

# ANNUAL GENERAL MEETING



## Minutes of the Annual General Meeting

held on Tuesday 22 September 2015 at 2.30 pm at the CMI offices, 3<sup>rd</sup> floor, 77 Kingsway, London WC2B 6SR

---

### PRESENT:

Mike Clasper CBE CMgr CCMI, President (Chairman)  
Peter Ayliffe CMgr CCMI, Immediate Past President  
Ann Francke CMgr CCMI FIC, Chief Executive

11 further Corporate Members

### Introduction and quorum

1. Mike Clasper, President of the Institute, welcomed members to the meeting.
2. He confirmed that a quorum of seven Corporate Members was present.

### Notice of meeting

3. The notice of the meeting was taken as read.

### Minutes of Annual General Meeting held on 9 October 2014

4. The minutes of the Annual General Meeting on 9 October 2014 were received and noted.

### Report and Financial Statements of the Institute for the Year ended 31 March 2015

5. The President highlighted activities and achievements for CMI in 2014/15, all of which exemplified the Institute's charitable mission. He particularly welcomed members to the CMI's new offices, which provided a space for members to meet, and which epitomised the CMI brand and vision.
  - CMI had grown for the first time in five years with both revenue and net contribution exceeding budget.
  - In line with the CMI's charitable purpose, prominence had been given to the issue of the 'accidental' manager, with a focus on driving the change from the 'accidental' manager to a professional manager.
  - There was particularly strong performance from Education Providers, with a 12% increase in the number of registrations on CMI qualifications.
  - There had been significant success in the development of partnerships, particularly with Business Schools and professional bodies. The latter was focusing on engineering and accountancy, offering members of these Institutes the opportunity to gain Chartered Manager status.
  - Driven by CMI's ambitious thought leadership agenda, prompted awareness of CMI among UK managers was now at an all-time high.
  - The overall community of members, across CMI, the Institute of Consulting and Women in Management, had grown to over 120k. Members across the country were supporting the CMI mission through Regional Board activities.
  - The major project within the Institute of Consulting was to secure a Charter award for Management Consultants, aimed to establish a badge of quality recognised by the different stakeholders.

- Future growth areas identified included the new Chartered Manager Degree Apprenticeship, now approved by BIS, with the Institute playing a major role alongside major employers and Business School partners.
6. The President then invited Ann Francke to highlight developments in the current financial year. Key points made were:
- CMI had identified certain areas to focus on going forward, one of these areas being its relationship with Higher Education providers. Among CMI's priorities was to engage Students and University staff, stressing the added value to be gained from a longer term association with the CMI. This would involve existing members, who could act, for example, as mentors.
  - A further priority was to build recognition and reputation amongst employers, and this would be achieved through an 'organisational standard'.
  - Stakeholder engagement was multi-faceted and priority was now being given to identify and map those relationships, to ensure the most productive engagement.
  - Finally, another area of focus was building engagement internationally, both with the existing member communities as well as new partners.

#### **Adoption of Financial Statements and Report of the Board and Auditors**

7. Peter Lewis of BDO LLP read to the meeting the abbreviated report of the Auditors on the financial statements of the Institute for the year to 31 March 2015.
8. Ian Owen proposed, and Gavin Richardson seconded, the Resolution:
- That the Financial Statements of the Institute and the Report of the Board and the Auditors thereof in respect of the year ended 31 March 2015 be received, considered and adopted.*
9. The Resolution was then put to the meeting and carried unanimously.

#### **Re-appointment of Auditors**

10. Valerie Dias proposed, and Paul Richardson seconded, the Resolution:
- That BDO LLP be re-appointed as Auditors of the Institute, to hold office from the conclusion of the meeting until the conclusion of the next Annual General Meeting, and that the Board be authorised to fix their remuneration.*
11. The Resolution was put to the meeting and carried unanimously.

#### **Special Resolution**

12. Professor Peter Tomkins proposed, and Calvert Markham seconded, the Resolution:
- That, in pursuance of Article 11 of the Charter of the Institute it is hereby resolved that, subject to the approval of the Privy Council, the Bye-laws shall be amended by the insertion after Bye-law 6 of the following new Bye-law 6A:*
- “6A. Subject to Regulations, corporate members may use the designation ‘Chartered Management Consultant’.”*
13. The Resolution was put to the meeting and carried unanimously.

#### **Results of election to the Board**

14. The President explained that there were a total of six elected seats on the Board, with two being subject to election each year. The current year's election had been contested by ballot and

scrutinised by Electoral Reform Services and the members duly elected to the Board were Richard Thomas CMgr FCMI and Marcella Monaghan CMgr MCMI.

15. The President congratulated the successful candidates and expressed thanks to all nominees who had put their names forward.
16. Two members of the Board, Philippa Williamson CMgr CCMI, and Dr Lorna Gibson CMgr FCMI, were stepping down from office. The President thanked both members for their significant contributions both to the Board and its Committees and the wider Institute.

### **Concluding Remarks**

17. Additional issues raised by members were:
  - .1 Gail Jones MCMI enquired about the length of term for the Institute's Auditors. It was confirmed that there were no specific guidelines in place for the charity sector but the lead would be taken from the corporate world, with the term being five years.
  - .2 Gail Jones MCMI sought assurances that best practice would be followed and shared across the Regions/Devolved Nations, to ensure member engagement at local level.
  - .3 Abha Thakor CMgr MCMI commented further that members continued to value face to face networking opportunities. However, it was important to gather and measure metrics on types of engagement and to be more creative in terms of virtual networking and wider engagement opportunities.
  - .4 In response, Gavin Richardson CMgr FCMI, as Chair of the Regional/Devolved Nation Advisory Committee, commented that momentum did appear to be building through awareness raising activity. Simon Bowen, Director of Member Engagement, added that initiatives underway included benchmarking against peer Institutes, and further research into members' needs and wants, which would include engagement in all its forms, including face to face and via social media.
  - .5 The President stressed that member engagement was one of the key strategic priorities for the CMI, and one in which the Regional/Devolved Nation Boards played an important role. Members could and should be using their experience to help others, via peer learning. Member engagement was related both to personal development and to helping others to develop.
  - .6 Professor Peter Tomkins enquired about member engagement through this year's voting process. Valerie Hamill confirmed that proxy voting had increased from 8.2% to 10.1%. Whilst this represented an improvement, there remained a challenge in finding ways to engage members in the voting process, although this was a challenge shared by all other professional bodies.
18. At this stage of the meeting, the President made his concluding remarks by acknowledging the significant work of CMI's Trustees and the members of the Committees and Regional/Devolved Nation Boards which supported the Board. The President commented that their contributions were a vital part of the Institute's governance and he thanked them for their efforts in the past year.
19. The President then drew the meeting to a close and thanked members for their attendance.

### **Corporate Members present:**

Valerie Dias \*  
Pauline Hobson  
Gail Jones  
Calvert Markham  
W Morrell

Ian Owen \*  
Gavin Richardson \*  
Paul Richardson  
David Sullivan  
Abha Thakor  
Professor Peter Tomkins

\* Trustee of the Institute

**In Attendance**

Peter Lewis, BDO LLP

**Executive team**

Tanya Aitken  
Matt Beavan  
Simon Bowen  
Ann Francke  
Valerie Hamill  
Steve Heapey  
Gabriela Mazorra  
Ian Myson  
Simon Newlyn  
Petra Wilton