



At the Council Chamber, Whitehall

THE 11th DAY OF MAY 2022

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

The Privy Council has approved the revised Bye Laws of The Society for the Environment as set out in the Schedule to this Order.

Richard Tilbrook

SCHEDULE

REVISED BYE LAWS OF THE SOCIETY FOR THE ENVIRONMENT

1. In the Charter, the Bye Laws, and the Regulations, the following definitions shall, unless the subject or content is inconsistent therewith, apply and unless the context otherwise requires:

‘Appropriate representatives’ means individuals appointed under the authority of a Member Body and certified by its CEO to participate in activities, including General Meetings, of the Society;

‘Auditors’ means independent financial examiners or financial auditors;

‘Board’ means the governing body of the Society;

‘Board member’ means a person appointed to serve on the Board in accordance with the Bye Laws;

‘Charter’ means the Charter to which these Bye Laws are scheduled, as revoked, amended or added to from time to time, and all Supplementary Charters of the Society for the time being in force;

‘the Chair’ means the Chair of the Board for the time being who shall normally also chair General Meetings of the Society;

‘Chief Executive’ means the chief executive officer of the Society by whatever title known;

‘clear days’ means, in relation to a period of notice, that period, excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect;

‘Code of Professional Conduct’ means a code of professional conduct issued by the Board to which Registrants shall conform;

‘Registration Authority’ means a Committee set up by the Board in accordance with the Bye Laws and whose members are elected by the Licensed Members in General Meeting;

‘General Meeting’ means a general meeting of the Society, which may be either an Annual General Meeting or an Extraordinary General Meeting and which may be in person or electronically/virtually;

‘Licensed Member’ means a Voting Member licensed by the Board;

‘Meeting’ means a meeting in person or electronically/virtually;

‘Members in General Meeting’ means representatives of the Voting Members;

‘Non-Voting Member’ means those Members who are entitled to attend but not vote at General Meetings and shall be organisations with an interest in environmental matters;

‘normal place of business’ means the administrative headquarters of the Society for the time being;

‘practice direction’ means instructions on how the Society administers its responsibilities to the profession, particularly licensing Members to award Registrations, setting standards for Registrations and guiding Member institutions and Registrants;

‘present’ means, for the purposes of meetings, present in person and/or, present by electronic means;

‘qualification’ shall include standards of education and professional development;

‘Registers’ means the professional registers held by the Society;

‘Registrant’ means any person admitted to the Registers;

‘registration’ means registration in the Registers;

‘Regulations’ means critical procedures on how the Society governs itself and operates its various duties in accordance with the Charter and Bye Laws;

‘SocEnv’ means the Society for the Environment;

‘the Society’ means the Society for the Environment;

‘the Seal’ means the Common Seal of the Society;

‘in writing’ means representing or reproducing words in a visible form by any means of transmission;

‘Voting Member’ means such Members entitled to attend and vote at **General Meetings** and shall normally be organisations whose membership includes environmental practitioners

References to the singular number include the plural and vice versa; references to persons include bodies and ‘body’ means any organisation whether incorporated or not.

THE MEMBERS

2. Members shall abide by such obligations as the Society shall determine and publish in the Regulations.
3. The appointment of an applicant organisation as a Voting Member may be made by the Board upon approval of a resolution in accordance with the Regulations. An applicant denied appointment by the Board shall have the right of appeal to a General Meeting in accordance with the Regulations.
4. Every Voting Member and Non-Voting Member shall be required to pay a joining fee and an annual subscription to the Society, as detailed in Bye Law 13.
5. The appointment of Non-Voting Members shall be made by the Board in accordance with the regulations.
 - a. Any Voting Member or Non-Voting Member may resign its membership of the Society. The rules governing this shall be set out in Regulations.
 - b. In the event of a complaint against a representative of a Member being received by the Society it shall be dealt with according to the Regulations.
 - c. In the event of a complaint being received against a Voting Member or Non-Voting Member in relation to its obligations of membership, it shall be considered in accordance with the Regulations. A Member shall not resign while a complaint against it is outstanding and if the Member purports to resign it shall be deemed to continue in membership until the complaint has been resolved.
 - d. The Board shall have power to remove any Voting Member or Non-Voting Member from membership of the Society upon approval of a resolution passed by a two-thirds majority vote of the Board members present in person or by proxy. A copy of the resolution shall be sent to the relevant Member at least twenty-eight clear days prior to the Board Meeting at which such resolution is to be considered and the relevant Member shall have a right to attend and subsequently appeal to a General Meeting in accordance with the Regulations.

