At the Council Chamber, Whitehall
THE 9th DAY OF JULY 2025
BY THE LORDS OF HIS MAJESTY'S MOST HONOURABLE
PRIVY COUNCIL
The Privy Council has approved the revised Byelaws of the North of England Institute of Mining and Mechanical Engineers as set out in the Schedule to this Order.
Richard Tilbrook, CVO

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Byelaws
of
The North of England Institute of Mining and Mechanical Engineers
amended by Order of Council, 9th July 2025

BYELAWS
INTERPRETATION

In the Charter and these Byelaws the words standing in the first column of the Table next hereinafter shall bear the meaning set opposite to them respectively in the second column thereof, if not inconsistent with the subject or context:-

WORDS	MEANINGS
The Institute	The North of England Institute of Mining and Mechanical Engineers
The Council	The governing committee for the time being of the Institute
Month	Calendar month.
In writing	Written, printed or partly one and partly another, and other modes of representing or reproducing words in a visible form including electronic form.
Voting member	A full member of the Institute with voting rights at General Meetings
Non-Voting member	A member without voting rights at General Meetings
Regulations	Subsidiary Rules
General meetings	Meetings of the Institute to which all members have a right of access
Special resolution	Resolutions to be passed by a majority of two thirds of those present and voting or voting electronically
Coopted member of Council	Person with expertise, without voting rights, appointed for a finite period

Words importing the singular number only shall include the plural number, and vice versa, and
Words importing the masculine gender only shall include the feminine gender; and
Words importing persons shall include corporations.

MEMBERSHIP
1. The Institute is a membership society with the following categories of membership:
Voting members shall be those members admitted to the following three categories, being members in good standing, who shall be entitled to attend and vote at General Meetings because of their relevant qualifications and professional experience. They may also attend professional and other meetings and receive such Institute publications as may be provided for members. They shall comprise:

(i) Fellows (with the post-nominals FNEIMME). Members may apply for transfer to Fellowship on the basis of relevant experience and qualifications.
(ii) Honorary Fellows (Hon FNEIMME)
(iii) Members (MNEIMME)

2. Non-voting members shall be those who do not meet the requirements for Voting membership but wish to join the Institute. They shall be those in good standing who meet the entry requirements as published in the Regulations and who may attend and speak at General Meetings but shall not vote on any matters that come before the General Meetings. These members may also attend relevant professional meetings and receive such Institute publications as may be provided for members.

(i) Associates (who shall be appropriately qualified but awaiting the necessary employment experience before election as Members).

(ii) Students (who shall be studying for appropriate qualifications to allow them to be elected as Associates or Members).

(iii) Affiliates (who shall be interested in the work of the Institute but shall not intend to obtain Associateship/Membership qualifications).

3. The criteria for the qualifications, knowledge and experience required for admission to the Institute and the assessment procedures therefor, shall be as determined from time to time by the Council and shall be published in the Regulations:

(i) Voting members (who shall be entitled to vote at General Meetings) shall be Fellows, Honorary Fellows, and Members who shall be entered, by reason of their qualifications and experience, on the Register of Professional Members of one or more of the subject disciplines referred to in the Objects.

(ii) Persons of distinction with relevant qualifications who have contributed to the Institute or to its aims shall be eligible for election as Honorary Fellows at an appropriate General Meeting on the nomination of the Council. Honorary Fellows shall have all the rights of members.

(iii) Non-Voting members shall be Associates (who shall have satisfied the academic requirements for Membership but shall be awaiting the required experience for election to Membership), Affiliates (who shall be those interested in the work of the Institute but who have no intention of qualifying for its Membership), and Students (who shall be those undertaking courses of study to qualify to become Voting members).

4. Every application for membership shall be in such form as shall be required by the Council.

5. Resignation of membership shall be signified in writing, but the person so resigning shall be liable for payment of the annual subscription for the year in which the member resigns, together with any arrears to the date of such resignation. However, the Council may expel a member for conduct unbecoming subject to appropriate rules of procedure contained in the Regulations including discussing the issue with the person concerned and deciding the course of action to be taken. If the person is expelled as a result of this consideration that person may seek leave to appeal such expulsion if the Council so agrees.

6. The Council from time to time shall determine the annual subscription to be paid by each category of membership, and any other payments that may be required from members, all of which shall be paid within three months of the date due. The subscriptions for any subscription year shall become due on such dates as Council shall determine. Non-payment of subscription or death shall terminate membership.

