

THE ROYAL TOWN PLANNING INSTITUTE

ROYAL CHARTER

**Royal Charter originally granted 1959
and as most recently set out in the Supplemental Charter 2003, as amended by Sealed
Order on 17 October 2012**

WHEREAS by a Royal Charter (hereinafter called “the Original Charter”) dated the Fourteenth day of September in the eighth year of Our Reign there was constituted a body politic and corporate by the name of “The Town Planning Institute” (hereinafter referred to as “the Chartered Institute”);

AND WHEREAS the original Charter was amended by a Supplemental Charter dated the Ninth day of June One thousand nine hundred and seventy one whereby the Chartered Institute became known as The Royal Town Planning Institute and by Orders in Council dated the Thirtieth day of July One thousand nine hundred and eighty two, the Twenty seventh day of July One thousand nine hundred and eighty three, the Twenty first day of July One thousand nine hundred and eighty seven, the Twentieth day of November One thousand nine hundred and ninety, the Fourth day of June One thousand nine hundred and ninety two, the Seventeenth day of May One thousand nine hundred and ninety five, the Twenty fourth day of June One thousand nine hundred and ninety eight, the Nineteenth day of April Two thousand and the Eighteenth day of July Two thousand and one and the Thirteenth day of August Two thousand and three;

AND WHEREAS it has been represented unto Us by the Chartered Institute that it is expedient to revise the objects and powers of the Chartered Institute and that the provisions of the Original Charter, except in so far as they incorporate the Chartered Institute, should be replaced:

NOW, THEREFORE, KNOW YE that We, by virtue of Our Prerogative Royal and of all other powers enabling Us so to do, have, of Our especial grace, certain knowledge and mere motion, granted and declared and by these Presents for Us, Our Heirs and Successors grant and declare as follows:

Interpretation

1. In this Our Charter unless the context otherwise requires:
 - (a) “the Chartered Institute” means The Royal Town Planning Institute;
 - (b) “the Charter” means the Charter of Incorporation of the Chartered Institute;
 - (c) “the Bye-laws” means the Bye-laws set out in the Schedule below as amended from time to time as provided below;
 - (d) “a member” means a chartered or other member of the Chartered Institute;
 - (e) “a chartered member” means a chartered member of the Chartered Institute as described in the Bye-laws;
 - (f) “the Board of Trustees” means the Board of Trustees of the Chartered Institute for the time being appointed pursuant to the Charter and the Bye-laws;
 - (g) “Trustee” means a member of the Board of Trustees;
 - (h) “the General Assembly” means the General Assembly of the Chartered Institute for the time being elected pursuant to the Charter and the Bye-laws;

- (i) “the Regulations” means the Regulations of the Chartered Institute;
- (j) Words denoting the singular number include the plural and vice versa; and
- (k) Words importing the masculine gender include the feminine gender.

Objects

2. The objects of the Chartered Institute shall be to advance the science and art of planning (including town and country and spatial planning) for the benefit of the public.

Powers

3. The Chartered Institute may exercise all or any of the following powers in order to further its objects:
 - (a) to further the education of persons intending to enter or to be associated with the planning profession;
 - (b) to devise and impose standards of knowledge and skill for persons seeking chartered membership of the Chartered Institute with a view to engaging professionally in planning;
 - (c) to further high standards of planning and high standards of competence among those engaged in or promoting education in planning, including ensuring that chartered membership of the Chartered Institute shall be open only to those competent to engage in planning or planning law;
 - (d) to secure the association of those engaged or interested professionally or otherwise in planning;
 - (e) to further research and all such other activities as may contribute to the advancement of the knowledge and practice of planning and the dissemination of information appertaining thereto;
 - (f) to maintain a register of chartered members qualified to engage in planning;
 - (g) to promote equity and equality in the practice of planning and education in planning and in all aspects of the governance of the Chartered Institute;
 - (h) to provide appropriate services to members and others interested in the science and art of planning in furtherance of these objectives;
 - (i) to promote or form Branches, Regions, Sector Groups, Networks or Associations of the Chartered Institute and to dissolve any such Branches, Regions, Sector Groups or Associations so established;
 - (j) to admit into association with the Chartered Institute societies, bodies or organisations with objects similar to all or any of the objects of the Chartered Institute;
 - (k) to raise funds and to invite and receive contributions provided that the Chartered Institute shall in raising funds not undertake any substantial trading activities and shall conform to any relevant statutory regulations;

