

## **TRUSTEE BOARD REGULATIONS 2022 ballot to approve the first edition**

### **Frequently asked questions**

#### **What is the subject of the ballot?**

Members eligible to vote on Institution motions are being asked to approve the first edition of the Trustee Board Regulations (TBRs), which are identified by the document reference number TBR 2022/01.

#### **Which members can participate in this ballot?**

Our By-laws specify only Corporate Members and Associate members as eligible to vote on Institution motions.

#### **Who manages the voting?**

Our By-laws require, for corporate ballots and elections, the appointment of a scrutineer with no interest in either the motion or the results. The independent scrutineer for the TBR ballot is Civica Election Services [formerly Electoral Reform Services], The Election Centre, 33 Clarendon Road, London N8 0NW.

#### **What is the ballot's motion?**

"To approve the Trustee Board Regulations [document TBR 2022/01] enclosed with this voting paper (in replacement of the previous By-laws 60, 61, 62 and 63 deleted from the current By-laws with effect from 29 September 2021)."

#### **When does the ballot start and finish?**

The ballot commences on Friday 4 February 2022 and closes for voting at 12:00 GMT on Monday 28 February 2022.

#### **How can members vote?**

Members with email accounts will receive on 4 February 2022 an email from the Institution containing voting information and their individual security codes to access the secure voting site [[www.cesvotes.com/imeche22](http://www.cesvotes.com/imeche22)] where they can register their votes. Members without a valid email address will receive by post a hard copy ballot pack including the voting paper and a pre-paid envelope to return their completed voting form to the independent scrutineer.

#### **Who should voting members contact to assist with voting queries?**

Voting members should contact the Corporate Governance team via [governance@imeche.org](mailto:governance@imeche.org), advising of their membership number and a brief explanation of the issue to be resolved.

#### **Why are the Trustee Board Regulations being introduced?**

Last year members voted to approve a range of changes to our Royal Charter & By-laws (RC&BL) including the removal of four By-laws (60, 61, 62, and 63) in order to create new regulations covering the detailed rules for the Trustee Board sub-structure.

The rationale for this change was for the Institution not to spend time and money on seeking Privy Council approval for future sub-structure changes such as for modifying the titles of Trustee Board positions or changing eligibility criteria. Privy Council approval can take many months and this inevitably affects how responsive the Institution can be in implementing changes members have voted for.

/ continued overleaf

Now that the Privy Council is not required to approve changes to the Trustee Board sub-structure, a new By-law (57.2) was introduced last year that places the introduction of the TBRs and any future changes to those regulations under the direct control of voting members hence this ballot.

At the time of the 2021 RC&BL voting members could view an initial first draft of the TBRs to assist their general understanding of what would likely replace the four By-laws they were voting to remove from the RC&BL.

Since that time the only modifications made to the initial draft TBRs are those requested by Council's Governance sub-group for the purpose of improving clarity regarding casual vacancies and co-option - term limits, appointment process, and voting rights. These changes were approved by the Trustee Board and Council, and are reflected in the TBR document [TBR 2022/01] members are voting on in this ballot.

--- END ---