

THE INSTITUTE OF CHARTERED  
ACCOUNTANTS IN ENGLAND AND WALES.

Incorporated by Royal Charter of the 11th day  
of May, 1880.

At the *Council Chamber, Whitehall*, the 10th  
day of *December*, 1904.

By the Lords of His Majesty's Most Honourable  
Privy Council.

Whereas the Institute of Chartered Accountants  
in England and Wales did, by resolution passed  
at a general meeting held on the fourth day of  
October, 1904, adopt new Bye-laws, and at a  
subsequent general meeting held on the first  
day of November, 1904, did confirm the said  
resolution, and the said Bye-laws have been  
submitted to the Lords of the Council.

And whereas by the 26th Article of the  
Charter of Incorporation of the said Institute it  
is provided that Bye-laws made by the Institute  
shall not have effect until they have been sub-  
mitted to and allowed by the Lords of the  
Privy Council.

Now, therefore, their Lordships, having taken  
the said Bye-laws into consideration (a copy  
whereof is hereunto annexed), are pleased to  
allow the same.

A. W. FitzRoy.

BYE-LAWS referred to in the foregoing Order.

Chapter I.—Preliminary.

1. These Bye-laws, made under the above-  
mentioned Royal Charter (in these Bye-laws  
referred to as the Royal Charter), shall come  
into operation on the 1st day of January, 1905,  
or so soon thereafter as they may be allowed by  
the Lords of His Majesty's Most Honourable  
Privy Council.

2. Words in these Bye-laws have the same  
meaning as in the Royal Charter; and references  
herein to Members, Fellows, Associates, and  
Meetings shall, unless the contrary intention  
appear, be construed as having reference to  
Members, Fellows, Associates, and Meetings of  
the Institute.

*Articled Clerk* means a Clerk who is serving  
under articles to a Member of the Institute.

*Secretary* means the Secretary of the Institute  
appointed by the Council, or the person acting  
in that capacity by the direction of the Council.

3. The forms set forth in the Schedule to these  
Bye-laws, and such other forms as the Council  
may from time to time authorize, shall be used  
in the cases to which they are applicable, with  
such alterations or additions thereto, if any, as  
the Council may from time to time determine;  
and all notes and directions thereon shall be  
deemed part of the forms, and be observed  
accordingly.

Chapter II.—The Council.

4. The number of the Members of the Council  
shall be forty-five, of whom nine shall retire at  
each Annual Meeting of the Institute, but shall  
be eligible for re-election. Subject to the pro-  
visions of Bye-law 10, the retiring Members at  
each Annual Meeting shall be those who have  
been longest in office.

5. At each Annual Meeting every retiring  
Member of the Council shall, unless he shall have  
signified to the Council his desire not to offer  
himself for re-election, be deemed to be nominated  
for election.

6. As regards any other candidate or candi-  
dates to be nominated for election on the Council

at an Annual Meeting, previous notice of each  
such nomination in writing, signed by ten  
Members, shall be sent to the Secretary on or  
before the tenth day of April; and such notice  
shall be accompanied by an intimation in writing  
from the candidate of his willingness to serve,  
if elected, and the receipt of such notice and  
intimation shall be stated in the circular issued  
by the Council before each Annual Meeting. If  
sufficient candidates be not elected on the Council  
at an Annual Meeting, the vacancies may be filled  
up by the Council at a Meeting summoned with  
notice of the object.

7. The office of a Member of the Council is  
vacated—

1. If he cease to be a Member of the  
Institute, or be excluded or suspended for any  
period from membership.

2. If he be absent from the meetings of the  
Council for more than six consecutive months  
without the consent of the Council.

3. If he become bankrupt, or suspend pay-  
ment, or compound with or make an assignment  
of his property for the benefit of his creditors.

4. If he be declared lunatic, or become of  
unsound mind.

5. If he be convicted of a felony.

8. A Member of the Council may resign his  
office by sending in his resignation to the Council,  
and on its acceptance by the Council, but not  
until then, he shall cease to be a Member of the  
Council.

9. The Institute may at any time, by a reso-  
lution passed by a majority of two-thirds of the  
votes of Members present and voting at a Special  
Meeting, remove any Member of the Council  
from his office before the expiration of his period  
of office (provided that if a poll be demanded as  
to the resolution for removal, the same majority  
of two-thirds shall be necessary on the taking of  
the poll for carrying that resolution); 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 his stead. The  
person so elected shall hold office during such  
time only as the Member in whose place he was  
elected would have been entitled to hold the  
same if he had not been removed from office.

10. In the event of any vacancy occurring in  
the Council between two Annual Meetings, the  
vacancy may be filled up by the Council at a  
Meeting summoned with notice of this object;  
and a person so becoming a Member of the  
Council shall hold office only during the time  
the vacating Member would have been entitled  
to hold office, but shall be eligible for re-election.

Chapter III.—Proceedings and Powers of the  
Council.

11. The Council shall meet at the Institute on  
the first Wednesday in each month, or at such  
other times and places as they may determine.

12. A Meeting of the Council may at any time  
be called by order of the President or Vice-  
President, or at the request in writing, addressed  
to the Secretary, of five Members of the Council.

13. Three clear days' notice of a Meeting of  
the Council, or twenty-four hours' notice in a  
case of emergency, shall be delivered or sent to  
each Member of the Council at his registered  
address, and such notice shall, so far as practic-  
able, contain a statement of the business to be  
transacted at such Meeting. It shall not be  
necessary in any case to prove that such notice  
has been delivered or sent, but the same shall be  
taken as delivered or duly sent unless the con-  
trary be shown; and the non-receipt of any  
notice by any Member, or the non-existence of