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Institution of Engineering and Technology

REGULATIONS – TERMS OF REFERENCE OF BOARDS AND COMMITTEES

Contents

Governance of the Institution
Terms of Reference of Boards and Committees
Confidentiality of Board and Committee Papers

Board of Trustees
 Audit Committee
 Finance and Investment Committee
 Nominations and Succession Committee
 Remuneration Committee
 Disciplinary Board
 Policy Panels
 Council

Knowledge Management Board
 Awards and Prizes Committee
 Communities Resourcing Committee
 Communities Committees
 Knowledge Advisory Panel
 Lecture Committee
 Sector Steering Committee
 Technical and Professional Networks Committee
 Wiring Regulations Policy Committee

Membership and Professional Development Board
 China Development Panel
 Fellowship Committee
 India Development Panel
 Membership and Professional Development Advisory Panel
 Professional Development Advisory Committee
 Quality Assurance Committee
 Registration and Standards Committee
 Academic Accreditation Committee
 Registration Group
 Scholarships Committee

Young Professionals Forum
 Young Professionals Co-ordination Team

Governance of the Institution

1. The Institution of Engineering and Technology has noted the recommendations of the Report of the Committee on the Financial Aspects of Corporate Governance (The Cadbury Report). This Code of Best Practice applies to listed Companies; however, its principles apply to all organisations with a public interest. The IET operates under its Royal Charter, the Charities Acts and the associated Accountancy Reporting Standards.
2. On behalf of the Board of Trustees, the following Boards and Committees of the IET deal with governance issues:

Audit Committee
Finance and Investment Committee
Remuneration Committee
Nominations Committee
Disciplinary Board and associated Investigating Committee

3. The Board of Trustees considers that the IET has adequate resources to continue in operational existence for the foreseeable future. For this reason, the going concern basis continues to be adopted in preparing the financial statements.
4. The Board of Trustees is responsible for the IET's systems of internal financial control. These can provide only reasonable, but not absolute, assurance against material misstatement or loss. The key features of the controls are:
 - communication of ethical values and a controls awareness through written codes of conduct, formal standards of discipline and employee performance appraisal;
 - a system of review and monitoring of the key areas of risk; financial systems and their controls are kept under continual review by the relevant professionally qualified staff employed by the IET;
 - regular consideration of budgets, management accounts and variations from budget;
 - quarterly meetings of the Audit Committee including discussions with the external Auditors with regard to the scope of the audits and the content of their reports to management and management's response.
5. Each Board and Committee operates under specific Terms of Reference and members uphold high standards of personal behaviour, both individually and in their collective responsibility, to ensure good corporate governance of the IET. It is expected that any conflicts of interest, if they arise, are declared.
6. Nothing in the IET's procedures precludes a member from questioning any aspect of the IET's governance, bringing forward any issue for debate, or stating his view in a personal capacity.

Terms of Reference of Boards and Committees

7. The President is ex officio a member of all Boards and Committees.
8. The Bye-laws which concern the Boards and Committees of the IET, read as follows:
 74. Except where the Charter or these Bye-laws provide to the contrary, the Board may delegate any of its powers or the implementation of any of its resolutions to any committee, and every such committee shall be accountable to the Board. All delegations under this Bye-law shall be variable or revocable by the Board at any time.

75. The resolution making that delegation shall specify those who shall serve on such committee.

76. The composition of any such committee shall be entirely at the discretion of the Board which may make and vary such regulations and impose such terms and conditions and give such mandates to the committee as it may from time to time think fit.

77. The deliberations of any such committee shall be reported regularly to the Board and any resolution passed or any decision taken by any such committee shall be reported forthwith to the Board.

78. The Board may establish and disestablish groupings of members, based on territory, knowledge or special interest. These groupings shall be constituted and their affairs carried on in accordance with Regulations to be approved from time to time by the Board who shall have power to vary the same subject always to the provisions of the Charter and Bye-laws.

9. The normal period of service for an elected or appointed member of any Board or Committee is three years. For elected members, re-election is only possible after an interval of at least one year. For nominated members, the period of service on a Board or Committee cannot be extended beyond a maximum of six years. It is customary for one third of the members of a Board or Committee to retire each year, to ensure a regular turnover.

Confidentiality of Board and Committee Papers

10. The Board of Trustees has agreed that the activities and governance of the IET should be as open as possible. It has therefore instructed that, in general, Board and Committee papers should not be classified as confidential unless strictly necessary.

11. Where confidentiality is required, either to protect individuals or because early disclosure of potential policies might cause embarrassment, two types of classification should be used on IET documents: 'Private and Confidential' and 'Confidential to Institution Committees'.

12. Papers marked 'Private and Confidential' should be regarded as private to the recipient. Such papers might deal, for example, with matters concerning individual named members or with matters of which the premature disclosure would be potentially embarrassing. 'Confidential to Institution Committees' is used on documents concerning matters under discussion about which wider disclosures could create misunderstanding, embarrassing enquiries or speculation. Papers which are not so marked may be discussed freely.

13. The decisions concerning classifications of documents are made by staff in consultation with Committee Chairmen.

14. On some Technical Committees of the IET there are non-members serving. Some are appointed directly by the Board of Trustees, while others are appointed by the Board of Trustees after nomination by kindred organisations. The obligation set out in paragraph 12 above applies also to these Committees, except that:

(a) A Committee may send to other bodies or to individuals such confidential communications as may be necessary.

(b) The nominees of outside organisations serving on the Wiring Regulations Technical Committee (JPEL 64) are authorised to refer to their nominating organisations, for instructions or comments, on matters decided or under consideration by the Committee. However, they shall not, without the consent of the Committee, utilise or publish in advance of the IET any information so gained.

15. Any requirement to communicate the proceedings of the Board of Trustees and Committees to the membership will normally be by publication in an IET magazine.

BOARD OF TRUSTEES

The terms of reference of the Board of Trustees are described in the Royal Charter and Bye-laws as follows.

Board of Trustees

55. With effect from the beginning of the fourth year after the Effective Date and unless otherwise determined by the IET in General Meeting the Board shall consist of:

the President;
two Deputy-Presidents;
six Vice-Presidents;
six (or such greater number as the Board may from time to time determine) ordinary members, of whom at least one must be aged less than 35 years at the commencement of his period of office and at least one other shall be resident outside the United Kingdom at such time.

56. The office of a member of the Board shall be honorary and without remuneration.

57. Any question of doubt or difficulty as to eligibility for, or retirement from, membership of the Board shall be decided by the Board.

58. No member who is an employee of the IET or prohibited by law from being a charity trustee shall be eligible to be a member of the Board.

59. Unless stated to the contrary, in relation to any period of office, a year is the time between 1st October and 30th September next.

Proceedings, powers and duties of the Board

71. The Board shall manage the property and affairs of the IET in accordance with the Charter and these Bye-laws, and may exercise all such powers of the IET as are not required to be exercised by a General Meeting of the IET.

72. The Board shall meet as often as the business of the IET may require and may act notwithstanding any vacancy in its body. Subject to these Bye-laws, it shall regulate its proceedings as it thinks fit, and shall from time to time formulate and resolve rules of procedure for its meetings.

73. The quorum for the transaction of business of the Board shall be eight or one more than half of its number, whichever is the greater.

BOARD OF TRUSTEES

The terms of reference of the Board of Trustees are described in the Royal Charter and Bye-laws, paragraphs 55-59, 71-73.

The principal roles of Trustees individually and collectively as the Board of Trustees are:

Strategic Leadership

- Ensure that the IET complies with charity law, does not breach any of the requirements or rules set out in the Royal Charter and Bye-laws, and that it remains true to its charitable objects and purposes.

- Provide strategic leadership of the IET.
- Approve the strategic direction, developed in conjunction with the Chief Executive and Secretary.
- Ensure that the appropriate level of consultation has been carried out and that the strategic direction is consistent with the delivery of the charitable aims of the IET.

Monitoring the Effective and Efficient Delivery of the Strategy

- Ensure that the Corporate Plan provides the Chief Executive and Secretary with the necessary resources and assets to deliver the agreed strategy and that these are being deployed appropriately.
- Ensure that the Chief Executive and Secretary has competent and properly motivated human resources to deliver the forward plans and that succession plans are in place.

Stewardship, Assurance and Risk Management

- Ensure that a relevant governance structure is maintained for all Boards and Committees and review the structure periodically.
- Monitor the Corporate Plan and all activities to ensure that:
 - Progress is being made.
 - All activities are appropriate, in accordance with the Bye-laws and Regulations of the IET, and uphold the highest standards of ethical and professional behaviour.
 - The charity is being operated legally, in accordance with the Bye-laws and Regulations of the IET, and upholds highest standards of ethical and professional behaviour.
 - The member and volunteer groups and structure are aligned to the IET strategy and are well motivated and organised to deliver its short term plans and long term objectives.
- Operate a risk management process to identify and respond to significant and material risks to the IET's 'licence to operate' and its financial capability to deliver its long term objectives.

