

## CONSTITUTION OF THE TRANSLATING DIVISION OF THE CHARTERED INSTITUTE OF LINGUISTS

### 1. Definitions

<b>‘Chief Executive’</b>	the person on the staff of the Institute holding the job title of Chief Executive
<b>‘Committee’</b>	the Divisional Management Committee elected at the Annual General Meeting of the Division
<b>‘Code of Conduct’</b>	the Code of Conduct of the Institute
<b>‘Council’</b>	the Council of the Institute
<b>‘Division’</b>	the Education; Business, Professions and Government; Interpreting; Translating or any other Division founded by Council in accordance with the Charter, By-laws and Rules
<b>‘Divisional Member’</b>	any person registered in one of the classes of membership stipulated from time to time by the Rules of the Institute, who has elected to join the Division
<b>‘General Meeting’</b>	a General Meeting of the Divisional Members
<b>‘Head of Membership’</b>	the person on the staff of the Institute holding the job title of Head of Membership
<b>‘Institute’</b>	the Chartered Institute of Linguists whose registered office is at Dunstan House, 14a St Cross Street, London EC1N 8XA
<b>‘Officers’</b>	the officers of the Committee as defined in Section 6
<b>‘Members’</b>	members of the Chartered Institute of Linguists

### 2. Relationship to the Institute

The Translating Division is wholly part of the Chartered Institute of Linguists and is governed by this Constitution, which has been approved by the Council on 23.04.16.

### 3. Objectives of the Division

The objectives of the Translating Division are to promote and support the strategic aims and objectives of the Institute by:

- 3.1. meeting the needs and interests of members of the Institute in relation to particular areas of language work and language education and training
- 3.2. providing a forum for the exchange and dissemination of information and opinion, on all matters relevant to its area of expertise

- 3.3. promoting membership of the Institute, and awareness of the Chartered Linguist registration scheme
- 3.4. promoting the Code of Professional Conduct
- 3.5. encouraging communication within the profession and co-operation and mutually beneficial relationships with industry, commerce, education and related professions
- 3.6. raising awareness of the value of language work and enhancing the status of the professional linguist
- 3.7. acting as a knowledge centre to foster wider and stronger engagement among Institute members and as a source of information and expertise for Council and the Institute's staff
- 3.8. providing content and comment for the Editor of the Linguist as appropriate
- 3.9. providing feedback to the Head of Membership on any issues and aspects of membership, for his/her consideration/action

**In furtherance of the above objectives the Division will, as appropriate:**

- 3.10. organise meetings, activities and CPD training which support the specialist interests represented by the Translating Division
- 3.11. publicise their activities to Divisional members and endeavour to make them known through recognised channels to the wider membership of the Institute, maintaining the Institute's brand guidelines at all times
- 3.12. establish and moderate an online forum e.g. InterpNet
- 3.13. have a social media presence (in line with the Institute's Social Media Policy)
- 3.14. collaborate with other CIOL Divisions and Societies and engage with relevant individuals, organisations and corporate bodies in furtherance of CIOL's strategic aims
- 3.15. all activities of the Division shall be open to both CIOL members and non-members. The Committee shall determine entrance fees and other charges for divisional activities. Divisional members may be given preference of access if attendance facilities are limited. The Committee may, at its discretion, determine differential rates for participation by non-members of the Institute

**4. Membership**

- 4.1. membership of the Division shall be open to all current CIOL members only without discrimination on any grounds
- 4.2. a member ceases to be a member of the Division upon ceasing to be a member of the Institute

**5. Management of the Division**

- 5.1. the Division will be managed by the Divisional Management Committee
- 5.2. all Associates, Members and Fellows shall be eligible for election to the Committee, with the proviso that a member of the Institute may be elected to serve simultaneously on no more than two Divisional Management Committees
- 5.3. the Management Committee will be elected at the Divisional AGM and each member will hold office until the next AGM
- 5.4. Committee members will be eligible to stand for election at each AGM, but may not serve for more than six years consecutively, after which a break of three years will be required

- 5.5. the Committee shall consist of at least five and not more than seven Divisional members; where wider representation is required, this number may be exceeded with the consent of Council
- 5.6. the Committee will have the power to fill casual vacancies by appointment from the membership of the Division; Committee members so appointed shall count in all respects as elected members and will hold office until the next AGM
- 5.7. the Committee may, in addition, co-opt up to three Divisional members, who may be from any category of membership of the Institute
- 5.8. co-opted Committee members will hold office until the next AGM and can be re-appointed until the following AGM , by Committee agreement
- 5.9. co-opted Committee members, at the end of their term of office can, if eligible, stand for election at the next AGM
- 5.10. each elected or co-opted member of the Management Committee shall have one vote. In the case of an equality of votes, the Chair shall have a second and casting vote
- 5.11. the quorum for a meeting of the Committee shall be 50% of the elected members, at least one of whom shall be an Officer
- 5.12. at least two Committee meetings will be held each calendar year
- 5.13. the Chair shall call a meeting by giving at least two weeks' notice in writing or electronically to the Committee members; the Chair shall attach to the notice a proposed agenda
- 5.14. in addition, a Committee meeting will be called if requested by not less than three Committee members or if required by resolution of the Council
- 5.15. Committee meetings may be held face-to-face, by telephone, videoconference or other electronic means
- 5.16. the Committee has the authority to consider special items of business between Committee meetings by telephone, videoconference or other electronic means including email

## **6. Officers**

- 6.1. the Officers, who shall be members of the Division, shall be the Chair, Treasurer and Secretary
- 6.2. the Officers shall be elected at the first Committee meeting following the Annual General Meeting
- 6.3.

