



At the Council Chamber, Whitehall

THE 9th DAY OF MARCH 2017

BY THE LORDS OF HER MAJESTY'S MOST HONOURABLE
PRIVY COUNCIL

The Privy Council has approved amendments to the Bye-laws of the Chartered Management Institute as set out in the Schedule to this Order.

Richard Tilbrook

SCHEDULE

AMENDMENTS TO THE BYE-LAWS OF THE CHARTERED MANAGEMENT INSTITUTE

1. In Bye-law 28:

(i) in 28(c) *delete* "two" and *substitute* "four";

(ii) *delete* 28(e) and *substitute*:

"28(e) the Chairman of the Consultancy community, ex-officio;"

(iii) *insert*:

"28(f) the Chairman of the Board of Companions, ex-officio."

2. *Delete* Bye-laws 30 and 31 and *substitute*:

"30. Members of the Board elected under Bye-law 28(b) shall hold office for two years, or for such shorter or longer period prescribed by Regulations to secure appropriate retirements by rotation, and shall be eligible for re-election for two further periods of two years.

31. A member of the Board co-opted under Bye-law 28(c) shall serve for such period not exceeding two years, and shall be eligible to be co-opted for further two year terms up to a maximum of six years."



At the Council Chamber, Whitehall

THE 16th DAY OF MARCH 2017

BY THE LORDS OF HER MAJESTY'S
MOST HONOURABLE PRIVY COUNCIL

WHEREAS paragraphs 1(b), 3(1) and 4(1) of Schedule 1 to the Architects Act 1997, as amended, ("the Act") provide that eight members of the Architects Registration Board ("the Board") shall be appointed by the Privy Council, after consultation with the Secretary of State and such other persons or bodies as the Privy Council thinks fit, and that the term of office of a member of the Board shall be four years:

AND WHEREAS the Privy Council have consulted as required by the Act:

NOW, THEREFORE, this is to certify that Their Lordships, in exercise of the powers referred to above, have appointed Caroline Corby to be a member of the Board from 1st April 2017 to 31st March 2021.

Ceri King



At the Council Chamber, Whitehall

THE 16th DAY OF MARCH 2017

BY THE LORDS OF HER MAJESTY'S
MOST HONOURABLE PRIVY COUNCIL

WHEREAS paragraphs 1(b), 3(1) and 4(1) of Schedule 1 to the Architects Act 1997, as amended, ("the Act") provide that eight members of the Architects Registration Board ("the Board") shall be appointed by the Privy Council, after consultation with the Secretary of State and such other persons or bodies as the Privy Council thinks fit, and that the term of office of a member of the Board shall be four years:

AND WHEREAS the Privy Council have consulted as required by the Act:

NOW, THEREFORE, this is to certify that Their Lordships, in exercise of the powers referred to above, have appointed James Grierson to be a member of the Board from 1st April 2017 to 31st March 2021.

Ceri King



At the Council Chamber, Whitehall

THE 16th DAY OF MARCH 2017

BY THE LORDS OF HER MAJESTY'S
MOST HONOURABLE PRIVY COUNCIL

WHEREAS paragraphs 1(b), 3(1) and 4(1) of Schedule 1 to the Architects Act 1997, as amended, ("the Act") provide that eight members of the Architects Registration Board ("the Board") shall be appointed by the Privy Council, after consultation with the Secretary of State and such other persons or bodies as the Privy Council thinks fit, and that the term of office of a member of the Board shall be four years:

AND WHEREAS the Privy Council have consulted as required by the Act:

NOW, THEREFORE, this is to certify that Their Lordships, in exercise of the powers referred to above, have appointed Alice Hynes to be a member of the Board from 1st April 2017 to 31st March 2021.

Ceri King



At the Council Chamber, Whitehall

THE 16TH DAY OF MARCH 2017

BY THE LORDS OF HER MAJESTY'S MOST HONOURABLE
PRIVY COUNCIL

In accordance with section 124A(3) of the Education Reform Act 1988^(a) (hereinafter referred to as "the Act"), the Privy Council by Order dated 5th March 1993 made an instrument of government for University of Central Lancashire, being a higher education corporation with respect to which Schedule 7 to the Act has effect.

Section 124A(3)(b) of the Act provides that the Privy Council may by Order modify an instrument of government of any such higher education corporation.

Accordingly, Their Lordships, in exercise of the powers conferred on Them by section 124A(3)(b), are pleased to modify the instrument of government in accordance with the provision set out in the Schedule to this Order.