Stakeholder Management

- Operate a process to identify and manage all key stakeholders.
- Identify key issues and create an action plan to engage members and other stakeholders both pro-actively and in response to their needs and expectations.

Constitution

- President
- Two Deputy Presidents
- Six Vice Presidents
- Six (or such greater number as the Board may from time to time determine) Ordinary Members, of whom at least one must be aged less than 35 years at the commencement of his period of office and at least one other shall be resident outside the United Kingdom at such time.

Quorum

Eight, or one more than half of its number, whichever is the greater.

AUDIT COMMITTEE

Terms of Reference

- (a) To consider the appointment of the external auditor and assess independence of the external auditor, ensuring that key partners are rotated at appropriate intervals.
- (b) To recommend the audit fee to the Board of Trustees and pre-approve any fees in respect of non audit services provided by the external auditor and to ensure that the provision of non audit services does not impair the external auditors' independence or objectivity.
- (c) To discuss with the external auditor, before the audit commences, the nature and scope of the audit and to review the auditors' quality control procedures and steps taken by the auditor to respond to changes in regulatory and other requirements.
- (d) To oversee the process for selecting the external auditor and make appropriate recommendations to the Board of Trustees for consideration at the AGM.
- (e) To review the external auditor's management letter and management's response.
- (f) To review the internal audit programme and ensure that the internal audit function is adequately resourced and has appropriate standing within the IET.
- (g) To consider management's response to any major external or internal audit recommendations.
- (h) To consider management's recommendation for the appointment or dismissal of the head of internal audit.
- (i) To review the IET's staff procedures for handling allegations from internal whistleblowers and to consider allegations from whistleblowers if appropriate.
- (j) To review management's and the internal auditor's reports on the effectiveness of systems for internal financial control, financial reporting and risk management.
- (k) To review, and challenge where necessary, the actions and judgements of management, in relation to the annual financial statements before submission to the Board of Trustees, paying particular attention to:
 - (i) critical accounting policies and practices, and any changes in them;
 - (ii) decisions requiring a major element of judgment;
 - (iii) the extent to which the financial statements are affected by any unusual transactions in the year and how they are disclosed;
 - (iv) the clarity of disclosures;
 - (v) significant adjustments resulting from the audit;
 - (vi) the going concern assumption;
 - (vii) compliance with accounting standards;

- (viii) compliance with legal requirements;
 - (ix) reviewing the IET's statement on internal control systems prior to endorsement by the Board of Trustees and reviewing the policies and process for identifying and assessing business risks and the management of those risks by the IET;
 - (x) any other matters relevant to the financial well-being of the IET.
- (l) To discuss with the external auditor any problems and reservations arising from the interim and final audits and any matters the auditor may wish to discuss (in the absence of management where necessary).
 - (m) To comment on the Financial and Corporate Risks section of the Risk Register to the Board of Trustees.
 - (n) To ensure compliance with Delegated Authorisations which should be monitored by the Honorary Treasurer.
 - (o) To be the primary interface on behalf of the IET with the Charity Commission on any investigation or enquiry into IET's financial affairs.
 - (p) To consider other topics, as defined by the Board of Trustees.
 - (q) To seek any information that the Committee requires from any employee of the IET Group.
 - (r) To obtain external legal or independent professional advice and to invite such advisors to attend meetings as necessary.
 - (s) To report to the Board of Trustees.

Constitution

A Deputy President or Vice-President
An Ordinary Member of the Board of Trustees
Honorary Treasurer
Chairman of Council

The Chairman and the members of the Committee shall be appointed by the Board of Trustees. The Committee may co-opt members from time to time as necessary.

Quorum

Three, including at least two Trustees.

FINANCE AND INVESTMENT COMMITTEE

Terms of Reference

- (a) Develop, with staff, options for the IET's financial framework, policies and plans.
- (b) Oversee the financial performance of the IET on a routine basis by:
 - agreeing the principles for the budgeting process;
 - reviewing drafts of the budget;
 - monitoring emerging results.
- (c) Propose options for timely actions to mitigate risks to satisfactory financial performance.
- (d) Ensure that the investments of the IET held against the reserve funds and the trust funds are managed on behalf of the Board of Trustees in accordance with agreed policy and in accordance with legislation and good practice.
- (e) Give clear written instructions to the professional investment advisers on the IET's investment policy.
- (f) Monitor the performance of the portfolios managed by the investment advisers and discuss their performance with the investment advisers as necessary.
- (g) Consider changes to investment strategy and make appropriate recommendations to the Board of Trustees
- (h) Recommend to the Board of Trustees any change in the appointment of investment advisers.
- (i) Review any significant internal investments and projects referred to it by the Board of Trustees.
- (j) Deal with any detailed financial issues outside the scope of the Audit Committee, at the request of the Board of Trustees.
- (k) Report to the Board of Trustees.

Constitution

A Deputy President or Vice-President

Two Ordinary Members of the Board of Trustees with appropriate specialist experience

Honorary Treasurer

The Chairman and the members of the Committee shall be appointed by the Board of Trustees. The Committee may co-opt members from time to time as necessary.

Not more than three members of the Board of Trustees of the IET Benevolent Fund (or its successor) may be invited to attend the investment part of the Committee's meetings as observers.

Quorum

Three, including at least two Trustees.

NOMINATIONS AND SUCCESSION COMMITTEE

Purpose

1. To make recommendations to the Board of Trustees for suitable candidates for election or appointment to positions on Boards and Committees. To monitor nomination and election processes. To make recommendations for honours and awards.

Terms of Reference

- (a) To address all the administrative processes underpinning talent management, succession planning, elections, handovers and nominations to all of the IET's Boards and Committees.
- (b) To make recommendations to the Board of Trustees for the appointment of:

The President
The Honorary Treasurer
- (c) To make recommendations to the Board of Trustees, taking into consideration the required skill-set, for the nomination of Deputy Presidents, Vice-Presidents and Ordinary Members of the Board of Trustees.
- (d) To recommend to the Board of Trustees, for approval, the appointment from among the Trustees of the Chairmen of the Main Boards and the Committees reporting to the Board.
- (e) To recommend to the Board of Trustees, for approval, the appointment of members to the Main Boards and the Committees reporting to the Board.
- (f) To ensure that the diversity of Board and Committee members reflects the distribution of members worldwide.
- (g) To ensure that Young Professionals are adequately represented on the IET's Boards and Committees.
- (h) To monitor the nomination and election process for the Main Boards and Council.
- (j) To monitor the lists of potential candidates with appropriate skills, experience and personal characteristics, in conjunction with Board and Committee Chairmen, and to maintain succession plans for key positions.
- (j) To undertake an annual review of the skills, experience and personal characteristics required for each Board, in conjunction with Board and Committee Chairmen, and to identify gaps to be filled.
- (k) To create and manage a list of suitably qualified members who might be future candidates to serve on the Board of Trustees, Main Boards and Committees reporting to the Board.
- (l) To make recommendations to the Board of Trustees for the provision of an appropriate programme of training and mentoring for the members of Boards and Committees.
- (m) To make recommendations to the Board of Trustees for the election of Honorary Fellows.

- (n) To advise the President when considering those to be nominated for honours and awards made by other bodies.
- (o) To consider other matters referred to it from time to time.
- (p) To report to the Board of Trustees.

Constitution

The President
2 Deputy Presidents
5 Past Presidents
2 Ordinary Members of the Board of Trustees

The Chairman of the Committee will be either a Past President or another member of the Committee, appointed by the Board of Trustees for a term of two years.

Quorum

Four

REMUNERATION COMMITTEE

Terms of Reference

- (a) To approve on behalf of the Board of Trustees:
 - (i) The employment contracts, annual salary and remuneration review and any termination agreements for the Chief Executive, his/her immediate subordinates and other key staff. For information purposes the Committee will also receive details of the salaries of the senior management. Whilst the Chief Executive is solely responsible for determining salaries at this level, the provision of such information could be required for due diligence purposes.
 - (ii) Employment policy for all staff, including pension schemes, and any general arrangements for performance related pay.
 - (iii) Annual salary budget changes.
 - (iv) Fees and other remuneration to be paid to any Trustee for any services to the IET (eg honoraria etc); such payments to be declared in the IET's annual accounts.
 - (v) Any offer of a non-executive directorship or other external appointment to the Chief Executive or other senior staff, whether remunerated or not.
- (b) To consider the Chief Executive's recommendations on the treatment of material benefits associated with employment of any member of staff.
- (c) To report to the Board of Trustees. A formal report to be submitted annually for noting by the Trustees. The content of these reports should be broadly based and provide information such as the nature of salary changes and not the salary details of individuals.