COUNCIL

7. The business of the Institute shall be managed by a Council (whose members shall also be the Institute's trustees) consisting of not more than 19 members, who shall include the Officers. The Ordinary members shall be elected by the Voting members in General Meeting for a four-year term of Office.

8. The Council shall consist of the following:

(i) Sixteen Ordinary members of Council being Voting members. Each shall have one vote on every matter discussed.

a. Twelve of these Ordinary members of Council shall be Fellows or Members of the Institute.

b. Four of these Ordinary members of Council shall be Associates of the Institute.

(ii) The preceding three Past Presidents may continue to attend Council meetings as Council members with voting rights for up to three years after the end of their term of office as President.

(iii) The Five Officers of the Institute (being the President, the two Vice Presidents, the Honorary Secretary, and the Honorary Treasurer) shall be appointed by the Council from amongst the existing

Ordinary members of Council and shall serve for a term of Office of one year as an Officer but may be re-elected by Council for further periods of one year.
(iv) In addition, the Council may invite up to three persons to attend Council meetings on the basis of their skill sets to speak but not to vote. These persons may attend for up to one year at a time until the following AGM and may be reappointed annually.

9. Nine members of Council, including at least one Officer, shall form a quorum for its meetings. Subject to the provisions of these Byelaws, the Council may regulate its proceedings as it thinks fit. Questions arising at a meeting of the Council shall be decided by a majority of votes and in the case of an equality of votes the Chair of the meeting shall have a second and casting vote.

10. The Council shall make from time to time, such Regulations as it deems necessary or expedient or convenient for the proper conduct and management of the Institute and for the purposes of prescribing conditions of membership, and in particular but without prejudice to the generality of the foregoing, such Regulations may provide for:

(i) the admission of members to the Institute and the rights, duties and privileges of such members and the conditions of membership;
(ii) the conduct of members of the Institute in relation to one another and to the Institute's employees;
(iii) the procedure at General Meetings and meetings of the Council and committees of the Council; and
(iv) the procedures for the election and removal of Council members.

11. The Council may exercise the powers of the Institute and particularly open and control such bank accounts as it may consider necessary and shall authorise from time to time the procedures for withdrawing money from such accounts.

12. The Council may form committees consisting of members of the Institute and such other persons as it thinks fit and may delegate any of its powers to such committees and any such committee so formed shall in the exercise of the powers so delegated, conform to rules imposed on it by the Council.

13. No Council member or members of any committee of the Council shall incur personal liability in respect of any loss or damage done in good faith for the benefit of the Institute. The Institute shall indemnify every Council member and committee member, Officer and employee of the Institute against any loss or expense incurred through any act or omission done or committed by them in the course of the performance in good faith of their authorised duties on behalf of the Institute.

14.
(i) Members of the Council or of any of its committees shall avoid a situation in which they have, or can have, a direct or indirect interest that conflicts, or may possibly conflict, with the interests of the Institute.
(ii) Such members in such a situation shall declare their interest or possible interest at a relevant meeting of the Council or by notice in writing to all the other members of the Council.
(iii) The Council shall decide how this conflict shall be managed.

(a) it can require the conflicted person to withdraw from the meeting for the duration of the discussion and the voting on the issue (and not being counted in the quorum for the duration of the discussion and voting), or
(b) it can allow the conflicted person to remain but not vote and or speak, or
(c) it can decide that the conflicted person may remain at the meeting, participate in the discussion, and even vote on the matter concerned.

THE EXECUTIVE SECRETARY

15. There may be a chief executive of the Institute, appointed by the Council as the Executive Secretary or with whatever title, who shall have such duties, responsibilities and conditions of appointment as the Council shall decide. The Executive Secretary shall not be a member of the Council and therefore must not have a vote, but shall normally be entitled to attend and speak at every meeting of the Council and such other committees as shall be appropriate.

THE OFFICERS

16. There shall be a President, two Vice Presidents, an Honorary Secretary and an Honorary Treasurer who shall have such duties as the Council shall decide from time-to-time and shall publish in the Regulations.

17.1 The Honorary Treasurer shall have charge of the management of the funds of the Institute and shall ensure the preparation of required financial statements of the Institute in each year to such date as may be determined by the Council from time to time and shall present them at the Annual General Meeting duly certified by the Auditors or Financial Examiners.

