



INSTITUTE OF  
REGISTERED MUSIC TEACHERS  
OF NEW ZEALAND

# **RULES**

**Updated 2009**

## **The Institute of Registered Music Teachers of New Zealand**

### **RULES**

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Pursuant to Section 10 of the Music Teachers Act, 1981, the members present at the general meeting of the Institute of Registered Music Teachers of New Zealand held on 20 January 1982 hereby made the following rules. Amendments and additions made by members present at subsequent general meetings held on 19 January 1991, 17 January 1995, 19 January 1996, 13 January 1998 and 20 January 2000 have been incorporated.

#### **Title and commencement**

1. (1) These Rules may be cited as the Institute of Registered Music Teachers of New Zealand Rules 1982  
(2) These Rules originally came into force on the 9th day of March 1982

#### **Interpretation**

2. In these Rules unless the context otherwise requires -  
"The Act" means the Music Teachers Act, 1981 and includes any amendments thereof and any Act passed in substitution therefore:  
"Associate" means an Associate for the time being of the Institute:  
"The Board" or "The Registration Board" means the Music Teachers Registration Board:  
"Branch" means any group of members established under these Rules to conduct the local affairs of the Institute in any specified district or portion of New Zealand or in any territory for whose international relations the Government of New Zealand is responsible:  
"Branch Committee" means the members for the time being of a committee for the management of the affairs of a branch: .  
"Branch Office" means the office of a branch committee:  
"The Branch Secretary" means the Secretary to any branch committee of the Institute: "The Council" means the Council of the Institute constituted under the Act and these Rules:  
"Councillor" means a member for the time being of the Council of the Institute: v "District" means a district constituted under the Act and these Rules:  
"Fellow" means a Fellow for the time being of the Institute:  
"The Institute" means the Institute of Registered Music Teachers of New Zealand constituted under the Act:  
"The Office" means the registered office of the Institute established under Section 13 of the Act:  
"Provisional Member" means a person who is for the time being registered as a provisional member of the Institute:  
"The Register" means the appropriate register of members to be kept in accordance with Section 23 of the Act:  
"The Registrar" means the Registrar of the Institute and of the Board; and includes any officer of the Board; and includes any officer for the time being performing the duties of Registrar.

Words importing the singular include the plural number and words importing the plural number include the singular number.)

### **Status of the Institute –**

3. The funds, income and property of the Institute from whatever source shall be applied solely towards the objects and works of the Institute within New Zealand.
4. No benefit or advantage, whether or not convertible into money or any income of any kind shall be afforded to, or received, gained, achieved or derived by any of the persons specified in paragraphs (a) to (d) of the second proviso to Section 61 (27) of the Income Tax Act 1976, or any enactment in amendment thereof or in substitution thereof, where that person is able, by virtue of that capacity as such person specified therein, in any way (whether directly or indirectly) to determine, or to materially influence in any way the determination of, the nature or the amount of that benefit or advantage or that income or the circumstances in which it is or is to be so received, gained, achieved, afforded, or derived, except as specifically exempted by that section.
5. No additions, rescission nor alterations shall in any way detract from the Institute's charitable nature.
6. Upon the winding up of the Institute any surplus assets must be distributed to charitable purposes within New Zealand.

### **The Council**

#### **Constitution of council**

7. The Institute shall be governed by a Council of members but Provisional and Honorary Members shall not be eligible to be appointed or elected thereto. The Council of the Institute shall consist of eleven members, one of whom shall be the appointee of the Minister of Education to the Registration Board in terms of Section 14 (2) of the Act. The remaining ten members, representing on the Council the five districts as defined in the next succeeding clause, shall be elected by postal ballot by the members of the Institute resident in the particular district which the Council member represents and in which the Council member also must reside.