- (l) to operate bank accounts in the name of the Chartered Institute and to draw, make, accept, endorse, discount, execute and issue promissory notes, bills, cheques and other instruments;
- (m) to invest the monies of the Chartered Institute not immediately required for the furtherance of its objects in or upon such investments, securities or property as may be thought fit;
- (n) to purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property necessary for or conducive to the objects of the Chartered Institute and to maintain and equip the same for use in furtherance thereof;
- (o) to borrow or raise money with or without security for the objects of the Chartered Institute provided that no money shall be raised by mortgage of any real or leasehold property of the Chartered Institute situate in Our United Kingdom without such consent or approval (if any) as may be by law required;
- (p) to sell, manage, lease, mortgage or dispose of all or any part of the property of the Chartered Institute, provided that no disposition of any real or leasehold property situate in Our United Kingdom shall be made without such consent or approval (if any) as may be by law required;
- (q) to make and give effect to any arrangements for joint working or co-operation with any other society, body or organisation, whether incorporated or not, carrying on work which is within the objects of the Chartered Institute;
- (r) to undertake, execute and perform any trusts or conditions affecting any real or personal property of any description acquired by the Chartered Institute;
- (s) to establish, promote or support any charitable society, body or organisation with objects similar to all or any of the objects of the Chartered Institute;
- (t) to incorporate subsidiary companies;
- (u) generally to do all other lawful acts whatsoever that are conducive or incidental to the attainment of the objects of the Chartered Institute.

Income and property

4. The income and property of the Chartered Institute wheresoever derived shall be applied solely towards the promotion of the objects of the Chartered Institute as set forth in this Our Charter, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to any member of the Institute and save as hereinafter provided no Trustee shall be appointed to any office of the Chartered Institute paid by salary or fees or receive remuneration from the Chartered Institute: provided that nothing herein contained shall prevent the payment in good faith by the Chartered Institute:
 - (a) of reasonable and proper remuneration and expenses to any member or employee of the Chartered Institute (not being a Trustee) in return for services actually rendered or reasonable and proper pensions to former employees of the Chartered Institute or their dependants;

- (b) to any Trustee who acts as an examiner, assessor or invigilator at or in connection with examinations of the Chartered Institute of reasonable fees for work of that nature done by the Trustee when instructed by the Board of Trustees to act on behalf of the Chartered Institute but on condition that:
 - (i) at no time may a majority of the Board of Trustees benefit under this provision; and
 - (ii) a Trustee must withdraw from any meeting whilst his or her appointment or remuneration is being discussed;
- (c) of reasonable and proper interest on money borrowed by the Chartered Institute from a member for the objects of the Institute;
- (d) of reasonable and proper out of pocket expenses incurred by any member or Trustee on behalf of the Chartered Institute;
- (e) of all reasonable and proper premiums in respect of Trustees' indemnity insurance effected in accordance with Article 9 of this Our Charter.

Membership

- 5. The membership of the Chartered Institute shall consist of such persons and shall have such rights and privileges as may be prescribed by the Bye-laws for the time being to be framed in pursuance of this Our Charter.
- 6. There shall be such categories of members of the Chartered Institute as the Bye-laws and Regulations shall prescribe. The qualifications, method and terms of admission, rights, privileges and obligations of each such category of membership and the disciplinary arrangements to which members shall be subject shall be as the Bye-laws and Regulations prescribe. Membership of the Chartered Institute may be designated by such abbreviations as the Bye-laws and Regulations shall prescribe. No other abbreviation to indicate a category of membership may be used.

Board of Trustees

- 7. The powers of the Chartered Institute shall be vested in a Board of Trustees which shall be elected in accordance with the Bye-laws and Regulations and which may in respect of the affairs of the Chartered Institute exercise all such powers and do all such things as may lead to the furtherance of the objects of the Chartered Institute including all such powers and things as may be exercised or done by the Chartered Institute and are not by this Our Charter or the Bye-laws expressly directed or required to be exercised or done by the Chartered Institute in General Meeting or by the General Assembly.
- 8. In the execution of their powers under this Our Charter, no Trustee shall be liable for any loss to the property of the Chartered Institute arising by reason of any improper investment made in good faith (so long as where appropriate advice shall have been sought before making such investment) or for the negligence or fraud of any other Trustee or by reason of any mistake or omission made in good faith by any Trustee or by reason of any other matter or thing whatsoever except wilful and individual fraud, wrongdoing or wrongful omission on the part of the Trustee.
- 9. The Board of Trustees may pay out of the funds of the Chartered Institute the cost of any premium in respect of insurance or indemnities to cover any liability of the Board

of Trustees (or any Trustee) which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of duty or breach of trust of which they may be guilty in relation to the Chartered Institute; provided that the insurers shall not be liable for loss arising from any act or omission which the Board of Trustees (or a Trustee) knew to be a breach of trust or breach of duty or which was committed by the Trustee in reckless disregard of whether it was a breach of trust or breach of duty or not and provided further that any such insurance or indemnity shall not extend to any claim arising from criminal or wilful or deliberate neglect or default on the part of the Board of Trustees (or a Trustee).

