



*At the Court at Buckingham Palace*

THE 13 DAY OF FEBRUARY 2019

THE QUEEN'S MOST EXCELLENT MAJESTY  
IN COUNCIL

Her Majesty in Council has allowed the amendments to the Charter of The Society for the Environment as set out in the Schedule to this Order.

*Richard Tilbrook*

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*SCHEDULE*

AMENDMENTS TO THE CHARTER OF THE SOCIETY FOR THE ENVIRONMENT

1. *Delete* Articles 1 to 14 and *substitute*:

**“THE SOCIETY FOR THE ENVIRONMENT**

1. The Original Charter of the 8th day of May 2004 (except insofar as it preserves the incorporation effect of the Original Charter and the powers referred to in Article 1 thereof) and the Schedules thereto are hereby revoked, provided that such revocation shall not affect the validity or legality of any act or deed done hereunder.

**OBJECT**

2. The object for which the Society constituted is to register environmental professionals and to promote the advancement of, the dissemination of, knowledge of, and education in good environmental practice for the public benefit.

**DUTIES**

3. In pursuance of the Object, but not otherwise, the Society shall:

- (i) maintain registers and modify, extend or add to such registers as required;
- (ii) establish and keep under review generic standards and procedures for academic and occupational achievement, competence and commitment and the requirements for initial and continuing professional development for Registrants;
- (iii) provide a forum for discussion and exchange of information relevant to the Object;
- (iv) provide advice and respond to proposals and enquiries relating to the advancement and the regulation of good environmental practice and where appropriate collaborate with other bodies;
- (v) designate as Licensed Members those Voting Members which demonstrate to the satisfaction of the Board their competence to assess individuals for initial and continuing registration; regulate the conduct of their individual members; license such bodies to admit individuals to a register; monitor the additions and deletions the Licensed Members make to such register; and provide guidance on the codes of conduct and disciplinary procedures of such Licensed Members;
- (vi) be accountable to Voting Members in respect of its activities;
- (vii) act, in conjunction or collaboration with the Voting Members, as the representative body of Our United Kingdom in relation to the international recognition of Registrants;
- (viii) give appropriate assistance to Our Ministers, or any of them, on any matter relating to the Object of the Society.

## POWERS

4. In pursuance of the Object, but not otherwise, the Society shall have the following powers:
  - (i) to levy charges by subscription on members at a rate to be determined by the Board; to levy a licence fee on Licensed Members at a rate to be determined by the Board; to set the registration fee, to be levied by Licensed Members on registrants, at a rate to be determined by the Board;
  - (ii) to receive gifts, endowments, bequests, donations, money and property real or personal;
  - (iii) to purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and the rights and privileges which the Society may think necessary or convenient for the promotion of the Object, and to construct, maintain and alter any buildings or erections necessary or convenient for the work of the Society;
  - (iv) to sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Society as may be thought expedient with a view to the promotion of its Object;
  - (v) to undertake and execute any trusts which may lawfully be undertaken by the Society and may be conducive to its Object;
  - (vi) to purchase or otherwise acquire plant and machinery including computer hardware and software, furniture, fixtures, fittings and all

- other effects of every description and to apply for registration of any patents, rights, copyrights, licences and the like;
- (vii) to borrow or raise money for the purposes of the Society on such terms and on such security as may be thought fit;
  - (viii) to draw, make, accept, endorse, discount, execute and issue promissory notes, bills, cheques and other instruments and to operate bank accounts;
  - (ix) to engage and pay any person or persons whether on a full-time or part-time basis or whether as a consultant or employee to supervise, organise, carry on the work of and to give advice to the Society;
  - (x) to invest the assets of the Society not immediately required for its purposes as may be thought fit;
  - (xi) to establish and support or aid in the establishment and support of any associations or institutions and to subscribe or guarantee money for purposes in any way connected with the purposes of the Society or calculated to further its Object;
  - (xii) to appoint a chief executive officer of the Society by whatever title;
  - (xiii) to publish, or commission the publication of, material relevant to the Object in any form, to undertake or commission research, to establish and maintain libraries, databases, or any other facilities for the benefit of the public, and to hold or promote conferences, exhibitions or other events;
  - (xiv) pay all reasonable and proper premiums in respect of indemnity insurance effected covering the indemnities given in accordance with article 7 hereof;
  - (xv) to do all such other lawful acts and things whatsoever that are conducive, ancillary or incidental to the attainment of the Object.

