

12 October 2022

PAPER CLASSIFICATION: OPEN

**Minutes of the Meeting of the
BOARD OF TRUSTEES
held on Thursday, 6 October 2022 at 5.00 pm
at Savoy Place, London WC2, and via Virtual Meeting**

Present: Professor Bob Cryan (President)
Dr Bicky Bhangu
Professor Timothy Dafforn
Mrs Katy Deacon
Ms Anni Feng
Dr Andrew Harter
Ms Samantha Hubbard
Ms Rachel Hurst
Miss Abbie Huty
Dr Gopi Katragadda
Dr Carol Marsh
Professor Ronjon Nag
Professor Paul Needham
Professor Sarah Spurgeon
Professor Kate Sugden
Sir Julian Young

By invitation: Mr Neil Burton (Mills & Reeve LLP) (Minute 13)

In attendance: Ms Toni Allen (Director of International Strategic Marketing and Engagement)
(Minutes 2-18)
Mr Ed Almond (Chief Executive and Secretary)
Mr Richard Best (Director of IT and Digital Services) (Minutes 2-18)
Mr David Bunyan (Director of Finance and Planning) (Minutes 2-18)
Ms Morna Dason-Barber (Director of Human Resources) (Minutes 2-18)
Mr Giles Grant (Director of Knowledge Services & Solutions) (Minutes 2-18)
Mr Zaheed Hussein (General Counsel) (Minutes 2-18)
Mr Christopher Knibb (Director of Governance and External Engagement)
(Minutes 2-18)
Ms Eloisa de la Maza (Governance Executive) (Minutes 2-18)
Dr Laura Norton (Head of Equality, Diversity and Inclusion) (Minute 8)
Ms Michelle Richmond (Director of Membership and Professional Development)
(Minutes 2-18)
Mr Andrew F Wilson (Head of Governance) (Minutes 2-18)

1. Private Meeting

1.1. See Confidential Minute.

2. Conflicts of Interest

No conflicts of interest were declared.

3. HM The Queen

- 3.1. The Board noted with deep regret the death of HM The Queen, Patron of the Institution of Engineering and Technology. The Trustees observed one minute's silence.
- 3.2. The President introduced and the Board noted a proposal to invite HM The King to become the Patron of the Institution of Engineering and Technology (T(22)78).
- 3.3. Following discussion, it was agreed that HM The King be invited to become Patron. The Board also agreed that a Loyal Address should be approved and sealed on the occasion of HM The King's Coronation.

4. Minutes

The Minutes of the meeting held on 5 September 2022 (T(22)M6) were approved and signed as a correct record.

5. Actions Taken or Outstanding

- 5.1. Mr Wilson introduced and the Board noted a report on actions taken or outstanding since the previous meeting of the Board (T(22)79).
- 5.2. With reference to Minute 12.3 of T(22)M6, it was noted that Mr Almond had spoken at the Council meeting earlier in the day and commented on the Board's response to Council's feedback on the IET Strategy 2030.

6. Introduction by President

The President set out his plans for the Session 2022/23, and his themes for the year, which would amplify aspects of the IET Strategy 2030.

7. Partnerships in China

- 7.1. See Confidential Minute.

8. Volunteer EDI Survey

- 8.1. Dr Norton introduced and the Board noted a report on the results of the 2022 Volunteer EDI Survey (T(22)81).
- 8.2. The survey had been sent to all IET volunteers in June 2022 and there had been a response rate of 18%. The main findings of the demographic part of the survey included:
 - 78% of respondents were based in the UK, 22% outside the UK;
 - 64% of respondents had been volunteers for 6 years or more and 22% for over 21 years;
 - 9% of respondents identified as disabled;
 - 9% of respondents considered themselves neurodivergent;
 - 72% of respondents identified as white;
 - 85% of respondents identified as male, and 13% female;
 - 40% of respondents had day-to-day caring responsibilities.

8.3. When asked about their experiences:

- 88% of respondents agreed or strongly agreed that they were proud to volunteer for the IET;
- 69% felt valued;
- 81% said that the IET was welcoming;
- 75% felt supported in their role;
- 72% felt a sense of belonging within the IET;
- 67% felt respected;
- 74% felt satisfied;
- 65% felt their contribution was appropriately recognised.

