

Minutes of the Annual General Meeting held via Zoom Monday 27 November 2023

<p>1.</p>	<p>Welcome and Introductions.</p> <p>Present: The President, Carolyn Parry (CP), welcomed those attending and mentioned the importance of having so many members present. CP gave thanks to David Morgan, Chief Executive and the team at Stourbridge and welcomed new CDI staff members to their first AGM. CP also gave thanks to all associates and regional reps for their stellar work during 2023.</p> <p>CP welcomed Board members to the meeting and gave thanks for their time, effort, and dedication to Board activities. CP asked each Board member to introduce themselves to members.</p> <p>John Ambrose confirmed he will be joining the Finance and Risk Committee (FRC) in the new year.</p> <p>CP confirmed apologies received from Nikki Lawrence, Chief Executive Officer of Careers Wales and Nikki also Chairs the FRC meetings on behalf of the Board. Apologies also received from Dave Cordle and Mark Fox.</p> <p>At this stage CP confirmed 49 people had joined the meeting and the President agreed to start discussions on this basis.</p> <p>CP contextualised the meeting referred to the Annual Report and mentioned CDI governance would be discussed during the meeting as it has been quite confusing in the past and today provides an opportunity to clarify matters. CP said there will be moments during the meeting where there will be confirmatory poll, and the votes will be connected to Board members and elected Board members.</p>	<p>CP</p>
<p>2.</p>	<p>Apologies for absence: Nikki Lawrence, Dave Cordle and Mark Fox.</p>	<p>CP</p>
<p>3.</p>	<p>Appointments, Resignations and Deaths</p> <p>Nicki Moore (NM) confirmed Peter Robertson has been appointed by the membership to the role of President Elect. NM also appointed by the membership to the role of Honorary Secretary. Both Elaine Inglis and Gina Visram appointed as member elected Directors and Nikki Lawrence made as a Board appointed Director. John Walker elected to the role of Chair of EPSC as well as being a full Board member.</p> <p>NM confirmed Avril Hannon has been coopted as a Board member with a specific focus on the governance review for the term of one year.</p> <p>NM confirmed there are no formal notifications of resignations.</p> <p>With regards to deaths NM confirmed one notification has been received for Deborah Godwin. NM said Debbie was an amazing History teacher she was also passionate about careers education and work-related learning. Her approach to both was very much looking at the cause and effect of actions - why we are doing things and what</p>	<p>NM</p>

	<p>should/could be the intended outcomes. She knew how to bring her teaching and learning to life for the students through an action-packed progressive careers programme.</p> <p>Debbie had a great network of likeminded colleagues in South Essex and between them they shared resources, employer links, attended each other's 'drop down' days, wrote materials and all achieved the Quality in Careers Award (RoQA). It was during the Real Game training that I first met Debbie, and I took a chance and made her 'redundant' and after a few expletives our friendship started!</p> <p>At the time that the DfE was supporting the Advanced Skills Teacher scheme, Debbie was working at Greensward College, and the principal was very supportive for Debbie to come and work with EST Connexions whilst still teaching. It developed into a great partnership. A true professional with a brilliant sense of humour, Debbie brought so much to the world of careers and work- related learning; writing resources for Year 7&8 to the 14-19 Diplomas, a member of the Essex County Council RoQA Task Group and the IAG Consultative group, driving the Essex Employability for Life scheme forward, writing the post-16 version to support RPA and delivering CPD across the Eastern Region supporting David Andrews on the Cambridge course. Later nationally in her role as Council Member for NACGT/ACEG she presented workshops and wrote a series of lesson plans for the ACEG journal. The David Andrews Conferences in York were a highlight of the year with her being known for her Christmas Shopping experiences!</p> <p>She led on careers education across the Academies Enterprise Trust (AET) working to inspire and support Careers Leaders up and down the country. After leaving AET she continued with the End Point Assessment (EPA) for apprenticeships.</p> <p>Debbie also trained as a mentor for the first CDI Mentoring Scheme.</p> <p>Debbie passed away quietly at home from a brain tumour on the 7th of November 2023.</p> <p>NM also mentioned Ronald Sultana. Although not a member of the CDI, Ronald Sultana who was a Professor of Sociology at the University of Malta was a friend to many in the sector, a great scholar and thought leader and he will be missed. His legacy is enormous across many aspects, however a consistent message throughout much of his work was that career guidance is a great contributor to achieving social justice.</p> <p>A minute's silence was observed to remember both Deborah and Ronald.</p> <p>Monica Lemecha referred to people's terms that have come to an end since the last meeting and asked if they should be noted and given thanks (this was done at the previous AGM meeting). Monica also said it will be useful to have a visual aid to show which committee or council etc. individuals sit on, along with the relevant term, as members may find this valuable information. Monica added it will be useful to note when people started their term to get a feel of continuity i.e. when did Avril Hannon's new term start.</p> <p>NM said some of this will be covered later under appointments and thanked Monica for noting resignations.</p>	
4.	<p>Minutes of the Annual General Meeting held on 7th December 2022.</p> <p>CP sought agreement that the Minutes were a True and Accurate Record.</p>	CP

