



INSTITUTE OF
ROOFING
EXPERTO | CREDE

Constitution & Rules

Institute of Roofing (Founded 1980)
31 Worship Street
London, EC2A 2DX

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SECTION 1: TITLE, OFFICE & OBJECTS

1.1 Title and office

The name of The Institute shall be “The Institute of Roofing” and its office shall be situated at:

31 Worship Street
London
EC2A 2DX

Or wherever the Board of Governors shall from time to time decide.

1.2 Objects

The Institute is established with the following objects:

- a) To become the recognised professional body for the roofing industry by achieving Chartered status.
- b) To promote and stimulate the improvement of the technical and general knowledge of individuals engaged in the roofing industry.
- c) To confer a recognised professional status on individuals in the roofing industry.
- d) To promote relevant training courses, seminars, lectures, work visits, study tours and by such other means as may be approved by the Board of Governors.
- e) To promote the general interest of those engaged in the industry and to maintain and extend same for the public advantage.
- f) To make awards to individuals in the industry in recognition of their achievement in, or contribution to, the advancement of the industry.
- g) To raise the profile of The Institute of Roofing for the betterment of the industry and its members

SECTION 2: DEFINITIONS

2.1: Definitions

In this Constitution and these Rules, unless the context is such as to indicate a contrary intention:

- a) "The Institute" means The Institute of Roofing.
- b) "Industry" means association with trade, manufacture, design and specification or management in roofing.
- c) "The Board" means the Board of Governors of The Institute.
- d) "The Staff" means the Staff of The Institute.
- e) "The Secretary" means the Secretary of The Institute.
- f) "The Officers" means the Chair, Vice Chair, immediate Past Chair and the Honorary Treasurer of The Institute.
- g) "The President" means the person invited by the Board of Governors to serve in this position.
- h) "Rule" means any rule of The Institute made and allowed in accordance with this Constitution and these Rules.
- i) Where a power is conferred, or a duty is imposed the power may be exercised and the duty shall be performed from time to time as occasion requires.
- j) Where a power is conferred or a duty is imposed on the holder of an office, as such, the power may be exercised, and the duty performed by the holder for the time being of the office.
- k) Where a power is conferred to make rules, regulations or standing orders, or to impose conditions, the power shall be construed as including a power, exercisable in the like manner and subject to the like consent, or approval, if any, to revoke, amend, or add to the rules, regulations, standing orders or conditions respectively.
- l) Words imputing the masculine gender shall include the feminine.
- m) Words in the singular shall include the plural and words in the plural shall include the singular.
- n) "Month" means calendar month.
- o) "Year" means, in relation to financial matters, the accounting year of The Institute which shall be from 1st September to 31st August
- p) "Year" means, in relation to tenure of office, the period from the conclusion of an Annual General Meeting to the conclusion of the next ensuing Annual General Meeting.
- q) "Year" and "annual" in any other context refers to a calendar year.
- r) "Committee" means any committee duly established by, or under the authority of the Board and a "Standing Committee" means any committee declared as such by, or under the authority of the Board.
- s) "Regional Officers" means the Chair, Vice-Chair, Honorary Secretary and Honorary Treasurer of the several Regions of The Institute.
- t) "Senior Management" means any person involved or employed within the roofing industry who has direct influence on strategic decision making within a business.

SECTION 3: MEMBERS

3.1 Grades of Membership

- a) Membership of The Institute shall consist of four grades, namely, Fellow, Member, Associate and Affiliate and shall be open to individuals engaged in the roofing Industry.
- b) All applicants must submit an application form together with a detailed Curriculum Vitae providing relevant evidence.