Modus Operandi

The Remuneration Committee has delegated powers to take decisions within its terms of reference on behalf of the Board of Trustees and provide it with a summary of them. This summary should address overall salary costs, the objectives agreed for the Chief Executive and Secretary and the senior staff, the bonus (or variable pay) percentages associated, and the assessments when made of performance against those objectives. Trustees may obtain further detail from the Chairman of the Remuneration Committee.

Constitution

President
Senior Deputy President (Chairman)
Junior Deputy President
Honorary Treasurer
Chairman of a Main Board

Quorum

Three

DISCIPLINARY BOARD

Extract from the Bye-laws

33. The Board shall make Regulations to deal with any allegation of improper conduct which may be brought before it. The accused shall have the right to be heard by an independent tribunal, to be represented at any hearing, to cross examine witnesses and to call witnesses on his own behalf, and in all respects the proceedings shall be conducted in accordance with natural justice. Should a member be found by the tribunal to be guilty of improper conduct, the tribunal may order that he be expelled from the IET, suspended from membership of the IET for any period, reprimanded or admonished. The member shall have the right to appeal to an independent tribunal established by the Board. Should such expulsion or suspension result in termination of national professional registration, an appeal may be made to the national regulatory body administering the register of professional engineers on the grounds either that the processes required by the licences held by the IET were not correctly followed or that the refusal was unreasonable or disproportionate.

POLICY PANELS

Terms of Reference

- (a) To provide high-level think-tanks for senior members to work together on neutral territory.
- (b) To provide timely advice and expert input aimed at enhancing the outward-facing role of the IET.
- (c) To recommend how best the IET can meet the needs of members by offering a source of expertise for strategy development.

Constitution

A Chairman appointed by the Board of Trustees
Members appointed by the Policy Panel

COUNCIL

Council Regulation, approved by the Board of Trustees in June 2008

Purpose

1. This Regulation relates to the membership, management and business conduct of the IET Council.

Charter and Bye-laws

2. The terms of reference of Council are stated in the IET Charter and Bye-laws - predominantly Charter Article 9A and Bye-law 85 (approved at the SGM on 17 May 2007). The Council Regulation is subordinate to the Charter and Bye-laws.

Changes to Council Regulation

3. Requests to change the Council Regulation may be made by the Council as a result of a simple majority vote at a Council meeting or by a Proposition at a General Meeting.

4. Changes to the composition and methods of election and appointment may only be approved at a General Meeting; all other changes will be referred direct from the Council to the Board of Trustees for approval.

5. If the Board of Trustees rejects a request by Council to change the Council Regulation, and the Council does not accept this decision, the matter may be resolved by discussion with the Trustees before the next Council meeting. If agreement is not reached the request may be put to a General Meeting.

Approval of Council Regulation

6. This Issue of the Council Regulation was proposed by the Council on 17 May 2007 and approved by the Board of Trustees on 11 June 2007.

Purpose of IET Council

7. The role and responsibility of Council are in Charter clause 9A and Bye-laws clause 85A. Its relationship with the Board of Trustees is in Bye-laws clauses 85B and 85C.

8. Each year, Council will review and contribute to the IET's Strategic and Corporate Plans. It will also review and note the IET's Annual Report and Accounts. Council will provide its own Annual Report to the AGM.

9. Council will monitor the governance of the IET and, in the spirit of continuous improvement, may seek clarifications from the Board of Trustees.

Relationships and Roles

10. A description of the relationships between Council, the Board of Trustees, other Boards and Committees together with purpose and roles is available to all members via the IET website.

Composition

11. To achieve the broadest and most inclusive cross-section of the IET membership, the following general principles will be followed. These principles may only be changed at a General Meeting of the IET.

- Membership of Council is open to all categories of IET membership.
- Whether elected or appointed, members of the IET Council serve in a personal capacity and do not act as delegates representing constituencies.
- More than half of the members of Council will be directly elected.
- An agreed number of the elected members will be:
 - from the Membership at Large
 - from the Geographic Networks
 - from the Technical and Professional Networks
 - resident in the UK
 - not resident in the UK
 - Younger Members
- The remainder of the members of Council will be:
 - Appointed by the Main Boards
 - Past Presidents
 - Trustees
 - Co-opted for specific expertise (if required)

12. Details of the Composition of Council (sources and numbers) are in Appendix A.

13. Council will routinely assess the effectiveness and appropriateness of its Composition and, should it deem necessary, prepare a request for change to be considered at the next relevant General Meeting. Views external to the Council should be made to the Council Chairman and considered by Council.

Election to Council

14. The following method of election will apply. This method can only be changed at a General Meeting of the IET.

15. These criteria apply for all sources of elected members:

- A candidate must be a current member of the Institution and be supported by ten current members.
- The term of service is three years.
- Council members are eligible for re-election from any one source for one subsequent term provided that at least one year shall have elapsed between the expiry of the first term and the start of the second.
- Supporters cannot support more than one candidate.
- Any member will be entitled to vote for a candidate from any source.

16. There are three sources for elected Council members – the Membership at Large, Geographic Networks and Technical & Professional Networks. The Membership at Large and the Geographic Network sources are sub-divided by geography (UK and non-UK) and by age (Younger Member ie 35 and under, and 36 and over).

- **Elected from the Membership at Large** – this source of Council members is for those IET members who are not specifically active in Geographic or Technical & Professional Networks. Any IET member meeting the candidate criteria may be nominated.
- **Elected from the Geographic Networks** – this source of Council members is for those IET members who are specifically active in any Local or Regional Network organisation, eg on committees.
- **Elected from the Technical and Professional Networks** – this source of members is for those IET members who are specifically active in the Technical & Professional Networks organisations, eg on committees.

17. One third of the elected members of Council will retire each year resulting in 22 vacancies to be filled by ballots (see Appendix B for source and number details). The detailed election timetable and process will be published by the Council Secretary. Age, residency and any network activity requirements refer to 1 October in the year of election. Nominations must be delivered to the Chief Executive and Secretary in writing before the published deadline.

18. The election process will be transparent and the full voting figures and calculating sheets of ballots will be published. The ballot will be conducted by Electoral Reform Services Ltd using the Single Transferable Vote method. Members may vote by post or via the internet.

Appointment to Council

19. The following method of appointment will apply. This method can only be changed at a General Meeting of the IET.

20. There are four sources for appointed Council members – Boards, Trustees, Past Presidents and Co-opted.

- **Boards.** Members of Council appointed by the main Boards are appointed annually. They are eligible for re-appointment to a maximum of three consecutive or six non-consecutive years.
- **Trustees.** All Trustees will be ex-officio, non-voting, members of Council. Presence at Council meetings will enable them to gain first hand views of Council business.
- **Past Presidents.** The two most recent Past Presidents will be members of Council. Each will normally be a member of Council for two years.
- **Co-opted.** Council may, if the need arises and at any time, co-opt no more than two IET members with specific expertise required by Council. Co-opted members may be appointed part way through a year and may serve for a maximum of two full years.

21. Council will decide whether to fill any casual vacancies that arise and the method to be followed.

Council Chairman

22. The Chairman and Deputy Chairman of Council will be elected by simple majority vote by the members of Council from their own number. The Chairman and Deputy Chairman of Council cannot be Trustees. Each will be in post for one year. Ordinarily the Deputy Chairman will succeed the Chairman resulting in annual nomination and ballot for Deputy Chairman only. Should, for whatever eventuality, the Deputy Chairman be unable to progress to Chairman then nomination and ballot for both posts will be required. There is no limit to the number of times a Chairman or Deputy Chairman may serve, subject to the term of service and re-election rules that apply to all Council members. The nomination and ballot exercise will be performed before the end of each session of Council.

23. To enable involvement in planning Agendas and the business of Council between meetings, the Chairman and Deputy Chairman of Council will be members of the Council Co-ordination Team.

Frequency of Council Meetings

24. To ensure a satisfactory interactive debate and to elicit regular guidance, Council will meet for a full day three times a year.

Timing of Council Meetings

25. So that its advice can be promptly reported to the Board of Trustees, Council will normally meet two weeks before a meeting of the Board of Trustees.

Quorum

26. The Quorum is one fifth of the Council membership.

Agenda

27. The Council agenda will be managed by a Council Co-ordination Team working as appropriate with the Board of Trustees (seeking specific advice), the IET staff (providing discussion papers), Geographic and Technical & Professional Networks (for strategic issues and membership feedback) and the main Boards and Committees.

Preparation

28. Agenda and papers for Council meetings will be made available no less than 14 days before a meeting. Council members will be encouraged to review material so that meetings can focus on highlights, debate and decision making.

