12 May 2017

PAPER CLASSIFICATION: OPEN

Minutes of the Meeting of the
BOARD OF TRUSTEES
held on Monday, 8 May 2017 at 5.00 pm

Present:  Professor Jeremy Watson (President)
          Ms Farah Azirah
          Mr Andy Bevington
          Dr Peter Bonfield
          Mr Mike Carr
          Ms Naomi Climer
          Professor Bob Cryan (by telephone)
          Dr Andy Harter
          Eur Ing Tom Hlaing
          Eur Ing Graeme Hobbs (by telephone)
          Mrs Virginia Hodge
          Professor Alison Noble
          Professor Will Stewart
          Mr Nick Winser (Minutes 1-12.1)
          Air Marshal Julian Young

By invitation:  Dr Dolores Byrne (Minute 11)

In attendance:  Mr Tim Aitken (Product Owner Inspec) (Minute 9)
                Mr Ed Almond (Director of Finance and Planning)
                Mr Richard Best (Head of IT and Digital Services)
                Ms Alison Carr (Director of Governance and Policy)
                Mr Vincent Cassidy (Head of Academic Markets) (Minute 9)
                Mr Nigel Fine (Chief Executive and Secretary)
                Mr Tim Hamer (Director of Knowledge)
                Ms Hilary Lambert (Director of International Strategic Marketing and Engagement)
                Mr Keith Price (Programme Manager) (Minute 7)
                Ms Michelle Richmond (Director of Membership and Professional Development)
                Mr Sean Spencer (Head of Venues and Facilities) (Minute 8)
                Mr Andrew F Wilson (Head of Governance and Legal Affairs)

1.  Conflicts of Interest

   No conflicts of interest were declared.

2.  Minutes

   The Minutes of the meeting held on 20 March 2017 (T(17)M2) were approved and signed as a correct record.

3.  Actions Taken or Outstanding

3.1.  Ms Carr introduced and the Board noted a report on actions taken or outstanding since the previous meeting of the Board (T(17)28).

3.2.  With reference to 8.2 of T(17)M2, Ms Carr reported that the amended IET Plagiarism Policy had now been published on the IET website.
3.3. With reference to 9.2 of T(17)M2, Ms Carr reported that the amended IET Conflicts of Interest Policy had now been published on the IET website.

3.4. With reference to Minute 15 of T(17)M1, Ms Carr reported that it was intended to review the success of the implementation of the decisions taken as part of the Governance for the Future project after one year of operation, at the end of September 2017. A report on the review would be made to the Board of Trustees in September 2018.

3.5. The Board congratulated Professor Noble on her recent election as a Fellow of the Royal Society.

4. Membership Subscriptions

4.1. See confidential Minute.

5. CPD Monitoring Scheme Non-compliance Procedure

5.1. Dr Bonfield introduced and the Board noted a proposal for a CPD Monitoring Scheme Non-compliance Procedure (T(17)30).

5.2. It was noted that the Engineering Council CPD Code for Registrants required Registered Members to record their CPD activities. The Engineering Council had issued a CPD Policy Statement expressing an aspiration that by January 2017 all Professional Engineering Institutions would undertake random monitoring of professionally active Registrants’ CPD records. In December 2014 the Board of Trustees agreed to meet the Engineering Council’s January 2017 random review aspiration, additionally agreeing to widen this opportunity to demonstrate professionalism as a benefit available to all professionally active Members and Fellows (Minute 157 of T(14)M10 refers).

5.3. The Membership and Professional Development Board had proposed a non-compliance procedure consisting of an escalating reminder, guidance and support regime running over a three-year period. It was proposed that the three-year guidance and support regime should be introduced during 2017.

5.4. During discussion the following comments were made:

- Mr Carr suggested that the Non-compliance Procedure should not be considered until there had been wider adoption of the CPD Monitoring Scheme. As only 9% of the membership were currently compliant, the time was not right. He was concerned that the Scheme might discourage membership by Members and Fellows who did not intend to achieve Chartership and suggested that it might better be limited to Registered Members.

- Eur Ing Hlaing commented that he believed that Young Professionals expected and welcomed the Scheme. However, without a Non-compliance Procedure the Scheme appeared to be merely optional.

- Professor Stewart commented that the Scheme did not appear attractive to some groups of potential Members and Fellows and this might have a detrimental effect on recruitment.

- Dr Harter commented that the Scheme might not appear irrelevant to members working in computing. As many members did not read information sent to them by the IET they might be expelled from membership without being aware that the Scheme had been introduced.

