

## Institution of Engineering and Technology

### REGULATIONS – TERMS OF REFERENCE OF BOARDS AND COMMITTEES

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## **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 and Risk Process Committee
  - Finance and Investment Committee
  - Remuneration Committee
  - Nominations and Succession Committee
  - Disciplinary Board
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 and Risk Process 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:
  79. 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.

80. The resolution making that delegation shall specify those who shall serve on such committee.
81. 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.
82. 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.
83. Groupings of members, based on territory, knowledge or special interest may be established or disestablished. These groupings shall be established, constituted or disestablished, 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 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.

#### **Confidentiality of Board and Committee Papers**

10. The Institution of Engineering and Technology (IET) prides itself on being an open and inclusive organisation. It follows that the governance of the IET should be as open as possible, subject to issues of commercial or personal sensitivity. Board and Committee papers are presumed to be open unless classified as confidential in accordance with this policy.

11. Confidentiality may be required to protect individuals or be required to protect information of potential or actual commercial use to competitors, suppliers or customers. Documents may be classified as Open or Private and Confidential.

12. Papers marked Private and Confidential are private to the Board or Committee to whom the paper is addressed and to any higher reporting Board or Committee. For example, papers which are Private and Confidential to the Knowledge Services Board may automatically be passed to the Board of Trustees, to which it reports. However, the same paper would not automatically be released to Committees which report to the Knowledge Services Board, such as the Communities Resourcing Committee without the specific agreement of the Board. Boards and Committees should therefore consider when it would be helpful to share confidential papers with other parts of the Institution and give specific directions for the release of such papers.

13. Where the following is contained within the document, it should be marked Private and Confidential:

- Personal data: The paper contains personal data relating to an individual. It is important that such information is not disclosed as it may breach Data Protection requirements;
- Staffing matters: Personnel matters, personal information or matters of a management, planning or forecasting nature, relating to staff. These should not be made available outside the Board or Committee as this may breach IET procedures or legislative requirements relating to staff;
- Information relating to negotiations, commercial or otherwise, where disclosure could prejudice the IET's position, or could prejudice future negotiations of a similar nature;

- Information about spending estimates where such information may benefit a supplier, contractor or other organisation to the potential detriment of the IET;
- Details about a complaint concerning an individual or group of individuals, including members, volunteers and staff as this may prejudice any investigation and could also disclose personal data;
- Information which has been supplied in confidence by a third party or would result in such supply as this would breach the trust of the third party;
- It concerns legal advice or Counsel's Opinion, or is otherwise covered by legal professional privilege or concerns active legal proceedings;
- Information which if made available might create a risk of action for libel, slander or contempt;
- Information the disclosure of which would be prejudicial to the engineering profession as a whole;
- It relates to minutes of or the proceedings or business of a committee or other group which has been marked Private and Confidential by that Board or Committee;
- Information which if disclosed may result in premature publicity of courses of action that may not, in the end, be followed;
- Information from a contract which contains a confidentiality clause;
- Any other matter which the Board or Committee considers appropriate in the particular circumstances. The Board or Committee should consider carefully that it is in the interests of the IET to mark a document Private and Confidential under this paragraph as most situations would fall under the paragraphs above.

14. Decisions about the classifications of documents are made by Board and Committee Chairs in consultation with Board and Committee Secretaries. The paper should note the reason why the paper has been marked as Private and Confidential.

15. Papers which are not marked Private and Confidential may be provided to any party on request. Papers marked Private and Confidential may only be released as described in paragraph 3 above or on the express authority of the Board, Committee or Council. Boards, Committees and Council may decide to change the classification of a paper, including changing a paper to an Open classification after it has been considered.

## **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**

56. The Board shall consist of:
- the President;
  - two Deputy-Presidents;
  - six Vice-Presidents;
  - six ordinary members;
  - the Past President (subject to Bye-law 66):
    - of whom at least two Trustees must be aged less than 36 years at the commencement of their period of office and, if such persons are not also resident outside the United Kingdom, at least one other Trustee shall be resident outside the United Kingdom at such time; and
    - any person(s) co-opted to the Board pursuant to Bye-law 67.
57. The office of a member of the Board shall be honorary and without remuneration.
58. Any question of doubt or difficulty as to eligibility for, or retirement from, membership of the Board shall be decided by the Board.
59. 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.
60. 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**

76. 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.
77. 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.
78. 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 56-60, 76-78.

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 Ordinary Members;
- The Past President (subject to Bye-law 66);
- of whom at least two Trustees must be aged less than 36 years at the commencement of their period of office and, if such persons are not also resident outside the United Kingdom, at least one other Trustee shall be resident outside the United Kingdom at such time;
- any person co-opted to the Board pursuant to Bye-law 67.

**Quorum**

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

## AUDIT AND RISK PROCESS 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.
- (e) To review and advise on the external auditor's management letter and management's response.
- (f) To review and approve 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 and advise on the adequacy and security of the IET's procedures for its employees and contractors to raise concerns, in confidence, about possible wrongdoing in financial reporting and other matters. The Committee shall ensure that these arrangements allow proportionate and independent investigation of such matters and follow up action.
- (j) To review and advise on 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 advise on the IET's procedures for detecting fraud.
- (l) To review and advise on the IET's procedures for the prevention of bribery.
- (m) To review and advise on the remit of the risk management function and ensure that it is adequately resourced and has appropriate standing within the IET.
- (n) 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 financial control, financial reporting and risk management 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.
- (o) 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).
  - (p) To oversee and advise the Board of Trustees on the current risk exposures of the IET.
  - (q) To review and advise on the IET's capability to identify and manage new risk types.
  - (r) To review and advise on reports on any material breaches of risk limits and the adequacy of proposed action.
  - (s) To ensure compliance annually with Delegated Authorisations which should be monitored by the Honorary Treasurer.
  - (t) To be the primary interface on behalf of the IET with the Charity Commission on any investigation or enquiry into IET's financial affairs.
  - (u) To consider other topics, as defined by the Board of Trustees.
  - (v) To seek any information that the Committee requires from any employee of the IET Group.
  - (w) To obtain external legal or independent professional advice and to invite such advisors to attend meetings as necessary.
  - (x) To report to the Board of Trustees.

### **Constitution**

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

The Chair 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 and Risk Process 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 Chair 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, seeking to achieve a balance of skills, demographics, diversity, sectoral knowledge and international membership. To provide a robust and transparent process that is open and attractive to candidates.
2. To manage the lists of potential candidates for current and future positions.
3. To monitor nomination and election processes.
4. To make recommendations for honours and awards.

### **Terms of Reference**

- (a) To ensure the effectiveness of 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 to meet the needs of the Board of Trustees, Main Boards, Committees and Council for skills, experience and diversity, taking account of the diversity and characteristics of the membership, including but not limited to geographical location, age, gender, employment, sector and interests.
- (c) To make recommendations to the Board of Trustees for the appointment of Trustees and the nomination of candidates for the election of Trustees.
- (d) To make recommendations to the Board of Trustees, for the appointment of the Chairs and members of the Main Boards and the Committees reporting to the Board and Council and the nomination of candidates for the election of members of the Main Boards and the Committees reporting to the Board and Council.
- (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 governance positions that do not fall within its remit, eg for elected positions on the Main Boards and Council.
- (i) To manage the lists of potential candidates with appropriate skills, experience and personal characteristics, in conjunction with Board and Committee Chairs, and to ensure that a wide selection of potential candidates are identified.
- (j) To maintain succession plans for key positions.
- (k) To undertake an annual review of the skills, experience and personal characteristics required for each Board, in conjunction with Board and Committee Chairs, and to identify gaps to be filled.
- (l) 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.

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

## **Reporting**

5. The Committee will publish an annual report on its work. The report will include information as to how the Committee has fulfilled its obligations as specified in its Terms of Reference and the Bye-laws and Regulations and how it has performed against its own targets. The work of the Committee may be reviewed through the internal audit programme which is considered and monitored by the Audit and Risk Process Committee.

## **Constitution**

The President

2 Deputy Presidents

3 Past Presidents, being the most recent available

2 Ordinary Members of the Board of Trustees

3 Chairs of Main Boards\*

3 Ordinary Members of Council, not current Trustees, selected by Council

1 non-member, selected by the Committee

The Chair of the Committee will be a Past President who is a member of the Committee. The Chair will be appointed by the Board of Trustees for a term of three years, or for a shorter period if due to retire from the Committee in less than three years.

\*The Chairs of Main Boards will not participate in the Committee's discussion of candidates for Deputy President, nor its recommendations to the Board of Trustees regarding candidates for appointment as Deputy President.

## **Quorum**

Five

## REMUNERATION COMMITTEE

### Definitions

Executive Team means the direct reports of the Chief Executive and Secretary.  
Senior management means the direct reports of the Executive Team.

### 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 and Secretary and the Executive Team. For information purposes the Committee may also receive details of the salaries and remuneration packages of the senior management.
  - (ii) Employment policy for all staff, including pension schemes, and any general arrangements for performance related pay.
  - (iii) Annual salary budget changes and material changes to staff costs.
  - (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 made to the Chief Executive and Secretary or members of the Executive Team, whether remunerated or not.
  
- (b) To consider the remuneration of the Chief Executive and Secretary and the Executive Team, as set out below:
  - (i) The goals, objectives and performance measures for the Chief Executive and Secretary will be set on the basis of the agreed strategic plan and goals for the IET as a whole and agreed with the President, who in turn will share with the Chair of the Committee.
  - (ii) The President will review the performance of the Chief Executive and Secretary against the goals, objectives and performance measures set and report on these to the Committee. Using this input the Committee will decide upon the base pay and incentive awards for the Chief Executive and Secretary, also taking account of the situation of the IET, the economic environment, the external market and benchmarks, supported by external advisors as appropriate.
  - (iii) The Board of Trustees will set the corporate objectives and KPIs that underpin the corporate segment of the incentive plans for the Executive Team. It is the responsibility of the Chief Executive and Secretary to set the personal objectives of the Executive Team; the objectives will be seen by the Committee in advance of being set and the Chief Executive and Secretary will consider comments forthcoming from the President.
  - (iv) The rating of the Executive Team's performance against corporate objectives and the Chief Executive and Secretary's assessment of performance against personal objectives should be reported to the Committee along with recommendations for changes in base pay and bonus awards, taking into

account the situation of the IET, the economic environment, the external market and benchmarks, supported by external advisors as appropriate.