	<p>Monica Lemecha referred to a misspelling to Dave Cordle's name on Page 1. The typo was subsequently corrected.</p> <p>Proposed – Pete Robertson Seconded – John Ambrose The Minutes were accepted as a true and accurate record.</p>	
5.	<p>Matters arising. There were no matters arising not covered by the agenda.</p> <p>At this stage in the meeting (3.52pm), Steph Rix joined the meeting and made the relevant introductions. Steph confirmed her remit has been to work on EDI, FRC and also work alongside the Chartership subgroup team. CP confirmed Steph is coming up to her term of office on the Board and wished to record thanks to Steph for all her efforts and commitment over the last six years.</p>	CP
6.	<p>Additions to the Agenda. There were no Additions to the Agenda.</p>	CP
7.	<p>To receive the Annual report of the Ethics & Professional Standards Committee March 2022 to March 2023 CP gave thanks to Avril Hannon for the seamless process of John Walker becoming the new chair for EPSC. John Walker also gave thanks to Avril for all the hard work on EPSC over the years. John said, when he came to post as the Chair of EPSC in August, John and Avril discussed the handing over of EPSC matters and Avril kindly helped to write the report from April 22 to March 23 and John would present it.</p> <p>John said the report is detailed and comprehensive and the report covers not only the intent of the period but the key themes moving forward.</p> <p>John asked for any questions or comments.</p> <p>No questions raised.</p>	AH
8.	<p>To receive proposals for changes to the Terms of Reference relating to the Ethics and Professional Standards Committee Avril Hannon confirmed this is simple and straightforward process as there has been a difference between the rights of members of the Board who are coopted and the rights of members of EPSC who have been coopted since the EPSC terms of reference were adopted.</p> <p>Avril said the new EPSC terms of reference state that coopted members could not have voting rights on the committee. EPSC discussed this earlier in the year and the recommendation was the two should be aligned because coopted members of the Board have full Board voting rights and EPSC were agreeable to this change. However, any changes to the Terms of Reference must come to the AGM for ratification.</p> <p>Avril would like to gain approval for the change to be made from the AGM.</p> <p>CP asked for any questions from members, none were raised.</p> <p>CP asked for a show of hands to show approval for the proposed changes can be made to introduce a new Terms of Reference.</p> <p>The proposal was passed.</p>	AH