3.2 Membership Grades & Requirements

- a) **Honorary Fellow** - The Board of The Institute may award the Grade of Honorary Fellow (HonFloR) to any person within or outwith the roofing industry who has made a significant contribution to enhance or improve the roofing industry in general.
- b) **Fellows** - Fellowship of The Institute may be awarded by the Board to individuals who have rendered outstanding service to the industry and who are already holders of the Grade of Member (MIoR)
- c) **Members** - Every Member shall:
 - (i) Every Member shall have at least 10 years' experience in their respective roofing discipline and
 - (ii) Every Member shall be holding of NVQ L5 or above or hold academic achievement at an equivalent level in a relevant qualification

Or

 - (iii) Every Member shall have at least 10 years' experience in their respective roofing discipline and
 - (iv) Submit a project assignment (subject agreed by the Board of Governors) and / or attend a subsequent professional interview
- d) **Associates** - Every Associate shall:
 - (i) Have passed the examination detailed in 3.8

Or

 - (ii) Have the necessary National Vocational Qualification at Level 3 in a roofing related discipline required by The Institute, to give full exemption from the examination detailed in Sect. 3.8. Supporting documentation must be submitted at the time of application.
- e) **Affiliates**- Affiliation to The Institute is open to those individuals engaged in the roofing industry who are new or are in training or who do not qualify for direct entry to membership. The applicant must complete an application form accompanied by a detailed CV. The applicant will be affiliated for a maximum period of two years during which time the Affiliate will study for and undertake the Associate membership course and examination.

- f) Retired Members – Be they Fellows, Members, or Associates who have retired from working life.
- g) All grades of membership shall be open to all persons.

The following designatory initials may be used by the various grades of membership:

(i)	Honorary Fellow	HonFLoR
(ii)	Fellow	FLoR
(iii)	Member	MloR
(iv)	Associate	AlOR
(v)	Affiliate	AffloR

- h) It shall nevertheless be within the powers of the Board in particular cases to dispense with the aforesaid requirements where such action has the unanimous approval of all the Board present when an application is considered.
- i) Individuals who are approved by the Board to take the relevant course and examination at Associate membership level shall first enrol within The Institute as an Affiliate.
- j) Continuing Professional Development - The Board will publish in The Institute publication any requirements or amendments relevant to each grade of membership.

3.3 Election of Members

- a) Every person wishing to be admitted to membership of The Institute shall submit an application for consideration accompanied by the relevant evidence.
- b) Every applicant shall make and subscribe a declaration that they agree, if admitted, to be bound by the Charter and these By-laws and to further the objects of The Institute.
- c) All application forms of candidates duly completed shall be considered by the Membership Committee. The Institute of Roofing may refuse the application of any applicant whom it does not consider to be a fit or proper person.
- d) The Chair shall give notice of the decision of the IoR to each applicant and, upon such notice any applicant duly accepted shall, pursuant to this Constitution and these Rules become and continue to be subject to all the duties and obligations and entitled to all rights and privileges of the class of membership to which they have been elected.

3.4 Registers of Members

- a) The Register shall be maintained at the offices of The Institute and shall contain the names of all persons who have been accepted, together with their class of membership, the dates of their acceptance and particulars of their several professions or occupations and their addresses.
- b) Such particulars shall be amended or corrected as occasion may require and the names of all those on the Register who cease to be members shall be deleted from it.
- c) The Register shall be kept at The Institute's offices or such other place as the Board shall decide.

- d) It shall be the duty of every member, on or before July 31st each year to ensure the accuracy of personal data held by The Institute by such means as The Institute may from time to time decide.
- e) All personal data held by The Institute shall at all times be held, stored, and managed in accordance with Data Protection legislation prevailing at the time.

3.5 Membership Diploma

- a) Every Fellow, Member and Associate shall, upon payment of first subscription due under these Rules receive a certificate of membership and shall, so long as a fully paid member of The Institute is entitled to retain same in their possession.
- b) Every certificate issued to a member shall be the property of The Institute and in the event of cessation or suspension of membership shall be returned to the Board, failing which; it shall be surrendered on demand.

3.6 Resignation

- a) Any member wishing to resign membership of The Institute shall give notice in writing, with membership terminating at the end of that financial year unless otherwise stated.