Richard Tilbrook

SCHEDULE

MODIFICATIONS TO THE INSTRUMENT OF GOVERNMENT REFERRED
TO IN THE FORGOING ORDER

1. INSTRUMENT OF GOVERNMENT

In exercise of the powers conferred upon it by Section 124A(3) of the Education Reform Act 1988, the Privy Council has made an Instrument of Government for the University of Central Lancashire Higher Education Corporation in accordance with which the University of Central Lancashire shall be conducted:

^(a) 1988 c.40; section 124A was inserted by section 71 of the Further and Higher Education Act 1992 (c.13).

2. INTERPRETATION

In this Instrument, the following words and expressions shall have the meanings indicated in this paragraph:

- “Academic Board”** means the Academic Board of the University constituted in accordance with the Articles;
- “appointing authority”** means the Corporation unless otherwise specified;
- “Articles”** means the Articles of Government in accordance with which the University is conducted;
- “bankruptcy”** includes individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy;
- “Board of Governors”** means the governing body of the University described in paragraph 4 also known as the “University Board”;
- “Chair”** has the meaning given in paragraph 8;
- “Clerk”** means the person appointed to the office of the Clerk to the Board of Governors in accordance with the Articles which person shall be known as such title approved by the Board of Governors from time to time;
- “Companies Act”** means the Companies Act 2006 where the context so admits the other Acts of Parliament as defined in section 2 to the Companies Act 2006 in so far as they apply to the Company including any statutory modification or re-enactment of it for the time being in force;
- “Corporation”** means the University of Central Lancashire Higher Education Corporation;
- “document”** includes, unless otherwise specified, any document sent or supplied in electronic form;
- “Education Reform Act”** means the Education Reform Act 1988 as amended from time to time;
- “electronic form”** has the meaning given in section 1168 of the Companies Act;

“governor”	means a member of the Corporation, and includes any person occupying the position of governor, by whatever name called;
“Hard Copy Form”	has the meaning given in section 1168 of the Companies Act;
“independent governor”	has the meaning given in paragraph 4.3;
“Instrument”	means the Instrument of Government of the Corporation;
“Secretary of State”	means the Secretary of State for Education;
“Seal”	means the Corporation Seal;
“Senior Post”	means the post of Vice Chancellor, the Clerk and such other senior posts as the Board of Governors may determine from time to time;
“Statutes”	means the Companies Act and every other statute, statutory instrument, regulation or order for the time being in force concerning companies registered under the Companies Act;
“Students' Union”	means any association of the generality of students formed to further the educational purposes of the University and the interests of students as students;
“subsidiary”	has the meaning given in section 1159 of the Companies Act;
“University”	means the University of Central Lancashire conducted by the Corporation;
“Vice Chancellor”	means the person appointed to act as Vice Chancellor of the University;
“Writing” or “Written”	includes fax and e-mail but excludes text messages and other communications in electronic form.

- 2.1 References in this Instrument, in relation to the Board of Governors, to a variable category of governors are references to any category of governors in relation to which the number applicable in accordance with paragraph 5 below is subject to variation.
- 2.2 Unless the context otherwise requires, other words or expressions contained in these Instruments and Articles bear the same meaning as in the Companies Act in

force on the date when these Instruments and Articles become binding on the Corporation.

2.3 Unless the contrary intention appears, words importing the singular number include the plural number and vice versa, words importing one gender include all genders and words importing persons include bodies corporate and unincorporated associations.

2.4 Headings to the Instrument and Articles are inserted for convenience only and shall not affect construction.

3. NAME OF CORPORATION

3.1 The Board of Governors may, by resolution, change the name of the Corporation with the consent of the Privy Council.

4. MEMBERSHIP OF THE BOARD OF GOVERNORS

4.1 The Board of Governors shall consist of:

4.1.1 not less than twelve and not more than twenty four governors appointed in accordance with the following provisions; and

4.1.2 the person who is for the time being the Vice Chancellor, unless he/she chooses not to be a governor.

4.2 Of the appointed governors:

4.2.1 up to thirteen shall be independent governors and so that the determined number under paragraph 5 as the date of adoption of this Instrument shall be 15;

4.2.2 up to two may be teachers at the University nominated by the Academic Board;

4.2.3 up to two may be students of the University nominated by the students thereof; and

4.2.4 at least one and not more than nine shall be co-opted members nominated by the members of the Board of Governors who are not co-opted members.

4.3 Independent governors shall be persons appearing to the appointing authority to have experience of, and to have shown capacity in, industrial, commercial or employment matters or the practice of any profession on the basis of a balanced skill set against a matrix of required skills approved by the Board of Governors from time to time.

4.4 The co-opted member required by sub-paragraph 4.2.4 above shall be a person who has experience in the provision of education.

