

CIPS Charter





Charter 2023

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 a Humble Petition has been presented unto Us by the Company incorporated in the year of our Lord one thousand nine hundred and seventy-five under the Companies Acts 1948 to 1967 and now known as “The Institute of Purchasing and Supply” (hereinafter called “the Company”) praying for the grant of a Charter of Incorporation:

AND WHEREAS We have taken the said Petition into Our Royal Consideration and are minded to accede thereto:

NOW KNOW YE that We, by virtue of Our Prerogative Royal and of Our especial grace, certain knowledge and mere motion have willed and ordained, and by these Presents for Us, Our Heirs and Successors, do will and ordain as follows:

1. The persons who are now the members of the Company and all such persons as shall hereafter pursuant to this Our Charter and the Bye-laws become members of the Body Corporate hereby constituted and their successors shall forever hereafter be by virtue of these Presents one Body Corporate and Politic by the name of “The Chartered Institute of Procurement and Supply” previously known as “The Chartered Institute of Purchasing and Supply” (hereinafter referred to as “CIPS”) and by the same name shall have perpetual succession and a Common Seal, with power to break, alter and make anew the said Seal from time to time at their will and pleasure, and by the same name shall and may sue and be sued in all Courts, and in all manner of actions and suits, and shall have power to do all other matters and things incidental or appertaining to a Body Corporate.

2. The objects of CIPS shall be:
 - (a) to promote and develop for the public benefit the art and science of procurement and supply and likewise to encourage the promotion and development of improved methods of procurement and supply in all organisations;
 - (b) to promote and maintain for the benefit of the public high standards of professional skill, ability and integrity among persons engaged in procurement and supply;
 - (c) to educate persons engaged in the practice of procurement and supply and by means of examination and other methods of assessment to test the skill and knowledge of persons desiring to enter CIPS.
3. In furtherance of its objects CIPS shall, subject to this Our Charter and the Bye-laws, have power to do any act or thing and to administer the affairs and deal with the assets of CIPS in all respects without any restrictions whatsoever and, in particular (but without limitation):
 - (a) to enter into any contract or incur any obligation, borrow money, give guarantees and indemnities and mortgage or charge the whole or any part of the undertaking, assets and rights of CIPS;
 - (b) to make loans (with or without security or interest) or gifts of money to persons, companies or other organisations having objects similar to those of CIPS for purposes in furtherance of CIPS's objects and to guarantee the performance of the obligations of any person or company undertaken in connection with such purposes;
 - (c) to employ and dismiss staff, to remunerate them, and to provide retirement, death, disability and ill-health benefits for them, their families, dependants and others;
 - (d) to acquire any real or personal property (or any estate or interest therein) and any other assets, in each case in any part of the world;
 - (e) to invest CIPS's moneys in the purchase of or other acquisition of any investment or property (including land) of any sort and wheresoever situate in such manner as CIPS may think fit;



- (f) to appoint (and in like manner to revoke or vary the terms of any such appointment) any person or persons including a company or firm to act as investment adviser or investment managers subject to such conditions and upon such terms (including the payment of remuneration) as shall from time to time be agreed in writing between CIPS and such person or persons company or firm as aforesaid and to permit any monies investments or other property belonging to or in the hands of CIPS to be registered or held in the name or names of any nominee or nominees within the United Kingdom on behalf of CIPS;
- (g) to co-operate with other persons or bodies for the purpose of amalgamating CIPS with other persons or bodies having objects similar to those of CIPS;
- (h) to hold meetings of CIPS for reading and discussing communications bearing upon procurement and supply, or the application thereof, or upon subjects relating thereto;
- (i) to sponsor academic appointments, establish scholarships, organise lectures, hold examinations, grant prizes for papers and essays, and by other similar means to enlarge the knowledge of procurement and supply;
- (j) to award the designation Chartered Procurement and Supply Professional to persons who satisfy CIPS that they have achieved the requisite training and experience;
- (k) to maintain a register of Chartered Procurement and Supply Professionals and modify, extend or add to such register as required;
- (l) to establish, form, and maintain a store of information (whether in library or data base form) and a collection of case studies and other articles for study of interest in connection with the development and improvement of procurement and supply;
- (m) to collect, collate and disseminate for the benefit of the public information, new concepts, developments, ideas and statistics bearing on procurement and supply and to serve the public interest by acting in any advisory, consultative or representative capacity in matters relating to the art, science and practice of procurement and supply;
- (n) to establish, operate and dissolve sub-divisions of CIPS within Our United Kingdom or elsewhere;

