

THE EDUCATIONAL INSTITUTE OF SCOTLAND

Royal Charter

1. Introduction

- 1.1 The following resolution of the Annual General Meeting held in June 2009 was remitted to the Executive Committee for processing:

“This AGM instructs Council to investigate and report whether the Royal Charter of the EIS placed any restriction on the types of motions which may be approved by the Standing Orders Committee for the attention of the AGM.”

- 1.2 The term “Royal Charter” of the EIS actually consists of the original Warrant of Royal Charter (signed on 13 May 1851), a first supplementary Royal Charter (signed on 4 November 1925) and a second supplementary Royal Charter (signed on 9 June 1978). A copy of the “Charters” is attached at Annex I.
- 1.3 The Standing Orders Committee is elected annually by the AGM and is provided with powers to determine the competence of any proposition to be placed in front of the AGM consistent with the terms of the EIS Constitution and the Royal Charter.

2. References to the Royal Charter as part of the work of the Standing Orders Committee

- 2.1 The Royal Charter provides the originating objects of the Institute which have been slightly modified over time. In a sense, whether or not the EIS had a Royal Charter, it would still have to define the purposes or objects of the Association somewhere (presumably as part of the Constitution). However as part of the Royal Charter (and its supplements) the objects of the EIS are now defined as follows:

- 1) the purpose of promoting sound learning;
- 2) advancing the interests of education in Scotland;
- 3) the interests and welfare of teachers generally in Scotland.

- 2.2 Advice is provided to all Local Associations and to the Self-Governing Associations on the drafting of motions for the AGM (Annex II) and further specific advice is given to the members of the Standing Orders Committee prior to its first meeting (Annex III). The following paragraph outlines the advice provided to Local Associations and SGAs in relation to the provisions of the Royal Charter.

The objects of the EIS, as set out in the Royal Charters, are (a) the promotion of sound learning, (b) the advancement of the interests of education in Scotland, (c) the promotion of the interests and welfare of teachers generally in Scotland. While these objects are wide, motions are sometimes received which are not clearly related to any of them and these will be found incompetent by the Standing Orders Committee.

- 2.3 The EIS, therefore, operates on the principle that it is not competent to debate matters during the course of the Annual General Meeting which are not related to the objects and functions of the organisation as a whole. This is confirmed by the terms of Rule I of the Constitution which completes the link between the Royal Charter, the Constitution and the powers of the Annual General Meeting as follows:

Rule I

In terms of the Rules and Regulations adopted by the Institute on its foundation and the Rules and Regulations as approved by the Royal Charter, there is vested in the General Meeting the complete control over matters of policy, the supreme authority over all bodies and members within the Institute, and the power to alter or modify the Rules and Regulations and Bye-laws from time to time, provided that such changes are not inconsistent with the Charter or contrary to the laws of the realm.

3. Conclusion

- 3.1 The Standing Orders Committee has adopted the practice that policy motions to be debated at the Annual General Meeting should relate to the aims, objects and purposes of the organisation. In the case of the EIS, these aims, objects and purposes are defined in the Royal Charter and Constitution.
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THE EDUCATIONAL INSTITUTE OF SCOTLAND

