

27 November 2023

**PAPER CLASSIFICATION: OPEN**

**Minutes of the Meeting of the  
BOARD OF TRUSTEES  
held on Friday, 17 November 2023 at 2.00 pm  
at Savoy Place, London WC2, or via Virtual Meeting**

Present: Dr Gopichand Katragadda (President)  
Professor Timothy Dafforn  
Mrs Katy Deacon  
Mr Warren East  
Ms Anni Feng  
Dr Simon Hart  
Ms Samantha Hubbard  
Dr Carol Marsh  
Professor Ronjon Nag  
Ms Dawn Ohlson  
Ms Mamta Singhal

In attendance: Mrs 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)  
Mrs Morna Dason-Barber (Director of Human Resources)  
Mr Giles Grant (Director of Knowledge Services and Solutions)  
Mr Zaheed Hussein (General Counsel)  
Mr Christopher Knibb (Director of Governance and External Engagement)  
Ms Eloisa de la Maza (Governance Executive)  
Ms Michelle Richmond (Director of Membership and Professional Development)  
Mr Simon White (Chief Finance Officer)  
Mr Andrew F Wilson (Head of Governance)

**1. Apologies for Absence**

Apologies for absence were received from Ms Yewande Akinola, Professor Bob Cryan, Miss Abbie Hutton, Colonel Andy Rogers and Professor Sarah Spurgeon.

**2. Conflicts of Interest**

No conflicts of interest were declared.

**3. Minutes**

The Minutes of the meeting held on 5 October 2023 (T(23)M5) were approved and signed as a correct record.

**4. Actions Taken or Outstanding**

- 4.1. Mr Wilson introduced and the Board noted a report on actions taken or outstanding since the previous meeting of the Board (T(23)91).

4.2. With reference to Minute 8.5 of T(19)M1, Dr Hart asked whether the delay to the Know Your Customer programme would affect the collection of membership data about protected characteristics. Mr Almond confirmed that this was the case.

## **5. IET Plan and Budget**

5.1. Mr White introduced and the Board noted a paper on a proposed revised annual cycle of strategy and planning (T(23)92).

5.2. During discussion the following comments were made:

5.2.1. Because new Trustees took office in October, the Planning Meeting in November was helpful for learning about key topics, but decision-making would be better concentrated later in the Session.

5.2.2. Decision-making in September was highly effective, as Trustees were at their peak of knowledge and experience.

5.2.3. The Planning Meeting in November could coincide with another activity to maximise the value from Trustee attendance.

5.2.4. If the current Session dates (October-September) and financial year (January-December) were no longer appropriate, then change should be considered, although change to the Session dates would require a Bye-law change.

5.3. It was agreed that the staff should revise the proposal for the annual cycle of strategy and planning for further discussion at the next meeting of the Board.

5.4. Mr White introduced and the Board noted a paper on the IET Strategy (formerly known as IET Strategy 2030) (T(23)93).

5.5. Following feedback from both volunteers and staff on the complexity of the IET Strategy 2030 document, the Strategy had been simplified, whilst retaining the five strategic themes. The Strategy had been renamed IET Strategy, removing references to a 2030 end date, and comprised strategic themes supported by 3-5 year activity plans, informed by rolling reviews of a longer term horizon. The 2030 targets for increasing membership and the number of registered members had been removed (Minute 12.4 of T(22)M6 refers).

5.6. The Board approved the IET Strategy.

5.7. Mr White introduced and the Board noted the proposed IET Financial Plan 2024 and key performance indicators (T(23)95).

5.8. During discussion the following comments were made:

5.8.1. Mr Almond commented that the proposed key performance indicators would be reset in February 2024, once the year-end results for 2023 were known.

5.8.2. Ms Hubbard commented that the Trustees had received the paper late and so had not had sufficient time to review and criticise the contents. A decision on the proposals could only address them at a high level.

5.8.3. Mr East expressed concern about the proposed budget deficit over several years and he suggested that the Board should approve the budget for one year only. The Board should consider action to remove the requirement for further deficits.