9.	<p>Chief Executive Annual Report: March 2022 to March 2023</p> <p>The Chief Executive, David Morgan (DM), welcomed everybody to the meeting and referred to the new brochure format for the annual report as it is intended to make the information easily accessible.</p> <p>DM said the year from April 2022 to March 2023 was the first full year of working towards the 2025 Strategy, and the report has been written to reflect the key elements of the strategy, highlighting the extensive work undertaken by staff, Board, Associates, and volunteers to make fantastic progress in all areas.</p> <p>DM said It has been another very positive year for the CDI, with growth in memberships, income, and influence. The focus provided by the 2025 strategy has enabled greater impact by identifying and prioritising opportunities for new or improved services, for operational efficiencies and to improve the way the CDI engage with members and stakeholders.</p> <p>DM said work continues to be driven by the dual threads that underpin everything CDI do to support members and champion the profession. With the growing cost-of-living crisis membership fees were held flat for another year and introduced new, lower-cost CPD opportunities. Further improvements to communications and engagement were made and CDI continued to seek feedback through the #CDIBigListen surveys.</p> <p>CDI actively championed the profession (in own right) as part of the Career Development Policy Group and through work with many other organisations. Media engagement was enhanced with CDI-funded media training for spokespeople and responded to many policy inquiries and consultations.</p> <p>As the CDI and members return to a new normal following the worst of the pandemic, the first major face-to-face event took place since early 2020 – the National Careers Leaders’ Conference. Feedback via the #CDIBigListen surveys continues to favour a blend of online and face-to-face events over returning to fully face-to-face as before. In addition to evolving our usual activities, significant progress has been made with two transformational projects. The chartership work continued with a significant piece of research across the profession showing a strong appetite for chartership and for the CDI to act as the lead organisation. The digital transformation project, one CDI’s largest ever investments that will hugely improve the way members and stakeholders engage with the CDI, as well as enable key elements of the 2025 strategy.</p> <p>2025 Strategy</p> <p>DM said the 2025 Strategy sets out the purpose and direction of the CDI. It builds on the success of the organisation to date, with a focus on investment to maximise impact for members and the profession. The strategy sets out our Purpose, Vision, and Mission. The Vision is consciously focused on the end-user, to reflect that all the work of the CDI and its members is ultimately to benefit individuals.</p> <p>DM confirmed the strategy comprises an overarching Strategic Statement setting out THE overall ambition, along with the four Strategic Pillars which outline the areas of focus to achieve that ambition. These are supported by two Strategic Enablers, the foundational areas which need to be right to allow support for the rest of the strategy.</p> <p>DM said the clear direction has been valuable throughout the year in communicating CDI’s role, where CDI are heading and why the institute is making investments in key areas. The key areas guide the work of the team, helping prioritise</p>	DM
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between multiple opportunities and identify gaps to be addressed. This report outlines the progress made in delivering against the strategy, and where CDI continue to focus in 2023-24

At the UK Career Development Awards in 2022, three members were awarded CDI Fellowships – Kath Wright, Alan Bullock and Claire Johnson. DM offered congratulations to Kath, Alan and Claire on this prestigious award and thanked them for their ongoing service to the CDI and the career development profession.

DM also Congratulated Jane Artess who won the Rodney Cox Lifetime Achievement Award at the UK Career Development Awards.

Memberships

With the difficult impacts of the cost-of-living crisis, 2022-23 began with some concerns over membership retention. However, membership numbers grew from 4,820 in May 2022 to 5,020 in March 2023. This is down to a number of positive factors:

- A redesigned member welcome and renewal processes to highlight the benefits of membership.
- Campaigns to re-engage lapsed members, advertising on LinkedIn and contacting via email.
- Encouraged student members to upgrade to full membership, including launching new content on the Moodle e-learning platform highlighting membership benefits.
- Updated the About Us section of the website to make the information clearer and encourage engagement with the CDI communities.
- Increased website usage by 31%, from 910k page views to 1.2m over the year.
- Attended the first National Careers Guidance Show since the pandemic began, historically a positive member recruitment event.
- First stand at the UCAS Teachers & Advisers Conference and gave three talks, reaching new potential members.

Membership recruitment is positively impacted by all activity, from events to policy engagement, and as these activities become more impactful, they will underpin continued membership growth.

DM said throughout 2022-23, the CDI engaged with the Careers Review in Scotland, meeting with the review's leadership and SDS and providing written submissions and comment on proposals. The CDI sought to engage more fully and by the end of the year were included in the new Careers Collaborative. The CDI continued to develop the relationship with Skills Development Scotland, running events as part of Scotland's Careers Week to promote CDI membership.

EDI Strategy

The main development focus for this pillar was the CDI's Equity, Diversity and Inclusion (EDI) approach. The CDI welcomed Ifza Shakoor as their first EDI Associate and the key focus of the work over the remainder of the year was the development of the EDI strategy.

