

The Companies Acts 1985
(As amended by the Companies Act 1989)
Company Limited by Guarantee and not having a Share Capital

MEMORANDUM OF ASSOCIATION

ARTICLES OF ASSOCIATION

and STANDING ORDERS

of

THE GENERAL COUNCIL

AND REGISTER

OF NATUROPATHS LIMITED

General Council and Register of Naturopaths

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General Council and Register of Naturopaths

The Companies Acts 1985

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Company Limited by Guarantee and not having a Share Capital

**MEMORANDUM OF ASSOCIATION
of
THE GENERAL COUNCIL AND REGISTER OF NATUROPATHS LIMITED**

Name

1. The Name of the Company (hereinafter called "The Register") is The General Council and Register of Naturopaths.

Registered Office

2. The Registered Office of the Register is to be situate in England.

Main Objects

3. The objects for which the Register is established are:-
 - a. To promote the progress of the healing arts and relieving the sick and preserving the health of members of the public by, in particular, encouraging the progress of Naturopathy on the lines of sound knowledge and practice and to improve the educational standards of its members by encouraging continuing post-graduate education.
 - b. To promote, assist, approve, co-operate with, or arrange for union or alliance with any universities, colleges, schools, hospitals, clinics or naturopathic bodies, institutions or establishments which conform, or propose to conform with the standards of the Register in the matter of naturopathic education, research or practice.
 - c. To provide for and promote education into and investigation and research into the science and art of Naturopathy and to disseminate the results of such research.
 - d. To safeguard, defend and support the character, status and general interests of members of the Register and others entitled to benefit and to impart, periodically or otherwise, information on any subjects relating to Naturopathy; to advise and otherwise assist members in regard to any matters, procedure, questions or things whatsoever appertaining to their practices, professional and business operations and otherwise generally act for the mutual benefit and advancement of the Register's members and others as aforesaid.
 - e. To promote and establish any schemes or arrangements for the benefit or protection of members, including insurance against sickness, disabilities, vindictive or other prosecutions, financial losses and the like; to compensate members of good standing who have been victimised in the course of or as a result of carrying out their professional duties, and to provide, or assist in providing, legal and other aid.
 - f. To pursue the objects of the Register in the United Kingdom and if thought fit, in any other part of the world.

Powers

4. Subject to the provisions of Clause 5 below, the Register may exercise the following powers, but only in the furtherance of its objects as set out in Clause 3 above:-
 - a. To provide by purchase, the taking on lease, or by exchange, hire or otherwise to acquire, endow, furnish and fit out with all necessary furniture and other equipment, and maintain and manage such buildings and other premises as may from time to time be required.

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- b. To purchase, take in exchange, hire or otherwise acquire any personal property and rights or privileges necessary or convenient for the promotion of its objects.
- c. To construct, maintain and alter any buildings necessary or convenient for the work of the Register.
- d. To purchase or otherwise acquire land or lands for any estate or interest.
- e. To let any part or parts of any land or buildings belonging to the Register.
- f. To sell, let, mortgage, dispose of, or turn to account all or any of the property or assets of the Register as may be thought expedient with a view to the promotion of its objects.
- g. To undertake and execute any charitable trusts which may be lawfully undertaken by the Register and which may be conducive to its objects.
- h. To borrow or raise money for the purposes of the Register on such terms and on such security as may be thought fit.
- i. To lend money with or without security and to invest the monies of the Register not immediately required for its purpose in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) as may for the time being be imposed or required by law.
- j. To draw, make and accept bills of exchange, promissory notes and other negotiable instruments.
- k. To employ all such Officers and servants as may be required for the purposes of the Register.
- l. To collect and receive from members of the Register such entrance fees and periodical and other subscriptions as may from time to time be determined.
- m. To publicise the objects of the Register, to conduct appeals, to solicit, advertise or otherwise request, and to hold and make use of donations or contributions in specie or property of any kind and to invite, collect or receive regular or other donations or financial support from persons who are not members, for the purposes of the Register and in the furtherance of its objects.
- n. To give pensions and annuities or to provide charitable assistance to ex-Officers and ex-servants of the Register, or their widows or dependents.
- o. To aid the understanding and use of Naturopathy, hence:-
 - i. To provide an information centre and to disseminate knowledge about Naturopathy, its standards of practice and practitioners recognised by the Register to the general and professional public.
 - ii. To act as a centre and stimulus for people undertaking research which concerns Naturopathy.
 - iii. To encourage professional and social relationships among the members.
 - iv. To conduct lectures, classes, symposia, television and radio broadcasts, produce films and recordings, publish memoranda, books, periodicals and other literature, and to adopt all such other means as may be considered appropriate for the wider information and education of the public in the science and art of Naturopathy.
 - v. To print, publish, circulate, sell, buy, manage or support books, literature or any other media, and to hold conferences which may promote the objects for which the Register is formed.
- p. To establish and conduct charitable institutions, colleges, schools and centres for the education and training of the principles and practice of Naturopathy, and to appoint professors, lecturers, demonstrators and other academic or administrative or clerical staff, to conduct tests and

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examinations, and to award degrees, diplomas, certificates and other indices of distinction, and to keep records of those persons qualified to practice Naturopathy.

- q. To form or otherwise acquire and to maintain, extend or improve, libraries, clinics, sanatoria and the like and to provide and carry out all services incidental or ancillary thereto.
- r. To promote the objects of the Register both within and outside the United Kingdom and to form, acquire, promote or affiliate with any charitable organisation or corporate body having objects similar to the objects of the Register.
- s. To establish and support or aid in the establishment and support of any other charitable register and institution and to expend, subscribe or guarantee money for charitable purposes.
- t. To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Register.
- u. To raise or borrow money on any terms or conditions upon the security of debenture stock, debentures, mortgages of, or charges upon, all or any of the property or assets of the Register, present or future, or without any such security, and to make, accept, endorse and execute promissory notes, bills of exchange and other negotiable instruments, and to issue and grant receipts and acknowledgments of monies received or held on deposit or otherwise.
- v. To invest in any manner authorised by the Articles of the Register, monies not immediately required for the purposes of the Register and to lend monies at interest upon securities or otherwise. Provided always that monies subject or representing property subject to the jurisdiction of the Charity Commissioners for England and Wales shall be invested only in such securities and with such sanction (if any) as may for the time being be prescribed by law.
- w. To draw up or make, and from time to time supplement, repeal or vary, Bye-laws or Rules for regulating the business affairs of the Register; provided always that no Bye-law or Rule shall be made under this power which would amount to such an addition or alteration of the Register's Articles of Association as could only legally be made by a special Resolution passed and confirmed in accordance with the Companies Act 1985.
- x. To pay all or any expenses incurred in connection with the formation, promotion and incorporation of the Register, or to contract with any person, firm or company to pay the same.
- y. To do all such lawful things as are incidental or conducive to the attainment of any of the above objects, and to further the Register.

