

12 September 2022

**PAPER CLASSIFICATION: OPEN**

**Minutes of the Meeting of the  
BOARD OF TRUSTEES  
held on Monday, 5 September 2022 at 4.00 pm  
at Austin Court, Birmingham, and via Virtual Meeting**

Present: Sir Julian Young (President)  
Miss Yewande Akinola  
Dr Bicky Bhangu  
Professor Phil Blythe  
Professor Bob Cryan  
Mrs Katy Deacon  
Dr Andrew Harter  
Ms Rachel Hurst  
Miss Abbie Huty  
Dr Gopi Katragadda  
Professor Paul Needham  
Ms Dawn Ohlson  
Professor Kate Sugden

In attendance: Ms Toni Allen (Director of International Strategic Marketing and Engagement)  
Mr Ed Almond (Chief Executive and Secretary)  
Mr Richard Best (Director of IT and Digital Services)  
Mr David Bunyan (Director of Finance and Planning)  
Ms Morna Dason-Barber (Director of Human Resources)  
Mr Simon Edwards (Director of Governance and External Engagement)  
Mr Giles Grant (Director of Knowledge Services & Solutions)  
Mr Zaheed Hussein (General Counsel)  
Mr Christopher Knibb (Head of Corporate Communications)  
Ms Eloisa de la Maza (Governance Executive)  
Ms Michelle Richmond (Director of Membership and Professional Development)  
Mr Andrew F Wilson (Head of Governance)

**1. Private Meeting**

The Trustees held a private meeting without staff present to receive a briefing from the President about progress with the recruitment of the Chief Executive and Secretary.

**2. Apologies for Absence**

Apologies for absence were received from Dr Ian Belger, Professor Danielle George and Professor Sarah Spurgeon.

**3. Conflicts of Interest**

No conflicts of interest were declared.

#### **4. Minutes**

The Minutes of the meeting held on 10 June 2022 (T(22)M5) were approved and signed as a correct record.

#### **5. Actions Taken or Outstanding**

Mr Edwards introduced and the Board noted a report on actions taken or outstanding since the previous meeting of the Board (T(22)55).

#### **6. Policy and Insight and IET Strategy 2030**

6.1. Mr Edwards introduced and the Board noted a report on Policy and Insight and IET Strategy 2030 (T(22)56).

6.2. It was noted that there were eight Policy and Insight Panels, some aligned to specific sectors (Built Environment, Design and Manufacturing, Energy, Healthcare, Transport) and others covering broader subject areas (Digital, Engineering Safety, Innovation and Skills). All eight Panels reported directly to the Board of Trustees rather than via a Main Board, by way of a retrospective annual report.

6.3. To achieve the aspirations of the IET Strategy 2030 around thought leadership and policy there should be a strong and unified strategic direction for policy, better engagement with volunteers and a coordinated one-team approach uniting volunteers, staff, and external partners. It was proposed that a new Policy Oversight Committee be formed, reporting directly to the Board of Trustees, to which the Policy and Insight Panels would report.

6.4. Following discussion, the Board approved the proposal in principle and agreed that a proposal for the terms of reference of the Committee be brought to the next meeting of the Board.

#### **7. Volunteering Vision**

7.1. Ms Ohlson introduced and the Board noted a report on the Volunteering Vision (T(22)57).

7.2. It was noted that to avoid confusion with the IET Strategy 2030, and to clarify how volunteering enabled that strategy, the Volunteer Engagement Strategy had been re-named the Volunteering Vision. The key five principles of the Volunteering Vision were:

- Offer members flexible and inclusive volunteering opportunities to contribute to the evolving engineering and technology landscape.
- Provide the right environment to strengthen professional and personal skills, and grow networks.
- Enable volunteers to recognise and celebrate their own and others' contribution and impact.
- Enhance the volunteering experience.
- Give the volunteering community the opportunity to understand how its work supported the mission, to inspire, inform and influence the global engineering community.