3.7 Discipline of Members

- a) No member shall conduct themselves in such a manner as would in the opinion of the Board prejudice their professional status or the reputation of The Institute.
- b) Members shall ensure that advertisements and other public announcements, whether verbal or written, with which their names are associated are not such as would in the opinion of the Board bring The Institute into disrepute.
- c) The Board shall have power by a majority of two thirds of those present and voting at a meeting of the Board convened for the purpose at which at least 5 members are present,
 - (i) To reprimand a member,
 - (ii) To suspend a member from exercising any right or privileges of membership of The Institute for such period or on such conditions as the Board may determine,
 - (iii) To expel a member from The Institute.
- d) The Board may expel a member convicted of embezzlement, larceny, fraud, or other criminal offence upon proof to its satisfaction of such conviction.
- e) The Board may after enquiry expel, suspend, or reprimand any member who:
 - (i) Has been guilty of disgraceful conduct in roofing matters or:
 - (ii) Uses any designation or initials appertaining to membership of The Institute to which they are not entitled or:
 - (iii) Uses or permits to be used in conjunction with the title of a firm the designating letters or other description indicating membership of The Institute of Roofing except as allowed by section 10.9.

- f) The Board may on grounds which seem to them proper hold or order an enquiry into the conduct of a member. The complaint shall be forwarded to the Board in writing setting out the complaint against the member. If after such an investigation it is decided not to proceed, no entry of the complaint or requisition shall be made in any minute.
- g) The Board may at its first meeting after the Annual General Meeting appoint from the Governors a standing committee (hereinafter called "The Disciplinary Committee" to which all matters of professional conduct shall be referred, but in any particular case the Board may enquire into the case itself.
- h) The member concerned shall be entitled to appear before the Disciplinary Committee or to refute in writing matters of which complaint is made provided that within fourteen days of the service upon him of a notice of complaint, the member concerned has delivered or sent by post to the Secretary either a notice of intention to appear or a reply to the charges or both. If the member concerned fails to file such a notice or reply, the Disciplinary Committee and the Board may consider and act upon the complaint without any further notification to the member. Any notice of complaint of the conduct of a member shall be sent by recorded delivery service to the last known address of the member. Such notice shall:
 - (i) Contain particulars of the complaint and shall state the date, time, and place of the meeting at which the complaint is to be considered.
 - (ii) Shall notify the member of the requirement to reply within fourteen days stating intention to attend or otherwise or to make submission in writing refuting the complaint.
 - (iii) Inform the member of the rights of the Disciplinary Committee and the Board to proceed in the absence of the member and failure to reply.
 - (iv) Any recommendation that a member be expelled from The Institute shall be subject to confirmation by the Board and such decision shall be conveyed in writing to the member.
 - (v) The Board shall have power at any time to reinstate any person in their former rank as a member upon payment of a re-joining fee. Any application for reinstatement shall be in the manner which the Board may from time to time prescribe and any recommendation for reinstatement by the Disciplinary Committee shall require to be confirmed by the Board before becoming operative.

3.8 Examinations

- a) The Board shall prepare and shall approve examination syllabuses and papers for the admission of those grades of members referred to in Rule 3.2 and shall review and revise same from time to time as may be necessary.
- b) The Board may accept the qualifications of other bodies in lieu of those of The Institute where the Board is satisfied that the standard of such qualifications is not lower than that of The Institute and where the subjects covered thereby are approved by the Board.

