



At the Council Chamber, Whitehall

THE 14th DAY OF JULY 2011

BY THE LORDS OF HER MAJESTY'S MOST HONOURABLE
PRIVY COUNCIL

The Privy Council has approved the revised Byelaws of the Chartered Institute of Educational Assessors as set out in the Schedule to this Order.

Judith Simpson

SCHEDULE

REVISED BYELAWS OF THE CHARTERED INSTITUTE OF EDUCATIONAL ASSESSORS

BYELAWS OF THE CHARTERED INSTITUTE OF EDUCATIONAL ASSESSORS

Interpretation

1. In the event of any inconsistency between the provisions of the Charter and the provisions of the Byelaws, the provisions of the Charter shall prevail.
2. In this Charter and these Byelaws, unless the context otherwise requires:
 - (i) "the Institute" shall mean The Chartered Institute of Educational Assessors;
 - (ii) "the Auditors" shall mean the auditors or the examiners for the time being of the Institute;
 - (iii) "the Board" shall mean the board of trustees for the time being of the Institute ;
 - (iv) "these Byelaws" shall mean the Byelaws of the Institute, as amended from time to time;
 - (v) "the Chair" shall mean the chair for the time being of the Board;
 - (vi) "clear days" in relation to a period of notice means that period excluding the day when the notice is given or deemed to be given or on which it is to take effect;
 - (vii) "month" shall mean a calendar month;
 - (viii) "the Office" shall mean the place designated from time to time by the Board as the principal office of the Institute;
 - (ix) "writing" shall mean written, printed, lithographed, or in any electronic form, or partly one and partly another, and other means of representing or producing words in a visible form.
 - (x) An 'Extraordinary General Meeting' is any general meeting of the members other than the Annual General Meeting.
 - (xi) 'Special Business' means business requiring that notice be given twenty-one clear days before the meeting at which it is to be discharged in favour, and shall only be agreed if three quarters of those voting are in favour in person or by proxy.
 - (xii) Unless the subject context requires otherwise, words importing the singular number only shall include the plural number, and vice versa, words importing the masculine gender only shall include the feminine gender and words importing persons shall include corporations.

Voting Members

3. There shall be three categories of voting members of the Institute, Fellows, Full Members, Associate Members. References in these Byelaws to "voting members of the Institute" shall be construed as references to Fellows and to Members and to Associate Members.

4. The Board shall from time to time determine and publish criteria for Fellowship, criteria for Membership and criteria for Associate Membership.

5. Every person who wishes to become a voting member shall deliver to the Institute an application for voting membership in such form as the Board may require and the Chief Executive shall consider each application and shall grant Fellowship or Membership or Associate Membership (as the case may be) to each and every person who fulfils the criteria determined and published. An unsuccessful applicant may appeal to the Board stating his grounds of appeal.

6. The Board shall from time to time determine and publish requirements for continuing professional development by voting members.

7. A voting member shall be entitled to vote in the election to fill vacancies in the Board.

8. A voting member shall pay to the Institute such subscription and at such time as the Board shall determine.

9. Only those who are practising as assessors (by whatever description is used) shall be eligible for admission to the Register of Chartered Educational Assessors and be able to use the post nominals as included in the Rules from time to time. The process for admission shall be as follows and detailed implementation procedures shall be provided in the Rules.

(a) The Board shall oversee the development and periodical review of the application of criteria for admission to the Register of Chartered Educational Assessors (based upon initial graduate qualifications, experience and the commitments to undertake continuing professional development and to abide by a code of professional conduct)

(b) The Chief Executive shall recommend to the Board details of the acceptance or rejection of those applying for admission to the Register, and

- the decisions following its investigation of all complaints about Registrants and where appropriate,
- the decisions of the Disciplinary Committee.
- An unsuccessful applicant may appeal to the President stating the grounds of appeal.

(b) The Board shall appoint a Disciplinary Committee to hear evidence of complaints against Registrants and any explanations given by such Registrants and shall then make recommendations to the Board.

(c) The Disciplinary Committee shall comprise three persons of whom two shall be members of the Institute and one shall be an independent non-member. It may further appoint a legal advisor to give advice in respect of law and procedure but who shall not have a vote on the decisions.

