

ANNUAL GENERAL MEETING



Minutes of the Annual General Meeting

held on Wednesday 18 September 2019 at 11.00 am at the CMI offices, 3rd floor, 77 Kingsway, London WC2B 6SR

PRESENT:

Bruce Carnegie-Brown CCMI, President (Chairman)
Ann Francke CMgr CCMI FIC, Chief Executive
Lucy Greggains, Chief Financial Officer

Nine further Corporate Members

Introduction and quorum

1. Bruce Carnegie-Brown, President of the Institute, welcomed members to the meeting.
2. The President 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 21 September 2018

4. The minutes of the Annual General Meeting held on 21 September 2018 were received and noted.

Report and Financial Statements of the Institute for the Year ended 31 March 2019

5. The President highlighted activities and achievements for CMI in 2018/19 described in the annual report, all of which embodied the Institute's charitable mission:
 - The page of highlights in the annual report. These include:
 - Record growth of 55% in our learner community, to 81,183
 - An intake of 14,314 new apprentices, with the first 448 End Point Assessments delivered
 - 135 new education partners approved in 2018/19
 - 10% increase in numbers of Chartered Managers to 6,856
 - 26% rise in the size of our membership community – to 132,000
 - Independent evidence shows a 10 percentage point boost for CMI-accredited degree courses. After six months, 58% of graduates from CMI-accredited business degree courses were in professional roles, compared to 48% of graduates on non-accredited business degree courses.
 - CMI now works with over 127 universities globally, delivering business-ready graduates.
 - CMI's leading role in offering a suite of management apprenticeship courses continues. It has been a challenging year with implementation issues with the Apprenticeship Levy, but we remain convinced that apprenticeships are a vital lever to drive national productivity.

- Our strategic partnerships within the FE and private training sectors means that 70% of degree level management apprenticeships are assessed by CMI.
- Our community of members – including our Companions, the Institute of Consulting and CMI Women - is able to take advantage of a multitude of opportunities to engage, through our Regional Board activities, our national and high profile events such as the President's Dinner; as well as online through social media channels, and webinar sessions.
- Our international development continues, with over 14,000 of our members residing outside the UK. In April 2018, Ann Francke led the UK's first Chartered trade mission to Malaysia, Vietnam and Singapore, with five other Chartered bodies. In November 2018, we appointed a Managing Director in the Asia Pacific region.
- Work continues to create a professional reward, recognition and career pathway for consultants with our new Charter award for Management Consultants.
- We continue to raise CMI's voice by our policy, thought leadership and communications work. We launched a national conversation, called Management 4.0, about what management and leadership will look like in the fourth industrial revolution.
- We offer our gratitude to His Royal Highness the Duke of Edinburgh, who stepped down as Royal Patron and we are delighted that patronage has been handed to Her Royal Highness the Countess of Wessex.

6. Following questions received by members at last year's AGM, Matt Roberts, Director of Membership, provided a brief update on the current position. He outlined that the membership offer was analysed in 2018, which included consultation with members. The draft strategy was shared with the Board of Trustees in November, which aimed to make membership as relevant as possible to individual members. This included:

- Facilitating skills development
- Socialising policy and thought leadership
- Developing our community

The strategic plans approved by the Board in November 2018 had been rolled out during 2019. 2020 would bring a new digital approach to membership, including CPD personal journeys.

7. The President then invited Ann Francke to comment on the strategic priorities of the Institute, which she did as follows:

- Accreditation had been prioritised, as this was key to the purpose of the Institute and increasing accreditation and therefore membership was also a source of growth
- Members were encouraged to review the 5 year trends as set out in the Annual Report. The number of active learners had trebled since 2015 and the membership community had doubled. There had been a 50% increase in the number of Chartered Managers, which was a unique award to the Institute. This was reflected in the financials, which showed invoiced sales had doubled since 2015
- Focus would now turn to investment in resources for members, as set out in the membership strategy presented
- The Institute had been shortlisted for in-house social media team of the year, which highlighted engagement with young members
- Apprenticeships would remain a priority for the Institute. Research had shown that 92% of apprentices agreed that their apprenticeship was helping them to develop the skills they need to be more productive at work. Further, as many people from the most

deprived areas as the least deprived were on CMI apprenticeships and approximately 50% of apprentices were women.