4.5 A person above who is:

4.5.1 employed at the University in any capacity; or

4.5.2 a full time student at the University; or

4.5.3 an elected member of any local authority

is not eligible for appointment as a member of the Board of Governors otherwise than as a co-opted member.

4.6 For the purposes of this paragraph, a person who is not for the time being enrolled as a student at the University shall be treated as such a student during any period when he/she has been granted leave of absence from the University for the purposes of study or travel or for carrying out the duties of any local office held by him/her in the Students' Union at the University.

4.7 It shall be for the appointing authority to determine any question as to whether any person is qualified in accordance with the preceding provisions of this paragraph for appointment as a governor of the Board of Governors of any description or category.

5. DETERMINATION OF MEMBERSHIP NUMBERS

5.1 The Board of Governors shall make a determination from time to time with respect to its numbers.

5.2 Such a determination shall fix the number of members of each variable category of which the Board of Governors is to consist, subject to the limits applicable in relation to that category in accordance with paragraph 4.2 above.

5.3 In making such a determination, the Board of Governors shall secure that at least half of all the governors, when constituted in accordance with the determination, will be independent governors.

5.4 Such a determination shall not have effect so as to terminate the appointment of any person who is a governor of the Board of Governors at the time when the determination takes effect.

5.5 Such a determination may be varied by a subsequent determination.

6. APPOINTMENT OF GOVERNORS

6.1 The Board of Governors are the appointing authority in relation to the appointment of any independent governor.

- 6.2 Where an appointment of an additional independent governor falls to be made in consequence of a determination in accordance with paragraph 5 above, the appointing authority in relation to the appointment:
 - 6.2.1 shall be the Board of Governors if the appointment is made within the period of three months beginning with the date of the determination; or
 - 6.2.2 if the appointment is not made within that period, shall be the current independent members of the Board of Governors.
- 6.3 Where a vacancy in the office of an independent governor arises on any existing independent member ceasing to hold office on the expiry of his/her term of office:
 - 6.3.1 his/her successor shall not be appointed more than six months before the expiry of that term; and
 - 6.3.2 the appointing authority in relation to the appointment of his/her successor:
 - 6.3.2.1 shall be the Board of Governors if the appointment is made not less than three months before the expiry of that term; or
 - 6.3.2.2 if the appointment is not so made, shall be the current independent members of the Board of Governors.
- 6.4 Where a vacancy in the office of an independent member of the Board of Governors arises on the death of any such member or on any such member ceasing to hold office in accordance with the Instrument, the appointing authority in relation to the appointment of his/her successor:
 - 6.4.1 shall be the Board of Governors if the appointment is made within the period of three months beginning with the date of death or the date on which the office becomes vacant (as the case may be); or
 - 6.4.2 if the appointment is not made within that period, shall be the current independent members of the Board of Governors.
- 6.5 No appointment of an independent member of the Board of Governors by the Board of Governors in accordance with sub-paragraphs 6.2.1, 6.3.2.1 and 6.4.1 above shall be made unless the appointment has been approved by the current independent members of the Board of Governors.
- 6.6 If the number of independent governors falls below the number needed in accordance with the Articles for a quorum, the Secretary of State shall be the appointing authority in relation to the appointment of such number of independent governors as is required for a quorum.

7. TENURE OF OFFICE FOR GOVERNORS

7.1 The Board of Governors shall determine the period of office of governors in each of the variable categories set out in paragraph 4.2 above. At the date of adoption of this Instrument such tenure shall be:

7.1.1 for the Vice Chancellor the period he or she is Vice Chancellor;

7.1.2 for teachers appointed under paragraph 4.2.2 only for the period they are employees of the University but up to a maximum of seven years;

7.1.3 for any student governor appointed under paragraph 4.2.3 only for so long as they are a student at the University but up to a maximum of seven years;

7.1.4 for all independent governors and co-opted governors (subject to satisfactory performance) up to two terms of three years each (with the exact term being as approved by the Board of Governors) but subject always to an initial probation period of one year PROVIDED ALWAYS that in exceptional circumstances the Board of Governors may approve an independent or co-opted governor having an extra term of office for an additional term not exceeding three years but so that no independent or co-opted governor shall serve as a governor for more than 10 years (including periods as chair and/or deputy chair of the Board of Governors).

Such governors shall hold and vacate office in accordance with the terms of their appointment and shall, on ceasing to be a governor on completion of their period of office, be eligible for reappointment subject to not exceeding any maximum term of office.

7.2 A governor may at any time by notice in writing to the Clerk resign his/her office, which will thereupon become vacant from the date of receipt of the notice or date of resignation specified therein whichever shall be the later.