SECTION 4: BOARD OF GOVERNORS

4.1 Constitution & Election

- a) The Board of Governors shall consist of up to 12 members inclusive of the Chair, Vice Chair and Hon. Treasurer and shall be chosen from the membership grades of Fellow (FIoR) and Member (MIoR)
- b) The Board shall consist of 8 number Governors who shall be invited onto the Board based on their industry experience, qualification, and reputation and 4 Governors who shall be elected from the general membership of The Institute.
- c) In the event of an equality of votes the result shall be determined from those obtaining an equal number of votes by a ballot of members of the Board as constituted prior to the meeting.
- d) The result of the ballot shall be announced at the Annual General Meeting.
- e) In the event of the death or resignation of a Governor, or inability to act, the Board may co-opt any Members, Fellows or Honorary Fellow member(s) of The Institute to the Board of Governors. The Members, Fellows or Honorary Fellow member(s) so co-opted shall only hold office until the next Annual General Meeting when they may offer themselves for election.
- f) Nominations for the election of Governors shall be invited not less than 90 days and shall be received not less than 60 days before the Annual General Meeting.
- g) Each nomination shall be proposed and seconded by a fully paid-up members eligible to vote (see 7.5(c). and shall have the consent of the nominee.
- h) Voting papers shall be circulated to eligible members (see Rule 7.5(c) not less than 30 days and shall be returned to arrive not less than 7 days, before the Annual General Meeting. The votes shall be counted in the presence of three scrutineers appointed by the Board of Governors.
- i) Governors invited or elected to the Board shall be eligible to serve for a term of three years. Retiring Governors shall be eligible to stand for re-election except in the event that the retiring Governor is serving as either the Chair, Vice-Chair, Honorary Treasurer, and Immediate Past Chair in which case the period of service shall continue to the end of the period in that office.
- j) The chair may with the general agreement of the Board co-opt suitably qualified members of The Institute at Member (MIO) or Fellow (FIO) grade where particular skills or knowledge are required. The members so co-opted may serve in that capacity for up to 2 years or for the duration of a particular project. Those members co-opted under this clause do not count towards the Board membership maximum of 12.

4.2 Officers & Trustees

- a) There shall be elected annually by and from the Board a Chair, a Vice Chair, and an Honorary Treasurer who shall be known as the Officers of The Institute.
- b) The Chair and Vice-Chair may be re-elected but shall not serve for more than two consecutive years in the same office.
- c) The Chair, Vice-Chair, Immediate Past Chair and Honorary Treasurer shall be the Trustees of The Institute. The duties and responsibilities of the Trustees shall be as decided from time to time by the Board.

4.3 President

- a) The President shall be invited by the Board to serve in this position. The President shall be a person of such stature as to enhance the reputation of The Institute.
- b) The President shall undertake such duties as from time to time may be agreed with the Board. The President shall ex officio be a member of the Board without a vote.

SECTION 5: MANAGEMENT

5.1 General

- a) The Board shall direct the affairs of The Institute.
- b) The Chair shall take the Chair as of right at all meetings of the Board and at all General Meetings, including the Annual General Meetings, at which the Chair is present. In the absence of the Chair the Vice-Chair shall preside if available, failing which the Board shall elect a Chair for a meeting of the Board from amongst the members present.
- c) The Board shall meet as often as the business of The Institute may require but at least once every 6 months. 5 people entitled to vote upon the business to be transacted, each being a member or proxy for a member, shall form a quorum.
 - d) All matters decided by the Board shall be by show of hands unless a ballot is demanded by not less than two of those present. In the case of an equality of votes, the Chair for the meeting shall have a second or casting vote.
- e) The Board shall draw up a yearly report on the state of The Institute for presentation at the Annual General Meeting.
- f) For day to day or time sensitive decisions requiring the Chief Executive Officer to confer or seek agreement of the Board, the Board will form an Executive Committee consisting of the Chair, Vice Chair and Hon. Treasurer.

5.2 Committees

- a) The Board shall be empowered to establish such committees as may be considered desirable from time to time, the membership of which shall be as the Board may decide. The Chair of any such committee shall be appointed by the Board and be a member of The Institute

5.3 The Staff

- a) The Chief Executive Officer – (CEO) will be appointed by the Board, to serve until any successor is appointed, on such terms and remuneration as the Board shall determine.
- b) The duties of the Chief Executive Officer shall be as the Board may determine from time to time.
- c) The Chief Executive Officer will be responsible to the Board for the efficient day to day running of the administrative affairs of The Institute in accordance with the duties and responsibilities detailed in the CEO job description including, subject to discussion with the Board, the sourcing, hiring and dismissal of any additional support staff required to carry out the business of The Institute.