Meeting Process

29. Material will be issued in advance and briefly presented. Meetings will be managed to give full debate resulting in positive conclusions – simple agreement, vote or referral. More complex matters, and those requiring more detailed consideration, will be referred to Working Parties for report back at a relevant Council meeting. The conduct of IET Council meetings will follow the protocol in the Regulation – Conduct of Formal Meetings [*not yet written*]. Any operational issues raised at Council will be directed to the relevant staff member or Board.

Meeting Attendance

30. To maximise familiarity with and contribution to Council business it is expected that members will regularly attend Council meetings and also contribute to debate between meetings. Any member who has not attended three consecutive meetings will be considered to have resigned from Council.

Voting at Council Meetings

31. Council members (with the exception of members from the Board of Trustees – who are non-voting members) will be asked to vote on those items where measurement of support or preference is seen as necessary. However, a broad range of comments on strategic issues should be offered to the Board of Trustees as some matters may not be reducible to a simple proposition for a vote.

Output from Council Meetings

32. Following approval by the Council Chairman, the Council Secretary will forward key items of advice / guidance to the Board of Trustees. Minutes will be placed on the IET website and be accessible in the IET Library.

Feedback

33. The Board of Trustees will provide feedback to the Council on the advice that has been given. To aid understanding of the Board's needs, feedback will be given to each Council meeting.

Development of Institution Strategy

34. Institution strategy will be developed in discussion among the Board of Trustees, Council and the Chief Executive & Secretary. Once agreed, monitoring by Council will be undertaken as a result of reports from the Board of Trustees and the strategy will evolve to take account of relevant developments.

Council Co-ordination Team

35. The Council Co-ordination Team (CCT) will comprise 7 current members of Council, of whom no more than 2 may be Trustees. The Chairman and Deputy Chairman of Council will be members of the CCT.

36. Members will be elected to the CCT for a term of one, two or three years, depending on the unexpired term of their membership of Council. Volunteers and nominations will be sought annually immediately after the Council election results are announced to find members to replace those retiring from the CCT. Should a poll be held, the Single Transferable Vote method will be used. The CCT will elect its chairman from amongst its members. The chairman of the CCT may not be a Trustee.

37. The CCT is charged with the selection of agenda items for each Council meeting, to ensure a focus is kept on strategic matters. It will set up and co-ordinate the efforts of Working Parties as directed by the Council and will act as a focal point for handling Council business between Council meetings. It will communicate mainly by email and meet in advance of each Council meeting.

Council Discussion Forums

38. Between Council meetings, members will be able to contribute to Council business through the Council Discussion Forum. This is promoted as a means of enhancing the speed and efficiency of handling Council activities. Forums will be conducted via the IET website with contributions flagged to members by email. They will be originated by members of the Council Co-ordination Team to pursue specific aspects of Council business and by any Council member. Originators may be requested to report at the next Council meeting. All Council members are encouraged to be active on Forum threads.

Communications

39. Decisions taken at Council will be minuted and Minutes will be placed on the IET website and be accessible in the IET Library.

40. The agenda and minutes of Boards and Committees will be made available to Council members. Associated papers may be requested and, if available, will be provided by the Council Secretary. Email and the IET website will be the primary communications media.

Council Working Parties

41. When the Council initiates Working Parties it will utilise the expertise of Council members and others, as appropriate.

Members' Expertise

42. The expertise of Council members will be utilised when the IET creates Working Parties. Details of such expertise will be held by the IET Staff.

Council Nominations to the Board of Trustees

43. Council members may suggest suitable candidates from their own number as prospective nominees for the Board of Trustees. Any nomination will require ten Council members as supporters. Individual Council members may not propose more than one nominee. Qualified nominations will be recorded as "nominated from Council" on the printed voting papers.

Council Secretary

44. The Council Secretary will be responsible for circulating Agenda and papers, minuting meetings, conducting ballots and all other activities required for the running of the Council.

Appendix A - Composition of Council

Number	Source
12	Elected from the Membership at Large - resident in the UK, over 35
6	Elected from the Membership at Large - resident in the UK, under 36
3	Elected from the Membership at Large - not resident in the UK, over 35
3	Elected from the Membership at Large - not resident in the UK, under 36
12	Elected from Geographic Networks - resident in the UK, over 35
6	Elected from Geographic Networks - resident in the UK, under 36
3	Elected from Geographic Networks - not resident in the UK, over 35
3	Elected from Geographic Networks - not resident in the UK, under 36
18	Elected from Technical & Professional Networks
4	Appointed by Knowledge Management Board
4	Appointed by Membership and Professional Development Board
2	Past Presidents (appointed)
15	Trustees
2	Co-opted (if required)
76	Totals (excluding co-opted and Trustees)
91	Totals (excluding co-opted but including Trustees)
93	Total - overall

Appendix B - Annual Elections

Number	Source
4	Elected from the Membership at Large - resident in the UK, over 35
2	Elected from the Membership at Large - resident in the UK, under 36
1	Elected from the Membership at Large - not resident in the UK, over 35
1	Elected from the Membership at Large - not resident in the UK, under 36
4	Elected from Geographic Networks - resident in the UK, over 35
2	Elected from Geographic Networks - resident in the UK, under 36
1	Elected from Geographic Networks - not resident in the UK, over 35
1	Elected from Geographic Networks - not resident in the UK, under 36
6	Elected from Technical & Professional Networks

KNOWLEDGE MANAGEMENT BOARD

Responsible to the Board of Trustees for the planning and implementation of the IET's knowledge management strategy.

- Provide assurance to the Board of Trustees concerning the effective delivery of strategic programmes as delegated by the Board of Trustees.
- Monitor performance of strategic programmes as delegated by the Board of Trustees.

Terms of Reference

Strategic Advice and Support

- Overseeing the creation of capability to deliver the knowledge management strategy.
- Recommending changes to the IET's knowledge management strategic direction.
- Supporting the development and enhancement of the knowledge management strategy.
- Looking beyond the period of the IET Plan, provide advice that will enable the IET to maintain its position as a world class provider of knowledge products and services.
- Advising on Communities' Policies.

Supporting the Effective and Efficient Delivery of the IET Plan

- Providing input during the creation of the IET Plan, identifying requirements for new initiatives, and the adjustment or cessation of activities.
- Providing assurance to the Board of Trustees that the final draft IET Plan is aligned to their longer range strategic objectives and that they have had the appropriate opportunity to input to the planning process.
- Keeping under review the portfolio of knowledge management products and services to ensure that they are continuing to meet user needs.
- Approving proposals for the establishment of communities and networks, monitoring their performance, and, when appropriate, closing them down.
- Arranging for named lectures and lectures of broad interest outside the programme of the communities and networks.
- Approving proposals for Lifetime Achievement Awards, Innovation Awards and Medals (including the Faraday Medal).

Stewardship, Assurance and Risk Management

- Ensuring that supporting governance and community, member and volunteer groups are co-ordinated, guided, monitored and well motivated to deliver the IET Plan.
- Recommending to the Board of Trustees the creation and dissolution of governance, community, member and volunteer groups which report through the Board.
- Monitoring performance against the IET Plan using KPIs, as defined in the balanced scorecard, and ensuring that progress is being made.
- Providing advice on longer range issues that might impact the effective and efficient delivery of the IET Plan and identifying mitigations.
- In respect of those risks delegated to the Board, operating a risk management process. Identifying and responding to other significant and material risks to the IET's 'licence to operate' and its capability to deliver its long term objectives.
- Providing a process to ensure that Knowledge Management activity, irrespective of where it is delivered, complies with the strategy and IET Plan.

Stakeholder Management

- Operating a process to identify and manage all key stakeholders.
- Identifying key issues and creating an action plan to engage members and other stakeholders both pro-actively and in response to their needs and expectations.
- Ensuring that the portfolio of knowledge management products and services takes full account of the needs of young professionals.
- Liaising with other Boards.

Reporting

The Board is to provide written and/or oral progress reports and assurances to the Board of Trustees at least quarterly, and, in addition, immediately emerging risks or issues that might adversely impact on the delivery of the strategy or IET Plan are identified.

Constitution

- Chairman – appointed by the Board of Trustees from the elected Trustees
- Senior staff member – Director Knowledge Management
- Chairmen of Committees reporting to the Board
- Three Ordinary Members, of whom at least one must be aged less than 30 years at the commencement of his period of office and at least one shall be resident outside the United Kingdom at such time, elected by the membership.
- Three Ordinary Members, of whom at least one must be aged less than 30 years at the commencement of his period of office and at least one shall be resident outside the United Kingdom at such time, appointed by the Board of Trustees.

A Deputy President and the Honorary Treasurer will be ex-officio members of the Board.

The Board may request the Board of Trustees to appoint additional members to ensure the Board has the right balance of skills and knowledge to achieve its task

Any casual vacancies that arise for Ordinary Members of the Board will be filled by appointment for the unexpired period of service. Recommendations of candidates to fill such casual vacancies should be proposed to the Nominations Committee by the Chairman and senior staff member.