- (v) The Committee will have ultimate responsibility for approving remuneration levels for the Executive Team.
  
- (c) To report to the Board of Trustees. A formal report to be submitted at least once per year detailing broadly the activities of the Committee throughout the year. In addition, the content of these reports will include details of salary costs, salary changes, objectives and agreed performances, progress on long term incentive plans, executive management changes. The report will not mention individual salary or bonus information.

### **Modus Operandi**

The Committee has delegated powers to take decisions within its terms of reference on behalf of the Board of Trustees and may be assigned additional duties as considered relevant by the Board of Trustees. The Committee may directly appoint external advisors as deemed appropriate, subject to approval by the Board of Trustees.

### **Constitution**

President  
2 Deputy Presidents  
Honorary Treasurer  
2 most recent Past Presidents

The Chair of the Committee shall be a Trustee will be appointed by the Board of Trustees from amongst the members of the Committee and will serve for three years. If the Chair retires as a Trustee before completing a three year term as Chair, he may be co-opted as a member of the Committee to allow him to complete a three year term, in a non-voting capacity.

The Committee may co-opt a retiring Chair of the Committee to act as Deputy Chair for a term of up to three years, in a non-voting capacity.

The Committee may co-opt any retiring member of the Committee with an expertise in remuneration work for a term of up to three years, in a non-voting capacity.

The Committee may co-opt a non-member with an expertise in remuneration work for a term of up to three years, in a non-voting capacity. No person may be a co-opted member of the Committee for more than six years in total.

### **Quorum**

Three voting members.

## **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 behalf of the accused, 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 the member 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.

### **Extract from the Disciplinary Regulations**

#### **Disciplinary Board**

9.4 The Disciplinary Board shall be appointed by the Board of Trustees and shall comprise 15 members. Members of the Disciplinary Board shall hold office for 3 years, which term may be renewed for one further term of 3 years. The Board of Trustees shall appoint one member of the Disciplinary Board to act as Chair of the Disciplinary Board.

#### **Preliminary Investigation Panel**

5.1 The Preliminary Investigation Board shall be appointed by the Board of Trustees and shall comprise not less than 7 members. If none of the matters in 4.2 apply, the Complaints Secretary will convene a Preliminary Investigation Panel of 3 individuals drawn from the Preliminary Investigation Board appointed by the Board of Trustees.

#### **Disciplinary Panel**

9.1 The Complaints Secretary will convene a Disciplinary Panel of 5 individuals drawn from the Disciplinary Board established and appointed by the Board of Trustees. No person who was a member of the Preliminary Investigation Panel may be a member of the Disciplinary Panel. The Chair of the Disciplinary Board will identify a Chair of the Disciplinary Panel.

#### **Appeal Panel**

17.1 The Complaints Secretary will convene an Appeal Panel of 5 individuals drawn from a pool of persons independent of the Preliminary Investigation Panel and Disciplinary Board maintained for purposes of appeals. The Complaints Secretary will identify a Chair of the Appeal Panel.

## **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 Chair appointed by the Board of Trustees  
Members appointed by the Policy Panel



## **COUNCIL**

(Revised 3 November 2016)

### **Purpose**

1. These Council Regulations relate to the membership, management and business conduct of the IET Council. Terms used but not defined in this Regulation shall bear the same respective meanings as in the Bye-laws unless the context requires otherwise.

### **Royal Charter and Bye-laws**

2. The terms of reference of Council are stated in the Royal Charter and Bye-laws – predominantly Charter Article 9A and Bye-law 91. The Council Regulations are subordinate to the Royal Charter and Bye-laws.

### **Changes to Council Regulations**

3. Changes to the Council Regulations may be made by a simple majority vote at a Council meeting and approval by the Board. Changes can also be made by a resolution passed at a General Meeting.
4. If the Board rejects a request by Council to change the Council Regulations, and the Council does not accept this decision, the matter may be resolved by discussion with the Board before the next Council meeting. If agreement is not reached the request may be put to a General Meeting.

### **Approval of Council Regulations**

5. The Council Regulations were proposed by the Council on 17 May 2007 and approved by the Board on 11 June 2007. Amendments were approved by the Board on 9 June 2008, 1 October 2012, 9 March 2015, 7 September 2015, by a Special General Meeting on 11 February 2016 and by the Board on 3 November 2016.

### **Purpose of IET Council**

6. The role and responsibility of Council are defined in Charter clause 9A and Bye-law 91. Its relationship with the Board is defined in Bye-laws 92-93.
7. 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 IET's Annual General Meeting.
8. Council will monitor the governance of the IET and will determine the most appropriate method of undertaking such monitoring, using external assistance if reasonably required. In the spirit of continuous improvement, Council should engage with the Board in establishing the methodology for review and it may seek clarification on issues from the Board.

### **Composition**

9. Council will comprise 27 Ordinary Members and the President.
10. The term of office will be three years and one third of members will retire each year. Two-thirds of the Ordinary Members will be elected by the membership of the IET and

one-third of the Ordinary Members will be appointed by the Board from amongst the members of the IET to support the skills base needed by Council and to reflect, to the extent practicable, a broad representation of the profession and its interests. Of the members of Council to retire each year, one third shall be those appointed by the Board and two thirds shall be those elected by the membership of the IET. Those members of Council to retire shall be those who were not re-elected or reappointed to Council for one of the preceding two sessions.

11. Council shall include either:

- (a) at least three Ordinary Members aged less than 36 years at the commencement of their period of office who are resident in the United Kingdom and at least three Ordinary Members who are resident outside the United Kingdom; or
- (b) at least two Ordinary Members aged less than 36 years at the commencement of their term of office who are resident in the United Kingdom and at least three Ordinary Members who are resident outside the United Kingdom one of whom must be aged less than 36 years at the commencement of period term of office; or
- (c) at least one Ordinary Member aged less than 36 years at the commencement of their period of office who is resident in the United Kingdom and at least 3 Ordinary Members who are resident outside the United Kingdom of whom at least two must be aged under the age of less than 36 years at the commencement of period term of office; or
- (d) at least 3 Ordinary Members who are resident outside the United Kingdom each of whom is aged less than 36 years at the commencement of their period of office.

12. An Ordinary Member shall be eligible for re-election or re-appointment for subsequent terms. No person shall be elected or appointed to the office of Ordinary Member more than twice when aged less than 36 years, and no person shall be elected or appointed to the office of Ordinary Member more than twice when aged 36 years or over. No person shall hold the office of Ordinary Member for more than twelve years in total.

<b>Number</b>	<b>Position</b>
18	Ordinary Members (elected)
9	Ordinary Members (appointed)
1	the President

13. Membership of Council is open to all categories of IET membership. With the exception of the President, a serving Trustee cannot be a member of Council.

14. Save for the President, all other Trustees and Main Board members (who are not Council members) shall be entitled to attend and speak at (but not vote at) meetings of Council.

**Election to Council**

15. The election of Ordinary Members of Council shall follow the procedure set out for the election of members made under Regulation 16. Membership is open to all categories of IET member. Nominations of members of Council can be made and supported by all categories of IET member. The Board can also nominate candidates for election to Council.

16. Subject to Regulation 15, the election process for those positions on Council which are to be filled by elections shall be in accordance with Regulations made for the purpose from time to time.

17. Any casual vacancy that arises on Council shall be filled by appointment made by the Board following consultation by the Board with the Main Board of which the relevant Council member was a member.

### **Council Chair**

18. The Chair and Deputy Chair of Council will be elected by simple majority vote by the members of Council from their own number. Each will be in post for one year, but the incumbent may stand for re-election for the following year. No Chair or Deputy Chair shall hold their respective office for more than 2 years in succession. The nomination and ballot exercise will be performed before the end of each session of Council. In the absence of the Chair or Deputy Chair of Council, a meeting of Council will be chaired by one of its number elected at that meeting.

### **Council Meetings**

19. The frequency and conduct of Council meetings shall be as decided by the Council from time to time. Council will meet at least three times per year. Where practicable, meetings will be held in the same place and on the same date (but not at the same time) as meetings of the Board.
20. Any member of the Council may validly participate in a meeting of the Council through telephone conference or similar form of communication equipment provided that all persons participating in the meeting are able to hear and speak to each other throughout such meeting. A person so participating shall be deemed to be present in person at the meeting and shall accordingly be counted in a quorum and be entitled to vote. All business transacted in such manner by the Council shall for the purpose of these Council Regulations be deemed to be validly and effectively transacted at a meeting of Council notwithstanding that a quorum of members of Council is not physically present in the same place. If the members of Council cannot or do not decide upon where such a meeting shall be deemed to take place, then it shall be where the chair of the meeting then is located.
21. The Agenda for Council meetings will be set by the Council Agenda Team (CAT) consisting of the Chair, the Deputy Chair and two members of Council selected by Council for this purpose to reflect the wishes of Council.

### **Quorum**

22. The quorum is more than half the Council membership.

### **Main Boards**

23. The Ordinary Members of Council will comprise the Ordinary Members of the Main Boards, divided equally (to the extent reasonably possible) between each of the Main Boards. Each Ordinary Member of Council will serve a three-year term as an Ordinary Member of one of the Main Boards.
24. The Ordinary Members of Council are the Ordinary Members of the three Main Boards, being (as at the date of approval of these Council Regulations) the Knowledge Services Board, the Membership and Professional Development Board and the Volunteer Engagement Board. The Board may delegate powers to a Main Board individually in accordance with Bye-law 79 and those powers rest with the relevant Main Board and not Council as a whole. In the event that the number of Main Boards changes after the date of approval of these Council Regulations, the Board shall make such amendments to the

number of Ordinary Members of Council who sit on each Main Board as are reasonable to reflect the number of Main Boards then in existence, but always reflecting the principle that the members of Council shall be split equally between the Main Boards.

