The electronic votes shall be counted prior to the Annual General Meeting, by the Company Secretary and one member of the Board who is not a candidate in the election. According to the number of vacancies occurring those candidates receiving the highest number of votes shall be declared elected. In the case of equality of votes, the outgoing Engineering Council Registrants' Director shall be entitled to a second vote.

Any casual vacancy occurring for a member of the Board elected by IFERG may be filled by a member nominated by IFERG

Appointment and duties of officers

26. The Chief Executive Officer and Company Secretary of the Institution shall be appointed by the Board on such terms as it thinks fit as and when a vacancy occurs and shall, subject to current employment legislation, be removable by the Board. The remuneration of the Chief Executive Officer and the Company Secretary shall be decided and reviewed annually by the Board.
27. It shall be the duty of the Chief Executive Officer of the Institution to work to achieve the direction of the Board, to lead Institution staff, deliver services, manage the Institution's resources and report to the Board on governance, operational and financial matters. The Company Secretary should also advise the Board on matters of regulation and statutory compliance and attend all meetings of the Board and be suitably represented at all meetings of the Board's Committees ensuring the taking of the minutes of proceedings and distribution of papers. The Chief Executive Officer shall carry out all duties in accordance with his or her job description.
28. In the event of the appointment of an Honorary General Secretary to the Institution the Board shall allocate duties to meet the special circumstances of the case.
- 29a. A member of the Board may participate in a meeting of the Board or a committee of the Board of which he or she is a member by means of a conference telephone, video conferencing or similar communicating equipment whereby all persons participating in that meeting can hear each other.

Participating in a meeting in this matter shall be deemed to constitute presence in person at the meeting. Such meetings may be partially or wholly 'virtual' meetings.

29b. Subject to disclosure in accordance with Section 177 of the Companies Act 2006, a member of the Board shall be entitled to one vote at a meeting of the Board or of a committee of the Board on any resolution concerning a matter in which he or she has, directly or indirectly, an interest or duty which is material and which conflicts or may conflict with the interests of the Institution.

Electronic voting may be conducted if deemed appropriate by the Chair. Matters arising at any meeting of the Board shall be decided by a majority of votes. In case of an equality of votes the Chair or in his or her absence the chair of the meeting shall have a second or casting vote.

In the case of electronic voting all members of the Board have the right to submit a vote within a specified time period as decided by the Chair of the Board (no less than 48 hours, no more than 7 calendar days), the voting deadline can be extended at the sole discretion of the Chair. A simple majority of all members of the Board is required to pass the vote. In the case of equality of votes, the Chair of the Board shall have a second and casting vote. All members of the Board must have access to electronic mail, and it is the responsibility of each member of the Board to inform the Company Secretary of the correct e-mail address for the purposes of correspondence and e-mail voting. All items presented for voting by electronic mail will be minuted in the next scheduled meeting of the Board together with a summary of the item and the result of voting.

29c. (i) A resolution in writing or in electronic form agreed by a majority of the Directors entitled to receive notice of a meeting of the Directors and to vote upon the resolution shall be as valid and effectual as if it had been passed at a meeting of the Directors duly convened and held. In the case of an equality of votes the Chair shall have a second or casting vote.

(iii) The resolution in writing may comprise several documents containing the text of the resolution in like form, to each of which one or more Directors has signified their agreement.

Proceedings at the Annual General Meeting

30. The proceedings at the Annual General Meeting shall, as far as practicable, conform to the following order:

1. The Annual General Meeting shall commence at such hour as the Board may advise.



2. The minutes of the previous meeting shall be submitted to the meeting for approval. After being approved as correct they shall be signed by the Chair, being the current International President.
 3. The Annual Report of the Board shall be presented for adoption.
 4. The audited statutory accounts for the financial year ended shall be presented for adoption.
 5. The International President shall be installed by the outgoing International President.
 6. The result of the ballot for Board election shall be declared to the meeting by the Company Secretary.
 7. The Auditors are appointed for the current year.
 8. Any other business of which due notice shall have been given, shall be taken.
31. The Board may invite to the Annual General Meeting any person or persons who, in the opinion of the Board, are interested in the work and objects of the Institution. During such portion of the meeting as may be devoted to any business connected with the management of the Institution, visitors may be requested by the Chair to withdraw if any member asks that this shall be done and it shall be agreed by vote, unless his or her presence is a statutory requirement.
32. Every voting member shall be provided with voting cards prior to entering the meeting room.
33. All donations or grants to the Institution shall be enumerated in the Annual Report of the Board presented to the Annual General Meeting.

