

# **THE CHARTERED INSTITUTE OF PUBLIC RELATIONS REGULATIONS (revised December 2025)**

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## **SECTION 1 - DEFINITIONS AND INTERPRETATION**

### **1. Definitions**

- (1) Words and expressions defined in the Charter and the By-Laws bear the same meaning in the Regulations and the same rules of construction apply.
- (2) In the Regulations the following definitions (in addition to those referred to in paragraph (1) above) apply:

**“British Isles”** means the United Kingdom of Great Britain and Northern Ireland, the Channel Islands and the Isle of Man

**“CPD”**, an abbreviation for Continuous Professional Development, means a scheme of structured personal professional development and learning supervised by the Institute.

## **SECTION 2 - INSTITUTE MEMBERSHIP, ADMISSION, RIGHTS AND PRIVILEGES, SUBSCRIPTIONS AND FEES, TERMINATION OF MEMBERSHIP, DISCIPLINARY POWERS, CHARTERED PRACTITIONERS**

### **2. Members (By-Law 3 (a))**

- (1) The following individuals are eligible to be admitted as Members:
  - (a) Individuals whose applications are acceptable to the Board who are currently working in or teaching public relations (or temporarily unemployed). Conferred after two years' experience in professional practice in a PR discipline, including but not limited to: media relations, internal communication, crisis communication, public affairs, investor relations, social media, corporate writing, events management.
  - (b) Individuals whose applications are acceptable to the Board who have for six months been working in or teaching Public Relations (or temporarily

unemployed) and who previously have at least two years' experience in professional practice in one of a group of complementary disciplines including, but not limited to: journalism, marketing, corporate strategy, social media, advertising. To qualify for full MCIPR, applicants must have completed a CIPR career transition course and be signed up to the online CPD programme.

- (c) Graduates whose applications are acceptable to the Board who are working in a professional PR role, as follows:
- From a CIPR-recognised four-year undergraduate PR 'sandwich' degree course: MCIPR granted on graduation.
  - From a CIPR-recognised three-year undergraduate PR degree course (or four-year, non-sandwich course in Scotland): MCIPR granted on completion of one year's experience in a professional PR role, post-graduation.
  - From a CIPR-recognised master's degree course (straight from undergraduate degree with no professional PR experience): MCIPR granted on completion of one year's professional PR experience, post-graduation.
- (2) Individuals admitted as Members shall be entitled to a certificate of membership, to use the postnominal designation MCIPR and to exercise voting rights in the affairs of the Institute.
- (3) All Members will be listed in an online, publicly searchable register of members, to include: Surname, Name, Honours, Member Grade, Chartered or Accredited status, and whether the member is listed on a register of lobbyists.

### **3. Fellows (By-Law 3 (b))**

- (1) The Board may confer Fellowships upon Members in recognition of distinction in the public relations profession as defined by the Board from time to time. Nominations for Fellowship made by at least five Fellows or Members shall be considered where they satisfy all of the following:
- (a) the nominee is a voting Member of the Institute;

- (b) the nominee can demonstrate on the prescribed Fellowship nomination form that they have made a significant contribution to the Institute and/or the development of the public relations profession generally;
  - (c) the nominee must be an Accredited or Chartered Public Relations Practitioner at the time of their nomination unless they already hold a retired category of Membership
  - (d) the Chair of the Professional Development and Membership Committee approves the nomination.
- (2) Fellows shall be entitled to a Fellowship Certificate, to use the post nominal designation 'FCIPR' and to exercise voting rights in the affairs of the Institute.
  - (3) All Fellows will be listed in an online, publicly searchable register of members, to include: Surname, Name, Honours, Member Grade, Chartered or Accredited status, and whether the Fellow is listed on a register of lobbyists.
  - (4) All Fellows shall belong to one of two divisions. Division 1 shall consist only of those admitted into Fellowship before 21 June 2019 and Division 2 shall consist of all those admitted to Fellowship after this date and of any admitted before it who elect to move from Division 1.
  - (5) The Institute shall withdraw the designation Fellow and the postnominal letters FCIPR from individuals in Division 2 who have not elected to become Retired Members and who fail to complete the required number of points in the CIPR's CPD scheme each cycle. Such individuals will retain the grade of Member and the postnominal letters MCIPR.

#### **4. Honorary Fellows (By-Law 3 (c))**

- (1) In exceptional circumstances the Board may admit individuals from within or without the Institute as Honorary Fellows in recognition of outstanding services to the Institute and/or the development of the public relations profession generally. Nominations for Honorary Fellowship shall be considered by the Board if made using the form prescribed by the Board from time to time.
- (2) Honorary Fellows shall be entitled to a Certificate of Honorary Fellowship of the

Institute, to use the postnominal designation 'Hon FCIPR' and to exercise voting rights in the affairs of the Institute.