8. Additional issues raised by members were:
- i. Keith Lester FCMI set out the following questions:
 - A query concerning the growth in trade debtors within the financial statements. It was explained that this related to the signing of multi year contracts, where only a certain percentage of the income could be recognised in the current financial year. Lucy Greggains confirmed that further clarity would be provided around this in the annual report for 2019/2020.
 - Clarity on the reason for selling investments 2018/19. Ann Francke confirmed that the Institute had invested to be equipped to deal with the number of apprenticeships and End Point Assessments anticipated. This did not materialise as planned, which led to some investments being liquidated halfway through the financial year. This action was approved by the Finance and Audit Committee followed by the Board of Trustees.
 - A comment on life expectancy within the actuarial assumptions for the defined benefit pension scheme having reduced. Lucy Greggains confirmed that this figure was an actuarial third party table and was not based on CMI's employee life expectancy.
 - A query on the assumptions made in the pension scheme and had there been any omissions. Jill Halford (BDO audit partner) confirmed that the assumptions disclosed were mandated by generally accepted accounting principles (GAAP) and that there were no omissions.
 - A query that the key strategic priorities do not include anything about the environment. Ann Francke confirmed that sustainability was referenced within the Management 4.0 project and CMI's courses do include sustainability.
 - ii. Tony Lavender FIC CMC FCMI enquired about the future of the Institute of Consulting (IC). Ann Francke confirmed that the IC was part of the development of the new award for consultants and would be part of the new offer created. This would be managed by The Chartered Management Consultant Oversight Board, of which the Chair of the IC was a member. A phased roll out of the award was taking place; with the pilot underway and a full launch planned for September 2020. The new entity was expected to be in place by 2021.
 - iii. Professor Peter Tomkins FIC CMC CCMI added that the members of the IC were keen to see progress by the summer of 2020. Tanya Aitken confirmed that much work was taking place to advance the launch of the award, whilst ensuring that quality was paramount.
 - iv. Professor Peter Tomkins also enquired on the recruitment of a new President and commented that more Trustees could become Chartered. Bruce Carnegie-Brown confirmed that a sub-Committee had been formed to source a new President.

Adoption of Financial Statements and Report of the Board and Auditors

9. Jill Halford 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 2019.
10. Kate Grussing proposed, and Professor Peter Tomkins 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 2019 be received, considered and adopted.
11. The Resolution was put to the meeting and carried unanimously.

Re-appointment of Auditors

12. Tanya Aitken proposed, and Steve Heapey 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. The President expanded on the rationale behind this Special Resolution, to amend the Bye-laws, to make provision for designatory letters to be used by qualified Chartered Management Consultants, in line with post-nominal letters used by Chartered Managers.

15. Tony Lavender proposed, and Matt Roberts seconded, the Resolution:

That Article 6A of the Charter be deleted and replaced as follows:

“6A. Subject to Regulations, corporate members may use the title and designatory letters Chartered Management Consultant - ChMC.”

16. The Resolution was put to the meeting and carried unanimously.

Results of elections to the Board

17. The President confirmed that two places on the Board had been subject to election this year. The 2019 election had been contested by ballot and scrutinised by Electoral Reform Services. The members elected to the Board were Dr Paulina Chan CCMI and Liz White FCMI.

15. Paulina Chan was present at the meeting. She was congratulated on her success in being elected to the Board.

16. The President acknowledged the significant contributions of two members of the Board stepping down from office: Peter Marchbank CMgr FCMI and Baback Yazdani CCMI.

Concluding Remarks

17. The President made his concluding remarks by thanking CMI's Trustees and the members of the Committees and Regional/Devolved Nation Boards which supported the Board for their considerable efforts over the past year.

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

Corporate Members present:

Paulina Chan*
Kate Grussing*
Tony Lavender
Keith Lester
Professor Peter Tomkins
* Trustee of the Institute

In Attendance

Jill Halford, BDO LLP

Executive team

Tanya Aitken
Ann Francke
Lucy Greggains
Steve Heappey

Elaine McLean
Matt Roberts
Matt Swarbrick