10. In addition:

(i) a Fellow shall be entitled, for so long as he is such a Fellow, to suffix his name with the designation FCIEA (or such other designation as the Board may from time to time determine);

(ii) a Member shall be entitled, for so long as he is such a Member, to suffix his name with the designation MCIEA (or such other designation as the Board may from time to time determine);
and

(iii) an Associate Member shall be entitled, for so long as he is such an Associate Member, to suffix his name with the designation ACIEA (or such other designation as the Board may from time to time determine).

Determination of Voting Membership of the Institute

11. Any voting member (who is not at the time subject to disciplinary proceedings) may resign his membership at any time by giving notice in writing to the Institute, but he shall remain liable for any outstanding subscriptions.

12. Voting membership may be revoked by the Institute if the Board is satisfied following disciplinary proceedings, that the voting member concerned:

(i) has committed any material breach of the code of professional practice of the Institute in force from time to time;

(ii) has failed to comply with any requirement imposed upon him for continuing professional development;

(iii) is in arrears with his subscription or any other sum due from him to the Institute;

(iv) has acted or omitted to act in such a way as to bring, or risk bringing, the Institute into disrepute;

(v) has acted or omitted to act in such a way as seriously to damage, or risk seriously damaging, the status of assessment; or

(vi) has been convicted of any arrestable criminal offence, other than an offence under the road traffic legislation for which a fine or non-custodial sentence is imposed.

13. No part of a voting member's subscription shall be repayable on his resignation or the revocation of his voting membership.

Companionship

14. The Board may from time to time appoint as a Companion of the Institute any person, not complying with the criteria for Fellowship, Membership or Associate Membership of the Institute, but who the Board nevertheless considers has made or can make an outstanding contribution to the work of the Institute and shall not use any designatory suffix. A Companion shall not be a voting member of the Institute.

Affiliates

15. The Board may appoint as an Affiliate any person who shall apply to be an Affiliate and who shall satisfy the criteria therefor, such criteria to be determined and published from time to time by the Board. Affiliates shall not be voting members of the Institute but shall enjoy such privileges and be subject to such requirements as the Board shall decide..

Students

16. The Board may appoint as a Student any person who shall apply to be a Student and who shall satisfy the criteria therefor, such criteria to be determined and published from time to time by the Board. Students shall not be voting members of the Institute but shall enjoy such privileges and be subject to such requirements as the Board shall decide

General Meetings

17. The Annual General Meeting shall be held once in every year at such place and at such time as the Board may determine, provided that not more than fifteen months shall elapse between such meetings.

18. The President or the Chair of the Board may at any time convene an Extraordinary General Meeting and the Board shall convene such a meeting whenever so required in writing by not less than 5% of the voting members of the Institute from time to time.

19. At least twenty-one days clear notice of every General Meeting specifying the place, day and hour of the General Meeting and the general nature of the business to be transacted shall be given by notice sent by post or electronically to every voting member having a registered address within the United Kingdom.

20. The accidental omission to give notice of a General Meeting to any person entitled to receive such notice shall not invalidate anything done at such General Meeting.

21. At all General Meetings, each voting member shall, subject as hereinafter provided, be entitled to one vote.

22. A person otherwise entitled to vote, who has not paid every subscription or other sum due, shall not be entitled to vote.

23. Votes may be given either personally or by proxy. A proxy must be another voting member of the Institute.

24. The Rules governing voting by proxy shall be published in the Rules.

25. The business of the Annual General Meeting shall be to receive and consider the annual report of the Board and the accounts, and to elect the Auditors. All other business transacted at any Annual General Meeting and all business transacted at an Extraordinary General Meeting shall be deemed special.

26. Twenty persons entitled to vote, being present in person or by proxy, shall be a quorum at a General Meeting of the Institute.

27. The President shall be entitled to take the chair at every General Meeting. If the President is not present at the time appointed for such General Meeting, the Chair of the Board shall be entitled to take the chair, and failing him, the voting members present shall choose one of their number to take the chair.

