

16 October 2023

**PAPER CLASSIFICATION: OPEN**

**Minutes of the Meeting of the  
BOARD OF TRUSTEES  
held on Thursday, 5 October 2023 at 5.00 pm  
at Savoy Place, London WC2, or via Virtual Meeting**

Present: Dr Gopichand Katragadda (President)  
Ms Yewande Akinola  
Professor Timothy Dafforn  
Mrs Katy Deacon  
Ms Anni Feng  
Dr Simon Hart  
Ms Samantha Hubbard  
Miss Abbie Huty  
Dr Carol Marsh  
Professor Ronjon Nag  
Ms Dawn Ohlson  
Colonel Andy Rogers  
Ms Mamta Singhal  
Professor Sarah Spurgeon

By invitation: Mr Neil Burton (Mills & Reeve LLP) (Minute 13)

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)  
Ms Katherine Bunting (Head of Professional Development) (Minute 12)  
Mr David Bunyan (Director of Finance and Planning)  
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 Professor Bob Cryan and Mr Warren East.

**2. Conflicts of Interest**

No conflicts of interest were declared.

**3. Minutes**

The Minutes of the meeting held on 4 September 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)76).
- 4.2. With reference to Minute 14.2 of T(23)M4, it was noted that the IET had identified existing material and case studies and started to promote them through various channels.

#### **5. Introduction by President**

- 5.1. The President spoke about his plans for the Session 2023/24 focusing on the theme, “Engineers and AI: The key to delivering a resilient future” (T(23)77). He intended to prioritise the following key areas:
  - Engineering Data Framework;
  - Engineering AI Framework;
  - Diversity and Inclusion in AI;
  - Global Impact.
- 5.2. It was noted that the IET was a trusted source of information on engineering subjects and that it could use this position to promote better understanding of AI and the requirements for ethical data collection and ethics AI.
- 5.3. Mr Almond commented on the IET’s role in the establishment of the Cyber Security Council.

#### **6. IET Strategy 2030 and Roadmap**

- 6.1. Mr White introduced and the Board noted a review of the IET Strategy 2030 and Roadmap (T(23)78).
- 6.2. During discussion the following comments were made:
  - 6.2.1. Dr Marsh commented that the IET Strategy 2030 had been introduced with a ten-year horizon, but this had now reduced to seven years. Dr Hart commented that the roadmap only covered five years, and did not indicate what had occurred during the first three years of delivery against the Strategy.
  - 6.2.2. Mr Almond commented that a ten-year horizon had been chosen following proposals from Council and the Board of Trustees, and while a long-term approach to horizon scanning remained appropriate, the planning horizon was more realistically 3-5 years. Mr White replied that he favoured returning to the previous five-year horizon.
  - 6.2.3. Ms Akinola commented on the potential for membership growth in South America and Africa. Mrs Allen replied that there was no evidence for potential in those areas, which is why she favoured concentrating new efforts in countries such as Oman and Saudi Arabia.
- 6.3. It was noted that the Board would have an opportunity to discuss the International Strategy at the Trustees Planning Meeting in November 2023.

#### **7. Trustee Champions**

- 7.1. The President introduced and the Board noted a proposal for Trustee Champions for the Session 2023/24 (T(23)79).

- 7.2. Following discussion, the Board agreed that a Trustee Champion for Safeguarding was not appropriate for the IET, which had a Board and Committee structure to provide monitoring and support. Currently Safeguarding was managed competently by the Membership and Professional Development Board. A detailed annual report was submitted to both the Membership and Professional Development Board and the Board of Trustees. It was agreed that the staff should consider whether the annual report should also be submitted to the Audit and Risk Process Committee.
- 7.3. The Board agreed to appoint Ms Deacon as a member of the Working Party monitoring the Know Your Customer Project.

## **8. Finance and Investment Committee**

- 8.1. The President introduced and the Board noted a proposal for amendments to the Investment Policy (T(23)80).
- 8.2. Following discussion the Board approved the amended Investment Policy.
- 8.3. The Board agreed that the Finance and Investment Committee should be asked to consider revising the Policy to make the IET's commitment to environmental, social, and governance investment more understandable for members.

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

Mr Almond reported that discussion of the report on the Triennial Valuation of the IET Superannuation and Assurance Scheme had been deferred until the meeting on 17 November 2023.

## **10. Terms of Reference**

- 10.1. Mrs Deacon introduced and the Board noted a proposal for the terms of reference of the Equality, Diversity and Inclusion Board (T(23)82).
- 10.2. Following discussion the Board approved the new terms of reference and the consequent amendments to the terms of reference of the other Main Boards.