Notices

34. Seven clear days' notice at least normally shall be given of every meeting of the Board and its Committees. Such notice shall specify generally the business to be transacted by the Meeting. No business involving the expenditure of the funds of the Institution not included in approved budgets shall be transacted at any Board Meeting unless specified in the notice convening the Meeting or Committee Meeting.
35. A notice may be served by the Board on any member of the Institution either personally or by sending it through the post or by any other method provided for under the Act.



Branches and Groups

36. The Board shall approve a Model Constitution and Rules for Branches, Groups and Special Interest Groups, which shall be published as an Annex to the Articles of Association. The Constitution and Rules for the government and management of each Branch, Group and Special Interest Group shall be first approved by the Board and shall be either:
- 36a. the same as the Model Constitution and Rules for Branches, or
- 36b. as similar to the Model Constitution and Rules for Branches as circumstances permit, due allowance being made for laws appropriate to the country in which the Branch operates, but without prejudice to the generality of the foregoing, including the following minimum provisions:
- i. Name: The Name shall be in a form identical to rule 1 of the Model Constitution and Rules for Branches.
 - ii. Object: The Object shall be in a form identical to rule 2 of the Model Constitution and Rules for Branches and must be stated in full without alteration.
 - iii. Membership: The rules relating to membership shall be in a form identical to the Model Constitution and Rules for Branches.
 - iv. Meetings: A Provision shall state that the Annual General Meeting may be held at a time other than the month specified in the Model Constitution for Branches subject to the approval of the Board. Further, provision must be made for the calling of General Meetings both by the Branch Council and by the membership.
 - v. Alterations: Shall be in a form identical to the Model Constitution and Rules for Branches.
37. The Board may upon receipt of a request to that effect from a sufficient number of members of the Institution resident in any district authorise the formation of a Group or number of Groups within the area of a Branch where it is deemed that such action will further the aims of the Institution.
38. There shall be such number of Branches and Special Interest Groups as the Board may from time to time determine.
39. Each Branch shall be conducted, governed and managed by a Branch Council which shall consist of a President, Vice President and such numbers of members as may be prescribed



by the Board. The number of Branch council members should not exceed eleven and normally all such members should be resident wherein the Branch is established.

40. All Branches outside the United Kingdom shall pay to the Board such subscriptions and fees as may be prescribed by the Board.
41. Each Branch shall send a copy of their properly prepared and independently audited annual accounts to the Company Secretary immediately following their acceptance at the Branch Annual General Meeting and such further explanation of their accounts as the Board may from time to time require.
42. The attached Model Constitution and Rules for Branches should be signed by the Branch President and Branch Secretary and approved and adopted by the Branch Council of each branch.

International General Assembly

43. The Constitution and Rules for the government and management of the International General Assembly shall be first approved by the Board. Unless otherwise agreed by the Board or as herein provided, the provisions of the Institution's Articles of Association and By-Laws shall, mutatis mutandis, apply to the Constitution and Rules for the government and management of the International General Assembly.
44. Each constituted Branch and Special Interest Group of the Institution is entitled to elect one International General Assembly Representative to attend International General Assembly meetings. The Branch or Special Interest Group Representative (as the case may be) must hold a minimum grade of Graduate to serve as the Branch or Special Interest Group Representative. The Branch or Special Interest Group may set additional criteria for election to the position of International General Assembly Representative.

