



**Minutes of the Meeting of the
BOARD OF TRUSTEES
held on Wednesday, 1 October 2008 at 5.00 pm**

Present : Mr Chris Earnshaw (Chairman)
Professor Colin Aitchison
Mr Hamish Bell
Cdre Barry Brooks
Dr Nigel Burton
Dr Dolores Byrne
Dr N F Chin
Mrs Katy Deacon
Mr John Loughhead (Minutes 104-107)
Professor Maria Petrou
Eur Ing Andy Stringer
Mr Alan Watts

In attendance: Mr Robin McGill (Chief Executive and Secretary) (Minutes 104-109)
Mr Graham Paterson (Chief of Staff)
Mr Andrew F Wilson (Head of Governance and Legal Affairs)

104. Introduction

104.1 Mr John Loughhead vacated the Chair in favour of the new President, Mr Chris Earnshaw.

104.2 The Board agreed to record a Vote of Thanks to the retiring President, Mr John Loughhead.

104.3 The President welcomed the new Trustees.

105. Apologies for Absence

Apologies for absence were received from Miss Marguerite Fitzgerald, Mr Colin Porter and Professor Chris Snowden.

106. Minutes

The Minutes of the meetings held on 5, 8 and 19 September 2008 (T(08)M8, T(08)M9 and T(08)M10) were approved and signed as a correct record.

107. Actions Taken or Outstanding

107.1 Mr McGill introduced and the Board noted a report on actions taken or outstanding since the previous meeting of the Board (T(08)64).

107.2 With reference to Minute 63.3 of T(08)M6, Mr Paterson reported that consideration was being given to creating a Policy Group for the Hong Kong SAR that operated on the same basis as the Northern Ireland Policy Group.

107.3 With reference to Minute 71.3 of T(08)M7, it was agreed that Mr Watts should be responsible for ongoing matters regarding ethics and the Rules of Conduct.

107.4 With reference to Minute 90.2 of T(08)M9, it was agreed that the change of name from the Younger Members Board to the Young Professionals Board should take place with immediate effect. The Young Professionals Board would evolve into the Young Professionals Forum at a date to be agreed (Minute 74.5(b) of T(08)M7 refers).

107.5 With reference to Minute 101.3 of T(08)M10, it was noted that the runner-up in the recent ballot for Vice President had been unable to accept the invitation to fill the casual vacancy for a Trustee. It was therefore agreed to invite the runner-up in the recent ballot for an Ordinary Member of the Board of Trustees.

107.6 With reference to Minute 102.5 of T(08)M10, it was agreed that the maximum number of FUSE Scholarships for 2008 should be increased from 25 to 32. Mr Watts undertook to ensure that the detailed review of all current scholarships with respect to financial sustainability and appropriateness to the scope of the IET, requested by the Board of Trustees, would be completed in time for it to be brought to the Board in January 2009.

107.7 Mr Watts asked whether the Minutes of the meetings could be written in a style that provided more information about the reasons for the decisions taken by the Board of Trustees. As the Minutes were publicly available this would be helpful to the members and others who read them. He also suggested that it would assist the running of the Board of Trustees meetings if the timing of items was indicated on the Agenda or announced by the Chairman at the start of the meeting.

107.8 Dr Byrne suggested that it would be helpful to indicate the role of the authors of Board papers. The President suggested that the names of the responsible Directors should also be given on Board papers.

108. Nominations Committee

108.1 The Board agreed to appoint Professor Colin Aitchison and Professor Maria Petrou as members of the Nominations Committee for 2008/09.

108.2 Cdre Brooks introduced and the Board noted a proposal to amend the terms of reference of the Nominations Committee (T(08)65).

108.3 The Board agreed that in future the Committee should meet more frequently than twice per year, and that the Chairman of the Committee should be appointed by the Board. It was agreed to appoint Dr Nigel Burton as Chairman of the Nominations Committee for two years, that is until 30 September 2010.

108.4 The Board discussed the proposals for amendments to the Board of Trustees. It was agreed that Cdre Brooks and Dr Burton should revise the proposals, consult the Nominations Committee about them, and bring them back to a future meeting of the Board.

109. Finance and Investment Committee

109.1 The President introduced and the Board noted a report from the Finance and Investment Committee (T(08)66).

109.2 It was noted that the triennial actuarial valuation of the IET Superannuation & Assurance Scheme would be considered by the Finance and Investment Committee in December 2008 and a recommendation made to the Board of Trustees in January 2009.

110. Council

110.1 The President introduced and the Board noted a paper from Council on the IET as a learned society in the 21st century (T(08)67).

110.2 The Board considered the paper but in the absence of the authors had difficulty understanding the implied nuances of key aspects. In particular, the Board was concerned that it was not clear how the proposals set out differed from the current approach.

110.3 The Board noted the '3D model', but was concerned that it would be misunderstood in that several important dimensions were not represented. Again the Board was unclear as to the implicit differences from the current strategy. Similarly, the 'harp model' raised many questions and the Board was concerned that it failed to capture a number of important relationships. It was recognised that it was difficult to convey this in a single diagram.

110.4 The President undertook to discuss the paper with the authors to better understand the proposals and, in particular, how they differed from the current strategy.

111. Governance Structure

111.1 Mr Paterson introduced and the Board noted a progress report on the implementation of the new Governance Structure (T(08)68).

111.2 It was noted that the senior staff would be briefed shortly about the new Governance Structure. The Directors would then brief the Main Board Chairmen and assist them in presenting the information to the next meetings of the respective Boards.

111.3 Cdre Brooks commented that he believed that the new housestyle for email communications to the IET250 which had been used to announce the recent decisions regarding the Governance Structure was inappropriate and hindered the delivery of the message.

112. Knowledge Management Strategy Programme

112.1 The Board noted a progress report on the Knowledge Management Strategy Programme (T(08)69).

112.2 Cdre Brooks asked that the paper to be considered by the Board of Trustees in November 2008 should include proposals for metrics. Professor Aitchison asked whether the paper could be de-classified so that it could be referred to members of the Institution.

113. Chief Executive's Report

113.1 The Board noted a report from the Chief Executive and Secretary (T(08)70).

113.2 It was agreed to ask the Chief Executive and Secretary to report to the Board in November about progress regarding recruitment and retention and the reduction of staff turnover.

114. Routine Matters

The Board noted:

- (a) Royal Charter and Bye-laws.
- (b) Constitution of the Board of Trustees for 2008/09 (T(08)71).
- (c) Terms of reference and constitutions of IET Boards and Committees (T(08)72).
- (d) Reserved & Delegated Authorities (T(08)73).
- (e) Reserves Policy (T(08)74).
- (f) Investment Policy (T(08)75).
- (g) Guidance notes covering confidentiality of papers, legal liability, budgetary control guidelines and international travel plans.
- (h) Annual Report 2007.

115. Membership and Regions Board

115.1 Cdre Brooks reported that the Membership and Regions Board had recently considered a proposal to create a new Local Network in Turkey. The proposal would be recommended to the Board of Trustees shortly.

115.2 The President commented that a proposal had been made for a new Local Network in Xi'an, but this had not yet been considered by the Membership and Regions Board.

115.3 It was noted that the Membership and Regions Board had agreed that, as the Regional Representatives Committee had accomplished its main objectives and had been envisaged as an interim body, it should be dissolved.

116. Dates of Next Meetings

- (a) Thursday, 6 to Friday, 7 November 2008 at Michael Faraday House, Stevenage (Trustees' Strategy Meeting).
- (b) Friday, 7 November 2008 at 2.00 pm at Michael Faraday House, Stevenage (Board of Trustees Meeting).