Quorum

Five

AWARDS AND PRIZES COMMITTEE

Terms of Reference

Objectives

- (a) To review and develop the portfolio of IET Achievement Awards available, on an annual basis.
- (b) To identify, evaluate and where appropriate support opportunities to create new Achievement awards.

Tasks

- (a) To consider the nominations and make recommendations for the IET Achievement Medals and Certificates and to make recommendations concerning the arrangements and criteria for these awards.
- (b) To consider the nominations and make recommendations for the Young Professionals Achievement Awards and to make recommendations concerning the arrangements and criteria for these awards.
- (c) To oversee the Present Around the World Competition and encourage Local Networks to participate in the competition.
- (d) To approve the winning papers recommended by the Editorial Boards for the Premium Awards and to monitor a public record of the papers.
- (e) To monitor a public record kept of recipients of Faraday Medals and Honorary Fellowships approved by the Trustees.
- (f) To monitor a public record kept of awards and prizes given by IET Local Networks.
- (h) To consider its strategy and operational procedures, and keep them under review.
- (g) To report to the Knowledge Management Board.

Constitution

An appointed Chairman, who should be a Chartered Engineer.

Approximately eight members, two of which should be Young Professionals.

The Committee will meet twice a year, with the option of one further virtual meeting, and its quorum will be five Committee members, including members who had tendered apologies but had submitted their votes in advance.

The normal period of service for an elected or appointed member of any board or committee is three years. For elected members, re-election is only possible after an interval of at least one year. For appointed members, the period of service on a board or committee cannot be extended beyond a maximum of six years. It is customary for one third of the members of a board or committee to retire each year, to ensure a regular turnover. The President is ex officio a member of all boards and committees.

COMMUNITIES RESOURCING COMMITTEE

Terms of Reference

Purpose

1. To oversee, co-ordinate and resource IET community activities; to facilitate communications between all communities around the world and to co-ordinate, guide and support the five Community Committees, other community committees (eg Technical and Professional Network Executive Teams) and other communities which do not have committees.
2. The Communities Resourcing Committee supports all IET communities, whether geographical, technical, demographic (eg age related) or otherwise.
3. The Communities Resourcing Committee will have five Communities Committees reporting to it. They represent the five IET regions: Americas; Asia Pacific; Europe, Middle East and Africa; South Asia and the United Kingdom.

Planning and Resourcing

- (a) Co-ordinate the planning and resourcing of community activities around the world;
- (b) Agree priorities for communities activities with the Knowledge Management Board to be communicated to the Communities Committees as the basis for planning;
- (c) Secure overall funding and other resources for IET communities around the world, including development funds that can be allocated to opportunities and initiatives arising in-year;
- (d) Agree and monitor community KPIs with Communities Committees and promote remedial action where required;
- (e) Allocate funding and other resources to the five Communities Committees for distribution by them to the communities in their region and to other IET communities (eg Technical and Professional Networks);
- (f) Evaluate initiatives and opportunities generated by inter-regional communities in-year and allocate development funding as appropriate;

Communications

- (g) Develop, maintain and promulgate guidelines and best practice to Communities Committees, other community committees and other communities which do not have committees as appropriate;
- (h) Receive input and advice on community issues from the five Communities Committees and provide input and advice to the Knowledge Management Board as appropriate;
- (i) Ensure that communities issues and input are communicated to other governance bodies effectively;
- (j) Propose changes to IET products and services to the Knowledge Management Board and the Membership and Professional Development Board as applicable;
- (k) Report to the Knowledge Management Board;

Supporting Communities Activities

- (l) The Communities Resourcing Committee will co-ordinate, guide and support the five Communities Committees, other community committees and other communities which do not have committees to:
 - (i) Proactively review the programme of communities activities to highlight gaps in coverage to the communities;
 - (ii) Enable a more integrated approach between communities around the world (eg between Local Networks and Technical and Professional Networks);
 - (iii) Identify required community tools and facilities;
 - (iv) Make recommendations regarding the creation, closure, merger or re-focus of Local Networks, Technical and Professional Networks and other formal communities to the Knowledge Management Board as deemed necessary, taking into account any recommendations received from the Communities Committees and other communities;
 - (v) Resolve difficult communities issues, as required.

Constitution

4. The Communities Resourcing Committee should be constituted of thirteen members, including a Chairman, appointed by the Knowledge Management Board and a Senior Staff Member.
5. The Chairmen of each of the five Communities Committees.
6. Three members, who must be actively involved in one or more IET communities, elected from and by the membership of IET communities. At least one of these three members should be under the age of 30 at the time of their election.
7. Three members, who must be actively involved in one or more IET communities, appointed by the Knowledge Management Board. At least one of these three members should be under the age of 30 at the time of their election.
8. The Communities Resourcing Committee will meet virtually on a regular basis (around monthly) for short meetings and may require one or two physical meetings, including in July for annual budget allocations.

COMMUNITIES COMMITTEE

Terms of Reference

Purpose

1. To support communities activities in the region; to facilitate effective communication between communities in the region and the sharing of best practice on community matters.
2. The Communities Committee supports all IET communities in the region, whether geographical, technical, demographic (eg age related) or otherwise.

Planning and Resourcing

- (a) Co-ordinate the planning of community activities in the region and advise the Communities Resourcing Committee on allocation of resourcing to the region.
- (b) Agree and monitor community KPIs with the Communities Resourcing Committee and promote remedial action where required.
- (c) Allocate funding and other resources to communities in region (total regional fund allocated to the region by the Communities Resourcing Committee).

Supporting Communities Activities

- (d) Build and maintain excellent relationships with all communities in the region (local, technical and otherwise).
- (e) Proactively review the programme of communities activities to highlight gaps in coverage to the communities.
- (f) Enable a highly integrated approach between communities in region (eg between Local Networks and Technical and Professional Networks).
- (g) Identify required community tools and facilities.
- (h) Reinvigorate existing communities activities in the region where required.
- (i) Make recommendations to the Communities Resourcing Committee regarding the creation, closure, merger or re-focus of Local Networks, Technical and Professional Networks and other formal communities.
- (j) Ensure that the needs of Young Professionals in region are reflected in the portfolio of communities activities in the region.
- (k) Increase member participation in other 'non-community' IET activities (eg submissions to IET journals, school fairs, candidates for prizes).
- (l) Increase membership and registration in region.
- (m) Identify high profile and influential individuals in the region to act as thought leaders and ambassadors for the IET.
- (n) Encourage more members to volunteer.

- (o) Recommend nominees for IET Boards and Committees.
- (p) Ensure that volunteers are well motivated and equipped to deliver the IET Plan.
- (q) Resolve difficult community issues.
- (r) Collaborate with local professional bodies and other relevant organisations on communities activities as appropriate.
- (s) Ensure that all activities are appropriate, in accordance with the Royal Charter and Bye-laws and the Regulations of the IET, and uphold the highest standards of ethical and professional behaviour.

Communications

- (t) Share best practice between communities (both within country and between countries in the region).
- (u) Ensure that the IET keeps abreast of cultural issues in region to avoid acts that might prejudice the interests of the IET.
- (v) Provide input and advice on communities issues from members in the region to the Communities Resourcing Committee.
- (w) Communicate effectively with members in the region, including those not catered for by a Local Network, around the IET Strategy and Plan, as well as other items as appropriate.
- (x) Raise awareness of the IET in the region with a view to growing the membership base.
- (y) Propose changes to IET products and services to the Communities Resourcing Committee for communication to the Knowledge Management Board and the Membership and Professional Development Board as applicable.
- (z) Report to the Communities Resourcing Committee.

Constitution

3. The Committee should be constituted of at least eight members.
 - (a) Chairman appointed by the Communities Resourcing Committee.
 - (b) Senior Staff Member.
 - (c) Three Ordinary Members resident in the region, of whom at least one must be aged less than 30 years at the commencement of his period of office, should be elected by the membership of the region.
 - (d) Three Ordinary Members resident in the region, of whom at least one must be aged less than 30 years at the commencement of his period of office, should be appointed by the Communities Resourcing Committee based on proposals from the Committee.
 - (e) The Chairmen of any Sub-Committees that report to the Committee, ex officio.
4. To ensure the interests of all types of communities (technical, geographical, demographic etc) within the region are represented, the Committee will appoint members to complement the competences and interests of the elected members of the Sub-Committee.

5. The Chairman of the Committee will be an ex-officio member of the Communities Resourcing Committee.

6. The number of meetings required by each Committee will vary, but all Committees should make effective use of technology to conduct as much business as possible virtually. In addition it is expected that Committees will wish to meet physically, up to a maximum of three times per year.