- 5.8.4. Dr Hart commented on the need to maintain a spread of relevant quantitative and qualitative KPIs.
- 5.9. Mr Almond undertook to prepare proposals for an Opportunities Matrix to be discussed at the next Board meeting.
- 5.10. Following discussion the Board approved the 2024 budget within the IET Financial Plan 2024, and approved the key performance indicators, subject to their revision in February 2024.
- 5.11. The President reported that the written proposal for an International Strategy was not ready and so discussion had been deferred until the next meeting of the Board. Ms Allen commented on the drafting of the proposal.

(Staff Note: The proposal for an International Strategy (T(23)94) was not issued.)

## **6. Governance Review**

- 6.1. Mr Knibb introduced and the Board noted a report on matters relating to the Governance Review (T(23)96).
- 6.2. It was noted that a revised IET Strategy 2030 document and Strategic KPI set had been presented to the Board in November 2023 (recommendations 1, 2 and 6) (Minutes 5.4-5.6 above refer).
- 6.3. It was noted that discussion of an updated International Strategy had been deferred until February 2024 (recommendation 3) (Minute 5.11 above refers).
- 6.4. It was noted that the staff had reviewed the current Regulation on the Terms of Reference of Boards and Committees (T(23)87) together with the Policy on Reserved and Delegated Authorities (T(23)89) (recommendation 13). No requirements for change had been identified.
- 6.5. Mr Knibb introduced and the Board noted a report on matters concerning IET representation on the Foothold Board (Appendix A to T(23)96) (recommendation 17).
- 6.6. Following discussion it was agreed that:
  - 6.6.1. the Board should continue to appoint two trustees of Foothold, on the recommendation of the Nominations and Succession Committee;
  - 6.6.2. IET Trustees who were also trustees of Foothold should be asked to recuse themselves from the Board of Trustees when a confidential item relating to Foothold was discussed;
  - 6.6.3. confidential Minutes and papers relating to Foothold should be withheld from IET Trustees who were also trustees of Foothold.
- 6.7. Mrs Allen introduced and the Board noted a report on matters concerning collection of EDI membership data and setting EDI targets (Appendix B to T(23)96) (recommendation 26).
- 6.8. It was noted that the delay to the Know Your Customer programme would affect the collection of membership data about protected characteristics. It was agreed that the Board should defer discussion of proposals for diversity target setting for Boards and Committees until the Know Your Customer programme had concluded.

6.9. It was noted that discussion of a paper concerning a clear and publicly available complaints procedure had been deferred until February 2024 (recommendation 30).

## **7. IET Superannuation and Assurance Scheme**

7.1. Mr White introduced and the Board noted a report on the Triennial Valuation of the IET Superannuation and Assurance Scheme (T(23)97).

7.2. Following discussion the Board approved that the Chief Executive and Secretary be given delegated authority to sign the Statutory Documentation relating to the Triennial Valuation of the IET Superannuation and Assurance Scheme:

- Statement of Funding Principles (Appendix A to T(23)97).
- Schedule of Contributions (Appendix B to T(23)97).
- Recovery Plan (Appendix C to T(23)97).

## **8. Foothold**

8.1. Mr Knibb introduced and the Board noted a report on matters concerning Foothold, the IET Benevolent Fund (T(23)98).

8.2. It was noted that clause 6 of the Trust Deed of the Lord Hirst Fund allowed the Deed to be amended, however, the Declaration of Trust of the Wilde Benevolent Fund could not be amended.

8.3. The Board agreed that the IET should transfer the Lord Hirst Fund and the Wilde Benevolent Fund to Foothold as quickly as possible. The Board also agreed to convey to Foothold that it looked forward to IET members, former members, and their dependents continuing to benefit from the Funds through the delivery of the remarkable support provided by Foothold.

## **9. Ofqual Statement of Compliance**

9.1. Ms Hubbard introduced and the Board noted the proposed Statement of Compliance for submission to Ofqual (T(23)99).

9.2. Following discussion the Board approved the Statement of Compliance for submission to Ofqual and agreed that it should be signed by the President.

## **10. Terms of Reference**

10.1. Mr Knibb introduced and the Board noted a proposal to amend the terms of reference of Boards and Committees (T(23)100).

10.2. It was noted that the proposal to amend the terms of reference of the Policy Oversight Committee had been withdrawn.

