Institute of Workplace and Facilities Management

**Table 1 – Board: Composition, Eligibility and Voting Rights**

| Position | Maximum number of positions available (15 in total) | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which election/selection is voted on (secret vote) | Timing of nomination | Timing of voting | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-election / re-selection? | Automatic position following tenure | Highlighted Exclusions / Notes |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Chair** | 1 | Directors of the Board | An existing Director appointed by the Board on the basis of competency in accordance with the Articles of Association. IWFM membership is not required. | Yes, with a casting vote in the event of a tied vote. | Initial term of **2 years**. Eligible for annual reappointment for up to **two further one-year terms** in accordance with the Articles of Association. | Board | Board | As determined by the Board. | At the meeting at which the appointment is made. | Board to appoint a replacement for the remainder of the term in accordance with the Articles. | Yes, in accordance with the Articles of Association. | No | Appointment as Chair does not create an additional Board position. |
| **Deputy Chair** | Up to 2 | Directors of the Board | An existing Director appointed by the Board on the basis of competency. | Yes | Two years or until the end of the Director's current term of office, whichever is sooner. | Board | Board | As determined by the Board. | At the meeting at which the appointment is made. | Board to appoint a replacement for the remainder of the term. | Yes | No | Appointment as Deputy Chair does not create an additional Board position. |
| **Elected Non-Executive Directors** | Up to 6 | Eligible IWFM Members | Eligible in accordance with the Articles of Association. | Yes | Three-year term. Eligible for one further consecutive three-year term (maximum six consecutive years). Thereafter | Eligible voting members in accordance with the Articles. | AGM and/or approved election process. | As determined by the Company Secretary. | As determined by the Company Secretary. | Vacancy filled in accordance with the Articles of Association. | Yes | No | Must satisfy the eligibility requirements contained within the Articles. |

| Position | Maximum number of positions available (15 in total) | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which election/selection is voted on (secret vote) | Timing of nomination | Timing of voting | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-election / re-selection? | Automatic position following tenure | Highlighted Exclusions / Notes |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | eligible again following a two-year break. | | | | | | | | |
| **Co-opted Non-Executive Directors** | Up to 4 | Selected by the Board | A person appointed by the Board on the basis of skills, knowledge and experience. IWFM membership is not required. | Yes | As provided for within the Articles of Association. | Board | Board | No election. | No election. | Board to appoint replacement where required. | Yes | No | Appointed to complement the overall skills and experience of the Board. |
| **Members' Council Chair** | 1 | Members' Council Chair | Serves by virtue of holding the office of Members' Council Chair. | Yes | Whilst serving as Chair of Members' Council. | n/a | n/a | n/a | n/a | Appointment follows election as Members' Council Chair. | n/a | n/a | Ex officio member of the Board. |
| **Chief Executive Officer** | 1 | Appointed by the Board | Chief Executive Officer. | Yes | Whilst holding office. | n/a | n/a | n/a | n/a | As determined by the Board. | n/a | n/a | Executive Director by virtue of office. |
| **Executive Directors** | Up to 2 | Recommended by the Chief Executive Officer | Executive Directors appointed by the Board. IWFM | Yes | Whilst holding office. | n/a | n/a | n/a | n/a | As determined by the Board. | n/a | n/a | Number limited by the Articles of Association. |

| Position | Maximum number of positions available (15 in total) | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which election/selection is voted on (secret vote) | Timing of nomination | Timing of voting | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-election / re-selection? | Automatic position following tenure | Highlighted Exclusions / Notes |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | membership is not required. | | | | | | | | | | |
| **President, Vice-President(s) and Patron** | In attendance only | Selected by the Board | As determined by the Board. | No | As determined by the Board. | Board | Board | No election. | No election. | Board to appoint replacement if required. | Yes | No | Honorary appointments. No voting rights. |

**Notes**

1. The composition of the Board is governed by the Articles of Association.
2. Eligibility, appointment, retirement, reappointment and casual vacancies shall be determined in accordance with the Articles of Association.
3. The Chair and Deputy Chair are appointed by the Board from amongst the Directors.
4. The Chair of the Board is not required to hold IWFM membership.
5. Co-opted Non-Executive Directors and Executive Directors are not required to hold IWFM membership unless otherwise determined by the Board.
6. Where there is any inconsistency between these Bylaws and the Articles of Association, the Articles of Association shall prevail.