Team Development

Team reward levels continued to be reviewed, especially in light of the cost-of-living crisis. An Employee Assistance Programme was also launched to support the team and the Board, giving access to confidential advice services. Additional employee benefits will be explored during 2023-24 to ensure the CDI offers a fair benefit package.

DM said it has been a pleasure to work with so many members of the team etc. enabling the CDI to best serve members. Thank you all.

CP said thank you for the huge amount of work undertaken as well as the level of information contained in the report.

DM asked for any questions.

Tracey Inverary asked about the various activities and whether there's enough focus on the cyber security element of things to protect all the hard work. Can members have reassurance. Also, Tracey asked whether the CDI could meet the daily or the annual expenditure levels considering new roles have been introduced and more digital changes are being sought. DM said yes, security has been a consideration all the way through. Dan Hope, Digital Project Manager has been working with the agency all the way through, and penetration testing has been introduced to check whether the system can be accessed. DM said the CDI are as confident as can be with the process.

In terms of the finance, DM said, when looking at the business case for the digital project, the key is to build a five-year forecast for the cost and the benefits of the digital programme, and this has been used over the last year when building the budget.

CP gave reassurance regarding the digital project as the Board have been onboard with this and a Digital Board have scrutinised the project through the Finance and Risk Committee. CP acknowledged the amount of work undertaken.

In terms of launch date, DM said he would like to give a date, however, as things are still being worked through day by day, a soft launch will be conducted instead to make sure the website is working in the 'real world' and once this has been done the CDI will announce the new website is available.

Michelle Stewart thanked DM for the update. Michelle asked whether the CDI have any plans in place to ensure the future of QCD and what the CDI are actively doing to protect it. DM said conversations have taken place with regards to strengthening things more and Pete Robertson is working closely following the Careers Review in Scotland. DM said the CDI are continuing to support the QCD and continuing to work with QCD leaders. Claire Johnson will be looking at the wider qualification pathways into the sector to make sure they're clear and valuable. Pete Robertson said this is something he is very interested in due to being involved with a QCD centre and also being based in Scotland. Pete said, during his two-year presidency period, focus will be given to looking at the qualification landscape. Via Zoom chat Sue Edwards said thank you for raising the point Michelle Stewart regarding QCD. Sue added the QCD is an essential qualifying route for those "new to the profession" in addition to the 'in service' route of Level 6 diploma and apprenticeships. It is concerning that the numbers aren't growing more than they are. Great to hear a review of the qualification landscape is in the plans going forward.

CP gave thanks to Claire Johnson for all the good work undertaken for EPSC and for standing in as Chair during the change over from Avril to John.

Monica Lemecha gave thanks to DM for such a detailed report and said the report is very easy to read and it's great to see the inclusion of a pie chart to show income, however, Monica asked why a pie chart hasn't been included for expenditure as it will

