

Update to IAgRE's Memorandum and Articles of Association

A message to members from IAgRE President Robert Merrell and CEO Alastair Taylor

Last year it was agreed by the IAgRE Executive Committee that it was time to take a look at the Institution's Memorandum and Articles of Association with the expectation that a major overhaul was well overdue to reflect 21st century law and best practice.

Through the Engineering Council, we engaged the professional services of Keith Lawrey, a lawyer working as Professional Societies' Liaison Officer for the Foundation of Science and Technology, of which IAgRE is a member. We were pleasantly surprised to discover that minimal changes were needed to bring us up to date with language and law. In fact the original documents dating back to the 1960's were remarkably accurate in their interpretation of the Agricultural Engineering discipline.

This exercise has involved updating and simplifying the wording for ease of interpretation and to reflect current Company and Charity practices. References to out-of-date government organisations and trade bodies have been removed with the new language designed to be more future proofed.

There are a few key changes in the revised Memorandum and Articles of Association

- The Associate of IAgRE (AIAgRE) grade will become Affiliate to make it clearer to which grade each belongs and to avoid confusion with the Associate Member (AMIAgRE) grade. We will be encouraging Associates to upgrade to Associate Member.
- A new Technician grade will be created between Affiliate and Associate Member to give technicians greater recognition for their achievements.
- The Associate Member now becomes a corporate (voting) grade to better reflect the persons influence and qualifications.
- Firming up the role of the IAgRE Advisory Council and the Trustees who go on to form the Executive Committee. The latter have the legal responsibilities associated with Company law.

The other key change is that everyday areas of the Articles have been moved to Regulations. This will allow the Executive Committee to update and alter them without having to call an Extra General Meeting (EGM). This is normal practice across institutions and this means that the new Articles of Association are now much shorter.

Both a Memorandum of Association and Articles of Association are required for a company formed in the UK under the Companies Act 2006 and previous Companies Acts. The Memorandum of Association is the document that sets up the company and the Articles of Association set out how the company is run, governed and owned. The Articles of Association include the responsibilities and powers of the Trustees and the means by which the members exert control over the board of directors.

These changes are a "once in a generation" opportunity to future proof the important legal status of the Institution.

Those members eligible to vote (Members, Fellows and Honorary Fellows) of the Institution are urged to attend the EGM and make their positive view known. We look forward to seeing as many of you as possible on 27 April.