### Table 2 – Audit & Risk Committee: Composition, Eligibility and Voting Rights

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which appointment is made | Timing of appointment | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-appointment? | Automatic position following tenure | Highlighted Exclusions / Notes |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Chair | 1 | Existing Committee Member | Appointed by the Board. The Chair shall be either an IWFM Member, a qualified accountant, or both, in | Yes (casting vote in the event of a tie) | Two years or until the end of the member's current Committee term, | Board | Board | As determined by the Board. | Board to appoint a replacement for the remainder of the term. | Yes | No | Chair appointed by the Board. |

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which appointment is made | Timing of appointment | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-appointment? | Automatic position following tenure | Highlighted Exclusions / Notes |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | accordance with the Terms of Reference. | | whichever is sooner. | | | | | | | |
| Committee Members | Normally 4–6 | Persons identified by the Board | Individuals appointed by the Board on the basis of their skills, knowledge and experience. IWFM membership is not required. | Yes | Normally three years unless otherwise determined by the Board. | Board | Board | As determined by the Board. | Board to appoint a replacement where required. | Yes | No | Membership should collectively provide expertise in audit, finance, governance, risk management and internal control. |
| Standing Attendees | As required | n/a | Chief Executive Officer, Finance Director, Company Secretary and other officers determined by the Committee. | No | Whilst holding the relevant office. | n/a | n/a | n/a | n/a | n/a | n/a | Attend in an advisory capacity and do not count towards quorum. |
| Other Attendees | As required | n/a | Internal Auditors, External Auditors, advisers and other individuals invited by the Chair or Committee. | No | n/a | n/a | n/a | n/a | n/a | n/a | n/a | Attend for relevant agenda items only. |

**Notes**

1. The Committee shall normally comprise between four and six members, appointed by the Board in accordance with the Articles of Association and the Board Regulations.
2. IWFM membership is not a requirement for Committee membership, unless expressly stated within the Terms of Reference.
3. The quorum shall be three Committee members, in accordance with the Terms of Reference.
4. The Chair shall be appointed by the Board and shall be either an IWFM Member, a qualified accountant, or both.
5. Executive Directors and members of staff are not Committee members and do not count towards quorum.
6. Where there is any inconsistency between these Bylaws, the Board Regulations or the Articles of Association, the Articles of Association shall prevail.

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**Table 3 – Constitution & Ethics Committee: Composition, Eligibility and Voting Rights**

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which appointment is made | Timing of appointment | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-appointment? | Automatic position following tenure | Highlighted Exclusions / Notes |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Chair** | 1 | Existing Committee Member | Appointed by the Board. The Chair must be a professional grade IWFM Member in accordance with the Terms of Reference. | Yes (casting vote in the event of a tie) | Two years or until the end of the member's current Committee term, whichever is sooner. | Board | Board | As determined by the Board. | Board to appoint a replacement for the remainder of the term. | Yes | No | Chair appointed by the Board. |
| **Committee Members** | Normally 4–6 | Persons identified by the Board | Individuals appointed by the Board on the basis of their skills, knowledge and experience. IWFM membership is not required unless specified by the Board. | Yes | Normally three years unless otherwise determined by the Board. | Board | Board | As determined by the Board. | Board to appoint a replacement where required. | Yes | No | Membership should collectively provide expertise in governance, constitutional matters, ethics, professional standards and member conduct. |
| **Standing Attendees** | As required | n/a | Chief Executive Officer, Company Secretary and other officers determined by the Committee. | No | Whilst holding the relevant office. | n/a | n/a | n/a | n/a | n/a | n/a | Attend in an advisory capacity and do not count towards quorum. |
| **Other Attendees** | As required | n/a | Advisers, subject matter experts and other individuals invited by the Chair or Committee. | No | n/a | n/a | n/a | n/a | n/a | n/a | n/a | Attend for relevant agenda items only. |

**Notes**

1. The Committee shall normally comprise between four and six members appointed by the Board in accordance with the Articles of Association, Board Regulations and Terms of Reference.
2. IWFM membership is not required for appointment as a Committee member unless specifically required by the Terms of Reference.
3. The Chair must be a professional grade IWFM Member, appointed by the Board in accordance with the Terms of Reference.
4. The quorum shall be three Committee members. Non-IWFM members count towards quorum where appointed as Committee members.
5. Executive Directors, members of staff and attendees are not Committee members and do not count towards quorum.
6. Where there is any inconsistency between these Bylaws, the Board Regulations and the Articles of Association, the Articles of Association shall prevail.