The procedure is as follows:

- Each International General Assembly Representative will be elected by an open, transparent and democratic process, which will be approved and published by the Branch Council or Special Interest Group Committee (as the case may be) with a copy forwarded to the Company Secretary.
- The Branch Secretary or Special Interest Group Honorary Secretary (as the case may be) shall send in writing the name of the duly elected International General Assembly Representative to the Company Secretary so as to arrive not later than the first day of May in the year of election.



45. Fifteen International General Assembly Representatives present in person, or by proxy at the time of the start of business, will constitute a quorum of the International General Assembly. If a quorum is not present, the meeting may continue but any decisions taken will require subsequent ratification by the International General Assembly.
46. The International General Assembly shall elect a Leader and Vice Leader and determine the period for which he is to hold office, but if no such Leader and Vice Leader are elected, or if at any meeting the Leader or Vice Leader are not present 5 minutes after the scheduled start time, the International General Assembly Representatives present may choose one of their number to be chair of the meeting.
47. Business decisions of International General Assembly meetings shall be ascertained by a poll normally in the form of a show of hands. On a poll, each International General Assembly Representative of a Branch shall (subject to the Branch having a minimum of 25 members) have one vote for every 50 members (or part thereof) in the Branch by which they were elected (as recorded in the most recent records held by the Institution at Head Office).
48. In the event that an International General Assembly Representative is unable to attend a meeting of the International General Assembly, the Branch or Special Interest Group may nominate another member of the Branch or Special Interest Group to act as the Branch or Special Interest Group designated alternate and may also remove from office any alternate so appointed. Notice of any such appointment must be given to the Leader of the International General Assembly and Company Secretary not less than twenty-one days before the appointment is to take effect. An alternate will be entitled to receive copies of all documents available to International General Assembly Representatives, attend and perform all the functions of their principal Branch or Special Interest Group representative, in his or her absence.



Standing Orders

Order and conduct of business at meetings of the Institution

1. The business at meetings shall proceed in the following order except that (a) the Chair may, in his discretion, bring forward any business at any stage: and (b) any item of business may, on cause shown and with the consent of the meeting, be taken out of its order.
 - (1) Welcome and apologies for absence.
 - (2) Minutes of the previous meeting.
 - (3) Matters arising.
 - (4) Items appearing on the published agenda, including any election matters and reports.
 - (5) Any other business.
 - (6) Motions of which notice has been given immediately after the reading of minutes to be taken up provided three-quarters of the members present consent.

Chair's Power of Adjournment

2. The Chair of the Meeting shall be entitled, in the event of disorder arising at any Meeting, or a quorum not being present, to adjourn the meeting to a time he may then or afterwards fix.

Obstructive and offensive conduct

3. Any member guilty of the above may be suspended for the remainder of the sitting if a motion thereupon be moved and seconded and supported by at least three-quarters of the members present.

Items of new business

4. Any matter of new business not appearing on the agenda may be raised under Any Other Business. However, the time allocated to a new item of business will normally be limited to 10 minutes and normally those present are restricted to raising only one new item of business under Any Other Business.

Minutes

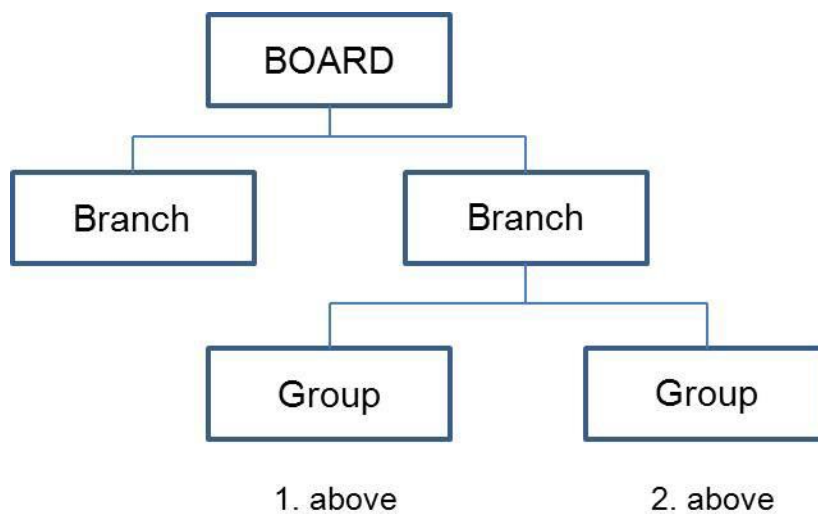
5. Minutes of all meetings of the Board, Annual General Meetings, International General Assembly meetings and committee meetings shall be taken by a member of Institution staff who will send the Chair a draft for approval prior to circulation.
6. Presentations, seminars, conferences, workshops and other informal gatherings do not require formal minutes to be taken.