- (3) All Honorary Fellows will be listed in an online, publicly searchable register of members, to include: Surname, Name, Honours, Member Grade, Chartered or Accredited status, and whether the Honorary Fellow is listed on a register of lobbyists.

## **5. Associates (By-Law 3 (d))**

- (1) Associate Membership shall be open to individuals:
  - (a) whose applications are acceptable to the Board and who have less than two years' professional experience in the practice of public relations after leaving school, graduating or prior non-related work. Graduates from a CIPR-recognised three-year undergraduate PR degree course (or four-year, non-sandwich course in Scotland) or a CIPR-recognised master's degree course (straight from undergraduate degree with no professional PR experience) will be eligible to become MCIPR after one year's experience in a professional PR role.
  - (b) whose applications are acceptable to the Board and who have graduated from a CIPR recognised degree course and who are now seeking employment in Public Relations.
- (2) Associate Members shall be entitled to a Certificate of Associate Membership, and to use the description Associate Member of the Institute of Public Relations and the postnominal designation ACIPR. They shall be entitled to the same benefits as Members other than voting rights in the affairs of the Institute.
- (3) Associate Members may remain as such only so long as they do not meet the criteria for full Membership of the Institute. At such time as they do, they must apply for transfer to that grade of membership.
- (4) All Associates will be listed in an online, publicly searchable register of members, to include: Surname, Name, Honours, Member Grade, Chartered or Accredited status, and whether the Associate is listed on a register of lobbyists.

## 6. Affiliates (By-Law 3 (e))

- (1) Affiliate Membership shall be open to individuals whose applications are acceptable to the Board in the following categories:
  - (a) **Affiliates**, who are working in affiliated disciplines including, but not limited to: human resources, design, print, media production. They do not have the right to use any designation or to vote in the affairs of the Institute
  - (b) **Global Affiliates**, who shall be individuals permanently based overseas who require only the benefit of access to the member area of the Institute website. They do not have the right to use any designation or to vote in the affairs of the Institute.
- (2) Affiliates in each category may remain as such only for as long as they do not meet the criteria for Membership or Associate Membership. At such time as they do, they must apply for transfer to the appropriate grade of membership.
- (3) All Affiliates will be listed in an online, publicly searchable register of members, to include: Surname, Name, Honours, Member Grade, Chartered or Accredited status, and whether the Affiliate is listed on a register of lobbyists.

## 7. Student Members (By-Law 3 (f))

- (1) Student Membership shall be open to individuals whose applications are acceptable to the Board and who are taking a higher education course that lasts at least 12 months. Student Members shall only be entitled to retain such grade of membership for such period as may be determined by the Board from time to time.
- (2) Student Members shall not be entitled to use any postnominal designation, to receive notice of or attend General Meetings or to vote in the affairs of the Institute.
- (3) All Student Members will be listed in an online, publicly searchable register of members, to include: Surname, Name, Honours, Member Grade, Chartered or Accredited status, and whether the Student Member is listed on a register of lobbyists.

## 8. Retired Members (By-Law 3 (g))

- (1) Retired Membership shall be open to any Fellows or Members who have retired from active professional life and whose applications are acceptable to the Board.
- (2) Retired Members shall retain the right to use the postnominal designation to which they were entitled at the time of their application and shall be entitled to receive notice of and attend General Meetings and to vote in the affairs of the

Institute.

- (3) All Retired Members will be listed in an online, publicly searchable register of members, to include: Surname, Name, Honours, Member Grade, Chartered or Accredited status, and whether the Retired Member is listed on a register of lobbyists.

#### **9. Corporate Affiliates (By-Law 3 (h))**

The Board may admit on such terms as it may determine Corporate Affiliate Members, which shall be businesses, whether incorporated or not, practising or supporting the practice of public relations and which wish to demonstrate their support for the objects of the Institute. They must agree to abide by those sections of the Code of Professional Conduct which are applicable to corporate bodies. Corporate Affiliates may, if the Board so determines, be permitted to use Institute branding and to purchase services on special terms.

#### **10. Overseas Members**

The above categories of individual or corporate membership shall be open to applicants normally resident or based outside the British Isles who would qualify for membership were they living or based within the British Isles, provided their applications are acceptable to the Board.

#### **11. Admission to Membership (By-Law 2)**

- (1) Applicants for membership of the Institute in any grade or category shall submit an application on the appropriate form supplied by the Institute, which shall include an undertaking to be bound by the Constitution of the Institute.
- (2) 10. The Board or a duly authorised committee of the Board shall have power (at its absolute discretion and without giving any reasons) to accept, decline to accept or postpone any decision on an application for admission to Institute membership or for a change of grade or category of Institute membership. Any such power may be delegated, in whole or in part, to the Chief Executive or other employee of the Institute.

#### **12. Membership Certificates**

Certificates of Membership issued to members of any grade shall remain the property of the Institute but may be retained by the member so long as s/he shall remain a member.