8.4. It was noted that an action plan would be developed to focus on:

- Promoting the EDI Strategy;
- Implementing EDI measures and resources;
- Ensuring all volunteers were aware of the benefits of EDI;
- Continuing the data-driven approach;
- Providing evidence of how the IET was improving EDI;
- Collaborating with volunteers and providing accessible platforms for volunteers to contribute;
- Ensuring that all volunteers understood that they are included in the EDI Strategy.

9. IET Fund-raising Activities

9.1. Mr Knibb introduced and the Board noted a proposal for the Chair of the Futures Fund (T(22)82).

9.2. Following discussion, the Board approved the appointment of Ms Dawn Ohlson as Chair of the Futures Fund from 1 October 2022.

10. Reserves and Match-funding

10.1. Mr Knibb introduced and the Board noted a proposal for Match-funding from the IET Reserves (T(22)83).

10.2. Following discussion, the Board approved £500,000 of match-funding from the IET Benefactors Trust Fund.

11. Trustee Champions

11.1. The President introduced and the Board noted a proposal for Trustee Champions for the Session 2022/23 (T(22)84).

11.2. The Board approved the appointment of Trustee Champions for the Session 2022/23:

- Trustee champions for Equality, Diversity and Inclusion – Mrs Katy Deacon and Professor Kate Sugden
- Trustee champions for Know Your Customer – Ms Samantha Hubbard and Professor Paul Needham.
- Trustee champions for Policy and Insight – Dr Andrew Harter and Professor Sarah Spurgeon.
- Trustee champion for Strategic KPIs – Sir Julian Young.
- Trustee champion for Young Professionals – Professor Sarah Spurgeon.

12. Terms of Reference

- 12.1. Mr Knibb introduced and the Board noted the proposals for the terms of reference of the Policy Oversight Committee, and the Equality, Diversity and Inclusion Working Party (T(22)85).
- 12.2. Following discussion the Board approved the terms of reference of the following Committees:
- Policy Oversight Committee;
 - Equality, Diversity and Inclusion Working Party.
- 12.3. It was noted that a proposal for the Chair of the Policy Oversight Committee would be brought to a future meeting of the Board.

13. Legal Update

- 13.1. Mr Burton gave a presentation to the Board of Trustees from Mills & Reeve LLP solicitors on recent and forthcoming legal issues of interest to the Institution (T(22)86). Subjects covered included:
- Charities Act 2022.
 - Charity Governance Code.
 - ESG/Ethical Investment.
 - Trading subsidiaries.
 - Compliance.
 - Modernising IET contracting.
 - Review of the IET offices outside the UK.
 - Local Network Review.

- 13.2. The President thanked Mr Burton for his interesting presentation.

14. Routine Matters

- 14.1. The Board noted:
- 14.1.1. Royal Charter and Bye-laws.
- 14.1.2. Constitution of the Board of Trustees for 2022/23 (T(22)87).
- 14.1.3. Terms of Reference of IET Boards and Committees (T(22)88).
- 14.1.4. Investment Policy (T(22)89).
- 14.1.5. Reserves Policy (T(22)90).
- 14.1.6. Reserved and Delegated Authorities Policy (T(22)91).
- 14.1.7. Volunteer Handbook.
- 14.1.8. Annual Report and Accounts 2021.

15. Chief Executive and Secretary's Report

The Board noted a report from the Chief Executive and Secretary (T(22)92).

16. Feedback on Board Meeting

The President invited Trustees to give feedback on the Board of Trustees meeting.

17. Classification of Board Papers

17.1. The Board noted that eleven of the papers that had been considered at the meeting were Private and Confidential. The Private and Confidential papers had been so-classified because they contained:

17.1.1. information relating to negotiations, commercial or otherwise, where disclosure could prejudice the IET's position, or could prejudice future negotiations of a similar nature;

17.1.2. reference 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;

17.1.3. information which if disclosed might result in premature publicity of courses of action that might not, in the end, be followed;

17.1.4. legal advice or Counsel's opinion, or were otherwise covered by legal professional privilege or concerned active legal proceedings;

17.1.5. information considered confidential to a third party relationship, or which could be used externally to create legal challenge, reputational risk or commercial advantage.

18. Date of Next Meeting

Friday, 11 November 2022 at 2.00 pm at Savoy Place, London WC2.