5.4 Minutes

- a) Minutes shall be kept of all General Meetings, of all meetings of the Board of Governors, and of meetings of such other committees the Board may decide.
- b) Every Minute signed by the Chair of the meeting to which it relates or by the Chair of the next subsequent meeting shall be evidence of the facts stated therein.

SECTION 6: SUBSCRIPTION AND FINANCES

6.1 Fees & Subscriptions

- a) Annual subscriptions will be implemented on the 1st of September of each year. Payment will be due within 30 days of the invoice date.
- b) Any member whose subscription is in arrears after 30 days will not be entitled to attend or vote at any General Meeting nor participate in any ballot.
- c) Subscription fees which remain unpaid at 30th September will result in the withdrawal of that member's participation in and access to any member benefits until fees are fully paid
- d) Any member whose annual subscription is in arrears after September 30th will be contacted by whatever means The Institute deems necessary to encourage the member to bring fees up to date.
- e) Any member whose annual subscription is still in arrears on November 30th will be deemed to be lapsed and will be moved to the lapsed list.

If a member is placed on the lapsed list, access to any member on offer at that time will be withdrawn and for such time as fees remain unpaid.

Any member whose fees remain unpaid on 31st August following will be deemed to have surrendered their membership and will be removed from the membership roll.

Upon surrendering/termination of membership, the use of post nominals or reference to the Institute of Roofing will not be permitted.

- f) In the case of Fellows, Members and Associates, the Board may remit in the whole or in part any annual subscription, and arrears, and other charges, if due to ill-health or other sufficient causes the Board finds good reason for so doing.
- g) All Entrance Fees and initial subscriptions shall be payable before any class of membership is operative.
- h) Persons transferred from one class of membership to another shall pay the difference between the annual subscription charges for the current year relating to the old and new class of membership.
 - i) A member shall be liable for the payment of annual subscriptions due until:
 - (i) Claim to membership is forfeited, or
 - (ii) The member has notified The Institute of Roofing advising of their desire to terminate membership.

6.2 Finances & Accounts

- a) The Board shall ensure that proper accounts are kept recording all sums received and expended by The Institute as well as the assets and liabilities of The Institute. Such books shall be kept at the headquarters of The Institute or at such other place as the Board authorises and shall be open to any inspection on reasonable notice being given by any member of the Board.
- b) The Board shall submit to the Annual General Meeting:
 - (i) The Income and Expenditure Account of The Institute and
 - (ii) The Balance Sheet as at the end of the preceding financial year.
- c) The details given in (b) above shall be those which have been certified as correct by the Independent Assurance Report prepared by Chartered Accountants appointed by The Institute.
- d) A banking account or accounts in the name of The Institute shall be opened as the Board shall consider appropriate.
- e) Cheques drawn on The Institute's Bank Accounts shall be signed by any two signatories from The Institute's Officers – Hon. Treasurer, Chair or Vice-Chair or those deemed appropriate by the Board.
- f) The Board will approve the use of e-banking by The Institute with normal safeguards being applied to the account. This will be overseen by the Hon. Treasurer.
- g) All payments from Institute accounts which exceed £2000.00 must be agreed and counter-signed by the Hon. Treasurer.

6.3 Honorary Treasurer's Duties

- a) The Honorary Treasurer shall be satisfied at periodic intervals that The Institute's accounts are properly maintained and report findings to the Board.
- b) The Chief Executive Officer shall provide the Honorary Treasurer a copy of the Management Accounts on a monthly basis.