25. If a member of Council resigns or is deemed to have resigned from a Main Board under the terms of reference of such Main Board, such member of Council shall also be deemed to have resigned from Council at the same time.

### **Meeting Attendance**

26. 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 without cause (as determined by Council (acting reasonably)) will be deemed to have resigned from Council.

### **Voting at Council Meetings**

27. Decisions of Council shall be made by simple majority vote of those present at the relevant meeting and entitled to vote. For the avoidance of doubt, if a simple majority is not achieved, then the relevant motion shall not have been passed.

### **Output from Council Meetings**

28. Council will report to the Board. Minutes will be placed on the IET website and be accessible in the IET Library.

### **Committees of Council**

29. Council may delegate any of their powers to any committee consisting of one or more members of Council. Any such delegation may be made subject to any conditions Council may impose, and either collaterally with or to the exclusion of their own powers and may be revoked or altered. Subject to any such conditions, the proceedings of a committee with two or more members shall be governed by these Council Regulations regulating the proceedings of Council so far as they are capable of applying.
30. Until the Effective Date, the provisions of the Council Regulations of the Institution in force immediately prior to the coming into force of these Council Regulations (the "Old Regulations") shall be deemed to form part of these Council Regulations save that, in the case of any inconsistency between the Old Regulations and these Council Regulations, the Old Regulations shall prevail, except for any provisions governing elections for or appointments to positions on Council commencing on or after the Effective Date, in which case the provisions of these Council Regulations shall prevail. In the case of any ambiguity in the interpretation of this Council Regulation, the Council shall make the final determination.

## **KNOWLEDGE SERVICES BOARD**

### **1. Purpose**

The purpose of the Knowledge Services Board is:

- (a) to be responsible to the Board of Trustees for the planning and implementation of the IET's knowledge services strategy;
- (b) to provide assurance to the Board of Trustees concerning the effective delivery of strategic programmes as delegated by the Board of Trustees; and
- (c) to monitor performance of strategic programmes as delegated by the Board of Trustees.

### **2. Terms of Reference**

The Board shall:

#### **Strategic Advice and Support**

- (a) oversee the creation of capability to deliver the knowledge services strategy.
- (b) recommend changes to the IET's knowledge services strategic direction.
- (c) support the development and enhancement of the knowledge services strategy.
- (d) look beyond the period of the IET Plan, and provide advice that will enable the IET to maintain its position as a world class provider of knowledge products and services.
- (e) advise on Sector and Communities policy.

#### **Supporting the Effective and Efficient Delivery of the IET Plan**

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

#### **Stewardship, Assurance and Risk Management**

- (l) ensure that supporting governance and other groups are co-ordinated, guided, monitored and well motivated to deliver the IET Plan.
- (m) recommend to the Board of Trustees the creation and dissolution of governance, community, member and volunteer groups which report through the Board.
- (n) monitor performance against the IET Plan using KPIs, as defined in the balanced scorecard, and ensure that progress is being made.
- (o) provide advice on longer range issues that might impact the effective and efficient delivery of the IET Plan and identify mitigations.
- (p) in respect of those risks, the management of which has been delegated to the Board, operate a risk management process and, in respect of the IET's knowledge services

- activities, identify and respond to other significant and material risks to the IET's 'licence to operate' and its capability to deliver its long term objectives.
- (q) provide a process to ensure that knowledge services activity, irrespective of where it is delivered, complies with the strategy and IET Plan.

### **Stakeholder Management**

- (r) operate a process to identify and manage all key stakeholders.
- (s) 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.
- (t) ensure that the portfolio of knowledge services products and services takes full account of the needs of Young Professionals.
- (u) liaise with other Main Boards.

### **Reporting**

- (v) provide written and/or oral progress reports and assurances to the Board of Trustees at least quarterly;
- (w) notify the Board of Trustees immediately of emerging risks or issues that might adversely impact on the delivery of the strategy or IET Plan are identified.

## **3. Constitution**

Subject to the remainder of this paragraph 3, the Knowledge Services Board shall be made up as follows:

Chair – appointed by the Board of Trustees from the elected Trustees

Senior staff member – Director of Knowledge

Chairs of Committees reporting to the Board

Nine Ordinary Members, who are Ordinary Members of Council, appointed to the Main Board by the Board of Trustees, on the recommendation of the Nominations and Succession Committee

A Deputy President

The Honorary Treasurer

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.

Casual vacancies will be filled in accordance with clause 17 of the Council Regulations.

## **4. Quorum**

The quorum necessary for the transaction of business by the Knowledge Services Board shall be eight.

## **5. Meetings**

- (a) The Knowledge Services Board shall meet at least twice per year and otherwise as required.
- (b) Members of the Knowledge Services Board participate in a meeting of the Knowledge Services Board when:
  - (i) the meeting has been called in accordance with paragraph (c) below; and
  - (ii) they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.

- (c) In determining whether members of the Knowledge Services Board are participating in a meeting of the Knowledge Services Board, it is irrelevant where any such member is or how they communicate with each other. If all the members of the Knowledge Services Board participating in a meeting of the Knowledge Services Board are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is.
- (d) Meetings of the Knowledge Services Board shall be called by the Chair.
- (e) Unless otherwise agreed, notice of each meeting of the Knowledge Services Board confirming the venue, time and date, together with an agenda of items to be discussed, shall be forwarded to each member of the Knowledge Services Board and any other person required to attend, no later than 5 working days before the date of the meeting. Where available, supporting papers shall be sent to Knowledge Services Board members and to other attendees as appropriate, at the same time.
- (f) The Knowledge Services Board shall keep minutes of the proceedings and resolutions of all Knowledge Services Board meetings, including the names of those present and in attendance.
- (g) Draft minutes of Knowledge Services Board meetings shall be circulated promptly to all members of the Knowledge Services Board. Once approved, minutes should be circulated to all members of the Board of Trustees unless in the opinion of the Chair (acting reasonably) it would be inappropriate to do so.

## **6. Other Matters**

The Knowledge Services Board shall:

- (a) have access to sufficient resources to carry out its duties, including the access to the Governance Team for assistance as required;
- (b) be provided with appropriate and timely training, both in the form of an induction programme for new members and on an ongoing basis for all members;
- (c) give due consideration to laws and regulations and any applicable rules as appropriate; and
- (d) arrange for periodic reviews of its own performance and, at least annually, review its constitution and terms of reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Board of Trustees for approval.

## **COMMUNITIES RESOURCING COMMITTEE**

### **Terms of Reference**

#### **Purpose**

1. The Communities Resourcing Committee is the overarching group responsible for leading the work of the IET's volunteer communities around the world, including its Local and Technical Networks. The Communities Resourcing Committee:

- (a) facilitates communications between all communities;
- (b) ensures that the work the communities do is aligned to the IET's strategy;
- (c) allocates resources to the communities;
- (d) monitors the communities' performance.

2. It does this with support from a number of governance teams, as follows:

- (a) Communities Committees – five geographic governance teams that cover the world, each responsible for community activity in their region;
- (b) Young Professionals Community Committee – the governance team that leads and represents the interests of students and Young Professionals;
- (c) Technical and Professional Networks Communities Committee – the governance team that leads and represents the interests of the technical networks.

3. The five Communities Committees represent the IET world regions: (1) Americas, (2) Asia Pacific, (3) Europe, Middle East, and Africa, (4) South Asia, (5) United Kingdom.

4. The Communities Resourcing Committee supports all IET communities, whether geographical, technical, demographic (eg age related) or otherwise.

#### **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 Services 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 Local Networks in their region; allocate funding and resources to the Young Professionals Community Committee to support the development of activities to engage with students and Young Professionals around the world; allocate funding and resources to the TPN leadership group to distribute to the 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 guidelines to help support and ensure consistency between communities;
- (h) Receive input and advice on community issues from the five Communities Committees and provide input and advice to the Knowledge Services Board as appropriate;
- (i) Propose changes to IET products and services to the Knowledge Services Board and the Membership and Professional Development Board as applicable;
- (j) Report to the Knowledge Services Board;

## **Supporting Communities Activities**

- (k) The Communities Resourcing Committee will co-ordinate, guide and support the governance teams 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 decisions regarding the creation, closure, merger or re-focus of Local Networks, Technical and Professional Networks and other formal communities to the Knowledge Services 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**

5. The Communities Resourcing Committee should be constituted of fifteen members, including a Chair, appointed by the Knowledge Services Board and a Senior Staff Member.
6. The fifteen include Chairs from each of the five geographic Communities Committees, the Chair of the Young Professionals Communities Committee, and the Chair of the TPN leadership group.
7. The fifteen include three members, who must be actively involved in one or more IET communities, elected from and by the membership. At least one of these three members should be under the age of 30 at the time of their election.
8. The fifteen include three members, who must be actively involved in one or more IET communities, appointed by the Knowledge Services Board. At least one of these three members should be under the age of 30 at the time of their appointment.
9. The Communities Resourcing Committee will meet virtually as required for short meetings and will require up to three physical meetings per year.
10. The quorum is one half of the Communities Resourcing Committee membership (excluding vacancies), plus one.

