



Minutes

Council of Trustees Meeting

Wednesday 11th December 2019; 10:00 GMT
Teleconference / Waterloo

Present

Present:	Name	Position	Initials
Network Rail	Sir Peter Hendy	President	PH
	Stephen Rinsler	Hon Secretary	SR
	Keith Newton	Secretary General	KN
	Alan Jones	IVP (UK)	AJ
	David Pugh	Hon Treasurer	DP
	Dato Radzak Malek	Chair IMC & President Elect	RM
Observing	Jane Green	IVP (UK) from 2020	JG
Teleconference	Rupert Nichols	Hon Solicitor	RN
Apologies	Jan Steenberg	IVP (UK)	JS

PH & RN joined the meeting at 1100hrs & left at 1300hrs

No.	Item	Action
1.0	Welcome PH welcomed all to the meeting and particularly JG attending for the first time as an observer.	
2.0	Minutes of the meeting on Thursday 7th October 2019 The minutes of the meeting were accepted as a true record of the meeting. DP proposed that the minutes of each meeting would be signed once reviewed at the following meeting of COT & the filed by the FD / Secretariat. KN to begin this process at the next COT meeting	
2.1	Matters Arising	
2.1.1	CILT India Report – item 2.1.1 PH / KN established a contact with India Railways and progressing.	
2.1.2	IVP & Trustee nominations & status – item 3.1 KN had extended the invitation to Andrew Weatherill but AW had advised that he did not have the time available in December because of audit commitments. SR noted his disappointment. AJ will follow up with both Andrew & Kevin to establish presence and the FD role in 2020	AJ
3.0	Governance & Administration	
3.1	Trustee Declarations DP corrected the minute of the October meeting explaining he had two appointments, one for the JK Project Management Education Trust and the second as a member of the Multi Academy Trust. AJ was now a director of PTRC. KN will facilitate with Ceri Williams the circulation of declarations that were needed for the start of 2020.	KN

3.2 **Trustee nominations & status (PH & RN present for this item)**

RN and SR tenures as Trustees are planned to end on December 31st 2019.

SR has handed over the Honorary Secretary role to JS at a handover meeting with SR/JS/KN present.

DP raised the need to ensure the knowledge that SR & RN have is accessible. SR & RN expressed their wish to offer support where needed and RN proposed that he stay on in 2020 as Honorary Solicitor as a replacement would be a year away.

PH proposed that SR be appointed a Special Advisor to the Trustees for a period and that RN be asked to stay on for 2020 as the Honorary Solicitor. The meeting unanimously agreed with this proposal and the extension of RN's tenure in 2020.

PH proposed JS formally as the Honorary Secretary with a tenure from 1st January 2020 for three years. JS would remain as the IESC chair. The meeting agreed unanimously agreed with this proposal.

PH proposed DP as the Honorary Treasurer with a tenure from 1st January 2020 for three years. The meeting unanimously agreed with this proposal.

SR suggested that there should be an amendment in the byelaws when these were reviewed as part of the join up to enable a resetting of the clock for tenures when a Trustee took on a new role. JS / KN to hold for consideration.

KN/JS

KN informed the meeting that CILT UK were not in a position to appoint a President Elect due to the Join Up discussions and status. SR proposed that the IMC Chair responsibilities should be detached from the President Elect role. PH proposed that AJ should chair the IMC with the proviso that should this create workload issues for AJ the Trustees would review again later in 2020. KN to document the changes in posts and tenures.

KN

On January 1st 2020, PH will hand on the Presidency to RM and PH will step down. The Trustees proposed and approved that PH should take on the chair of the Join Up process to enable continuity into 2020. It was proposed and approved that PH would take on this role as the immediate Past President. PH expressed willingness to fulfil the role and task.

IVP Nominations & Status

KN informed the meeting that Tom Maville has been nominated as the North America IVP taking over from Gilles Legault from 4th November 2020 & attending the November IMC meeting.

KN

Tom Maville's appointment as IVP was ratified by the Trustees. As RM takes up the Presidency on January 1st 2020, he will step down as the Malaysia IVP. Ramli Amir, the current CILT Malaysia chair has been nominated by CILT Malaysia as the new IVP. Ramli's appointment was ratified by the Trustees. CILT Ireland have also requested an extension of one year for Finbarr Cleary. This was approved by the Trustees. KN to formalise and communicate to countries concerned.