28. If within half an hour of the time appointed for the General Meeting a quorum is not present, the General Meeting shall stand adjourned to such day (not being more than 21 days thereafter) and at such hour and place as the Chair thereof shall determine, and, if at such adjourned meeting a quorum is not present, those persons who are then and there present, in person or by proxy, and entitled to vote shall be a quorum and may transact the business for which the General Meeting was called.

29. At any General Meeting, a resolution put to the vote shall be decided on a show of hands, unless a poll is, before or upon the declaration of the result of the show of hands, demanded by the Chair or by at least three voting members present in person or by proxy, and unless a poll be so demanded, a declaration by the Chair shall be conclusive evidence of the fact of the result of the vote. The demand for a poll may be withdrawn.

30. If a poll is demanded in the manner aforesaid, it shall be taken at such time and place, and in such manner, as the Chair of the General Meeting shall direct, and the result of the poll shall be deemed to be the resolution of the General Meeting.

31. No poll shall be demanded on the election of a Chair of a General Meeting, or on any question of adjournment.

32. The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.

33. In the case of an equality of votes, whether on a show of hands, or on a poll, the Chair of the General Meeting shall have a second and casting vote.

The Board

34. Unless otherwise determined by a General Meeting, membership of the Board shall be constituted as follows:

(i) the Chair;

(ii) not less than three and not more than six members elected by the voting membership from amongst themselves.

(iii) not less than three and not more than six persons appointed with appropriate qualifications and/or expertise in assessment, education, financial or charitable matters who, in the view of the Board, shall provide additional expertise. Such appointments shall be made on an annual basis by the Board.

Each Trustee shall serve in a personal capacity and not in a representational capacity.

35. As far as is possible, regard shall be had to the desirability of promoting diversity within the Board.

36. The Chair shall be a person not already a member of the Board but who has such experience and expertise in the opinion of the Board that he will exercise appropriate leadership. The Chair shall normally serve for a three year period

37. At each Annual General Meeting and at each subsequent Annual General Meeting, one third of the Board (other than the Chair) shall retire, or if the number is not a multiple of three, the whole number nearest to one third.

38. The members of the Board to retire shall be those who have been longest in office since their last appointment. As between members of equal seniority, the members of the Board to retire shall, in the absence of agreement, be selected from amongst themselves by lot. A retiring member shall be eligible for re-election, but shall serve no more than two three-year terms of office consecutively.

39. Any person appointed or elected to a casual vacancy shall remain in his office so long only as the member in whose place he is appointed would have held office.

Powers of the Board

40. The Board may exercise all such powers as are not by the Charter or these Byelaws required to be exercised or done by the Institute in General Meeting.

41. Each member of the Board shall be indemnified by the Institute against any liability incurred by him *bona fide* in the proper discharge of his office or duty.

Proceedings of the Board

42. The Board shall meet together at least three times a year for the dispatch of business and may adjourn its meetings as it thinks fit. A quorum shall be one-third of members including the Chair.

43. Questions arising at any meeting of the Board shall be decided by a majority of votes, each member present having one vote. In case of an equality of votes the Chair of the meeting shall have a second and casting vote.

44. Any four members of the Board may summon a meeting of the Board by notice. A member of the Board who is absent from the United Kingdom shall be entitled to notice of a meeting sent to his registered address.

45. The Chair shall be entitled to preside at all meetings of the Board at which he shall be present. If, at any meeting, the Chair is not present within ten minutes after the time appointed for holding the meeting or is unwilling to preside, the members of the Board present shall choose one of their number to be Chair for that meeting.

46. All acts *bona fide* done by any meeting of the Board or by any person acting as a member of the Board, shall, notwithstanding it is afterwards discovered that there was some defect in the appointment of any such person, or that they or any of them were disqualified, shall be as valid as if every such person was qualified to be a member of the Board.

47. The Board shall cause proper minutes of the proceedings of all meetings and any such minutes of any meeting, if purporting to be signed by the Chair of such meeting, or by the Chair of the next succeeding meeting, shall be sufficient evidence of the decisions taken without any further proof of the facts therein stated.