WARRANT OF ROYAL CHARTER

Victoria R

OUR SOVEREIGN LADY, considering that an humble Petition has been presented to Her Majesty by WILLIAM HUNTER, LLD, Rector of Ayr Academy, and present President of The Educational Institute of Scotland; FLETCHER READ LOW, LLD, of the High School, Glasgow, and DANIEL MACINTOSH, of the Meadowside Academy, Dundee, two of the present Vice-Presidents of the Institute; and GEORGE FERGUSON, AM, Professor of Humanity in King's College, Aberdeen, the present Secretary of the Institute; setting forth that the Petitioners and many other persons, engaged in the Profession of Teaching, did, in the year One thousand eight hundred and forty-seven, form themselves into an Educational Association called "THE EDUCATIONAL INSTITUTE OF SCOTLAND" comprehending Teachers of various Christian denominations, for the purpose of promoting sound Learning, of advancing the interests of Education in Scotland, and also of supplying a defect in the Educational arrangements of that country, by providing for the periodical Session of a Board of Examiners competent to ascertain and certify the qualifications of persons engaged, or desiring to be engaged, in the Education of Youth in that part of our Dominions, and thereby furnishing to the Public, and to the Patrons and Superintendents of Schools, a guarantee of the acquirements and fitness of Teachers for the duties required of them, and thus securing their Efficiency, and raising the Standard of Education in general: THAT the Members of the Institute now exceed Eighteen hundred in number, and they have subscribed and collected considerable sums of money for carrying out the purposes aforesaid: THAT the well-being and usefulness of the Institute would be materially promoted by obtaining a Royal Charter of Incorporation; and the Petitioners therefore humbly prayed that Her Majesty would be graciously pleased to grant to the Members of the said Institute a Royal Charter, erecting them and the other present Members of the Institute, and such other persons as may hereafter be duly admitted Members thereof, into one body politic and corporate, by the name or style of "THE EDUCATIONAL INSTITUTE OF SCOTLAND", with perpetual endurance and succession, and power to hold heritable property, and to use a common seal, and with such other powers and privileges as are usually conferred on bodies politic and corporate, under such regulations as might to Her Majesty seem expedient: AND whereas such Petition has been referred to the Lord Advocate of Scotland, to consider thereof and report his opinion what might properly be done therein; AND Her Majesty having taken the said Petition and Report thereon into her Royal consideration, and being satisfied that the intentions of the Petitioners are laudable and deserving of encouragement, Does therefore ORDAIN a Charter to be passed and expedite under the Seal appointed by the Treaty of Union to be kept in Scotland in place of the Great Seal formerly used there, Constituting, Erecting, and Incorporating, as Her Majesty, by her Prerogative Royal, and of Her Majesty's especial grace, certain knowledge, and mere motion, by these presents, for herself and Her Majesty's Royal Successors, Constitutes, Erects, and Incorporates the said William Hunter, Fletcher Read Low, Daniel Macintosh, and George Ferguson, and such other persons as are now or shall hereafter be Members of the said Institute, according to the Rules and Regulations thereof, into one body politic and corporate by the name of "THE EDUCATIONAL INSTITUTE OF SCOTLAND", for the purposes for which the said Association or Institute has been formed; under which name they shall have perpetual succession, and shall have a common seal, with power to alter and renew the same at their discretion, and shall by the same name sue and be sued, implead and be impleaded, and

