T(08)M7
17 July 2008

Minutes of the Meeting of the
BOARD OF TRUSTEES
held on Monday, 14 July 2008 at 5.00 pm

Present : Mr John Loughhead (Chairman)
Mr Hamish Bell
Cdre Barry Brooks
Dr N F Chin
Mr Chris Earnshaw
Miss Marguerite Fitzgerald
Mr George O'Neill
Professor Maria Petrou
Mr Colin Porter
Dr Raj Rajagopal (Minutes 71-73)
Mr George Robb
Mr Iain Sturrock

In attendance: Mr Steven Mair (Director Knowledge Management)
Mr Robin McGill (Chief Executive and Secretary)
Mr Graham Paterson (Chief of Staff)
Mr Andrew F Wilson (Head of Governance and Legal Affairs)

69. Apologies for Absence

Apologies for absence were received from Professor Chris Snowden and Eur Ing Andy Stringer.

70. Minutes

The Minutes of the meeting held on 9 June 2008 (T(08)M6) were approved and signed as a correct record, subject to the following amendment:

Minute 60(e): to add "(vii) making gradual increases over three years."

71. Actions Taken or Outstanding

71.1 The Board noted a report on actions taken or outstanding since the previous meeting of the Board (T(08)45).

71.2 With reference to Minute 52.2 of T(07)M5, Mr Paterson reported that the Institution had responded to the Charity Commission consultations on Public Benefit and the Advancement of Education and Public Benefit and Fee-charging.

71.3 With reference to Minute 24.4 of T(08)M3, Dr Rajagopal reported that he had discussed the new Rules of Conduct with the staff and it had been noted that further consideration was needed about the enforcement of ethical standards.

71.4 With reference to Minute 37.4 of T(08)M4, Mr McGill reported that the signing of a Memorandum of Understanding with the Chinese Mechanical Engineering Society (CMES) was now planned for October 2008.

71.5 With reference to Minute 37.5 of T(08)M4, Mr McGill reported that he had made contact with the Chinese Society for Electrical Engineering (CSEE) and further meetings were planned.

71.6 With reference to Minute 41.3 of T(08)M4, Mr Paterson reported that the Main Boards had not yet reviewed and reported on the risks assigned to them.

71.7 Dr Rajagopal reported that co-operation between the IET and IMechE on manufacturing had not progressed, although both the IET Sector Panel and the IMechE Strategy Board had endorsed it.

72. See Confidential Minute

73. Knowledge Management Strategy Programme

73.1 Mr Mair introduced and the Board noted proposals for the Knowledge Management Strategy Programme (T(08)47).

73.2 During discussion the following points were made:

(a) the Knowledge Management Strategy should not be solely market-led;

(b) the IEEE model of inter-related society, membership, conference and publication should be considered;

(c) benchmarks should be global and not UK-oriented;

(d) the Sponsor Group should be chaired by the Trustee and the governance arrangements should follow the general governance arrangements agreed for the Institution by the Board of Trustees;

(e) the Programme Board should comprise a representative cross-section of the community, including both industry and academe;

(f) the contribution from key stakeholders should be reinforced, particularly involving key academics, and the IET members identified as key stakeholders should reflect the interdisciplinary and global characteristics of the Institution as well as having recognised expertise;

(g) attention should be given to quick wins during the next phase of the programme.

73.3 The Board of Trustees approved the plans for the next stage of the programme and the preparation of a fully costed programme plan and communications plan for approval in November 2008. A progress report should be made to the Board of Trustees in October 2008.

