

15 September 2021

PAPER CLASSIFICATION: OPEN

**Minutes of the Meeting of the
BOARD OF TRUSTEES
to be held on Thursday, 9 September 2021 at 5.00 pm
via virtual meeting**

Present: Professor Danielle George (President)
Miss Yewande Akinola
Dr Colin Arthur
Professor Phil Blythe
Dr Peter Bonfield
Professor Bob Cryan
Mr Joe Dunn
Dr Andy Harter
Ms Rachel Hurst
Dr Gopi Katragadda
Professor Paul Needham
Ms Dawn Ohlson
Professor Kate Sugden
Air Marshal Sir Julian Young

In attendance: Ms Toni Allen (Director of International Strategic Marketing and Engagement)
Mr Ed Almond (Director of Finance and Planning)
Mr Richard Best (Director of IT and Digital Services)
Ms Morna Dason-Barber (Director of Human Resources)
Mr Simon Edwards (Director of Governance and External Engagement)
Mr Nigel Fine (Chief Executive and Secretary)
Mr Giles Grant (Director of Knowledge Services & Solutions)
Mr David Houssein (Communities Strategic Development Manager) (Minute 6)
Mr Chris Knibb (Head of Corporate Communications) (Minute 5)
Ms Eloisa de la Maza (Governance Executive)
Ms Michelle Richmond (Director of Membership and Professional Development)
Mr Simon Timmis (Head of Brand) (Minute 5)
Mr Andrew F Wilson (Head of Governance)

1. Apologies for Absence

Apologies for absence were received from Dr Ian Belger and Dr Bicky Bhangu.

2. Conflicts of Interest

No conflicts of interest were declared.

3. Minutes

The Minutes of the meeting held on 11 June 2021 (T(21)M5) were approved and signed as a correct record.

4. Actions Taken or Outstanding

- 4.1. Mr Edwards introduced and the Board noted a report on actions taken or outstanding since the previous meeting of the Board (T(21)53).
- 4.2. With reference to Minute 11.4 of T(21)M5, Mr Edwards reported that a decision had not yet been reached about the viability of holding an Annual Dinner at Savoy Place on 9 February 2022.

5. 150th Anniversary of the IET

- 5.1. Professor George introduced and the Board noted a report on the 150th Anniversary of the IET (T(21)63). Mr Knibb and Mr Timmis reported on the focus areas and campaign objectives and gave details of specific activities that had taken place during the current Session.
- 5.2. The Board agreed that, despite the difficulties presented by the COVID-19 pandemic, a highly creditable programme had been arranged to mark the sesquicentenary and thanked the volunteers and staff who had delivered this. The lessons that had been learned would help shape the future delivery of IET events.

6. Member Engagement via Communities

- 6.1. Mr Edwards and Mr Houssein introduced and the Board noted an annual report on Member Engagement via Communities (T(21)54).
- 6.2. It was noted that whilst the majority of the members were in the UK, the IET had extensive reach around the world. The Technical Networks and Local Networks, including the Student and Young Professional groups, reached engineers and technicians in nearly 100 countries, and the pivot to digital engagement necessitated by the COVID-19 pandemic had accelerated the IET communities' reach around the world.
- 6.3. The Board discussed the involvement of non-members in IET events and plans to maintain engagement with that group. It also discussed the understanding that global activities were underpinned by the IET Strategy 2030, but a varied regional approach was required to capitalise on local requirements and preferences in the five IET regions.

7. Equality, Diversity and Inclusion

- 7.1. Ms Allen introduced and the Board noted an annual report on the Equality, Diversity and Inclusion (EDI) Strategy (T(21)55).
- 7.2. She drew attention to the IET contribution to the Royal Academy of Engineering and Science Council Progression Framework, which had been revised in 2021, and the IET's self-assessment report in 2021, benchmarking against other organisations involved in the Progression Framework.
- 7.3. The Board noted the outcome of the advisory gap analysis conducted for the IET by Crowe UK LLP and its three recommendations, which had been added to the EDI Strategy roadmap.

7.4. Professor Needham commented that, when the IET eventually reached the stage of collecting EDI data about the membership, it would be helpful to record information about those who came from a vocational background. Ms Allen replied that it was intended to collect data initially about IET staff in 2021, volunteers in 2022, but not the wider membership until the after the launch of phase 3 of the Know Your Customer project in 2023.