answer and be answered unto, in every Court of Her Majesty; AS ALSO, Her Majesty wills and ordains, That the said Institute shall be capable in law to take, purchase, and hold to them and their successors, any goods and personal property whatsoever, and shall also be capable in law to take, purchase, and hold, in the said corporate name, such lands, buildings, and heritages as may be necessary for the purposes of the Institute, with power to alienate, dispo, and dispose of all or any such lands, buildings, and heritages, goods, chattels, or personal property, and also to raise and receive such sums of money for the purposes of the Institute as they may think necessary, by annual contributions, fees or diplomas, or otherwise, from the members thereof, and to do all other acts and things incidental or appertaining to a body corporate declaring that all deeds and other writings affecting heritable or moveable property shall be valid and effectual, in all respects, if conceived in name of the Corporation, and sealed with its seal, and subscribed by the President, and by the Treasurer and Secretary of the Corporation for the time: AND Her Majesty hereby wills and ordains, That for the better and more convenient despatch of business, the Corporation shall have power to divide the Members into District Divisions or Local Associations; and that the General Meetings of the Corporation shall consist or be composed of such Office-Bearers of the Corporation, and of the District Divisions, or Local Associations, and of such proportionate number of Members to be chosen as Delegates or Representatives by the said District Divisions or Local Associations, as may from time to time be fixed by the Rules and Regulations of the Corporation; declaring that the number of Delegates or Representatives so to be chosen shall be, as nearly as possible, in the proportion of one for every six Members composing such District Division or Local Association, or in any smaller proportion as may from time to time be fixed by the said Rules and Regulations: AND that a Stated General Meeting of the Corporation shall be held once in every year in Edinburgh, on the Saturday immediately following the Third Friday in September, at Eleven o'clock forenoon: AND that General Meetings of the Corporation may also be held at such times and places as may from time to time be fixed at the Stated Annual General Meeting in September; and Special General Meetings may also be held (provided the same are duly called in terms of the Rules and Regulations for the time) at such times and places as may be necessary or expedient: AND Her Majesty hereby wills and ordains. That the Members to be hereafter admitted into the said Corporation shall be arranged into three Classes or Grades, viz, Fellows, Senior Associates, and Junior Associates, according to such rules and such standard as may be fixed by the Corporation, or into such other Classes or Grades of the same nature and character as may from time to time be fixed by them: AND Her Majesty also wills and ordains, That the Corporation shall have power from time to time, and in such manner as may be fixed by the Rules and Regulations, to constitute and appoint a Board of Examiners for the purpose of regulating and conducting such Examinations as the Corporation may from time to time direct, and in such manner as they may appoint, in furtherance of the objects of the Institute: AND THAT Diplomas or Certificates, under the seal of the Corporation and the Signature of such Officers as they may appoint, shall be issued to the Members attaining such retrospective Grades, and shall state specifically the branch or branches of knowledge professed, and also, as nearly as may be, the degree of attainment in each, and the amount of professional skill possessed by the retrospective holders; that the Grades of Senior Associates and Junior Associates shall be bestowed only after examination; and that the Grade of Fellow shall be conferred upon any Member by a Meeting of Fellows; and that the amount of acquirement and of practical skill in the Art of Teaching necessary for the attainment of each of these Grades shall be such as the said Corporation shall from time to time fix: AND, for the greater encouragement of sound Education, Her Majesty further wills and ordains, That the Diplomas or Certificates issued and authenticated as aforesaid may be held as evidence to all concerned that the parties in whose favour they are granted have passed their examination with the Educational Institute, where examination purports to have taken place, or have otherwise,

according to the Rules and Regulations of the Corporation, obtained the Grade purporting to be thereby conferred: AND Her Majesty further hereby wills, grants and declares, That the present President, and the present Vice-Presidents, Treasurer, Secretaries and the whole other present Office-Bearers and Committees of the said Institute shall hold their offices and discharge their functions respectively until the Stated Annual General Meeting of the Institute in September, 1851: and that they and their successors in office, to be chosen according to the Rules and Regulations and Bye-Laws of the Institute, shall have full power to manage, direct, order and appoint in all matters and things touching and concerning the said Institute, in terms of, and conform to, the Rules and Regulations and Bye-Laws thereof: AND FURTHER, Her Majesty hereby approves of the existing Rules and Regulations of the said Institute, in so far as the same are not inconsistent with this Charter, or contrary to the laws of the realm; but with power to the said Institute to alter or modify the same from time to time, and to make such Bye-Laws as they shall deem proper, provided that the same are not inconsistent with this Charter, or contrary to the laws of the realm; all of which Rules and Regulations and Bye-Laws shall, until altered, be duly observed, kept, and obeyed; AND Her Majesty, for herself and her heirs and successors, DECLARES, That this her present Charter shall be, in and by all things, valid and effectual in law, according to the true intent and meaning of the same; and it shall be accepted and understood in the sense most favourable and beneficial to the said Corporation, notwithstanding any mis-recital, defect, uncertainty, or imperfection in the same: AND Her Majesty further wills and commands, That this Charter do pass the Seal appointed by the Treaty of Union to be kept and used in Scotland in place of the Great Seal thereof, formerly kept and used there, without passing any other seal or register; for doing whereof these presents shall be, as well to the Director of Her Majesty's Chancery in Scotland for writing the same, as to the Keeper of the said Seal, and their Deputies, for causing the same to be appended thereto, a sufficient warrant.