17.2 There shall be an Honorary Secretary who shall be responsible for the administration of the Institute including the conduct of elections as provided in the Regulations, the admission of members, the responses to policy papers, ensuring that the decisions of the Council are properly implemented, and for any Parliamentary activity.

17.3 All Officers shall be invited to attend all meetings of the Council and its committees.

THE CALLING AND CONDUCT OF MEETINGS

18. There shall be an Annual General Meeting held not more than fifteen months after its predecessor, for the election of Officers and of Council members and for receipt of the Annual Report and Accounts and the conduct of any other business for which notice has been duly given. There may also be Extraordinary General Meetings which shall be called by the Honorary Secretary for Council to deal with matters of official business of administering the Institute. At any Annual General Meeting or Extraordinary General Meeting, a quorum shall be 15 members present in person or online.

19. All other meetings shall be Technical Meetings at which papers are presented and discussed. No quorum shall be necessary at such meetings.

20.

(i) Notice of the Annual General Meeting shall be published at least 21 days before the date of the Meeting and shall also be sent to the Auditors or Financial Examiners. A notice convening any other General Meeting of the Institute shall be published at least 21 days before the date of the meeting and shall give the date, time and place of the meeting and the purpose for which it is called shall be explicitly stated. No other business shall be transacted at the meeting except on the directions of the Council.

(ii) 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 at any meeting.

(iii) If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting shall be dissolved.

(i) The Chair, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) may adjourn the meeting from time to time, and from place to place, but no business shall be transacted at any adjourned meeting other than business which might have been transacted at the meeting from which the adjournment took place. Whenever a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given in the same manner as of an original meeting. Save as aforesaid, the members shall not be entitled to any notice of an adjournment, or of the business to be transacted at an adjourned meeting.

21. Official papers for the meeting shall be circulated 10 days in advance. However, any person being a member may submit in writing 7 days in advance to the Hon. Secretary a motion for consideration at an AGM.

22. The Chair at any General Meeting of the Institute shall be the President or, if absent, another Officer as decided by the members present.

THE COMMON SEAL

23. The Common Seal of the Institute shall not be affixed to any instrument except by the authority of a resolution of the Council, and in the presence of at least two members of the Council and the said members and the Honorary Secretary shall sign every instrument to which the Seal shall be so affixed in their presence, and in favour of any purchaser or person *bona fide* dealing with the Institute such signatures shall be conclusive evidence of the fact that the Seal has been properly affixed.

ACCOUNTS

24. The Council shall cause accounting records to be kept at such place as the Council shall think fit, and shall always be open to the inspection of the Council members.

25. The Council shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the Institute or any of them shall be opened to the inspection of members not being Council members.

26. At the Annual General Meeting the Council members shall lay before the Institute financial statements as required since the last preceding account together with a balance sheet made up as at the same date. Every such balance sheet shall be accompanied by reports of the Council and the Auditors or Financial Examiners and copies of such accounts, balance sheet and reports (all of which shall be framed in accordance with any legal requirements for the time being in force) and of any other documents required by law to be annexed or attached thereto or to accompany the same shall be sent not less than 21 days before the date of the meeting to the Auditors or Financial Examiners and to all other persons entitled to receive notices of General Meetings in the manner in which notices are herein directed to be served.

AUDIT OR FINANCIAL EXAMINATION

27. Once at least in every year the accounts of the Institute shall be audited or examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more Auditors or Financial Examiners.

28. Auditors or Financial Examiners who shall be qualified under the law shall be appointed and their duties regulated in accordance with the provisions of the law. Their remuneration shall be determined by the Council.

NOTICES

29. A notice may be served by the Institute upon any member, either personally or by sending it through the post in a pre-paid letter, addressed to such member at the registered address as appearing in the list of members or by electronic means as agreed by the member.

30. Any member described in the list of members by an address not within the United Kingdom, who shall from time to time give the Institute an address within the United Kingdom at which notices may be served, shall be entitled to have notices served by post at such address, but, save as aforesaid, only those members who are described in the list of members by an address within the United Kingdom shall be entitled to receive notices from the Institute unless they are to be served electronically.

31. Any notice, if served by first-class post, shall be deemed to have been served by the end of the day following that on which the letter containing the same is put into the post, and in proving such service it shall be sufficient to certify that the letter containing the notice was properly addressed and put into the post as a prepaid letter. Any notice served electronically shall be deemed to have been served within 12 hours of despatch.