

# **The Chartered Certified Accountants' Council Regulations 2020**

**1 January 2020**

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The Council of the Association of Chartered Certified Accountants, in exercise of the powers conferred on it by bye-laws 14, 28, 70 and 71 of the Association's bye-laws and all other powers enabling it, hereby makes the following regulations:

## **1. Citation, commencement and application**

- (1) These regulations may be cited as The Chartered Certified Accountants' Council Regulations 2020.
- (2) These regulations as set out herein shall come into force on 1 January 2020.
- (3) These regulations shall apply to all members and to all persons who otherwise agree to be bound by them.
- (4) These regulations may be amended by resolution of Council.

## **2. Interpretation**

- (1) In these regulations, unless the context otherwise requires:

*the Association* means the Association of Chartered Certified Accountants incorporated by Royal Charter issued to it in 1974 as amended from time to time;

*bye-laws* mean the bye-laws from time to time of the Association;

*Charter* means the Royal Charter of Incorporation granted to the Association as amended or supplemented from time to time;

*Customer ID* means the identification name or number assigned to each member by the Association;

*Council* means the Council of the Association from time to time and includes any duly authorised committee of Council;

*meeting(s)* means an Annual General Meeting and Extraordinary General Meeting of the Association;

*member* means any person admitted to membership of the Association in accordance with or pursuant to the bye-laws for so long as he remains a member of the Association;

*Publication(s)* shall mean the annual reports of the Association and notices relating to general meetings and any accompanying papers as shall be from time to time provided to members in accordance with or as required by the bye-laws or regulations;

*regulations* shall mean the regulations of the Association in force from time to time;

*Secretary* means the Secretary of the Association (by whatever name known) or any other person acting in such capacity by the direction of Council;

*United Kingdom* means the United Kingdom of Great Britain and Northern Ireland;

*Website* means the website of the Association, at [www.accaglobal.com](http://www.accaglobal.com).

- (2) In these regulations, words and expressions defined in the bye-laws set forth in the Second Schedule to the Royal Charter of Incorporation granted to the Association in 1974

as amended or supplemented from time to time shall have the same meanings herein and the “bye-laws” shall mean those bye-laws set forth.

(3) Words importing the masculine gender include the feminine and words in the singular include the plural and vice versa.

(4) Any reference to a statutory provision shall include where the context permits the subordinate legislation made from time to time under that provision and any reference to a statutory provision or regulation shall include that provision or regulation as from time to time modified or re-enacted so far as such modification or re-enactment applies or is capable of applying to such reference.

(5) In these regulations words shall be interpreted in accordance with the context of the regulation in which they are contained, unless otherwise stated.

### **3. Composition of Council**

The number of members of the [Council](#) shall not be less than 30 nor more than 39. The positions on Council shall be filled by election but subject to the following reserved places policy to provide members from particular geographic divisions, as determined by Council in its sole discretion from time to time, provided that:

- (a) no geographic division should comprise 50 percent or more of Council. In the event that a particular geographic division comprises 50 percent or more of Council, the successful candidate(s) with the lowest number of votes from that geographic division will be replaced with the candidate(s) with the highest number of votes from another geographic division,
- (b) there is at least one member of Council from each geographic division. In the event that a particular geographic division does not have a member on Council, this matter will be considered by Nominating and Governance Committee, which will administer the process in accordance with bye-law 23,
- (c) the allocation of Council candidates to a particular geographic division is determined by the Country in which they are resident at the date of their nomination for election to Council (which shall include re-election) and, if successful, they will retain this allocation for the duration of their three year term on Council.

### **4. Election of members of Council**

The provisions of this regulation 4 shall apply to any document, notice, nomination, ballot paper or other thing required by the [bye-laws](#) in electronic form and delivered by electronic means. The provisions of this regulation 4 shall also apply to delegated votes and instruments of proxy.

#### *(1) Ballots*

- (a) Where there is a ballot for the election of members of Council, a [member](#) may vote either by signing and completing the ballot paper and returning it to the address stated on the ballot paper or by casting his votes electronically in accordance with the instructions on or referred to in the ballot paper.

