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To: 'presidential.commission@ice.org.uk' <presidential.commission@ice.org.uk>

Subject: ICE Presidential Commission on Governance - Submission for consideration

Dear Sirs,

Background

I have been CEng MICE for just over 20 years, and in many ways I would regard myself as an 'average' member. I attend meetings at Great George St now and then, and for the last 3 years I have been an SCE. I have benefited from my membership but have not been particularly active, though I do normally vote in Council elections and stood myself last year.

I voted for most of the governance changes that the ICE asked me to support at that time as well.

After I had cast my vote, but within the voting window, the ICE released some more information about the effect of the changes. As a result, I became increasingly concerned that my vote would be taken as endorsement of changes that were not those I had understood from the materials presented to me originally.

I therefore supported the call for an SGM, attended it, and ultimately voted for the motions (i.e. against the ICE official position). I also attended the first open session as an observer. In many ways, though, I still feel that I don't have enough information to understand the full impact of the changes that have been made, and whether they have actually achieved their aims.

The role of the SGM

An SGM is not a perfect vehicle, and I am mindful of the small proportion of the membership able to attend in person. As an aside, I think the commission could usefully look at how modern technology could enable much wider participation in SGMs in future (video conferencing to a number of regional and international centres might be a worthwhile intermediate step with well tried and tested technology, and I am sure that it would be possible to have a second step where members get a 'token' to allow online voting if they have watched a live stream).

That said, I am also mindful of the clear message given by the SGM in terms of the votes cast. I recall one of the speakers for the ICE at the SGM using the argument that those who had not voted in the postal ballot should be assumed to be content to support the will of the majority of votes cast. The same logic might usefully be applied to the vote of the SGM. The conclusions drawn by those in the room to hear the debate was very clear.

As such, I have deep concern about the implications of the SGM vote being simply 'set aside' in the way that it was. It seems essential to me that if the membership call the Institution to pause and think again on a topic, that the Institution never again thinks it is acceptable to continue regardless. With all due respect to yourselves and the work that you have been asked to do, a 'post facto review' was not what the SGM instructed. I urge you to speak clearly in your report about the role of the SGM and the binding nature of SGM decisions.

Governance of an international member institution

We have a particular challenge in ensuring that our governance meets the required standard in each country in which we operate. However, there is much that is put in place as 'guidance' or 'best practice' which needs to be fully understood before it is implemented. In exactly the same way that an engineer needs to understand what was in the mind of the Code writer before blindly following 'the rules', we need to evaluate whether information provided as best practice is appropriate for our Institution. The impression that I have been left with is that this evaluation was not undertaken with the recent changes. When considering guidance purporting to be 'best practice' a degree of enquiry and even a little cynicism is probably warranted.

The impact of the changes seems to me to have reduced the participation of the membership in the governance of the institution significantly. Ultimately the Council, Trustees and the Staff have (among other responsibilities)

an accountability to the membership for what is done in our name. Making these bodies less accountable to the membership is unlikely to have been on the Charities Commission's mind.

I was disappointed to hear very little in the first open session what the President and DG felt the impact of the changes on ordinary engineers, and the opportunities for them to have a voice in the Institution were. I had hoped to find that these opportunities were increasing, but the limited discussion of this point suggests that they are probably not. I hope that in any recommendations for further change that you make, you will ensure that the ordinary engineers that form the heart of the Membership will have a powerful voice in the way things are run.

The use of technology to support the work of Council

The DG and President both talked about the advantages of a small Trustee Board. Agility was a key theme and this was supported by new technology. Whatsapp was mentioned as a tool that the Trustees use. This is likely to cause GDPR problems as it requires complete access to your entire phone book in order to operate, and sends that information to Facebook's servers (Facebook owns Whatsapp). Most people will have contact details of at least some Minors in their phone book. Sharing teenager's phone numbers online under the name of the ICE risks significant reputational damage, and I consider it a foolish thing for us to do.

There was less information about whether the same technology could ensure that the Council becomes a more agile body. However, the principle of using Skype or similar systems to allow the council to meet more frequently is a good one. Technology need not be the preserve of the Trustees.

That said, I do not see the need for micro-management by Council or Trustees. If either body becomes so embedded in day-to-day operations that they cannot provide an oversight function then we will have lost a significant part of their purpose.

Ensuring a broad spread of representation (geographical, sectors and sizes)

There was some talk in the first open session of the future of the Institution, and of the specialisms that future members will have. There was even some 'what is civil engineering' discussion.

I am sure that these are valuable things to think about, but for me some basics were missing. How do we ensure broad representation in our governance structures? My longing is that we could simply select the best candidate for the job and not need any quotas. However, I think that this is probably unrealistic in terms of geography. We simply won't know enough to speak effectively for the profession, the Institution and the regulatory environment in sub-Saharan Africa if we have no representative in our governance structure.

For the same reason, I see advantage in thinking about ensuring that a broad range of sectors of the civil engineering industry, and a broad range of sizes of business are represented, whether that is on a revamped Council or within the Trustee Board.

My final thought is that there is a need for expertise in the role of Trustee. While some elected or appointed members could be trained as needed, reducing the Presidential cohort on the Trustee Board might also allow one or two outside experts to be co-opted.

With best wishes for your deliberations, and my thanks for the time you have committed to such an important subject.

Regards,

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