Constitution and Rules for Branches, Groups and Special Interest Groups

General

1. In order to function effectively the Institution has Branches throughout the world. In some cases the Branch covers an entire country, in other instances a State or some similar sub - division.
2. In the interest of promoting the objectives of the Institution a Branch may allow the formation of Group(s) within its area. Any Group(s) formed should continue to participate in the parent Branches activities. In addition, in the interest of promoting the objectives of the Institution, the Board may allow the formation of Special Interest Groups which shall be independent of Branches.
3. A diagrammatic illustration of the various structures achievable with Branches, Groups and Special Interest Groups is shown below.
4. The attached Model Constitution and Rules for Branches, Groups and Special Interest Groups are approved by the Board. Attention is drawn to the Articles of Association By-Law 40, which limits changes to some rules within the Model. The Model shall be taken as a guide, and local requirements should be incorporated as appropriate.
5. All Branch, Group and Special Interest Group constitutions must first be submitted to the Board for approval, by sending it to the Company Secretary in the first instance, and shall only become operative following approval by the Board and a formal copy of the aforesaid constitution, carrying the signature of the International President, will then be lodged with the Branch and Group (as the case may be) and at the Institution's Head Office.



Annex A

Model Constitution and Rules for Branches

1. Name

The name of the Branch shall be the _____ Branch of the Institution of Fire Engineers, and shall bear the short title of the _____ Branch.

2. Object

To foster and support the Institution of Fire Engineers in its object, and so far as is possible within the structure of the Branch, to subscribe to and carry out the object, namely:

To promote, encourage and improve the science and practice of Fire Extinction, Fire Prevention, and Fire Engineering, and all operations and expedients connected therewith, and to give an impulse to ideas likely to be useful in connection with, or in relation to, such science and practice to the members of the Institution and the community at large.

In furtherance of the above object, and ancillary to it, the Branch may:

- (a) Enable members to meet and to correspond and to facilitate the interchange of ideas respecting the improvements in the various branches of the said science, and the publication and communication of information on such subjects and to coordinate and encourage Groups within the Branch.
- (b) Do all other things incidental or conducive to the attainment of the above or any of them.
- (c) Do all in its power to prepare and produce suitable candidates for membership of the Institution as requisite and to encourage and assist members to attain corporate membership.

3. Membership

- (a) All grades of membership shall be eligible for membership of the Branch and the Institution as long as they are not in arrears with annual subscriptions.
- (b) Every Branch member shall, on joining the Branch and on the first day of January in each year, pay an annual subscription of an amount to be decided by the members of the Branch at a General Meeting (*or, to be decided by resolution of the Branch Council*).

In the case of Groups the subscription shall be collected by the Group Treasurer, who shall retain an agreed percentage of the subscription to meet Group expenses and remit the

remainder to the Branch Treasurer. The amount of subscriptions and the percentage to be retained by the Group shall be determined by the Branch. *(NB This paragraph may be used when the Branch Council resolve within the Branch Constitution to provide for Groups to collect the annual subscription on behalf of the Branch).*

- (c) A member of a Branch shall have that membership terminated in the event of such person's annual subscriptions being in arrears for twelve months from the date of the same becoming payable, subject to notice being given in such manner as the Branch deems fit.
- (d) In the case of each member elected in the last three months of any financial year, the first subscription shall cover both the year of election and the succeeding year.
- (e) Members of at least 15 years standing, may from the 1st January in the financial year following the attainment of the age of 65, make a payment of twice the annual Fellowship subscription which shall entitle them to remain members of the Branch during their lifetime without the payment of any further annual subscriptions.