- e. The Board shall cause a Register to be kept of the names and registered address of all Members.

THE BOARD

6. The Board shall consist of:
 - a. The Chair of the Society
 - b. One or two Vice-Chairs of the Society
 - c. An Honorary Secretary of the Society
 - d. An Honorary Treasurer of the Society
 - e. The Chair of the Registration Authority
 - f. Between two and nine general Board members.
7. Appointments to the Board shall be made at General Meetings.
8. The Regulations shall govern the process for the nomination, appointment and removal of individual members of the Board.
9. The Board may fill any casual vacancy that may occur. Appointments made under this Bye Law shall be subject to the ratification of the Voting Members at the next General Meeting.

DUTIES AND POWERS OF THE BOARD

10. The Board shall undertake the Object as contained in the Charter and, subject to the provisions of the Bye Laws and the Regulations, may regulate its affairs as it thinks fit.
11. The Board shall determine all matters concerned with the recording of Society decisions in respect of operations and finance.
12. The Board shall cause the Registers to be maintained and promote the professional titles and designatory post nominals authorised for the time being.
13. The amount of any fee shall be determined by the Board from time to time. Any annual increase above ten per cent shall be subject to approval by a simple majority vote at a General Meeting.

REGULATIONS AND PRACTICE DIRECTIONS

14. The Board, after appropriate consultation with Member Bodies, may by resolution by a two-thirds majority of the Board members present and voting in person on the relevant resolution make, amend or revoke Regulations or Practice Directions for any activity of the Society carried out in the name of the Society provided that no new Regulations or Practice Directions, amendment, or revocation shall be repugnant to the Charter or the Bye Laws. Regulations shall not be effective until they have been ratified at the next General Meeting.

CONDUCT OF THE BOARD

15. The Board may, subject to the provisions of the Bye Laws, meet for the despatch of business and regulate its proceedings as it thinks fit.
16. All Meetings of the Board shall be called by at least ten clear days' notice. The notice of each meeting shall be sent to all Board members and shall specify the time and place of the meeting and the general nature of the business to be transacted. The accidental omission to give notice of a meeting to, or the non-receipt of notice of such meeting by, any Board member entitled to receive notice shall not invalidate the proceedings of that meeting.
17. The Chair shall be entitled to preside at all Meetings of the Board. If at any Meeting the Chair or a Vice Chair be not present within five minutes after the time appointed for holding the Meeting and willing to preside, the Board members shall choose one of their number to be Chair of the Meeting.
18. A Meeting of the Board may consist of a conference in person or electronically between Board members, provided that each Board member who participates is able to hear each of the other participants, and to address all of the other participants simultaneously.
19. Each Board member (including the Chair of the Meeting), present and voting shall have one vote on each matter to be voted upon, and resolutions, other than those for which a different majority is required by the Charter or the Bye Laws, shall require a simple majority. In the event of an equality of votes on any resolution, the motion is not passed.
20. No business shall be transacted at a meeting unless a quorum is present. The quorum for any meeting of the Board shall be at least half plus one of all of the Board members for the time being. If within thirty minutes of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to such time and place as the majority of Board members present may determine. Where there is not a quorum for a meeting those Board members present may form themselves into an informal meeting of Board members. The actions of such meeting of Board members shall in no way bind the Board or the Society.
21. The Chair of any Meeting of the Board may adjourn the Meeting from time to time and from place to place but the only business to be transacted in any adjourned Meeting shall be that of the Meeting at which such adjournment took place.
22. A resolution in writing signed by all the Board members for the time being entitled to vote at Meetings of the Board shall be as valid and effectual as if it had been passed at a meeting of the Board duly convened and constituted and may consist of several instruments in the like form each executed by one or more Board members. The document may consist of separate physical or electronic documents validated by the Chair and Chief Executive.