#### **Definition of districts**

8. For the purposes of election to the Council, New Zealand shall be divided into five districts and for the purposes of such division, post codes allocated to New Zealand place names will be used to determine the particular district in which members reside.  
(Members can determine the district in which they reside by referring the inquiry to New Zealand Post Limited or the Registrar.) The following division pertains:
  - a) District 1, Codes 0100-1899  
Whangarei and Auckland
  - b) District 2, Codes 2000-4899  
Hamilton, Thames, Tauranga, Rotorua, Gisborne and Napier
  - c) District 3, Codes 5000-6499  
Wanganui, Palmerston North, Masterton, Taranaki and Wellington
  - d) District 4, Codes 7000-8399- ,  
Nelson, Blenheim, Westport, Greymouth, Timaru and Christchurch
  - e) District 5, Codes 8600-9799  
Oamaru, Dunedin and Invercargill

#### **Resident members to elect Councillors**

9. Life Members, Fellows and Associates resident in each such district shall elect two members.

### **Term of office of Councillors**

10. Except as otherwise provided in these Rules every member of the Council shall hold office for a term of three years, provided that a member elected to fill an extraordinary vacancy shall hold office for only the unexpired portion of the term of office of her/his predecessor. All retiring councillors shall be eligible for re-election.

### **Nomination of candidates for Council**

11. No member including a retiring member of the Council, shall be qualified to be elected a member of the Council unless a nomination paper, in the form prescribed by the Council, a copy of which, upon request, may be obtained from the office of the Registrar, is completed and lodged with the Registrar on or before the 30th day of September immediately preceding the date of the election. The nomination paper shall be signed by two members qualified to vote at the election and resident in the district which the member proposes to represent, and by the person proposed for election, consenting to the nomination. Brief, relevant biographical details, not exceeding 75 words in number, are to be forwarded with each nomination paper.

### **No election if correct number nominated**

12. If the candidates validly nominated for a district are not more in number than the vacancies for that district, the person or persons so nominated shall as from the conclusion of the next annual general meeting be deemed to be duly elected a member or members of the Council.

### **Election conducted by voting papers**

13. If the candidates validly nominated for a district are more in number than the vacancies, - the election shall be conducted by means of voting papers as hereinafter provided.

### **Scrutineers to be appointed**

14. If an election is necessary the Registrar shall appoint two independent scrutineers.

### **Voting paper to be posted to each member**

15. (1 ) Not later than the 31<sup>st</sup> day of October immediately preceding the date of the election the Registrar shall cause the appropriate voting paper, together with the envelopes and signature slip mentioned in rule 16 hereof, to be posted to each member resident in the district in which the election is to be held: and on the voting paper so posted shall be printed the name of each candidate for office of the Councillor of the Institute to represent the district in which the member is resident.

(2) The voting paper shall be accompanied by brief biographical details of each candidate based on the information supplied in terms of Rule 11.

### **Method and procedure for voting**

16. Each member who votes shall leave uncanceled the name of every candidate for whom s/he desires to vote and strike out the names of the remaining candidates; and shall seal the voting paper in the voting paper envelope, and endorse her/his full name and her/his signature on the slip attached to the voting paper envelope; and shall then return the voting paper and envelope in a covering envelope addressed to the scrutineers of the Institute, and delivered at or posted to reach the registered office of the Institute on or before the 20th day of November immediately preceding the date fixed for the next annual general meeting. The voting papers, on receipt at the office of the Institute, shall forthwith be placed in a sealed ballot box which shall be opened only by the scrutineers.

### **Invalid votes**

17. Should any member leave uncanceled upon her/his voting paper the names of more persons than there are vacancies to be filled then her/his vote in respect of the election for the office shall be invalid .

### **Voting papers to be sealed by scrutineers**

18. As soon as the voting papers have been examined and the result of the election has been ascertained by the scrutineers, the voting papers shall be closed up under the seals of the scrutineers, and shall be retained by them for three months after the election when they shall be returned to the Registrar and destroyed by him.

### **President or Vice-President to have casting vote**

19. If there is an equality of votes the scrutineers shall call upon the President of the Institute, or in the absence of the President from New Zealand or in the event of the President's incapacity through illness, or through the office of President being temporarily vacant, the Vice-President to give such casting vote or votes as may be necessary to remove the equality and complete the election. .

### **Scrutineers to sign a report and hand same to Registrar**

20. The scrutineers shall make and sign a report in which they state the total number of voting papers received, the number rejected, and the grounds for rejection, the total number of votes in favour of each candidate and the names of those who are duly elected, and shall hand the report to the Registrar not after than the 30th day of November immediately preceding the date fixed for the next annual general meeting.

### **Scrutineers' report conclusive**

21. The scrutineers' report shall be sufficient evidence as to the fact of the election in the absence of evidence to the contrary.