LECTURE COMMITTEE

Terms of Reference

Objectives

- (a) To promote the image of the IET and the profession through the planning of a high quality lecture series in accordance with IET Strategy.
- (b) To take special responsibility for the arrangements for the nine lectures that form the Prestige Lecture Series.
- (c) To work with the Event Production Team to identify topics and speakers, consider any speaker proposal from the Event Production team and nominate speakers for the Prestige Lecture series.
- (d) To select speakers from nominations for the Prestige Lecture series.
- (e) To regularly review the topic coverage of the Prestige Lecture series and the broader range of Named and non-named lectures and make any necessary adjustments.
- (f) To consider any other related matters referred to the Lecture Committee by the Knowledge Management Board.
- (g) Working with the Group Manager, Event Services to keep under review the business and financial processes of the Events Production & Services department in relation to lectures.
- (h) To engage and inform decision makers or other high-level non-members.
- (i) To keep abreast of the needs and expectations of the wider IET membership and to seek to engage members in an effort to improve and develop the Prestige Lecture Series.

Tasks

- (a) To consider all matters relevant to the IET's overall programme of lectures.
- (b) To work with the Event Production and Services Department on speakers and topics.
- (c) To determine the metrics for evaluating the success or otherwise of individual events.
- (d) To receive for comment summaries of post-lecture reports to monitor the quality of the Prestige Lecture Series and take any necessary action.
- (e) To review the success or otherwise of individual events and of the programme as a whole, and to ensure the series conforms with IET strategy.
- (f) To report to the Knowledge Management Board.

Constitution

The Lecture Committee should ideally reflect the scope of the Prestige Lectures and shall be constituted of at least:

A Chairman, appointed by the Knowledge Management Board.

Up to ten ordinary members, reflecting the audiences and interests of the IET as identified in the IET Strategy.

The immediate past-chairman of the Lecture Committee will be one of the ordinary members. At least two ordinary members will be a young professional aged less than 30 at the time of appointment.

The Committee may have a maximum of eleven members in total.

Membership of the Committee is by invitation (based on suggestions from the existing committee members, and/or IET staff) and members of the Committee should be approved by the Knowledge Management Board.

The normal period of service for a member of any Board or Committee is three years. The period of service on the Lecture Committee should not be extended beyond a maximum of six years. In exceptional circumstances members may be retained on an annually renewable basis after a six year period of service.

There shall be a Chairman and Vice Chairman; however the Vice Chairman does not automatically become the Chairman when that position becomes vacant.

The Committee is supported by IET staff including: Group Manager, Event Services; Event Assistant, Event Services (for minute taking).

SECTOR STEERING COMMITTEE

Terms of Reference

Objectives

1. Reporting to the Knowledge Management Board, the Sector Steering Committee will:
 - (a) Co-ordinate the work of the Sector Teams in order to:
 - (i) share good practice
 - (ii) promote cross-sector activity
 - (iii) provide a consistent approach to delivery of the sector strategy as far as is appropriate
 - (b) Act as a conduit for the Sector Teams to:
 - (i) provide input to the IET's strategic direction
 - (ii) promote sector focus in the business planning and budgeting process
 - (iii) advise on risks to the delivery of the sector strategy
 - (iv) report on sector performance

Constitution

2. The following shall be members of the Sector Steering Committee:
 - (a) Sector Chairmen (members)
 - (b) Sector Heads (staff members)
 - (c) Head of Sectors and Communities (Senior Staff Member)
3. The Sector Steering Committee will nominate a chairman from amongst the Sector Chairs.
4. The Chairman of the Sector Steering Committee shall be ex officio a member of the Knowledge Management Board.
5. Where the Chairman of the Sector Steering Committee is unable to attend a meeting of the Knowledge Management Board s/he shall nominate another Chairman to attend on her/his behalf.

Operation

6. The Sector Steering Committee will meet virtually with such frequency as is necessary. Up to three physical meetings shall be held per annum. Additional physical meetings may be held by exception.

Quorum

7. Not fewer than three Sector Chairmen.

TECHNICAL AND PROFESSIONAL NETWORKS COMMITTEE

Terms of Reference

To be confirmed.

WIRING REGULATIONS POLICY COMMITTEE

Terms of Reference

- (a) To advise the IET on technical and policy issues relating to BS7671 and BS8450; fixed electrical installations in buildings, ships and offshore and on related matters.
- (b) To provide advice on policy issues when the IET is asked to consult on government proposals relating to these issues.
- (d) To provide a forum for members to form a consensus view on particular technical and policy matters which may then be promulgated as the official IET view on JPEL/64.
- (e) To report to the Knowledge Management Board.

Constitution

Chairmen of JPEL/18 and JPEL/64 (ex-officio)
IET Chief Electrical Engineer
Head of the IET Technical Standards Department
A representative of HSE

A further ten members are to be appointed from:

- Eight representatives from JPEL/64* (representing the IET on that committee)
- Two members from JPEL/18

All members of the Committee shall be members of the IET. All members and the Chairman shall have knowledge and experience of electrical installation.

There will be a fixed term appointment of three years, which may be renewed no more than once. The Committee shall normally meet three times per year.

Members and the Chairman will be selected by the Technical Standards Department and approved by the Knowledge Management Board. Members will be advised by the Technical Standards Department when their term of office is due to expire.

There shall be a group of emeritus advisors to the Wiring Regulations Policy Committee, which will meet on an ad hoc basis at the behest of the IET Chief Electrical Engineer.

*Note: The IEE/BSI agreement allows up to eight IET representatives on JPEL/64.

MEMBERSHIP AND PROFESSIONAL DEVELOPMENT BOARD

Responsible to the Board of Trustees for oversight of the IET's portfolio of membership and professional development products and services.

- Provide assurance to the Board of Trustees concerning the effective delivery of strategic programmes as delegated by the Board of Trustees.
- Monitor performance of strategic programmes as delegated by the Board of Trustees.

Terms of Reference

Strategic Advice and Support

- Overseeing the execution of the IET Strategy in respect of membership and professional development products.
- Recommending changes to strategic direction of the IET's membership and professional development products, including advising the Board of Trustees regarding the setting of subscription fees and on membership and LN policy.

Supporting the Effective and Efficient Delivery of the Corporate Plan

- Providing input during the creation of the IET Plan, identifying requirements for new initiatives, and the adjustment or cessation of activities.
- Providing assurance to the Board of Trustees that the final draft Corporate Plan is aligned to their longer range strategic objectives and that the Membership and Professional Development Board has had the appropriate opportunity to input to the planning process.
- Keeping under review the portfolio of membership and professional development products and services to ensure that they are continuing to meet user needs.
- Developing strategies for the member-led recruitment and retention of members, and ensuring efficient and effective implementation.
- Ensuring the IET meets the regulatory requirements for the award of professional registration qualifications.
- Making nominations and approving recommendations for Scholarships, Prizes and Young Professional competition awards.
- Provide assurance to the Board of Trustees concerning the effective delivery of strategic programmes as delegated by the Board of Trustees.

Stewardship, Assurance and Risk Management

- Recommending to the Board of Trustees the creation and dissolution of governance, and other groups which report through the Board.
- Monitor performance using KPIs, as defined in the IET Plan, and ensuring that progress is being made.
- Providing advice to the Board of Trustees, Global Operations Board and the staff on longer range issues that might impact the effective and efficient delivery of the IET Plan, identifying suggestions for mitigating action.
- Ensuring effective risk management plans are in place for those risks delegated to the Board, in accordance with the IET's risk management process. Identifying and responding to other significant and material risks to the IET's 'licence to operate' and its capability to deliver its long term objectives.
- Monitor performance of strategic programmes as delegated by the Board of Trustees.

Stakeholder Management

- Operating a process to identify and manage all key Membership and Professional Development stakeholders.
- Identifying key issues and creating an action plan to engage members and other stakeholders both pro-actively and in response to their needs and expectations.
- Ensuring that the portfolio of membership and professional development products and services takes full account of the needs of young professionals.
- Liaising with other Boards.

Reporting

The Board is to provide written and/or oral progress reports and assurances to the Board of Trustees at least quarterly, and, in addition, immediately emerging risks or issues that might adversely impact on the delivery of the strategy or IET Plan are identified.

Constitution

- Chairman – appointed by the Board of Trustees from the elected Trustees
- Senior staff member – Director Membership and Professional Development
- Chairmen of Committees reporting to the Board
- Three Ordinary Members, of whom at least one must be aged less than 30 years at the commencement of his period of office and at least one shall be resident outside the United Kingdom at such time, elected by the membership.
- Three Ordinary Members, of whom at least one must be aged less than 30 years at the commencement of his period of office and at least one shall be resident outside the United Kingdom at such time, appointed by the Board of Trustees.
- One registered member from each level of the Engineering Council register, appointed by the Board of Trustees.

A Deputy President and the Honorary Treasurer will be ex-officio members of the Board.