	<p>be useful to see the balance between income and expenditure. DM said this is a good point and the expenditure pie chart will be added next time.</p> <p>ACTION: DM to include pie chart to show expenditure</p> <p>CP said the annual report is an excellent document and is easy for people to understand and see what career professionals do, as the work undertaken can be life changing. CP gave thanks to DM and CDI staff for all the good work over the last twelve months.</p> <p>The Annual Report was received.</p>	<p>DM</p>
<p>10.</p> <p>10.1</p>	<p>Financial Reports</p> <p>To receive the CDI Final Year-End Report and Accounts for 2022/23</p> <p>DM said the CDI had a very positive year financially, with revenues growing by just over £100,000.</p> <p>DM said despite capital investment of £123,031 and additional licensing costs of £38,300 for the digital transformation project during 2022-23, cash position remains very positive and significantly above the reserves target. Cash held above the reserves target has been nominated as an ‘investment fund’ – available for investment in key capability projects, such as the digital transformation.</p> <p>Income</p> <p>DM said overall, income increased year on year, with the mix of income changing.</p> <ul style="list-style-type: none"> • Subscription and commercial income increased by 3%. • CPD training and events income fell by 5%. • The CDI Academy continued to perform very well, growing 22% after more than doubling the previous year. • Careers Leaders training rebounded to grow 14%. • Other income increased by 46% though is still the smallest share of overall income. <p>DM said maintaining membership volumes and income was an achievement given the difficult economic conditions. Given concerns about the cost-of-living crisis impacting members, CDI held membership fees flat again and launched a two tier CPD model with a lower-cost option. This change, and a softening of paid CPD demand, affected CPD revenues. Conversely, demand for formal training and qualifications via the CDI Academy continued to thrive. Combined with a return to growth for the Careers Leader training, these areas drove overall income growth in 2022-23.</p> <p>Expenditure</p> <p>DM said expenditure increased by more than income in 2022-23 as the CDI invested further in the organisation’s capability. Aside from the increased costs of delivery for the income growth areas (such as paying higher training staff fees as the Academy and CEC income grew), the biggest rise from 2021-22 was in staff costs. This was due to being the first full year cost of the new roles Events & Commercial Manager, Memberships & Marketing Manager). The CDI also recruited the EDI Associate and engaged PA support to reduce the workload on the Honorary Secretary and Chief Executive.</p> <p>Licenses and hosting costs increased to support the new website, totalling £38.3k in the year. The capital spend of £123,031 is excluded from the expenditure lines and captured in the balance sheet. This reflects the bulk of the development work on the new</p>	<p>DM</p>

<p>10.2</p>	<p>website, which will have a long-term positive impact on the organisation and its members.</p> <p>Overheads were closely managed, though there was cost growth in areas such as Career Matters (higher costs of paper and switching to compostable packaging), governance (research to support governance review), a new exhibition stand, the second stage of chartership research, media training for spokespeople to represent the profession and more policy papers.</p> <p>DM said profitability has declined, which was planned. With more than sufficient funds in the organisation, the focus is shifting to reinvesting profits to build the capacity and capability of the organisation and grow activities as a professional body. In 2023-24 the healthy financial position will enable the CDI to increase focus on research, campaigns and developing member services, to continue to add ever greater value to members and the profession.</p> <p>Monica Lemecha said the CDI appear to be in a great financial position and asked why an income and expenditure paper, alongside the overview, has not been produced. DM said two sets of accounts were produced (abridged version) and included in the report. DM added, a detailed report will be available more publicly and this can also be made available for members. DM said there's an abridged version as well as a full set of accounts which can be sent to members.</p> <p>ACTION: DM to send full accounts to members.</p> <p>Michelle Stewart asked whether the reserves cover staff pension costs for the future. DM said yes, they do.</p> <p>The CDI Final Year-End Report and Accounts for 2022/23 was received.</p> <p>To appoint Azets as the CDI accountants for 2023/24 The President sought a proposer and a seconder to approve the appointment of Azets as the CDI Accountants for 2023/24.</p> <p>Proposer: John Walker Seconder: Nicki Moore</p> <p>The appointment of Azets as CDI Accountants for 2023/24 was: Approved.</p>	<p>DM</p>
<p>11.</p>	<p>To receive a paper proposing changes to the CDI governance CP said following DM's appointment, it was evident to see work needed to be done on governance as the organisation has grown since the original governance documents were produced. CP said the Board have discussed the relevant changes which need to be made and decided to co-opt Avril Hannon onto the Board for one year to concentrate on the governance paperwork (this was after Avril's time as Chair of EPSC). CP handed the discussion over to Avril to continue.</p> <p>Avril Hannon provided background and said the CDI is a company limited by guarantee and that means, under the Companies Act 2006 articles of association have to be lodged with Companies House. AH said Companies House provided a template which can be adapted accordingly to amend any aspect of the model to meet own requirements. Avril said this is the process that has been undertaken with the CDI governance paperwork.</p>	<p>CP/AH</p>

Avril said the articles of association are now model articles for private companies limited by guarantee, except where amendments have been made (these have been identified to assist with further amendments). The number of the amended article can be added rather than having to rewrite the whole document.