## **Expectation of Attendance and Contribution of Members**

11. Any member who has not attended three or more consecutive Committee meetings (physical or virtual) spanning a period of more than six months, and has not contributed to the work of the Committee outside meetings during the same period, may be considered as being eligible for removal from the Committee. The decision to start the removal notification process from the Committee shall be agreed by the Committee by majority vote at the next Committee meeting. In the event that the Committee agrees that the member should be removed from the Committee, the following process shall apply:

12. A senior staff member from another Committee should be asked to try to contact the member via each form of communication once more. Then, if no reply is received, a formal letter (signed by the Head of Governance and Legal Affairs) should be sent from the IET to the member's last known registered address, by recorded delivery, saying: "The IET has been unable to make contact with you over the past 6 months to discuss your membership of the xxxx Committee. In view of this, unless we hear otherwise from you, we shall assume that you no longer wish to continue to be a member of the Committee."

13. After twenty-one days, in the event of no satisfactory reply, the member shall be removed from the Committee and a suitable replacement sought.

## **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 Services 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) Chair 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 their 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 their period of office, should be appointed by the Communities Resourcing Committee based on proposals from the Committee.
  - (e) The Chairs 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 Chair 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.

### **Expectation of Attendance and Contribution of Members**

7. Any member who has not attended three or more consecutive Committee meetings (physical or virtual) spanning a period of more than six months, and has not contributed to the work of the Committee outside meetings during the same period, may be considered as being eligible for removal from the Committee. The decision to start the removal notification process from the Committee shall be agreed by the Committee by majority vote at the next Committee meeting. In the event that the Committee agrees that the member should be removed from the Committee, the following process shall apply:

8. A senior staff member from another Committee should be asked to try to contact the member via each form of communication once more. Then, if no reply is received, a formal letter (signed by the Head of Governance and Legal Affairs) should be sent from the IET to the member's last known registered address, by recorded delivery, saying: "The IET has been unable to make contact with you over the past 6 months to discuss your membership of the xxxx Committee. In view of this, unless we hear otherwise from you, we shall assume that you no longer wish to continue to be a member of the Committee."

9. After twenty-one days, in the event of no satisfactory reply, the member shall be removed from the Committee and a suitable replacement sought.

## **TECHNICAL AND PROFESSIONAL NETWORKS COMMUNITIES COMMITTEE**

### **Terms of Reference**

#### **Purpose**

1. To support communities activities; to facilitate effective communication between communities and the sharing of best practice on community matters.
2. The Technical and Professional Networks Communities Committee supports all IET technical communities.

#### **Planning and Resourcing**

- (a) Co-ordinate the planning of community activities and advise the Communities Resourcing Committee on allocation of resourcing.
- (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 (total budget for technical communities allocated to the Communities Committee by the Communities Resourcing Committee).

#### **Supporting Communities Activities**

- (d) Build and maintain excellent relationships with all technical communities.
- (e) Proactively review the programme of communities activities to highlight gaps in coverage to the communities.
- (f) Enable a highly integrated approach between communities (eg between Technical and Professional Networks, and between Local and Technical).
- (g) Identify required community tools and facilities.
- (h) Reinvigorate existing communities activities where required.
- (i) Make recommendations to the Communities Resourcing Committee regarding the creation, closure, merger or re-focus of technical networks.
- (j) Ensure that the needs of Young Professionals are reflected in the portfolio of technical communities activities.
- (k) Increase member participation in other 'non-community' IET activities (eg submissions to IET journals, candidates for prizes).
- (l) Increase membership and registration.
- (m) Identify high profile and influential individuals 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 technical 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.
- (u) Provide input and advice on communities issues from members to the Communities Resourcing Committee.
- (v) Communicate effectively with members around the IET Strategy and Plan as well as other items as appropriate.
- (w) Raise awareness of the IET with a view to growing the membership base.
- (x) Propose changes to IET products and services to the Communities Resourcing Committee for communication to the Knowledge Services Board, the Membership and Professional Development Board, and the Volunteer Engagement Board as applicable.
- (y) Report to the Communities Resourcing Committee.

### **Constitution**

3. The Committee should be constituted of at least eight members.
  - (a) Chair appointed by the Communities Resourcing Committee.
  - (b) Senior Staff Member.
  - (c) Three Ordinary Members with experience of serving on or working closely with a TPN, of whom at least one must be aged less than 30 years at the commencement of their period of office, should be elected by the membership.
  - (d) Three Ordinary Members with experience of serving on or working closely with a TPN, 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 Chairs of any Sub-Committees that report to the Committee, ex officio.
4. To ensure the interests of all types of technical are represented, the Committee will appoint members to complement the competences and interests of the elected members.
5. The Chair 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.

### **Expectation of Attendance and Contribution of Members**

7. Any member who has not attended three or more consecutive Committee meetings (physical or virtual) spanning a period of more than six months, and has not contributed to the work of the Committee outside meetings during the same period, may be considered as being eligible for removal from the Committee. The decision to start the removal notification process from the Committee shall be agreed by the Committee by majority vote at the next Committee meeting. In the event that the Committee agrees that the member should be removed from the Committee, the following process shall apply:

8. A Senior Staff Member from another Committee should be asked to try to contact the member via each form of communication once more. Then, if no reply is received, a formal letter (signed by the Head of Governance and Legal Affairs) should be sent from the IET to the member's last known registered address, by recorded delivery, saying: "The IET has been unable to make contact with you over the past 6 months to discuss your membership of the xxxx Committee. In view of this, unless we hear otherwise from you, we shall assume that you no longer wish to continue to be a member of the Committee."

9. After twenty-one days, in the event of no satisfactory reply, the member shall be removed from the Committee and a suitable replacement sought.



## **YOUNG PROFESSIONALS COMMUNITY COMMITTEE**

### **Terms of Reference**

The purpose of the Young Professionals Community Committee (YPCC) is to deliver the Young Professionals Mission Statement and Objectives.

### **Mission Statement (of the Committee)**

To inspire, inform and influence the global community of young professional engineers, supporting and promoting technology innovation to meet the needs of society.

### **Objectives**

- Recruit and retain Young Professionals (YPs) for the IET.
- Engage YPs and increase the number and quality of initiatives they deliver.
- Encourage sharing of knowledge and best practice.
- Raise profile and awareness of YPs throughout the IET and the wider engineering community.
- Drive the delivery of key YP-led competitions and initiatives.

The YPCC will:

- Recommend to all appropriate stakeholders how best the IET can meet the needs of YPs by providing YP resource and expertise for development of YP strategies.
- Innovate, develop and deliver products and ideas to drive YP retention and growth throughout the IET.
- Clearly identify and communicate with all stakeholders on a timely, consistent basis to enhance the brand of IET YPs within the IET and the wider engineering community
- Motivate, inspire and support active YPs in the regions to increase their active IET engagement and effectiveness by sharing of ideas and best practice, engendering a culture of volunteer excellence. Recognise the most active and effective YP volunteers.
- Maintain a sound awareness and knowledge of the state of YP engagement across the regions and of the YP participants contributing to that engagement. Capture and share engagement best practice and provide support (where possible) to areas struggling to engage YPs.
- Make arrangements for and strategic decisions on the Present Around The World competition; liaise with IET staff member/s to manage the tracking of participants through the procedure. Encourage Local Networks to participate in the competition.
- Support the delivery of existing and future regional YP activities such as the regional final of the Present Around The World competition.
- Support the delivery of the YP Global Challenge.
- Review the terms of reference annually to ensure the YPCC continues to operate in an agile way, delivering the greatest value possible to the IET.

### **Person Specification**

In order to be on the Committee, it would be desirable if candidates met some or all of the following criteria:

General skills:

- Awareness of young engineers' issues in your country.
- Knowledge of your local education system.
- Financial management and budgeting.
- Influencing stakeholders.

- Public relations/communications/marketing/social media knowledge.
- Understanding of the international engineering and technology industry.
- Experience in project/programme management.
- Experience in planning or organising events.
- Previous experience on a Local Network or other Board or Committee.
- Management and leadership.
- Knowledge of effective social networking.
- Awareness of other Professional Engineering Institutions' offerings in your area.
- Experience of volunteering in another role.
- Experience in organising or running competitions.
- Passionate about developing YPs and considering effective ways to engage with them.

Specialist skills:

- Experience in academia.
- Web-based information dissemination experience.
- Analytical and research skills.
- Diversity and ethical knowledge.

Desirable skills:

- Legal.
- Publishing.

**General**

For all members, the period of service on the Committee cannot be extended beyond a maximum of 6 years.

**YPCC Executive**

The Chair, Vice Chair, Past Chair and Senior Staff Member form the YPCC Executive.

The Chair, Vice Chair and Past Chair positions only hold a term of one year each. Vice Chair will step into the Chair role and then into the Past Chair role. This means that a Vice Chair – Chair – Past Chair will be on the YPCC Executive for a maximum of three years.

An individual must be under the age of 33 at time of appointment into the Vice Chair role. This age is to allow for appointment to Vice Chair from within the Committee. An incoming Vice Chair can be selected from the current pool of YPCC members or from outside the Committee.

With recommendation from the YPCC Executive, the Communities Resourcing Committee will approve the suggested Vice Chair who will fill the role of Vice Chair for a year before moving in as the Chair the year after.

If the Past Chair position is vacant, the YPCC Chair reserves the right to appoint any Young Professional outside the YPCC to fill the vacancy. This person must be 35 or under at time of appointment as 35 is the maximum age for the Past Chair. They can only stay on the YPCC for a period of 1 year.

**Meetings and Performance**

The YPCC will meet virtually on a regular basis (around every 4/6 weeks) and have 3 physical meetings a year (usually held in Oct, Feb/March and June).

Any member who has not attended three meetings (physical or virtual) will be considered to have resigned from the YPCC. In some cases due to different time zones and any external YPCC commitments, the YPCC Executive has the authority to overrule this if it is considered

that the member is making good progress against current YPCC strategy and that the Executive feels that the member has provided adequate updates on a regular basis.

Members of the Committee are expected to actively participate in meetings, contributing their ideas and suggestions.

### **Appointed YP Roles**

Any IET member under the age of 30 (when term begins) can be considered for an appointed role on the YPCC.

The YPCC Executive will appoint members based on their experience and skillset by considering how these will benefit the YPCC and its current strategy.