**Given at Her Majesty's Court at St James's this Thirteenth Day of May Eighteen
Hundred and Fifty-One, in the Fourteenth Year of Her Majesty's Reign.
By Her Majesty's Command
G GREY**

FIRST SUPPLEMENTARY ROYAL CHARTER

GEORGE THE FIFTH, by the Grace of God, of the United Kingdom of Great Britain and Ireland, and of the British Dominions beyond the Seas, King, Defender of the Faith:

To all to whom these presents shall come, Greeting!

WHEREAS by Royal Charter granted by our Royal Predecessor, Queen Victoria, and dated the 13th Day of May 1851, the members of The Educational Institute of Scotland were incorporated with perpetual succession for the purpose of promoting sound learning, of advancing the interests of Education in Scotland, and also of supplying a defect in the Educational arrangements of that country by providing for the periodical Session of a Board of Examiners, competent to ascertain and certify the qualifications of persons engaged, or desiring to be engaged in the education of Youth in that part of Our Dominions, and thereby furnishing to the Public, and to the Patrons and Superintendents of Schools, a guarantee of the acquirements and fitness of teachers for the duties required of them, and thus securing their efficiency, and raising the standard of education in general:

AND WHEREAS it has been represented to US that since the granting of the said Royal Charter, the membership of the said Corporation has very largely increased, and now exceeds 22,000 in number:

AND WHEREAS the members have for some time felt that the date in September, fixed by the said Charter for the Annual General Meeting of the Corporation, is inconvenient for many of the members, and that it is desirable to hold the Annual General Meeting occasionally, or in rotation, in other cities than Edinburgh, the place fixed by the said Charter; and that, in view of modern requirements, the provision of the said Charter as to the time and place of the Annual General Meeting is too specific and restrictive in its terms:

AND WHEREAS doubts have been raised as to the power of the General Meetings of the Corporation, to adjourn from time to time, and it is desirable that such doubts should be removed and that express power should be given to all General Meetings of the Corporation to adjourn from time to time:

AND WHEREAS the Corporation have unanimously resolved to apply for a Supplementary Royal Charter for the purpose of facilitating and improving the affairs of the Corporation by giving to the Corporation the power to fix from time to time, the time and place of the Stated General Meeting, and of other General Meetings of the Corporation, and by conferring on all such Meetings power to adjourn from time to time:

AND WHEREAS the said Corporation have by their Petition, humbly besought US to grant to them a Supplementary Charter for carrying into effect the above-mentioned objects in manner hereinafter appearing:

AND WHEREAS We are minded to comply with the prayer of such Petition:

NOW THEREFORE We of Our special grace, certain knowledge, and mere motion do hereby for US, Our Heirs and Successors will, grant, appoint, and desire as follows:-

1. That the following clause in the Original Charter, viz:-

“And that a Stated General Meeting of the Corporation shall be held once in every year in Edinburgh, on the Saturday immediately following the Third Friday in September, at Eleven o’clock, forenoon, and that General Meetings of the Corporation may also be held at such other times and places as may from time to time be fixed at the Stated Annual General Meeting in September,” shall be held to be cancelled and of no effect.

2. That the following clause shall have the same force and effect as if it had been in the Original Royal Charter, viz:-

“And that a Stated General Meeting of the Corporation shall be held once in every year, and that other General Meetings of the Corporation may also be held from time to time as desired, and the time and place of all such General Meetings may be fixed at the preceding Stated Annual General Meeting, or by the Council of the Corporation in terms of the Rules and Regulations thereof, and that all such General Meetings shall have power to adjourn from time to time”.

IN WITNESS Whereof We have ordered the Seal appointed by the Treaty of Union to be kept and made use of in place of the Great Seal of Scotland, to be appended hereto.

Given at Our Court at St James’s, the Twenty-Seventh day of October in the year, Nineteen hundred and twenty-five, and in the Sixteenth year of Our Reign.

PER SIGNATURAM MANU S.D.N. REGIS SUPRA SCRIPTAM.

Written to the Seal and Registered and Sealed at Edinburgh the Fourth day of November in the year One thousand nine hundred and twenty-five.

