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Dear Colleagues

When I last wrote, I put the emphasis on the move to action on the programme to reform the governance of our Institution as well as on continued engagement with members. This message updates briefly on progress and seeks your involvement in the next round of changes to Council.

Specific actions set out below are:

- By Friday 2 March 2018: Members to submit nominations for six open places on Council.
- By Monday 26 February 2018: Members to submit applications for three members of the Interim Candidate Committee.

Update

Our Chief Executive, Jon Prichard, made good progress in his informal consultations with the Engineering Council and via them the Privy Council. A package of the proposed changes to the IChemE Charter and By-laws has been submitted for consideration by the Engineering Council's Privy Council & Governance Panel meeting on 13 February. The current changes include the move from Council to a smaller Board of Trustees, enable the election of all Trustees, establish the new Nominations Committee, and allow for the creation of a member representative body, Congress. We would like the Charter to become a live document that is amended as the members see fit, to accurately reflect our ongoing activity and our ambition, as is the case with other engineering institutions. Further changes will therefore be required in due course to fully reflect the new governance structures and articles, once the details have been finalised and the changes proposed to the May 2018 Annual General Meeting (AGM) have been completed.

In parallel, work continues on the need for new Regulations to implement the Charter and By-law changes; preparing the earliest possible launch of the proposed Congress; and aligning on the most effective "Hub and Spoke" model. More work is required to set out the Hub and Spoke reform and we will consult with members on the detail of this as it develops.

The goal of all the changes is to increase participation and representation of members whilst safeguarding the professional operation of our Institution in line with its defined purpose.

Process, timing and transition

The planned changes need the support of members at the Annual General Meeting on 21 May 2018. If approved, the Charter and By-law changes are then subject to a formal clearance procedure by the Engineering Council.

While we cannot pre-empt this important process, we are determined to deliver the necessary improvements as fast as we can – as tangible action was the clear message we have heard from members. To the extent that we can under the current Charter and By-laws, we want to introduce some good practice elements of the future governance arrangements in advance of the 2018 AGM. This will assist us in modernising and transforming our governance and will enhance member engagement and accountability.

I seek your support for, and participation in, this approach which we are working to keep as practical and as clear as possible.

I will now address what needs to happen next under different headings and in chronological order.

Changes to the Council

As previously communicated, the plan is to transition from the current Council to a smaller Board of Trustees following the 2018 AGM. This requires us to amend our current Charter and By-laws.

Pending this, Council at its last meeting decided that, whilst respecting the requirements of the current By-laws, we should begin the process of opening up the election process for all office holders and Council members. Elections of some Council places and officers are due in May 2018 at the AGM. In addition to the Honorary Treasurer and the three trustees scheduled for election at the AGM, we will also be electing the President for 2019 (i.e. the incoming Deputy President) and also the VP International. I explain this in detail below. In order to enable more eligible members to come forward to undertake these roles, Council will not be formally nominating candidates for vacancies this year. We invite members to make nominations against role profiles that set out the competencies and obligations required of a Trustee of the Institution. The role of VP Qualifications will also change at the AGM, however, the nominations process for this was previously undertaken and completed in 2017.

Interim Candidate Committee

As we move towards this new approach, we are standing down the current Presidential Nominations Committee, with thanks for their hard work over the years. As part of the transition from Council to a Board of Trustees and to allow candidates for the 2018 AGM Council roles to engage in a transparent and good practice election process, we are creating an Interim Candidate Committee. This will have an important role to play during this transition year. Its formation will mirror as closely as possible the longer-term plan for governance reform and the creation of a standing Nominations Committee from the end of May 2018.

The existing chair of the 2017 Nominations Committee, Jonathan Seville, has agreed to identify three Council Trustees to join the Interim Candidate Committee. We would now like to invite applications from the wider membership for the three other places on this interim committee, whose purpose is to enable the nomination and election process in advance of and during the 2018 AGM. Once formed, the Interim Candidate Committee will have six members, who will elect one of their members as Chair, to address the required programme of work between today and the 2018 AGM on 21 May 2018.