Ordinary appointed YP positions will be for a 3 year term with one position being available for appointment each year.

If Ordinary role vacancies exist on the YPCC, members can be appointed at any time. If members are appointed mid-Session their term will not be extended; they will remain on the YPCC for the duration of the term for that role.

### **Elected YP Roles**

Any IET member under the age of 30 (when term begins) can stand for election.

Ordinary elected YP positions will be for a 3-year term with one position being available for election each year.

For elected members, re-election is only possible after an interval of at least one year.

### **Appointed Student Roles**

Any IET Student under the age of 30 (when term begins) can be considered for an appointed student role on the YPCC ^^

YPCC will look to each CC to find suitable Students for their region. If places still need to be filled the YPCC will look at the IET membership base as a whole.

The YPCC Exec will appoint Students based on their experience and skillset by considering how these will benefit the YPCC and its current strategy.

Appointed Student positions will initially be for a one year term.

There will be one Student position reserved for each region. If there is a vacancy for one region it cannot be filled with a Student from another.

Students can have their terms extended if they still meet the main criteria to a maximum of 3 years.

Students will hold voting rights.

^^ These members need to hold Student member status with the IET, as defined in the membership categories.

### **YP Representatives**

Other Committees are responsible for selecting a representative to join the YPCC.

There is no age limit for the representatives, although representatives must show an interest in YP activities and initiatives.

The representative can only stay on the YPCC for the duration of the term of their elected/appointed role on the Board or Committee that they are representing.

If the representative is not able to attend a meeting, they will be expected to provide an update to YPCC before that meeting.

### **Co-opted Roles**

The YPCC can appoint co-opted members to the Committee at any time by means of a Committee vote. Co-opted member terms will be for a maximum of one year. Co-opted members of the Committee do not hold voting rights.

There is no age limit for co-opted members, although co-opted members must show an interest in YP activities and initiatives.

No more than two IET members can be co-opted onto the YPCC at any one time.

Members can only be co-opted for a maximum of one year.

### **Constitution**

The YPCC has a total of 22 defined positions, which are as follows:

- Chair \*
- Vice Chair \*
- Past Chair \*
- Ordinary Elected YP members (x3) \*+
- Ordinary Appointed YP members (x3) \*+
- Americas Communities Committee YP Rep
- Asia Pacific Communities Committee YP Rep
- Europe, Middle East and Africa Communities Committee YP Rep
- South Asia Communities Committee YP Rep
- UK Communities Committee YP Rep
- Appointed Student Reps (x5)
- Ex-officio / YP Trustee
- Senior Staff Member\*\*
- IET Student Co-ordinator

\* Marked positions must not hold roles on other Committees.

+ New YPCC members must be under 30 when their term starts.

\*\* In keeping with the model for most other Boards and Committees, the Senior Staff Member and the IET Student Co-ordinator on the YPCC will be a full member of the Committee with voting rights.

### **Quorum**

In order for a meeting to be considered quorate, 11 members need to be in attendance.

## **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 Services 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 Services Board.

#### **Constitution**

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

A Chair, appointed by the Knowledge Services Board.

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

The immediate past-chair 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 Services 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 Chair and Vice Chair; however the Vice Chair does not automatically become the Chair 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 Services 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 Chairs (members)
  - (b) Sector Heads (staff members)
  - (c) Head of Sectors and Communities (Senior Staff Member)
3. The Sector Steering Committee will nominate a chair from amongst the Sector Chairs.
4. The Chair of the Sector Steering Committee shall be ex officio a member of the Knowledge Services Board.
5. Where the Chair of the Sector Steering Committee is unable to attend a meeting of the Knowledge Services Board she or he shall nominate another Chair to attend on her or 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 Chairs.

## **STANDARDS COMMITTEE**

### **Terms of Reference**

#### **Objectives**

- (a) To review and develop the strategic direction of the portfolio of new IET standards (excluding the Wiring Regulations).
- (b) To evaluate any risks to the IET posed during the development of new standards and put the appropriate mitigation/escalation in place.
- (c) To ensure procedures for dispute resolution are in place and implemented.
- (d) To ensure that an appropriate structure of technical committees and resourcing is in place to deliver on the strategic plans.

#### **Tasks**

- (a) To ensure that the committee procedures for IET standards technical committees are fit for purpose, up to date and applied.
- (b) To approve the appointment of Chairs of technical committees as recommended by IET staff.
- (c) To ensure that all IET standards are reviewed by the relevant technical committee at least every three years.
- (d) To ratify the recommendation to publish a new standard proposed by the technical committee Chair and senior staff member.
- (e) To review and approve the annual business plans for each technical committee.
- (f) To find a solution for resolving comments arising in the draft for public comment process if the technical committee has been unable to reach consensus.
- (g) To adjudicate on disputes and appeals brought to it from technical committees.
- (h) To decide on corrective action to be taken if informed of critical post-publication errors.
- (i) To consider the Committee's strategy and operational procedures, and keep them under review.
- (j) To report to the Knowledge Services Board.

#### **Constitution**

All members of the Committee shall be members of the IET. All members and the Chair shall have knowledge and experience of technical standards development. The IET Standards Committee should ideally reflect the scope of IET membership and shall be constituted from a selection of such members including at least:

- A Chair, appointed by the Knowledge Services Board.
- The Chairs of IET standards technical committees (ex-officio).
- IET Head of Practitioner Publishing.
- Head of the IET New Standards department.
- Approximately eight further members.

The maximum term of office is 3 years which may be renewed no more than once. 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.

Members and the Chair will be selected by the IET New Standards Department and approved by the Knowledge Services Board. Members will be advised by the IET Standards Department when their term of office is due to expire.

The Committee will meet four times a year and its quorum will be five Committee members.



## **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 Services Board.

### **Constitution**

Chairs 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 Chair 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 Chair will be selected by the Technical Standards Department and approved by the Knowledge Services 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**

### **1. Purpose**

The purpose of the Membership and Professional Development Board is:

- (a) to be responsible to the Board of Trustees for oversight of the IET's portfolio of membership and professional development products and services, and for its charitable activities in education;
- (b) to provide assurance to the Board of Trustees concerning the effective delivery of strategic programmes as delegated by the Board of Trustees; and
- (c) to monitor performance of strategic programmes as delegated by the Board of Trustees.

### **2. Terms of Reference**

The Board shall:

#### **Strategic Advice and Support**

- (a) oversee the execution of the IET Strategy in respect of membership and professional development products, and in the education of 5-19 year olds.
- (b) recommend changes to the IET's membership and professional development products portfolio strategic direction, including advising the Board of Trustees regarding the setting of subscription fees and on membership policy.
- (c) support the development and enhancement of the membership and professional development strategy.
- (d) look beyond the period of the IET Plan, and provide advice that will enable the IET to maintain its position as a world class provider of membership and professional development products and services.

#### **Supporting the Effective and Efficient Delivery of the Corporate Plan**

- (e) provide input during the creation of the IET Plan, identifying requirements for new initiatives, and the adjustment or cessation of activities relevant to membership of the IET and the professional development of its members.
- (f) provide assurance to the Board of Trustees that the final draft of the IET Plan is aligned to its longer range strategic objectives and that the Membership and Professional Development Board has had the appropriate opportunity to input to the planning process.
- (g) keep under review the portfolio of membership and professional development products and services to ensure that they are continuing to meet user needs.
- (h) develop strategies for recruitment and retention of members, and ensuring efficient and effective implementation. Also to ensure the efficient and effective implementation of the strategy through the Communities Resourcing Committee.
- (i) ensure that the IET meets any regulatory requirements for the award of professional registration qualifications or assurance programmes.
- (j) make nominations and approve recommendations for Scholarships, Prizes and Young Professional competition awards.
- (k) provide direction and oversight of the IET's Education 5-19 activities and receive an annual report on safeguarding.
- (l) 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**

- (m) recommend to the Board of Trustees the creation and dissolution of governance, and other groups which report through the Membership and Professional Development Board.
- (n) monitor performance using KPIs, as defined in the IET Plan, and ensure that progress is being made.
- (o) provide advice on longer range issues that might impact the effective and efficient delivery of the IET Plan and identify mitigations.
- (p) ensure that effective risk management plans are in place for those risks the management of which has been delegated to the Membership and Professional Development Board, in accordance with the IET's risk management process and, in respect of the IET's membership and professional development activities, identify and respond to other significant and material risks to the IET's 'licence to operate' and its capability to deliver its long term objectives.
- (r) monitor performance of strategic programmes as delegated by the Board of Trustees.
- (s) provide a process to ensure that membership and professional development activity, irrespective of where it is delivered, complies with the strategy and IET Plan.

## **Stakeholder Management**

- (t) operate a process to identify and manage all key membership and professional development stakeholders.
- (u) 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.
- (v) ensure that the portfolio of membership and professional development products and services takes full account of the needs of Young Professionals.
- (w) liaise with other Main Boards.

## **Reporting**

- (x) provide written and/or oral progress reports and assurances to the Board of Trustees at least quarterly;
- (y) notify the Board of Trustees immediately of emerging risks or issues that might adversely impact on the delivery of the strategy or IET Plan are identified.

## **3. Constitution**

Subject to the remainder of this paragraph 3, the Membership and Professional Development Board shall be made up as follows:

Chair – appointed by the Board of Trustees from the elected Trustees

Senior staff member – Director Membership and Professional Development

Chairs of Committees reporting to the Board

Nine Ordinary Members, who are Ordinary Members of Council, appointed to the Main Board by the Board of Trustees, on the recommendation of the Nominations and Succession Committee

One registered member from each level of the Engineering Council register, appointed by the Board of Trustees.

One of the IET's two representatives on the Engineering Council Board of Trustees.

A Deputy President

The Honorary Treasurer

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.

Casual vacancies will be filled in accordance with clause 17 of the Council Regulations.