### **Elections take effect as from conclusion of annual meeting,**

22. Elections under these Rules shall take effect as from the conclusion of the next annual general meeting.

### **Vacation of office of member of Council**

23. The office of a member of the Council shall be vacated:

- (a) If s/he ceases to be a member of the Institute:
- (b) If s/he is absent from the meetings of the Council for more than two consecutive meetings without the consent of the Council:
- (c) If s/he becomes bankrupt, or suspends payment of her/his debts, or compounds with or makes an assignment of her/his property for the benefit of her/his creditors:
- (d) If s/he becomes a mentally disordered person within the meaning of the Mental Health Act 1969
- (e) If s/he removes permanently from the district for which s/he is elected a member of the Council.

### **Resignation of member of Council**

24. A member of the Council may resign her/his office by sending in her/his resignation to the Registrar; and on its acceptance by the Council, but not until then, s/he shall cease to be a member of the Council.

### **Casual vacancy on Council**

25. (1 ) In the event of any vacancy occurring in the Council at a date prior to the 31st day of March preceding the date of a triennial election, the members resident in the same district as that represented by the member whose office has become vacant shall be entitled to elect one of their members to fill the vacancy; and in any such case:

- (a) Upon the vacancy occurring, the Registrar shall, as soon as practicable, give notice thereof to each of the members of the district affected, and in the notice, which shall be dated, shall invite the nomination of a member to fill the vacancy:

(b) All nomination papers shall be completed in the manner prescribed in Rule 11 hereof, and must be received at the registered office of the Institute within 21 days of the date of the said notice:

(c) In the event of only one valid nomination being received the member so nominated shall at the expiration of the said period of 21 days be deemed to be duly elected a member of the Council:

(d) In the event of more than one candidate being validly nominated, an election shall be held amongst the members of the district affected. The Council shall appoint a convenient date for the election, and the Registrar shall thereupon but not less than 21 days before the date so fixed cause a ballot paper to be posted to each member qualified to vote. The ballot shall with necessary modifications be conducted in like manner as the ballot provided for in Rules 13 to 21 hereof inclusive save that the scrutineers shall report the result of the said ballot to the next available meeting of the Council and (subject in the case of equality of votes to a casting vote vested in the Chairperson for the time being of the meeting) the member elected shall be deemed to take office immediately upon the declaration of the result of the said ballot:

(e) In the event of no valid nomination being received within the said period of 21 days the remaining members of the Council shall have power to fill the vacancy from amongst the members resident in the district affected.

(2) In the event of any vacancy occurring in the Council at a date on or subsequent to the 31st day of March preceding the date of a triennial election, the casual vacancy shall not be so filled. Remaining members of the Council shall have full power and authority to carry on the business of the Council and exercise the powers conferred on the Council under the Act and these Rules.

(3) Any person becoming a member of the Council in accordance with the foregoing provisions of this Rule shall hold office only until such time as the member in whose place he was appointed would have retired in accordance with these Rules or any amendment thereof.

### **Committees**

26. Subject to the provision of Section 5 (2) of the Act the Council may delegate to a committee or committees such of its powers as it may think fit.

### **Registration Board**

27. Subject to Section 14 (2) of the Act the Council shall appoint five of its members to the Registration Board with the proviso that each one of the five electoral districts described in Rule 7 shall be directly represented by a Council member resident in that district.

### **Proceedings and Powers of the Council**

#### **Regulation of procedure of Council**

28. Subject to the provisions of the Act and to these Rules for the time being in force under this Act, the Council may regulate its own procedure.

29. (1) The President and Vice-President of the Institute shall be elected by the members of the Council from among their number at the first Council meeting after a newly elected Council takes office and they shall hold office for a term of three years.

(2) Every person elected as President or Vice-President, unless s/he sooner resigns that office or vacates her/his office as a member of the Council, shall hold office until her/his successor is elected under this rule, and shall be eligible for re-election.

(3) If any person who is for the time being holding office as President vacates her/his office as a member of the Council the Vice President shall forthwith fill that vacancy. Where the office of President becomes vacant in any other case, the Vice President shall forthwith fill that vacancy.

(4) If any person who is for the time being holding office as Vice President vacates his/ her office as a member of the Council the Council shall, as soon as practicable, elect one of its members to fill that vacancy. Where the office of Vice President becomes vacant in any other case the Council shall, as soon as practicable, elect one of its members to fill that vacancy.