J C STRETTEL MILLER
Director of Chancery and Depute Keeper of the Seal

SECOND SUPPLEMENTARY ROYAL CHARTER

ELIZABETH THE SECOND by the Grace of God of the United Kingdom of Great Britain and Northern Ireland and of Our other Realms and Territories Queen, Head of the Commonwealth, Defender of the Faith: TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING! WHEREAS by Royal Charter dated the 13th day of May 1851 (hereinafter referred to as “the original Charter”) Her Majesty Queen Victoria did constitute a body politic and corporate by the name of “The Educational Institute of Scotland” (hereinafter referred to as “the Institute”) with perpetual succession and a Common Seal. AND WHEREAS His Majesty King George the Fifth was graciously pleased to grant a Supplementary Charter dated the 4th day of November 1925 amending the original Charter: AND WHEREAS an humble Petition has been presented unto Us by the Institute praying that We should be graciously pleased to grant to it a further Supplementary Charter: NOW THEREFORE KNOW YE that We having taken the said Petition into Our Royal Consideration by Virtue of Our Prerogative Royal have of Our especial grace, certain knowledge and mere motion granted and declared and by these Presents for Us, Our Heirs and Successors do grant and declare as follows:-

Notwithstanding the provisions of the original Charter:-

1. Membership of the Institute shall be open to teachers of and lecturers in any subject in schools and colleges irrespective of religious denomination.
2. The objects of the Institute shall include the interests and welfare of teachers generally in Scotland.

IN WITNESS WHEREOF We have ordered the Seal appointed by the Act of Union to be kept and used in Scotland in place of the Great Seal of Scotland to be appended hereto.

GIVEN at Our Court at St James’s the fifteenth day of May One thousand nine hundred and seventy-eight in the twenty-seventh year of Our Reign.

PER SIGNATURAM MANU S.D.N. REGINAE SUPRA SCRIPTAM.

Written to the Seal and Registered and Sealed at Edinburgh the Ninth day of June in the year One thousand nine hundred and seventy-eight.

D Williamson
Keeper of the Registers of Scotland and Deputy Keeper of the Seal

Educational Institute of Scotland - Annual General Meeting

Guidance on Drafting and Submission of Motions, Amendments and Rule Changes for the Annual General Meeting

It is important to note that motions, amendments, proposed Rule and Standing Orders changes and all other similar submissions from your Association must be made on the appropriate Form supplied by EIS HQ. Failure to submit material on the appropriate Form or by the due date will automatically render the submission incompetent. Forms may be submitted by post or by fax, but NOT by e-mail. The Form requires you to specify which body within the Association approved the submission (e.g. Committee of Management, Executive Committee, ABM), and the date of the meeting of that body which gave approval. The Form must also be signed by the President and Secretary of the Association or other members specifically empowered to act in that capacity.

However, where Secretaries are submitting material, it would be helpful if this could also be copied electronically as this saves work, enhances accuracy and assists the administration of the Standing Orders Committee. The e-mail address is bmckinlay@eis.org.uk.

We ask you to do everything possible to ensure that material coming from your Local Association or Self-Governing Association is in a form suitable for submission to the Annual General Meeting; giving particular attention to the points below.

(1) WORDING OF MOTIONS

(a) As motions are intended for submission to and debate by the AGM, they should begin "That this Annual General Meeting" and not "That this Local Association" "This SGA".

(b) The commonest single reason for motions being found incompetent is that they are "lacking in specification". What this means is that, if the motion became a resolution, the Council would find difficulty in processing it because of doubt about its meaning. Usually the problem lies in ambiguities of wording or internal contradiction. It is important to concentrate on the proposition for debate rather than the argument and to ensure that the proposition is clearly understood and not subject to multiple interpretations. As a rule of thumb, if among those participating at the meeting there are several views as to the meaning of concepts or terminology used in the motion, then the wording should be clarified before submission.

(c) The objects of the EIS, as set out in the Royal Charters, are (a) the promotion of sound learning, (b) the advancement of the interests of education in Scotland, (c) the promotion of the interests and welfare of teachers generally in Scotland. While these objects are wide, motions are sometimes received which are not clearly related to any of them and these will be found incompetent by the Standing Orders Committee.