## **7. Resignation / removal from the Committee**

- 7.1. a Committee member automatically ceases to be a Committee member if he/she:
  - 7.1.1. resigns by written notice to the Secretary or in the case of the Secretary, notice must be given to the Chair
  - 7.1.2. is absent from three consecutive meetings without good reason or prior notification to the Secretary
  - 7.1.3. ceases to be a member of the Institute
- 7.2. the Committee reserves the right to remove a member of the Committee, subject to that member having a right of audience before the Committee
- 7.3. a Committee member has the right to appeal the decision. The appeal will be heard by the Head of Membership, who reserves the right to confer with Council
- 7.4. Council reserves the right to remove a member of the Committee subject to that member having a right of audience before Council

## **8. Annual General Meeting (AGM) and Extraordinary General Meeting (EGM)**

- 8.1. the Division shall hold its AGM within 15 months of the previous AGM; a change of date should be agreed with the Chief Executive
- 8.2. members of the Division shall be notified of the date, time, venue and agenda items for the AGM or EGM at least one calendar month in advance by notice in any publication of the Institute regularly available to all members of the Division e.g. *The Linguist*, CIOL's website, email or letter
- 8.3. at the AGM the meeting will:
  - 8.3.1. receive the annual report from the Chair
  - 8.3.2. receive the annual report from the Treasurer
  - 8.3.3. transact any other notified business
  - 8.3.4. propose amendments to the Constitution (see note 12 below)
  - 8.3.5. elect Committee members to hold office until the next AGM
- 8.4. the AGM shall be chaired by the Chair of the Divisional Management Committee, if present. In the absence of the Chair of the Committee the chair shall be taken by another member of the Committee, as decided by the meeting. If after a suitable period no member of the Committee is present and willing to take the chair, the meeting shall appoint an MCIL or FCIL from among those present to take the chair
- 8.5. all members of the Division shall be eligible to vote at a general meeting. In the case of an equality of votes the Chair will have a second, casting vote
- 8.6. voting shall be by a show of hands except where the Chair decides voting shall be by ballot
- 8.7. an EGM may be called by the Committee to discuss Divisional business which is too urgent to wait for the AGM
- 8.8. procedures for voting at an EGM shall be the same as for the AGM

## **9. Finance**

- 9.1. the Division's financial year shall run from 1 September to 31 August in the subsequent year
- 9.2. funding shall be in accordance with the Institute's financial processes
- 9.3. the Division shall not in any financial year, without the prior written authority of the Chief Executive (or delegated representative), enter into any contract which would or might require the Division to incur expenditure exceeding the Division's annual budget
- 9.4. the Division may raise revenue to cover its expenses by such means as the Committee may see fit, except that the Division may not levy additional membership subscriptions directly from members of the Division

## **10. Duties of the Treasurer**

The Treasurer shall:

- 10.1. manage the Division's budget in consultation with the Chief Executive (or delegated representative); in the case of disagreement, the view of the Chief Executive shall prevail
- 10.2. submit to the Head of Membership (or delegated representative), before the end of April in any year, an outline budget in accordance with the Institute's Financial Processes document for the next financial year, to include an outline programme of events and anticipated revenue to be raised
- 10.3. present at the AGM a statement of the income and expenditure for the preceding financial year

**11. Institute Policies**

The Committee will abide by the Institute's policies, procedures and guidelines including, but not limited to, the following:

- Data Protection policy
- Equality, Diversity and Inclusion policy
- Social Media policy
- CIOL brand guidelines
- Communications guidelines
- Financial processes

**12. Dissolution**

- 12.1. the Division may be dissolved at any time by resolution of the Council
- 12.2. the Division shall be entitled through a spokesperson to address the meeting of Council before the vote is taken on such a resolution. The decision of Council shall be final. The Management Committee of the Division shall be given 28 days' notice of such a meeting
- 12.3. all liabilities of the Division at the date of dissolution shall devolve to the Institute

**13. Amendments to this Constitution**

- 13.1. notwithstanding any of the above, this Constitution may be changed at the Annual General Meeting of the Division provided that 75% of the total membership of the Division approve any such change, which is then subject to CIOL Council approval

Adopted on: 26/01/2017

Signed (on behalf of the Translating Division): E. Guyatt

Name: Elizabeth Guyatt

Title: Chair