### Table 4 – Nominations & Remuneration Committee: Composition, Eligibility and Voting Rights

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which appointment is made | Timing of appointment | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-appointment? | Automatic position following tenure | Highlighted Exclusions / Notes |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Chair** | 1 | Existing Committee Member | Appointed by the Board. The Chair is not required to hold IWFM membership. | Yes (casting vote in the event of a tie) | Two years or until the end of the member's current Committee term, whichever is sooner. | Board | Board | As determined by the Board. | Board to appoint a replacement for the remainder of the term. | Yes | No | The Board Chair is not eligible to serve as Chair of the Committee. |
| **Committee Members** | Normally 4–6 | Persons identified by the Board | Individuals appointed by the Board on the basis of their skills, knowledge and experience. IWFM membership is not required. | Yes | Normally three years unless otherwise determined by the Board. | Board | Board | As determined by the Board. | Board to appoint a replacement where required. | Yes | No | Membership should collectively provide expertise in governance, appointments, remuneration, people and organisational development. |
| **Standing Attendees** | As required | n/a | Chief Executive Officer (except where matters relating to their remuneration, performance or | No | Whilst holding the relevant office. | n/a | n/a | n/a | n/a | n/a | n/a | Attend in an advisory capacity and do not count towards quorum. |

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which appointment is made | Timing of appointment | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-appointment? | Automatic position following tenure | Highlighted Exclusions / Notes |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | appointment are being considered), Company Secretary and other officers determined by the Committee. | | | | | | | | | |
| **Other Attendees** | As required | n/a | Advisers, subject matter experts and other individuals invited by the Chair or Committee. | No | n/a | n/a | n/a | n/a | n/a | n/a | n/a | Attend for relevant agenda items only. |

**Notes**

1. The Committee shall normally comprise between four and six members appointed by the Board in accordance with the Articles of Association, Board Regulations and Terms of Reference.
2. IWFM membership is not required for appointment as a Committee member or as Chair of the Committee.
3. The quorum shall be three Committee members. Non-IWFM members count towards quorum where appointed as Committee members.
4. Executive Directors, members of staff and attendees are not Committee members and do not count towards quorum.
5. The Board Chair shall not serve as Chair of the Nominations & Remuneration Committee.
6. Where there is any inconsistency between these Bylaws, the Board Regulations and the Articles of Association, the **Articles of Association shall prevail**.

### Table 5 – Awarding Committee: Composition, Eligibility and Voting Rights

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which appointment is made | Timing of appointment | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-appointment? | Automatic position following tenure | Highlighted Exclusions / Notes |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Chair** | 1 | Persons identified | Appointed by the Board following recommendation in accordance with the Terms of | Yes (casting vote in | Two years or until the end of the member's | Board | Board | As determined by the Board. | Board to appoint a replacement | Yes | No | Chair appointed by the Board. |

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which appointment is made | Timing of appointment | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-appointment? | Automatic position following tenure | Highlighted Exclusions / Notes |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | by the Board | Reference. The Chair should possess relevant academic and/or professional expertise in the regulation of Awarding Organisations. IWFM membership is not required. | the event of a tie) | current Committee term, whichever is sooner. | | | | for the remainder of the term. | | | |
| **Committee Members** | Normally 4–6 | Persons identified by the Board | Individuals appointed by the Board on the basis of their skills, knowledge and experience. Members should collectively possess appropriate expertise in qualification regulation, assessment, quality assurance and Awarding Organisation governance. IWFM membership is not required. | Yes | Normally three years unless otherwise determined by the Board. | Board | Board | As determined by the Board. | Board to appoint a replacement where required. | Yes | No | Membership should collectively provide the expertise required to fulfil the Committee's regulatory responsibilities. |
| **Standing Attendees** | As required | n/a | Responsible Officer, Director of Professional Development, Head of Awarding (or equivalent) and other officers determined by the Committee. | No | Whilst holding the relevant office. | n/a | n/a | n/a | n/a | n/a | n/a | Attend in an advisory capacity and do not count towards quorum. |
| **Other Attendees** | As required | n/a | External advisers, subject matter experts and other individuals invited by the Chair or Committee. | No | n/a | n/a | n/a | n/a | n/a | n/a | n/a | Attend for relevant agenda items only. |

**Notes**

1. The Committee shall normally comprise between four and six members appointed by the Board in accordance with the Articles of Association, Board Regulations and Terms of Reference.
2. IWFM membership is not required for appointment as a Committee member or Chair.