- (o) to undertake and execute any charitable trusts which may lawfully be formed by CIPS and which may be related to its objects;
 - (p) to establish or subscribe to the support of any charity in connection with CIPS' objects;
 - (q) to co-operate with other persons and organisations with a view to attaining any of the above objects;
 - (r) to do all such other things as are necessary for the attainment of the objects of CIPS.
4. (a) The income and property of CIPS, whencesoever derived, shall be applied solely towards the promotion of its objects as set forth in this Our Charter as amended or added to in the manner hereinafter provided and no member shall as such have any personal claim on any of the said income or property;
- (b) No part of the income or property of CIPS shall be paid or transferred directly or indirectly by way of dividend, bonus, or otherwise howsoever by way of profit to its members, provided that nothing herein contained shall prevent the payment in good faith of remuneration to any member thereof, or to any other person, in return for services rendered to CIPS, or the payment in good faith of expenses incurred by any such person in providing such services, or the payment of interest at a rate not exceeding a reasonable and proper rate on money borrowed from any member or any payment becoming due under or by virtue of any indemnity given by CIPS to any officials or servants or to any member in accordance with the Bye-laws or the payment of reasonable and proper rent for premises demised or let by any member of CIPS or the payment of fees, remuneration, or other benefit in money or money's worth to a company of which a member of the Board of Trustees may be a member holding not more than 1/100th part of the capital of that company;
- (c) No payment of remuneration (other than reimbursement of reasonable out-of-pocket expenses) shall be made by CIPS to any member of the Board of Trustees, with the exception of the payment of the salary of the Chief Executive and payments to the Chair, subject to the conditions set out in the Bye-laws.



5.
 - (a) there shall be a Board of Trustees of CIPS known as the Global Board of Trustees (hereinafter referred to as "GBT") in which shall be vested the government and control of CIPS and its affairs subject to the provisions of this Our Charter and of the Bye-laws and Regulations (if any) of CIPS.
 - (b) The members of GBT shall be members of CIPS or other persons to be elected or appointed in such manner and with such powers and duties as the Bye-laws and Regulations may prescribe.
6. CIPS shall have a Chair with such functions, tenure and terms of office as the Bye-laws may prescribe.
7. The Bye-laws and Regulations shall regulate the admission of members of CIPS, the period of membership, and the terms and conditions applicable to membership. The Bye-laws and Regulations may prescribe the rights, privileges, and obligations of each grade of membership and the descriptions and designatory letters they may use.
8.
 - (a) The Bye-laws may, subject to the provisions of this Our Charter, govern such matters as CIPS may deem fit and meet with respect to the government of CIPS and the furtherance of the objects of this Our Charter.
 - (b) The Bye-laws set forth in the Schedule hereto shall be the first Bye-laws of CIPS and shall remain in force until amended as hereinafter provided.
9. The members of CIPS may, by Special Resolution, add to, amend, or revoke any of the Bye-laws for the time being, if that shall seem expedient for the furtherance of the objects of CIPS; but no amendment, addition or revocation so made shall take effect until the same shall have been approved by the Lords of Our Most Honourable Privy Council of which approval a certificate under the hand of the Clerk of Our said Privy Council shall be conclusive evidence.
10. The Bye-laws may direct that any matter which pursuant to this Our Charter might be prescribed or regulated in the Bye-laws may be further prescribed or regulated by Regulations; provided that any such further prescription or regulation shall not be repugnant to the provisions of this Our Charter or the Bye-laws. Such Regulations shall be made, added to, amended or revoked by the Board.

11. The members of CIPS may at any time amend, add to or revoke any of the provisions of this Our Charter by Special Resolution and such amendment, addition or revocation shall, when allowed by Us, Our Heirs or Successors in Council become effectual so that this Our Charter shall thenceforward continue and operate as amended or added to. This Article shall apply to this Our Charter as so amended or added to in manner aforesaid.
12. The members of CIPS may by Special Resolution determine to 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 to wind up or otherwise deal with the affairs of CIPS in such manner as shall be determined by such Special Resolution or in default of such determination as the Board may direct having due regard to the liabilities of CIPS for the time being. If upon the winding up or the dissolution of CIPS there shall remain, after the satisfaction of all its debts and liabilities, any property whatsoever the same shall not be paid to or distributed among the members of CIPS or any of them, but shall, subject to any special trusts affecting the same, be given and transferred to some association or associations having objects similar to the objects of CIPS, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on CIPS under or by virtue of this Our Charter, such association or associations to be determined by the Board of CIPS at or before the time of dissolution, and if and so far as effect cannot be given to such provisions, then to some charitable object.
13. For the purposes of this Our Charter a “Special Resolution” means a resolution passed at a General Meeting of the members of CIPS convened and held in accordance with the Bye-laws and Regulations and passed by not less than three quarters of the corporate members present in person or by proxy and voting at the Meeting.
14. In any case of conflict, the provisions of this Our Charter shall prevail over those of the Bye-laws and Regulations, and the provisions of the Bye-laws shall prevail over those of the Regulations.



15. And We do hereby for Us, Our Heirs and Successors, warrant and declare that these Our Letters or the enrolment or exemplification thereof shall be in all things good, firm, valid and effectual according to the true intent and meaning of the same and shall be taken, construed and adjudged in all Our Courts and elsewhere in the most favourable and beneficial sense and for the best advantage of CIPS any misrecital, non-recital, omission, defect, imperfection, matter or thing whatsoever notwithstanding.

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

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

BY WARRANT UNDER THE QUEEN'S SIGN MANUAL

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