#### **13. Fees and Subscriptions (By-Law 6)**

- (1) Save as otherwise provided in these Regulations, every Institute member (other than an Honorary Fellow) shall pay an annual subscription and an admission fee on applying to be admitted as an Institute member in such amount as may from time to time be determined by the Board.
- (2) Annual subscriptions shall be payable in advance. The first annual subscription payable by a new Institute member shall be due when the application for admission to Institute membership is made. Subscriptions in subsequent years shall be payable on the dates and terms notified to the member.

- (3) The annual subscription and the admission fee payable by each category of Institute member shall be reviewed annually by the Board. Any decision to change the subscription rates or admission fees must be taken by a majority of not less than two-thirds of Members of the Board present at the relevant Board meeting.
- (4) The Chief Executive may, in their absolute discretion but subject to any limits imposed by the Board, waive (in whole or in part) any subscription and/or fee payable by any Institute member specified by the Chief Executive or satisfying any condition specified by the Chief Executive. In exercising such discretion, regard may be had to any factor deemed relevant.
- (5) In the event of a Retired Member subsequently resuming employment, the member shall revert to their previous category of membership and shall pay the appropriate annual subscription on the next subscription renewal date following the date of resumption of such employment.

#### **14. Termination of Institute Membership (By-Laws 10 - 11)**

- (1) An Institute member shall cease to be a member upon the happening of any of the following events:
  - (a) if they resign by written notice to the Institute (such notice to have effect on the date of receipt by the Institute or such later date as the Institute may specify);
  - (b) if they fail for such period as the Board may in its absolute discretion determine to pay any annual subscription or other fee or amount due and payable by them to the Institute, following notice to the address last supplied by the member to the Institute;
  - (c) if they are convicted of any crime involving dishonesty or of any other crime, and it is decided in accordance with paragraph (3) of this Regulation that the crime is sufficiently serious to justify the termination of their Institute membership;
  - (d) if in the course of their profession they are found to have breached the rules of a regulatory or other authority by which they are bound, and it is decided in accordance with paragraph (3) of this Regulation that the breach is sufficiently serious to justify the termination of their Institute membership;
  - (e) if they are removed from Institute membership pursuant to the Regulations governing the Institute's disciplinary powers.
- (2) A person who ceases to be an Institute member shall remain liable to the Institute for all subscriptions, fees and other sums which may be due from them at the

date of termination of their Institute membership and shall not be entitled to any refund.

(3) The decision to terminate membership under subparagraphs (1)(c) - (1)(e) of this Regulation shall be made by the Professional Standards Panel or the Appeals Panel, as the case may be, according to the following summary procedure:

(a) The Regulations Governing Complaints Relating to Professional Conduct shall be suspended, except as detailed below.

(b) The Professional Standards Panel shall consider the relevant circumstances and actions of the member in private, without seeking testimony from the member or any other party. The Panel shall be quorate, as this is defined in the Regulations Governing Complaints Relating to Professional Conduct.

(c) If the Professional Standards Panel decides that the membership of the member be terminated, the decision shall be notified to the member. If the member does not appeal against the decision [*subparagraph (d) of this Regulation refers*], the Professional Standards Panel shall report the decision to the Board.

(d) The member may appeal against the decision of the Professional Standards Panel in accordance with the appeals procedure set out in the Regulations Governing Complaints Relating to Professional Conduct (i.e. including all Regulations concerning the constitution and conduct of the Appeals Panel and the right for the member to attend the appeal hearing). In this event the decision of the Appeals Panel shall be binding; the Panel shall report its decision to the Board.

(e) Throughout this summary procedure the Arbiter may exercise their powers as described in the Regulations Governing Complaints Relating to Professional Conduct.

(f) The Board shall accept the decision of the Professional Standards Panel, the Appeals Panel or the Arbiter, and the decision shall come into effect when the Panel or the Arbiter reports it to the Board.

(4) Any Institute member who has ceased to be an Institute member under subparagraphs (1)(a) or (b) of this Regulation may, upon their request in writing, be reinstated as an Institute member if (subject to any guidelines set by the Board) the Chief Executive so decides in their absolute discretion, upon such terms and conditions as the Chief Executive may specify.