4. Meetings

- (a) An Annual General Meeting shall be held in or about the month of each year at which the audited accounts of the previous year shall be submitted for approval and the Branch Council and officers for the ensuing year shall take office, having been elected in accordance with Rule 5.
- (b) General Meetings shall be held as required at times and places to be determined by the Branch Council, notice of which shall be communicated in writing to all members of the Branch not less than nine days prior to the day of the Meeting. Such notices shall specify the exact business to be discussed at the Meeting, and no business shall be transacted or resolution proposed of which notice has not been given.
- (c) On a requisition in writing signed by or on behalf of ten members being received by the Secretary, a General Meeting shall be called forthwith giving at least nine days and not more than twenty- one days notice thereof. Such notice shall specify the exact business to be discussed at the Meeting, and no business shall be transacted or resolution proposed of which such notice has not been given.
- (d) Every member present at a Branch Meeting, irrespective of class, shall have one vote, but in cases of equality of voting, the Branch President shall have a second or casting vote.



5. Branch Council & Officers

- (a) The Branch shall elect members from within the Branch to form a Branch Council.
- (b) Branch Council shall consist of a President, Vice President, Secretary and Treasurer (which office may be joined with that of Secretary) and other members. The President shall be appointed by the Branch Council from members serving on the Branch Council. The office of President shall not be held by the same person for longer than three consecutive years.
- (c) All members of the Branch of any class shall be eligible for election as officers or to the Branch Council, subject only to members, other than Life Fellows, Fellows, Members and Associate Members, not exceeding one-third of the total number of members of the Branch Council.
- (d) The Branch Council shall appoint a suitably qualified person as Auditor.
- (e) The officers other than the Auditor shall be entitled to be present and vote at all Meetings of the Branch Council.
- (f) Where Group(s) are formed they shall be entitled to have one or more members of the Branch Council depending on the numbers of members in the Group i.e. 1-29 Groups members - one elected representative of Branch Council, 30 or more Group members - two elected representatives on Branch Council. (NB This paragraph is an option for Branches where it is appropriate to have Groups represented on the Branch Council.)
- (g) The Branch Council shall hold office for one year and unless those members of the Branch at a General Meeting have decided otherwise, all members of the Branch Council shall be eligible for re-election.
- (h) Nominations for officers and membership of the Branch Council, proposed by a member of the Branch and seconded by two other members, should be addressed to the Branch Secretary so as to arrive not later than (Specify the actual date appropriate to finalising a ballot prior to the Annual General Meeting)
- (i) A ballot shall take place to fill membership on Branch Council. Ballots shall be cast in sealed envelopes and counted by a sub-committee appointed by Branch Council. Vacancies shall be filled by the highest polling candidate(s), subject to rule 5 (c) above. If as a result of the Ballot the number of Corporate members elected to Branch Council is less than two thirds, then the vacancy will be filled by the next highest Corporate member. The results of the Ballot and the number of votes for each person shall be declared at the Annual General Meeting.