Provisos

- 5.
 - a. In case the Register shall take or hold any property which may be subject to any trusts, the Register shall only deal with or invest the same in such manner as allowed by law having regard to such trusts.
 - b. The objects of the Register shall not extend to the support with its funds of any object or endeavour to impose on, or procure to be observed by its members or others, any regulation, restriction or condition which if an object of the Register would make it a Trade Union.
 - c. In case the Register shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales the Register shall not sell, mortgage, charge or lease the same without such authority, approval, consent as may be required by law, and as regards any such property, the Executive Council of the Register shall be chargeable to any such property that may come into their hands and be answerable and accountable for their own acts, receipts, neglects and defaults and for the due administration of such property in the same manner and to the same extent as such Executive Council would have been if no incorporation had been effected, and the incorporation of the Register shall not diminish or impair any control or authority exercisable by the Chancery Division or the Charity Commissioners over such Executive Council but they shall as regards to any such property be subject jointly and separately to such control or authority as if the Register were not incorporated.

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- d. The income and property of the Register shall be applied solely towards the promotion of its objects as set forth in this Memorandum of Association and no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise how ever by way of profit, to members of the Register.
- e. No member of the Executive Council shall be appointed to any office of the Register paid by salary or fees or receive any remuneration or other benefit in way of money or money's worth from the Register.
- f. Nothing herein shall prevent the payment in good faith by the Register:-
 - i. of reasonable and proper remuneration to any member, Officer or servant of the Register (not being a member of the Executive Council) for any services rendered to the Register;
 - ii. of interest at a rate per annum not exceeding 2% less than the base lending rate prescribed by a clearing bank selected by the Executive Council on money lent by any member of the Register or of the Executive Council;
 - iii. of reasonable and proper rent for premises demised or let by any member of the Register or of its Executive Council;
 - iv. of fees, remuneration or other benefit in money or money's worth to any company in which a member of the Executive Council may hold shares not exceeding 10% of the capital;
 - v. of out-of-pocket expenses of any member of the Executive Council.

Limited Liability

- 6. The liability of the members is limited.

Liability to extent of guarantee

- 7. Every member of the Register undertakes to contribute to the assets of the Register in the event of the same being wound up during the time he is a member or within one year afterwards for payment of the debts and liabilities of the Register contracted before the time at which he ceased to be a member, and of the costs and charges and expenses of the winding up and for the adjustment of the rights of the contributories among themselves such amount as may be required, but in any case not exceeding £5 (five pounds).

Surplus assets not to be distributed among members

- 8. If upon the winding up or dissolution of the Register there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the members of the Register but shall be given or transferred to some other charitable institution or institutions having objects similar to the objects of the Register, and shall prohibit the distribution of its or their income and property among members to an extent at least as great as is imposed on the Register under or by virtue of Clause 5 hereof, such institution or institutions to be determined by the members of the Register at or before the time of dissolution, and if and so far as effect cannot be given in such provision, then to some other charitable object.

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We, the several persons whose names, addresses and descriptions are subscribed, are desirous of being formed into a company in pursuance of this Memorandum of Association.

Names, addresses and descriptions of subscribers:

Harold Cotton
5 Leonsbrick New Road, Southport
Naturopath and Osteopath

Philip Knaggs
8 Water Lane, Richmond, Surrey
Naturopath and Osteopath

Arthur White
44 The Drive, Wallington, Surrey
Naturopath and Osteopath

Thomas Dummer
117 Beaufort Street, London SW3
Naturopath and Osteopath

Albert Rumfitt
53 Palace Court, London W2
Naturopath and Osteopath

Brian K Youngs
112 Draycott Avenue, Northwick Park, Harrow, Middlesex
Naturopath and Osteopath

Tom Moule
Champneys, Tring, Herts
Naturopath and Osteopath

Dated 1st day of September 1963

Witness to the above signatures

Leonard Glazebrook
278 Hagley Road, Edgbaston, Birmingham
Naturopath and Osteopath

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The Companies Act 1985

(As amended by the Companies Act 1989)

Company Limited by Guarantee and not having a Share Capital

ARTICLES OF ASSOCIATION of THE GENERAL COUNCIL AND REGISTER OF NATUROPATHS LIMITED

Interpretation.

1. In these Articles "the Act" means the Companies Act, 1985, as amended and extended by any other enactment. "The Register" means the above named Company. "The Council" means the Executive Council of the Register. "Writing" includes printing, lithography, photography and other modes of representing and reproducing words in a visible form. "The United Kingdom" means Great Britain and Northern Ireland. "The Seal" means the Common Seal of the Register. "The Secretary" means the person appointed to perform the duties of the Secretary of the Register.

Subject as aforesaid any words or expressions defined in the Act or any Statutory modification thereof shall where not inconsistent with the subject or context bear the same meaning in these Articles.

In these Articles the masculine shall include the feminine and the singular the plural.

Number of Members

2. The number of members with which the Register proposes to be registered is 1000 but the Council may from time to time register an increase of members.

Classification of Members

3.
 - a. The members of the Register at the date of adoption of these Articles of Association shall be members of the Register and classified as Fellows, Honorary Fellows, Ordinary Members, Honorary Life Members and Student Members;
 - b. Such other persons as the Council shall hereafter admit to membership shall be members of the Register, classified as provided in these Articles;
 - c. All persons who on 31st March 1992 are members of the British Naturopathic and Osteopathic Association and who at that time hold a Diploma in Naturopathy are automatically eligible for membership in the relevant category, subject only to election by the Council.