23. The Board may appoint such Committees, working parties, and other groups howsoever called, as it may from time to time determine and, subject to the provisions of the Bye Laws, such groups shall in the name of and on behalf of the Society and in accordance with the Charter and the Bye Laws, subject to the general control of the Board, exercise such of the powers or functions as the Board shall from time to time determine.
24. A Committee or other group may be composed of Board members alone or of Board members and other persons. All Committees, working parties or other bodies shall, in the exercise of the powers delegated to them and in the transaction of business, conform to any directions, including any terms of reference, that may be given to them by the Board and subject thereto and to the provisions of this Bye Law, may regulate their proceedings as they think fit.
25. The Board may from time to time determine that any individual whilst not being an appointed a member of a Committee or other body may attend and speak at any Meeting of such Committee or other body, provided that no individual so chosen shall have a vote at any such Meeting.
26. The Chief Executive, the Board members, the members of any committee of the Society and the salaried staff of the Society, shall be indemnified out of the funds of the Society against any reasonable expenses incurred by them in or about the respective discharge of their duties in good faith.
27. Following a meeting of the Board, the minutes, agenda and supporting papers of that meeting shall be made available to Members of the Society, except for those minutes and papers which, in the opinion of the Board, are deemed to be confidential. Appropriate representatives of any member of the Society shall have the right to inspect copies of the minutes, agenda and supporting papers of each meeting of the Board except for those minutes and papers which, in the opinion of the Board, are deemed to be confidential.
28. The Board shall provide for the safe custody of the Seal and shall determine its use.
29. The Seal shall only be used by the authority of the Board. The Board may determine who shall sign any instrument to which the Seal is affixed and unless otherwise so determined it shall be signed by the Chief Executive and a Board member.
30. A Board member or a member of a committee or other body constituted by the Society shall declare any financial or other personal interest in any contract, dealing or arrangement to be considered by any Meeting of such body. Once declared the Meeting shall decide how any such conflict shall be managed. For the avoidance of doubt, no Board member shall acquire any interest in property belonging to the Society (otherwise than as a trustee).

CHIEF EXECUTIVE

31. The Chief Executive shall be appointed by, and be responsible to, the Board on such conditions as the Board may think fit. Subject to the direction of the Board, it shall be

the duty of the Chief Executive to promote and execute the Object of the Society's Charter; establish and maintain an organisation for the attainment of the Object; represent the Society in negotiations and elsewhere; conduct the ordinary business of the Society; and carry out such other duties as the Society may require. The Board may terminate the appointment of the Chief Executive but such termination shall be without prejudice to any contractual or statutory rights arising out of such termination.

32. The Chief Executive shall have the right to attend and speak at Meetings of the Board or any committee of the Society but shall have no vote at such Meetings.
33. Subject to the direction of the Board, the Chief Executive shall be entitled to recruit staff, to administer the activities of the Society, and such staff will be responsible to the Chief Executive.

ACCOUNTS

34. The Board shall cause to be kept, audited, or financially examined and reported on by any individual eligible for appointment as a company auditor, proper and sufficient accounts of the capital, funds, income and expenditure of the Society and shall give in respect of each financial year a true and fair statement of the Society's affairs and of its income and expenditure. The Board shall cause such accounts for the previous financial year, together with the report of the auditor thereon, to be presented to each Annual General Meeting. The Board shall also cause to be prepared an annual report of the Society containing a fair review of the activities of the Society during the year ending with the balance sheet date. The annual report, income and expenditure account and balance sheet shall be published and made public through the Society's website within two months of the Annual General Meeting at which they are approved.
35. The Society's auditors shall be proposed for the future financial year at a remuneration to be proposed by the Board for formal determination at the Annual General Meeting.
36. A copy of the accounts which are to be presented to an Annual General Meeting, together with a copy of the auditor's report and of the proposed annual report of the Society, shall be sent to all Board members and to the Chief Executive of each Member with the notice of the Annual General Meeting.

GENERAL MEETINGS

37. An Annual General Meeting shall be held in each calendar year not more than fifteen months after the previous Annual General Meeting.
38. A resolution in writing endorsed by all the Members for the time being entitled to vote at General Meetings shall be as valid and effectual as if it had been passed at a General Meeting.
39. At the Annual General Meeting, the representative of the Voting Members and any proxies present shall elect some person, being a Board member, to be Chair to hold Office for three years once renewable for a further period of three years. The Chair

shall preside at every General Meeting but, if not present within fifteen minutes after the time appointed for holding the Meeting, or unwilling to preside, some other Board member shall take the chair, but in **default, the** representatives of the Voting Members present shall choose one of their number to preside.