#### INCOME AND PROPERTY

5. The income and property of the Society, howsoever derived, shall be applied solely towards the Object and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to the members. Provided that nothing in this article shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the Society, or to any Voting Member, in return for any services actually rendered to the Society and of travelling and other expenses necessarily incurred in carrying out the duties of any member, officer or servant of the Society.

#### MANAGEMENT

6. The management and control of the Society shall be vested in a Board which may exercise all or any of the powers of the Society and may delegate its powers and functions in accordance with the Bylaws.
7. No Board member shall (a) be accountable in respect of acts done or authorised to which they have not expressly assented or (b) incur personal liability in respect of any loss or damage done in good faith for the benefit of

the Society. The Society shall indemnify every Board member, officer and employee of the Society against any loss or expense incurred through any act or omission done or committed by him in the course of the performance of his authorised duties on behalf of the Society.

#### AMENDMENT TO THE BYLAWS

8. Subject to the provisions of this Our Charter, and subject to the approval by a two-thirds majority vote, the representatives of the Voting Members, or their duly appointed proxies, present and voting in General Meeting, the Board may by resolution make, amend or revoke the Bylaws provided that no new Bylaw, amendment or revocation shall be effective unless it has been approved by the Lords of Our Most Honourable Privy Council, of which approval a certificate under the hand of the Clerk of Our said Council shall be conclusive evidence.

#### AMENDMENTS TO THE CHARTER

9. Subject to the approval by a two-thirds majority vote of the representatives of the Voting Members, or their duly appointed proxies, present and voting in General Meeting, the Board may by resolution modify or revoke any of the provisions of this Our Charter. Any modification or revocation made under this article shall, when allowed by Us, Our Heirs or Successors in Council, become effectual so that this Our Charter shall thenceforth continue in force as so modified or revoked. This provision shall apply to Our Charter as modified or revoked.

#### REGULATIONS

10. Any matter that pursuant to this Our Charter may be prescribed or regulated by the Bylaws, may be further prescribed or regulated by Regulations made by the Board, provided that any such further prescription or regulation shall not be repugnant to the provisions of this Our Charter or to the provisions of the Bylaws.

#### PRACTICE DIRECTIONS

11. Any matter that pursuant to this Our Charter may be prescribed or regulated by the Regulations, may be further prescribed or regulated by Practice Directions made by the Board, provided that any such further prescription or regulation shall not be repugnant to the provisions of this Our Charter or to the provision of the Bylaws or to the provisions of the Regulations.

#### SURRENDER OF THE CHARTER

12. Subject to the approval by a two-thirds majority vote of the representatives of the Voting Members, or their duly appointed proxies, present and voting in General Meeting, the Board may by resolution passed by a two-thirds majority surrender this Our Charter and any further Charter granted to the

Society, subject to the sanction of Use, Our Heirs or Successors in Council upon such terms as We or They may think fit, and wind up or otherwise deal with the affairs of the Society. If upon the winding up or dissolution of the Society there remains, after satisfaction of all debts and liabilities, any property whatsoever, then it shall not be given to or distributed among the members or any of them but, subject to any special trusts affecting any of the property, shall be given or transferred to some other institution or institutions, having objects similar to the Object, and which shall prohibit the distribution of its income and property among its or their members to at least the same extent as specified in article 6 hereof, such institution or institutions to be determined by the Voting Members at or before the time of dissolution, and if and so far as effect cannot be given to such provision, then to some charitable object.

### CONCLUSION

13. Our Royal Will and Pleasure is that this Our Charter shall ever be construed benevolently and in every case most favourably to the Society and the promotion of the Object.