- Professor Watson suggested that the Procedure should be made more appealing to Members and Fellows and that the term “disciplinary” should be replaced by “investigation”.
- Dr Bonfield commented that the IET had a duty to guarantee the competence of its members and the Scheme aimed to do this.
- Ms Azirar commented that other institutions only required CPD Monitoring for Chartered Members, which seemed a logical arrangement.
- Mr Winser suggested that a policy of "comply or explain" might be more suitable for the Scheme. It might be preferable to have different rules for each category of membership.
- Mr Bevington commented that there was a danger that the Non-compliance Procedure might become the focus of the Scheme for some members.
- Mr Bevington asked whether other institutions had implemented a similar scheme. Ms Richmond reported that the Institution of Civil Engineers had set up a similar scheme which applied to all Members and Fellows (both registered and unregistered), but it had not taken action against members for non-compliance.
- Air Marshal Young commented that it was entirely correct for the IET as a Licensed Body to follow the guidance given by the Engineering Council in establishing the Scheme and Procedure with respect to its Registered Members.

5.5. Following discussion the Board agreed to refer the proposed CPD Monitoring Scheme Non-Compliance Procedure back to the Membership and Professional Development Board for reconsideration.

6. China

6.1. Ms Lambert introduced and the Board noted a proposal to re-structure the IET’s legal entities in China (T(17)31).

6.2. Following discussion the Board approved the transfer of ownership of the current Wholly Foreign Owned Enterprise (WFOE) from the IET (the charitable entity in the UK) to IET Services Limited (the wholly-owned subsidiary company in the UK). It noted that an application might be made for the formation of a Foreign NGO Representative Office in China in due course as necessary.

7. Know Your Customer Programme

7.1. Ms Lambert introduced and the Board noted a proposal for funding for the next phase of the Know Your Customer Programme (T(17)32).

7.2. The Board had approved Phase 1 of the Know Your Customer Programme in April 2016 at £1.9m and noted that subsequent requests would be made against the balance of the total programme estimate of £6.5m, subject to reviewing the outcomes from Phase 1 and a review of overall programme benefits (Minute 8 of T(16)M2 refers).

7.3. Following discussion, the Board approved the Phase 2 budget request of £2.1m, to be drawn from reserves, and noted the revised benefits as a result of further work on the IET’s operating model and ways of working. It was agreed that Air Marshal Young should be added to the membership of the Steering Group.

7.4. It was noted that completion of Phase 2 would be followed by a proposal for funding of the final phase, which would provide a checkpoint for the Board of Trustees, with the understanding that completion of all phases would be necessary to realise the programme benefits.

8. Estate Strategy

See Confidential Minute.
9. **Inspec Plus**

   See Confidential Minute.

10. **Terms of Reference**

   Ms Carr introduced and the Board noted a proposal to amend the terms of reference of the Volunteer Support Working Party (T(17)35). Following discussion the proposal was approved.

11. **IET Fundraising Campaign**

11.1. Dr Byrne introduced and the Board noted a report from the Impact Engineering Fundraising Campaign and Trustee responsibilities (T(17)36).

11.2. She drew attention to:

   11.2.1. the governance of fundraising and the responsibilities of the Trustees;
   
   11.2.2. the campaign progress in 2016 and the numbers of beneficiaries that had been affected by the funds that had been raised for the IET;
   
   11.2.3. the campaign focus for 2017 and beyond, including the 150th anniversary of the IET in 2021.

11.3. The Board agreed to record a Vote of Thanks to Dr Byrne for her work as Chair of the Campaign Cabinet.

12. **Main Boards**

12.1. Professor Stewart gave an oral report on matters under discussion by the Knowledge Services Board.

12.2. Dr Bonfield gave an oral report on matters under discussion by the Membership and Professional Development Board.

12.3. Mrs Hodge gave an oral report on matters under discussion by the Volunteer Engagement Board.

13. **Health & Safety**

   The Board noted the annual report on Health & Safety (T(17)37).

14. **IET Academy**

   The Board noted an update on the IET Academy (T(17)38).

15. **Chief Executive and Secretary’s Report**

15.1. The Board noted a report from the Chief Executive and Secretary (T(17)39).

15.2. Mr Fine drew attention to the recent meeting between Professor John Uff and the 35 Professional Engineering Institutions to discuss the Uff Report and another meeting of Young Professionals from the same Institutions.

15.3. Professor Watson reported on the second annual meeting of the IET Junior Board which had been held earlier in the day.
16. **Classification of Board Papers**

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

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

16.1.2. 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;

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

16.1.4. legal advice or Counsel’s opinion, or is otherwise covered by legal professional privilege or concerns active legal proceedings;

16.1.5. information which could be used externally to create legal challenge, reputational risk or commercial advantage.

17. **Date of Next Meeting**

   Friday, 9 June 2017 at 2.00 pm at Savoy Place, London WC2.