

Modernising the Local Institute Model Constitution

1/8/2021

In response to feedback from several local institutes, the regional membership team have been working with the CII's governance department to update the local institute model constitution.

Revising both the content and style of the document has ensured we reflect current arrangements and that the document is appropriate for today's way of working, whilst meeting expectations about effective governance.

Our aim is to produce a model constitution that is flexible and works for all institutes, from the smallest to largest, and that will remain relevant for the foreseeable future. The new document needs to provide sufficient detail but not be too prescriptive and be easy to use and understand.

As an organisation we are seeking to provide a baseline or minimum requirements that all institutes can sign up to and operate within – but of course institutes can choose to go further and reflect the best practice as described in the Assessment Criteria. The Constitution is supported by resources on [Network Know-how](http://www.cii.co.uk/knowhow) [http://www.cii.co.uk/knowhow] that provide more detail on what best practice looks like as well as relevant policies to inform institutes' decisions on how they work in practice.

The new model constitution went through a consultation process with key stakeholders including the Local Institute National Forum.

Overview of key changes

Membership: We have simplified this to focus on members of the CII living or working in the local area, and removed types of membership no longer widely used, such as honorary and social membership. There is still flexibility which allows other CII members to join an institute outside the area where they live or work if they so wish.

Vice Presidents: We have clarified and simplified arrangements: there may be up to four Vice Presidents who should either be Past Presidents or other eminent CII members who are appointed annually. Following the consultation process, we are retaining the role of Honorary Vice President and provision for local institutes to elect new ones if they so wish (although they are not required).

President: We have aligned the drafting about the President's term of office with that in the CII Byelaws which provides flexibility for the local institute to determine when it should run – it previously stipulated that they served from one AGM to the next. Local institutes can continue as before or may choose to change to a different period, for example electing a President at an AGM to take office for the following calendar year (as the CII is moving to).

Council:

Membership: We have defined the President, Deputy President, Secretary and Treasurer as the key officers which all Institutes need and set out the arrangements for the appointment of these and other roles. We would expect most Institutes to have other roles, including Education Secretary and Diversity Officer, and have set out arrangements for the appointment of these, but do not want to be overly prescriptive to ensure that the model constitution works for all. We have added a clause which allows the Council to terminate a Council member's appointment should this ever be needed.

Accounts: All Institutes apart from those with an income below £7k will be required to have their accounts either audited by a professional auditor or independently examined by someone who is a member of one of the UK's accountancy bodies. This is consistent with the approach now taken by other organisations and seeks to protect the Institutes' key officers and particularly the Treasurers who are handling large sums of money on behalf of Institute members:

- Income above £250k: audit by a professional auditor.
- Income £7k-250k: accounts independently examined by an individual who is a member of one of the UK's accountancy bodies.
- Below £7k: accounts examined by an individual who must demonstrate sufficient financial awareness, numeracy skills and relevant experience to carry out the work and make the judgements required.

AGM: We have modernised requirements and arrangements for the AGM, including allowing virtual meetings and participation and simplifying voting arrangements.

Adopting the new model constitution

In terms of next steps, we suggest that you initially table the revised model constitution at a forthcoming council meeting to discuss as a council – a copy can be downloaded below.

Any questions or queries can then be raised with your Regional Membership Manager.

In the interests of consistency, our preference is that local institutes adopt this model constitution, but you are of course welcome to revise if you consider it necessary, although we ask that you run proposed amendments past your Regional Membership Manager who can discuss changes with the CII's Governance Director. Please note any changes will need to be provided at least four weeks before your AGM is due to take place.

Once your council is happy with the revised constitution it will need to be added to your AGM agenda with a motion for it to be adopted. At your AGM the model constitution should be proposed, seconded and then voted on – ensuring members are aware of the key changes (as highlighted above).



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