The Institution of Engineering and Technology

Paper Number
T(23)19

17 February 2023

PAPER CLASSIFICATION: OPEN

Board of Trustees

SPECIAL GENERAL MEETING

(Paper by Mr Andrew F Wilson. If you have any questions on this paper before the meeting please contact Mr Andrew F Wilson on +44 (0)20 7344 5415 or by email afwilson@theiet.org)

1. Issue

To approve a Resolution for the Special General Meeting (SGM) to be held on Thursday, 15 June 2023.

2. Timing

Board of Trustees meeting, 16 March 2023.

3. For Recommendation

3.1. The Board of Trustees is invited to resolve:

THAT, conditional upon the approval of Resolution 3 below, Articles 5 and 10 of the Institution's Royal Charter be amended in the manner shown in column 2 of the document marked "A" annexed hereto subject to any further amendments required by the Lords of His Majesty's Most Honourable Privy Council and which are agreed by the Board of Trustees of the Institution.

4. Background

4.1. At its meeting on 9 May 2022 the Board of Trustees approved proposed amendments to the Royal Charter and Bye-laws set out in Appendices B and C to T(22)32. This decision included a formal resolution to amend Articles 5 and 10 of the Royal Charter (Minute 7.5 of T(22)M3 refers).

4.2. At its meeting on 5 September 2022 the Board of Trustees approved further proposed amendments to the Bye-laws set out in paper T(22)66 and agreed the scheduling of a Special General Meeting for Thursday, 15 June 2023 (Minute 14.3 of T(22)M6 refers).

4.3. At its meeting on 11 November 2022 the Board of Trustees approved the Notice of the SGM to be held on Thursday, 15 June 2023 (Minute 7.4 of T(22)M8 refers).

5. Royal Charter

5.1. Article 17 of the Royal Charter states that:

"The Board of Trustees may by a resolution passed by a majority of the whole number of the members of the Board of Trustees and confirmed at a General Meeting held not less than one month nor more than four months afterwards by a majority of not less than two-thirds of the members entitled to vote present in person or by proxy and voting amend or add to this Our Charter and any such amendment or addition shall when

allowed by Us, Our Heirs or Successors in Council become effectual so that this Our Charter shall thenceforward continue and operate as though it had been originally granted and made accordingly. This provision shall apply to this Our Charter as amended or added to in manner aforesaid."

5.2. Because the SGM will be held on 15 June 2023, the Board of Trustees Resolution to amend Articles 5 and 10 of the Royal Charter must be approved by the Board between 15 February 2023 and 14 May 2023.

6. Risk

There are no identified risks associated with this proposal.

7. Resources

There are no identified resource requirements associated with this proposal.