7.3 If at any time the Board of Governors is satisfied that any governor:

7.3.1 has been absent from meetings of the Board of Governors for three consecutive scheduled meetings of the Board of Governors or for sixty per cent or more of the scheduled meetings of the Board of Governors in any academic year of the University without in either case the permission of the Board of Governors; or

7.3.2 is unable or unfit to discharge the functions of a governor; or

7.3.3 is prohibited from being a director by law or prohibited from being the trustee or director of a charity; or

7.3.4 a bankruptcy order is made against that person and continues whilst that person remains an undischarged bankrupt; or

- 7.3.5 a composition or arrangement (including an individual voluntary arrangement) is made with that person's creditors generally in satisfaction of that person's debts and continues for a period of three years from the date that such composition or arrangement is made or that person's debts are paid off in full (whichever shall first occur); or
- 7.3.6 a registered medical practitioner who has examined him/her gives a written opinion to the University stating that that person has become physically or mentally incapable of acting as a governor and may remain so for more than three months; or
- 7.3.7 by reason of that person's mental health, a Court makes an order which wholly or partly prevents that person from personally exercising any powers or rights which that person would otherwise have; or
- 7.3.8 the appointment of the person will breach any maximum terms of office applicable to all governors except those appointed by virtue ex officio roles or roles defined by virtue of staff or student membership; or
- 7.3.9 that person is not at least eighteen years old; or
- 7.3.10 that person is convicted whether in the United Kingdom or elsewhere of any offence punishable by imprisonment and continues for five years from the date of release from such imprisonment if the term of imprisonment is for less than two and a half years or otherwise continues for a period of twenty years from the date of release; or
- 7.3.11 that person engages in conduct bringing himself or the University into disrepute or that person acts against the interests of the University or in breach of his/her duties as a governor or is involved in a conflict of interest with the University which is not approved in accordance with this Instrument; or
- 7.3.12 serves notice ceasing to be a governor of the University;

then the Board of Governors shall (save in respect of paragraph 7.3.1 where the Board of Governors have a discretion as to whether to remove the governor in question) by notice in writing to that governor remove him/her from office (or allow them to resign pursuant to paragraph 7.3.12 above) and thereupon the office shall become vacant.

- 7.4 No person who is an employee of the University shall be a governor other than appointed under paragraph 4.2.2 (except the Vice Chancellor) provided that this restriction does not apply to a student who is employed by the University in connection with the student's role as an officer of a Students' Union.

8. CHAIR AND DEPUTY CHAIR

- 8.1 The Board of Governors shall elect one of its number to be Chair of its meetings and one of its number to be Deputy Chair of its meetings for a term or terms of office approved by the Board of Governors (not to exceed three years per term) which term of office shall be taken into account in determining the maximum period of office of a governor. The Chair and Deputy Chair shall be eligible for reappointment. If both the Chair and the Deputy Chair are absent from any meeting the governors present shall, before any other business is transacted, choose one of their number to preside at the meeting.
- 8.2 In the event of a casual vacancy occurring in the office of the Chair or Deputy Chair the Board of Governors shall as soon as possible elect one of its number to fill the vacancy and the person so elected shall hold office for the remainder of the period of office of the person replaced.
- 8.3 The Board of Governors shall appoint the Deputy Chair to be the senior independent governor to fulfil such functions and to have such responsibilities as may be agreed by the Board of Governors from time to time.
- 8.4 Neither the Vice Chancellor nor any governor being a member of staff or student at the University shall be eligible for election as Chair or Deputy Chair of the Board of Governors.

9. COMMITTEES

- 9.1 The Board of Governors may establish committees and permit such committees to include persons who are not governors.

10. EXPENSES AND ALLOWANCES OF GOVERNORS

- 10.1 No governor shall (without the approval of the Board of Governors and the Higher Education Funding Council for England or other regulator of the Corporation from time to time appointed) be either appointed to any paid office of the Corporation or receive any remuneration or other benefit in money or money's worth but so that in any event not more than half the governors shall be so remunerated or receive such benefits. In addition the Board of Governors shall determine allowances and expenses to be paid to governors for attendance at its meetings, meetings of committees, and such other activities as require attendance of governors at the University or any other place to conduct business on behalf of the University.

11. CORPORATION SEAL

- 11.1 To the extent that the Corporation shall have a corporation seal from time to time then the corporation seal shall be applied to such documents required by law and to such other documents as the Board of Governors shall determine and in such manner as approved by the Board of Governors from time to time.

12. COPIES OF THE INSTRUMENT OF GOVERNMENT

Copies of the Instrument of Government shall be provided to each governor .



