

Model Regional Constitution

A Introduction and Background

1. Following the Review of ICE Governance 2011, new terms of reference for UKRAC were approved by Council which placed responsibility upon UKRAC for developing and maintaining a Model Constitution for UK Regions, as well as for reviewing any individual regional constitutions before recommending the revision to Council for approval.
2. The amendments to the model regional constitution have been developed with input from UKRAC and Regional Directors
3. In accordance with Council Paper C/56/2015, the model regional constitution was approved by Council and any further amendments to the model regional constitution shall be reviewed and endorsed by UKRAC
4. The amendments are deemed necessary to address two subjects:
 - a. Clarification that members who are not professionally qualified but have attained FICE or AMICE are eligible to be considered for the position of Regional Chair
 - b. The provision of an informal process to deal with misconduct issues

B Recommendation

1. UKRAC invited to APPROVE the revised Model Constitution

Model Regional Constitution

		Notes <i>Clauses 1.0,2.0,3.0,5.3,6.1, 7.0, 10.0 and 11.0 are mandatory</i>
1.0 Interpretations		
	<p>1.1 In this constitution By-law No 1 of the Institution, “<i>Interpretation</i>”, shall apply where relevant.</p>	<u>ICE By-Laws</u>
2.0 Constitution		
	<p>2.1 ICE Yorkshire and Humber Region is established in accordance with the By-laws of the Institution, and is an integral part of the Institution. The ‘Region’ shall be known as “ICE Yorkshire and Humber” and shall include any Branches, City Clubs, Specialist Interest Groups (SIGs) or Engineering Clubs (ECs) that may be formed in the Region.</p>	
	<p>2.2 Members of ICE Yorkshire and Humber shall be members of the Institution, for whom their registered address is within the area defined on the map accessed via the ICE website. ICE members may elect additionally or alternatively to belong to one or more other Regions but members shall only be eligible to vote and to hold office in one Region.</p>	<u>ICE near you</u>
	<p>2.3 The Constitution of ICE Yorkshire and Humber and any amendments shall be agreed by not less than two-thirds of the number of Corporate and Technician Members of the Region present and voting at a General Meeting and shall not have effect without the approval of ICE Council.</p>	<i>UKRAC to scrutinise revisions to Regional Constitutions and forward to ICE Council as Part 2 Paper</i>
	<p>2.4 All assets of ICE Yorkshire and Humber are the property of the Institution and in the event of the Region being dissolved, for whatever reason, shall revert to the Institution.</p>	
3.0 Object		
	<p>3.1 The object of ICE Yorkshire and Humber shall be to promote in its area the object of the Institution as described in the Royal Charter. Activities undertaken by the Region shall deliver ICE’s strategy and be guided by ICE Business Plan approved by Council. They shall not be in conflict with the By-laws of the Institution or contrary to policies determined by Council. For this purpose ICE Yorkshire and Humber will:</p>	<u>Royal Charter</u>

Model Regional Constitution

	<ul style="list-style-type: none"> a. <i>Arrange meetings, lectures and seminars of a professional nature to share knowledge</i> b. <i>Grow the membership in order to ensure the promotion and development of civil engineering and the Institution</i> 	
4.0 Branches, City Clubs, Specialist Interest Groups (SIGs) and /or Engineering Clubs (ECs)		
	<p>4.1 ICE Yorkshire and Humber may establish within its area Branches/ City Clubs and SIGs/ECs in particular aspects of civil engineering. The Regional Committee shall be responsible for these and may lay down or approve Constitutions and Terms of Reference for them and approve subsequent changes. SIGs/ECs may admit to membership persons who are not members of the Institution subject to any rules laid down by the Regional Committee</p>	
5.0 Governance		
	<p>5.1 Regional Committee (“Committee”)</p> <p>The Committee shall be responsible for directing the affairs of ICE Yorkshire and Humber in accordance with Clause 3 above. The ICE Yorkshire and Humber Regional Business Plan and Regional Budget should be developed with the Regional Director in accordance with ICE budget guidelines and then approved by the Committee, subject to overall budget approval by ICE Executive Board and Council. The Committee may also appoint a Regional Executive Board to assist and guide the Regional Director in managing the day to day operation of the Region and where necessary make recommendations to the Committee.</p> <p>The Committee shall consist of the following members :</p> <ul style="list-style-type: none"> a. The Chair, with membership grade FICE, MICE or AMICE (who will represent ICE Yorkshire and Humber on UKRAC) b. Vice- Chair(s) with membership grade FICE, MICE or AMICE c. The Officers of ICE Yorkshire and Humber (see Cl. 5.3)) d. Representatives of Branches or City Clubs e. Elected Corporate Members of whom ideally at least two will be registered Incorporated Engineers f. An Elected Technician Member g. One Past Chair h. Regional member of Council and, subject to the willingness of the individual(s) concerned and the Committee, any other members of Council who reside or have a place of business or employment within the ICE Yorkshire and Humber area i. A representative of Graduates and Students (G&S) Committee j. Representatives of each SIG/EC as determined by the Committee k. Regional Director (non-voting) 	<p><i>A Technician Member who is admitted to Corporate membership while a member of the committee may remain on the committee until the end of the session</i></p> <p><i>A Graduate member who is admitted to Corporate or Technician membership whilst a member of Committee may remain on the committee until the</i></p>