#### **4. Quorum**

The quorum necessary for the transaction of business by the Membership and Professional Development Board shall be eight.

#### **5. Meetings**

- (a) The Membership and Professional Development Board shall meet at least twice per year and otherwise as required.
- (b) Members of the Membership and Professional Development Board participate in a meeting of the Membership and Professional Development Board when:
  - (i) the meeting has been called in accordance with paragraph (c) below; and
  - (ii) they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.
- (c) In determining whether members of the Membership and Professional Development Board are participating in a meeting of the Membership and Professional Development Board, it is irrelevant where any such member is or how they communicate with each other. If all the members of the Membership and Professional Development Board participating in a meeting of the Membership and Professional Development Board are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is.
- (d) Meetings of the Membership and Professional Development Board shall be called by the Chair.
- (e) Unless otherwise agreed, notice of each meeting of the Membership and Professional Development Board confirming the venue, time and date, together with an agenda of items to be discussed, shall be forwarded to each member of the Membership and Professional Development Board and any other person required to attend, no later than 5 working days before the date of the meeting. Where available, supporting papers shall be sent to Membership and Professional Development Board members and to other attendees as appropriate, at the same time.
- (f) The Membership and Professional Development Board shall keep minutes of the proceedings and resolutions of all Membership and Professional Development Board meetings, including the names of those present and in attendance.
- (g) Draft minutes of Membership and Professional Development Board meetings shall be circulated promptly to all members of the Membership and Professional Development Board. Once approved, minutes should be circulated to all members of the Board of Trustees unless in the opinion of the Chair (acting reasonably) it would be inappropriate to do so.

#### **6. Other Matters**

The Membership and Professional Development Board shall:

- (a) have access to sufficient resources to carry out its duties, including the access to the Governance Team for assistance as required;
- (b) be provided with appropriate and timely training, both in the form of an induction programme for new members and on an ongoing basis for all members;

- (c) give due consideration to laws and regulations and any applicable rules as appropriate;  
and
- (d) arrange for periodic reviews of its own performance and, at least annually, review its constitution and terms of reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Board of Trustees for approval.

## **AWARDS AND PRIZES COMMITTEE**

### **Terms of Reference**

#### **Purpose**

To review and develop the portfolio of IET Achievement Awards available and to judge nominations for these awards on an annual basis.

#### **Scope**

- (a) To review and develop the portfolio of IET Achievement, IET Volunteer, IET Young Professional and Apprentice and Technician of the Year awards.
- (b) To judge competition and award entries on an annual basis, providing guidance on how entries should be assessed.
- (c) To identify, evaluate and, where, appropriate, support opportunities to create or rationalise new Achievement Awards.

#### **Responsibilities**

- (a) To consider the nominations and make recommendations for the IET Achievement Medals, Young Professional Achievement Awards and Apprentice and Technician of the Year Awards. To make recommendations concerning the arrangements and criteria for these awards.
- (b) To monitor a public record kept of awards and prizes.
- (c) To consider the Committee's strategy and operational procedures, and keep them under review.
- (d) To report to the Membership and Professional Development Board.

#### **Constitution**

1. A Chair appointed by the Membership and Development Board.
2. A Vice Chair. The Vice Chair would not necessarily become the Chair.
3. A minimum of eight members, with at least one Young Professional member.
4. The Committee will meet twice a year, with the option of one further virtual meeting.

#### **Quorum**

The quorum will be five Committee members, including members who have tendered their apologies but have submitted their votes/input in advance.

## **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 Chair, 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**

Chair (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 Chair 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.



## **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 Chair, 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**

Chair (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 Chair 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.

## **PROFESSIONAL DEVELOPMENT ADVISORY COMMITTEE**

### **Terms of Reference**

#### **Purpose**

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

#### **Scope**

- (a) To advise on products and services that IET should provide to support professional development for all members, and monitor their effectiveness.
- (b) To maintain links with other IET committees and bodies to ensure effective communication, joint working and awareness of key issues across the Institution.
- (c) To nominate members for other, ad hoc panels and working parties as necessary (including the Professional Development Partnership).

#### **Responsibilities**

The Professional Development Advisory Committee is responsible for:

- (a) Reviewing and developing 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) Ensuring that the policies are formulated in such a way that they can be implemented and communicated cost effectively.

#### **Constitution**

- (a) Chair (appointed by and represented on Membership and Professional Development Board)
- (b) A representative of the Professional Development Operations Committee
- (c) At least one Young Professional under the age of 30 at the time of appointment
- (d) A representative of the Registration and Standards Committee
- (e) A representative of the CPD Advisors
- (f) Plus other members selected for their knowledge and experience of current good practice in professional development, with volunteer membership capped at ten.  
+ Staff

#### **Quorum**

A quorum of half the members, rounded down, plus one.

#### **Note**

The normal period of service for an elected or appointed member of any board or committee is three years. 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.

Observers are not required.

Further members may be co-opted as necessary, by invitation (with volunteer membership capped at ten)

## **QUALITY ASSURANCE COMMITTEE**

### **Terms of Reference**

#### **Purpose**

Responsible for the oversight of the Engineering Council licensed activity set by auditing, monitoring and providing advice to the Membership and Professional Development (MPD) Board on the quality assurance of the processes and in addition the quality audit of the IET's Fellowship processes.

#### **Scope**

This body (the QAC) is given responsibility by the MPD Board for independently, effectively and demonstrably, auditing and reviewing the management system that is put in place by the MPD Board to demonstrate and maintain compliance with the Engineering Council requirements<sup>1</sup>. Thus QAC's audit and review function forms part of the required self-assessment process.

The overall aim of the Engineering Council Licencing Manual is Continuous Performance Improvement (CPI) in order to improve efficiency and effectiveness of the processes and, in doing so, contribute to increased registration. The QAC is given responsibility by the MPD Board to ensure CPI is realised in practice.

The QAC shall comply with the MPD Board Quality Assurance Policy, and in doing so adopt and promote a risk-based approach to Quality Assurance.

The QAC is given responsibility by the MPD Board to ensure the fairness, timeliness and consistency of assessments made in respect of individual registrants, Fellowship applicants and organisations offering IET accredited education or programmes, in order to protect the reputation and standing of the IET.

#### **Responsibilities**

The QAC's remit (drawn from the Engineering Council Bye-laws<sup>1</sup>) may be summarised as to exercise the above responsibilities in respect of the procedures and resources (humans and systems) deployed by the IET to:

- (a) monitor the continuing professional development of Registrants;
- (b) assess the competence and commitment of candidates for registration;
- (c) assess the academic standards of candidates for registration who have not followed an accredited course;
- (d) accredit programmes which meet the academic standards for registration; and
- (e) accredit initial and professional development programmes leading to competence in the workplace.

In addition, the QAC's remit shall include to exercise the above responsibilities in respect of the procedures and resources (humans and systems) deployed by the IET to assess candidates for Fellowship.

The IET QAC shall fulfil the following duties:

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<sup>1</sup> Note that the Engineering Council's Bye-laws require that the procedures and resources for monitoring of the conduct of Registrants be also subject to audit and review. However, the activity governing the Conduct of Registrants is managed by the Department of Governance and Policy and reported to the Engineering Council by MPD staff as part of the IET's Annual Self-Assessment Report. As such, this activity is outside the scope of QAC.

- (a) Conduct an annual audit of the procedures and resources defined by the committee's scope.
- (b) Prepare and submit of an annual report to the MPD Board.
- (c) Review and advise the MPD Board on future Quality Assurance needs.
- (d) Meet in person or virtually at least every 4 months to:
  - o Review the progress of audit actions.
  - o Assess the ongoing health of the management system put in place by the MPD Board to demonstrate and maintain compliance with the Engineering Council requirements and identify risks by reviewing metrics and performance indicators.
  - o Take appropriate action and report this to MPD Board.

Staff resource is allocated to support the annual audit and periodic progress review meetings.

### **Constitution**

- (a) Chair appointed by MPD Board who is or will become a member of MPD Board (endorsed by the Nominations and Succession Committee). Chair may delegate responsibility to a member of the committee in the event that he/she is unable to attend a QAC meeting/audit at short notice.
- (b) Six other IET professionally registered members with experience in one or more of the relevant volunteer roles (appointments endorsed by MPD Board).
- (c) Members cannot be members of Registration & Standards Committee (R&SC), although they can be active in accreditation, registration and monitoring of the Continuous Professional Development (CPD) for registrants activities.

### **Quorum**

The committee quorum is four (4) of the seven (7) members.

### **Note**

The normal period of service for an elected or appointed member of any board or committee is three years. 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.

## **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 ICTTech registration under licence of the Engineering Council.
- (b) Award of FIET.
- (c) Award of CITP registration under licence of the British Computer Society.
- (d) Accreditation of Higher Education Programmes.
- (e) Accreditation of Employer Professional Development schemes.
- (f) Approval of programmes of further learning or training for registration.
- (g) Approval of applicants in the category of specialist security advisor to the Register of Security Engineers and Specialists for existing CEng and IEng registrants.
- (h) Approval of apprenticeship schemes and qualifications.

#### **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 and approval 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) implementing the IET's equality and diversity policy in respect to registration;
- (k) monitor, document and manage strategic and operational risk pertinent to its operation;
- (l) reporting to the British Computer Society in respect of CITP Appeals;
- (m) reporting to the Register for Security Engineers and Specialists (RSES) and the Institution of Civil Engineers (ICE) in respect of the new category of specialist security adviser;
- (n) reporting to the Membership and Professional Development Board.

The Committee will deliver its responsibilities through the work of the Registration Group, the Fellowship Policy Committee, the Academic Accreditation and Professional Development Operations Committees and the Assessment and Advisory Activities.

#### **Constitution**

- (a) Chair appointed by Membership and Professional Development Board;
- (b) Vice Chair nominated by the Registration and Standards Committee Informal

- Nominations Panel.
- (c) Registration Group, Academic Accreditation and Professional Development Operations Committee and Fellowship Chairs or their Vice Chairs.
  - (d) Three lay members appointed by the Membership and Professional Development Board.