Avril said, one other aspect is that under the companies act there is a reference to members of the company and in the terminology, they use the member of the company as a person who is able to vote. They carry specific liabilities and responsibilities within the company. They also carry financial liability and have responsibility to dismiss the board of Directors in the interest of the company or for any other reason they feel appropriate.

Avril said the original articles of association designated members as voting members to distinguish them from members of the CDI, however, this did lead to some confusion and there were places within the articles where it actually meant a voting member or a CDI member. To provide clarity Avril has gone through and changed the terminology.

As of now, Avril said elected Board members are the people who carry those voting responsibilities and financial responsibilities and the responsibility for being able to dismiss members of the board of Directors. The reason this terminology has been chosen is because the way the company was established as the members of the CDI (pay to be a member) have delegated their responsibility to those people that they elect who sit on the board of directors.

The reason this terminology has been chosen is because of the way the company was established, in that members of the CDI who pay to be a member have delegated their responsibility to those people that they elect who sit on the board of directors. These people are: the Officers of the Institute (President, President Elect, Honorary Secretary, and Honorary Secretary Elect), The Chair of EPSC and the three Board Directors elected by the membership, and it is proposed to add the post of Treasurer. These posts together would constitute the Elected Board Members who bear the responsibility of 'voting members' in the terminology of Companies House.

Avril confirmed the main changes are the addition of the post of Treasurer, a direct line of accountability for financial management and there are one or two areas where it has been necessary to tease out the original information. There are also references to a company seal (stamp). A company seal has not been located and it is not essential to have one. A statement can simply be made in terms of authorised signatories; therefore an amendment has been made to this particular article.

Avril confirmed DM has sent the documents to PARN to ensure an executive review the paperwork and PARN have responded with three small comments, one of which is in the paper relating to the objects of the organisation. Avril confirmed the sub-group can take a look at the suggestions when they next meet. Fortunately, at least two of the items raised are small changes and queries about the wording rather than anything more substantial.

Avril said she hopes everybody's satisfied with what has been done thus far and asked for any questions.

Michelle Stewart asked, amongst the elected board members, who will have responsibility for overseeing the online security in terms of finances, membership details etc. as so much is being done online. Via Zoom chat Tracey Inverary said the

cyber security question raised by Michelle Stewart is a very good question with regards to having a CDI lead on cybersecurity. Tracey added It is good to hear this will be on the radar of the CEO. However, it is an area that requires consistent focus, building up of and keeping up to date on knowledge. Tracey said it may prove challenging for this area of importance to mainly stay with the CEO. DM responded via Zoom chat to confirm the overall responsibility remains with the CEO, but there's a dedicated member of the team who manages the technology including cyber security ongoing.

Michelle Stewart gave support for the role of treasurer.

Avril said at the last Board meeting question was raised regarding Board members highlighting areas in which they have an interest or where they would like to take the lead. Avril added when the appointments to the Board have been completed a review can take place to look at this and see if somebody can take a lead on the particular subject/issue.

CP referred back to Michelle's point regarding responsibility for overseeing the online security in terms of finances etc and confirmed the risk for this sits on the CDI risk register. This is reviewed and discussed at FRC as well as the Digital sub-group. The president meets with the CEO on a monthly basis and this forms part of the conversation. CP agreed there needs to be a clearer response and requested the Board take it forward to the next Board meeting.

ACTION: Online security to be discussed at future Board meeting

Monica Lemecha commended Avril on the clarity and good work. Monica asked for clarification for article 17 (methods of appointing Directors) and quoted ...'any person willing to act as a director is willing to do so'. Monica asked if this relates to coopted Director, or the Board appointed director. Monia added there has always been an effort to ensure membership translate through to Board appointments and clearly this opens the way for individuals who may not be members to be Board Directors. Therefore, does this apply to Board appointed Directors.

Avril said the intention is that the only area where a Board Director might be recruited from outside the membership would be in the case of co-option because 56F states that coopted Directors may be recruited from outside the CDI membership only if recruitment from the CDI membership hasn't been successful. Avril said this would be for a specific person where specific knowledge and expertise are required for a time limited purpose. The person would have to be capable of becoming a member so they would have to have the relevant qualifications to become a member.