40. The business of the Annual General Meeting shall include the presentation, consideration and agreement of the annual report and accounts of the Society and the appointment and determination of the remuneration of the auditors, the appointment of the Chair and the Board and Registration Authority members when required.
41. In addition to the Annual General Meeting the Board may at any time and shall upon the receipt of written requisition from at least one third of the Voting Members, convene an Extraordinary General Meeting to be held within two months from the date of receipt of the requisition. In default the requisitionists may themselves convene an Extraordinary General Meeting for such purposes only as shall be specified in the requisition to be held on such day and at such place as the person convening the same may determine, provided that such Meeting is held within three months after the expiration of the aforesaid period of two months.
42. At least four weeks' notice shall be given of the date of each General Meeting and of the purpose of the Meeting and at least twenty-one clear days' notice shall be given of the business to be conducted at each General Meeting. The accidental omission to give notice of a General Meeting to, or the non-receipt of such notice by any person entitled to receive notice thereof shall not invalidate any resolution passed, or proceedings had, at any General Meeting.
43. Each Voting Member shall have the right to appoint in writing a maximum of two representatives to attend any General Meeting. Each such representative shall have the right to appoint another person (whether a representative of a Voting Member or not) as proxy to attend and vote at any General Meeting instead of them, as provided in the Bye Laws. Such representative is not entitled to appoint more than one proxy to attend on the same occasion.
44. An instrument appointing a proxy shall be in writing, executed by the appointer and shall be in the form provided in the Regulations.
45. At any General Meeting, each Voting Member shall vote by one only of its representatives. Such votes may be given either personally or by proxy. Subject to the relevant provisions of the Charter, each resolution put to a General Meeting shall be decided by majority vote. In the case of an electronic Meeting, the vote may take place using a facility of the software used and if this is not available or not agreed by a majority of the Voting Members present the vote shall be by calling the roll of the Voting Members.
46. Only those Voting Members which have paid every subscription and other sum (if any) due and payable to the Society in respect of their membership, shall be entitled to vote on any question at any General Meeting, either personally or by proxy.

47. Each Non-Voting Member shall have the right to appoint a maximum of one representative to attend and speak at any General Meeting. Such representatives shall not be entitled to vote at any such General Meeting.
48. Only representatives of those Non-Voting Members which have paid every subscription and other sum (if any) due and payable to the Society in respect of their membership, shall be entitled to attend and speak at a General Meeting.
49. No business shall be transacted at any General Meeting unless a quorum of representatives of at least fifty per cent of the of the Voting Members combined are personally present, or have sent a proxy who is present, when the meeting proceeds to business.
50. If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the Meeting, if convened by requisition pursuant to the Bye Laws, shall be dissolved. In any other case it shall stand adjourned to such time and place as the Board members present at the meeting shall determine, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting the representatives of the Voting Members, and any proxies, present shall be a quorum.

NOMINATIONS COMMITTEE

51. The Nominations Committee shall oversee appointments to the Board and the Registration Authority. This Committee shall comprise an equal number of Board members and of individuals elected by Voting Members. There shall be a majority of Registrants on the Committee.
52. The Chief Executive shall attend and act as Secretary to the Committee.
53. The duties of the Committee shall be set out in its Terms of Reference.

REGISTRATION AUTHORITY

54. The Board shall cause to be appointed a Registration Authority, however so named, which shall be constituted as follows:
 - a) A chair ex-officio from the Board;
 - b) a minimum of six individuals appointed by the Annual General Meeting upon the basis of nominations made by the Voting Members possessing licences subject to at least half of the individuals being Registrants themselves.

All members of the Registration Authority hold their places by the authority of all Voting Members and are not representative or subject to influence of any particular body.