Categories of Members

4. The membership of the Register shall be divided as follows:-
 - a. Fellows shall comprise any member of the Register who is not less than forty years of age and who is of good moral character; and who having been a Ordinary Member of the Register for not less than ten years, has submitted a satisfactory thesis to the Council and has been examined on it; providing that a Fellow may by the unanimous vote of the Council be elected notwithstanding that he does not otherwise qualify by length of membership for such election, or has not submitted any thesis;
 - b. Honorary Fellows shall comprise any person, whether otherwise a member of the Register or not, as being of good moral character, who may be elected by a unanimous vote of the Council in recognition of his contribution to the development of the science and art of Naturopathy whether as a practitioner, scientist or writer. Honorary Fellows shall not be members of the Register within the meaning of the Act and shall be exempt from the provisions of Clause 7 of the Memorandum of Association. They may attend at General Meetings of the Register and take part in the discussions but shall not be entitled to vote;

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- c. Ordinary Members shall comprise any person who is not less than twenty-one years of age and is of good moral character who shall have passed the appropriate examinations of the Register and satisfied the Council as to his adequate knowledge of the theory and practice of Naturopathy, and is engaged in practice as a naturopath. An Ordinary Member shall not be otherwise gainfully employed in any other business or calling which, in the opinion of the Council, is ethically incompatible with the practice of Naturopathy or derogatory to the dignity or honour of the Register;
- d. Honorary Life Members shall comprise of any Ordinary Member of the Register who may be elected by unanimous vote of the Council on his retirement from practice in recognition of his services to Naturopathy or to the Register and shall enjoy full rights and privileges of the Register;
- e. Student Members shall comprise any person who is a Registered student of a naturopathic college or school approved by the Council of the Register who shall have furnished such references and paid such fees as may from time to time be required by the Council. A Student Member may attend the General Meetings of the Register as an observer, but shall not be entitled to speak except at the invitation of the chairman, nor shall he be entitled to vote thereat nor to hold office nor to receive the Register's Certificate nor to use the Register's name or its abbreviations in any way whatsoever, nor be eligible for protection under the Register's professional indemnity group insurance policy but otherwise shall have all the privileges of a member and shall be subject to the regulations governing members.

Qualification for Membership

- 5. The Council shall make and publish regulations laying down standards of education and training required as a qualification for membership and the way in which applications for membership are processed by the Register; such regulations shall take effect at the time for which each regulation provides, being not earlier than the date of publication, or if no time is provided, upon the date of publication.

Admission and Re-admission of Members

- 6. Elections to membership shall take place as often as may be considered desirable and they shall be made by the Council whose decision shall be final.
- 7. Election and re-election to the Register shall be made according to rules laid down by the Council and on forms approved by the Council. Such rules and/or forms may be varied at the discretion of the Council.
- 8. The Council shall send a notice of election or re-election or refusal thereof to each person whose application for election has been considered by the Council. The Council shall be under no obligation to give reasons for the refusal to elect any person.
- 9. Subject to such regulations as the Council may from time to time subscribe, the Council shall issue to each member so entitled a Certificate of Membership. Every such Certificate shall be in such a form as shall from time to time be provided by the Council and shall remain the property of, and shall on demand by the Council or on resignation or expulsion of a member or termination of his membership, be returned to the Council.
- 10.
 - a. A person whose membership of the Register has been terminated for whatsoever reason, whether by expulsion, resignation or howsoever otherwise shall only be entitled to re-election to the Register upon such terms and conditions as the Council thinks fit;
 - b. The Council may as a condition of re-election require any person to pay the registration fee fixed in accordance with Article 11 hereof and all sums owing by that person in accordance with Article 16 hereof.

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Fees and Subscriptions

11. a. Every person elected to the Register shall pay such registration and other fees as the Council may from time to time determine;
- b. Without prejudice to the generality of (a) hereof, the Council shall have power in any case or class of case to reduce or remit the registration fee.
12. Every member shall pay the fees prescribed by the regulations of the Council for the time being in force, together with the amount of his current subscription or the prescribed proportion thereof for the current membership year.
13. a. Every member shall pay an annual subscription which shall be due on the first day of March of each year;
- b. The annual subscription shall be fixed by the Register in General Meeting, provided so however that Honorary Life Members and Honorary Fellows shall not be required to pay any annual subscription;
- c. The Register shall have power to fix a different rate for Ordinary Members who permanently reside and practise overseas and for student members than the rate fixed in accordance with (b) hereof.
14. If the annual subscription of any member due in accordance with Article 13 hereof shall remain unpaid by the first day of April in the year that it falls, the Council may resolve that the member's membership of the Register be terminated forthwith.
15. The Council may at its discretion reduce or remit the annual subscription or the arrears of the annual subscription of any member in such circumstances and upon such terms as it thinks fit.
16. a. No fee or subscription shall be returnable in the event of the election of any person to membership being declared void, or of his otherwise ceasing to be a member of the Register. He shall unless the Council otherwise determines remain liable to pay the Register any sums that shall have become due from him before he ceased to be a member, which shall (without limitation) include any fine imposed on him in accordance with any provisions of these Articles and any outstanding subscriptions;
- b. No fee or subscription, once paid, shall be returnable save at the absolute discretion of the Council.

Rights and Privileges of Members

17. Ordinary and Honorary Life Members shall be entitled to use the authorised abbreviation "M.R.N.", or in the case of Fellows "F.R.N." .
18. The Council may admit and register as members those persons who shall have:-
 - a. Submitted an application for membership and;
 - b. Satisfied the Council as to their suitability for membership and;
 - c. Been admitted to membership of the Register and;
 - d. Paid such fees as may from time to time be prescribed by these Articles or in accordance with the powers given by these Articles.
19. Except as otherwise provided in these Articles, election to membership or to any class of membership, shall be by a majority vote of those present and voting at any meeting of the Council or Membership Committee, if the Council has appointed such a committee.

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20. Every member shall on admission to membership be furnished with a copy of the Memorandum and these Articles, and shall be entitled on payment of the appropriate fee to be furnished with additional copies of the Regulations of the Register for the time being in force.
21. Every member shall, subject to his compliance with the Rules and Regulations at that time in force, have the right to attend the General Meetings and subject to the provisions of Article 5 to vote thereat, and to take part in the proceedings thereof.
22. Ordinary Members shall be entitled to inspect, at all reasonable times by prior appointment with the Secretary to the Register, at the Registered Office, the books and documents of the Register and to participate in all the privileges and advantages provided by the Register for members in accordance with the objects stated in the Memorandum of Association.
23. The rights and privileges of every member shall be personal to himself and shall not be transferable or transmittable by his own act or by operation of law.
24. A member shall cease to be a member if:
 - a. by notice in writing to the Council he resigns his membership; or
 - b. if he is expelled from membership; or
 - c. if his membership is terminated by the Council in accordance herewith; or
 - d. if he be found lunatic or become of unsound mind; or
 - e. if he be convicted of an indictable offence.
25. A member wishing to retire from membership may do so by giving notice in writing of such his intention, by leaving the same for or addressing it by pre-paid ordinary post to the Secretary of the Register. The Secretary shall forthwith send notice of acknowledgement to the member, whose notice of retirement shall take effect six months after the date of actual receipt by the Secretary. Provided that the Council may resolve that any notice of retirement shall take effect on some earlier date after receipt; the notice of any such resolution shall be given forthwith to a retiring member.