Delegation

10. The Board of Trustees shall manage the Chartered Institute and all the powers of the Chartered Institute shall be vested in and exercisable by the Board of Trustees except:
 - (a) in so far as the same are by this Our Charter or the Bye-laws expressly required to be exercised by the Chartered Institute in General Meeting;
 - (b) (where the Board of Trustees is of the opinion that any of its functions, duties and responsibilities could be more efficiently carried out by delegating it to a standing committee or other committee or panel and/or officers of the Chartered Institute, the Board of Trustees may delegate that function, duty and/or responsibility but only in strict accordance with the provisions set out in the Bye-laws and provided always that nothing in this clause shall be taken to permit the delegation of all the functions, duties and/or responsibilities of the Board of Trustees and/or any of its trusts.

General Assembly

11. There shall be a General Assembly of the Chartered Institute elected in accordance with the Bye-laws and Regulations and which shall exercise all such powers as shall be conferred on the General Assembly by the Bye-laws. Meetings of the General Assembly shall be convened and the proceedings there regulated in accordance with the Bye-laws and Regulations.

General Meetings

12. General Meetings of the Chartered Institute shall be convened and the proceedings there regulated in accordance with the Bye-laws and Regulations.

Bye-laws

13. The affairs of the Chartered Institute shall be managed and regulated in accordance with the Bye-laws which shall remain in force until revoked, amended or added to as provided below.
14. The Bye-laws contained in the schedule to the Original Charter as amended from time to time shall be deemed to be and shall continue to be the Bye-laws of the Chartered Institute. The Bye-laws may from time to time be revoked, amended or added to by a resolution passed by a majority of not less than three fourths of the chartered members voting in a ballot or voting at or in advance of a duly convened General Meeting of the Chartered Institute provided that no new Bye-law and no such revocation, amendment or addition as aforesaid shall have any force or effect if it be repugnant to any of the provisions of this Our Charter or the laws of Our Realm,

nor until it shall have been approved by Our Privy Council of which approval a certificate under the hand of the Clerk of Our Privy Council shall be conclusive evidence. This provision shall apply to the Bye-laws as revoked, altered or added to in manner aforesaid.

Supplementary provisions

15. The provisions of the Original Charter, except insofar as they incorporate the Chartered Institute and confer upon it perpetual succession and a Common Seal, are hereby revoked, but nothing in this revocation shall affect the legality or validity of any act, deed or thing lawfully done or executed under the provisions of the Original Charter.
16. The Chartered Institute may by resolution in that behalf passed by a majority of not less than three fourths of the chartered members voting in a ballot or voting at or in advance of a duly convened General Meeting of the Chartered Institute alter, amend or add to any of the provisions of this Our Charter and such alteration, amendment or addition shall, when approved by Us, Our Heirs or Successors in Council, become effectual so that this Our Charter shall thenceforward continue and operate as though it had been originally granted and made accordingly. This provision shall apply to this Our Charter as altered, amended or added to in manner aforesaid.
17. The Chartered Institute may by resolution passed by a majority of not less than three fourths of the chartered members voting in a ballot or voting at or in advance of a duly convened General Meeting of the Chartered Institute subsequently surrender this Our Charter subject to the sanction of Us, Our Heirs or Successors in Council and upon such terms as We or They may consider fit and wind up or otherwise deal with the affairs of the Chartered Institute in such manner as they shall be directed by the resolution having due regard to the liabilities of the Chartered Institute for the time being and if on the winding up or dissolution of the Chartered Institute there shall remain after satisfaction of debts and liabilities any property whatsoever that property shall not be paid or distributed among the members of the Institute or any of them but shall subject to any special trust affecting the same be given and transferred to some other charitable association or associations having objects similar to the objects of the Chartered Institute to be determined by the chartered members of the Chartered Institute at or before the time of dissolution.
18. This Our Charter shall come into force on such date as our Charity Commissioners for England and Wales shall, under powers given in the Charities Act 1993, make a Scheme altering the Trusts of the Chartered Institute approving the incorporation of clauses 4 and 9 into this Our Charter.

IN WITNESS whereof We have caused these Our Letters to be made Patent.

WITNESS Ourselves at Westminster the day of in the Year of Our Reign.

13 August 2003