Model Regional Constitution

end of the session

	<p>To enhance the effectiveness of the Committee it is recommended that this Committee should have no more than 30 members.</p>	<p>Within the Committee there should ideally be a minimum of nine Corporate Members (who can also be Corporate Member representatives of Branches or City Clubs)</p>
	<p>5.2 Regional Executive Board</p> <p>The Regional Executive Board, if utilised, shall comprise:</p>	

Model Regional Constitution

	<ul style="list-style-type: none"> a. Chair b. Vice Chair(s) c. Honorary Secretary d. Honorary Treasurer e. Regional Director (non-voting) f. Other members as agreed by the Committee on an annual basis (e.g. Regional member of Council, G&S Chair) 	
	<p>5.3 Officers</p> <p>The Officers of ICE Yorkshire and Humber shall be:</p> <p>a. Honorary Secretary The role and responsibility of the Honorary Secretary is defined as :</p> <ul style="list-style-type: none"> • General management of the Committee’s business • The succession planning and management of appointments to the Committee • Implementation of the Region’s Constitution and oversight of branch Constitutions • Appreciation of the Royal Charter and charity regulatory requirements <p>b. Honorary Treasurer The role and responsibility of the Honorary Treasurer is defined as:</p> <ul style="list-style-type: none"> • Ensuring regional budget is prepared each year in accordance with ICE budget guidelines and timetable • Monitoring and auditing regional expenditure against budget • Providing financial guidance to the Committee and Regional Support Team (RST) <p>c. Other Officers as agreed by the Committee</p> <p>All Officers shall be ICE Members and appointed by the Committee for a term not exceeding three years. Officers can be re-appointed by Committee for a further three year term but a third three year term is only permitted by exception if necessary to assist succession planning</p>	<p><i>In the absence of the appointment of an officer, responsibility rests with the Regional Chair</i></p>
<p>6.0 Election of Committee</p>		

Model Regional Constitution

	<p>6.1 The Corporate and Technician Members of the Committee shall be elected by the Corporate and Technician Members of ICE Yorkshire and Humber to serve for a period of three years. Retiring members shall not normally be eligible for re-election until the expiry of one year.</p> <p>Should new nominations not be forthcoming for membership of the Committee, retiring members may, subject to ratification by Committee / Regional Executive Board, serve for a further three year term.</p>	
	<p>6.2 Election will be by means of voting. The form and content of the election shall be determined by the Committee or Regional Executive Board.</p>	<p><i>Should insufficient Corporate Members be elected, Corporate Member representatives of City Clubs /Branches can be approved by a show of hands at the AGM</i></p>
	<p>6.3 The Committee shall arrange, so far as may be practicable, that one third of the Elected Members are elected each year.</p>	
	<p>6.4 Committee shall annually request nominations (via hard copy and /or electronic communication), from the membership. If there are no more candidates than vacancies, the candidates shall be deemed to be elected. Refer to 6.5 for guidance on nomination of candidates.</p>	<p><i>It is the responsibility of members to keep their own contact details up to date on MyICE</i></p>

