

14 July 2023

PAPER CLASSIFICATION: OPEN

**Minutes of the Meeting of the
SPECIAL GENERAL MEETING
held on Thursday, 15 June 2023 at 2.30 pm (BST)
at Savoy Place, London WC2**

Professor Bob Cryan, President, in the Chair

1. Announcements

- 1.1. The President opened the Special General Meeting and made the following announcements:
 - 1.1.1. Only Members, Fellows and Honorary Fellows of the IET had the right to discuss and vote on the Resolutions. Members entitled to vote, who had not already submitted proxy voting papers, had been given a voting paper when they signed the attendance register which would be used later in the meeting.
 - 1.1.2. There was a live webcast of the meeting and a recording would be available afterwards on iet.tv (<https://tv.theiet.org/?videoid=16655>).
 - 1.1.3. The IET Bye-laws allowed members to appoint a proxy to vote on their behalf if they were unable to attend the Special General Meeting in person. A notice posted outside the room indicated the proxy votes that had been recorded. The President had previously stated that he would use all votes left to his discretion (that is, the 'undirected proxy votes') to vote in favour of each of the six Resolutions.

2. Minutes

The Minutes of the previous Special General Meeting held on 11 February 2016 were taken as read.

3. Notice of the Meeting

- 3.1. The notice convening the meeting, circulated to members in March 2023, was taken as read.
- 3.2. The President commented that there had been a consultation with the membership about the proposals in 2022 and the IET also consulted the Privy Council and the Engineering Council, neither of whom raised any issues regarding the proposals.

4. Resolution 1

- 4.1. Ms Samantha Hubbard (Fellow) moved the first Resolution:

RESOLUTION 1

Royal Charter

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.

- 4.2. The Resolution was seconded by Ms Rachel Hurst (Fellow).
- 4.3. The President invited contributions to the discussion. No comments being made, he proceeded to the next item.

5. Resolutions 2-6

- 5.1. Ms Samantha Hubbard (Fellow) moved Resolutions 2-6:

RESOLUTION 2

Professional Conduct

THAT Bye-laws 25, 26, 30, 31, 32 and 33 be amended in the manner shown in column 2 of the document marked "B" 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.

RESOLUTION 3

Powers of the Institution

THAT conditional upon the approval of Resolution 1 above, Bye-laws 3, 28, 49, 53, 67, 73 and 97 be amended and new Bye-laws 38A-B and 89A-G be inserted in the manner shown in column 2 of the document marked "B" annexed hereto and the Bye-laws be further amended as 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.

RESOLUTION 4

Member Behaviour

THAT Bye-laws 29 and 30 be amended in the manner shown in column 2 of the document marked "B" annexed hereto and the Bye-laws be further amended as 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.

RESOLUTION 5

General Meetings

THAT Bye-law 40 be amended in the manner shown in column 2 of the document marked "B" annexed hereto and the Bye-laws be further amended as 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.

RESOLUTION 6

Administrative Matters

THAT Bye-laws 7, 22, 34, 54, 55, 63, 64, 99 and 104 be amended in the manner shown in column 2 of the document marked "B" annexed hereto and the Bye-laws be further amended as 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.

- 5.2. The Resolutions were seconded by Professor Kate Sugden (Member).
- 5.3. The President invited contributions to the discussion.

5.4. Mr Peter Donnachie (Fellow) asked to submit for consideration a number of notes on the drafting of the proposed Bye-law changes. As these were not substantive to the Resolutions, they could be dealt with outside the meeting.

6. Poll

6.1. Mr Ed Almond (Chief Executive and Secretary) advised the members present at the Meeting of the procedure for voting.

6.2. The counting of the voting papers took place after the close of the meeting and the results of the poll were:

	For	Against	Abstain	For	Against
Resolution 1	9,522	211	126	97.8%	2.2%
Resolution 2	9,388	325	146	96.7%	3.3%
Resolution 3	9,484	229	145	97.6%	2.4%
Resolution 4	9,445	273	140	97.2%	2.8%
Resolution 5	9,486	231	141	97.6%	2.4%
Resolution 6	9,514	199	145	98.0%	2.0%

7. Close

The President closed the meeting.