Applicants for the Interim Candidate Committee should be Fellows of IChemE in good standing, who do not intend to seek election as a Trustee at the 2018 AGM. They will preferably have some understanding of the Institution's governance and the role of member volunteers, plus experience of recruitment at a senior level, including assessing candidates against defined and publicised role profiles. As unpaid volunteers, they will also be asked to commit time to invest in the desk-based assessment of candidates for all six roles over the next few months, in advance of nominations being publicised at least 28 days in advance of the 2018 AGM. If more than three suitable candidates come forward for the Interim Candidate Committee, then the Council nominees of the Interim Committee will manage a process whereby three names will be drawn out of a hat.

The timeline is as follows:

- Monday 26 February 2018: deadline for applications for the three members of the Interim Candidate Committee.
- Tuesday 6 March 2018: confirmation of the six members of the Interim Candidate Committee.
- w/c 12 March 2018: Interim Candidate Committee begins work.

A copy of the application form can be accessed [here](#).

Role profiles and Code of Conduct for Trustees

Those seeking election to Council at the 2018 AGM, and in due course the proposed new Board of Trustees, need a clear picture of the obligations involved and the competencies required to undertake their role for the Institution. It is fair to say that while IChemE has some of this in place, there has not been a single, comprehensive summary of all the requirements, expertise and experience needed to undertake the voluntary role of a Trustee. Nor have there previously been complete role profiles for all positions, including those of President and Honorary Treasurer.

The detailed role profiles for the currently available positions are available [here](#). In producing these, we have pulled together all existing IChemE materials, Charity Commission and Engineering Council guidance, and good practice from other world-class Institutions.

In September 2017, Council unanimously agreed to adopt a [Trustee Code of Conduct](#) and that from that meeting forwards, all Trustees need to signify that they will adhere to it.

Nominations for IChemE Council

I hereby give all Voting Members notice of the list of the retiring Honorary Officers and Ordinary Members of Council. As I mentioned previously, Council has agreed that it will not be making any nominations for the vacancies occurring at this year's AGM. This means that the vacancies will be filled by nominations brought forward by the membership on the basis set out above.

Nominations are therefore now open for the following positions on IChemE's Council:

- President for 2019 (Deputy President 2018)
- Honorary Treasurer
- Vice President (International)
- Three Ordinary Members of Council

A copy of the nomination form can be accessed [here](#).

In accordance with By-law 68, nominations of duly qualified persons meeting the criteria, and with the appropriate nominees defined, must be received by the IChemE Chief Executive by close of business on **Friday 2 March 2018**.

Each nomination submitted must be supported by two Voting Members - who may not nominate more than one candidate in a single election. Nominations should include the written consent of the person nominated that they are willing to serve if elected. A photograph, brief biographical details and election statement from the candidate is also required.

If more nominations are received than there are vacancies, a ballot of all Voting Members will take place commencing in April. Successful candidates will take up their places on Council with effect from the end of the AGM on 21 May and will be required to complete their Trustee induction before attending their first formal Council meeting

Conclusion

I am conscious that there is a lot of detail here, reflecting the fact that we are determined to deliver improvements as quickly as we can through a multi-phase process to reform and improve the governance of our Institution.

All the documents referred to above can also be accessed via the [Council page](#) on the IChemE website. Information on the governance reform can be found in the "[We are IChemE and Strategy 2022](#)" section and more information will be available in mid-March.

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The Council and its Trustees will also be holding webinars during February and March 2018. These will explain the roles and responsibilities of the Board of Trustees and answer any questions from members who may wish to be nominated or are interested in knowing more about the roles and responsibilities of a Trustee and the Interim Candidate Committee.

Might I take this opportunity to urge your active participation and support in this exciting evolution towards a modern IChemE led by members, supporting members and serving society.

Yours sincerely

A handwritten signature in black ink, appearing to be 'J. H. Jones' or similar, written in a cursive style.