55. The Registration Authority shall exercise powers delegated by the Board by Regulation including but not limited to:
- a) develop and maintain definitions and standards for admission to the Registers;
 - b) set standards for the award of the professional designations authorised by Regulations;
 - c) license bodies to award and remove the professional designations authorised by Regulations;
 - d) monitor the activities of Licensed Members with respect to the Registers;
 - e) give guidance, specify information required and give directions on the format of applications;
 - f) establish a Code of Professional Conduct pursuant to the Bye Laws; establish procedures for the consideration of complaints of unprofessional conduct and any related appeals; establish disciplinary procedures for Registrants following a finding of unprofessional conduct; and ensure that Licensed Members adopt and pursue all such procedures;
 - g) monitor the professional conduct of Registrants normally through their Licensed Member body;
 - h) monitor the professional development of Registrants normally through their Licensed Member body;
 - i) carry out any other functions that may from time to time be prescribed by the Board.
56. The Registration Authority may at any time award licences to a Voting Member provided that such Voting Member has, in the opinion of the Registration Authority, sufficient experience, procedures and resources to undertake each of the following tasks:
- a) assessing the competence, knowledge and commitment of candidates for the registration;
 - b) monitoring the continued professional development of Registrants;
 - c) in accordance with the Code of Professional Conduct, applying disciplinary procedures in the event of complaints of unprofessional conduct.
57. Licences may only be awarded to Voting Members satisfying the conditions set out in the Bye Laws and in the relevant Regulations and Practice Directions and may only be awarded on payment by the Voting Member to the Society of the required initial licence fee, as set by the Board from time to time pursuant to the Bye Laws.

58. The Registration Authority shall from time to time publish a list of licences granted.
59. The Registration Authority shall audit any Voting Member seeking a licence, and periodically re-audit Licensed Members, to determine whether the relevant operations of such Licensed Member are in accordance with the Bye Laws and the relevant Regulations and Practice Directions that relate to Licensed Members. In addition to the initial licence fee payable pursuant to the Bye Laws, the Licensed Member shall pay to the Society any additional licence fee, as set by the Board from time to time. A licence granted to a Voting Member by the Registration Authority shall cease at the end of the period of licence, or if:
- a) an order is made by a court of competent jurisdiction or any effective resolution is passed for its administration or winding up, or it is dissolved or otherwise ceases to exist;
 - b) it resigns its position by not less than one year's notice in writing and its resignation is not withdrawn in writing during that period;
 - c) in the opinion of the Registration Authority in each case, it has ceased to satisfy the conditions on which it was appointed or its objects and purposes are no longer consistent with the objects and purposes of the Society, or its rules for the conduct of its individual members no longer adequately prescribe the conduct required of persons placed in the Register;
 - d) in the opinion of the Registration Authority in each case, the standard adopted by the said Licensed Member for the qualification of its individual members on the Register falls short of those prescribed for the entry of names on the Register and the said Licensed Member has failed to take all reasonable steps to raise the standard to at least that prescribed as aforesaid;
 - e) In the opinion of the Registration Authority in each case, it ceases to fulfil the requirements of a Licensed Member as set out in Regulations;
 - f) it fails to pay any fees due to the Society; or
 - g) it ceases to be a Voting Member of the Society.
60. A resolution of the Registration Authority under the above Bye Law shall only be passed in relation to a Licensed Member if not less than twenty-eight clear days' notice shall have been given to such Licensed Member specifying the intention to impose the said resolution. A representative of such Licensed Member shall be permitted to address the Meeting at which the resolution is to be proposed but shall attend the same only for so long as the Registration Authority shall determine and shall not be entitled to vote thereat. If any such resolution is passed by the Registration Authority, the passing of such resolution shall be notified to the Licensed Member concerned which shall have a right to appeal to the Board itself against such resolution. Notice of appeal must be lodged with the Society within twenty-eight days following the dispatch of notice of such resolution. If no such notice of appeal has been lodged by the required date the

Licensed Member shall cease to be so licensed. In the case of an appeal the decision of the Board shall be final.

61. Licence fees due from Licensed Members to the Society and registration fees due from Registrants to Licensed Members shall be payable in the manner directed in the Regulations.
62. In the event of a complaint being raised with the Society it shall be considered in accordance with the Regulations relating to disciplinary actions and grievance hearings.