#### **Meeting of Council, how called**

30. A meeting of the Council may at any time be called by order of the President or in the absence of the President from New Zealand, or in the event of the President's incapacity through illness, or through the office of President being temporarily vacant, by the Vice- President, or at the request in writing, addressed to the Registrar of four members of the Council.

#### **Notice of Council meeting**

31. Ten clear days' notice of a meeting of the Council, or seventy-two hours' notice in a Council case of emergency, shall be delivered or sent to each member of the Council at her/his usual or last known address, and the notice shall, so far as practicable, contain a statement of the business to be transacted at the meeting.

#### **Chairperson of Council**

32. At all meetings of the Council, the President, or in her/his absence the Vice-President, shall be Chairperson; and in the absence of both, the Chairperson shall be elected from among those present.

#### **Majority of Council to rule**

33. At all meetings of the Council, in the event of difference of opinion, the majority shall rule the minority (except where otherwise required by these Rules), and the Chairperson shall have a deliberative vote and, in the event of an equality of votes, shall also have a casting vote.

#### **Quorum of Council**

34. The quorum of the Council shall be six, except as otherwise specially provided in these Rules.

#### **Receipts and payments**

35. All money received by the Institute shall be paid into the account of the Institute at its bankers; and cheques drawn upon its bankers shall be signed by the Registrar or a Councillor and counter-signed by a Councillor or other officer or officers from time to time authorised by the Council.

#### **Publication of list of members**

36. The Council shall from time to time publish or cause to be published, at the expense of the Institute or otherwise, a list of the members and provisional members of the Institute together with such other particulars in respect of the Institute or its objects as they deem advisable; and the list shall distinguish in such way as the Council thinks fit, between the Fellows and Associates, or the Council may publish the list in any other form it thinks fit; and the list shall be supplied on application to members and provisional members and others gratuitously or at such price as the Council from time to time determines. ,

#### **Notice to members**

37. All notices required by the Act or by these Rules to be given to any member or provisional member shall be forwarded by post to such address as may last have been entered in the records of the Institute.

#### **Custody of Common Seal**

38. The Registrar shall have custody and control of the Common Seal of the Institute under the control and direction of the Council.

### **Affixing the Common Seal.**

39. Except as otherwise provided in these Rules the Common Seal shall not be affixed to any instrument except by order of the Council; and every instrument to which the Common Seal is affixed shall be signed by any member of the Council, and counter-signed by the Registrar or by any other person authorised by the Council.

### **General powers of the Council**

40. Subject to the provisions of the Act and these Rules, the Council may appoint, remove, and determine the duties, salaries, and remuneration of the Registrar, solicitors, bankers, clerks, agents, and other officers and servants of the Institute, and determine the securities (if any) to be taken from them or any of them, and may make such arrangements and enter into such agreements with them or any of them as the Council shall think fit. The Council may also, at meetings at each of which (subject to the provisions of any Rule) at least six members of the Council are present and acting lawfully, exercise all the other powers and functions of the Institute, except as to such matters as are by the Act or by these Rules to be transacted by or at a general meeting of the members of the Institute.

### **Powers of Council to establish local branches**

41. The Council shall approve the establishment of local branches, and may, subject to the Act and to these Rules, make special bylaws for the regulation and management of its branches.

### **Circular resolution valid**

42. A resolution in writing forwarded to all members of the Council present in New Zealand, and assent thereto signed by eight of them, shall, on being recorded in the minute book of the Council, be as valid as a resolution duly passed at a Council meeting.

### **Constitution or acts of Council not invalid on certain grounds.**

40. The constitution or acts of the Council shall not be invalidated or questioned on the ground that the number of the members of the Council is incomplete, or because of any error or irregularity in the election or appointment of any member.

## **Members**

### **Classification of members .**

44. The classes of membership of the Institute shall be as follows:

(1) Every member shall, upon being granted full registration, be classified as an Associate of the Institute.

(2) The Council may, upon nomination of a branch, classify as a Fellow of the Institute any Associate who by reason of her/his services to music teaching is considered to be worthy of this classification.

(3) On the recommendation of the Council, any member may be elected a Life Member at any general meeting of the Institute, and shall thereafter be entitled to all the privileges of membership without payment of annual fees or any special payment for the life membership. No member shall be elected a Life Member unless the resolution for her/his election is carried by a majority of three-fourths of those present at the general meeting when the same is proposed. There shall not be more than five life members of the Institute at any one time.

