

# Minutes of 113th Annual General Meeting

<b>Name of meeting:</b>	Annual General Meeting
<b>Venue:</b>	Held at Bastwick Street and online, registration via <a href="https://www.istructe.org/resources/news/annual-general-meeting-2022-notice/">https://www.istructe.org/resources/news/annual-general-meeting-2022-notice/</a>
<b>Date of meeting:</b>	Wednesday 20 July 2022

The 113<sup>th</sup> Annual General Meeting of the Institution of Structural Engineers was held online, delivered as a hybrid meeting in-person at Bastwick Street and as a webinar with voting capacity, on Wednesday 20 July with Jane Entwistle BSc(Hons) CEng FStructE MICE (President) in the chair. 161 voting members were present (127 online and 34 in person), thus the quorum of 10 voting members was met.

The Chief Executive, Martin Powell, read the notice convening the meeting (published in *The Structural Engineer*, June 2022). It being agreed that the minutes of the Annual General Meeting held on 15 July 2021 (published in *The Structural Engineer*, June 2022) be taken as read, it was duly proposed by Colin Caprani (Council Member) and seconded Toby MaClean, (FStructE) that they be confirmed. The resolution was passed (77 % in favour), and the minutes signed by the Chair.

The Chair introduced the Annual Report and Accounts for the year to 31 December 2021, the availability of which had been announced in the notice of the meeting and drew attention to its contents. She thanked those members who had given of their time to serve the Institution. The Chair also referred to the consolidated financial statements for 2021 and the auditor's report (published with the Annual Report and Accounts). The Chief Executive gave an overview of the Annual Report and Caroline Broadley at HaysMacintyre LLP was in attendance to address queries raised by members at the meeting. The motion that the financial statements and balance sheet for the year 2021 be received having been proposed by Mike Hooper (Council Member) and seconded James Bayley (Council Member) was carried on "a show of hands" by online voting (90% in favour).

The reappointment of HaysMacintyre LLP, chartered accountants and registered auditors, as auditors to the Institution for the ensuing year, at a fee to be agreed with them by the Board, having been proposed by Brendan Brophy (FStructE) and seconded Francis Lok (Council Member), was carried on "a show of hands" by online voting (79% in favour).

The Chair, having introduced a motion relating to annual subscriptions, of which due notice had been given, **Darren Byrne**, Deputy Chief Executive, gave an overview of the proposed amendments to subscription rates. It was then moved, Susanna Wills (Council Member) and seconded James Parsons (FStructE):

'That in accordance with the provisions of Regulation 3.1, and in confirmation of proposals of the Board, annual subscriptions with effect from 1 January 2023 and until otherwise determined, shall be:

Fellow £483; Member, Associate £379; Associate-Member £248; Technician Member £192; Graduate, Companion, Student (working) £185.'

Following discussion, and upon being put to the meeting, the vote did not secure the required two-thirds in favour (Regulation 3.1). In accordance with Regulation 5.8, the President demanded a poll in writing, that the motion be put to a vote by voting members. The motion was rejected on "a show of hands" by online voting (47% in favour, 53% against).

The annual subscriptions effective from 1 January 2023 will therefore remain at the 2022 level.

The Chair explained that the meeting also sought approval of three separate Special Resolutions relating to amendments to the Institution Bye-laws, of which due notice had been given and for which a commentary had accompanied the notice.

The Chair introduced **Special Resolution 1 (Changing postnominal AMIStructE to IMIStructE and introduction of Affiliate)**. It was proposed by David Rafferty (Member) and seconded by Andrew Gotts (Council Member):

THAT, subject to the approval of Her Majesty's Most Honourable Privy Council, Bye-law 2 of the Institution be altered and amended as set out in Schedule 1 hereto, subject to such changes, if any, as the Privy Council may require and the Board of the Institution accept.

Following discussion, Special Resolution 1 was carried on "a show of hands" by online voting (85% in favour; 13% against, 2% abstained).

**The Chair declared Special Resolution 1 to be carried.**

The Chair introduced **Special Resolution 2 (Removal of title *Chartered Structural Engineer* from Associate grade and replacing with *Associate of the Institution of Structural Engineers*)**. It was proposed by Marelize Visser (Council Member) and seconded by Niamh McCloskey (Council Member):

THAT, subject to the approval of Her Majesty's Most Honourable Privy Council, Bye-law 4 of the Institution be altered and amended as set out in Schedule 2 hereto, subject to such changes, if any, as the Privy Council may require and the Board of the Institution accept."

Following discussion, Special Resolution 2 was carried on "a show of hands" by online voting (86% in favour; 10% against, 4% abstained).

**The Chair declared Special Resolution 2 to be carried.**

The Chair introduced **Special Resolution 3 (Replace 'Associate-Member' with 'Incorporated Member')**. It was proposed by Tanya De Hoog (Trustee) and seconded by John Veares (Member):

THAT, subject to the approval of Her Majesty's Most Honourable Privy Council, Bye-law 12 of the Institution be altered and amended as set out in Schedule 3 hereto, subject to such changes, if any, as the Privy Council may require and the Board of the Institution accept.

Following discussion, **Special Resolution 3** was carried on "a show of hands" by online voting (85% in favour; 12% against, 3% abstained).

**The Chair declared Special Resolution 3 to be carried.**

With the completion of the formal business, the Chair closed the 113<sup>th</sup> Annual General Meeting of the Institution.