At the Council Chamber, Whitehall

THE 22nd DAY OF MARCH 2017

BY THE LORDS OF HER MAJESTY'S MOST HONOURABLE
PRIVY COUNCIL

The Privy Council has approved alterations to the Bye-laws of The Royal National Institute of Blind People as set out in the Schedule to this Order which shall come into effect on 1st April 2017.

Richard Tilbrook

SCHEDULE

ALTERATIONS TO THE BYE-LAWS OF THE ROYAL NATIONAL INSTITUTE OF BLIND PEOPLE

1. In Bye-law 16(1):
 - (i) after "The Board of the Institute" *delete* ", when complete,";
 - (ii) after "shall consist of" *delete* "ten members or";
 - (iii) after "such" *delete* "other number" and *insert* "number of members";
 - (iv) after "as may be agreed by a majority decision of the Board" *insert* ", subject to there never being fewer than three members of the Board."

2. *Delete* Bye-laws 16(2) to 16(4).

3. *Insert* new Bye-laws 16(2) and 16(3):

"16. (2) The Board of the Institute shall consist of certain groups of individuals (hereinafter called 'Board Groups'), the description, size, number and composition of which shall be determined by the Board from time to time and set out in a table. Appointments or elections to the Board within Board Groups shall be in accordance with a procedure agreed by the Board.

16. (3) The Board shall agree procedures for the appointment and election of members of the Board Groups pursuant to Bye-Law 16(2). These procedures shall be set out in Written rules approved from time to time by the Board for the purposes of these Bye-Laws."

4. **Re-number** Bye-laws 16(5) and 16(6) as 16(4) and 16(5) respectively.
5. In Bye-law 17(1) after “Members of the Board, howsoever they are appointed, shall serve no more than three consecutive terms of three years on the Board. Trustees shall be appointed for a term of three years (or a shorter term of office that is specified at the time of their appointment).”, **delete** the remainder of the Bye-law.
6. **Delete** Bye-law 17(2).
7. In Bye-law 19(1):
 - (i) **delete** 19(1)(d) and 19(1)(e);
 - (ii) **re-number** 19(1)(f), 19(1)(g) and 19(1)(h) as 19(1)(d), 19(1)(e) and 19(1)(f) respectively.
8. In Bye-law 22, after “approved by two thirds of the members of the Board entitled to receive notice of a meeting of the Board” **delete** “, including at least one Action Trustee and one Independent Trustee,”.
9. In Bye-law 26, after “the names of any people proposed for appointment” **delete** “as Independent Trustees”.
10. In Bye-law 27:
 - (i) after “The quorum for a decision at a Board meeting is” **delete** “five” and **insert** “three or one-third of the total number of the”;
 - (ii) after “members of the board” **insert** “, whichever is the greater.”;
 - (iii) after “, whichever is the greater.”, as inserted, **delete** the remainder of the Bye-law.
11. After Bye-law 43, **delete** the heading “Appendix to the Bye-laws” and the table that follows.



At the Council Chamber, Whitehall

THE 23rd DAY OF MARCH 2017

BY THE LORDS OF HER MAJESTY'S
MOST HONOURABLE PRIVY COUNCIL

WHEREAS paragraphs 1(b), 3(1) and 4(1) of Schedule 1 to the Architects Act 1997, as amended, ("the Act") provide that eight members of the Architects Registration Board ("the Board") shall be appointed by the Privy Council, after consultation with the Secretary of State and such other persons or bodies as the Privy Council thinks fit, and that the term of office of a member of the Board shall be four years:

AND WHEREAS the Privy Council have consulted as required by the Act:

NOW, THEREFORE, this is to certify that Their Lordships, in exercise of the powers referred to above, have extended the appointment of Ros Levenson to be a member of the Board from 1st April 2017 to 31st March 2021.

Ceri King



At the Council Chamber, Whitehall

THE 23rd DAY OF MARCH 2017

BY THE LORDS OF HER MAJESTY'S
MOST HONOURABLE PRIVY COUNCIL

WHEREAS paragraphs 1(b), 3(1) and 4(1) of Schedule 1 to the Architects Act 1997, as amended, ("the Act") provide that eight members of the Architects Registration Board ("the Board") shall be appointed by the Privy Council, after consultation with the Secretary of State and such other persons or bodies as the Privy Council thinks fit, and that the term of office of a member of the Board shall be four years:

AND WHEREAS the Privy Council have consulted as required by the Act:

NOW, THEREFORE, this is to certify that Their Lordships, in exercise of the powers referred to above, have extended the appointment of Nabila Zulfiqar to be a member of the Board from 1st April 2017 to 31st March 2021.

Ceri King