



The Board of Trustees is pleased to present proposed amendments to the Byelaws and the Supplemental Charter

The key changes proposed to the Supplemental Charter and Byelaws are as follows:

The extension of voting rights to Affiliates

There are two resolutions proposed that, together, would give Affiliates the right to vote. Two separate votes are needed because changes would be required to the Supplemental Charter and the Byelaws. These are Resolution 1 to change the Supplemental Charter and Resolution 2 to change the Byelaws. Both Resolutions must achieve a two thirds majority of those voting to approve them and grant Affiliates the right to vote

The Council be renamed “Council of the College”.

A resolution to change the formal name of the Council from “UK Council” to “Council of the College”. This is Resolution 3 and amends the Byelaws. The resolution needs a majority of two thirds of those voting for the proposed change to be approved.

To allow for International Division Chairs to be members of the Council, with them attending virtually.

Resolution 4 allows International Division Chairs to become full voting members of Council, with them attending virtually. This Resolution amends the Byelaws and requires a two thirds majority of those voting for the proposed change to be approved.

Appendices

Appendix 1 Marked up copy of the Supplemental Charter showing proposed changes in tracked changes

Appendix 2 Marked up copy of the Bye Laws showing proposed changes

Resolution 1

Supplemental Charter- voting rights for Affiliates and associated changes

In exercise of the power set out in Article 14 of the Supplemental Charter dated 30 April 1971 (as amended by Order in Council in 2014) and any other powers (if any):

1.1 to approve and confirm the resolution of the Board of Trustees dated 15 June 2023 to the effect that the provisions of the Supplemental Charter be added to, amended or revoked in the manner set out in Appendix 1 (as shown in tracked changes and yellow highlighting) presented to the Annual General Meeting subject to the following;

1.1(a) that the Board of Trustees may resolve to make non-substantive alterations to the additions, amendments or revocations to the Supplemental Charter set out in Appendix 1 on behalf of the College (which shall not require confirmation by the College in General or Special Meeting);

1.1(b) that the Privy Council may require changes to the additions, amendments and revocations to the Supplemental Charter which may be approved by the Board of Trustees on behalf of the College (which shall not require confirmation by the College in General Meeting or Special Meeting); and

1.1(c) that such additions, amendments and revocations to the Supplemental Charter shall take effect with effect from the date when allowed by the Privy Council.

Resolution 2

Byelaws – voting rights for Affiliates and associated changes

Subject to Resolution 1 being passed (otherwise this Resolution 2 shall fall away), in exercise of the power set out in Article 13 of the Supplemental Charter dated 30 April 1971 (as amended by Order in Council in 2014) and any other powers (if any):

2.1 to make, revoke and amend the current Bye-laws of the College (being the Byelaws adopted at Annual General Meeting on 25 June 2018 as approved by Order of the Privy Council dated 13 August 2018 and amended at the Special Meeting held on 28 November 2022 and approved by Order of the Privy Council dated 17 April 2023) in the manner set out in tracked changes and yellow highlighting in the Byelaws at Appendix 2 presented to the General Meeting subject to the following;

2.1(a) that the Board of Trustees may resolve to make non-substantive alterations to the Byelaws, revocations and amendments to the Bye-laws set out in Appendix 2 on behalf of the College (which shall not require confirmation by the College in General or Special Meeting);

2.1(b) that the Privy Council may require changes to the Byelaws, revocations and amendments to the Byelaws which may be approved by the Board of Trustees on behalf of the College (which shall not require confirmation by the College in General or Special Meeting); and

2.1(c) that such Byelaws, revocations and amendments to the Byelaws shall take effect with effect from the date when approved by the Privy Council.

Resolution 3

Byelaws - The Council be renamed “Council of the College”

In exercise of the power set out in Article 13 of the Supplemental Charter dated 30 April 1971 (as amended by Order in Council in 2014) and any other powers (if any):

- 3.1 to make, revoke and amend the current Bye-laws of the College (being the Byelaws adopted at Annual General Meeting on 25 June 2018 as approved by Order of the Privy Council dated 13 August 2018 and approved by Order of the Privy Council dated 17 April 2023) in the manner set out in tracked changes and blue highlighting in the Byelaws at Appendix 2 presented to the General Meeting subject to the following;
- 3.2 that the Board of Trustees may resolve to make non-substantive alterations to the Byelaws, revocations and amendments to the Bye-laws set out in Appendix 2 on behalf of the College (which shall not require confirmation by the College in General or Special Meeting);
- 3.3 that the Privy Council may require changes to the Byelaws, revocations and amendments to the Byelaws which may be approved by the Board of Trustees on behalf of the College (which shall not require confirmation by the College in General or Special Meeting); and
- 3.4 that such Byelaws, revocations and amendments to the Byelaws shall take effect with effect from the date when approved by the Privy Council.

Resolution 4

Byelaws - To allow for International Division Chairs to be members of the Council, with them attending virtually

In exercise of the power set out in Article 13 of the Supplemental Charter dated 30 April 1971 (as amended by Order in Council in 2014) and any other powers (if any):

- 4.1 to make, revoke and amend the current Bye-laws of the College (being the Byelaws adopted at Annual General Meeting on 25 June 2018 as approved by Order of the Privy Council dated 13 August 2018 and approved by Order of the Privy Council dated 17 April 2023) in the manner set out in tracked changes and green highlighting in the Byelaws at Appendix 2 presented to the General Meeting subject to the following;
- 4.2 that the Board of Trustees may resolve to make non-substantive alterations to the Byelaws, revocations and amendments to the Bye-laws set out in Appendix 2 on behalf of the College (which shall not require confirmation by the College in General or Special Meeting);
- 4.3 that the Privy Council may require changes to the Byelaws, revocations and amendments to the Byelaws which may be approved by the Board of Trustees on behalf of the College (which shall not require confirmation by the College in General or Special Meeting); and
- 4.4 that such Byelaws, revocations and amendments to the Byelaws shall take effect with effect from the date when approved by the Privy Council.