Model Regional Constitution

	<p>6.5 Nominations of candidates for the Elected Members shall be a combination of:</p> <p>a. Corporate Member or Technician Members who have been proposed by two professionally qualified members of ICE Yorkshire and Humber. Nominations for inclusion in the ballot shall be sent to the Honorary Secretary, by the date fixed by the Committee. The proposal must be in writing together with the written consent of the candidate. No voting member shall sign more than one such paper</p> <p>b. Corporate Member representatives of ICE Yorkshire and Humber Branches or City Clubs, proposed by the Branches/City Clubs and ratified by a show of hands at the AGM</p>	<p><i>It is up to the Committee to determine how many elected members are voted in as Branch/ City Club representatives (see also 5.1).</i></p> <p><i>Not all 'Elected Members' are to be Branch/ City Club representatives. There should exist the opportunity for a member to be nominated/ voted on the Committee.</i></p>
	<p>6.6 The Chair shall be elected annually by the Committee, ideally from the Vice-Chairs. Alternatively the existing Chair may be elected as Chair provided he/she shall not hold that office more than two years consecutively and, on ceasing to be Chair, shall not be eligible to hold that office again for a period of three years.</p>	<p><i>In exceptional instances the Committee may wish to consider inviting a Member to join the Committee as Regional Chair in the absence of a suitable nomination from within the current Committee</i></p>
	<p>6.7 The Vice-Chairs shall be elected annually by the Committee.</p>	
<p>7.0 Regional Support Team</p>		
	<p>7.1 The Regional Support Team is employed by the Institution to manage the delivery of the ICE Business Plan in Yorkshire and Humber. The RST is led by a Regional Director. The Regional Director shall manage the business of ICE Yorkshire and Humber and is responsible for developing and managing the approved ICE Yorkshire and Humber Regional budget.</p> <p>The Regional Director will work in partnership with the Committee/Regional Executive Board to ensure the delivery of the Regional Business Plan does not exceed the budget. The RST is line managed through the ICE Directorate and acts as a conduit for</p>	

Model Regional Constitution

	information and priorities between the ICE Directorate and ICE Yorkshire and Humber.	
8.0 Committee Procedure		
	8.1 At any meeting of the Committee where a formal vote is to be taken, a minimum of “50% plus one” or 8 committee members (whichever is the lesser number) shall form a quorum, provided at least 75% of those attending are Corporate Members. All committee members shall be entitled to vote and if required, the Chairman of the meeting shall have a second or casting vote.	
	8.2 The Committee may form sub-committees and may co-opt both members and non-members of the Institution. Sub-committees shall report to the Committee. The Chair (or his/her nominee) shall be an ex-officio member of all sub-committees.	
	8.3 Should members of the Committee/Executive Board fail to participate in three consecutive meetings without justifiable reason, they may be asked by the Honorary Secretary to consider their position and stand down.	
9.0 The Session, AGM and SGMs		
	9.1 The Session shall commence annually immediately after the Regional AGM or at a date to be agreed by the Committee.	
	9.2 The Annual General Meeting of ICE Yorkshire and Humber, of which members shall receive not less than fourteen days’ notice (via hard copy and/or electronic communication), shall be held at a time decided by the Committee but not more than 15 months from the previous Annual General Meeting. The Committee shall present its Report for the previous year and the membership of the Committee for the ensuing session shall be declared.	

Model Regional Constitution

	<p>9.3 The Committee may at any time summon a Special General Meeting to consider any business connected with the Institution or the Region, and the Committee is bound to do so on a requisition in writing of twenty members of ICE Yorkshire and Humber of any grade specifying the object of the meeting. A notice stating the business of the meeting shall be sent (via hard copy and/or electronic communication) to all members at least fourteen days before the time appointed by the Committee for the Special General Meeting. The business of the meeting shall be limited to the matters stated in the notice convening the meeting.</p>	
	<p>9.4 For Annual or Special General Meetings twenty members comprising Corporate and Technician Members shall form a quorum, provided at least 75% of those attending are Corporate members. All members of ICE Yorkshire and Humber shall have the right to attend Annual and Special General Meetings, but only Corporate and Technician Members are eligible to vote.</p>	
10.0 Finance		
	<p>10.1 The finances of ICE Yorkshire and Humber shall be overseen by the Honorary Treasurer in accordance with the responsibilities in 5.3b. The Regional Director is accountable for the Regional budget.</p>	
	<p>10.2 The ICE Regions are part of the Institution and their accounts form part of the published accounts of the Institution.</p>	
11.0 Misconduct procedures		

Model Regional Constitution

	<p>11.1 Members are bound by the ICE Code of Professional Conduct and are expected to conduct themselves in a professional manner and to treat others (including ICE staff) with courtesy and respect.</p> <p>11.2 Cases of alleged misconduct may be dealt with informally:</p> <ul style="list-style-type: none"> • In the case of a member or ICE employee complaint against another member, this should be investigated by the Regional Chair, Regional Council member or appropriate alternative Committee Member. All meetings should be documented • If the situation is not resolved locally it can be escalated to VP Membership • If the matter remains unresolved through informal intervention, it can then be referred to the ICE Professional Conduct Panel <p>11.3 In the case of a member complaint against an ICE employee, this will be addressed through internal HR procedures and can be referred to Director UK Regions or Director Membership</p>	
--	---	--