## **15. Disciplinary Powers (By-Laws 12-15)**

- (1) (a) The Board shall establish a Professional Standards Panel to consider and adjudicate complaints against Institute members and to take such other actions to resolve complaints as the Board shall determine from time to time.
  - (b) The Board shall appoint to the Professional Standards Panel such number of Institute Members and Fellows as it may from time to time think fit, and shall appoint one of that number to be the Chairman of the Professional Standards Panel.
- (2) (a) The Board shall establish an Appeals Panel to consider and adjudicate appeals by members who have been adjudged by the Professional Standards Panel to have breached the code of professional conduct (Appendix A hereto).
  - (b) The Board shall appoint to the Appeals Panel such number of Institute Fellows as it may from time to time think fit, and shall appoint one of that number to be the Chairman of the Appeals Panel.
  - (c) The decision of the Appeals Panel shall be final and binding on all parties.
- (3) (a) The Board shall appoint such number of lay members (i.e. appropriately qualified or experienced people from outside the public relations profession) as it may from time to time think fit to support the regulatory and disciplinary functions of the Institute.
  - (b) Lay members may serve as full voting members of the Professional Standards Panel and the Appeals Panel.
  - (c) A lay member may not take part in a hearing by the Appeals Panel if they have taken part in the hearing by the Professional Standards Panel that gave rise to it.
- (4) (a) The Board shall appoint an Arbiter to consider and adjudicate questions arising in respect of the conduct of complaints against Institute members, including the interpretation or application of this Regulation and the Regulations Governing Complaints Relating to Professional Conduct. The Arbiter shall be a person of due experience and standing and shall be appointed from among the Members and Fellows of the Institute.

- (b) The Arbiter shall consider issues which are referred to them by one or both of the parties to a complaint or by the Professional Standards Panel, the Appeals Panel, the Chief Executive or the Professional Practice and Ethics Consultant and shall have discretion to seek advice or take testimony as they think fit. In disputes concerning the procedure of the Appeals Panel the Arbiter's decision is final.
- (5) (a) The Board shall appoint a Professional Practice and Ethics Consultant, who may be a member of the Institute. The Professional Practice and Ethics Consultant shall
  - (i) advise the Board and the Chief Executive on matters relating to the disciplinary powers of the Institute;
  - (ii) offer impartial advice on the complaints procedure and support (including mediation) to anyone who is or may become a party to a complaint;
  - (iii) aid the administration and management of the complaints procedure;
  - (iv) undertake other cognate activities as the Board shall from time to time decide.
- (b) The Professional Practice and Ethics Consultant shall not be a member of the Professional Standards Panel or the Appeals Panel.
- (6) (a) Lay members, the members and Chairman of the Professional Standards Panel, the members and Chairman of the Appeals Panel, the Professional Practice and Ethics Consultant and the Arbiter shall not be Members of the Council, Board, Honorary Officers or employees of the Institute. If any of them were to be elected or appointed to any such position, they must relinquish their regulatory and disciplinary responsibilities at the time of the election or appointment. A member of the Professional Standards Panel may not be a member of the Appeals Panel, and vice versa;
- (b) Lay members, the members and Chairman of the Professional Standards Panel, members and Chairman of the Appeals Panel and the Arbiter shall be appointed for three years, starting on the date of their appointment, and (if they are willing and remain qualified) shall be appointed for a second consecutive term of three years. When they have served for four or more consecutive years they may not be reappointed until two further years have elapsed.
- (c) The Professional Practice and Ethics Consultant shall be appointed on a one-year contract, renewable without limit, or as the Board shall from time to time decide.
- (d) Candidates for nomination to the appointments set out in paragraph (6) (a) of this Regulation shall be sought as follows:
  - (i) for lay members: by public advertisement;
  - (ii) for the Arbiter and the Professional Standards Panel: by open advertisement among the Institute Members and Fellows;
  - (iv) for the Appeals Panel: by open advertisement among the Institute Fellows;
  - (v) for the Professional Practice and Ethics Consultant: by open advertisement among the Institute Members and Fellows and/or elsewhere, as the Board shall determine at the time.
- (e) Nominations for the appointments set out in paragraph (6)(a) of this Regulation shall be made to the Board by a group of three or more people of appropriate standing and experience who are gathered for the purpose by the Chief Executive.
  - (i) The group shall include one lay person (that is, an appropriately qualified or

experienced person from outside the public relations profession) and shall exclude anyone who is a candidate for, or who is excluded by these Regulations from being a member of, the Professional Standards Panel and the Appeals Panel; except that the Professional Practice and Ethics Consultant may be a member of the group that nominates lay members.

