

**THE INSTITUTE OF FINANCIAL
SERVICES PRACTITIONERS**

CHARTER

STATUTE

DEFINITIONS

1. In the Charter unless the context otherwise requires:-

‘Authorities’ means the Malta Financial Services Authority as well as any other person, Government Department or other official authority concerned with or having any direct or indirect function or status in connection or connected with the relative legislation;

‘Council’ means the Council of the Institute constituted by Clause 5 hereof;

‘Financial services’ means the business of banking, the business of insurance and insurance intermediaries activities, securities business, and the business of financial institutions and includes company registration and compliance with company legislation;

‘Financial Services practitioner’ means any professional providing financial services to both local and international clients, including services directly or indirectly related to taxation, trusts and company administration;

‘Institute’ means the Institute of Financial Services Practitioners;

‘Member’ shall include ‘Associate Member’, ‘Student Member’ and ‘Honorary Member’ unless otherwise indicated in this Statute;

‘Relative legislation’ means all legislation governing financial services.

NAME AND MEMBERSHIP

2. (1) The name of the Institute shall be “The Institute of Financial Services Practitioners” and membership thereof shall, saving the provisions of Clause 8, be available to all financial services practitioners who are qualified in accordance with sub-clause (2) below.

(2) There shall be four types of membership, a “Member”, an “Associate Member”, a ‘Student Member’ and an “Honorary Member”. The relevant qualifications are indicated in Schedule 1 to this Charter.

(3) A ‘Member’ may use after his name the initials “MIFSP” and an Associate Member the initials “AIFSP”.

ADDRESS

3. The address of the Institute shall be determined from time to time by the Council.

AIMS OF THE INSTITUTE

4. (1) The aims of the Institute shall be:-
 - (a) to promote the continued development of the financial services industry in Malta;
 - (b) to foster, advance and protect the professional and business interests of members;
 - (c) to foster co-operation amongst members and to serve as a focus for a common approach to issues relating to the industry;
 - (d) to promote the development of financial services in Malta;
 - (e) to acquire, generate and diffuse knowledge on the conduct of financial services;
 - (f) to establish and develop professional standards for the industry as a whole;
 - (g) to establish and maintain a code of professional conduct and practice for members: as amongst themselves, in their relations with the authorities and in their business with clients;
 - (h) to obtain official recognition as the body representing financial services practitioners in Malta.
- (2) In the furtherance of its aims, the Institute shall have the following powers:
 - (a) to purchase or lease, rent, hold or dispose of any building or other property, movable or immovable;
 - (b) to borrow or raise any money with or without security that may be required by the Institute;
 - (c) to pay remuneration and reasonable expense of officers and employees of the Institute;
 - (d) to award a diploma and other qualifications in financial services and conduct the necessary courses in this respect;
 - (e) to do all such other lawful things as are incidental or conducive to the attainment of the above objects or any of them.

Provided that all the property and income of the Institute shall be used solely for the furtherance of the objects of the Institute, and no member or person who has ceased to be a member shall have any personal interest in or claim against such property and income.

COUNCIL

5. (1) The Council of the Institute shall consist of a President, a Vice-President, an Honorary Secretary, a Treasurer and up to twelve members.
- (2) The officers of the Institute shall be appointed by members of the Council from amongst their body.

(3) The quorum for meetings of the Council shall be four members.

(4) Save for the provisions of Clause 7 of the Charter every member of the Council shall have one vote, whilst the President shall have a second or casting vote.

(5) The Council shall meet as often as necessary, meetings being called by the Secretary in consultation with the President: Provided that any two Council members acting together may request a meeting of the Council by informing the Secretary accordingly.

(6) Except in case of urgent business, five days notice of meetings of the Council shall be given.

(7) The Council shall exercise all those powers that are not reserved to a General meeting.

ELECTIONS OF COUNCIL

6. (1) The Council shall be elected afresh every year during the Annual General Meeting of the Institute.

(2) The outgoing Council shall have the responsibility of asking for nominations and holding elections, which shall be by secret ballot.

(3) Outgoing members of the Council may be nominated for re-election provided that the President shall not be eligible to be elected to the same post for more than three successive years, although he may be re-elected after the lapse of one-year thereafter. Provided, however, that he may be elected as a member of the Council or to another official post. Provided further that the immediate past president, if not elected to the Council, shall be an 'ex officio' member of the Council without voting rights.

(4) No more than two persons from the same firm or organization shall sit on the Council at the same time.

CO-OPTION AND SUB-COMMITTEES

7. (1) The Council shall have the power to co-opt any person who may help in its deliberations. Co-opted members shall not have a vote and shall serve at the discretion of the Council.

(2) Sub-committees may be appointed by the Council at its discretion. Unless Council otherwise agrees, sub-committees shall be chaired by a Council member who shall liaise with the Council. They shall be given terms of reference by the Council, and may be given power to co-opt additional but non-voting members.

STANDARDS SUB-COMMITTEE

- 8 (1) There shall be a Standards Sub-Committee, which shall be chaired by the Vice-President of the Institute.
- (2) The Standards Sub-Committee shall have full powers to ensure that members do not infringe any rules promulgated by the Institute or in any way harm or bring into disrepute the Institute or its members.
- (3) The Standards Sub-Committee shall decide upon any complaint made to it after having heard representation and shall have the power to impose fines upon defaulting members, their suspension, withdrawal of membership from the Institute or such other disciplinary action as may be deemed appropriate.
- (4) An appeal shall lie from any decision of the Standards Sub-Committee to the Council whose decision shall be final.

