



The Royal Institution  
of Great Britain

**Ballot Regulations**  
**OF THE**  
**ROYAL INSTITUTION OF GREAT**  
**BRITAIN**

**These Ballot Regulations apply to a  
ballot to elect the Elected Trustees  
of the Royal Institution**

## 1. Interpretation

- 1.1. The interpretation provisions in Regulation 8 apply to these **Ballot Regulations**. The emboldening of a word or expression on the first occasion that it is used in the text indicates that the word or expression is defined in Regulation 8.

## 2. Making and amendment of the Ballot Regulations

- 2.1. The Ballot Regulations are made by the **Trustees** under Byelaws 4.1 and 19.2 of the **Byelaws**.
- 2.2. In the event of any inconsistency between the Ballot Regulations and the Byelaws, the Byelaws take precedence.
- 2.3. Subject to Regulation 2.4, the Trustees have the right to amend the Ballot Regulations as they consider appropriate, provided always that:
  - (a) any amendment is consistent with the Byelaws and the **Governing Documents**; and
  - (b) a notice informing **Members** of any amendment is sent to each Member within 60 days of the amendment having been adopted by the Trustees.
- 2.4. The Trustees may not amend the Ballot Regulations during the **Ballot** or within 30 days of a ballot being confirmed by the Nominations Committee.

## 3. Application

- 3.1. These Ballot Regulations shall apply to each Ballot.
- 3.2. A copy of these Ballot Regulations shall be made available to **Voting Members**.

## 4. Ballot Papers

- 4.1. Each **Ballot Paper** shall contain:
  - (a) the maximum number of **Candidates** for whom each Voting Member may vote (which shall be equal to the number of Elected Trustee vacancies in that year);
  - (b) the name of each Candidate;
  - (c) a space for the Voting Member to indicate his vote(s);
  - (d) the deadline by which the Ballot Paper must be returned to the **Institution**;
  - (e) the method by which the Ballot Paper may be returned to the Institution; and
  - (f) the date, place and time of the **AGM** at which the results of the Ballot will be announced.

- 4.2. Each Ballot Paper shall be accompanied by a notice which:
- (a) contains a statement of the number of vacancies in the election to be covered by the Ballot;
  - (b) specifies which Trustees are retiring at the next AGM and which have ceased to hold office since the previous AGM;
  - (c) provides an electronic link to a list of all current Board of Trustee members;
  - (d) provides a summary of the skills that the **Nominations Committee** has determined that it would be desirable for the successful Candidates to have in order to achieve or maintain a balance of skills across the Trustees and provides an abbreviated version of the skills with each ballot reminder; and
  - (e) includes a profile of the Candidates and their reasons for standing for election (in no more than 250 words).
- 4.3. Each Voting Member shall indicate those Candidate(s) for whom they wish to vote by placing an "X" in the space provided.
- 4.4. A Ballot Paper shall be deemed to be spoiled and none of the votes cast on it shall be counted if the Ballot Paper contains:
- (a) a greater number of votes than the specified maximum number; or
  - (b) any marks other than a vote in accordance with Regulation 4.3.

## 5. **The Scrutineers**

- 5.1. The secrecy and proper conduct of the Ballot shall be ensured either by the **Scrutineers** or by a suitably qualified external body appointed by the Nominations Committee.
- 5.2. The Scrutineers shall be appointed by the Nominations Committee in good time before the dispatch of Ballot Papers in accordance with Byelaw 14.
- 5.3. The Scrutineers shall:
- (a) approve the final form of the Ballot Paper;
  - (b) oversee and verify the collation and counting of the Ballot Papers;
  - (c) determine whether a Ballot Paper is spoiled; and
  - (d) investigations as they consider necessary, if any, to determine:
    - (i) that a Ballot Paper has been sent to each Voting Member;
    - (ii) that each Voting Member has returned one Ballot Paper only;
    - (iii) that each Ballot Paper that has been counted was returned to the Institution by the deadline specified; and
    - (iv) any other matter relating to the proper conduct of the elections

- 5.4. After completion of the count, and not less than one week before the AGM at which the results of the Ballot will be announced, the Scrutineers shall submit a report to the Nominations Committee.
- 5.5. The Scrutineers' report shall summarise:
- (a) the total number of Ballot Papers returned to the Institution by the deadline specified;
  - (b) the number, if any, of spoiled Ballots Papers;
  - (c) how many votes were received for each Candidate; and
  - (d) any other matter which the Scrutineers feel it necessary or appropriate to draw to the attention of the Nominations Committee.

## **6. Results of the Ballot**

- 6.1. The result of the Ballot shall be determined by the Nominations Committee (or such other body as the Nominations Committee appoints) in accordance within Byelaw 14.11.
- 6.2. The results of the Ballot shall be kept confidential until they are announced at the AGM subject to nominees successfully completing the onboarding process as set out in the Call for Nominations of Prospective Candidates.

## **7. Questions concerning these Regulations**

- 7.1. Any questions regarding the interpretation of the Ballot Regulations shall be referred to the Nominations Committee, whose decision shall be final.

## **8. Definitions**

- 8.1. In these Ballot Regulations the following definitions shall apply:

<b>AGM</b>	an Annual General Meeting of the Institution;
<b>Ballot</b>	a ballot of the Voting Members to elect the Elected Trustees under Byelaw 14, which shall be deemed to start from the date on which Voting Members are invited to nominate candidates for the election and to end on the date of the AGM at which the results of the Ballot are announced;
<b>Ballot Paper</b>	the form (which may be on paper or in an electronic format) sent to each Voting Member to participate in the Ballot, which shall be prepared by the Nominations Committee and approved by the Scrutineers;
<b>Ballot Regulations</b>	these regulations or any other regulations that are made by the Trustees from time to time to govern the conduct of the Ballot;

<b>Byelaws</b>	the Byelaws of the Institution;
<b>Candidate</b>	any Member of the Institution who is validly proposed for election as a Trustee in accordance with Byelaw 14.5;
<b>Clear Days</b>	complete days, not including the day on which the notice is given or the day on which the event for which it is given takes place;
<b>Governing Documents</b>	the documents set out in Byelaw 2.1 which govern the Institution;
<b>Institution</b>	the Royal Institution of Great Britain;
<b>Members</b>	a Member of the Institution whether they have any voting rights or not, which includes honorary and life members, if any;
<b>Nominations Committee</b>	the Nominations Committee of the Institution, being a committee of the Trustees and non-Trustees which is charged with oversight of the election of Trustees and governed by Terms of reference, approved by the Board and Members;
<b>Scrutineers</b>	those persons appointed to oversee the secrecy and proper conduct of the Ballot in accordance with Regulation 5.2;
<b>Trustees</b>	a Trustee of the Institution and <b>Trustees</b> means all of the Trustees acting as the charity Trustees of the Institution;
<b>Voting Member</b>	a member of the Institution who belongs to a category of membership which is entitled to vote at general meetings of the Institution.