(4) The Council may, upon nomination of a branch, elect to Honorary Membership any person whose interest in and support of the Institute is considered to merit this election.

(5) The Council may grant provisional membership for a period not exceeding three years to applicants who have reached the age of eighteen years and are, in the opinion of the Board, close to completing the qualifications required for full registration in accordance with the Rules of the Institute. Such a member will be classified as a Provisional Member of the Institute.

(6) The Council may, upon application by the member, classify as a Retired Member of the Institute any Associate or Fellow who has reached the age of sixty-five years or such lesser

age in particular instances as the Council may in its discretion decide and who has effectively retired from the profession of music teaching. Any such Retired Member shall be required to pay such proportion of the annual registration fee as the Council may determine from time to time.

(7). The Council, may, upon the nomination of a Branch of the Institute, classify as a Distinguished Branch Member any Associate whose distinguished service to his or her branch and the local community makes such Associate, in the opinion of the Council, to be worthy of this classification.

#### **Members bound by Act, etc.**

45. Every person becoming a member or provisional member of the Institute shall upon application receive a copy of these Rules and the Code of Ethics of the Institute and shall be bound by the Music Teachers Act 1981 and by these Rules and by the Code of Ethics in force at the time of registration and by any amendments or additions which may be made from time to time

#### **Designation of members**

46. Every Associate or Fellow of the Institute having occasion to designate himself/ herself as such, may, so long as s/he continues as a member and complies with all the provisions of the Act, these Rules and the Code of Ethics as prescribed by Council from *time to time, but no longer, describe himself/herself as a registered music teacher and state the degree to which s/he belongs according to the following abbreviated forms, namely, AIRMT or FIRMT*

#### **Liability for fees after removal of name from Register**

47. Where in any year the name of any person has been removed from any Register of members or provisional members in consequence of the non-payment of her/his annual subscription the person shall nevertheless be liable to pay the amount of that year's subscription and any other sums due by him/her to the Institute and shall *be* liable otherwise as a member.

#### **Meetings**

##### **Annual meeting**

48. The annual general meeting of the Institute for transaction of the ordinary general business of the Institute, and for the reception and adoption of the annual report and accounts of the Council, with the auditor's report thereon, shall be held in New Zealand between the first day and the thirty-first day of January inclusive in every year on such day as the Council may from time to time determine.

PROVIDED HOWEVER that if the annual conference of the Institute in any one year is to be held later than the 31<sup>st</sup> day of January then the Council may determine that the annual general meeting of the Institute for the transaction of the ordinary general business of the Institute and for the reception and adoption of the annual report and accounts of the Council, with the auditors report thereon, shall be held at the same time as such annual conference.

##### **Special meetings**

49. The Council may, whenever they think fit, call a special general meeting of the Institute, and shall do so within sixty days from date of the receipt by them of a requisition in writing signed by not less than forty members, and stating the object of the proposed meeting. The notice calling the meeting shall state the business to be transacted and the terms of any resolution to be proposed.

##### **Notice of motion to be given**

50. A member wishing to bring before the annual general meeting any motion, not relating to the ordinary annual business of the Institute as aforesaid, shall give notice thereof to the Council on or before the 31st day of October preceding the date of the annual general meeting, and no motion shall come before the meeting unless notice thereof has been so given.

**Notice of meeting to be given**

51. The Registrar shall, not less than twenty-one clear days before each annual general or special general meeting of the Institute, send to each member, at her/his address as registered at the Institute, a notice mentioning the day, place, and hour of meeting, and the business to be transacted thereat. In the case of the annual general meeting any motion of which notice has been given as aforesaid shall be forwarded by the Registrar to each member, together with a copy of the annual report and accounts of the Council, with the auditor's report thereon. The non-receipt of any such notice by any member shall not invalidate the proceedings of any meeting.

**Classes of members entitled to vote**

52. At all meetings of the Institute the following classes of members shall be entitled to vote, each member being allowed one vote:  
Life members, Fellows and Associates of the Institute. .

**Members may vote personally or by proxy**

53. Members as described in Rule 52 may vote at any meetings of the Institute either personally or by proxy.

**Proxies to be in writing and witnessed**

54. All instruments appointing proxies shall be in writing under the hand of the appointer, whose signature shall be attested by a witness.