#### **8. Nominations and Succession Committee**

8.1. Mr Edwards introduced and the Board noted a report from the Nominations and Succession Committee (T(22)58).

- 8.2. Dr Harter withdrew from the meeting for the following item.
- 8.3. The Board approved the appointment of Dr Andrew Harter as President from 1 October 2023.
- 8.4. Ms Ohlson withdrew from the meeting for the following item.
- 8.5. The Board approved the appointment of Ms Dawn Ohlson as Deputy President from 1 October 2023.
- 8.6. The Board approved the appointment of Professor Tim Dafforn to fill the casual vacancy for a Vice President for two years, from 1 October 2022.
- 8.7. Ms Hurst withdrew from the meeting for the following item.
- 8.8. The Board approved the appointment of Ms Rachel Hurst as Honorary Treasurer for the Session 2022/23.
- 8.9. Ms Akinola withdrew from the meeting for the following item.
- 8.10. The Board approved the following candidates for election to fill the two vacancies for Vice Presidents arising on 1 October 2023:
- Miss Yewande Akinola MBE HonFREng BEng MSc CEng FIET  
Dr Simon Hart MEng PhD CEng FIET
- 8.11. The Board approved the following candidates for election to fill the two vacancies for Ordinary Members of the Board of Trustees arising on 1 October 2023:
- Mr Mark Goudie MEng CEng FIET  
Colonel Andy Rogers BEng CEng MIET
- 8.12. The Board approved the following candidates for election to fill the vacancies for Ordinary Members of Council arising on 1 October 2023:
- Dr Nike Folayan MBE PhD CEng FIET  
Miss Sophie Harker MMath CEng MRAeS MIET  
Mr Sam Presley MEng MIET  
Eur Ing Dr Larissa Suzuki BSc MSc PhD CEng FIET  
Ms Thilini Wasundara BSc MIET
- 8.13. The Board approved the appointment of Dr Kenny Otiaba to fill the casual vacancy for an Ordinary Member of Council and the Membership and Professional Development Board arising on 30 September 2022.
- 8.14. The Board noted the recommendation of the Nominations and Succession Committee that the terms of reference of the Policy and Insight Panels should not be changed and that the Chairs of the Panels should normally be registered members. The Board approved that the Chairs of the following Panels should be appointed for the Session 2022/23, for one year only:
- Engineering Safety Policy Panel: Mr Ralph Elliott-King MIET  
Manufacturing Policy Panel: Mrs Mandy Ridyard (non-member)  
Transport Policy Panel: Mr Darren Capes FIET

- 8.15. Mr Edwards introduced and the Board noted a proposal to appoint two Ordinary Members to the Nominations and Succession Committee for the Session 2022/23 (T(22)59). Following discussion it was agreed to appoint:

Ms Anni Feng MEng CEng MIET  
Professor Paul Needham PhD CEng FIET

## **9. Company Directors**

Mr Wilson introduced and the Board noted a report on the appointment of company directors (T(22)60). Following discussion the Board approved the appointment of David Bunyan as company director for IEE Conventions Ltd and IET Services Ltd.

## **10. Audit and Risk Process Committee**

Professor Cryan introduced and the Board noted a report from the Audit and Risk Process Committee (T(22)61). Following discussion the Board approved the proposed changes to the Reserved and Delegated Authorities Policy.

## **11. Terms of Reference**

- 11.1. Mr Edwards introduced and the Board noted a proposal to amend the terms of reference of Boards and Committees (T(22)62).
- 11.2. Following discussion the Board approved amendments to the terms of reference of the following Boards and Committees:

- Volunteer Engagement Board;
- Communities Resourcing Committee;
- Volunteer Support Working Party;
- Young Professionals Committee;
- Future Talent Forum;
- Membership and Professional Development Board;
- Awards and Scholarships Committee;
- Future Talent Awards Panel;
- Impact in Society Awards Panel;
- Awards and Scholarships Committee Panels;
- Codes and Guidance Advisory Panel.

