

Council shall have the following powers, that is to say, power:—

- (1) To purchase, hire, or otherwise acquire for the Society any property, rights, or privileges which the Society is authorised to acquire at or for such price or consideration and generally on such terms and conditions as the Council may think fit, and to let, sell, or mortgage the same.
- (2) To appoint and remove or suspend examiners, assistant examiners, managers, secretaries, treasurers, officers, clerks, agents, and servants for permanent, temporary, or special services and to determine their duties and powers, and fix their salaries or emoluments, and to require security in such instances, and to such amount as the Council shall think fit. But the same person shall not hold both the office of Secretary and of Treasurer.
- (3) To appoint any person or persons (whether incorporated or not incorporated) to accept and hold in trust for the Society any property belonging to the Society, or in which it is interested, or for any other purposes, and to execute and do all such deeds and things as may be requisite in relation to any such trust, and to provide for the remuneration of such trustees.
- (4) To execute in the name and on behalf of the Society in favour of any member of the Council, or Consultative Board, or Examination Board, or other person who may incur or be about to incur any personal liability for the benefit of the Society, such mortgages of the Society's property (present and future) as the Council shall think fit, and any such mortgage may contain a power of sale, and such other powers, covenants and provisions as shall be agreed on.
- (5) To make, to alter, and to repeal such bye-laws, rules, and regulations as the Council may think fit for regulating generally the affairs of the Society, and also for regulating the examination of persons within the scope of the Society, the granting to such persons of certificates, the determining the fees payable by such persons, and the times and places at which examinations are to be held.
- (6) With the sanction of a General Meeting to raise any loan or loans for the purposes of the Society, in any manner, upon any security, and on any terms authorised by such Meeting, and to issue any debentures to secure the same, and such debentures may be made payable to bearer, and may have coupons attached, representing the interest payable in respect thereof; and the Council shall duly comply with the requirements of Section 14 of the Companies' Act, 1900, in regard to the registration of mortgages and charges, therein specified and otherwise.
- (7) Subject to the rules, bye-laws, and regulations for the time being in force, the Council may do all other things which they consider conducive to the interest of good management of the Society or the promotion of its objects.

56. The Council may establish, print, and publish the prints and periodicals mentioned in Clause 3 (L) of the Memorandum of Association as the Council may from time to time determine, and copies thereof may be sold and distributed at such prices and on such terms

as may from time to time be determined by the Council.

57. Any member of the Council, or of the Consultative Board, or of the Examination Board, either individually or as member of a partnership, company, or corporation may, subject always to Clauses 4 and 6 of the Memorandum of Association, be interested in any operation, undertaking, or business in which the Society is interested, provided the value and extent of such interest be disclosed to the Council; and he may be appointed to any office under the Society with or without any remuneration.

58. No member of the Council or of the Consultative Board or of the Examination Board (except where in these presents it is otherwise expressly stated) shall be disqualified to act as such by reason of his being so interested, employed, or appointed; but he shall not vote on any matters relating to any operation, undertaking, or business in which he is interested, either individually or as a member of a partnership, or as a director or officer of any company or corporation, and if he do so vote his vote shall not be counted.

59. Any member of the Council may, from time to time, by instrument in writing under his hand deposited with the Secretary, appoint any other member of the Council his proxy, to represent and vote for him at any one meeting of the Council during his absence.

#### *The Consultative Board.*

60. There shall be a Consultative Board.

61. The Consultative Board shall consist of such number of persons as the Council shall from time to time determine.

62. The Council may from time to time appoint such persons as it thinks fit to be members of the Consultative Board. It is to be no objection to an appointee that he is already a member of the Examination Board or of the Council, and unless otherwise provided by the conditions of his appointment to the Consultative Board, he may continue to hold that post in conjunction with his membership of the Council or of the Examination Board, or both, as the case may be. The President or other acting Chairman for the time being of the Council shall be an *ex-officio* member of the Consultative Board.

63. It shall rest with the Council from time to time to determine what shall be the powers of the Consultative Board, but, unless otherwise determined, the power of the Consultative Board shall be limited to (1) consulting together in regard to any question submitted to it by the Council, and reporting to the Council the result of the consultation thereon; (2) on the initiative of any member of the Consultative Board to consider, if thought advisable, any subject within the scope of the Memorandum of Association; and, if thought advisable, to report thereon to the Council.

64. The Council may from time to time determine what may be the rights, duties and privileges of the Consultative Board and the members thereof as such, and may make regulations as to the meetings and proceedings, and retirement by rotation, of the Consultative Board, but save so far as otherwise determined by the Council, the provisions of Clauses, 43, 45, 47, 51 and 52 hereof shall *mutatis mutandis*, apply to the Consultative Board as if the same were here repeated.

65. The Council shall always invite and receive a report from the Consultative Board before coming to

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