- (ii) Nominations will be made according to how closely candidates match a list of attributes agreed between the group and the Chief Executive and reported to the Board. The Board shall not reject a nominee except on the grounds that s/he is not so qualified.
- (7) The Board shall from time to time make Regulations Governing Complaints Relating to Professional Conduct (Appendix B hereto) to govern
- (a) the consideration and adjudication of complaints against Institute members by the Professional Standards Panel;
  - (b) subsequent reference to the Appeals Panel of appeals against decisions of the Professional Standards Panel;
  - (c) the hearing and adjudication of appeals by the Appeals Panel;
  - (d) the powers of the Arbitrator;
  - (e) the responsibilities of the Professional Practice and Ethics Consultant.
- (8) If an Institute member wishes to resign their membership when a complaint has been brought against them, the member's resignation shall not become effective until such complaint has been disposed of.
- (9) The Board shall accept the finding and decision of the Professional Standards Panel and the Appeals Panel and shall exercise its powers under paragraph (10) of this Regulation accordingly.
- (10) The Board may apply the following sanctions to an Institute member who has been ruled to have violated the code of professional conduct (Appendix A hereto) or to have otherwise failed to observe the Constitution of the Institute according to the provisions of the By-Laws:
- (a) issue a letter of advice to the member;
  - (b) reprimand the member;
  - (c) severely reprimand the member;
  - (d) suspend the member from membership for a period not exceeding two years;
  - (e) terminate the membership of the member;
  - (f) order the member to return all or part of a fee to a client or to pay over to a client funds which have been retained by a member in or towards payment of a fee;
  - (g) direct the member to pay the Institute a sum by way of costs; and
  - (h) make public any of the above sanctions applied to an Institute member in an official publication of the Institute and elsewhere, as the Board may see fit. Such publication shall include the name of the member concerned but need not include the name of any other person concerned in the complaint.
- (11) If a member is convicted of any crime, the Professional Standards Panel or the Appeals Panel, as the case may be, may decide that the membership of that member be suspended for up to two years. This decision may be made (other things being equal) in accordance with the summary procedure for termination of membership set out in paragraph (3) of Regulation 14 (Termination of Institute Membership).

- (12) (a) Any decision by the Board to suspend or terminate the membership of a member shall automatically disqualify the member concerned from holding any office or committee membership within or recognised by the Institute, including an office or committee membership within a Group, for a prescribed period of up to five years.
- (b) Any decision by the Board to reprimand or severely reprimand a member may either stand alone or be coupled with the disqualification from holding any office or committee membership which would automatically apply in the case of a suspension or termination of membership.
- (c) Any disqualification provided for by this paragraph may be withdrawn at any time after the expiry of two years from its commencement at the discretion of the Board upon application by the individual concerned.
- (13) Any sanction by way of reprimand, severe reprimand or suspension or termination of membership under this Regulation may at any time be revoked or modified by the Board subject to such terms and conditions as the Board shall think fit and provided that not less than three-quarters of the Members of the Board present at a Board meeting vote in favour of such revocation or modification of the sanction.

**16. Chartered and Accredited Practitioners (By-Law 16)**

The Institute may grant the designation Chartered Public Relations Practitioner and the postnominal letters 'Chart.PR' to those who at the time of their application for such designation:

- (a) Are Full Members of the Institute AND
- (i) Are currently registered for CIPR Continuing Professional Development AND
- (ii) Successfully complete a Chartership Day as specified from time to time by the Board AND
- (iii) Meet such other requirements as the Board may direct from time to time
- (b) Are seeking to become Chartered Public Relations Practitioners under Bylaw 16(c) AND
- (i) Are Members of another professional body which has a Memorandum of Understanding with the Institute AND
- (ii) Are currently registered for Continuing Professional Development AND
- (iii) After becoming members of that body have completed at least three consecutive or five non-consecutive years of Continuing Professional Development, including the year immediately before that in which their application is submitted AND

- (iv) Complete a written paper and an interview as specified from time to time by the Board AND
  - (v) Meet such other requirements as the Board may direct from time to time
- (c) The Institute shall withdraw the designation Chartered Public Relations Practitioner and the postnominal letters Chart.PR from individuals who discontinue their participation in the CPD scheme. The designation can only be regained with a further two years of CPD completion.
- (2) The Institute will grant the following individuals the right to be described as Accredited Public Relations Practitioners:
- (a) Full Members who have gained either a CIPR Diploma or a master's degree from a CIPR-recognised course and sign up to the CPD scheme.
  - (b) Full Members who have completed two years' satisfactory CPD. Grant of the use of these rights shall be withdrawn by the Institute at such time as the individual's participation in the CPD scheme is discontinued and can only be regained with a further 24-month CPD completion

### **SECTION 3 - GENERAL MEETINGS**

#### **17. Resolutions at Annual General Meetings (By-Law 19)**

- (1) Institute members may propose a resolution at an Annual General Meeting if:
  - (a) not less than sixty days before the Annual General Meeting (or such lesser period as the Board may from time to time prescribe) notice in writing has been given to the Institute, supported by at least fifteen signatures of Voting Members, of their wish that the proposed resolution be brought before the Annual General Meeting. No such resolution shall come before the meeting unless such notice has been given;
  - (b) the proposed resolution relates to matters affecting the Institute; and
  - (c) the Board, acting reasonably, is satisfied that the proposed resolution is not defamatory or proposed for vexatious or frivolous purposes.
- (2) The Chief Executive shall at least twenty-one days before an Annual General Meeting send to every Voting Member notice of any resolution proposed pursuant to this Regulation.