- 11.3. The Board noted a paper reviewing the decision taken in 2019 to dispense with elections to the Communities Committees (T(22)63). The review had recommended that the Communities Committees should remain outside the election process.

## **12. Council**

- 12.1. Mr Edwards introduced and the Board noted a report from Council (T(22)64). The report included proposals relating to Spotlight on Members and the IET Strategy 2030.
- 12.2. Following discussion the Board agreed to thank Council for its reports and approved the responses to Council set out in Appendices B and D, subject to the amendments discussed during the meeting, and further amendments to be agreed by Sir Julian Young and Professor Cryan.

- 12.3. It was agreed that Mr Almond should speak at the next Council meeting to explain how Council's feedback on IET Strategy 2030 had been taken into account in the development of the broader definition of the strategy and when this would be reflected in the published version.
- 12.4. It was noted that Appendix D to T(22)55 reported on the Membership and Professional Development Board's discussion of the IET Strategy 2030 target of a registrant base of 100,000 by the year 2030. It had been suggested that it might be possible to reverse the decline in the registrant base and achieve 67,300 (the level it had been in 2013). Sir Julian Young commented that the IET Strategy 2030 targets of 200,000 members and 100,000 registered members needed to be revised.

### **13. Equality, Diversity and Inclusion**

- 13.1. Ms Allen introduced and the Board noted an annual report on the Equality, Diversity and Inclusion Strategy (T(22)65).
- 13.2. It was noted that the results of the Volunteer EDI survey conducted in July 2022 would be reported to the Board of Trustees in October 2022.

### **14. Royal Charter and Bye-laws**

- 14.1. Mr Edwards introduced and the Board noted a report on the member consultation concerning the proposed amendments to the Royal Charter and Bye-laws (T(22)66).
- 14.1. A consultation with the membership about Bye-laws 29, 30 and 40 took place in July-August 2022. Twenty members responded and the Board noted a report detailing their comments (Appendix A to T(22)66). Members were asked to comment in particular on the two proposals:
- 14.1.1. A proposal concerning Professional Conduct which recommended adding either or both of the words "respect" and "dignity" to Bye-laws 29-30. The membership was asked whether such an addition would be desirable.
- 14.1.2. A proposal to amend Bye-law 40, to increase the number of members required to requisition a Special General Meeting. The requirement for 50 members to sign a requisition was set in 1921, at which time there were approximately 10,000 members. The number of voting members is now approximately 105,000. It had been suggested that the number should be increased to reflect the current situation or be linked to a specific percentage of voting members. The membership was asked whether an absolute number or a percentage would be preferable.
- 14.2. The Board noted that there was no overwhelming support for adding the words "dignity" and "respect" to Bye-laws 29-30. However, 75% of those who responded were in favour of increasing the number of members required to requisition a Special General Meeting, more than half of those preferring a percentage of 0.5% or less.
- 14.3. Following discussion, the Board approved the proposed amendments to Bye-laws 29, 30 and 40 and agreed that they should be put to a Special General Meeting together with the amendments approved by the Board in May 2022 (Minute 7.5 of T(22)M3 refers). The Board further agreed that the proposed amendments to Bye-laws 29, 30 and 40 should be in separate Resolutions and not grouped together with the other proposed amendments to the Bye-laws.
- 14.4. Mr Edwards introduced and the Board noted a report on the proposed timing for a Special General Meeting in 2023 (T(22)67).

14.5. Following discussion it was agreed that:

14.5.1. there should be a promotional campaign from October to December 2022 to inform the membership about the proposed amendments to the Royal Charter and Bye-laws, so that the SGM could be held in the first half of 2023;

14.5.2. the SGM should be convened on the same date of another IET event, to increase the chances of achieving a quorum, for instance the Members Annual Information Event on 15 June 2023;

14.5.3. the voting information for the SGM should be circulated together with the voting information for the 2023 Trustee elections, to reduce the costs.