- (b) Votes will be deemed cast on the due receipt of the ballot paper by the Scrutineer or of the electronically cast votes by or on behalf of the Scrutineer. Once cast, votes may not be amended and the votes first received will take precedence over any votes later received.

*(2) Delegated votes*

Where a member wishes to appoint any person whose name is pre-printed on the ballot paper to act as his delegate to cast some or all of his votes on his behalf, he may either:

- (a) duly complete and send his ballot paper (marked with any votes which he wishes himself to cast) to the address stated on the ballot paper, or
- (b) nominate any person whose name is pre-printed on the ballot paper to act as his delegate electronically, and electronically cast any votes which he wishes himself to cast in accordance with the instructions on or referred to in the ballot paper.

*(3) Instruments of proxy*

- (a) A member wishing to appoint another member to act as his proxy for the purposes of voting at a general [meeting](#) of the [Association](#) (including without limitation an Annual General Meeting or Extraordinary General Meeting) may either:
  - (i) complete and sign the hard-copy form provided to him by the Association and deposit or send it to the Scrutineer in accordance with the bye-laws and instructions accompanying the form, or
  - (ii) complete and send electronically the electronic version of the form in accordance with the instructions accompanying or referred to in the hard-copy form.
- (b) An electronic form of proxy shall be deemed received on its due receipt by or on behalf of the Scrutineer.

*(4) Requirements of the bye-laws*

Subject to their meeting and being delivered in accordance with the other relevant requirements of the bye-laws, ballot papers completed and returned electronically and instruments of proxy completed and sent electronically in accordance with these [regulations](#) shall constitute valid ballot papers and proxies respectively for the purposes of the bye-laws.

## **5. Online provision of annual reports and notices**

The provisions of regulations 6, 7, 8, 9 and 10 set out herein shall apply to all [Publications](#) published by the Association.

## **6. Electronic publication**

Subject to regulation 7, the Association may deliver all Publications to members by making them available on its [Website](#) and any notice or accompanying papers delivered in accordance with these regulations shall be deemed validly given or sent to members for the purposes of the [Charter](#) and the bye-laws.

## **7. Consent of members**

(1) The Association may validly deliver Publications pursuant to regulation 6 to members and members shall be deemed to have consented to its doing so in accordance with this regulation 7 unless the member has:

- (a) opted to receive hard copies of Publications; or
- (b) not provided the Association with an e-mail address.

(2) A member should make every effort to provide the Association with a valid e-mail address for notifications under regulation 9.

(3) Such consent shall continue until revoked by a member at any time by giving 28 days' notice in writing to the [Secretary](#) at the following address: Association of Chartered Certified Accountants, The Adelphi, 1-11 John Adam Street, London, WC2N 6AU (such revocation may not be made by electronic communication).

(4) It shall be the responsibility of the member to ensure that the Association is notified in writing of any changes of the member's details provided under regulation 7(2).

## **8. Format and access**

(1) The Association may make such arrangements as it shall, in its absolute discretion, consider appropriate to ensure that all members who wish to access Publications electronically are able to do so.

(2) Access to the Website shall be by [Customer ID](#) and password provided by the Association. Members shall be required to use this information to access Publications on the Website.

(3) The Publications shall be made available electronically in either Microsoft Word or Adobe Acrobat PDF format.

## **9. Notification of availability**

(1) The Association shall notify each member who has not revoked consent under regulation 7 by e-mail to the e-mail address provided under regulation 7(2) on each occasion a Publication is put on the Website. The following details shall be provided:

- (a) the presence of the Publication on the Website;
- (b) the address or URL of the Website;
- (c) the place on the Website where it may be accessed; and
- (d) how to access the document or information.

(2) The Publication is deemed to be delivered to the member for the purposes of these regulations:

- (a) on the date on which the notification required by regulation 9(1) above is sent to the member; or

- (b) if later, on the date on which the Publication is first available on the Website after such notification is sent.

## **10. Validity**

The Association shall take all reasonable steps to ensure that Publications are delivered to the members in accordance with these regulations. However, no failure on the part of the Association to comply with any requirements of the regulations shall invalidate the validity of any Publication, or its delivery to a member, or any meeting or other thing relevant to the Publication in question.