General Meetings

26. The Register shall hold a General Meeting in every calendar year as its Annual General Meeting during May or such other near date and at such time and place as the Council shall determine and shall specify the meeting as such in the notices calling it. Not more than fifteen months shall elapse between the date of one Annual General Meeting and that of the next.
27. All General Meetings of the Register other than Annual General Meetings shall be called Extraordinary General Meetings.
28. The Council may whenever it thinks fit convene an Extraordinary General Meeting. An Extraordinary Meeting shall also be convened on such requisition or in default may be convened by such requisitionists as provided by Section 368 of the Companies Act, 1985.
29. Subject to the provisions of the Act relating to Special Resolutions, not less than twenty-one days' notice of every Annual General Meeting and not less than fourteen days' notice of every Extraordinary General Meeting (exclusive in every case both of the day on which it is served or deemed to be served and of the day for which it is given) specifying the place, the day and the hour of meeting, and in the case of special business the general nature of that business, shall be given in the manner hereinafter mentioned to such persons as are under these Articles or under the Act entitled to receive such notices from the Register; but with the consent of all the members entitled to receive notices thereof, or of such proportion thereof as is prescribed by the Act in the case of Extraordinary General Meetings, a meeting may be convened by such notice as those members may think fit.
30. Whenever a General Meeting is adjourned for seven days or more, notice of the adjourned meeting shall be given in the same manner as of an original meeting save that the notice thereof shall not be less than three clear days and need not specify the nature of the business to be transacted.

31. The accidental omission to give notice of a 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 meeting.

Proceedings at General Meetings

32. All business shall be deemed special that is transacted at an Extraordinary General Meeting; also all that is transacted at an Annual General Meeting with the exception of the consideration of the accounts, balance sheets and the reports of the Council and Accountants, the election of members of the Council and the appointment of the Accountants.
33. No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. Save as herein otherwise provided nine members present in person shall be a quorum.
34. If within half an hour of the time appointed for the meeting a quorum is not present the meeting if convened upon the requisition of members shall be dissolved; in any other case it shall stand adjourned to the same day in the next week at the same time and place or to such other day and at such other time and place as the Council may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be deemed to be a quorum.
35. At all General Meetings the President or in his absence the Vice-President shall preside, but if neither the President nor the Vice-President is present within fifteen minutes after the time appointed for the holding of the meeting or if both the above Officers are unwilling to act, one of the members of the Council present shall be elected to act as chairman of that meeting.
36. If at any meeting no member of the Council is willing to act as chairman or if no member of the Council is present fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their number to be chairman of the meeting.
37. The chairman may with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for not less than thirty days, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
38. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by the chairman or by at least three members present in person or by proxy or by any member or members present in person or by proxy and representing not less than one-tenth of the total voting rights of all the members having the right to vote at the meeting. Unless a poll be so demanded, a declaration by the chairman that a resolution has by a show of hands been carried or carried unanimously, or by a particular majority, or lost and an entry to that effect in the book containing the minutes of proceedings of the Register shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution. The demand for a poll may be withdrawn.
39. Except as provided in Article 38 if a poll is duly demanded it shall be taken in such a manner as the chairman directs and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
40. In the case of an equality of votes whether on a show of hands or on a poll the chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.
41. A poll demanded on any question shall be taken at such time as the chairman of the meeting directs and any business other than that upon which a poll has been demanded may be proceeded with pending the taking of the poll.

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Votes of Registered Members

42. Subject as provided by Articles 4 and 67 every member shall have one vote. On a poll votes may be given either personally or by proxy. An instrument appointing a proxy may be in the usual common form or such other form as the Council may approve. Any such proxy shall be under the hand of the appointer.
43. No person shall act as a proxy unless he is entitled in his own right to be present and vote at the meeting at which he acts as proxy.
44. The instrument appointing a proxy shall be deposited at the Registered Office not less than forty eight hours before the time for holding the meeting in question and in default the instrument of proxy shall not be treated as valid.
45. An instrument appointing a proxy (which shall be deemed to confer authority to demand or join in demanding a poll) shall be in the following form or form as near thereto as circumstances will admit:-

"I.....
.....
of..... being a member of The
General Council and Register of Naturopaths hereby appoint the person who shall act as the chairman
of the meeting as my proxy to vote for me on my behalf at the General Meeting of the Register to be
held on the.....day of 20..., and at any adjournment thereof.

This form to be used in favour of/against the resolution(s).

Unless otherwise instructed the proxy will vote as he thinks fit.

Signed this.....day of 20..."

46. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed provided that no intimation in writing of such death, insanity or revocation as aforesaid shall have been received by the Register at its Registered Office before the commencement of the meeting or adjourned meeting at which the proxy is used.

Officers of the Register

47. The Officers of the Register shall be a President, Vice-President, Past-President, Treasurer and Secretary (who may also be the Registrar of the Register for the purpose of granting Certificates to members) and such other Officers as the Register may from time to time appoint.
48. With the exception of the Secretary the Officers of the Register, who shall have served not less than three years as elected Council members before being eligible as Officers, shall be elected annually at the Annual General Meeting and hold office for one year providing that the retiring President shall become the Past-President and the retiring Vice-President shall become President for the next succeeding year without election.
49. Nominations for the office of Vice-President and Treasurer shall be in writing signed by two members entitled to vote and shall be delivered to the Secretary twenty-eight days before the date set for the Annual General Meeting. The election of such Officers shall be by ballot and shall precede the election of members of the Council.
50. If the office of President shall become vacant between one Annual General Meeting and the next, it shall be filled by the Vice-President. The Council may appoint another member as Vice-President until the next Annual General Meeting. The Vice-President so elected shall not succeed nor ipso facto become President but shall be eligible for election to that office.
51. The Register may from time to time by special resolution create additional offices either on a permanent or on an ad hoc basis and shall elect the holders of such additional offices in like manner as new Officers.