## **15. Governance Review**

15.1. Mr Edwards introduced and the Board noted a proposal for a Governance Review in 2023 (T(22)68).

15.2. Following discussion, the Board approved the arrangements for a Governance Review in January-March 2023 and agreed that it should be overseen by a Panel comprising Trustees, former Trustees and Council members and the Director of Governance and External Engagement.

15.3. Professor Sugden undertook to be a member of the Panel. It was agreed to invite Dr Belger to join the Panel.

## **16. Chief Executive and Secretary's Report**

16.1. Mr Almond introduced and the Board noted a report from the Chief Executive and Secretary (T(22)69).

16.2. He drew particular attention to the publication of the Second Amendment to the IET Wiring Regulations (BS 7671) in March 2022, which had been closely followed by the On-Site Guide and Guidance Note 3. He also reported that the Engineering Council 5-year relicensing audit had been held on 25 May 2022. The IET had been awarded a further 5-year license until July 2027 and three areas of outstanding best practice had been identified, including support and guidance to universities, and approach to Professional Registration through Partnerships.

## **17. Main Boards**

17.1. The Board received routine oral reports from the three Main Boards:

17.1.1. Knowledge Services and Solutions Board: Dr Bhangu;

17.1.2. Membership and Professional Development Board: Professor Blythe;

17.1.3. Volunteer Engagement Board: Ms Ohlson.

## **18. Micro-credentials**

18.1. Sir Julian Young introduced and the Board noted a report on the potential to deploy micro-credentials (T(22)70).

- 18.2. It was noted that research would be undertaken in late 2022 to understand the micro-credentialing market and to map the needs, benefits, and requirements of the IET's potential to move into micro-credentialing. The results of the research would be reported to the Board of Trustees in March 2023.

## **19. Finance and Investment Committee**

Dr Harter introduced and the Board noted a report from the Finance and Investment Committee (T(22)71). He drew attention to the final report on the refurbishment of Futures Place.

## **20. Know Your Customer**

The Board noted a progress report on the Know Your Customer Project (T(22)72).

## **21. IET Strategy 2030**

The Board noted a progress report on the IET Strategy 2030 (T(22)73).

## **22. Awards and Prizes**

The Board noted a report on the Achievement Medals for 2021 (T(22)74).

## **23. Safeguarding of Children and Adults at Risk**

The Board noted an annual report on Safeguarding of Children and Adults at Risk (T(22)75).

## **24. Utilisation of Trustee Experience**

- 24.1. The Board noted a proposal to utilise the experience of former Trustees (T(22)76).
- 24.2. It was agreed that steps should be taken to utilise the experience of retiring Trustees. They would be asked if they wished to serve further in some governance capacity and a list would be maintained of those who did so.

## **25. Votes of Thanks**

- 25.1. The Board agreed to record a Vote of Thanks to those members retiring from the Board of Trustees on 30 September 2022.
- 25.2. The Board agreed to record a Vote of Thanks to Mr Simon Edwards (Director of Governance and External Engagement), for whom this was his last Board meeting.

## **26. See Confidential Minute**

## **27. Feedback on Board Meeting**

The President invited Trustees to give feedback on the Board of Trustees meeting.

## **28. Classification of Board Papers**

- 28.1. The Board noted that fifteen of the papers that had been considered at the meeting were Private and Confidential. The Private and Confidential papers had been so-classified because they contained:
- 28.1.1. information relating to negotiations, commercial or otherwise, where disclosure could prejudice the IET's position, or could prejudice future negotiations of a similar nature;

- 28.1.2. reference to minutes of or the proceedings or business of a committee or other group which has been marked Private and Confidential by that Board or Committee;
- 28.1.3. information which if disclosed might result in premature publicity of courses of action that might not, in the end, be followed;
- 28.1.4. legal advice or Counsel's opinion, or were otherwise covered by legal professional privilege or concerned active legal proceedings;
- 28.1.5. information considered confidential to a third party relationship, or which could be used externally to create legal challenge, reputational risk or commercial advantage.

**29. Date of Next Meeting**

Thursday, 6 October 2022 at 5.00 pm at Savoy Place, London WC2.