### **Observers and Co-opted Members**

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

### **Quorum**

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

### **Notes**

Registrants from at least two sections of the Engineering Council Register should be represented on the Registration and Standards Committee.

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.

The normal period of service for an elected or appointed member of any board or committee is three years. 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.



## **ACADEMIC ACCREDITATION COMMITTEE**

### **Terms of Reference**

#### **Purpose**

To develop, maintain and implement policies and procedures for academic accreditation under delegated authority from Membership and Professional Development Board and Registration and Standards Committee.

#### **Scope**

This body has been delegated by Membership and Professional Development Board and Registration and Standards Committee, to develop, maintain and implement 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 taking into account the current and future needs of industry.

#### **Responsibilities**

- (a) To develop detailed criteria for the accreditation of degree programmes that fall within the scope of the IET based on the policy of the Engineering Council.
- (b) To approve reports of visits and other engagements with Higher Education Institutions 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 to ensure a balance of those from industry and academia.
- (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 Registration & Standards Committee.

#### **Constitution**

- (a) Chair who shall be a registered Engineer and who should also represent the Academic Accreditation Committee on the Registration & Standards Committee.
- (b) Not less than 15 other members, all of whom shall be Registered Engineers.
- (c) Members of the Committee are selected to ensure a balance of experience from industry and academia.

#### **Quorum**

The Committee will meet as frequently as necessary to conduct its business and its quorum will be 1/3 of Committee members plus one.

#### **Notes**

#### **Period of Service**

In order to ensure renewal of membership while maintaining the breadth and depth of experience required by the Committee, the membership will be reviewed annually. The normal period of service for a member of Academic Accreditation Committee is three years. Members may be reappointed for a second term of three years. Normally members should not serve more than two three year terms, but where it is necessary to retain specific knowledge or experience,

members may then be reappointed on an annual basis. It is customary for up to one third of the members of Academic Accreditation Committee to retire each year, to ensure a regular turnover.

The Vice Chair is elected from and by the membership of the Committee and will serve for a period of three years as Vice Chair followed by a three year appointment as Chair.

### **Observers**

An observer will be invited to meetings from the following Institutions, if not a member in another capacity:

- BCS
- IMechE
- Engineering Council

## **FELLOWSHIP POLICY COMMITTEE**

### **Terms of Reference**

#### **1. Purpose**

- 1.1. To set the policy for the award of Fellow of the IET (FIET) and to oversee the operational aspects of such awards on behalf of the Registration and Standards Committee (R&SC).
- 1.2. To set the policy for the promotion of Fellow of the IET.
- 1.3. To set the policy for the engagement with Fellows as ambassadors and volunteers for the IET.

#### **2. Scope**

- 2.1. Policy, strategy, operations and promotion for the award of FIET.
- 2.2. The engagement of Fellows and potential Fellows as ambassadors and volunteers for the IET.
- 2.3. The support of Fellows acting on behalf of the IET.

#### **3. Responsibilities**

- 3.1. The Fellowship Policy Committee is responsible for:
  - (a) the award of FIET;
  - (b) defining and upholding the standards for the award of FIET;
  - (c) developing case law and setting precedents to assist the assessment process;
  - (d) integrating the volunteer activities with those relating to Registration, in particular processes and training for assessors, interviewers and advisors;
  - (e) advising on guidance for applicants;
  - (f) advising on the development and use of tools and methods to improve the Fellow experience for applicants;
  - (g) implementing the IET's equality and diversity policy in respect to Fellows together with meeting any other legal requirements that may arise from time to time;
  - (h) defining and implementing the Fellows appeals process;
  - (i) advising on and implementing strategic future plans for the promotion of Fellows of the IET;
  - (j) reporting to the Registration and Standards Committee on such Policy and operational issues that arise.

#### **4. Constitution**

- (a) A Chair and Vice Chair to be appointed in consultation with the chair of R&SC.
- (b) Six other members who are experienced Fellow Assessors (preferably with at least two years' assessing experience at the time of appointment to the committee).
- (c) One of the six members, as detailed above, should be a senior staff member who is also a Fellow and trained Fellow Assessor.

- (d) A quorum will comprise either the Chair or Vice Chair plus two other members (one of whom may be the Senior Staff Member).

## **5. Observers and Co-opted Members**

- (a) Observers, as appropriate, for training, etc;
- (b) Further members may be co-opted as necessary;
- (c) Staff may be invited to observe.

### **Notes**

Decisions relating to individual assessment of candidates for Fellowship will be made only by persons who are themselves Fellows, have completed Fellow Assessor training and maintained their competence to assess through attendance at refresher training

Committee members are to be invited annually, via open invitation from the RSSU team (Registration & Standards Support Unit) and selected by the process used by R&SC for all Registration and Fellow committee applicants, taking into account the need for a spread of sector representation.

The normal period of service for an elected member of the committee is three years. Chairs and Vice Chairs may extend to six years in total. It is the normal practice of this committee for the Vice Chair to later become Chair. For elected members, re-election is only possible after an interval of at least one year. For co-opted members, the period of service will be determined by their reason for that service but cannot be extended beyond a maximum of three years. It is customary for one third of the members of a board or committee to retire each year, to ensure a regular turnover. It is also customary that appointees to the Committee attend as observers in the year prior to their appointment as committee members: this year is not included in the periods just outlined.

The senior staff member identified in 4(c) will remain a member of the Committee for so long as they remain a member of staff, a Fellow and have maintained their Fellow Assessment training. Note that the President is ex-officio member of all boards and committees.

## **PROFESSIONAL DEVELOPMENT OPERATIONS COMMITTEE**

### **Terms of Reference**

#### **Purpose**

To develop, implement and review policies and procedures for the assessment of Employers' Schemes of Professional Development to satisfy the requirements for qualifications offered by the Institution;

To develop, implement and review policies and procedures for the approval of Apprenticeship Schemes to satisfy the requirements for the Institution qualifications.

#### **Scope**

On behalf of the IET, to grant accreditation of Professional Development Schemes and approval of Apprenticeship Schemes.

#### **Responsibilities**

Appoint accreditation / visit panels from its number and from a pool of suitably trained people approved by the Committee, as required;

Delegate authority to panels to make accreditation decisions;

Operate an online web forum to ratify accreditation decisions;

Report to the Registration and Standards Committee.

#### **Constitution**

Chair and Vice Chair appointed by the current Chair following consultation with the Employer Accreditation Team;

Chair will become a member of the Registration and Standards Committee (R&SC) on appointment into the role;

Chair may delegate responsibility to a member of the committee other than Vice Chair if they are unable to attend a meeting at short notice;

Not less than eight other members appointed by the Professional Development Operations Committee selected for their knowledge and experience of current best practice in Professional Development Schemes, Mentoring and Engineering/Business Management.

#### **Quorum**

The Committee will meet as frequently as necessary to conduct its business (at least once per annum) and its quorum will be 1/3 of Committee members plus one.

#### **Notes**

#### **Period of Service**

The normal period of service for an elected or appointed member of any Board or Committee is three years. 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.

### **Observers**

An observer appointed by the Engineering Council, if not a member in another capacity.

Observers may be appointed from other organisations to support the work of the committee.

## **REGISTRATION GROUP**

### **Terms of Reference**

#### **Purpose**

The operational responsibility for the assessment of applications for registration on behalf of the Registration and Standards Committee, which in turn holds the delegated authority from the Membership and Professional Development Board, and the maintenance of the benchmark standards against which individuals are assessed.

#### **Scope**

Award of CEng, IEng, EngTech and ICT*Tech* registration

#### **Responsibilities**

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

- (a) recommend the award, under licence from the Engineering Council, successful applications for professional registration;
- (b) contributing to defining and upholding of the standards of qualifications awarded by the IET;
- (c) contributing to the development of case law and setting precedents to assist the assessment process;
- (d) contributing to the development of volunteer activities associated with registration;
- (e) approving the appointment of all volunteers associated with registration, including Registrars and Moderators;
- (f) contributing to the development of processes and guidelines used in assessing the competence of applicants for professional registration and other qualifications;
- (g) contributing to the development of advice and guidance for applicants;
- (h) contributing to the development and use of processes to improve the registration experience for applicants;
- (i) auditing a sample of registration applications to monitor process compliance and consistency between panels;
- (j) implementing the IET's equality and diversity policy within the scope of the registration process;
- (k) reporting to Registration and Standards Committee;

#### **Constitution**

Chair  
Vice Chair

A minimum of three additional registered members, Observers as required by the Engineering Council.

- (a) The Chair and the members of the Group shall be appointed by the Nominations Panel of the Registration and Standards Committee.
- (b) The Group may request the Registration and Standards Committee to appoint additional members to ensure the Group has the right balance of skills and knowledge to achieve its task.
- (c) Registrants from at least two sections of the Engineering Council register should be represented on the Group
- (d) Group decisions can be made by the Group but decisions relating to individual assessment of candidates for registration will be made only by registered members who are Registrars.

#### **Quorum**

- (a) One more than half of the voting members of the group to include the Chair or his Deputy, shall be present at each meeting to conduct the business of the Group.
- (b) For decisions on registration, the Chair or his Deputy and at least two other registered voting members must be present.

#### **Note**

The normal period of service for appointed members of the Group is three years.



## **SCHOLARSHIPS COMMITTEE**

### **Terms of Reference**

#### **Purpose**

To support the development of IET members.

To support the development of the engineering profession.

To support the development of the IET.

#### **Scope**

To review the IET's portfolio of current awards and propose new awards. To define their criteria, oversee their procedures and assess applications. The IET's portfolio of scholarships, travel awards and prizes currently includes undergraduate and postgraduate scholarships, grants, travel awards, the A F Harvey research prize and student prizes.