The Secretary

52. The Secretary, who need not be a member of the Register, shall be appointed by the Council for such term at such remuneration and upon such conditions consistent with the provisions of Clause 4 (section k) of the Memorandum of Association or as the Council may think fit; and any Secretary so appointed may be removed by the Council. The provisions of Section 283 and 284 of the Act shall apply and be observed.
53. The Council may from time to time by resolution appoint an assistant, deputy or Honorary Secretary and any person so appointed may act in place of the Secretary in the absence of the Secretary or if there be no Secretary or no Secretary capable of acting.
54. The Secretary shall regularly undertake and perform the functions and render all the services customarily rendered by a Secretary of a Company or Society in regard to correspondence, attendance at meetings of the Register, the Council and Committees, and shall record the minutes and proceedings, supervise the proper keeping of books and accounts of the Register and control the clerical staff. He shall at all times conform to the directions of the Council.

The Treasurer

55. It shall be the duty of the Treasurer to receive and collect the fees and subscriptions payable by the members and all other monies receivable on account of the Register, and to make all payments on behalf of the Register. He shall be empowered to issue receipts on behalf of the Register, and shall keep the cash, draw all cheques and endorse cheques when necessary. He shall pay all monies receivable on account of the Register into the Bank to the credit of the account of the Register from time to time. He shall keep a cash book in which he shall enter all receipts and payments and he shall balance the same in time for each meeting of the Council, and then produce the same together with his authorities and vouchers and the Bank pass book. He shall make out and prepare for the Accountants an annual Balance Sheet completed up to 31st December for the year then expiring. The Treasurer shall attend the audit if required and shall produce to the Accountants the said Balance Sheet and render all assistance and information in his power to the Accountants, and shall produce all books, paper and vouchers to them and (at all other times) when directed by the Council or General Meeting. All payments made since the previous meeting of the Council shall be reported by the Treasurer or Acting Treasurer at the next meeting of the Council.
56. During the absence of or temporary vacancy in the office of Treasurer, the Council may by resolution appoint a person to fill the office and any person so appointed shall be deemed to be the Treasurer until the next Annual General Meeting of the Register.

The Council

57. The business of the Register shall be conducted by a Council consisting of the President, Past President, Vice President, Treasurer and any other Officers of the Register together with not less than four and not more than six elected members, all of whom shall have a vote and such additional persons as the Council may from time to time co-opt. No person shall be qualified to be an elected member of the Council unless he is a member of the Register but any person whether or not a member of the Register may be co-opted. No member shall hold more than one elected Office.
58.
 - a. On the co-option of a member, the Council may determine for what period a co-opted member shall remain a member of the Council and what limitations (if any) there shall be on his right to vote at meetings of the Council. Notwithstanding any prior determination of the period for which he is to be a member of the Council, a co-opted member shall cease to be a member of the Council if the Council shall so resolve;
 - b. Any person co-opted by the Council shall unless the Council resolve to the contrary be entitled to vote at all meetings of the Council and shall be entitled to be chairman of any committee of the Register.
59. No person shall be eligible for election or co-option to the Council for a period of two years who has been found guilty of an offence of proscribed conduct or other professional misconduct which has been dealt with by the Register's Committee at that time responsible for such matters.

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60. If any member of the Council has had his membership of the Register terminated or is for any reason expelled as a member of the Register, his membership of the Council shall thereby automatically cease.
61. Any member of the Council who is found by the Council to have disclosed to non-members of the Council matters confidential to it without its prior consent, shall resign if asked to do so by the chairman at a meeting of the Council at which the member in question has had an opportunity to be present and to speak in his own defence, and at which the Council has voted instructing the chairman so to request, and if he fails to resign may be dismissed from the Council by the chairman. The quorum for a meeting of the Council for the purpose of the Article shall be six.
62. A member of the Council who has been dismissed in accordance with Article 61 may not be re-elected as a member of the Council at any Annual General Meeting of the Register nor be co-opted as a member of the Council within a period of three years from the period of his dismissal.
63. At each Annual General Meeting, one third of the elected members of the Council or, if their number is not a multiple of three, the number nearest to but no greater than one third shall retire from office. A member of the Council retiring at a meeting shall retain office until the close or adjournment of the meeting. The elected members of the Council to retire in every year shall be those who have been longest in office since their last election or appointment, but as between persons who became or were last re-elected members of the Council on the same day, those to retire shall (unless they otherwise agree amongst themselves) be determined by lot. A retiring member shall be eligible for re-election.
64. The Register at a meeting at which a member of the Council retires in manner aforesaid shall fill up the vacated office by electing a person thereto unless at such meeting it is expressly resolved not to fill up such vacated office.
65. No person shall be eligible for the office of an elected member of the Council at any Annual General Meeting unless not less than twenty eight clear days before the day appointed for the meeting there shall have been given to the Registrar notice in writing by two members duly qualified to be present and vote at the meeting for which such notice is given of their intention to propose such person for election, and also notice in writing signed by the person to be proposed of his willingness to be elected.
66. Each member shall receive with his notice convening an Annual General Meeting, instructions to submit to the Registrar nominations for those positions on the Council due to be re-elected at least twenty eight clear days before the Annual General Meeting.
67. On the election of members of the Council pursuant to the foregoing Articles every member entitled to vote shall have as many votes as there are vacancies but shall not give more than one vote to any candidate. Those candidates who, being equal in number to the number of vacancies, receive the largest number of votes shall be deemed to be elected and in the case of an equality of votes the chairman of the meeting shall where necessary have a second or casting vote. A vote for a candidate on the ballot paper shall be signified by a cross against that candidate's name.
68. If any elected member of the Council is absent from three consecutive meetings thereof the Council shall in the absence of an explanation deemed reasonable by the Council have power to declare his office vacant. Any elected member of the Council desirous of vacating his office may notify his resignation in writing to the Council. Any vacancy in the elected members of the Council, whether arising from death, resignation, or non-attendance as aforesaid, or otherwise, between the Annual General Meetings of the Register may be filled up at the meeting of the Council next following that at which the vacancy is declared, and the term of office of any member so appointed shall be until the next Annual General Meeting of the Register.
69. The Register may by Extraordinary Resolution remove any Council member before the expiration of his period of office and may by Ordinary Resolution appoint another member in his stead to hold office until the member in whose place he is appointed would have retired, provided that notice of the Extraordinary Resolution intended to be proposed shall be given to the member who it is proposed to remove and he shall be given the opportunity of attending such meeting and showing cause why he should not be removed before such Resolution is voted upon.