8. Audit and Risk Process Committee

8.1. Professor Cryan introduced and the Board noted a report from the Audit and Risk Process Committee (T(21)56).

8.2. Following discussion the Board approved:

8.2.1. the reappointment of BDO as auditors for 2021;

8.2.2. that the Annual Return to the Charity Commission for England and Wales should answer “Yes” to the question “Are the Trustees satisfied that your charity’s risk management policies and procedures adequately covered activities and spending outside England and Wales?”;

8.2.3. changes to the IET Reserved and Delegated Authorities Policy.

9. Nominations and Succession Committee

9.1. Dr Bonfield introduced and the Board noted a report from the Nominations and Succession Committee (T(21)57).

9.2. Professor Cryan withdrew from the meeting for the following item.

9.3. The Board approved the appointment of Professor Bob Cryan as President from 1 October 2022.

9.4. Dr Katragadda withdrew from the meeting for the following item.

9.5. The Board approved the appointment of Dr Gopi Katragadda as Deputy President from 1 October 2022.

9.6. The Board approved the following candidates for election to fill the two vacancies for Vice Presidents arising on 1 October 2022:

Miss Samantha Hubbard BEng IEng FIET
Eur Ing Dr Carol Marsh OBE EngD CEng FIET

9.7. 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 2022:

Miss Anni Feng MEng CEng MIET
Miss Justina Ho BMath MSc LLB MIET

9.8. Ms Hurst withdrew from the meeting for the following item.

9.9. The Board approved the appointment of Ms Rachel Hurst as Honorary Treasurer for the Session 2021/22.

- 9.10. The Board approved the following candidates for election to fill the six vacancies for Ordinary Members of Council arising on 1 October 2022:

Professor Andrew Downton BSc PhD CEng FIET
Miss Susan Jones MEng CEng FIET
Ms Senamiso Mathobela MSc MIET
Mr Benjamin Obiri-Bonney BEng MSc CEng MIET
Mr Tan Wee Ser BSc MSc CEng MIET
Mr Christopher Winder EngTech TMIET

- 9.11. The Board approved the following appointments to the Audit and Risk Process Committee, Finance and Investment Committee, Disciplinary Board and Preliminary Investigation Board from 1 October 2021:

Audit and Risk Process Committee

Dr Jon Elphick BEng CEng FIET
Dr Gopi Katragadda BE MS PhD FIET

Finance and Investment Committee

Dr Jon Elphick BEng CEng FIET
Dr Gopi Katragadda BE MS PhD FIET

Disciplinary Board

Professor Bernard Weiss FEng BSc DSc PhD CEng HonFIET

Preliminary Investigation Board

Mr Lip Pang Wong CEng MIET IntPE(UK)
Mr Animesh Jain CEng MIET
Eur Ing Geoffrey Beresford Hartwell CEng FIMechE FIET
Mr Andrew Devlin MIET (subject to 1 year probation period)
Eur Ing Hesketh Emden BSc CEng MIET (subject to 1 year probation period)

- 9.12. The Board approved the appointment of Dr Imran Shafique Ansari BSc(Eng) MSc(Eng) PhD MIET to fill the casual vacancy for an Ordinary Member of Council for one year, for the Session 2021/22.

- 9.13. The Board approved the proposals for the award of Honorary Fellowships in 2021.

- 9.14. Dr Bonfield introduced and the Board noted a proposal for the appointment of two Ordinary Members to the Nominations and Succession Committee for the Session 2021/22 (T(21)58). Following discussion it was agreed to appoint:

Ms Yewande Akinola
Dr Ian Belger

10. Company Directors

- 10.1. Mr Wilson introduced and the Board noted a proposal for the appointment of company directors (T(21)59).
- 10.2. The Board approved the appointment of Ms Rachel Hurst as a company director for IEE Conventions Limited and IET Services Limited from 1 October 2021.

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(21)60).

