

## **ANNUAL REPORT OF THE NOMINATIONS AND SUCCESSION COMMITTEE 2015/16**

### **Introduction**

Welcome to the first Annual Report of the Nominations and Succession Committee.

The purpose of the Committee is to make recommendations to the Board of Trustees for suitable candidates for election or appointment to positions on Boards and Committees. In doing so, the Committee aims to achieve a balance of skills, demographics, diversity, sectoral knowledge and international membership and to provide a robust and transparent process that is open and attractive to candidates. This report is intended to demonstrate how this has been achieved.

### **2016 Elections and Appointments**

#### **Overview**

The IET operates fair and open processes for the election of members into its governance and seeks to encourage inclusion and diversity.

Elections are held in February/March following an appeal for members to make nominations for election to positions on the:

- Board of Trustees;
- Council;
- Communities Committees.

Candidates are also nominated by the Board of Trustees, with recommendations being made to the Board by the Nominations and Succession Committee.

The Committee reviews the lists of potential candidates for current and future positions, monitors nomination and election processes and also makes recommendations for honours and awards. The following outlines the approach and statistics for the 2016 elections and appointments, which were the first under a new governance structure introduced after a Special General Meeting held on 11 February 2016.

For the 2016 elections, there were 43 candidates, 39 proposed by the membership and 6 proposed by the Board of Trustees (9 for the Board of Trustees, 19 for Council, 15 for Communities Committees). Of these candidates, 19% were female, 16% were under the age of 30, and 65% were resident outside the United Kingdom. A breakdown of candidates and voting, and also information about appointments, can be found in the Appendix.

The Nominations and Succession Committee took on a new role this year, reflecting a new governance requirement that three members of Council are appointed each year by the Board of Trustees. Drawing from a pool of self-nominated candidates, the Committee made recommendations for the appointment of three members. In doing this it was supported by a

temporary sub-committee<sup>1</sup> set up for the purpose, taking into account the skills profiles of Council members, those of existing Main Board members and the skills needs of the Boards. To reflect the requirements of the Main Boards, and Council, this year one member under the age of 36 was appointed to Council.

### **Attracting Candidates**

Vacancies and details of the nominations process for those standing for election and those seeking appointment are advertised on the IET website and in *Member News*, and are promoted through news channels such as *Volunteer Update*. Every effort is made to encourage members to stand for both election and appointment across all positions available.

The Committee reviews the success of advertising of vacancies and works closely with IET staff in maintaining and developing candidate succession plans.

The Committee recognises that in particular, it continues to be a challenge to find candidates for election to the Communities Resourcing Committee and the regional Communities Committees. Consultation with these Committees seeks to explore the issues experienced with attracting suitable candidates and the number of members voting. In other areas, whilst there are usually sufficient candidates, the Committee would like to see greater interest, in particular for Council, which is now the succession path to the Main Boards.

### **Diversity and Inclusion**

Diversity and inclusion are particularly important for the future strategy of the Institution. The Board of Trustees encourages a wide representation of member views in terms of gender, age, geographic and sector representation. Both the Board of Trustees and Council have a requirement for a proportion of positions to be filled by members under the age of 36 and candidates resident outside the UK, and the Committee reviews the demographics and skills needs relevant to all positions when making recommendations. Whilst not required by the Bye-laws, other Boards and Committees require similar representation through their Terms of Reference. It remains difficult to achieve this balance and the Committee will consider how it can attract a greater diversity of candidates in the future. The Committee has invited the Volunteer Engagement Board to consider steps to assist in this.

Members of the Committee attended training on equality and diversity and unconscious bias in September 2016 and this will be a rolling programme of training for new members to help them in their roles.

### **The Committee**

The members of the Committee during the Session 2015/16 were:

Chairman: Dr M J Short CBE FREng BA CEng FIET  
Mr B P S Brooks BSc(Eng) FCGI CEng FIET  
Dr N J Burton BSc(Eng) PhD CEng FIET  
Ms N W Climer FREng BSc CEng FIET  
Dr A C Harter FREng MA PhD CEng FIET

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<sup>1</sup>This sub-committee reflected the new composition of the Nominations and Succession Committee. This composition had yet to be implemented but, feeling that it was in the spirit of the governance changes to work within the new arrangements for this process, the Committee chose to seek the representation it needed to undertake this important task.

Eur Ing G N Hobbs FREng BSc MSc CEng FIET  
Professor A Hopper CBE FRS FREng BSc PhD CEng FIET  
Professor J D M Watson CBE FREng FRSA MSc DPhil CEng FIET  
Professor W T Webb FREng BEng MBA PhD CEng FIET  
Mr N P Winser CBE FREng BSc CEng FIET

The Committee met on three occasions between 1 October 2015 and 30 September 2016.

### **Matters Discussed**

The Committee discussed proposals for candidates to stand for election as Trustees and members of Council. It also discussed candidates for appointment as President, Deputy President and Honorary Treasurer and appointments to positions on the following Boards and Committees:

- Council;
- Knowledge Services Board;
- Membership and Professional Development Board;
- Volunteer Engagement Board;
- Audit and Risk Process Committee;
- Finance and Investment Committee;
- Nominations and Succession Committee;
- Remuneration Committee;
- Policy Panels.

The Committee considered proposals for the election of Honorary Fellows in 2016.

The Committee made recommendations on all of the above to the Board of Trustees and these recommendations were subsequently approved by the Board of Trustees.

In addition to this annual activity, the Committee discussed the following topics during the Session:

- Changes to the terms of reference of the Committee arising from the approval of the Governance for the Future proposals by the Special General Meeting held on 11 February 2016.
- The report of the Governance Review by Grant Thornton.
- National Honours.