6. Proceedings, Powers and Duties of the Branch Council

- (a) The Branch Council shall have the power to co-opt for a specific purpose any member of the Branch to serve on the Branch Council and to fill any casual vacancy occurring therein.
- (b) The Branch Council may determine their own quorum, may regulate their own procedure (other than the appointment of a Chair when either the President or Vice President are present) and the procedure of any Sub-Committee appointed by them, and may delegate their powers and discretion to Sub Committees consisting of a quorum to include a Chair or elected Chair and three members; the Chair to have a second or casting vote.
- (c) The Branch Council shall manage the property, proceedings and affairs of the Branch, and shall exercise all powers of the Branch which are not required to be exercised by the Branch in General Meetings, subject to any Regulations from time to time made by the Branch in a General Meeting.
- (d) The Branch Council shall not have the power to refuse membership to the Branch, but shall report any Reason for wishing to decline specific membership to the Board of Directors. Where the Branch wish to terminate a membership, then it shall be reported to the Board of Directors for approval.
- (e) The Branch Council shall meet at times and places to be determined by itself, but if the Honorary Secretary should receive notice in writing from three members of the Branch Council requesting that a Meeting of the Branch Council be called, the Honorary Secretary shall do so forthwith, giving at least nine and not more than twenty one days notice thereof.
- (f) It shall be the duty of the Branch Council to ensure that a copy of the Annual Report, Audited Accounts and the Minutes of the Annual General Meeting are forwarded as soon as possible to the Board of Directors.
- (g) The Branch Council shall not take any action not in accordance with the general policy of the Institution and any resolution, either of the Branch Council or a General Meeting, which in any way affects matters of policy must be submitted forthwith to the Board of Directors.
- (h) The President and Treasurer shall be empowered to incur approved expense on behalf of the Branch and Branch Council, and be authorised to operate a current banking account for this purpose and shall notify the Branch Council of any action taken under this ruling.



7. Groups

- (a) The Branch may be divided into such Groups as the Branch Council may determine from time to time.

8. Alteration of Constitution

This Constitution shall not be altered or added to except at a General Meeting of the Branch at which such alteration or addition is approved by at least two-thirds of the members present, notice of the proposed alteration having been given to members. NB Before becoming operative any such alteration shall require confirmation by the Board of the Institution in accordance with the Institution's By-Laws.

Approved at a Branch meeting held on the _____ day of 20_____

Signed: _____ Branch

Branch President

Branch Secretary

Approved by the Board of Directors

Minute No _____ Dated: _____ day of 20_____

Signed _____ Chairman, Board of Directors



Annex B

Model Constitution and Rules for Groups

1. Name

The name of the Group shall be the _____ Group.

2. Object

To foster and support the Institution of Fire Engineers in its object and, so far as is possible, within the structure of the Group to subscribe to and carry out the object namely:

To promote, encourage and improve the science and practice of Fire Extinction, Fire Prevention, and Fire Engineering, and all operations and expedients connected therewith, and to give an impulse to ideas likely to be useful in connection with or in relation to such science and practice, to the members of the Institution and the community at large.

In furtherance to the above object, and ancillary to it, a Group may:

- (a) Enable members to meet and to correspond, and to facilitate the interchange of ideas respecting improvements in the various branches of the said science, and the publication and communication of information on such subjects.
- (b) Do all other things incidental or conducive to the attainment of the above, or any of them.
- (c) Do all in its power to prepare and produce suitable candidates for membership of the Institution as requisite and to encourage and assist members to attain corporate membership.

3. Membership

The rules of membership according to the Constitution of the _____ Branch shall at all times be accepted as the Rules governing the Group membership and anyone who is resident in, or carries on the profession of Fire Engineering in the territory of the _____ Group shall be admitted to membership of the Group provided that they have qualified for membership in accordance with the appropriate Rules of the aforementioned Branch Constitution and which are reproduced as an Appendix to these Rules.

4. Meetings

- (a) An Annual General Meeting of the Group shall be held in or about the month of _____ of each year, at which meeting the accounts of the previous year



shall be submitted by the retiring Committee for approval and at which the new Committee members appointed in accordance with Rule 5(a) shall assume office.