The Board may request the Board of Trustees to appoint additional members to ensure the Board has the right balance of skills and knowledge to achieve its task.

Any casual vacancies that arise for Ordinary Members of the Board will be filled by appointment for the unexpired period of service. Recommendations of candidates to fill such casual vacancies should be proposed to the Nominations Committee by the Chairman and senior staff member.

Quorum

Five

CHINA DEVELOPMENT PANEL

Terms of Reference

Purpose

1. To act as a development panel to China on matters relating to work of the IET in that particular country.

Scope

2. Provide advice and support to IET entities in the region on the implementation of the IET's strategies in China.

3. To assist the IET in the implementation of the IET's strategies in China by:

- (a) Promoting the IET and its activities to members and non-members;
- (b) Encouraging more people to engage with the IET and its activities;
- (c) Maintaining excellent relationships with engineers and technicians in their region;
- (d) Facilitating and supporting relationships between the IET and government, industry, academia, the media, and appropriate professional institutions and regulatory bodies within the region;
- (e) Bringing to the attention of the IET any relevant emerging issues;
- (f) Reviewing and make recommendations about future IET products and activities.

Operation

4. The Development Panel will meet physically at least once per year within the country it is representing, with additional business being conducted virtually or at ad hoc meetings.

5. A member of the Development Panel, nominated by the Senior Staff Member and Chairman, may be invited to attend the Membership and Professional Development Board, in order to provide effective communications between the country development panel and the Board. This will be especially useful for agenda topics requiring specialist country insight.

Constitution

Chairman (appointed by the Membership and Professional Development Board).

Senior Staff Member, who will be the relevant Country Head.

8-12 members, drawing upon the IET membership wherever possible and appropriate but not exclusively. These will be appointed by the Membership and Professional Development Board on the advice of the IET's Head of International Operations and local staff and volunteers.

Members of the Panel should be chosen for their knowledge, experience and influence in the range of IET strategic activities within the particular country.

The Chairman and members will be initially appointed for a 2 year term. As appropriate new members should be regularly added with existing members leaving the panel to ensure a continual flow of new subject expertise, information and ideas.

Quorum

Half the members plus one.

FELLOWSHIP COMMITTEE

Terms of Reference

To be confirmed.

INDIA DEVELOPMENT PANEL

Terms of Reference

Purpose

1. To act as a development panel to India on matters relating to work of the IET in that particular country.

Scope

2. Provide advice and support to IET entities in the region on the implementation of the IET's strategies in India.

3. To assist the IET in the implementation of the IET's strategies in India by:

(g) Promoting the IET and its activities to members and non-members;

(h) Encouraging more people to engage with the IET and its activities;

(i) Maintaining excellent relationships with engineers and technicians in their region;

(j) Facilitating and supporting relationships between the IET and government, industry, academia, the media, and appropriate professional institutions and regulatory bodies within the region;

(k) Bringing to the attention of the IET any relevant emerging issues;

(l) Reviewing and make recommendations about future IET products and activities.

Operation

4. The Development Panel will meet physically at least once per year within the country it is representing, with additional business being conducted virtually or at ad hoc meetings.

5. A member of the Development Panel, nominated by the Senior Staff Member and Chairman, may be invited to attend the Membership and Professional Development Board, in order to provide effective communications between the country development panel and the Board. This will be especially useful for agenda topics requiring specialist country insight.

Constitution

Chairman (appointed by the Membership and Professional Development Board).

Senior Staff Member, who will be the relevant Country Head.

8-12 members, drawing upon the IET membership wherever possible and appropriate but not exclusively. These will be appointed by the Membership and Professional Development Board on the advice of the IET's Head of International Operations and local staff and volunteers.

Members of the Panel should be chosen for their knowledge, experience and influence in the range of IET strategic activities within the particular country.

The Chairman and members will be initially appointed for a 2 year term. As appropriate new members should be regularly added with existing members leaving the panel to ensure a continual flow of new subject expertise, information and ideas.

Quorum

Half the members plus one.

MEMBERSHIP AND PROFESSIONAL DEVELOPMENT ADVISORY PANEL

Terms of Reference

To be confirmed.

PROFESSIONAL DEVELOPMENT ADVISORY COMMITTEE

Terms of Reference

Purpose

To act as an advisory committee to the IET on matters relating to professional development and:

Scope

- (a) To review and develop existing professional development policies for engineers at all career stages, ensuring that they meet the needs of IET members and industry and take into account the effect of external influences eg Government policies; compatibility with the policies of partner institutions; Engineering Council and its successor bodies, or other regulatory body requirements.
- (b) To ensure that the policies are formulated in such a way that they can be implemented and communicated cost effectively.
- (c) To advise on products and services that IET should provide to support professional development for all members, and monitor their effectiveness.
- (d) To maintain links with other IET committees and bodies to ensure effective communication, joint working and awareness of key issues across the Institution.
- (e) To nominate members for other, ad hoc panels and working parties as necessary (including the Professional Development Partnership).

Operation

The Panel will meet once per year with additional business being conducted virtually or at ad hoc meeting.

Constitution

Chairman (appointed by and represented on Membership and Professional Development Board)

A representative of the Programmes Group and/or Professional Development Operations Committee

A representative of the Endorsement Panel

A representative of the Registration and Standards Committee

Plus other members selected for their knowledge and experience of current good practice in professional development, with volunteer membership capped at ten.

Quorum

Half the members plus one.

QUALITY ASSURANCE COMMITTEE

Terms of Reference

Purpose

This body has been given responsibility by the Membership and Professional Development Board for the Quality Assurance of the Professional Engineer Registration and related processes (including Fellowship and the IT qualification).

Scope

- (a) Annual audit of Registration procedures which is part of the licensing conditions of the IET set by the Engineering Council.
- (b) Risk-based quality control (QC) review of Registration operations aiming for continuous improvement.

Responsibilities

Annual Audit

- (a) Annual audit of registration procedures and identification of items of non-compliance (by active members).
- (b) Preparation and submission of an annual report to the Membership and Professional Development Board.
- (c) Meet the requirements of the Engineering Council for Quality Assurance of the Registration processes on behalf of the Membership and Professional Development Board.
- (d) Review QA needs of future qualifications developments.

QC Review

Monitor and report on results of QC review process on behalf of Membership and Professional Development Board

Operation

Annual Audit

- (a) Independent of the operational committee, ie Registration & Standards Committee.
- (b) Staff resource is allocated to support the annual activity.

QC Review

- (a) Risk-based QC review to become part of department procedures.
- (b) IET Internal Audit Manager is available as a resource.

Constitution

Chairman appointed by Membership and Professional Development Board who is or will become a member of Membership and Professional Development Board (endorsed by Nominations Committee).

Four other IET professionally registered members with experience in one or more of the volunteer roles (appointed/endorsed by Membership and Professional Development Board)

Members cannot be members of the Registration and Standards Committee, although they can be active in registration activities.

REGISTRATION AND STANDARDS COMMITTEE

Terms of Reference

Purpose

The supervision of the assessment of applications for Fellowship, registration, accreditation and approvals on behalf of the Membership and Professional Development Board, and the development and maintenance of the benchmark standards against which individuals and schemes are assessed.

Scope

- (a) Award of CEng, IEng, EngTech and ICT *Tech* registration and other qualifications offered by the IET.
- (b) Award of FIET.
- (c) Accreditation of University Programmes.
- (d) Accreditation of Employer Professional Development schemes.
- (e) Approval of programmes of further learning or training for registration.

Responsibilities

The Registration and Standards Committee is responsible for:

- (a) recommending to the Engineering Council successful applications for professional registration.
- (b) defining and upholding the standards of qualifications awarded by the IET.
- (c) developing case law and setting precedents to assist the assessment process.
- (d) monitoring and advising on all accreditation activities related to registration.
- (e) integrating the volunteer activities contributing to registration.
- (f) approving guidelines used in assessing the competence of applicants for professional registration and other qualifications.
- (g) advising on guidance for applicants.
- (h) advising on the development and use of tools and methods to improve the registration experience for applicants.
- (i) defining and implementing the appeals procedure.
- (j) reporting to the Membership and Professional Development Board.

Operation

The Committee will deliver its responsibilities through the work of the Registration and Programmes Groups and the Assessment and Advisory Activities.

A quorum comprised of a minimum number of five Registration and Standards Committee Members, including the Chairman, shall be present at each meeting to conduct the business of that group.

Constitution

Chairman appointed by Membership and Professional Development Board.

Vice Chairman chosen by the Committee.

Registration and Programme Group Leaders.

Three lay members appointed by Membership and Professional Development Board.

Observers and Co-opted Members

Observers as required by the Engineering Council.
Further members may be co-opted as necessary.

Notes

- (a) Registrants from at least two sections of the Engineering Council register should be represented on the Registration and Standards Committee.
- (b) Lay members need not be registrants.
- (c) Decisions relating to individual assessment of candidates for registration will be made only by persons who are themselves registrants.