**18. Requisition of Meetings (By-Laws 21-22)**

- (1) Institute members may require the Board to convene an Extraordinary General Meeting if they serve on the Institute a requisition which satisfies paragraph (4) of this Regulation. If within forty-two days of the requisition being served on the Institute, the Board does not convene an Extraordinary General Meeting for a date not more than forty-two days after the date of the notice convening the Meeting, the requisitionists may themselves convene an Extraordinary General Meeting, but any meeting so convened by the requisitionists must be held within three months from the date of deposit of the requisition.
- (2) Any Extraordinary General Meeting convened under this Regulation by the requisitionists shall be convened as nearly as possible in the manner in which General Meetings are convened by the Institute.
- (3) No business shall be transacted at an Extraordinary General Meeting convened under this Regulation other than business which the chairman of the meeting, in their sole discretion, considers fairly falls within the scope of the proposed business of the meeting, as set out in the requisition.
- (4) A requisition under this Regulation:
  - (a) shall be signed by not less than one-tenth of Voting Members;
  - (b) shall state the objects of the proposed Extraordinary General Meeting, including the text of any proposed resolution;
  - (c) may consist of several documents in like form, each signed by one or more of the requisitionists;
  - (d) shall be valid only if the Board, acting reasonably, is satisfied that the requisitionists are not acting in a defamatory manner or for vexatious or frivolous purposes.

**19. Proceedings at General Meetings (By-Law 24)**

- (1) No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Except as otherwise provided in these Regulations, twenty-five Voting Members personally present shall be a quorum.
- (2) If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting, if convened at the requisition of members, shall be dissolved. In any other case it shall stand adjourned to the same day in the next week, at the same time and place, or at such other place as the chairman of the meeting shall decide. If at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting, the Voting Members present shall be a quorum, provided that they be not fewer than ten.
- (3) The President for the time being of the Institute shall preside as chairman at every General Meeting, but if at any meeting the President is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to preside, the President-Elect for the time being or the Immediate Past President in that order of precedence shall be chairman, or if no such Officers be present or willing to preside the Members of the Board present shall choose

one of their number to chair the meeting. Failing that, the members present shall choose one of their number as chairman.

- (4) The chairman may, with the consent of any meeting at which a quorum is present, and shall if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than business which might have been transacted at the meeting from which the adjournment took place. Whenever a meeting is adjourned for thirty-five days or more, notice of the adjourned meeting shall be given in the same manner as of an original meeting. Save as aforesaid, no notice need be given of an adjournment, or of the business to be transacted at an adjourned meeting.
- (5) At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless before or upon the declaration of the result of the show of hands a poll (which is a means of voting in which all the votes entitled to be cast at the meeting either in person or by means of proxy are counted) is demanded by the chairman of the meeting or by at least fifteen Voting Members present in person.
- (6) Unless a poll is so demanded, a declaration by the chairman of the meeting that a resolution has been carried, or carried unanimously, or by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the minutes of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.
- (7) No poll may be demanded on the election of a chairman of a meeting, or on any question of adjournment. A poll demanded on any other question shall be taken at such time and place and in such manner as the chairman of the meeting shall direct, and any business other than that upon which a poll has been demanded may proceed pending the taking of the poll, unless the chairman decides that such business is dependent upon the question on which the poll was demanded. The demand for a poll may be withdrawn before the poll is taken. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
- (8) In the event of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting shall declare the motion or amendment not carried.
- (9) The order and manner of conducting the business and any other matter relating to a General Meeting not provided for in the Constitution of the Institute shall be determined finally and conclusively by the chairman of the meeting.

## **20. Votes of Members (By-Law 25)**

- (1) Only Voting Members may vote at any General Meeting either in person or by proxy for another Voting Member. On a show of hands every Voting Member present in person shall have one vote, and on a poll every Voting Member present in person or by proxy shall have one vote. If a Voting Member who has appointed a proxy attends a meeting or adjourned meeting in person and

tenders their vote, their vote shall be accepted to the exclusion of the vote of their proxy.

- (2) A proxy appointment shall be in any form which the Board shall from time to time approve or accept including an electronic communication. Prior to any General Meeting the Board shall arrange, in any manner it deems appropriate, for blank forms of proxy appointment to be made available or sent (on request) to Voting Members.
- (3) A proxy appointment shall be valid only for the General Meeting specified in the appointment and any adjournment of that meeting. It must be received at the Office of the Institute at least twenty-four hours before the time appointed for that General Meeting or adjournment of that meeting. Otherwise the Institute member named as proxy shall not be entitled to vote as proxy under the appointment.
- (4) A vote given in accordance with the terms of the proxy appointment shall be valid notwithstanding the previous termination of the authority of the proxy provided that no confirmation in writing of such termination has been received at the Office at least twenty-four hours before the time appointed for the relevant General Meeting or adjournment of that meeting.

