

# ANNUAL GENERAL MEETING



## Minutes of the Annual General Meeting

held on Thursday 9 October 2014 at 1.30 pm at the Strand Palace Hotel,  
372 Strand, London WC2R 1JJ

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### PRESENT:

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

12 further Corporate Members

### Introduction and quorum

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

### Apologies

3. Apologies were formally recorded from Ian MacEachern and Dr Lorna Gibson.

### Notice of meeting

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

### Minutes of Annual General Meeting held on 10 October 2013

5. The minutes of the Annual General Meeting on 10 October 2013 were received and noted.

### Report and Financial Statements of the Institute for the Year ended 31 March 2014

6. The President highlighted activities and achievements for CMI in 2013/14, all of which exemplified the Institute's charitable mission:
  - Restructure and process changes put into place to ensure delivery of the agreed growth strategy.
  - A new regional volunteer network, based on Regional/Devolved Nation Boards with appointed Chairs and elected members.
  - The launch of CMI Achieve mentoring programme, designed to provide practical support to managers at all levels.
  - A strong and focused Thought Leadership programme, in particular the work of the Commission on the Future of Management and Leadership.
  - A collaborative partnership approach with Business Schools and other professional bodies, based on Chartered Manager.
  - Building blocks for development of the Institute's work with major employers, based on an excellent and compelling proposition.
  - A stronger financial position, with a focus on longer term revenue growth to extend the Institute's reach and impact.
  - The importance placed on professional standards, behaviours and ethics, exemplified by the launch at this meeting of the revised Code of Conduct and Practice.
7. The President then invited Ann Francke to highlight developments in the current financial year.. Key points made were:

- The CMI was moving ahead strongly by reflecting on the aims and objectives set out in the Royal Charter. In essence these were content and dissemination, the study of best practice, and the setting of professional standards.
- In the current year to date, performance was strong across all areas, including content, qualifications, new Chartered Managers, and membership recruitment and retention.

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

8. Don Bawtree 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 2014.
9. Judy Craske 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 2014 be received, considered and adopted.*
10. In response to a question raised on Designated Funds, as identified on the Balance Sheet, it was confirmed that these funds related to property maintenance and development of Institute products and information systems. It was the Institute's practice to disclose the application of these funds.
11. The Resolution was then put to the meeting and carried unanimously.

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

12. Philippa Williamson proposed, and Professor Baback Yazdani 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.*
13. The Resolution was put to the meeting and carried unanimously.

### **Special Resolution**

14. Beverly Landais proposed, and Professor Peter Tomkins seconded, the Resolution:  
  
*That in accordance with Article 11 of the Charter of the Institute and subject to such minor amendments as the Privy Council may require and to allowance by Her Majesty in Council, the Charter of the Institute shall be amended by the insertion after Article 15 of the following new Article 15A:*  
  
*"15A. The Arms, Crest and Supporters granted and assigned unto the former company (which was then called the British Institute of Management but which changed its name to The Institute of Management by special resolution passed on the 30<sup>th</sup> day of April 1992 which change of name was recorded under Certificate of Incorporation on Change of Name No 441975 on the 1<sup>st</sup> day of November 1992) by Letters Patent under the hands and seals of Garter, Clarenceux and Norroy and Ulster Kings of Arms bearing the date the 23<sup>rd</sup> day of February 1960 shall be transferred to the Institute on the date of the amendment of this Our Charter inserting this article, and We do hereby give and grant unto the Institute Our Royal License and Authority that it may thenceforth bear and use the said Armorial Ensigns according to the Laws of Arms, the said transfer being first recorded in Our College of Arms, otherwise this Our License and Permission to be void and of no effect."*
15. The Resolution was put to the meeting and carried unanimously.

## Results of election to the Board

16. 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 Ian Owen CMgr MCMI and Steve Asher CMgr FCMI CMC FIC.
17. The President congratulated the successful candidates and expressed thanks to all nominees who had put their names forward.
18. Two members of the Board, Ian MacEachern OBE CMgr FCMI, and Judy Craske CMgr FCMI CMC MIC, were stepping down from office having completed their full term of office. The President thanked both members for their significant contributions both to the Board and its Committees and the wider Institute. He confirmed that a formal presentation had been made to them at the meeting of the Board held earlier in the day

## Concluding Remarks

19. Graham Mordue FCMI posed additional questions as follows:
  1. Whether CMI had established connections with livery companies in London in relation to possible collaboration.
  2. CMI's view on the demand for apprenticeships in the professions. His questions related to his role as Chair of the Livery Company Skills Council.
20. In response, Ann Francke indicated that:
  - .1 CMI did not currently have connection with any of the livery companies but would certainly be keen to discuss opportunities for dialogue and collaboration.
  - .2 CMI was heavily involved in the new Trailblazer apprenticeship in Management and Leadership, being part of an employer-led bid to BIS. There was the prospect of this apprenticeship programme being approved for development in early 2015.
21. Professor Peter M Tomkins CMC CMgr CCMI FIC raised issues relating to the offer to Companions, to ensure the retention of these members as well as the ability to recruit new Companions.
22. The President concurred that it was critical to ensure that existing members across all Institute grades were retained. Further work was needed to increase the level of member engagement, and member retention was a key performance measure for CMI. There was a need for revenue growth to invest, but this would not be at the expense of ensuring a high quality and relevant member offer.

## Presidential team

23. At this stage of the meeting, the President made his concluding remarks that it had been a privilege and honour to serve as President and he paid tribute to his fellow Board members and the management team within the CMI.
24. The President then introduced Mike Clasper as incoming President.
25. Mike Clasper highlighted Peter Ayliffe's outstanding stewardship of the CMI, in leading the revised strategy reinforcing the CMI's vital mission as a social enterprise which was championing better leadership. As President, Peter Ayliffe had driven through the strategic changes needed, whilst also respecting the past. He highlighted in particular his role in chairing the Commission on the Future of Management and Leadership.
26. Mike Clasper outlined his vision for the two years of his Presidency:

- Extending CMI's partnership approach, in particular to employers, assisted by the Trailblazer apprenticeship
- Ensuring an engaged and more active membership, whilst giving them significant added value in return
- Seizing opportunities presented by Chartered status, in particular in the overseas arena...

27. The President then drew the meeting to a close and thanked members for their attendance.

**Corporate Members present:**

Steve Asher  
 Walter Balmford  
 Ben Bennett  
 Judy Craske \*  
 Beverly Landais \*  
 Graham Mordue  
 W Morrell  
 Ian Owen  
 Gavin Richardson \*  
 Professor Peter Tomkins  
 Professor Baback Yazdani \*  
 Phillippa Williamson \*

\* Trustee of the Institute

**In Attendance**

Don Bawtree, BDO LLP

**Executive team**

Tanya Aitken	Narinder Uppal
Matt Beavan	Petra Wilton
Robert Bultoc	
Katherine Coldwell	
Ann Francke	
Valerie Hamill	
Steve Heappey	
Ian Myson	
Simon Newlyn	