

IP Inclusive Management Constitution



IP INCLUSIVE

Working for diversity and inclusion in IP

1 Name

The name of the Association is “IP Inclusive Management”, hereinafter called “the Association”.

2 Objects

2.1 The objects of the Association are to improve equality, diversity and inclusivity in the community of UK-based IP (Intellectual Property) professionals, in particular in the ways set out in the annexed Joint Statement of Intent signed by its founder members in January 2015; by promoting the annexed *IP Inclusive* EDI (Equality, Diversity and Inclusivity) Charter; and in such other ways as appear from time to time to be appropriate.

2.2 The Association shall oversee the activities carried out, in pursuit of such objects, under its *IP Inclusive* and *Careers in Ideas* brand names. It shall hold and be responsible for the assets and liabilities which accrue as a result of such activities, including financial donations and goodwill in its brand names.

2.3 For the present purposes “IP professionals” includes, *inter alia*, patent attorneys; trade mark attorneys; barristers and solicitors working in IP; staff within IP registering offices; patent and IP managers; IP administrators, secretaries and paralegals; IP licensing executives; information scientists, searchers, translators and any other professionals (including HR and management professionals) working in IP or with other IP professionals; those who provide representative, support or advisory services to IP professionals; and regulators of IP professionals.

2.4 “UK-based” IP professionals are those whose IP-related work is carried out principally within the UK.

3 Membership

3.1 The founder members of the Association are the Chartered Institute of Patent Attorneys (CIPA), the Chartered Institute of Trade Mark Attorneys (CITMA, formerly the Institute of Trade Mark Attorneys), the IP Federation and the UK association of the International Federation of Intellectual Property Attorneys (FICPI-UK).

3.2 In addition to the four founder members, the Association may have up to four further members.

3.3 Any association of, or representative body for, UK-based IP professionals is eligible to be a member of the Association if it signs up to the *IP Inclusive* EDI Charter. Should such an organisation,

because of its constitution, be unable to sign up to the Charter, it may nevertheless still be permitted to become a member of the Association in order to support the Association's objects.

3.4 The following are also eligible to be members of the Association if they sign up to the *IP Inclusive* EDI Charter or, where constitutionally unable to do so, if they agree to support the objects of the Association:

- a. UK-based IP professionals
- b. Professional practice firms, barristers' chambers and other organisations in which UK-based IP professionals practise
- c. Groups of UK-based IP professionals within larger organisations, such as IP departments of companies.

3.5 New members must be approved by a majority of the existing members of the Association.

3.6 The Association may by resolution establish requirements (for example, payment of a subscription) for becoming or remaining a member, and/or categories of membership and the rights and responsibilities thereof, and/or changes to the number of members.

3.7 Each member, other than individual IP professional members, shall be represented by an individual, who shall be responsible for communicating information about, and promoting, the Association and its activities within the relevant organisation.

3.8 A member may withdraw from membership of the Association by providing written notice to the Secretary.

3.9 The Association may by resolution expel any member, in particular for acting in a way that is contrary to the objects of the Association.

4 Meetings

4.1 The Association shall meet at least three times a year. Such meetings may be held remotely, for instance by teleconference or video conference. If any subject of special interest arises, a meeting may be called by any three members by notice to the Secretary. Minutes shall record resolutions of the Association and other matters agreed by the members present at a meeting.

4.2 Non-members may attend, or be represented at, meetings of the Association, by agreement of a majority of its members, but shall not be eligible to vote.

4.3 The Association shall additionally hold an Annual General Meeting (AGM). The AGM shall be open to all UK-based IP professionals, and to representatives of organisations and groups of the types referred to in 3.3 and 3.4 above. The Association shall in its decisions and activities take appropriate account of the views of those present at the AGM, whether or not they or the organisations they represent are members of the Association.

4.4 The Association shall publish its activities and decisions, and the minutes of its meetings. Where appropriate and feasible, it shall consult with interested UK-based IP professionals before taking significant decisions or actions.

5 Voting

5.1 Resolutions of the Association shall be carried by a simple majority of voting members, except that any resolution to amend this constitution or to expel a member shall require a majority of at least two thirds of those voting. Voting may be by any appropriate means, including in person at a meeting, by proxy, by telephone or by electronic means. Each member shall have one vote.