48. A resolution in writing signed by all the members for the time being of the Board who are entitled to receive notice of a meeting of the Board shall be as valid and

effectual as if it had been passed at a meeting of the Board duly convened and constituted.

49. A member of the Board shall be treated as present at a meeting of the Board notwithstanding that he is not physically present if he is in communication with the meeting by telephone or other telecommunication link and, for the purpose of these Byelaws, meetings of the Board shall include meetings held by telephone or any other form of telecommunication link provided that (i) all members of the Board have received notice of the meeting and the means of communication to be employed therefor; and

(ii) the telephone or telecommunication link is so arranged that it is possible for each member of the Board to hear and be heard by each other person participating in the meeting and the terms "meeting" and "meet" shall be construed accordingly.

Committees

50. The Board may delegate any of its functions to committees. Such committees shall consist of such persons as the Board thinks fit, so long as one or more of such persons is a Board member. Any committee so formed shall, in exercise of the powers so delegated, conform to all regulations imposed upon it by the Board and published from time to time in the Rules.

Disqualification of Trustees

51. The office of a trustee shall be vacated if:

(i) by notice in writing to the Institute he resigns his office;

(ii) he becomes bankrupt or makes any arrangement or composition with his creditors generally;

(iii) he becomes of unsound mind; or

(iv) he becomes prohibited by law from being a trustee of the Institute.

President

52. There may be a President who shall be appointed by the Board for such term and subject to such conditions as the Board shall decide.

53. The President shall be a person of outstanding ability in teaching, learning or educational assessment who has made a significant contribution to his profession over the course of his career.

54. The function of the President shall be to represent the Institute at the highest level in its relations with Government and other organisations.

Chief Executive

55. A Chief Executive shall be appointed by the Board for such term, at such remuneration and upon such conditions as it shall think fit and any Chief Executive so appointed may be removed by the Board, subject to the contract of employment..

56. The Board may entrust to and confer upon the Chief Executive such of the executive powers exercisable under these Byelaws by the Board as it may think fit.

57. The Chief Executive shall engage all persons to be employed under him and shall be responsible for them.

58. The Chief Executive shall be entitled to receive notice of and to attend and speak, but not to vote, at all General Meetings of the Institute, all meetings of the Board and all meetings of any committee. The Chief Executive shall, however, absent himself from all discussions concerning his performance or remuneration. The Chief Executive may be accompanied by such senior staff of the Institute as the Chair of the meeting shall consider appropriate.

Observer

59. For so long as the Institute is in receipt of funds from the Qualifications and Curriculum Authority (or its successor body), the Qualifications and Curriculum Authority (or its successor body) shall be entitled to receive notice of and appoint an observer to attend all General Meetings of the Institute, all meetings of the Board and all meetings of any committee.

Accounts

60. The Board shall cause accounting records to be maintained.

61. At the Annual General Meeting of the Institute in each year, the Board shall lay before the Institute an income and expenditure account for the period since the last preceding accounting reference date together with a proper balance sheet made up as at the same date. Every such balance sheet shall be accompanied by proper reports of the Board and of the Auditors, and copies of such account, balance sheet and reports shall, not less than 21 clear days before the date of the General Meeting at which they are to be laid, be delivered or sent by post to the Auditors and to all other persons entitled to receive notices of General Meetings.

Audit

62. At the Annual General Meeting each year, the voting members shall appoint the Auditors. The remuneration of the Auditors shall be fixed by the Institute at the Annual General Meeting at which the Auditors are so appointed. The Auditors shall be eligible for re-appointment. Any casual vacancy in the office of Auditors may be filled by the Board.

63. Once at least in every year, the accounts of the Institute shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by the Auditors.

Rules

64. Rules may from time to time be made, amended or repealed by the Board with respect to matters not covered by the Royal Charter and Byelaws.

65. Such Rules as may be made shall be subject to review and approval or otherwise by the members of the Institute at the Annual General Meeting taking place next after such Rule or Rules shall have been made, amended or repealed as the case may be or at an earlier Extraordinary General Meeting duly called, but such Rule or Rules

shall be treated as valid until such review shall have taken place notwithstanding the decision reached upon such review.