## **SECTION 4 - HONORARY OFFICERS**

### **21. Honorary Officers (By-Laws 26-30)**

- (a) The President-Elect and Immediate Past President may be referred to as Vice Presidents of the Institute. Honorary Officers must be Chartered Public Relations Practitioners.
- (b) The President of the Institute shall chair meetings of the Council and undertake such duties and assignments as are appropriate to their leadership position within the Institute and on behalf of the public relations profession as a whole. They shall be an ex-officio member of all Board committees. The President shall take office on 1st January annually.
- (c) The President-Elect shall be elected annually in accordance with the procedure prescribed in Regulation 22, and take office on 1st January following the election. Candidates may be nominated for election as President-Elect if they are Chartered Public Relations Practitioners and have received the signed nomination of ten Voting Members in good standing in the form prescribed by the Returning Officer. The President-Elect shall deputise for the President as required.
- (d) Any casual vacancy arising among the Honorary Officers may be filled by the Council appointing a person who would be eligible for that office. The person appointed shall hold office only until the following 31<sup>st</sup> December.

## **22. Election of the President-Elect (By-Law 28)**

- (a) The President-Elect shall be elected by Voting Members by ballot in such manner (including, if desired, the use of electronic means) as the Board may decide. The result shall be ascertained on a date (“the ballot date”) not later than 1<sup>st</sup> December immediately preceding the date upon which the President- Elect takes office.
- (b) Not later than 49 days before the ballot date the Returning Officer shall cause notice (“the notice”) to given upon the Institute website stating the timetable for the election and inviting Voting Members to nominate eligible candidates from among themselves for election.
- (c) Nominations must be on the prescribed form which the Returning Officer shall make available and must be returned to the Returning Officer by the prescribed date, not earlier than fourteen days after the notice. The Board may make its own nomination for President-Elect, and any such nomination shall be stated in the notice.
- (d) In the event of there being more than one validly nominated candidate there shall be an election, conducted according to such rules as the Board shall from time to time determine and publish in Rules for the Conduct of Elections (Appendix C hereto). The election shall be by the method of single transferable vote.

## **SECTION 5 – BOARD OF DIRECTORS**

### **23. The Board of Directors (By-Laws 31-37)**

- (a) At the last meeting in each year or at another date before 31st December to be agreed by the Council, and taking account of part (e) of this Regulation, the Council shall elect by ballot up to eight members (normally, three) to serve on the Board along with the President, and President Elect. If more than three Board members are elected, the three with the largest number of votes shall serve for a term of three years, the three with the next largest number of votes shall serve for a term of two years, and the two with the next largest after the first six shall serve for a term of one year. If there is a tie for third or sixth place there will be a runoff election at the earliest time possible. Council may elect any person who is proposed by the Nominations Committee, meets the qualifications set out in the Regulations to the Board of Directors and is not prevented from seeking election by the policy on Board conflicts of interest, providing that no more than one-third of the Board at any time is made up of people who are not Members.
- (b) All prospective candidates for election to the Board must submit a nomination in the prescribed form to the Nominations Committee. Prospective candidates who are CIPR members must be registered on the CIPR Continuing Professional Development scheme to be eligible for consideration by the Nominations Committee.

- (c) The members so elected will be appointed no later than the last Council meeting preceding their term of office, serve three years from 1 January one year until 31st December of the next but one year (except as provided in 23.a. above) and have full voting rights on the Board.
- (d) Should any elected Board member resign for whatever reason before their term of office is completed, the Council may by ballot or nomination appoint a replacement from a list of names provided by the Nominations Committee
- (e) The Board shall meet regularly for the dispatch of business, adjourn and otherwise regulate its meetings (including determination of the quorum necessary for the transaction of business) as its members think fit. Unless otherwise determined, the quorum shall be four members.
- (f) In the event of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting shall declare the motion or amendment not carried.
- (g) A member of the Board (including an Honorary Officer) shall cease to hold office:
  - i if they complete two consecutive terms of office on the Board, at least one of which consists of three full years. Thereafter they may not serve on the Board for a further period of three years;
  - ii if they resign their office by notice in writing to the Chief Executive;
  - iii if, being a Voting Member at the time of their appointment, they cease to be a Voting Member;
  - iv if, being a Voting Member, they fail to complete satisfactory CPD submission by the appointed time, without having previously obtained the necessary waiver for good reason
  - v if, being a Member when taking office, they are found to be at fault by a Professional Standards Panel and have their membership suspended or removed
  - vi if they are absent from two consecutive meetings of the Board or complete less than 50% attendance in a year without an explanation which the Board finds adequate. In these circumstances, the Board shall declare the office vacant, and the Member so deprived of office shall not be eligible for re- election for one year from the date of the Board declaration.
  - vii if the Institute in General Meeting resolves to remove them from office;
  - viii if the Board determines by vote that the member has failed to properly discharge their responsibilities as a director, or has breached the CIPR policy on bullying and harassment
    - viii if they become bankrupt or make an arrangement or composition with their creditors generally.

- ix if they become incapable of performing their duties for physical or mental reasons.