THE REGISTERS

63. There shall be separate Registers for:
 - a. Chartered Environmentalists;
 - b. Registered Environmental Practitioners;
 - c. Registered Environmental Technicians; and,
such other registers as the Board shall determine.
64. The Registration Authority shall permit to be entered on the Registers, upon payment of such registration fee as may from time to time be prescribed by the Board (as set by Bye Law 41) along with such administration fee as is charged by the Licensed Member, the name of each individual awarded the approved designations by a Licensed Member.
65. Subject to these Bye Laws, only those individuals who are members of a Licensed Member shall have their names registered, added to, or maintained on the Register as:
 - a. Chartered Environmentalists, who may use the style or title of “Chartered Environmentalist” and use after their names the designatory letters “CEnv”;
 - b. Registered Environmental Practitioners, who may use the style or title of “Registered Environmental Practitioner” and use after their names the designatory letters “REnvP”; and
 - c. Registered Environmental Technicians, who may use the style or title of “Registered Environmental Technician” and use after their names the designatory letters “REnvTech”.
66. An individual whose name is entered on the Registers may, on request, and upon payment of a fee prescribed from time to time by the Board, receive a certificate certifying the entitlement to use the approved designation and designatory letters which certificate shall remain the property of the Society and shall be delivered by the holder to the Society upon demand made in writing by the Chief Executive or nominee.
67. If a Registrant is no longer an individual Member of a Licensed Member, by reason of the fact that the Licensed Member of which the individual was a Member ceased to exist or has ceased to be a Licensed Member, the individual may on notice given, retain registration for a period not normally longer than 12 months from such cessation, until

the individual becomes an individual Member covered by a Code of Professional Conduct of another Licensed Member.

68. A Registrant may choose to transfer their registration from one Licensed Member to another Licensed Member, provided that they meet the eligibility criteria as a full Member covered by the Code of Professional Conduct of the Licensed Member they are transferring registration to and they are not subject to any inquiry or disciplinary action. The Registration Authority shall have authority, at its discretion, to declare that an individual shall not in consequence cease to be a Registrant if there is a time period of up to six months where they cease to be a Member of a Licensed Member.
69. All Registrants shall, so long as they are Registrants, act in a manner worthy of the interests of the profession of environmental practitioner and of the Society and they shall do nothing that may bring the profession of environmentalist or the Society into disrepute. They shall at all times safeguard the public interest in matters of safety, health and otherwise. They shall exercise their professional skill and judgement to the best of their ability and discharge their professional responsibilities with integrity.

HONORARY FELLOWS

70. The designatory letters HonFSE denote an Honorary Fellow of the Society for the Environment awarded in accordance with the Regulations.

APPEALS

71. An appeal from a Registrant who is removed from the register by a Licensed Member shall be heard by the relevant Licensed Member. Any further appeal, limited to a complaint about the process of the appeal or removal from the register, shall be made to the Board. The Board's decision is final.
72. An appeal from an individual refused admission to the Register by a Licensed Member shall be heard by the relevant Licensed Member. Any further appeal, limited to a complaint about the process of the application or the appeal, shall be made to the Board. The Board's decision is final.

COMMUNICATIONS

73. Any notice or communication required to be served upon or sent to Board members may be sent prepaid through the post, or by electronic mail addressed to such Board members at the address last supplied to the Society for the giving of notice.
74. Any notice may be served on, or any communication may be sent to, the Society by delivering the same in an envelope addressed to the Chief Executive at the normal place of business, by sending it by post in a prepaid envelope addressed to the Chief Executive at the normal place of business, or by sending it by electronic mail to the Chief Executive at the normal place of business.

75. Any notice or communication if sent by first class post, shall be deemed to have been served or delivered on the day following that on which the letter containing the same was posted, or if sent by electronic mail shall be deemed to have been served or delivered at the time confirmed by the sender's printed confirmatory record of successful transmission.

CONFLICTS OF INTEREST

76. Conflicts of interest shall be declared at any activity related to the Society. The conflict will be managed in one of the following ways:
- a. it can require the conflicted person to withdraw from the Meeting for the duration of the discussion and voting on the issue (and not being counted in the quorum for the duration of the discussion and voting);
 - b. it can allow the conflicted person to remain but not vote and perhaps not speak;
 - c. it can decide that the conflicted person may remain at the Meeting, participate in the discussion, and even vote on the matter concerned (perhaps in a situation where the conflicted person knows more of the issue than anyone else).