### **Governance for the Future**

Following the approval of the Governance for the Future proposals by the Special General Meeting held on 11 February 2016 the terms of reference and composition of the Committee were changed with effect from 1 October 2016.

## Appendix

**Table 1: Summary of Candidates for Election to Boards and Committees**

Board/Committee	Candidates 2015	Candidates 2016	Candidates 2015 Gender	Candidates 2016 Gender	Candidates 2015 Region	Candidates 2016 Region
Board of Trustees	13	9	M 13 F 0	M 7 F 2	A 0 AP 2 EMEA 3 SA 0 UK 8	A 0 AP 1 EMEA 0 SA 0 UK 8
Knowledge Services Board	1	N/A	M 1 F 0	N/A	A 0 AP 0 EMEA 0 SA 0 UK 1	N/A
Membership and Professional Development Board	6	N/A	M 6 F 0	N/A	A 1 AP 2 EMEA 1 SA 0 UK 2	N/A
Council	15	19	M 13 F 2	M 17 F 2	A 3 AP 2 EMEA 2 SA 3 UK 5	A 2 AP 3 EMEA 4 SA 3 UK 7
Communities Resourcing Committee	6	4	M 4 F 2	M 3 F 1	A 1 AP 2 EMEA 2 SA 0 UK 1	A 1 AP 2 EMEA 1 SA 0 UK 0
Communities Committee – Americas (A)	1	2	M 1 F 0	M 1 F 1	A 1	A 2
Communities Committee – Asia-Pacific (AP)	1	2	M 1 F 0	M 2 F 0	AP 1	AP 2
Communities Committee – Europe, Middle East and Africa (EMEA)	1	1	M 1 F 0	M 1 F 0	EMEA 1	EMEA 1
Communities Committee – South Asia (SA)	2	2	M 2 F 0	M 2 F 0	SA 2	SA 2
Communities Committee – United Kingdom (UK)	1	0	M 1 F 0	M 0 F 0	UK 1	UK 0
Young Professionals Communities Committee	2	4	M 2 F 0	M 3 F 1	A 0 AP 1 EMEA 0 SA 0 UK 1	A 0 AP 1 EMEA 2 SA 1 UK 0
Total Vacancies	14	12	N/A	N/A	N/A	N/A
Total Candidates	34 plus Council	24 plus Council	M 32 F 2 plus Council	M 18 F 6 plus Council	A 3 AP 8 EMEA 7 SA 2 UK 14 plus Council	A 3 AP 6 EMEA 4 SA 3 UK 8 plus Council
Total Elected	23	17	M 21 F 3	M 9 F 8	A 3 AP 3 EMEA 2 SA 1 UK 14	A 1 AP 3 EMEA 1 SA 1 UK 10

Note: Candidates are not asked to state their gender and so the above numbers are estimates. The distribution of members between the five regions is uneven, with 80% of

members in the United Kingdom region. Candidates are either proposed by the Board of Trustees or by a group of 5 or 10 eligible members.

**Table 2: Summary of Voting in Ballots**

Board/Committee	Eligible to Vote 2015	Voted 2015	Percentage Voted 2015	Eligible to Vote 2016	Voted 2016	Percentage Voted 2016
Board of Trustees	113,843	9,853	8.7%	114,174	8,854	7.8%
Council, Main Boards, Communities Resourcing Committee and Young Professionals Community Committee	161,282	11,071	6.9%	161,843	9,785	6.0%
Communities Committee – Americas (A)	-	-	-	3,186	256	8.0%
Communities Committee – Asia-Pacific (AP)	-	-	-	14,533	818	5.6%
Communities Committee – Europe, Middle East and Africa (EMEA)	-	-	-	-	-	-
Communities Committee – South Asia (SA)	12,537	582	4.6%	12,919	573	4.4%
Communities Committee – United Kingdom	-	-	-	-	-	-

Note: No ballot is held if the number of candidates is equal to or lower than the number of vacancies.

**Table 3: Summary of Candidates for Appointment to Boards and Committees**

Board/Committee	Candidates 2015	Candidates 2016	Candidates 2015 Gender	Candidates 2016 Gender	Candidates 2015 Region	Candidates 2016 Region
Board of Trustees	1	1	M 0 F 1	M 1 F 0	A 0 AP 0 EMEA 0 SA 0 UK 1	A 0 AP 0 EMEA 0 SA 0 UK 1
Knowledge Services Board	1	N/A	M 0 F 1	N/A	A 1 AP 0 EMEA 0 SA 0 UK 0	N/A
Membership and Professional Development Board	0	N/A	M 0 F 1	N/A	A 0 AP 0 EMEA 0 SA 0 UK 1	N/A
Council	N/A	3	N/A	M 2 F 1	N/A	A 0 AP 0 EMEA 1 SA 0 UK 2
Audit and Risk Process Committee	4	0	M 4 F 0	M 0 F 0	A 0 AP 0 EMEA 0 SA 0 UK 4	A 0 AP 0 EMEA 0 SA 0 UK 0
Finance and Investment Committee	2	0	M 2 F 0	M 0 F 0	A 0 AP 0 EMEA 0 SA 0	A 0 AP 0 EMEA 0 SA 0

					UK 2	UK 0
Total Appointments	8	4	M 6 F 2	M 3 F 1	A 0 AP 0 EMEA 0 SA 0 UK 0	A 0 AP 0 EMEA 0 SA 0 UK 0

Note: Appointments to the Communities Resourcing Committee and the Communities Committees are approved by the Knowledge Services Board. They are omitted from this table as they are not dealt with by the Nominations and Succession Committee.