## **SECTION 6 – COUNCIL**

### **24. Election of Members of the Council (By-Laws 39-42)**

- (a) Any Voting Member who is registered for CPD and who undertakes to make timely annual submissions of their CPD for the duration of their period of service on Council shall be eligible to put themselves forward to the Nominations Committee as a prospective candidate for election to Council. There being 22 seats on Council open to election, half (11) shall normally be elected in any year. If the number of seats vacant at the time of an election is greater than 11, then the 11 candidates ranked highest in voter preferences shall be elected for a term of two years, and any others shall be elected for a term of one year from 1 January following their election.
- (b) If casual vacancies arise among the elected Members of Council, the Council may fill them by following the steps set out in Regulation 25.

### **25. Composition of Council (By-Law 40)**

- (a) Council shall be composed of Members elected according to Appendix C of these regulations, as well as any non-Members co-opted according to Appendix C of these regulations.
  - The President Elect, President and Immediate Past President shall all be voting members of Council ex officio.
- (b) Council may decide to co-opt individuals, whether they are Institute members or not, to serve as Council members, providing that the total size of Council does not exceed twenty-five. Co-opted Council members shall all be voting members of Council. They shall end their term of service on the second 31 December after their appointment. together with elected Council members with whom they serve.

### **Termination of Office (By-Law 41)**

- (a) A Member of the Council shall cease to hold office:
  - i. if they complete two consecutive terms of office on which the Council, at least one of which consists of two full years. Thereafter they may not serve on the Council for a further period of two years;
  - ii. if they resign their office by notice in writing to the Chief Executive
  - iii. if, being a Voting Member when taking office, they cease to be a Voting Member

- iv. if, being a Member when taking office, they are found at fault by a Professional Standards Panel and have their membership suspended or removed
  - v. if, being a Voting Member, they fail to complete satisfactory CPD submission by the appointed time, without having previously obtained the necessary waiver for good reason
  - vi. If they are absent from two consecutive meetings of the Council or complete less than 50% attendance in a year without an explanation which the Council finds adequate. In these circumstances, the Council shall declare the office vacant, and the Member so deprived of office shall not be eligible for re- election for one year from the date of the Council declaration;
- vi if the Institute in General Meeting resolves to remove them from office;
- vii if Council determines by vote that the member has breached the CIPR policy on bullying and harassment
- viii if they become bankrupt or make an arrangement or composition with their creditors generally;
  - ix if they become incapable of performing their duties for physical or mental reasons.

## **26. Meetings of the Council (By-Laws 43-45)**

- (a) The Council shall meet together for the dispatch of business, adjourn and otherwise regulate its meetings as its Members think fit.
- (b) The Chief Executive shall at the request of the President at any time convene a meeting of the Council. One-fifth of the Members of the Council may, and at their request in writing the Chief Executive shall, convene a meeting of the Council.
- (c) Subject as provided elsewhere in the Regulations for any particular purpose, the quorum of the Council shall be one-third of its membership.
- (d) Subject as provided elsewhere in the Regulations for any particular purpose, questions arising at a meeting of the Council shall be decided by a majority of votes. In the event of an equality of votes, the chairman shall declare the motion or amendment not carried.
- (e) A meeting of the Council at which a quorum is present shall be competent to exercise all the authorities, powers and discretions by or under the Constitution of the Institute for the time being vested in the Council generally.

- (f) The President and President-Elect shall be chairman and vice-chairman respectively at meetings of the Council. In the absence of both Honorary Officers from any meeting, the Immediate Past President shall act as chairman and in their absence the Members of the Council shall elect one of their number to chair the meeting.
- (g) The order and manner of conducting the business at a meeting of the Council shall (subject to the Regulations) be decided by the chairman of the meeting.

## **SECTION 7 – STANDING COMMITTEES AND GROUPS**

### **27. Standing Committees (By-Law 35)**

- (a) The Board shall establish such Standing Committees of the Board as it considers necessary for the execution of its business.
- (b) No later than its first meeting in each year the Council shall appoint members of the Standing Committees. All the members of these committees shall be Fellows or Members unless Council agrees to co-opt non-Members. Council may invite people to express an interest in serving on Standing Committees by advertising positions and delegating to the Chairs of the Standing Committees the decision as to who should be appointed.

### **28. Groups**

- (a) The Board may, in its absolute discretion, authorise Institute members, whether or not within the British Isles, to establish Groups for the better regulation of their activities within the Institute. Such Groups may be composed of members on a national or geographical basis and/or on a sectoral interest basis. No such Groups may be established without the prior permission of the Board.
- (b) All Groups shall be governed by rules and regulations which shall be approved in advance by the Board and may be varied from time to time by the Board.
- (c) All Groups shall, at the request of the Board, furnish the Board with reports of their activities, the minutes of their meetings and copies of papers read at meetings and the Board may decide to circulate any of this material more widely.

**Appendix A                      Code of Professional Conduct**

**Appendix B                      Regulations Governing Complaints Relating to Professional Conduct**

**Appendix C                      Rules for the Conduct of Elections**