**Only members can be appointed proxies**

55. No person shall be appointed a proxy who is not a member of the Institute.

**Proxy may be for specified period or meeting**

56. A proxy may be appointed only for a specified period or a specified meeting and any adjournments thereof.

**Deposition of proxy**

57. The instrument appointing a proxy shall be deposited at the registered office of the Institute not less than 7 days before the time fixed for holding the meeting at which the person named in the instrument \_\_\_\_\_ proposes \_\_\_\_\_ to \_\_\_\_\_ vote.

58. The instrument appointing a proxy shall be in the form or to the effect following:

**The Institute of Registered Music Teachers of New Zealand**

**Proxy**

I..... of .....  
being a member of the Institute of Registered Music Teachers of New Zealand, hereby  
appoint .....of .....

Or failing him/her..... of .....

As my proxy to vote for me at the  special  annual general meeting of the Institute  
to be held on the .....day of..... 20..... and at any  
adjournment thereof.

As witness my hand this..... day of..... 20.....

Signed by the said.....

In the presence of:.....

Signature of Witness .....

Address.....

Occupation.....

**Proxies invalid after two months.**

59. No instrument appointing a proxy shall be valid after two months from its execution, except in the case where it has been given for a meeting held within two months from its execution when it shall then be valid for any adjournment or adjournments thereof.

**Chairperson of meetings**

60. At all meetings of the Institute, the chair shall be taken by the President, if present; failing him/her, by the Vice-President, if present; and failing him/her, by any other member of the Council, who shall be chosen at the meeting, or in the absence of all of them, then from among the members present.

**Quorum at annual and special meetings**

61. At the annual general meeting, unless thirty members are present within half an hour after the time appointed for the meeting, the meeting shall stand adjourned until such date as the President or Vice-President may direct, to be then held at the same hour and place, and unless thirty members are present within half an hour after the time appointed for the adjourned meeting, those present shall be deemed to form a quorum. At a special general meeting, unless thirty members are present within half an hour after the time appointed for the meeting, the meeting shall thereupon be dissolved.

**Motion carried on declaration of chairperson unless poll is demanded**

62. At any general meeting, unless a poll is demanded by at least five members, a declaration by the Chairperson that a resolution has been carried and an entry made to that effect in the books of proceedings of the Institute shall be sufficient proof of the fact without proof of the number or the proportion of the votes recorded in favour of or against the resolution.

**If poll is demanded this is to be taken as chairperson directs**

63. If a poll is demanded by five or more members it shall be taken in such manner as the Chairperson directs, and the result of the poll shall be deemed to be the resolution of the Institute in general meeting. In the case of equality of votes at any general meeting the Chairperson shall be entitled to a second or casting vote.

**Demand for poll not to prevent other business**

64. The demand for a poll at a meeting shall not prevent the transaction of any business other than that on which the poll has been demanded.

**Appointment of scrutineers**

65. At every meeting of the Institute at which a vote by voting papers is prescribed or demanded, the meeting shall appoint three of their number as scrutineers, any two of them shall be competent to act. The scrutineers shall reject the vote of any member who at the date of the said meeting is in arrear for more than three months in the payment of any subscription or other sum payable by him/her under these Rules.

**Minutes to be kept**

66. Minutes shall be recorded in proper books to be provided for the purpose of all resolutions and proceedings of meetings of the Institute; and every minute signed by the . Chairperson of the meeting to which it relates or by the Chairperson of a subsequent meeting shall be sufficient evidence of the facts therein stated.

**Audit****Appointment of auditor**

67. The Institute shall at each annual general meeting appoint an auditor or auditors to hold office from the conclusion of that meeting until the conclusion of the next annual general meeting.

### **Re-appointment**

68. At any annual general meeting a retiring auditor, however appointed, shall be re-appointed unless -

- (a) A resolution has been passed at that meeting appointing another person instead of him/her or providing expressly that s/he shall not be re-appointed; or
- (b) He has given the Council notice in writing of her/his unwillingness to act.

### **Casual vacancy in office of auditor**

69. (1) The Council may fill any casual vacancy in the office of auditor, but while any such vacancy continues, the surviving or continuing auditor or auditors, if any, may act.
- (2) The remuneration of the auditor or auditors shall be fixed each year by the Council.