5.2 Subject to 5.1 above, the Officers of the Association shall have the power to determine the means of voting to be adopted and shall have conduct of the voting procedure.

6 Officers

6.1 There shall be a Chair, a Secretary and a Treasurer, who shall be the Officers of the Association. The roles of the Chair or the Secretary may be held by a non-member in which case they shall be a non-executive Officer. Non-executive Officers shall not enter into contracts or deal with the Association's financial and other assets. Non-executive Officers may only be appointed by agreement of a majority of the members.

In all other circumstances the Officers of the Association may be authorised by the other members to act individually or jointly on its behalf, including to enter into contracts and to deal with the Association's financial and other assets.

6.2 The Officers shall be elected at the AGM and shall remain in office until the end of the next AGM. Nominations for election must be received by the Secretary before the AGM. There shall be separate ballots for the Chair, Secretary and Treasurer who in each case shall be the candidate securing the most votes. In the case of a tie which is material to the outcome, the tied vote shall be resolved by lot.

6.3 The Officers shall prepare accounts for the Association, which shall be presented to the AGM for approval.

7 Committees and working groups

The Association may appoint committees or working groups to review or undertake any matters as it sees fit. Non-members of the Association may be co-opted onto such committees or working groups if the members consider this appropriate so as better to further the objects of the Association.

8 Indemnities and insurance

The Association shall indemnify its members from losses incurred as a result of the activities of the Association, except such as may arise from a member's wilful act or default. The Association shall procure appropriate liability insurance for this purpose.

9 Intellectual property

9.1 Any member may use the Association's brand names *IP Inclusive* and *Careers in Ideas*, and the *IP Inclusive* logo appearing at the top of this constitution, to indicate its membership of and support for the Association, or otherwise in association with activities agreed by, and in a manner approved by, the other members. Any goodwill accrued through such use shall belong to the Association.

9.2 All intellectual property generated by a member in carrying out duties under this constitution shall belong to the relevant member, who shall grant the Association a royalty-free licence to use such intellectual property in pursuit of the objects of the Association.

Appendix I

Joint statement of intent

[The following statement was issued jointly by four of the IP Inclusive Steering founding organisations, following the 27 January 2015 round-table meeting on Diversity in IP.]

We are committed to making the IP professions more inclusive. We believe that there is value, not only to the professions and their individual members, but also to the IP system as a whole and its users, in ensuring that the IP professionals of the future encourage, embrace and sustain a more diverse workforce.

We will work together to ensure that for all those who have the necessary aptitude, regardless of their age, gender, race, sexual orientation, religion, physical ability, wealth or background, the IP professions are:

- welcoming
- accessible
- respectful
- supportive.

We will encourage the IP professionals within our organisations to adopt best practices for securing increased diversity and inclusion. We will collaborate to train and support IP professionals in such practices, and to raise awareness of relevant issues. We will take a firm stance against any form of unlawful, unfair or otherwise inappropriate discrimination, whether during recruitment to the IP professions or in the working environment.

Following the round-table meeting on 27 January 2015, we will commit to a range of joint initiatives aimed at achieving the above outcomes and improving diversity throughout the IP professions.

The Chartered Institute of Patent Attorneys (CIPA)

The Institute of Trade Mark Attorneys (ITMA)

The IP Federation

The UK Association of the International Federation of Intellectual Property Attorneys (FICPI-UK)

Appendix II

The *IP Inclusive* EDI Charter

We will support equality, diversity and inclusion by:

1. Having in place a named individual within our organisation as Equality, Diversity and Inclusion officer. This person will be sufficiently senior to make change happen and to be accountable for our progress.
2. Having in place a written Equality, Diversity and Inclusion policy for our organisation and making everybody in the organisation aware of it.
3. Promoting openness and transparency so as to demonstrate merit-based equal opportunities in our recruitment and career progression processes.
4. Acknowledging the effects of unconscious bias and introducing measures to tackle it.
5. Monitoring and reporting internally on our progress using measures and at intervals that are appropriate to our size and nature.
6. Sharing our experience within the *IP Inclusive* community to help build an effective network for equality, diversity and inclusion across the IP sector