- (b) In addition to the Annual General Meeting the Group shall attempt to hold at least five General Meetings per annum, but unless otherwise directed by the Committee or unless summoned in accordance with Rule 4(d) or (e) the meetings may be devoted entirely to educational talks, films, and/or visits and no other business need be discussed or minutes read.
- (c) All of the above meetings shall be open by invitation to all members of the Branch, sufficient copies of the notice of the Meeting being sent to the Honorary Secretaries of the other Groups within the Branch for circulation to members of these Groups.
- (d) General Meetings shall be held as required at times and places determined by the Group Committee, of which at least seven days notice in writing must be given to members; such notice shall specify the exact business to be discussed and no other business shall be transacted or resolution proposed of which such notice has not been given.
- (e) On a requisition in writing, signed by, or on behalf of five members being received by the Honorary Secretary, a General Meeting shall be called forthwith giving at least seven days, and not more than twenty-one days notice thereof. Such notice shall specify the exact business to be discussed at the meeting and no business shall be transacted or resolution proposed of which such notice has not been given.
- (f) Every member present at a group meeting, irrespective of class, shall have one vote, but in cases of equality of voting the Chair shall have a second or casting vote.

5. Committee and Officers

- (a) The Group Committee shall consist of a Chair, Vice Chair, Honorary Secretary (which office may be joined with that of Treasurer) and Committee members as determined by the ensuing subsections of this Rule.
- (b) The Committee shall be elected by ballot from members within the Group.
- (c) The Chair and Vice Chair of the Group shall be elected from among the Committee members of the Group at the Annual General Meeting.
- (d) There shall (also) be elected at the Annual General Meeting an Honorary Secretary (which office may be joined with that of Treasurer) and a suitably qualified person as an Auditor. Nominations for the office of Honorary Secretary proposed by a



member of the Group and seconded by two others shall be addressed to the Group Secretary so as to reach him no later than the first day of February in each year.

- (e) The Committee shall hold office for one year and unless the members of the Group at a General Meeting have decided otherwise all members of the Committee shall be eligible for re-election.
- (f) All members of the Group of whatever grade shall be eligible for election as officers of the Committee.
- (g) The officers, other than the Auditor, shall be entitled to be present and vote at all meetings of the Committee.

6. Proceedings, Powers and Duties of the Committee

- (a) The Committee shall have power to co-opt for a specific purpose any members of the Group to serve on the Committee and to fill any casual vacancy occurring thereon.
- (b) The Committee may determine their own quorum, may regulate their own procedure (other than the appointment of a Chair when either the Chair or Vice Chair is present) and the procedure of any Sub-Committee appointed by them, and may delegate any of their powers and discretion to Sub Committees consisting of a quorum to include a Chair or elected Chair and three members, the Chair to have a second or casting vote.
- (c) The Committee shall manage the property, proceedings and affairs of the Group, and shall exercise all the powers of the Group which are not required to be exercised by the group in General Meetings, subject to any regulations from time to time made by the group in a General Meeting.
- (d) The Committee shall meet at times and places determined by itself, but if the Secretary shall receive notice in writing from three members of the Committee, requesting him to call a Meeting of the Committee, he shall do so forthwith giving at least seven days and not more than twenty one days' notice thereof.
- (e) The Committee shall not take any action not in accordance with the general policy of the Institution and any resolution, either of the Committee or a General Meeting which in any way affects matters of policy must be submitted forthwith to the Branch Committee and shall not become effective until approved by the Branch Committee.

- (f) The Chair and Treasurer shall be empowered to incur expense on behalf of the Group and Committee, and be authorised to operate a current banking account for the purpose, and shall notify the Committee of any action taken under this ruling.
- (g) The Committee shall ensure that a copy of notices of meetings, minutes of Group meetings, and copies of correspondence issued to Group members are sent to the Honorary Branch Secretary as soon as available.

7. Alteration of Constitution

The Constitution shall not be altered or added to except at a General Meeting of the Group at which such alteration or addition is approved by at least two-thirds of the members present, notice of the proposed alteration or addition having been given to members.

Note: any such alteration shall require the confirmation of the Branch Council before becoming operative.

Approved at a Group meeting held on day of 20

Signed _____

Group Chair Group Secretary

Approved by Branch Council:

Signed _____

Branch President Branch Secretary

Approved by the Board of Directors

Minute No. Dated: Day of 20

Signed _____ Board Chairman