## **11. Governance Review**

- 11.1. Mr Knibb introduced and the Board noted a report on the response to the Governance Review (T(23)59). The paper included responses provided by Council, the Nominations and Succession Committee and the staff.
- 11.2. Following discussion the Board approved the recommendations in the paper:
- 11.2.1. a revised IET Strategy 2030 document and Strategic KPI set be presented to the Board in November 2023 (recommendations 1, 2 and 6);
- 11.2.2. an updated International Strategy be presented to the Board in November 2023 (recommendation 3);
- 11.2.3. a paper concerning the term of the President be presented to the Board in February 2024 (recommendation 4);
- 11.2.4. that future income streams should be discussed at the Strategy Input Meeting in June 2024 (recommendation 7);
- 11.2.5. that there should be an annual meeting between the President and the IET staff (recommendation 9);

- 11.2.6. a paper concerning Trustee role descriptions be presented to the Board in February 2024 (recommendation 10);
- 11.2.7. a paper concerning the terms of reference of Boards and Committees be presented to the Board in November 2023 (recommendation 13);
- 11.2.8. the format of the annual report on the Trustee skills audit be amended (recommendation 14);
- 11.2.9. a paper concerning representation on the Foothold Board be presented to the Board in November 2023 (recommendation 17);
- 11.2.10. that all Board and Committee Chair positions be listed on the IET website (recommendation 21);
- 11.2.11. that a paper concerning collection of EDI membership data and setting EDI targets be presented to the Board in November 2023 (recommendation 26);
- 11.2.12. that the Volunteer Engagement Board consider the accessibility of Board and Committee meetings to Young Professionals (recommendation 28);
- 11.2.13. that a paper concerning a clear and publicly available complaints procedure be presented to the Board in November 2023 (recommendation 26);
- 11.2.14. that recommendations 8, 16, 19, 20, 22, 24, 25, 27 should be dealt with the Executive Team;
- 11.2.15. that there should be no change with regards to recommendations 5, 11, 12, 15, 18, 23, and 29.
- 11.3. It was noted that proposals concerning the following issues would be brought to the next meeting of the Board.
  - 11.3.1. revised IET Strategy 2030 document and Strategic KPI set;
  - 11.3.2. updated International Strategy;
  - 11.3.3. terms of reference of Boards and Committees;
  - 11.3.4. representation on the Foothold Board;
  - 11.3.5. collection of EDI membership data and setting EDI targets;
  - 11.3.6. complaints procedure.

## **12. Ethics Programme Action Plan**

- 12.1. Ms Bunting introduced and the Board noted a report on the Ethics Programme Action Plan (T(23)83).
- 12.2. Following discussion the Board agreed that the IET should adopt the second of the three proposed options and sufficient resources should be allocated to deliver the action plan for this option.

### **13. Legal Update**

13.1. Mr Burton gave a presentation to the Board of Trustees from Mills & Reeve LLP solicitors on recent and forthcoming legal issues of interest to the Institution (T(23)84). Subjects covered included:

- Role of Charity Trustees.
- Charities Act 2022.
- Charity Commission Social Media Guidance.
- Fundraising Code of Practice.
- Economic and Corporate Transparency Bill
- Digital Markets, Competition and Consumers Bill.

13.2. The President thanked Mr Burton for his interesting presentation.

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

14.1. Mr Almond introduced and the Board noted a report from the Chief Executive and Secretary (T(23)85).

14.2. He drew attention to the Charity Commission Monitoring Visit which had been arranged for 16 November 2023. A briefing for Trustees would be arranged in October 2023.

### **15. Routine Matters**

15.1. The Board noted:

15.1.1. Royal Charter and Bye-laws.

15.1.2. Constitution of the Board of Trustees for 2023/24 (T(23)86).

15.1.3. Terms of Reference of IET Boards and Committees (T(23)87).

15.1.4. Reserves Policy (T(23)88).

15.1.5. Reserved and Delegated Authorities Policy (T(23)89).

15.1.6. Volunteer Handbook.

15.1.7. Annual Report and Accounts 2022.

### **16. A F Harvey Engineering Research Prize**

The Board noted a report on the award of the A F Harvey Engineering Research Prize (T(23)90).

### **17. Feedback on Board Meeting**

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

### **18. Classification of Board Papers**

18.1. The Board noted that ten 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:

- 18.1.1. information relating to negotiations, commercial or otherwise, where disclosure could prejudice the IET's position, or could prejudice future negotiations of a similar nature;
- 18.1.2. 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;
- 18.1.3. information which if disclosed might result in premature publicity of courses of action that might not, in the end, be followed;
- 18.1.4. legal advice or Counsel's opinion, or were otherwise covered by legal professional privilege or concerned active legal proceedings;
- 18.1.5. information considered confidential to a third-party relationship, or which could be used externally to create legal challenge, reputational risk or commercial advantage.

**19. Date of Next Meeting**

Friday, 17 November 2023 at 2.00 pm.