3. The quorum shall be three Committee members. Non-IWFM members count towards quorum where appointed as Committee members.
4. Executive Directors, members of staff and attendees are not Committee members and do not count towards quorum.
5. The Committee supports the Board by providing assurance regarding compliance with the requirements of the relevant qualifications regulators.
6. Where there is any inconsistency between these Bylaws, the Board Regulations and the Articles of Association, the Articles of Association shall prevail.

**Table 6 – Executive: Composition, Eligibility and Governance Arrangements**

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can approve appointment to this position | Meeting at which appointment is approved | Timing of appointment | Action on vacancy / resignation | Can position be re-appointed? | Automatic position following tenure | Highlighted Exclusions / Notes |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Chief Executive Officer (Chair)** | 1 | Appointed by the Board | Chief Executive Officer appointed by the Board. | Yes (casting vote in the event of a tie where required) | Whilst holding the office of Chief Executive Officer. | Board | Board | As determined by the Board. | Board to appoint a successor in accordance with the Articles and applicable employment arrangements. | Not applicable | No | Chairs the Executive by virtue of office. |
| **Executive Directors** | As determined by the Board | Appointed by the Board on the recommendation of the Chief Executive Officer. | Directors responsible for the principal functions of the Institute. IWFM membership is not required. | Yes | Whilst holding the relevant executive office. | Board | Board | As determined by the Board. | Vacancy filled through the Institute's recruitment and appointment process. | Not applicable | No | Members of the Executive by virtue of office. |
| **Other Executive Members** | As determined by the Chief Executive Officer | Senior managers invited to serve on the Executive. | Individuals holding senior leadership positions within the Institute, as determined by the Chief Executive Officer. | Yes | Whilst holding the relevant executive position or until determined otherwise by the Chief Executive Officer. | Chief Executive Officer | Executive | As determined by the Chief Executive Officer. | Appointment reviewed by the Chief Executive Officer. | Not applicable | No | Membership may be amended to reflect changes to the organisational structure. |
| **Standing Attendees** | As required | n/a | Individuals invited by the | No | Whilst required. | n/a | n/a | n/a | n/a | n/a | n/a | Attend in an advisory capacity |

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can approve appointment to this position | Meeting at which appointment is approved | Timing of appointment | Action on vacancy / resignation | Can position be re-appointed? | Automatic position following tenure | Highlighted Exclusions / Notes |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | Chief Executive Officer. | | | | | | | | | and are not members of the Executive. |

**Notes**

1. The Executive is established by the Board to provide the strategic leadership and operational management of the Institute in accordance with the Board Regulations.
2. Membership comprises the Chief Executive Officer and the Directors responsible for the principal functions of the Institute, together with any additional senior managers determined by the Chief Executive Officer in accordance with the Executive Terms of Reference.
3. The Chief Executive Officer chairs the Executive and may nominate another Executive member to chair meetings in their absence.
4. The quorum shall be three Executive members, one of whom must be the Chief Executive Officer or their nominated deputy, in accordance with the Executive Terms of Reference.
5. Executive members are appointed by virtue of the office they hold and cease to be members of the Executive when they leave that office or when their membership is otherwise determined.
6. Where there is any inconsistency between these Bylaws, the Board Regulations and the Articles of Association, the Articles of Association shall prevail.

### Table 7 – Members' Council: Composition, Eligibility and Voting Rights

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which appointment/election is made | Timing of nomination | Timing of voting | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-election? | Automatic position following tenure | Highlighted Exclusions / Notes |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Chair of Members' Council** | 1 | Any current member of Members' Council | A person holding Certified Member, Fellow or Honorary Fellow grade. | Yes (casting vote in the event of a tie) | Two-year term. May be re-elected once for a further two-year term (maximum four consecutive years). | Members' Council | Members' Council | As determined by the Company Secretary. | At the meeting at which the election is held. | Members' Council to elect a replacement for the remainder of the term. | Yes | Returns to their substantive Members' Council position only where they continue to hold the qualifying office. | Chair is also a Director of the Board by virtue of office. |