6.4 External Examination of Accounts

- a) An external Examiner shall be appointed to prepare an Independent Assurance Report at each Annual General Meeting to hold office until the following Annual General Meeting. Any vacancy which arises in such period shall be filled by decision of the Board.

6.5 Expenses

- a) Members of the Board and others carrying out duties at the request of the Board shall be entitled to be reimbursed expenses incurred in attending meetings of the Board and its committees, and in undertaking such duties as the Board may authorise in line with The Institute Expenses Policy.

SECTION 7: MEETINGS

7.1 General Meetings

- a) General Meetings of The Institute shall be the Annual General Meeting, and Extraordinary General Meetings.

7.2 Annual General Meeting

- a) The Annual General Meeting of The Institute shall be held in November at such time of day and at such venue as the Board may decide.
- b) The business of the Annual General Meeting shall be to:
 - (i) Receive and consider the Board's Annual Report
 - (ii) Receive the Annual Accounts.
 - (iii) Present the Board of Governors and to confirm the results of any elections to the Board if any be due.
 - (iv) Appoint an external Examiner of Accounts.

7.3 Extraordinary General Meeting

- a) An Extraordinary General Meeting may be called on any occasion which the Board considers necessary and shall also be called on a requisition in writing of not less than one tenth of members in The Institute.
- b) Any such requisition shall specify the nature of the business which the meeting is to discuss, and such meeting shall be held within 3 calendar months from the receipt by The Institute of the requisition. On such occasion, no business other than that which is the subject of the requisition shall be transacted.

7.4 Notice of General Meeting

- a) Not less than 21 days' notice of General Meetings shall be given to those members entitled to attend.

7.5 Attendance, Quorum and Voting at General Meetings

- a) General Meetings of The Institute shall be open to Fellows, Members, Associates and Affiliates whose subscriptions are not in arrears, see 6.1 and their guests
- b) The business of a General Meeting shall not commence until a quorum of 20 people entitled to vote upon the business to be transacted each being a member or proxy for a member within half an hour. If within half an hour after the time appointed for the meeting a quorum is not present, the meeting, if convened on the requisition of members shall be dissolved; in any other case it shall stand adjourned to such day, being not less than 21 days from the date of the meeting, time and place as the Board may determine. The members personally present at the adjourned meeting shall be a quorum.
- c) Whilst all members present at a meeting shall be entitled to participate in the business of the meeting, voting on any matter before the meeting shall be restricted to Fellows, Members, Associates and Affiliates whose fees are fully paid up to date. Every voting member shall have one vote on each motion at a General meeting, and that vote shall, except as provided by Rule 7.6, be given personally.

d) A motion:

- (i) On a proposal that The Institute should petition for a Charter.
- (ii) On a proposal that The Institute should amalgamate with another organisation.
- (iii) On a resolution involving a change to this Constitution or these Rules.

Shall require for its adoption at least 75% of the members present to vote and a decision reached by simple majority of votes: an affirmative vote from not less than two-thirds of those voting, in person or by proxy, on the motion. Every other motion shall be decided by a simple majority of votes; in the case of an equality of votes, the Chair of the general meeting shall be entitled to a second or casting vote. A declaration by the Chair that a motion has been carried, or carried by a majority, or lost shall be sufficient evidence of the decision of the meeting.

7.6 Proxy at General Meetings

- a) A member entitled to vote may appoint another member as their proxy to vote for them at any meeting on any of the following motions:
 - (i) A proposal that The Institute petition for a Charter.
 - (ii) A proposal that The Institute amalgamate with another organisation.
 - (iii) A resolution involving a change in any provision of this Constitution and these Rules.
 - (iv) A resolution that The Institute in general meeting should confirm the amount of the annual subscription payable by members prescribed by the Board in accordance with Rule 6.1 (a).
 - (v) Any other resolution at the discretion of the Board; a member shall appoint a proxy by giving to the Board notice in writing, in the form prescribed by the Board, not less than 48 hours before the time fixed for the general meeting.