EDUCATION SUB-COMMITTEE

9. (1) There shall be an Education Sub-Committee, which shall be chaired by a member of the Council.
- (2) The Education Sub-Committee shall be responsible for setting up and running the Institute's Education programme which may include seminars, conferences and other course leading directly or indirectly to the examination of participants in areas of competence related to financial services in terms of the regulations to be promulgated by Council.

SECRETARIAT

10. (1) A Secretariat shall be set up by the Institute. This shall be headed by a permanent secretary and such other staff as necessary from time to time as employed by the Institute.
- (2) The permanent secretary shall in his/her day to day affairs be under the direction and control and answerable to the President and the Honorary Secretary.

GENERAL MEETINGS

11. (1) The Annual General Meeting of the Institute shall be held not later than the 30th April of each year.
- (2) The Annual General Meeting shall, inter alia-
- (a) consider the Council's report for the year;
 - (b) consider the accounts for the year;
 - (c) elect the Council for the subsequent year;
 - (d) nominate auditors.

(3) Extraordinary General Meetings may be held at the discretion of the Council or at the request of twenty per cent of the members of the Institute.

(4) Except in case of urgent business, not less than twenty clear days notice of General Meetings shall be given to members who may submit resolutions for discussion.

(5) The Agenda, together with a list of resolutions for discussion, if any shall be circulated at least three clear days before the meeting is due to be held.

(6) Each member shall have one vote at a General Meeting. 'Member' for the purposes of this provision shall also include Associate Members.

(7) Any member may appoint in writing another member as proxy to represent the same, whether with specific instructions or authorizing the said proxy to vote as s/he may deem appropriate;

Provided that any member present for the General Meeting may not hold more than one proxy.

Provided further that the instrument creating the proxy shall be delivered to the Secretary General prior to the General Meeting.

(8) Amendments to this Charter shall only be considered at an Annual or Extraordinary General meeting.

(9) The quorum for a General Meeting shall be twenty members, provided that should there not be a quorum, the meeting shall commence half an hour later irrespective of the number of members present.

FUNDS

12. (1) The annual membership fee of the Institute, which will cover a calendar year, shall be

(i) €180 for both Members and Associate Members, payable by the 31st March of the year;

(ii) €30 for Student Members, payable by the 31st March of the year;

(2) Members who do not pay their membership fee, despite repeated requests by the Secretariat, shall have their membership withdrawn.

(3) The Council may authorize such fund raising activities as it may deem appropriate: Provided that no levy shall be raised on members except with the sanction of a two thirds majority of members attending and voting at the relative General Meeting where a resolution to this effect is moved by the Council.

(4) The funds of the Institute shall be used solely in the furtherance of its aims and shall be allocated as directed by the Council.

(5) Funds shall be deposited in a bank account in the name of the Institute. Any two Council officers, or, a Council officer and the Secretary General shall, together, operate bank accounts on behalf of the Institute and sign any cheques.

REPRESENTATION

13. The legal and judicial representation of the Institute shall vest in the President and any other officer acting jointly.

AUDITORS

14. A firm of public accountants and auditors or an individual holding the warrant of certified accountant shall be nominated as auditor of the Institute at the Annual General Meeting during which the accounts of the previous year are reviewed

AMENDMENTS

15. Subject to the provisions of Clause 11 hereof, amendments to this Charter shall be effected by a two thirds majority of the members present at a General Meeting, save that Schedule 1 attached hereto shall be amended by a simple majority of the council.

INTERPRETATION

16. The interpretation of this Charter shall vest solely in the Council who shall regulate its own proceedings and whose decision shall be final.

DISSOLUTION

17 (1) The Institute may be dissolved by a resolution approved at an Extraordinary General Meeting by a seventy five per cent of its members.

(2) In the event of dissolution, any assets remaining after the settlement of liabilities shall be donated to a charity, institution or foundation with broadly similar aims and objects nominated for this purpose in the resolution approving dissolution.

SCHEDULE 1

MEMBER

A person shall be entitled to become a “Member” of the Institute if he holds a University degree or an equivalent qualification which is obtained after a course of at least three years duration or occupies a senior management post within a financial services organization, and who is sponsored by two existing members and who has at least two years practice in financial services to the satisfaction of the Council.

ASSOCIATE MEMBER

A person shall be entitled to become an “Associate Member” of the Institute if he does not satisfy the requirements to become a Member but is sponsored by two existing members and has at least five years practice in financial services to the satisfaction of the Council.

STUDENT MEMBER

- (1) A person shall be entitled to become a “Student Member” of the Institute if he is enrolled in a full-time course of at least three years duration which will lead to a University degree or an equivalent qualification.
- (2) A Student Member of the Institute shall not be eligible for election to the Council of the Institute or be entitled to vote at general meetings of the Institute.

HONORARY MEMBER

- (1) The Council may, by resolution passed by two-thirds majority of those present at a meeting of the Council, elect any person to be “Honorary Member” of the Institute.
- (2) An Honorary Member will be subject to the rights, privileges, obligations and conditions of membership as set out in the Charter of the Institute subject to the following exceptions:
 - (a) An Honorary Member shall not be liable to pay any membership fees to the Institute.
 - (b) An Honorary Member of the Institute shall not be eligible for election to the Council of the Institute or be entitled to vote at general meetings of the Institute.