



**LEADING TREASURY
PROFESSIONALS**

STRICTLY PRIVATE & CONFIDENTIAL

**MINUTES OF THE COUNCIL MEETING
HELD AT 08.30 ON FRIDAY 26 JANUARY 2018
HUAWEI OFFICES, 5th FLOOR, 99 BISHOPSGATE, LONDON EC2M 3XD**

Present:

Kerry Attwell Thomas	Dino Nicolaides
David Brent (by phone)	Joe Peka (by phone)
Ian Chisholm	Paul Reynolds (by phone, from item 5)
Fiona Crisp	Caroline Stockmann (Chief Executive)
Agnes Favillier (by phone)	Neil Wadey
Peter Goshawk (Chair)	Peter Walker-Smith (from item 4))
Charlotte Morgan	Paul Wilde (and chair of MDF)

In attendance:

ACT:	Committee chairs:
Janet Legge, Director of Awarding Body	Alison Stevens (Chair of P&T C'ee)
Ria Robinson, Director of Membership & Governance	

Underlined sections to be removed and marked 'confidential' before posting on website (member access only)

		Action by
1.	Apologies for absence Rob Alexander, Matthew Hurn	
2.	Potential conflicts of interest (PG/RR) On-going conflicts of interest (noted in the minutes for as long as potential conflict exists): KAT- potential conflict arising from his role as MCT tutor In June 2017, Council authorised the conflict in accordance with the Rules with the condition that KAT could contribute to discussions about the review of MCT (or any other issue in which he had a potential conflict due to his role as an MCT tutor) but that he could not be counted in the quorum or vote on any decisions or approvals arising from those discussions. Also, whenever the Council agenda included a matter in which KAT had a potential conflict due to his role as MCT tutor, as a standing matter, KAT would always be asked to leave the room after initial discussion so that Council could talk further without him being present. In this meeting this applied at item 5: MCT Review. Any other potential conflicts of interest: Item 3: Size of Council The proposal to reduce the size of Council, if approved, would result in DB being unable to stand for election for a second consecutive term. It had therefore been proposed that if the proposal was agreed and DB did wish to stand again then as a transitional measure, Council could co-opt him. DB noted his interest in this item and stated that he would abstain from the vote.	

	<p>Item 4: Officer succession</p> <p>Officers / potential officers being considered for appointment to leave the room / dial off for the final discussion and approval of this item. In this case the Council members affected were AF and PW.</p> <p>Also, NW noted his interest in the circumstances affecting AF's request to delay her transition to Deputy President by one year and therefore did not take part in the approval of this item.</p>	
3.	<p>Size of Council (RR)</p> <p>Council considered the proposal set out in the pre-read paper, to reduce the number of elected Council members (not including Officers) from 9 to 7 as an interim measure ahead of the full discussion on the Governance Review. This would be achieved as FC and DB complete their terms as elected members of Council at 30 April and by not holding an election for new Council members in 2018.</p> <p>The paper included the results of the previous email poll and all the feedback received from Council members. All Council members had indicated their support for the proposal except DB, who had abstained, and KAT, CM and PR who did not support the proposal.</p> <p>KAT stated that he did not think this was the right approach and that a proper debate was needed. He was not totally against it but felt we needed to consider all parts of Council and not just one part (i.e. elected members). He thanked CM for the feedback she had provided by email and thought her comments were good ones.</p> <p>CM noted that since her earlier comments, she had spoken with both RR and PG to understand the background to the issue and confirmed that she did now support the proposal.</p> <p>There were no further comments and the proposal was put to the vote. A simple majority of those present / on the phone would be required.</p> <p>All those present or on the phone voted in favour except:</p> <p>DB: Abstained KAT: Against</p> <p>The proposal was therefore approved and would be effective from 1 May 2018.</p> <p>ACTIONS:</p> <ol style="list-style-type: none"> 1. RR to draft the appropriate amendments to the Rules to reflect the change and PG to agree the changes on behalf of Council. 2. RR to draft a communication to members explaining the change. PG to review the communication before distribution to members. <p>Note: PR joined by phone at item 5 having experienced some difficulty dialing in. He noted that if he had been present for this item he would have voted against but understood that procedurally the decision had been carried.</p>	<p>RR/PG</p> <p>RR/PG</p>
4.	<p>Officer succession for the term commencing 1 May 2018 (FC on behalf of ARAC)</p> <p>FC explained that due to personal circumstances, AF had requested a one-year delay to her transition to Deputy President and ARAC was supportive of this. ARAC recommended the appointment of PW as an Officer from 1 May 2018, moving directly to Deputy President, with AF remaining as Vice President for a further year. PW had confirmed his willingness to take up this appointment, if approved by Council, and understood that this would mean that his term as an Officer (Deputy President to President to Immediate Past President) would therefore be three years rather than four years if he had become Vice President.</p> <p>A change in the Rules was required to allow for an Officer (in this case AF) to serve for more than one year. The amendment would state that this extension of the term would apply in exceptional circumstances and as recommended by ARAC and approved by Council.</p>	

	<p>AF and PW left the meeting for the rest of this item.</p> <p>A vote was held as follows:</p> <p>i) AF to delay her transition to Deputy President for one year, remaining as Vice President for the year commencing 1 May 2018</p> <p>All those present, on the phone or in the room, voted in favour, except NW who abstained.</p> <p>ii) PW be appointed Deputy President with effect from 1 May 2018 All those present, on the phone or in the room, voted in favour.</p> <p>Council therefore approved:</p> <ul style="list-style-type: none"> • AF remaining as Vice President for one further year commencing 1 May 2018 and that the appropriate change be made to the Rules • PW's appointment as Deputy President for the term commencing 1 May 2018 <p>At 1 May 2018, IC will become President and PG Immediate Past President.</p> <p>ACTIONS:</p> <ol style="list-style-type: none"> 1. RR to draft the appropriate amendment to the Rules to allow for an extension in the term of an Officer and PG to agree the changes on behalf of Council 2. RR to include the appointment of Officers in the communication to members noted at item 3. 	<p>RR/PG</p> <p>RR</p>
5.	<p>MCT Review (IC)</p> <p>IC summarised the key principles of the MCT review set out in the paper distributed as pre-read.</p> <p>Council debated the principles, provided feedback and asked questions of the MCT Review Group.</p> <p><i>[The feedback provided and questions raised by Council members is set out in a separate schedule (included as an Appendix to the MCT Business Case paper March 2018). This schedule includes the Group's response to the questions raised and further actions to address the feedback provided by Council.]</i></p> <p>KAT left the meeting for the rest of this item.</p> <p>Council were asked if they supported the principles outlined to take the MCT qualification forwards.</p> <p>All those present, on the phone or in the room, voted in favour.</p> <p>ACTION: MCT Review Group to produce a business case for the development and delivery of the MCT qualification for consideration and approval by Council in March 2018</p>	<p>MCT Review Group</p>
11.	<p>Any other business</p> <p>None.</p>	
12.	<p>Next meeting: Council meeting: 16.00 – 19.00 Tuesday 13 March 2018. Venue now confirmed as Huawei, 5th Floor, 99 Bishopsgate, London EC2M 3XD</p>	