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which appointment/election is made | Timing of nomination | Timing of voting | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-election? | Automatic position following tenure | Highlighted Exclusions / Notes |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Deputy Chair of Members' Council** | 1 | Any current member of Members' Council | A person holding Member, Certified Member, Fellow or Honorary Fellow grade. | Yes | Two-year term. May be re-elected, subject to continuing eligibility and the Terms of Reference. | Members' Council | Members' Council | As determined by the Company Secretary. | At the meeting at which the election is held. | Members' Council to elect a replacement for the remainder of the term. | Yes | No | Supports the Chair and acts in their absence. |
| **Regional Chairs** | One per Region | Current Regional Chair | Serves by virtue of holding the office of Regional Chair. | Yes | Whilst holding office as Regional Chair. | Regional Members | Regional AGM | In accordance with Regional election arrangements. | In accordance with Regional election arrangements. | Replacement follows election of a new Regional Chair. | As determined by Regional elections. | Yes | Ex officio member of Members' Council. |
| **Network Chairs** | One per Network | Current Network Chair | Serves by virtue of holding the office of Network Chair. | Yes | Whilst holding office as Network Chair. | Network Members | Network AGM | In accordance with Network election arrangements. | In accordance with Network election arrangements. | Replacement follows election of a new Network Chair. | As determined by Network elections. | Yes | Ex officio member of Members' Council. |
| **Special Interest Group Chairs** | One per Special Interest Group | Current SIG Chair | Serves by virtue of holding the office of Special Interest Group Chair. | Yes | Whilst holding office as SIG Chair. | SIG Members | SIG AGM | In accordance with SIG election arrangements. | In accordance with SIG election arrangements. | Replacement follows election of a new SIG Chair. | As determined by SIG elections. | Yes | Ex officio member of Members' Council. |
| **Standing Attendees** | As required | n/a | Board Chair, Deputy Chair(s), Constitution & Ethics Committee Chair, Chief Executive Officer, | No | Whilst holding the relevant office or invitation. | n/a | n/a | n/a | n/a | n/a | n/a | n/a | Attend in an advisory capacity and are not Members' Council members unless they |

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which appointment/election is made | Timing of nomination | Timing of voting | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-election? | Automatic position following tenure | Highlighted Exclusions / Notes |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | Executive Directors and other individuals invited by the Chair. | | | | | | | | | | otherwise hold membership of the Council. |

**Notes**

1. The Members' Council is constituted in accordance with the Articles of Association, Board Regulations and Members' Council Terms of Reference.
2. Membership comprises the Chairs of IWFM Regions, Networks and Special Interest Groups serving by virtue of office.
3. Where a Chair is unable to attend, representation may be provided in accordance with the Members' Council Terms of Reference.
4. The Chair of Members' Council serves as a Director of the Board by virtue of office.
5. The quorum shall be as specified in the Members' Council Terms of Reference.
6. Where there is any inconsistency between these Bylaws, the Board Regulations and the Articles of Association, the Articles of Association shall prevail.

### Table 8 – Regional Committee: Composition, Eligibility and Voting Rights

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which election is voted on | Timing of nomination | Timing of voting | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-election? | Automatic position following tenure |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Regional Chair** | 1 | Members of the Regional Committee. Previous committee experience is desirable but not essential. | A person holding the appropriate grade of IWFM membership in accordance with the Regional Terms of Reference. | Yes (casting vote in the event of a tie). | Two years. May be re-elected, subject to the maximum period of service permitted by the Regional Terms of Reference. | Regional Committee Members. | Regional AGM. | As determined by the Regional Committee and notified to members. | At the Regional AGM. | Position may be filled by election at the next Regional Committee meeting or Regional AGM, as appropriate. The successful candidate shall serve the remainder of the current term. | Yes. | No. |

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which election is voted on | Timing of nomination | Timing of voting | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-election? | Automatic position following tenure |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Regional Committee Members** | Normally up to 11 | Eligible members within the Region. | A person holding the appropriate grade of IWFM membership in accordance with the Regional Terms of Reference. | Yes. | Two years. May be re-elected. | Eligible members of the Region. | Regional AGM. | As determined by the Regional Committee and notified to members. | At the Regional AGM. | Vacancy may be filled by co-option until the next Regional AGM, when the position shall be subject to election. | Yes. | No. |

**Notes**

1. The composition of each Regional Committee is governed by the Regional Terms of Reference and these Bylaws.
2. The Committee may allocate additional responsibilities (for example, Deputy Chair, Secretary, Treasurer or Events Lead) from amongst its members.
3. Co-opted members may be appointed where permitted by the Regional Terms of Reference.
4. Committee members must remain eligible throughout their term of office.
5. Where there is any inconsistency between these Bylaws, the Regional Terms of Reference and the Articles of Association, the Articles of Association shall prevail.