### **Institute may remove auditor**

70. The Institute may at any time by a resolution passed by a majority of three-fourths of the votes of members present and voting at a special general meeting, remove any auditor from her/his office before the expiration of her/his period of office, and may, by a resolution passed by a majority of the votes of members present and voting at that meeting, elect another qualified person in her/his stead:

Provided that if a poll is demanded as to the resolution for removal the same majority of three-fourths shall be necessary on the taking of the poll for carrying that resolution. The person so elected shall hold office during such time only as the member in whose place s/he was elected would have been entitled to hold office if s/he had not been removed.

### **Postal Ballot**

#### **Poll of members on specified proposal ~**

71. If so required by a requisition signed by at least fifty members of the Institute or by a resolution of any general meeting of the Institute, a poll of members of the Institute may be taken on any proposal. The Council shall as soon as practicable thereafter fix a date (being not more than two months ahead) for the closing of the poll, and any such poll shall be conducted by a postal ballot and in respect thereof the following provisions shall apply:

(i) The Council shall, when fixing the date for the closing of the poll, also appoint from the members of the Institute two scrutineers, and if by death or refusal or incapacity to act the number of the scrutineers shall be reduced below two, a member to fill each vacancy shall be forthwith appointed by the Council:

(ii) Not later than twenty-eight days before the closing of the poll the Registrar shall cause the appropriate voting paper, together with the envelope and signature slip hereinafter mentioned, to be posted to each member of the Institute and on the voting paper so posted shall be printed the proposal or proposals in respect of which the poll is being conducted:

(iii) The method of voting shall be indicated on the voting paper: ,

(iv) Each member who votes shall do so in the method so indicated; and shall seal the voting paper in the voting paper envelope, and endorse her/his full name and her/his signature on the slip attached to the voting paper envelope; and shall then return the voting paper and envelope in a covering envelope addressed to the scrutineers of the Institute, and delivered at or posted to reach the registered office of the Institute on or before the day fixed for the closing of the poll. The voting papers on receipt at the office of the Institute shall forthwith be placed in a sealed ballot box which shall be opened by the scrutineers alone on the date fixed for the closing of the poll:

(v) Should any member fail to vote in the manner indicated in the voting paper, then her/his vote in respect of the proposal involved shall be invalid:

(vi) As soon as the voting papers have been examined and the results of the poll have been ascertained by the scrutineers, the voting papers shall be closed up under the seals of the scrutineers, and shall be retained by them for three months after the closing of the poll, when they shall be destroyed by the scrutineers:

(vii) If there is an equality of votes the President shall in addition to her/his deliberative vote have a casting vote to be exercised as soon as practicable after receipt by the Registrar of the scrutineers' report:

(viii) The scrutineers shall make and sign a report in which they state the total number of voting papers received, the number rejected and the grounds for rejection, the total number of votes in favour of any proposal and the total number of votes against any proposal and shall hand the report to the Registrar not later than five days after the closing of the poll:

(ix) The scrutineers' report shall be sufficient evidence as to the result of the poll in the absence of evidence to the contrary .

### **Indemnity of Officers**

#### **Members of Council and officers indemnified**

72. Every member of the Council, Registrar, and every other officer of the Institute shall be indemnified by the Institute from all losses and expenses incurred by him/her in or about the discharge of her/his duties, except such as happen from her/his wilful default or gross negligence.

#### **Officers not liable for acts of other officers .**

73. Neither any member of the Council, Registrar, or any other officer of the Institute, shall be liable for any other members of the Council, Registrar, or any other officer, or for joining in any receipt or document, or for any act of conformity, or for any loss or expense happening to the Institute, unless the same happen from her/his own wilful default or gross negligence.

#### **Footnote:**

Amendments and additions made by members present at the general meetings held on 19 January 1991, 17 January 1995 and 19 January 1996, 13 January 1998 and 20<sup>th</sup> January 2000, which have been incorporated, are:

(1) **Additions: Rules 3, 4, 5, 6, 44(7) and 48.**

(2) **Amendments:**

Rule 2, 8, 10,15,16, 17, 18, 23, 24, 25, 29, 31, 32, 33, 44, 45, 46, 47, 51, 58, 60, 62, 63, 65, 66, 68, 70, 71, 72, 73.