74. Governance Structure

74.1 Cdre Brooks introduced and the Board noted proposals for changes to the IET Governance Structure (T(08)48).

74.2 The Board discussed the proposals for Regional Boards and during discussion the following points were made:

(a) consideration of the need for a separate UK Regional Board might best be deferred until the proposed Europe, Middle East and Africa Regional Board had operated for some time;

(b) if the proposed Regional Boards were arranged on the basis of the current distribution of membership, there should be several UK Regional Boards and a single Regional Board for the rest of the world, however, the proposal was intended to reflect the global ambitions of the Institution, not its historical membership distribution;

(c) a UK Regional Board might be required to allow the Institution to deal effectively with UK Government, however, it had recently been agreed that the Institution should not limit its attentions to UK Government and interaction with Government was in any case not dealt with by the Boards;

(d) the proposed set of Regional Boards was appropriate in number and it divided the world effectively in a way that matched the distribution of the Institution's current Regional Offices;

(e) there was concern that the interests of the UK might be allowed to dominate the proposed Europe, Middle East and Africa Regional Board;

(f) care should be taken to achieve the required skillsets for the proposed Regional Boards, which might require some ordinary members to be appointed rather than elected.

74.3 The Board discussed the proposals for the terms of reference of the Main Boards and during discussion the following points were made:

(a) in proposing a new modus operandi based on a "one-team, joint member and staff" Board model there were different views on how this would work and clarification was required on how this might affect the responsibilities of the Chief Executive & Secretary;

(b) the wording of the terms of reference of the Main Boards appeared to imply a transfer of responsibility between the Chief Executive & Secretary and the Main Boards, however, this had not been intended by the Working Party;

(c) the Board of Trustees did not intend to transfer any responsibility from the Chief Executive & Secretary and the Main Boards and so the terms of reference should to be rewritten to avoid the ambiguity.

74.4 The Board discussed the proposals for Younger Members and during discussion the following points were made:

(a) the Younger Members Board had discussed the proposals at length at its most recent meeting and was content with them;

(b) in selecting a possible re-definition of Younger Members, a distinction should be made between the activities undertaken in support of students, apprentices and engineers at early stages in their careers, without an age limit, and the Institution's desire to include Younger Members on its Boards and Committees;

(c) reference to members aged less than 30 was only needed when specifying the membership of Boards and Committees;

(d) in specifying that Boards and Committees should include a minimum of two members aged less than 30 care should be taken to avoid implying that this was a maximum or that other positions were reserved for members aged 30 or over.

74.5 Following discussion, the Board approved the proposals for:

(a) The structure for the Main and Regional Boards:

- the Qualifications Board and 'Membership' element of the Membership and Regions Board to be integrated to form a Membership and Professional Development Board;
- the Publications Board and the Technical and Professional Service Board to be integrated to form a Knowledge Management Board;
- a Global Operations and International Development Board to be formed including the 'Regions' element of the Membership and Regions Board;
- the Younger Members Board to be replaced by a Young Professionals' Forum;
- Regional Boards to be formed, initially aligned to the global country/area strategies, namely:
  - Americas;
  - South Asia;
  - Asia/Pacific;
  - Europe, Middle East and Africa (EMEA).
- further consideration to be given to the need for a separate UK Regional Board.

(b) The specific proposals for Younger Members:

- Younger Members to be referred to as Young Professionals;
- Young Professional to be defined as a member in the early stages of career (not to be defined simply by age);
- requirements on Board and Committees for members aged less than 36 to be replaced by requirements for members aged less than 30;
- Younger Members Board to be renamed Young Professionals Board, until evolved into the advisory body, the Young Professionals Forum;
- Young Professionals to be integrated throughout the governance structure of the IET;
- a minimum of two members aged less than 30 on each IET Board and Committee that reported to a Board (including Main Boards, local and regional Committees);
- a gathering of Young Professional office-holders to be convened annually in conjunction with another event, such as the Volunteer Conference Weekend;
- a dedicated web portal and Discussion Forum to be provided for raising and debating issues specific to Young Professionals, and appropriate staff support;
- detailed constructs for regional Young Professional Committees, and their meetings, to be considered as part of development of the new Regional Boards and their sub-committees;

- Young Professionals Board to be tasked to take an active part in implementing these proposals which provide a significant opportunity for Young Professionals to play a larger part in implementing the IET's strategy.