Monica acknowledged Avril's response, however, returning to article 17, Monica asked if this should read 'at the time of making an application to join.' in terms of their recruitment because this appears to relate to coopted directors rather than Board appointed Directors. Avril said it simply means they must be on the CDI database in order to complete the application form. CP said the principle is membership are contacted first and where a blank is drawn, for specialist experience, it is on condition the individual becomes a member. CP thanked Monica for raising the point and suggested the wording is tweaked.

ACTION: AH to amend wording for article 17

CP asked whether there are any objections before a vote is undertaken, except for the caveat raised by Monica Lemecha.

PR

AH

	<p>Michelle Stewart said, before voting, has there been legal clearance. CP said at this stage no. PARN have looked at the documentation as we asked for their opinion to do a sense check. The next stage after the AGM is to go to lawyers for a final check before it goes through to Companies House. CP said it is essential to do it this way to ensure money is not wasted on legal opinions before receiving members opinions.</p> <p>Monica asked whether there will be rules issued about becoming a Board Director and co-opted Director. CP said this is work in progress and Nicki Moore is actively working on this.</p> <p>A confirmatory poll was conducted. 96% said yes (this is for all the paperwork as it's going through as a block). The vote was repeated because it went off the screen too quickly for some members.</p> <p>The result was 97% yes.</p> <p>CP asked the Board who have voting rights to give a show of hands on the proposed changes. Board members present gave the thumbs up.</p> <p>Monica Lemecha asked for the section on Councils to be looked at on page 10 as it's not clear where the information is drawn from. Avril said it is on the agenda for the governance sub-group and it's something that will be addressed at the next meeting. CP confirmed prior to review at the AGM, the governance paperwork went through to Council.</p>	
<p>12</p>	<p>Board recruitment</p> <p>NM presented a PowerPoint on Board Vacancies and said it is an opportunity to go back over some of the points and questions made about the construction of the Board.</p> <p>NM said there are lots of reasons for becoming involved in the CDI Board and there's a need for a range of talented individuals to ensure the work of the Board can be conducted with confidence. It's vital to have a variety of expertise represented to make decisions on behalf of the institute.</p> <p>NM said, as a member of the CDI, she has received support in the past, and in return, she wanted to invest her own time to support the CDI. NM said Board members can explain and share how much professional development they have received being a Board member and it looks great on CV's so there are plenty of personal reasons to get involved.</p> <p>In terms of commitment of time, NM ran through meeting commitments and mentioned how the role of being a Board member is like being a critical friend as well as having a willingness to learn. Having knowledge of finance and accountancy is beneficial, although not essential. Also experience of HR, HE, private practice etc is valuable, however, having an inclusive Board is of paramount importance as well as having representatives from Home Nations and from minority groups.</p> <p>Moving forward NM said there will be an Honorary President Elect as well as Treasurer role. NM said the Board have expressed the need to develop a group to review appointments to the Board. This conversation is ongoing.</p>	<p>NM</p>

	<p>At present, NM said there are currently no vacancies for member elected Directors. Should any vacancies arise, individuals will be notified for nominations to be made and a subsequent election process will take place.</p> <p>NM said there are current vacancies for Board appointed Directors and more information will be released for the posts in January (there are three vacancies). NM said a piece of work will be done at the next Board meeting to determine the skills and attributes needed.</p> <p>NM said there's currently one vacancy for a coopted Director.</p>	
<p>13</p>	<p>Date of next meeting.</p> <p>Monica Lemecha said the meeting was very good and it's nice to see so many people join online. Monica asked whether the Board will consider a hybrid AGM meeting next year to allow for attendance in person. Monica said engagement is good when members can meet Board members face to face.</p> <p>Monica Lemecha also asked whether there's any merit to move the AGM to an earlier date in the year to enable discussions to take place about the new financial year.</p> <p>ACTION: Pete Robertson, President Elect, to consider change of date/time of the year for the next AGM meeting</p> <p>CP confirmed the membership would be advised of the date of the next AGM.</p> <p>The President thanked everyone for their attendance and closed the meeting.</p>	<p>All</p>