

# **Regulations for procedure at General Meetings**

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The Chartered Institute for Archaeologists is incorporated by Royal Charter.

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# Regulations for procedure at General Meetings

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Refer to the Royal Charter and by-law in particular clause 3.6 – 3.12 and 11.1 – 12

For the purposes of these Regulations

- A ‘Resolution’ is a proposal made to a General Meeting which requires notice and a vote
- A ‘Motion’ is a procedural recommendation made to the General Meeting for example to ‘proceed to the next item of business’, ‘to adjourn’ or that ‘the Resolution should be now put to a vote’

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## **REGULATIONS FOR PROCEDURE AT GENERAL MEETINGS**

### **1. NOTICE**

1.1 Notice of General Meeting shall be sent to all members in accordance with clause 11.1 of the Royal Charter

### **2. ORDER OF BUSINESS**

2.1 The business dealt with at every Annual General Meeting (AGM) and set out in the Notice of General Meeting should include

- (a) To approve the minutes of the last AGM
- (b) To announce the candidates elected to the Board of Directors and the Advisory Council
- (c) To receive and consider reports of the Board of Directors and Auditors, to approve accounts, and to appoint the Auditors
- (d) To consider and, if thought fit, pass Resolutions set out in the Notice of General Meeting

2.2 The order of business set out in the Notice of General Meeting may only be varied by a majority vote of those present at the meeting on a Motion duly proposed and seconded.

### **3. MOTIONS WHICH MAY BE MOVED WITHOUT NOTICE**

The following Motions may be moved without notice

- 3.1 To elect a Chair of the meeting in accordance with the Charter and by-laws
- 3.2 To adjourn the meeting in accordance with regulations 5.1 and 9.4
- 3.3 To vary the order of business in accordance with regulation 2.2
- 3.4 That any item of business be delegated to a committee
- 3.5 That consent be given to withdraw a proposed Resolution
- 3.6 To proceed to the next item of business
- 3.7 That the Resolution should be immediately put to the vote
- 3.8 To suspend these Regulations in accordance with regulation 7
- 3.9 That the consent of the Institute be given where the consent of the Institute is required by these Regulations
- 3.10 To extend the time limit for speeches
- 3.11 To reintroduce an item of business in accordance with regulation 4.18

#### 4. CONDUCT OF DEBATE

- 4.1 Resolutions printed in the Notice of General Meeting shall be taken as read and referred to by their number as printed.
- 4.2 A Resolution must be proposed and seconded before it can be discussed.
- 4.3 Any Resolution once proposed and seconded, shall only be withdrawn with the consent of the meeting.
- 4.4 Once a Resolution has been seconded, the proposer may speak to the meeting in support of the Resolution. If the proposer sits down without speaking upon it, they lose the right of addressing the meeting thereon, but the proposer shall have the right of reply.
- 4.5 Any member who seconds a Resolution may speak to the meeting in support of the Resolution after the proposer has spoken. If they declare their intention to do so, a seconder can reserve their speech until a later stage of the debate on that Resolution.
- 4.6 A member shall (if capable) stand when speaking and shall address the Chair. If two or more members rise to speak, the Chair shall call upon one to speak.
- 4.7 A member shall not make or read out statements on behalf of another member who is not present at the meeting.
- 4.8 Every member except the member who is speaking shall remain seated unless they rise to raise a point of order or in personal explanation.
- 4.9 When the Chair rises, no member shall continue standing, nor shall any member rise until the Chair sits down again.
- 4.10 Except with the consent of the meeting, the speech of the proposer of any Resolution shall not exceed five minutes. Any other speech shall not exceed five minutes.
- 4.11 A member who has spoken on any Resolution shall not speak again while it is the subject of debate, except
  - (a) on a point of order;
  - (b) by way of personal explanationprovided that the proposer of a Resolution has a right of reply at the close of the debate, immediately before the Resolution is put to the vote.
- 4.12 A member may rise on a point of order or in personal explanation and shall be entitled to be heard. A point of order shall relate only to an alleged breach of the Charter, by-laws or regulations of the Institute, and the member shall specify the clause or provision, and the way in which they consider it has been broken. A personal explanation shall be confined to some material part of their speech

which may appear to have been misunderstood in the present debate. The ruling of the Chair on a point of order, or on the admissibility of a personal explanation, shall not be open to discussion, but shall be final.

4.13 When a Resolution is under debate, no other Motion shall be moved except the following

- (a) that the item of business is delegated to a committee
- (b) to proceed to the next item of business
- (c) that the Resolution be immediately put to the vote
- (d) to suspend these Regulations in accordance with regulation 7
- (e) to adjourn the meeting in accordance with regulations 5.1 and 9.4
- (f) that a member be permitted to withdraw a proposed Resolution
- (g) to extend the time limit for a speech

4.14 No substantive amendments may be made to Resolutions.

4.15 If an amendment to a Resolution is proposed, the Chair will ask those present at the meeting to vote on whether the amendment is substantive. If the majority of those present at the meeting agree the amendment is substantive, the amendment will not be permitted.

4.16 The Chair may at any time determine that a Resolution has been sufficiently debated and put the Resolution to the vote, provided that the proposer has a right of reply at the close of the debate on the Resolution being discussed.

The Chair must be satisfied, before exercising this power, that putting the Resolution to the vote will not stifle useful discussion and will not prevent the views of a minority from being expressed.