10.3. Following discussion the Board approved amendments to the terms of reference of the Young Professionals Committee, the closure of the Future Talent Forum and the closure of the EngTalks Committee.

## **11. Company Directors**

11.1. Mr Knibb introduced and the Board noted proposals for the appointment of company directors (T(23)101).

- 11.2. Following discussion the Board approved the appointment of:
- 11.2.1. Mr Simon White as a Director of IET Services (India) Private Limited;
- 11.2.2. Mrs Toni Allen as a Director of IET Solutions (India) Private Limited;
- 11.2.3. Mr Paulo Lopes as a Director of IET Engineering and Technology Consultancy (Beijing) Company Limited;
- 11.2.4. Mrs Toni Allen as Chair of the Board of IET Engineering and Technology Consultancy (Beijing) Company Limited.

## **12. Skills Audit of Trustees**

- 12.1. Mr Wilson introduced and the Board noted a report on the Skills Audit of Trustees (T(23)102).
- 12.2. Following discussion, the Board agreed that the self-assessment survey of Trustee skills and experience be referred to the Nominations and Succession Committee.
- 12.3. The Board also agreed that the survey should be amended in future years to use a scale of 1-5.

## **13. Know Your Customer**

- 13.1. Ms Allen introduced and the Board noted a progress report on the Know Your Customer Project (T(23)103).
- 13.2. She reported that the Project was 16 months behind schedule in its delivery. Ms Christina Hamilton (Chief Executive, Clearcourse Group) and Mr Nathan Best (Chief Operating Officer, Clearcourse Group) had attended the Board of Trustees meeting on 4 September 2023 to assure the Board of their commitment to achieving cut-over from 3 December 2023 and go-live on 11 December 2023, however, these dates had not been achieved (Minutes 5.3-5.6 of T(23)M5 refers). The staff intended to work with SilverBear to determine a new go-live date.

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

Mr Almond introduced and the Board noted a report from the Chief Executive and Secretary (T(23)104).

## **15. International Broadcasting Convention**

The Board noted a report on changes to the International Broadcasting Convention Partnership (T(23)105).

## **16. IEE Conventions Limited**

The Board noted a report on the proposed change of name of IEE Conventions Limited (T(23)106).

## **17. See Confidential Minute**

## **18. Policy and Insight Panels**

- 18.1. Dr Marsh reported that she was aware in her capacity as Chair of the Scotland Panel that the Policy Oversight Committee intended to propose to the Board the closure of several of the Policy and Insight Panels, including the Scotland Panel. She was concerned that this proposal would reduce the effectiveness of the IET's public policy activities and demotivate the many volunteers engaged with this activity.
- 18.2. Dr Katragadda asked whether the volunteers concerned had been consulted about the proposals. Mr Knibb replied that many members of the Policy and Insight Panels had been consulted and many of them were in favour of the proposals. Professor Dafforn commented that the proposed changes had been drawn up and agreed by all the Panel Chairs.

## **19. Supporting Innovation**

- 19.1. Professor Nag drew attention to the discussion of Supporting Innovation at the Trustees Planning Meeting on 17 November 2023. The meeting had discussed IET-commissioned research on the UK innovation landscape and a number of proposals had been made about how the IET could undertake valuable activity in this area.
- 19.2. Mr Almond undertook to bring proposals arising from the discussion at the Trustees Planning Meeting to the next meeting of the Board of Trustees.

## **20. Feedback on Board Meeting**

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

## **21. Classification of Board Papers**

- 21.1. The Board noted that twelve 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:
  - 21.1.1. information relating to negotiations, commercial or otherwise, where disclosure could prejudice the IET's position, or could prejudice future negotiations of a similar nature;
  - 21.1.2. 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;
  - 21.1.3. information which if disclosed might result in premature publicity of courses of action that might not, in the end, be followed;
  - 21.1.4. legal advice or Counsel's opinion, or were otherwise covered by legal professional privilege or concerned active legal proceedings;
  - 21.1.5. information considered confidential to a third-party relationship, or which could be used externally to create legal challenge, reputational risk or commercial advantage.

## **22. Date of Next Meeting**

Monday, 5 February 2024 at 2.00 pm at Futures Place, Stevenage.