ACADEMIC ACCREDITATION COMMITTEE

Terms of Reference

- (a) To develop, implement and review policies and procedures for the accreditation of academic programmes that either contribute to, or satisfy, the current and future educational requirements for Chartered and Incorporated Engineers.
- (b) To approve reports of visits to review academic programmes for accreditation and make decisions thereon with delegated authority.
- (c) To advise IET staff on the appointment of a team of Accreditors who are drawn from industry and academia, and on the schedule of accreditation visits.
- (d) Within the strategic remit of the IET, to contribute to the development of Higher Education both nationally and internationally.
- (e) To report to the Programmes Group.

Constitution

Chairman who shall be a Registered Engineer and who should also represent the Academic Accreditation Committee on the Registration and Standards Committee.

Not fewer than 15 other members all of whom shall be Registered Engineers.

Members of the Committee are selected to include persons from industry and Higher Education Institutions.

An Observer appointed by the following Institutions, if not a member in another capacity:

British Computer Society
Engineering Council

Quorum

The Committee will meet as frequently as necessary to conduct its business and its quorum will be one third of Committee members plus one.

Period of Service

The normal period of service for an elected or appointed member of any Board or Committee is three years. For elected members, re-election is only possible after an interval of at least one year. For nominated members, the period of service on a Board or Committee cannot be extended beyond a maximum of six years. It is customary for one third of the members of a Board or Committee to retire each year, to ensure a regular turnover.

REGISTRATION GROUP

Terms of Reference

Purpose

The operational responsibility for the assessment of applications for registration on behalf of the Qualifications Board and Registration and Standards Committee and the maintenance of the benchmark standards against which individuals are assessed.

Scope

- (a) Award of CEng, IEng, ICT *Tech* and EngTech registration.
- (b) Award of other professional qualifications offered by the IET.

Responsibilities

The Registration Group has delegated responsibility from the Registration and Standards Committee for:

- (a) recommending to Engineering Council successful applications for professional registration;
- (b) contributing to the development of case law and setting precedents to assist the assessment process;
- (c) contributing to the development of volunteer activities that contribute to registration;
- (d) contributing to the development of guidelines used in assessing the competence of applicants for professional registration and other qualifications;
- (e) contributing to the development of advice and guidance for applicants;
- (f) contributing to the development and use of tools and methods to improve the registration experience for applicants,

Operation

The Registration Group will deliver its responsibilities through the work of the Registration and Standards Department staff, as well as Members and Volunteers involved in the registration assessment process and other Assessment and Advisory Activities, as delegated by the Registration and Standards Committee.

Constitution

Chairman appointed by Registration and Standards Committee.
Vice Chairman chosen by Registration and Standards Committee.
Three lay members appointed by Registration and Standards Committee.

Observers and Co-opted Members

Observers as required by Engineering Council.

Further members may be co-opted as necessary.

Notes

Registrants from at least two sections of the Engineering Council register should be represented on the Registration Group.

Lay members need not be registrants.

Decisions relating to individual assessment of candidates for registration will be made only by persons who are themselves registrants.

SCHOLARSHIPS COMMITTEE

Terms of Reference

- (a) To consider and make recommendations for the award of undergraduate and postgraduate scholarships and to make recommendations concerning the arrangements and criteria for these awards.
- (b) To consider nominations from educational establishments and make recommendations for the award of the IET Prizes, the IET Manufacturing Engineering Student Prizes, and to make recommendations concerning the arrangements and criteria for these awards.
- (c) To consider and make recommendations for the award of IET travel awards.
- (d) To report to the Membership and Professional Development Board.
- (e) To consider its strategy and operational procedures, and keep them under review.

Constitution

An appointed Chairman, who should be a Chartered Engineer.

Approximately ten members appointed by the Membership and Professional Development Board.

The Committee should include a member with experience of the Scottish Education System together with a representative from industry.

Quorum

The Committee will meet three times a year and its quorum will be five Committee members, including members who had tendered apologies but had submitted their votes in advance.

Length of Service

The normal period of service for an elected or appointed member of the Scholarships Committee is five years. For elected members, re-election is only possible after an interval of at least one year. For nominated members, the period of service on the Scholarships Committee cannot be extended beyond a maximum of eight years. It is customary for one third of the members of the Scholarships Committee to retire each year, to ensure a regular turnover.

YOUNG PROFESSIONALS FORUM

Terms of Reference

The purpose of the Young Professionals Forum (YPF) is to provide a channel to coordinate Young Professional (YP) input and influence into all IET activities, with particular focus on YP activities.

The YPF is responsible for:

- (a) recommending to the Board of Trustees, Main and Regional Boards and reporting Committees, as appropriate, how best the IET can meet the needs of YPs by providing a source of expertise for strategy development;
- (b) ensuring that best practice is shared between Younger Members Sections at global, regional and local level;
- (c) distributing ideas generated by the Young Professionals Community for relevant products, services and activities to the appropriate IET Board, Committee or Department;
- (d) escalating to the appropriate IET Board, Committee or Department, issues that are perceived by YPs to inhibit YP engagement with, or participation in, the IET;
- (e) additionally, members of the YPF who are not currently serving on IET Boards and Committees are responsible for mentoring and supporting those YPs currently serving on IET Boards and Committees.

Constitution

All YPs elected or appointed to the Board of Trustees, the three Main Boards and their reporting Committees, the five Regional Boards and Council, including those occupying positions not reserved for YPs.

All members of the Young Professionals Co-ordination Team (YPCT).

All former elected or appointed YP honorary position holders (including YPCT members) who have completed their term of office within the past two years.

YOUNG PROFESSIONALS CO-ORDINATION TEAM

Terms of Reference

The primary objective of the Young Professionals Coordination Team (YPCT) is to ensure that all Young Professional (YP) relevant channels within the IET remain open and effective. This will be achieved by managing and driving the Young Professionals Community (YPC) and through supporting and coordinating other members of the Young Professionals Forum (YPF).

The YPCT will:

- (a) drive the creation of a global community of Young Professionals (YP);
- (b) maintain a dedicated focus on all YP based activities across the IET;
- (c) maintain a sound awareness and knowledge of the state of YP engagement across the IET and of the YP participants contributing to that engagement;
- (d) identify and co-ordinate YP activities that fall outside the formal governance structure;
- (e) encourage and motivate YPs such that all YP reserved positions are allocated and filled with adequately and appropriately skilled YPs;
- (f) provide a youthful ambassadorial role for the IET where appropriate;
- (g) support YPs on Boards and reporting Committees so that they can maintain a focus on matters of their respective Board or Committee while remaining aware of YP input on matters of the other Boards and Committees;
- (h) organise a global challenge every three years in order to retain freshness and to always be challenging a new set of YPs;
- (i) maintain the pipeline of competent and appropriately trained YPs coming into, and progressing on through, the IET governance structure;
- (j) coordinate the development of interactive online training for Younger Member Section committee members;
- (k) coordinate the provision of adequate levels of training for active YPs throughout the IET;
- (l) collate the views of the YPC into formal proposals to be fed into the relevant area of the IET through the YPF.
- (m) promote YP participation in IET governance by encouraging YPs to support candidates and/or stand for election or appointment to IET Boards and Committees, and to encourage YPs to vote in elections;
- (n) identify suitable YPs to participate in the delivery of IET products, services and activities;
- (o) provide a focus for contact and interaction with other YP communities outside the IET;
- (p) provide a channel to identify where YP input would be valuable within the IET;
- (q) consider any matters referred to it by the Board of Trustees.

Constitution

5 Young Professionals (at least two of whom to be resident outside the UK at the commencement of their period of office)
Director of Governance & Policy

Notes

- (a) The YPCT will be proactively supported by a YP Community Manager.
- (b) To be eligible for election to the YPCT, a YP should have, within the previous two years:
 - (i) completed a term of office on an IET Board, Committee or Council, or,
 - (ii) held an executive role in a Technical and Professional Network Executive Committee, Younger Members Section or Local Network Committee. It is preferred that one or more executive roles have been held for a period of three years to coincide with the term of office above.
- (c) YPs elected to the YPCT will not concurrently be office holders on any IET Board or reporting Committee, or Council, nor shall they concurrently hold an executive position on a Technical and Professional Network Executive Committee, Younger Members Section or Local Network Committee.
- (d) Members of the YPCT will be elected by the YPF, for a term of three years.
- (e) A chairman will be elected by the YPF from amongst the members of the YPCT for a term of two years, followed by a year as past chairman. Where election as chairman occurs part-way through the individual's term of appointment to the YPCT, the overall term will be adjusted accordingly.
- (f) The under-30 age constraint applied to YP designated positions on constituted Boards and Committees does not apply to the YPCT.