

**Review of Constitution of the Institute of Refrigeration as at 2<sup>nd</sup> March 2026**  
**Charitable Incorporated Organisation**  
**Charity Registration Number: 1166869**

This is a brief summary of the changes that are proposed to the Institute of Refrigeration Constitution together with a brief explanation of the reason for the change. All the changes are highlighted in yellow in the attached draft.

1. Pronouns have been changed to be non-specific gender throughout. For example “him or her” changed to “them”, “himself or herself” changed to “themselves” in clauses 5(1), 6(3)(d), 7(1), 7(2), 9(1)(a), 9(3), 11(8)(f), 12(1)(a), 12(1)(b)(i), 12(1)(b)(ii), 12(2)(c), 12(2)(d), 13(1)(a), 13(1)(e), 13(5)(a), 14, 15(1)(a)-(f), 19(3), 20(2), 22(3). Concern was expressed in the first round of consultation that this change was related to “gender identity politics”. This is however not the case; it is simply reflecting good practice in clear writing where the gender of a single person is not known. It is considered preferable to the rather clumsy construction of “he or she”, “he/she” and “he and/or she”
2. Clause 10(1) has a sentence added clarifying the requirements for authentication of votes cast by electronic means. This is simply a case of catching up with modern technology.
3. Clause 10(4)(a) the cross-reference has been broadened to all of clause [15] due to the edits made there. This does not change the meaning of Clause 10.
4. Clause 11 the format of the first paragraph has been altered for clarity without changing the content
5. Clause 11(3)(b) has been expanded to clarify the correct format and timing for the submission of a motion for a general meeting – this has been done to make it easier for members to submit motions in a form that is useable. In the past attempts to submit motions have sometimes been unsuccessful because the communication was poorly formulated.
6. Clause 11(4) adds a provision for the President to delegate the chairing of a general meeting to a trustee in advance of the meeting if they know they will not be in attendance. This allows adequate preparation in advance of the meeting and reflects what has been common practice in the past.
7. Clause 11(8)(e) a second occurrence of the word “will” has been inserted – this is simply a grammatical correction and does not alter the meaning
8. Clause 11(10) has been edited for clarity changing “time and/or place” to “time” since “and/or place” is redundant. The meeting cannot be adjourned to the same time.
9. Clause 12(2)(b) has been added to clarify the intention that trustees must be members of the institute when appointed and throughout their term as trustees. Former subclauses (b) and (c) are renumbered.
10. Clause 12(2)(d) clarification is added that the process of appointment of a trustee will include signing a copy of the IOR Code of Conduct for Trustees
11. Clause 13(3) has been amended to allow the President to nominate a member of the Board of Trustees to act as their deputy in fulfilling their duties. This is to enable better planning and smooth running of the Institute in the event that the President knows that they will be incapacitated for a time, for example due to ill health.
12. Clause 13(5) the abbreviation “Hon” has been replaced with the word “Honorary”
13. Clause 15(3) has been added to provide a mechanism for the trustees to dismiss one of their number who has been found to have breached the Code of Conduct for Trustees or the Code of Professional Conduct for Members. Without this additional clause it would be necessary to convene a general meeting of members to remove a trustee under these circumstances. With a proven breach of Code of Conduct that is considered to be inappropriate and perhaps unnecessarily distressing for the person concerned. Subclause (3) is renumbered.
14. Clause 19(2) provision is added for the trustees to appoint an alternative chair for a meeting in advance if it is known that the President will not be available.

The draft has been checked against the current version of the Constitution as published on the Institute’s website and the changes noted above are the only ones intended. If there is some other difference between the two documents please identify it for further consideration. It might be an accidental change or it might be an intended modification that has been missed in this analysis. Note that the previous suggested amendment to delete clause 15(2) has been eliminated from this proposal.