4.17 Any member who has not spoken on the Resolution being discussed, may move without comment, at the conclusion of the speech of any other member, 'that the Resolution be now put to the vote,' on the seconding of which, the Chair, if they are of the opinion that the Resolution being discussed has been sufficiently discussed, shall put the Motion, 'that the Resolution be now put to the vote,' without discussion. If a Motion, 'that the Resolution be now put to the vote,' is carried, the Chair shall call upon the proposer of the original Resolution to reply and at the conclusion of such a reply, shall put the Resolution to the vote.

4.18 Any member who has not spoken on the Resolution being discussed may move with a brief explanation, 'that the Institute proceed to the next item of business', on the seconding of which the Chair shall immediately put such a Motion, without discussion, to the vote.

If the Motion to proceed to the next item of business is carried, the Resolution being discussed, shall not be reintroduced during the same meeting (including

any adjournment thereof) until all the other business set out in the Notice of General Meeting has been completed and then only if a member moves that the item in question be reintroduced, on the seconding of which, the Chair shall immediately put the Motion to reintroduce without discussion, to the vote.

- 4.19 Any member who has not spoken on the Resolution being discussed may move with a brief explanation, ‘that the meeting be adjourned’, on the seconding of which, the Chair shall immediately put the Motion without discussion, to the vote.

If a Motion to adjourn the meeting is carried, the meeting shall be adjourned to a time fixed by the Chair at the time the meeting is adjourned.

## 5. ADJOURNMENT

- 5.1 If at any time during the discussion of any Resolution it appears to the Chair that the Resolution would, if passed

- (a) have the effect of materially increasing the expenditure or reducing the revenue of the Institute; or
- (b) involve capital expenditure

the Chair may direct that the Resolution be adjourned without further debate to the next General Meeting of the Institute in order that

- (a) any committee specifically concerned may, if it so wishes, report on the effect of the proposed Resolution; and
  - (b) the Honorary Treasurer may report on the financial aspects of the proposals,
- and the Resolution shall stand adjourned accordingly.

## 6. VOTING

- 6.1 At all General Meetings of the Institute the voting members shall, subject to by-law 11.8 of the Charter by-law, be entitled to one vote in accordance with these Regulations.
- 6.2 In accordance with clauses 12 and 13 of the Royal Charter, members present at a General Meeting shall be considered as those who cast a vote online or in person at a General Meeting.
- 6.3 Votes may be cast on Resolutions put to a meeting by either
  - 6.3.1 Voting online as notified by the Institute; or
  - 6.3.2 In person at a General Meeting as a show of hands
- 6.4 Once the meeting has agreed ‘that the Resolution be now put to the vote’ the Chair will call upon the voting members at the meeting to cast their vote by a show of hands. The votes for and against a Resolution by a show of hands shall be counted and added to the record of votes for and against that Resolution cast online. The total of the votes shall be announced.

6.5 Voting on a Resolution shall be decided by a simple majority of those voting, unless otherwise stated in the Charter or by-laws

6.6 Voting members abstaining from voting on a Resolution, either online or in person, shall be discounted from the total number of voting members casting a vote

7. SUSPENSION OF REGULATIONS FOR GENERAL MEETINGS

7.1 Any one or more of these Regulations may be suspended as regards any business at such meeting, by Motion, duly proposed and seconded, to suspend, either entirely, or to the extent specified in the Motion, and passed by a majority of not less than three-quarters of the members present and entitled to vote.

8. REPORTS CONSIDERED AT GENERAL MEETINGS

8.1 This regulation 8 shall apply to the report of Officers of the Institute.

8.2 No report of an Officer of the Institute, etc, shall be considered at a General Meeting unless a copy of the report was received by the Board of Directors no later than the day on which the last Board of Directors' meeting prior to the General Meeting in question was held.

8.3 Upon the consideration of the report the Chair shall, unless such report is being referred back or withdrawn by the consent of the meeting, move the receipt of that report.

8.4 On the consideration of a report, any member may call the attention of the meeting to, and the meeting discuss any subject, whether referred to in the report or not, which may at the time be within the competence of that member.

8.5 If any debate on any subject matter in the report takes place at the meeting, there shall be no further debate on the same or like subject matter in the report of any other Officer of the Institute, etc, submitted later at the same meeting.

9. CONDUCT AT MEETINGS OF THE INSTITUTE

9.1 The Chair shall call a member to order for irrelevance, repetition and unbecoming language, or any breach of order, and may direct such member when speaking to discontinue their speech.

9.2 If, in the opinion of the Chair, there shall be disorder or persistent disregard of authority of the Chair, the Chair shall be entitled to protect the meeting in the conduct of its business, by directing the member or members causing such disorder, or disregarding such authority, to retire from the meeting for the remainder of the meeting, or any less period.

When the Chair so directs a member to retire and a member does not retire forthwith, the Chair shall give directions for the removal of the member and such directions as may be necessary for restoring order to the proceedings.

- 9.3 In the event of any dispute or disagreement as to the application of these Regulations during the course of a meeting, the decision of the Chair shall be final and conclusive.
- 9.4 The provisions hereof are without prejudice to any ability of the Chair to adjourn any meeting under any powers vested in them by the Charter, by-laws or regulations or otherwise howsoever.

#### 10. AMENDMENT OF REGULATIONS FOR GENERAL MEETINGS

- 10.1 The Board of Directors shall have power to alter, add and amend these Regulations at any time during the period between General Meetings, but no alteration, addition, or amendment shall become effective unless written notice of the change is given to all members of the Institute no later than Notice of General Meeting at which the altered, expanded or amended orders are to come into force.