7.7 Conduct of Business at General Meetings

- a) The Board shall make Standing Orders determining the order of, and the manner of conducting the business of, and the way in which members may record their votes at, and any other matter relating to a general meeting of The Institute not provided for in these Rules and may revoke or vary such Standing Orders.

7.8 Conduct of Business at General Meetings

- a) Any voting member wishing to bring any motion before the Annual General Meeting may do so provided that:
 - (i) Notice in writing of the proposed motion is received by the Board not less than two calendar months before such Annual General Meeting; and
 - (ii) The notice sets out the terms of the proposed motion and this is supported by one twentieth of the voting rights shall signify their support by signing the notice.
- (iii) A notice of Motion may be proposed by the Board to the Annual General Meeting outwith the conditions expressed in 7.8 (i) & (ii) above if supported by not less than two thirds majority of those present at the Board Meeting where the Notice of Motion is proposed.

7.9 Chair of General Meetings

- a) At a general meeting the Chair shall be:
 - (i) The Chair of the Board; or failing
 - (ii) The Vice-Chair of the Board or in the absence of the Vice-Chair
 - (iii) Some other member of The Institute chosen by the meeting

SECTION 8: REGIONAL BRANCHES

8.1 General

- a) The Board shall have power to form Regional Branches in the United Kingdom of Great Britain and Ireland. Regional Branches shall conduct their activities at all times in accordance with this Constitution and these Rules.
- b) A Board member will be nominated to represent the interests of and support for each region

8.2 Area

- a) The area covered by each region shall be as decided, or subsequently agreed by the Board.

8.3 Officers

- a) The Region shall elect a Chair, a Vice-Chair and Honorary Secretary each year.
- b) The Chair and Vice-Chair may be re-elected but shall not serve for more than two consecutive years without standing for re-election for the same office.
- c) There is no limit on the number of times an Honorary Secretary may be re-elected.

8.4 Regional Committees

- a) Regions will elect a Regional Committee consisting of a Chair, Vice Chair and Honorary Secretary and up to three additional members. Regional Committees shall consist of not more than six persons including the Officers.
- b) Committee members shall be re-elected at the Regional Annual General Meeting each year.
- c) Affiliates shall not be eligible to serve on Regional Committees.
- d) Regional Committees may co-opt persons either to fill a vacancy or to serve for a particular purpose and shall meet as necessary to conduct the business and activities of the Region.
- e) A majority of the elected Officers and Committee members present at a Regional Committee meeting shall constitute a quorum, provided at least one Officer is present.

8.5 Duties of Regional Honorary Secretary

- a) The Regional Honorary Secretary shall organise and ensure that members are notified of all Regional activities. The Regional Secretary shall prepare minutes of all formal meetings of the Region and of the Regional Committee if one is elected.

8.6 Regional Meetings

- a) The Region's year for financial and reporting purposes shall commence on 1st September. The first General Meeting after 1st September shall be the Annual General Meeting of the

Region. The Region may hold such other meetings as the members decide. Meetings shall be called and conducted in accordance with Section 7 of these Rules.

- b) The Regional Chair or the Regional Vice-Chair shall preside at all Regional meetings. In the event that neither the Regional Chair, nor Vice-Chair being present within 15 minutes of the publicised starting time the meeting shall elect a Chair from the members present.
- c) All members of The Institute shall be entitled to attend Regional meetings. Guests may be invited at the discretion of the Region.
- d) Regional Committees will establish a minimum of 2 Regional Meetings per year (not including the Regional AGM). These meetings to be advertised via various media to the membership.
- e) Regional Committees will submit reports/photographs of Regional Meetings to H.O. as soon as practicable after the meeting.

SECTION 9: PUBLICATIONS

9.1 Standard of Publication

- a) The Board shall ensure that there is an adequate organisation and an adequate procedure for dealing with the publications of The Institute in order to maintain the technical standards and general quality of those publications.