Proceedings of the Council

70. The Council shall meet together and adjourn at such time and as often as is necessary for the proper conduct and discharge of the affairs of the Register. Special meetings of the Council shall also be held at any time on a requisition to the Secretary by the chairman or two other members of the Council. The Secretary shall give at least fourteen days notice of any Council Meeting to all members of the Council.
71. The Council shall meet at least four times in every year.
72. Questions arising at any Council Meeting shall be decided by a majority of votes. Subject to Article 64 each member present shall have one vote and in the case of an equality of votes the chairman shall have a second or casting vote.
73. The President of the Register, or failing him the Vice-President, or if he is not present within five minutes after the time appointed for holding the meeting, another member of the Council, to be elected by the majority of the members of the Council present at the meeting, shall be chairman of each meeting of the Council.
74. The quorum necessary for the transaction of business of the Council shall be one half of the members thereof (a fraction being disregarded). The Chairman of each meeting of the Council shall have a casting vote.
75. The continuing members of the Council may act notwithstanding any vacancy in their body but if and so long as their number is reduced below the number fixed by or pursuant to these Articles as the necessary quorum of the Council the continuing members or member of the Council may act for the purpose of increasing the number of members of the Council to that number or of summoning a General Meeting of the Register but for no other purpose.
76. Except as otherwise herein provided questions arising at any meeting of the Council shall be decided by a majority of votes.
77. A member of the Council may, and on the request of a member of the Council the Secretary shall, at any time summon a meeting of the Council by notice served upon the several members of the Council. A member of the Council who is absent from the United Kingdom shall not be entitled to notice of a meeting.
78. A meeting of the Council at which a quorum is present shall be competent to exercise all the authorities, powers and discretions by or under the regulations of the Register for the time being vested in the Council generally.
79. A resolution in writing signed by all the members for the time being of the Council or of any Committee of the Council shall be as valid and effectual as if it had been passed at a meeting of the Council or of such Committee duly convened and constituted.
80. All acts bona fide done by any meeting of the Council or of any committee of the Council shall, notwithstanding it be afterwards discovered that there was some defect in the appointment of any such member or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Council.
81.
 - a. The Council shall have power to appoint committees of its members as it considers necessary and desirable and may delegate any of its powers to such committees. Any committee so formed shall in the exercise of the powers so delegated conform to any requirements that may be imposed upon it by the Council;
 - b. A committee may elect a chairman of its meetings. If no such Chairman is elected, or if at any meeting the Chairman is not present within fifteen minutes after the time appointed for holding the same the members present may choose one of their number to be Chairman of the meeting;
 - c. A committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present, and in the case of an equality of votes, the Chairman shall have a second or casting vote;

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- d. Any committee may co-opt any person, whether or not a member of the Register provided that the number of persons co-opted shall at no time equal or exceed the number of members of the committee appointed by the Council;
 - e. The Council may delegate to any Officers or Council members the day-to-day management of any part of the affairs of the Register.
82. A person may be appointed, elected or co-opted as a member of the Council notwithstanding that he may have attained the age of seventy, and no member of the Council shall be required to retire or vacate his office by reason of his attaining or having attained the age of seventy or any other age.
83. Any member of the Council shall be deemed to have vacated his office if he becomes bankrupt or of unsound mind, or if he resigns his office by notice in writing to the Register or if being an elected member he ceases for any cause to be a member of the Register.
84. The Council shall appoint the Bankers, Solicitors and Accountants of the Register and shall determine the method of signing cheques and the like. The Council shall cause proper minutes to be made of the proceedings of all meetings of the Register and of the Council and of any committees of the Council. Separate minute books shall be kept for meetings of the Council and of the Members, wherein shall be entered a faithful record of the proceedings thereat, which shall be presented to the next meeting, and if passed as correct, shall be signed by the Chairman thereof.

The Seal.

85. The Seal shall be of such design as the Council shall determine, and shall be kept in such custody and affixed in such manner as the Council shall determine or as the regulations of the Register shall from time to time provide; provided that every instrument to which the Seal shall be affixed shall be signed by at least two members of the Council, and shall be counter-signed by the Secretary and further provided that that the Seal shall be fixed to every degree, diploma, certificate or other index of distinction awarded by the Register.

Regulations

86. Every member of the Register shall comply with the regulations and Code of Ethics of the Register for the time being in force.
87. Regulations of the Register may provide for the procedure to be followed in the nomination and election of candidates for the Council, including the manner of resolving any tied or disputed election; but the number of new Council members to be elected shall equal the number of Council members then vacating their office unless the Register resolved prior to the election to increase or decrease the number of Council members within the limits laid down in Article 57.
88. The Council is the governing body of the Register and the affairs of the Register shall be managed by the Council, who may pay all expenses incurred in promoting and registering the Register, and may exercise all such powers and pursue all such objectives of the Register as are not by the Act nor by these Articles required to be exercised by the Register in General Meeting (subject nevertheless to the provisions of the Act and of these Articles). The Register may however subject to the Act and these Articles give direction to the Council in General Meeting, to which (if intra vires the Register) the Council shall conform; but no such direction shall invalidate any prior act of the Council which would have been valid if no such direction had been given.
89. The Council may issue and publish regulations in respect of the matters for which these Articles expressly provide, and generally for the regulation (subject to the Memorandum and these Articles) of the rights and obligations of members and for the better and more convenient management of the Register and the conduct of its affairs. Such regulations shall take effect at the time for which each regulation provides, being not earlier than the date of publication, or if no time is provided, upon the date of publication.
90. The Council shall have power to consider and decide all matters not provided for by these Articles.

Professional Misconduct.

91. The Council shall make and publish regulations laying down the procedure for the investigation of claims of professional misconduct; such regulations shall take effect at the time for which each regulation provides, being not earlier than the date of publication, or if no time is provided, upon the date of publication.