(d) Motions should not include debating points or arguments, and this will normally be removed from the motion before including it in the list of motions. Similarly, a motion should deal with one subject only. This is important as motions are grouped under subject headings and it is important to avoid hybrid wording in motions.

(e) The servicing official of the Standing Orders Committee will provide informal advice on questions of competence, but please note that this advice must be sought **before** a motion is submitted formally to headquarters.

(2) **CHANGES IN CONSTITUTION**

It is not competent to initiate changes in the Rules and Standing Orders through an AGM motion. The procedure for changing Rules and Standing Orders is set out in Rule XIX of the EIS constitution. Motions whose subject matter impinges on the constitution will be ruled incompetent by the Standing Orders Committee.

(3) **LOCAL SCRUTINY AND APPROVAL**

All motions must be submitted with the full approval of the submitting body, and on the appropriate Form provided by EIS HQ, completed and signed. Submission of motions "with permission" is not allowed. Motions should not be submitted without proper debate and scrutiny at LA/SGA level as this is likely to result in problems not coming to light and propositions being found incompetent by the Standing Orders Committee due to drafting difficulties which could have been otherwise avoided.

(4) **NUMBER OF MOTIONS**

Some voluntary restraints must be accepted regarding the numbers of motions being submitted for consideration at the AGM. In many cases issues can be dealt with more appropriately and more quickly through using alternative routes, and the following guidance should be observed.

(a) **Alternatives to submitting motions to the AGM** – There is no need for your body to agree to submit to the AGM every motion suggested by members, even where the body agrees with the terms of the motion. It should be remembered that the AGM deals with national issues and a matter which is a local issue should be dealt with locally. In addition, some issues can be dealt with more quickly in another way (e.g. letter to General Secretary, Motion to Council) and these alternative courses of action should be considered fully.

(b) **Motions which re-affirm existing EIS policy** – Motions which merely re-affirm existing policy will be given low priority by the Standing Orders Committee, and may be found incompetent if they simply reiterate the status quo. If your association feels that an existing policy is not being pursued with sufficient vigour, the best course of action is to write to the General Secretary.

The Educational Institute of Scotland

Standing Orders Committee, Monday 2 March 2009

COMPETENCE OF MOTIONS

The principal function of this meeting of the Standing Orders Committee is to consider whether the motions submitted by Local Associations and Self-Governing Associations are competent to go forward for debate at the Annual General Meeting in June. Particular consideration should be given to whether the proposed motion “falls foul” of the rules of competence in any of the following respects.

- (1) Lacking in Specification.- The motion must be clear, specific and unambiguous in its terms and, if approved by the AGM, there should be no doubt about the meaning of the motion or how it should be processed.
- (2) Within the Terms of the EIS Royal Charter.- The objects and functions of the EIS, as set out in the Royal Charter are: the promotion of sound learning, the advancement of the interests of education in Scotland, promotion of the interests and welfare of teachers and lecturers in Scotland. Motions which are not related to any of these objectives should be ruled incompetent.
- (3) Accurate.- Motions must be accurate in relation to any references to documents, reports, policies, bodies etc and, if a motion contains false or inaccurate information, it should be declared incompetent.
- (4) Avoiding Argument.- Motions should not include debating points or argument and the Standing Orders Committee has discretion either to rule motions which contain argument as incompetent or to remove such argumentation from the motion.
- (5) Concise and Unambiguous.- Motions deemed to be competent for presentation to the AGM should, as far as possible, be concise and unambiguous in its terms giving a clear indication as to what is to be done should it be approved as a resolution of the AGM.
- (6) Wording.- All motions will begin with the words “That this Annual General Meeting . . .” and appropriate changes will be made to motions which do not comply with this introductory wording.

* Each Standing Orders Committee is entitled to arrive at its own decisions and is not bound by precedent, ie the decisions of Standing Orders Committees to previous AGMs.