74.6 It was agreed to convene an additional meeting of the Board in early September 2008 to complete the discussion on the Board structure, Terms of Reference and the remainder of the proposals for changes to the IET Governance Structure, including transition planning.

75. Chairmanship of JPEL/64

75.1 Mr McGill introduced and the Board noted the proposal to appoint a Chairman for IET/BSI Committee JPEL/64 (T(08)49).

75.2 Dr Chin reported that the Wiring Regulations Policy Committee believed that the Institution had failed to follow the correct procedure in putting forward the proposal for the Chairman of IET/BSI Committee JPEL/64 and the Committee had proposed that a meeting of the Joint BSI/IET Wiring Regulations Policy Committee should be convened to consider the proposal. The Committee believed that if this was not done it would not be possible for the Institution to nominate a Chairman of the Committee in future years.

75.3 Mr McGill reported that the matter had been looked into thoroughly and he assured the Board that:

(a) the correct procedure had been followed throughout;

(b) the procedure was in accordance with BS 0 (British Standard for standards procedures);

(b) as joint secretary to JPEL/64 the IET and the BSI would not propose a Chairman for the Committee;

(c) the Institution was entirely satisfied with the candidate that had been nominated unanimously by several members of JPEL/64;

(d) the Joint BSI/IET Wiring Regulations Policy Committee had not been convened for the past ten years and it was unnecessary to convene a meeting to consider a nomination that was not contested and had the full support of all parties;

(e) the suggestion by the Wiring Regulations Policy Committee that by approving the nomination the Chairman of JPEL/64 the Institution would surrender any control or influence over JPEL/64 was without justification.

75.4 The Board noted the concerns that had been expressed by the Wiring Regulations Policy Committee and asked the staff to provide evidence to the Committee that the correct procedure had been followed throughout.

75.5 The Board approved the nomination of Mr Paul D Galbraith as Chairman of JPEL/64 for three years from 1 October 2008, subject to the Wiring Regulations Policy Committee having been reassured that the correct procedure had been followed.

76. FUSE Scholarships

The Board noted a proposal for the funding of the FUSE Scholarships (T(08)50). It was agreed that this should be referred to the Finance and Investment Committee for discussion, before being considered by the Board of Trustees.

77. Scholarships and Awards

77.1 The Board noted a report on awards offered by the IET for young engineers and technologists (T(08)51).

77.2 Mr Earnshaw commented that the paper did not provide an assessment of how each award aligned with the IET's strategies, as requested at the meeting on 14 April 2008 (Minute 39.3 of T(08)M4 refers). It was agreed that the paper should be revised and resubmitted to the Board in September 2008.

77.3 It was noted that the Board of Trustees had agreed on 14 April 2008 that there was a need for a new award for the most outstanding young engineer or technologist, not limited either geographically or by gender. Such an award would serve to identify significant players in the future of the profession and would raise the prestige of the Institution. The recipient of the award would be expected to be a role model for the profession and to perform an ambassadorial function for the Institution. The staff were asked to bring forward a detailed proposal for this award in September 2008.

77.4 The Board agreed to reject the proposal that that no further awards should be established.

78. Professional Registration

The Board noted a report on professional registration (T(08)52).

79. Savoy Hill House

Mr McGill introduced and the Board noted a report on Savoy Hill House (T(08)53).

80. Chief Executive's Report

The Board noted a report from the Chief Executive and Secretary (T(08)54).

81. Remuneration Committee

The Board noted a report from the Remuneration Committee (T(08)55).

82. Trustee and Members Accompanied Travel

The Board considered a proposal for Accompanied Travel by the Chief Executive and his spouse to New Zealand on 22-29 November 2008. The proposal for Accompanied Travel was approved.

83. Dates of Next Meetings

(a) Friday, 5 September 2008 at 10.30 am.

(b) Monday, 8 September 2008 at 5.00 pm.