Examination of Fitness

92. If the chairman of the Council (or in his absence the person for the time being acting as chairman of the Council) is notified or becomes aware that a member hereinafter referred to as "the practitioner") may be unfit by reason of ill-health properly to carry on his practice, he will appoint two members of the Council (hereinafter referred to as "the two members") to interview the practitioner.
93. The two members shall require the practitioner to meet them for an interview at a date and time agreed between them and the practitioner, and the practitioner shall attend such interview.
94. Following the interview referred to in Article 93 the two members may require the practitioner to submit to a medical examination or examinations by two examiners, to be selected jointly by the two members and the practitioner, or in the absence of agreement to be nominated by the chairman of the Council.
95. If following the examination(s) referred to in Article 94, such medical examiners pass the practitioner as fit, or the practitioner agrees to comply and complies with any conditions imposed by such medical examiners (as to his hours of practice or otherwise), no further action shall be taken, provided that the two members may from time to time (but not more often than once in any period of three calendar months) interview the practitioner in order to monitor his progress, and may at any time require the practitioner to submit to further medical examination, in the manner set out in Article 94.
96. If the practitioner shall fail to agree a date and time for the interview referred to in Article 93, shall refuse to attend such interview, or to comply with any conditions imposed by the medical examiners referred to in Article 94, the two members shall so inform the Council and the Council after considering the matter may direct the chairman to serve, and the chairman shall serve, on the practitioner notice in writing requiring him to attend such interview and/or comply with such conditions and informing him that if he fails to do so within twenty-eight days after service of such notice, the chairman of the Council shall terminate his membership of the Association.
97. If the practitioner does not comply with a notice served under Article 96 within twenty-eight days after service thereof, the chairman shall terminate his membership of the Association.
98. A practitioner whose membership has been terminated in accordance with Article 97 may apply for re-election to the Association providing that he has first complied with the relevant notice served on him under Article 96, and subject to the provisions of Article 10 (re-election following termination of membership or expulsion from the Association).

Accounts

99. The Council shall cause accounting records to be kept in accordance with the Act.
100. The accounting records shall be kept at the Registered Office of the Register, or subject to Section 222 of the Act at such other place or places as the Council shall think fit and shall always be open to the inspection of the members of the Council.
101. Subject to any reasonable restrictions which may be imposed by regulations for the time being in force as to the time and manner of inspection, the accounts of the Register shall be open to the inspection of members.
102. The Council shall from time to time in accordance with Sections 224, 227, 235, 239 and 241 of the Act, cause to be prepared and to be laid before the Register in General Meeting such profit and loss accounts, balance sheets, group accounts (if any) and reports as are referred to in those Sections.
103. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Register in General Meeting together with a copy of the Accountant's report

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shall be sent to every member of and every holder of debentures of the Register not less than twenty-one days before the date of the meeting. Provided that this Article shall not require a copy of these documents to be sent to any person of whose address the Register is not aware or to more than one of the joint holders of any debentures.

104. The financial year of the Register shall end on the 31st day of December in each year.
105. Once at least in every year the accounts of the Register shall be drawn up in the format required by the Companies Act and the directors are empowered to appoint and remunerate a suitably qualified Accountant to assist in this task. An audit will not be undertaken unless required by the Companies Act.
106. The funds of the Register and the management of its affairs shall be under the control of the Council who shall have power to expend such funds for the promotion of the objects of the Register as they think fit. The Council may charge any fee or require any payments which may from time to time be thought proper for or in respect of the registration of naturopaths by the Council or any other services rendered or functions performed by the Council, and any such fees or payments may be single or recurrent and either constant or variable and may be payable in any manner and upon any conditions whatsoever. The Council may pay to any of its Officers (not being elected members of the Council) or co-opted members any sums by way of salary or remuneration for services rendered or work done or towards expenses incurred in the service or on behalf of the Council and may also employ and pay any agents, employees and servants whatsoever. The Council may pay travelling and out-of-pocket expenses properly incurred by its members in the execution of their duties, but except as thus expressly authorised no payment shall be made by the Council to any of its elected members.

Notices

107. Save where otherwise expressly required by these Articles:-
 - a. a notice may be served by the Council upon any member either personally or by sending it prepaid post in a letter addressed to such member at his last Registered address;
 - b. a notice so sent through the post shall be deemed to have been served on the day following that on which the letter containing the same was posted;
 - c. any notice, requisition or other document which is to be served on the Register or on the Council or any Officer thereof may be served by leaving it at the Registered Office of the Register at the same time informing a person responsible to the Register that this has been done or by sending it by prepaid first class post in a letter addressed to the Register or the Council or the Registrar or such other Officer at the Registered Office of the Register.

Funds

108. If at any time as the result of the operations of the Register there shall be an excess of subscriptions or other receipts over management expenses, the Council may (after providing for such Reserve Fund as it may consider necessary) if they think fit, give or transfer such surplus or so much thereof as they think expedient, either to some other Register, Society or Organisation having Objects similar to the Objects of this Register, or to one or more Charities as may be determined by the members of the Register in General Meeting.

Indemnity of Officials

109. Subject to the provisions of Section 310 of the Act, the members of the Council or other Officers for the time being of the Register shall be indemnified out of the funds of the Register against all costs, charges, losses, damages and expenses which they shall respectively incur or be put to on account of any act, deed, matter or thing which shall be executed, done or permitted by them respectively in or about the bona fide execution of their respective offices and shall be reimbursed by the Register all reasonable expenses incurred by them in or about any legal proceedings or arbitration on account of the Register, or otherwise in the execution of their respective offices, except such costs, losses and expenses as shall happen through their respective dishonesty or wilful acts, neglects or defaults.

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110. Subject to the provisions of Section 310 of the Act no member of the Council nor other Officer for the time being of the Register shall be answerable for any money which he shall not actually receive or be answerable for the act, receipt, neglect or default of any other member of the Council or Officer, or of any banker, broker, collector, agent, or other person appointed by the Council or the Register with whom or into whose hands any property, funds or monies of the Register may be deposited or come, or for the insufficiency of any security or investment in or upon which any of the monies of the Register shall be invested by order of the Council or for any loss or damage which may happen in the execution of his office unless the same shall happen through his own dishonesty or wilful act, neglect or default.

Questions arising

111. In case any matter shall arise at any time not provided for in these Articles or in any of the rules and regulations of the Register for the time being, or in the case of any doubt as to their interpretation, the same shall (subject to the Code of Ethics, Byelaws, rules or regulations) be determined by a majority of the Council whose decision shall be final.

Winding-up

112. Clause 8 of the Memorandum of Association relating to the winding-up and dissolution of the Register shall have effect as if the provisions thereof were repeated in these Articles.

