



# Minutes of Annual General Meeting 2017

The Annual General Meeting was held at Chadwick Court, 15 Hatfields, London SE1 8DJ on Thursday 22 June 2017.

## 1. Welcome

The Chair of the Board of Trustees formally welcomed members to the event and thanked them for their attendance.

## 2. The Procedure in Calling the Meeting

The Chief Executive confirmed that the meeting had been called in accordance with the requirements of the Charter and Byelaws.

## 3. Minutes of the Annual Meeting held on 22 June 2016

The Annual General Meeting minutes dated 22 June 2016 were confirmed as a true record of the meeting.

## 4. Strategy Update

The Chief Executive presented an update on CIEH's three year strategy.

## 5. Q&A

Members present asked the following questions to the Chief Executive.

### **1. How many of those who previously held free student membership have remained as members under the new arrangements?**

We currently have approximately 400 student members. Our strategy work includes further developing how we support them.

### **2. Do the membership figures in the presentation include those overseas?**

Yes, roughly 10% of our membership is outside the UK – mainly in commonwealth countries and the Middle East.

### **3. At what point do Accountable Officers for the new Work Based Learning training accounts become members?**

Each training account must have an accountable officer (who is required to be a member) before they can commence delivering training. Under the previous arrangements we had 8000 registered trainers and 3,000 training centres but only about 500 of them were CIEH members.

The new offer ensures that membership and the delivery of work based learning are connected through the Accountable Officer who is bound by the CIEH Code of Ethics.

Several hundred new members have joined CIEH to become Accountable Officers and this is part of our efforts to make membership more reflective of the wider environmental health profession. Currently non-EHO professionals are able to access the Member grade, but we are in the process of widening access to Chartered status too.

**4. Are there plans to streamline the process for recognition of overseas qualifications? I qualified in Australia and this took me four months.**

Absolutely, we are ensuring that the team is properly trained, has suitable guidelines and capacity to progress these applications in a more timely manner.

**5. How many trainers have you retained following surrender of recognition? Why should I stay?**

Whether or not people take up the new training products is a business decision. Each Trainer or Centre can choose to stay or leave. The process of withdrawal from the three regulators was dictated by their rules. Failure to follow those rules would have resulted in substantial fines. Added to CIEH's nine years of losses, this meant that our options were to follow Ofqual's rules for surrender of recognition or to shut down the organisation.

**6. On the topic of surrender of recognition, can I just say that I looked at other organisations who seemed to offer free delivery. It seemed like a good deal initially but it turned out that there was a required minimum spend and hefty fines if you weren't able to comply. So I have stayed with CIEH.**

Thank you.

## Ordinary business

6. To consider and receive the report of the Board of Trustees on actions taken to implement motion carried on Wednesday 22 June 2016.

Motion 1: Air Quality and Health

Proposed by Stephen Battersby FCIEH CEnvH

Seconded by Angela Hands MCIEH CEnvH

The Chair informed the meeting of the establishment of the CIEH Air Quality community and panel. He expressed his delight and the number of members who had come forward and participated in the initiative general and National Clean Air Day particularly. He asked the meeting to note that the CIEH had recently been the top story on the BBC's science news.

Stephen Battersby: It makes a change for the CIEH to act on an AGM motion. The response from members has been brilliant.

7. Fellowship and Honorary members

The meeting noted that the following members were awarded Fellowship during 2016:

Caroline Maffia  
Benjamin Sims  
Martin Walker

The Chair congratulated all recipients of the Fellowships

8. Annual Report of the Board of Trustees and Financial Statements for the year ended 31 December 2016

The Interim Finance Director presented a report on CIEH finances

He confirmed that the organisation had posted losses for the last 9 years (except for 2010) and that it had relied on reserves, the sale of the building, and the sale of the US business. Recent changes had secured the future of the CIEH but there was still work to do.

Members present asked the following questions to the Interim Finance Director:

- 1. You mentioned that you are the Interim Director of Finance – how long is "interim"?**

Essentially until the issues are fixed. We are expecting this to be two or three years.

**2. £6m and £10m in reserves are referred to. Are these separate from investments?**

No they are the same.