3.3 **Country Matters**

3.3.1 **CILT Ghana**

KN

- KN confirmed that CILT Ghana had agreed to the audit process, agreed to fund the audit visit and agreed to set dates to complete after the Africa Forum in March. RM proposed that Finbarr Cleary be asked to support KN with the audit task. KN to communicate the detailed process and invite Finbarr.
- 3.3.2 CILT Tanzania suspension**
KN had communicated the suspension to the CILT Tanzania President who had requested time to inform his Council. KN was planning steps to reform the branch with a new Council with involvement from Chief Teete Owusu and Dr Demba. KN
- 3.3.3 CILT Philippines**
KN informed the Trustees of the process being led by CILT Australia. KN to complete the outstanding action on the correct statement to be sent with the notice of the grant.
- 3.3.4 CILT India Request for Territorial status reinstatement**
KN had written to CILT India as instructed in the October Trustee meeting. A response from CILT India had been received too late for this meeting to include a teleconference with their Chairman and Council. RM & KN were asked to set up a call in January to discuss the documents sent. KN/RM
- 3.3.5 CILT Mauritius Status**
KN updated the meeting that the letter had been sent to the CILT Mauritius President. No response had been received. KN
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- 4.0 Join Up (PH & RN present for this item)**
KN and PH updated the meeting on the review meeting held on December 5th. KN & AJ updated the meeting with the progress on the job offer to Jon Harris. KN discussed the status of the communication agreed to be sent out to the countries in the next week and the issues with the delegation agreement position long term.
SR & RN agreed to requests to support the Join Up work in 2020.
Other matters regarding the Trustee appointments and succession are minuted in item 3.2
PH stated the need to fix regular reviews every 4 weeks into 2020 to monitor progress and agree actions. KN to initiate this with Sam Cullen. KN
PH observed that issues raised between KN and KR were mixing statutory governance with intent. RN stated that the plan had been to merge on a synergistic basis and that the delegation agreement was to remain in place. RN & AJ said we were in danger of overcomplicating the brief. SR stated that the objective was to focus on education synergies and use the charities investment income wisely.
PH stated that KN & KR were servants of the organisation and proposed that the two sets of Trustees met to set the Vision out clearly. RM stated that this should enable a clear statement on

the delegation agreement so that we can move on. It was agreed to set up a meeting on January 23rd, the same day as a UK Board meeting. PH said he, Paul Sainthouse and AJ should seek to describe the vision ahead of that meeting. SR volunteered to draft a Vision document to lead the joint Trustee meeting on January 23rd.

This meeting would enable the Trustees to agree the position. PH asked that KN & KR put together an organisational structure ahead of that meeting. KN outlined his view that in fact now a CEO should be appointed for both organisations with a COO for CILT UK reporting into that. KN requested the organisation work be left until after the January 23rd meeting as agreement would be difficult to achieve before that.

The actions agreed were

- SR would draft a vision statement for PH / PS / AJ to review and use in the meeting
- PH would draft with PS the revised communication to countries and send to KN & KR for issue
- Education track to continue and AJ / KN to pursue the JH appointment.
- KN to follow up with Dorothy Chan ahead of the meeting on 18th and update her following the Trustee discussions

SR

SR /
PH

AJ / KN

KN

5.0 IAC Report & Matters Arising

DP advised the Trustees of the main points of the IAC held within the Council of Trustees meeting. DP said that the 2018-19 accounts were being audited and that an audit planning meeting had been held in October to commence the audit. A review was being held on 15th January.

It was noted that the AGM would need to be held ahead of the Perth convention and proposed that the AGM should be held as part of the CILT UK conference. This had last occurred in 2015 when the Dubai conference was in September.

6.0 IMC Update

RM summarised the main areas of discussion from the IMC on November 27th. KN advised the Trustees that a number of applications (eight) had been received for the Next Generation Global Convenor role and that a selection process would commence. KN to request a summary statement of 300 words from each individual. RM and JG agreed to support the selection process.

7.0 Any Other Business

No other business was raised in the meeting

8.0 Date of Next Meeting

Thursday 27th February 1200hrs to 1400hrs GMT for COT & IAC at Network Rail Offices, Waterloo