Headings

113. The headings of these Articles shall not be taken as part of them or in any manner affect the interpretation or construction of the same.

General Council and Register of Naturopaths

Names, addresses and descriptions of subscribers:

Harold Cotton
5 Leonsbrick New Road, Southport
Naturopath and Osteopath

Philip Knaggs
8 Water Lane, Richmond, Surrey
Naturopath and Osteopath

Arthur White
44 The Drive, Wallington, Surrey
Naturopath and Osteopath

Thomas Dummer
117 Beaufort Street, London SW3
Naturopath and Osteopath

Albert Rumfitt
53 Palace Court, London W2
Naturopath and Osteopath

Brian K Youngs
112 Draycott Avenue, Northwick Park, Harrow, Middlesex
Naturopath and Osteopath

Tom Moule
Champneys, Tring, Herts
Naturopath and Osteopath

Dated 1st day of September 1963

Witness to the above signatures

Leonard Glazebrook
278 Hagley Road, Edgbaston, Birmingham
Naturopath and Osteopath

**STANDING ORDERS
of
THE GENERAL COUNCIL AND REGISTER OF NATUROPATHS**

Standing Orders.

1. It shall be the duty of the chairman to enforce the Standing Orders of the Register, and his decision on all points shall be final.
2. In the event of a member failing to respect the chairman's authority, the chairman shall name the offending member and commit him to the judgement of the meeting, and upon a resolution of the meeting, he shall be:
 - (a) ejected from the meeting and
 - (b) suspended for a fixed period from attending meetings.
3. The chairman may call attention of the meeting to any interruption of speech, tedious repetition, unbecoming language, irrelevant statements or any breach of good order on the part of the speaker, and may direct any such member to discontinue his speech.
4. Upon the chairman rising to speak, every member shall be seated immediately, and remain silent so that the chairman may be heard without interruption.
5. Members shall stand when speaking, and shall address the chairman. Any questions to another member shall be put through the chairman.
6. When two or more members rise to speak simultaneously, the chairman shall call upon the member who, upon rising in his place, is first observed by the chairman. Other members shall immediately resume their seats.
7. Members speaking shall adhere strictly to the subject under discussion, and not occupy more than five minutes unless directed otherwise by the chairman.
8. No member shall address the meeting more than once on any motion or amendment without the permission of the chairman.
9. The mover of an original motion may reply to such questions as have been raised providing he does not introduce new matters.
10. The chairman shall rule out of order all matters which do not pertain to the question before the meeting or to the business of the meeting.
11. Any member may rise on a point of order if he does so immediately and commences by a statement that he rises to order. The member addressing the meeting must thereupon resume his seat, and so, also, must the member who rose to order, when he has concluded his appeal to the chair.
12. In the event of an equality of votes, the chairman shall have a second or casting vote.
13. The chairman may, at his discretion, declare the meeting closed, and it thereupon shall stand adjourned.

Admission of non-members to meetings.

14. Non-members shall not be admitted to any general meetings of the Register without the matter first being put to the meeting and a unanimous vote secured thereon.

Order of Business.

15. At all meetings the business shall, unless otherwise directed by the Executive Council be proceeded with in the following order, or such of them as apply:
 - (a) Minutes of the previous meeting.

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- (b) Passing of the minutes.
- (c) Matters arising from the minutes.
- (d) Correspondence and report from the Secretary.
- (e) Treasurer's report.
- (f) Journal Editor's report.
- (g) Reports of other Officers, if any.
- (h) Business adjourned from the previous meeting.
- (i) Reports of the Committees, and resolutions consequent thereon.
- (j) Presentation of membership certificates to new members.
- (k) Retiring President's report.
- (l) Matters arising from the retiring President's report, if any.
- (m) Retirement of the President, and installation of the incoming President.
- (n) Election of Officers and Executive Council.
- (o) Presidential address.
- (p) Business appointed for that particular meeting by resolution of a previous meeting.
- (q) Motions and questions, of which due notice has been given, in the order in which they appear on the Agenda.
- (r) Date and venue of the next meeting.
- (s) Any other business not provided for in the foregoing.

Motions and amendments.

- 16. Motions shall be in writing, of an affirmative character, commence with the word "That", and be signed by two members.
- 17. Motions intended for inclusion on the Agenda of a particular meeting shall reach the Secretary at least twenty-eight days prior to the time fixed for the meeting.
- 18. The chairman may decline to put any motion or amendment, unless handed to him in writing.
- 19. Motions shall be proceeded with in the order in which they appear on the Agenda, and if any shall not be moved when called on by the chairman, they shall lapse.
- 20. When a motion is under debate, no further motion shall be received except the following:
 - (a) To amend the motion.
 - (b) That the question be postponed.
 - (c) That the meeting be adjourned.
 - (d) That the debate be adjourned.
 - (e) That the quorum is not present.
 - (f) That the question be now put.
 - (g) That the meeting proceed to the next business.
- 21. A motion (or as amended) that has been affirmed or negatived, may, by resolution of the meeting, be considered at a later date.
- 22. No amendment can be made to a motion of order.
- 23. The motion "That the meeting do now adjourn" cannot be amended.
- 24. The motion "That the meeting proceed to the next business" cannot be amended.
- 25. Every amendment shall be in writing, signed by two members, and relevant to the motion on which it is moved.
- 26. When an amendment upon an original motion has been moved and seconded, no second or subsequent amendment shall be moved until the first amendment shall have been disposed of. If an amendment be carried, the motion as amended shall take the place of the original motion, and shall become the question upon which any further amendment may be moved.
- 27. A motion may be amended in the following manner:

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- (a) By striking out words, inserting words, or adding words to the motion.
 - (b) By re-writing with matter dealing with the same subject.
- 28. No member shall move more than one amendment of or to the same motion.
 - 29. When amendments have been affirmed, the original motion as amended shall be put.
 - 30. When amendments have been negatived, the original motion shall be put.
 - 31. If adjournment to a stated date be carried, the motion shall be placed first on the list of motions for the day to which it has been adjourned.
 - 32. The chairman may order, or any member may request, that a complicated question be put in parts.

Alteration or suspension of Standing Orders.

- 33. Amendments to these Standing Orders shall only be considered at an Annual General Meeting, or at an Extraordinary General Meeting called for this purpose, and a twenty-eight days' notice in writing signed by two members shall be required.
- 34. Any one or more of these Standing Orders may be suspended on a motion made with notice or by leave of the meeting.

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