#### **Responsibilities**

- (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 monitor 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 monitor the IET A F Harvey Engineering Research Prize and work of the Search and Selection Committee
- (e) to report to the Membership & Professional Development Board.
- (f) to consider its strategy and operational procedures, and keep them under review.
- (g) to ensure the expenditure associated with the portfolio of activities is in line with available funding.

#### **Constitution**

An appointed Chair.

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

Note: The Committee should include a member with experience of the Scottish Education System together with a representative from industry and two Young Professionals.

#### **Quorum**

The Committee will meet up to 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.

## Notes

The normal period of service for a member of the Scholarships Committee is five years. Members may be reappointed at the end of five years.

In order to ensure renewal of membership while maintaining the breadth and depth of experience required by the Committee, the membership will be reviewed annually. Normally members should not serve for more than two five year terms on the Committee, but where it is necessary to retain specific knowledge or experience, members may be retained beyond this period while other members with appropriate experience are sought. It is customary for one or two Scholarship Committee members to retire each year to ensure a regular turnover. The President is ex officio a member of all boards and committees.

Ex-members may choose to remain as online assessors for the scholarships, travel awards and grants, but not attend the Committee meetings. Members may be retained for up to a further 5 year period on this basis.

## **VOLUNTEER ENGAGEMENT BOARD**

### **1. Purpose**

The purpose of the Volunteer Engagement Board is:

- (a) to be responsible to the Board of Trustees for the planning and implementation of the IET's volunteer engagement strategy;
- (b) to provide assurance to the Board of Trustees concerning the effective delivery of strategic programmes as delegated by the Board of Trustees; and
- (c) to monitor performance of strategic programmes as delegated by the Board of Trustees.

### **2. Terms of Reference**

The Board shall:

#### **Strategic Advice and Support**

- (a) oversee the creation of capability to deliver the volunteer engagement strategy;
- (b) recommend changes to the IET's volunteer engagement strategic direction;
- (c) support the development and enhancement of the volunteer engagement strategy.

#### **Supporting the Effective and Efficient Delivery of the IET Plan**

- (d) provide input during the creation of the IET Plan, identifying requirements for new initiatives, and the adjustment or cessation of activities;
- (e) provide 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;
- (f) keep under review the portfolio of volunteer engagement products and services to ensure that they are continuing to meet user needs;
- (g) ensure members are placed at the heart of the IET, recognising the importance of volunteers and active members and their ambassadorial role in realising IET strategy;
- (h) ensure there are sufficient volunteers, with appropriate skills and experience, empowered and supported to meet the IET's needs in fulfilling its objects;
- (i) engage with networks and communities of volunteers to keep well informed on the overall volunteering experience and expanding the discussion on the engagement journey through active membership to volunteer;
- (j) encourage innovation in ways for members to become engaged in volunteering;
- (k) co-ordinate cross-organisational initiatives supporting volunteers embedded in operational teams, to deliver a consistent volunteering experience;
- (l) promote the advancement of IET one-team working culture, values, behaviours and standards for volunteers;
- (m) ensure policies are in place for the safety and compliance of teams delivering IET activities;
- (n) benchmark engagement with Professional Engineering Institutions and relevant organisations to monitor good practice.

## **Stewardship, Assurance and Risk Management**

- (o) recommend to the Board of Trustees the creation and dissolution of governance, and other groups which report through the Board;
- (p) monitor performance using KPIs, as defined in the IET Plan, and ensure that progress is being made;
- (q) provide advice to the Board of Trustees and the staff on longer range issues that might impact the effective and efficient delivery of the IET Plan, identifying suggestions for mitigating action;
- (r) ensure that effective risk management plans are in place for those risks delegated to the Board, in accordance with the IET's risk management process;
- (s) monitor performance of strategic programmes as delegated by the Board of Trustees.

## **Stakeholder Management**

- (t) operate a process to identify and manage all key stakeholders;
- (u) identify key issues and creating an action plan to engage members and other stakeholders both pro-actively and in response to their needs and expectations;
- (v) ensure that the portfolio of volunteer engagement products and services takes full account of the needs of Young Professionals;
- (w) liaise with other Main Boards.

## **Reporting**

- (x) provide written and/or oral progress reports and assurances to the Board of Trustees at least quarterly;
- (y) notify the Board of Trustees immediately of emerging risks or issues that might adversely impact on the delivery of the strategy or IET Plan are identified.

## **3. Constitution**

Subject to the remainder of this paragraph 3, the Volunteer Engagement Board shall be made up as follows:

Chair – appointed by the Board of Trustees from the elected Trustees

Senior staff member – Director of Governance and Policy

Chairs of Committees reporting to the Board

Nine Ordinary Members, who are Ordinary Members of Council, appointed to the Volunteer Engagement Board by the Board of Trustees on the recommendation of the Nominations and Succession Committee.

Representatives of the Communities Resourcing Committee, the Registration and Standards Committee and one of the Professional Development Committees.

A Deputy President

The Honorary Treasurer

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.

Casual vacancies will be filled in accordance with clause 17 of the Council Regulations.

## **4. Quorum**

Eight

## **5. Meetings**

- (a) The Volunteer Engagement Board shall meet at least twice per year and otherwise as required.
- (b) Members of the Volunteer Engagement Board participate in a meeting of the Volunteer Engagement Board when:
  - (i) the meeting has been called in accordance with paragraph (c) below; and
  - (ii) they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.
- (c) In determining whether members of the Volunteer Engagement Board are participating in a meeting of the Volunteer Engagement Board, it is irrelevant where any such member is or how they communicate with each other. If all the members of the Volunteer Engagement Board participating in a meeting of the Volunteer Engagement Board are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is.
- (d) Meetings of the Volunteer Engagement Board shall be called by the Chair.
- (e) Unless otherwise agreed, notice of each meeting of the Volunteer Engagement Board confirming the venue, time and date, together with an agenda of items to be discussed, shall be forwarded to each member of the Volunteer Engagement Board and any other person required to attend, no later than 5 working days before the date of the meeting. Where available, supporting papers shall be sent to Volunteer Engagement Board members and to other attendees as appropriate, at the same time.
- (f) The Volunteer Engagement Board shall keep minutes of the proceedings and resolutions of all Volunteer Engagement Board meetings, including the names of those present and in attendance.
- (g) Draft minutes of Volunteer Engagement Board meetings shall be circulated promptly to all members of the Volunteer Engagement Board. Once approved, minutes should be circulated to all members of the Board of Trustees unless in the opinion of the Chair (acting reasonably) it would be inappropriate to do so.

## **6. Other Matters**

The Volunteer Engagement Board shall:

- (a) have access to sufficient resources to carry out its duties, including the access to the Governance Team for assistance as required;
- (b) be provided with appropriate and timely training, both in the form of an induction programme for new members and on an ongoing basis for all members;
- (c) give due consideration to laws and regulations and any applicable rules as appropriate; and
- (d) arrange for periodic reviews of its own performance and, at least annually, review its constitution and terms of reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Board of Trustees for approval.

## **VOLUNTEER SUPPORT WORKING PARTY**

### **Terms of Reference**

Reporting to the Volunteer Engagement Board, the Working Party's purpose is to develop the approach and guide implementation of IET activities related to the recruitment, training, support and recognition of volunteers. The Working Party's mission is to build one skilled team to inspire, inform, influence and deliver the IET's strategy around the world. To do this it seeks to ensure a culture of one-team working across volunteers and staff and the engagement of an appropriately talented pool of volunteers.

### **Terms of Reference**

#### **Responsibilities**

- To monitor the satisfaction of volunteers and delivery of support activities.
- To make recommendations to ensure volunteer engagement is appropriate to supply a sufficient talent-pool for delivery of the IET strategy.
- Identifying areas for improvement.
- To work with staff to identify appropriate resolution actions and lead benchmarking with other volunteer bodies – ensuring changes adopted are appropriate, effective and can be consistently applied across the full range of volunteering roles.
- The scope of the Working Party encompasses all volunteering roles within the IET including both governance and operational; and is concerned with all aspects of support of volunteers including:
  - recruitment, induction and training,
  - succession planning and the supply of suitable volunteer talent,
  - communications, feedback and the one-team culture;
  - recognition.

#### **Reporting**

The Working Party is to report matters of interest to the Volunteer Engagement Board.

#### **Constitution**

Terms of office are normally three years but may be extended to retain particular skills or representation if needed. Term of office for the Chair is limited to three years.

- Chair drawn from the Working Party members (note that the Chair is, for the purposes of reporting, a member of the Volunteer Engagement Board)
- Director of Governance and Policy
- Head of Volunteer Support
- Three member representatives from areas of the Institution that rely heavily on volunteers (eg Communities, Professional Registration and Professional Development).
- A Young Professional.
- Three staff members representing the breadth of volunteer management activities.
- Other members as required to provide the skills and experience required to complete the Party's work.
- Member of staff from the Volunteer Support function (to act as secretary to the group).

Members may be co-opted onto the Working Party to ensure representation of required functions or demographic groups as required.

An individual member of the Party may represent more than one body.

### **Meetings and Timeframe**

- The Working Party will meet physically a minimum of two times per year, with interim virtual work ad hoc if required.
- The Working Party is a standing working party to the Volunteer Engagement Board.

### **Quorum**

One half of the group plus one.

### **Person Specification**

Each Working Party member should be able to demonstrate as many as possible of the following skills:

- Understanding and commitment to the IET and its objectives;
- Integrity;
- The ability to make good, independent judgements;
- The ability to develop policy;
- High level strategic thinking and vision;
- Ability to think creatively;
- Willingness to speak their mind;
- Ability to work effectively as a member of a team and to accept consensus decisions and act upon them;
- Experience in one or more of the volunteer engagement areas of the IET;
- Influencing stakeholders;
- Public relations/communication/marketing;
- Change management;
- Awareness of cultural differences;
- Awareness of the issues and attitudes of engaged members, in particular Fellows and young professionals.