

Board Members Code of Conduct

DISQUALIFICATION OF COUNCIL MEMBERS

49.

A Council Member's position as Council Member shall be vacated if the Council Member:

- (a) without the consent of the Institute in general meeting holds any other office or place of profit under the Institute; or
- (b) is directly or indirectly interested in any contract with the Institute and fails to declare the nature of her/his interest in manner required by section 231 of the Act; or
- (c) is an undischarged bankrupt as specified in section 132 of the Companies Act 2014
- (d) becomes prohibited from being a Council Member by reason of any of the provisions of Part 14 of the above Act (Compliance and Enforcement);
or
- (e) becomes of unsound mind; or
- (f) resigns his/her office by notice in writing to the Institute; or
- (g) is convicted of an indictable offence as specified in section 132 of the Companies Act 2014 (which refers to bankruptcy) unless the National Council otherwise determines; or
- (h) is removed from membership of the National Council by resolution passed pursuant to section 1198 of the Act.
- (i) is removed from membership of the Institute by a decision of National Council as set out in either Article 8 or Article 9 hereof.

Article 7. 8 and 9

7. Every member shall further to the best of their ability the objects, interests and influence of the Institute and shall observe all the regulations and Codes of Practice made by the Institute or National Council pursuant to Article 45 of these Articles.

8. A member shall cease to be a member of the Institute in any of the following circumstances: a) One month's notice in writing of resignation from membership given to the Secretary. b) Any of the relevant circumstances set out in Article 6 hereof. c) is subject of a decision by the National Council on foot of a recommendation by the Professional Disciplinary Review Board of the Institute that the member is responsible for an irreconcilable breach of Article 7 hereof.

9. Any member of any category of membership of the Institute may be excluded from the Institute by resolution of a majority of at least three-fourths of the Members of the National Council present and voting at a meeting of the National Council. Such member shall be given 7 clear days' notice in writing of the meeting including a summary of the grounds of the proposed exclusion and that member shall be entitled to attend the said meeting of the National Council and to make submissions in relation to her/his proposed exclusion but shall not be present at the voting.