

2 October 2025

PAPER CLASSIFICATION: PRIVATE AND CONFIDENTIAL

**Minutes of the Meeting of the
Board of Trustees
held on Thursday, 2 October 2025 at 15:00
held at Savoy Place, London**

Present: Dawn Ohlson (Chair)
Yewande Akinola (from item 5.6)
Katy Deacon
Simon Harrison
Simon Hart
Graham Herries
Justina Ho
Ian MacGillivray
Paul Needham
Trudy Norris-Gray
Sam Presley
Mamta Singhal

In attendance: Toni Allen (Chief Engagement and Growth Officer)
Ed Almond (Chief Executive and Secretary)
Warren Bath (Operations Director)
Morna Dason-Barber (People Director)
Zaheed Hussein (Group General Counsel)
Sara Killingworth (Portfolio and Product Management Director)
Christopher Knibb (Governance and External Engagement Director)
John Sullivan (Chief Technology Information Officer)
Ben Wylie (Chief Financial Officer)

1. Welcome and Apologies for Absence

- 1.1. The Chair welcomed members to the meeting, particularly those new to the Board. Apologies for absence were received from Warren East, Mark Goudie, Sam Hubbard and Andy Rogers.
- 1.2. The Chair outlined expected ways of working, asking that all members join the on-line meeting (if possible), to provide a better visual experience for those joining on-line. Members are expected to ask questions, but to do so ahead of time where possible, or alert staff if you plan to raise a point in the meeting (especially on 'starred' agenda items).

2. Conflicts of Interest

No conflicts of interest were declared.

3. Minutes

- 3.1. The Minutes of the meeting held on 1 September 2025 (T(25)M6) were approved subject to the item on session dates (13.3) being annotated as subject to the governance review.
- 3.2. Staff confirmed that, regarding the Annual Dinner, the reservation at the Brewery would be released only once a reservation was made at Savoy Place. It was noted that both Sam Hubbard and Simon Hart will discuss with staff.

4. Matters Arising

- 4.1. Sandra Godman introduced, and the Board noted a report on matters arising from previous meetings of the Board (T(25)73).
- 4.2. The Board asked that the item on Diligent training not be marked as complete until training has been delivered.
- 4.3. The Board suggested that an action be recorded relating the need for a push on clearing the professional registration back-log.

5. Chief Executive and Secretary's Report

- 5.1. Ed Almond introduced, and the Board noted the report (T(25)74), informing new Trustees that this report provides commentary on finance, KPIs, and notable activities.
- 5.2. Ed announced that the IET had been awarded the MemCom Membership Magazine of the Year Award for the 3rd year running; which the Board noted with thanks.
- 5.3. A new AI open access journal has been introduced and is now publishing the highest number of proceedings in recent years.

Minutes 5.4 to 5.13 are Confidential

6. Annual Legal Update

Neil Burton of Mills & Reeve LLP presented the annual update on legal matters.

7. Fundraising Strategy

- 7.1. Elsa Scott joined the meeting and introduced paper T(25)76. Elements of the Fundraising Strategy had been discussed at the June strategy meeting, and the final version was presented for approval.
- 7.2. In discussion, the Board explored the need to align with what donors are interested to fund and noted that this is being worked on by the Portfolio and Product Management Team, including testing concepts with donors.
- 7.3. The Board assured itself on the approach to be taken if a large donation were offered for a specific activity, the process for donor engagement, and confidence that the target can be achieved.
- 7.4. Minute 7.4 is confidential.
- 7.5. The Board commended the level of ambition and approved the strategy.

8. Confidential Minute

9. Audit and Risk Process Committee

- 9.1. Ben Wylie introduced paper T(25)78, reporting on the activities of the Committee over the last session. This includes the retendering for insurance cover, the classification of minutes and access for members of the committee to inform its work.
- 9.2. Minute 9.2 is confidential.
- 9.3. The Committee discussed the need to ensure that committees with delegated risks were managing them appropriately. This must be in the Terms of Reference and was referred to the Governance Review for that purpose. However, the Committee commends the improvement in position on overdue risk assessments.
- 9.4. The Committee receives copies of the Board Minutes (redacted version) for reference and to support its work. However, the level of redaction due to confidentiality of papers means these are not very helpful. The matter is being discussed between the Director of Governance and Chair of the Board, and a recommendation will be circulated to the Board out of committee.

10. Confidential Minute

11. Nominations and Succession Committee

- 11.1. Christopher Knibb outlined the background to paper T(25)80, noting that this is an update on previous discussions.
- 11.2. Minute 11.2 is confidential.

12. Young Professionals Committee

- 12.1. Christopher Knibb introduced paper T(25)81, proposing a change to the reporting line of the Young Professionals Committee, noting that this had been trialed earlier in the day, resulting in a successful conversation.
- 12.2. The Board challenged how this will provide the Committee with appropriate supporting resource and alignment with activities the Young Professionals are committed to. It was noted that any change will only be temporary subject to the governance review.
- 12.3. The Board approved the change of reporting line.

13. Routine Matters

- 13.1. The Board noted the:
 - (a) Constitution of the Board for 2025/26;
 - (b) Terms of reference of the Boards and Committees;
 - (c) Reserves Policy (within the Annual Report 2024);
 - (d) Investment Policy; and
 - (e) Reserved and Delegated Authorities Policy.

14. Annual Safeguarding Report

The Board noted the Annual Safeguarding Report, paper T(25)83.

15. Trustee Working Parties

The Board noted the update on current working parties, paper T(25)84.

16. Feedback on the Meeting

- 16.1. The Board felt it had been a useful meeting. It was noted that the Fundraising presentation hadn't been pre-circulated because there was a full paper; but some members felt it would have helped them to have seen it.
- 16.2. The Board asked that staff check that invites had gone into calendars correctly, and that they do not clash with significant religious holidays. Also, to amend the notifications provided by Diligent to more clearly signpost when papers are updated.
- 16.3. Katy Deacon (joining on-line) noted that it is helpful if individuals in the room also join the on-line meeting with their camera on, as the number of people makes it difficult to see via one camera.

17. Any Other Business

No additional items of business were raised.

18. Date of Next Meeting

The next scheduled meeting will be Friday 14th November 2020, at 10.00am.

Minutes Approved:

Date: _____