11.2. Following discussion the Board approved amendments to the terms of reference of the following Boards and Committees:

11.2.1. Knowledge Services and Solutions Board;

11.2.2. Volunteer Engagement Board;

11.2.3. Awards and Scholarships Committee Panels;

11.2.4. Communities Resourcing Committee;

11.2.5. EngTalks Committee;

11.2.6. Policy and Insight Panels.

12. Policy and Insight Panels

12.1. Mr Edwards introduced and the Board noted a proposal to merge the Policy Panels on Manufacturing and Design, Energy and Transport and to rename two other Policy Panels during the Session 2021/22 (T(21)61).

12.2. Following discussion the Board approved:

12.2.1. the merger of the Manufacturing Policy Panel and the Design and Production Sector Executive Panel to create a new Design and Manufacturing Panel;

12.2.2. the merger of the Energy Policy Panel and the Energy Sector Executive Panel to create a new Energy Panel;

12.2.3. the merger of the Transport Policy Panel and the Transport Sector Executive Panel to create a new Transport Panel;

12.2.4. renaming the Health and Safety Policy Panel as the Engineering Safety Policy Panel;

12.2.5. renaming the Innovation and Emerging Technologies Policy Panel as the Innovation and Skills Policy Panel.

13. Council

13.1. Mr Edwards introduced and the Board noted a report from Council (T(21)62).

13.2. Following discussion, the Board agreed to thank Council for its report and approved the response to Council on Sustainability and Climate Change, and International Strategy, set out in Appendices B and D to T(21)62.

14. Charity Governance Code

14.1. Mr Edwards introduced and the Board noted a report on the Charity Governance Code for Larger Charities (T(21)64).

14.2. The IET had adopted the Charity Governance Code in 2012 and the Charity Governance Code for Larger Charities which replaced it in 2018. The Code included an extensive list of Recommended Practices, the majority of which corresponded with the practice of the IET. The Board of Trustees had previously noted the Recommended Practices which did not correspond with the practice of the IET and the reasons why the IET had not adopted them. The paper summarised those Recommended Practices in the 2020 edition of the Code which did not correspond in full with the practice of the IET.

- 14.3. Following discussion the Board agreed to establish a Working Party comprising Professor Cryan, Dr Harter and Professor Needham to review the Recommended Practices in the 2020 edition of the Code and report back to the Board of Trustees in November 2021.

15. Chief Executive and Secretary's Report

- 15.1. Nigel Fine introduced and the Board noted a report from the Chief Executive and Secretary (T(21)65).
- 15.2. Ed Almond presented a report on the financial performance during Q2, the forecasts for Q3 and the Michael Faraday House refurbishment project. Ms Dason-Barber presented a report on New Ways of Working for IET staff.
- 15.3. Ms Richmond reported that the IET had been granted registered status as an End-Point Assessment Organisation by Ofqual, allowing the IET to support Apprenticeship Providers and their Apprentices.

16. Main Boards

- 16.1. The Board received routine oral reports from the three Main Boards:
- 16.1.1. Knowledge Services and Solutions Board: Mr Grant, on behalf of Dr Bhangu;
- 16.1.2. Membership and Professional Development Board: Professor Blythe;
- 16.1.3. Volunteer Engagement Board: Ms Ohlson.

17. Membership Survey

The Board noted a report on the format of the 2021 Membership Survey (T(21)66).

18. Know Your Customer

The Board noted a progress report on the Know Your Customer Project (T(21)67).

19. Awards and Prizes

The Board noted a report on the Achievement Medals for 2021 (T(21)68).

20. Safeguarding of Children and Adults at Risk

The Board noted an annual report on Safeguarding of Children and Adults at Risk (T(21)69).

21. Vote of Thanks

It was agreed to record a Vote of Thanks to those members retiring from the Board of Trustees on 30 September 2021.

22. Feedback on Board Meeting

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

23. Classification of Board Papers

- 23.1. The Board noted that eleven 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:

- 23.1.1. information relating to negotiations, commercial or otherwise, where disclosure could prejudice the IET's position, or could prejudice future negotiations of a similar nature;
- 23.1.2. 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;
- 23.1.3. information which if disclosed might result in premature publicity of courses of action that might not, in the end, be followed;
- 23.1.4. legal advice or Counsel's opinion, or were otherwise covered by legal professional privilege or concerned active legal proceedings;
- 23.1.5. information considered confidential to a third party relationship, or which could be used externally to create legal challenge, reputational risk or commercial advantage.

24. Date of Next Meeting

Thursday, 7 October 2021 at 5.00 pm.