9.1 Rights of Publication

- a) Every member who submits to The Institute or to a Branch or a meeting of The Institute or Branch, a communication, including any thesis or assignment with a view to publication or shall send such a communication to The Institute shall be deemed to undertake that:
 - (i) The member will not offer their communication for publication elsewhere or permit it to be published elsewhere within six months of its receipt by The Institute unless its publication has been declined by The Institute and,
 - (ii) If the communication is accepted for publication The Institute shall thereupon become entitled to an exclusive licence, which shall include the right to sub-license, in respect of any copyright therein and that they will, if then called upon to do so, execute a formal licence to The Institute of the said copyright, including the sole right to publish in any form, in any language, in any part of the world, the whole or any part of their communication. The Institute shall not refuse any reasonable request from an author to reproduce their own work elsewhere in whole or in part.
 - (iii) Every non-member who submits a communication as aforesaid shall be required to sign an undertaking in the same terms provided always that The Institute shall have power to modify or waive the said undertaking in any particular case.

SECTION 10: MISCELLANEOUS

10.1 Notice to Members

- a) The service of any Notice or other document for which provision is made in these may be affected either by giving it to any member personally or by sending it by post to the member at the address or using the email address recorded against their name on the Register. The notice or other document sent by post shall have been deemed to have been served 48 hours after it had been posted. Any period of notice for which provision is made in these Rules shall be exclusive of the day on which it is given or deemed to have been served and of the day fixed for the meeting or the procedure concerned. The accidental failure to send a notice or other document to any member or the nonreceipt of a notice or other document by any member shall not invalidate the meeting or procedure to which it refers.

10.2 Awards by the Institute

- a) The Board may grant medals, lectureships, scholarships, and other awards from time to time to persons, whether members or not, selected by the Board or by a committee established by, or under the authority of, the Board. Every such award shall be subject to such rules and conditions as may be prescribed by the Board.

10.3 Custody of Certain records

- a) The Register, all Minutes and all accounting and other records dealing with or recording the conduct of the business of The Institute except the business transacted by a Regional Branch, shall be kept upon the premises of The Institute in the custody of the Staff and shall not be removed from the said premises or kept elsewhere except by the authority of the Board. Accounting records shall be under the control of the Honorary Treasurer.

10.4 Custody of Deeds & Securities

- a) All deeds, securities, and other documents of title shall be deposited for safe keeping with the bankers of The Institute who shall be required to produce them for inspection and verification to the Examiner of Accounts and such other persons as the Board may from time to time determine.

10.5 Indemnity & Officers

- a) The President, the Honorary Treasurer, all members of the Board, members concerned with the publication of journals of The Institute of journals published jointly by The Institute and any other body, Regional Branch Officers, the (servants) employees of The Institute shall be indemnified by The Institute in respect of all losses and proper expenses incurred by them and claims made against them in or about the proper discharge of their respective duties, except such as may arise from their own respective wilful default, and none of them shall be liable for any other person, or for any loss or expenses caused to The Institute except in the case of like default.

10.6 Interpretation & Rules

- a) The decision of the Board on any difficulty arising out of the proceedings of any Regional Branch or as to the interpretation of these Rules shall be final and binding on all Members.

10.7 Alteration of Rules

- a) A proposal for the alteration of these Rules may be put to Annual General Meeting of The Institute either by the Board or by not less than one twentieth of the total voting rights who have signed the proposal and deposited it with The Institute of Roofing. In the latter case the proposal shall not be considered until a report on it by the Board has been prepared for submission to the Annual General Meeting; the proposal and the report shall be circulated with the notice of the meeting.

10.8 Form of Records

- a) Any register, minute or accounting record required to be kept by The Institute may be either by making entries in books or by recording the matters in question electronically or in any other manner.

10.9 Company Promotion

- a) Use of The Institute logo by commercial companies, organisations or concerns will be restricted to active sponsors of The Institute, by prior permission, in writing from The Institute.

END.