### Table 9 – Network Committee: Composition, Eligibility and Voting Rights

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which election is voted on | Timing of nomination | Timing of voting | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-election? | Automatic position following tenure |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Network Chair** | 1 | Members of the Network Committee. Previous committee experience is desirable but not essential. | A person holding the appropriate grade of IWFM membership in accordance with the Network Terms of Reference. | Yes (casting vote in the event of a tie). | Two years. May be re-elected, subject to the maximum period of service permitted by the Network Terms of Reference. | Network Committee Members. | Network AGM. | As determined by the Network Committee and notified to members. | At the Network AGM. | Position may be filled by election at the next Network Committee meeting or Network AGM, as appropriate. The successful candidate shall serve the remainder of the current term. | Yes. | No. |
| **Network Committee Members** | Normally up to 11 | Eligible members of the Network. | A person holding the appropriate grade of IWFM membership in accordance with | Yes. | Two years. May be re-elected. | Eligible members of the Network. | Network AGM. | As determined by the Network Committee and | At the Network AGM. | Vacancy may be filled by co-option until the next Network AGM, when the | Yes. | No. |

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which election is voted on | Timing of nomination | Timing of voting | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-election? | Automatic position following tenure |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | the Network Terms of Reference. | | | | | notified to members. | | position shall be subject to election. | | |

**Notes**

1. The composition of each Network Committee is governed by the Network Terms of Reference and these Bylaws.
2. The Committee may allocate additional responsibilities (for example, Deputy Chair, Secretary, Treasurer or Events Lead) from amongst its members.
3. Co-opted members may be appointed where permitted by the Network Terms of Reference.
4. Committee members must remain eligible throughout their term of office.
5. Where there is any inconsistency between these Bylaws, the Network Terms of Reference and the Articles of Association, the Articles of Association shall prevail.

### Table 10 – Special Interest Group Committee: Composition, Eligibility and Voting Rights

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which election is voted on | Timing of nomination | Timing of voting | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-election? | Automatic position following tenure |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Special Interest Group Chair** | 1 | Members of the Special Interest Group Committee. Previous committee experience is desirable but not essential. | A person holding the appropriate grade of IWFM membership in accordance with the Special Interest Group Terms of Reference. | Yes (casting vote in the event of a tie). | Two years. May be re-elected, subject to the maximum period of service permitted by the Special Interest Group Terms of Reference. | Special Interest Group Committee Members. | Special Interest Group AGM. | As determined by the Special Interest Group Committee and notified to members. | At the Special Interest Group AGM. | Position may be filled by election at the next Committee meeting or Special Interest Group AGM, as appropriate. The successful candidate shall serve the remainder of the current term. | Yes. | No. |
| **Special Interest Group Committee Members** | Normally up to 11 | Eligible members of the Special Interest Group. | A person holding the appropriate grade of IWFM membership in accordance with the Special Interest Group Terms of Reference. Where a Special Interest | Yes. | Two years. May be re-elected. | Eligible members of the Special Interest Group. | Special Interest Group AGM. | As determined by the Special Interest Group Committee and notified to members. | At the Special Interest Group AGM. | Vacancy may be filled by co-option until the next Special Interest Group AGM, when the position shall be subject to election. | Yes. | No. |

| Position | Maximum number of positions available | Who can stand for position | Who is eligible | Voting rights – Yes/No | Maximum length of service term | Who can vote on this position | Meeting at which election is voted on | Timing of nomination | Timing of voting | Action on vacancy / retirement / resignation part way through term | Can position be put forward for re-election? | Automatic position following tenure |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | Group has specific eligibility requirements, those requirements shall apply. | | | | | | | | | |

**Notes**

1. The composition of each Special Interest Group Committee is governed by the Special Interest Group Terms of Reference and these Bylaws.
2. The Committee may allocate additional responsibilities (for example, Deputy Chair, Secretary, Treasurer or Events Lead) from amongst its members.
3. Co-opted members may be appointed where permitted by the Special Interest Group Terms of Reference.
4. Committee members must remain eligible throughout their term of office.
5. Where a Special Interest Group has specific membership eligibility requirements (for example, a particular membership grade), those requirements shall apply in accordance with the approved Terms of Reference.
6. Where there is any inconsistency between these Bylaws, the Special Interest Group Terms of Reference and the Articles of Association, the Articles of Association shall prevail.