**3. Can you confirm the figures of £8.4m investments with an income of £240k? This seems low?**

The annual accounts show that our investment were worth £8.4m at the beginning of 2016 and these were £9.7m at the end of 2016. The funds are targeted at capital growth and not income generation and so the income generated during the year was £226k, in line with the previous year.

**4. What is the return?**

The return on investments is just over 14% (see first paragraph on page five of the annual report)

**5. Are we investing in government gilts and a variety of options?**

We give Cazenove Capital Management a target and they need to achieve that without risking the whole portfolio, so the investments are indeed spread around different asset classes.

**6. Are we investing in different countries? Australia?**

Yes we are investing all around the world, including Australia, the Far East and the U.S.A.

**7. Is CIEH still adhering to its ethical investment policy?**

Yes.

**8. In terms of predictions for income for 2017 and 2018, what proportion will be from membership? And what are the figures?**

We are aiming to rebalance the income streams so that eventually membership income is 20%, training income is 20%, 15Hatfields conference income is 20%, CIEH event income and publications are 20% and the remaining 20% arises from other activity including rent from vacant floors in this building.

Chief Executive: No specific target has been set yet. We are still doing research and developing the strategy. This will be considered by the Board at its meeting in July.

**9. Vocational training - I don't understand why you abandoned an income stream of £4m which could have been fixed with just £830k? Why not just pay that?**

The figure had been £8m but was declining each year. CIEH was spending additional money annually in a declining market. There was little scrutiny of how much new products cost – for example one product

was developed, but only one sale was made after it was launched. The systems we operate are at the end of their life. We were paying more money each year to maintain them. Our Customer Relation Management system is three versions out of date.

Chief Executive: The entire market is declining by 25% each year. But all our costs went up. Especially staff costs. The main focus of the organisation (including marketing, sales and systems) was on the provision of regulated training rather than membership. The £830k referred to would have been a one-off cost for Quality Assurance audits of all our 3,000 centres. The ongoing cost would have been £380k a year plus staff costs. We are a professional membership body that delivers learning, not a training company, and an awarding body in our own right.

**10. Is it time to consider whether we should be here [in an office in London]?**

We sold the building and leased it back on a 150 year, so the freehold asset has now gone. After all the recent changes we have decided to stay put, but CIEH staff will all be on one floor. We will then maximise income from the other floors and keep reviewing the situation.

**11. There is to be a rent uplift after five years?**

Yes, the increase will be based on market rent at the end of 2018.

**12. I was under the impression that we owned this building?**

The building was sold on a sale and lease back arrangement and the funds generated from the sale are now in the investment portfolio.

**13. How do we make sure that bad decisions are not made in the future?**

Chairman: We have re-engineered our governance structures. For example the Chairman used to be a one year term. It is currently a six year term. The Board of Trustees is not solely made up of "immediate family" – and nobody can serve for more than six years. The Board strategy day this year was the best ever – with new energy from people outside the organisation.

Chief Executive: The key thing is for members to keep asking questions.

**14. I would like to focus briefly on the Annual Review as well as the Annual Report. All of us here are worried about inequalities in public health. I was struck recently by comments made by John Keeley (Shadow Housing Secretary) on the Grenfell tragedy and David Lammy MP on HMOs. CIEH needs to be opportunistic, not just with issues like the building regulations but in housing generally – and in all the other areas of environmental health.**

Chief Executive: Our Air Quality community is the trailblazer for this work and housing and other areas will follow. 2016 was a year of change, 2017 should be about growth.

The Chair called for the acceptance of the Annual Report and Financial Statements.

Members agreed unanimously to receive the Annual Report and Financial Statements for the year ended 31 December 2016.

## 7. Election of auditors

The Chair asked members for their approval to authorise the Trustees to formerly reappoint Haysmacintyre as auditors and to fix their remuneration.

Haysmacintyre were appointed as the auditors for the CIEH.

## 9. Election of scrutineers

The Chair asked members for their approval to appoint L Leather and A Banfield as scrutineers for the following year.

Members asked for an explanation of the role of scrutineers.

L Leather informed members that their duties were to oversee the Assembly elections, ensuring that procedures were adhered to in relation to the conduct of ballots. They also oversee voting on motions to the AGM.

L Leather and A Banfield were duly re-elected as scrutineers for the coming term.

## Special business

### 9. To consider and receive the following:

To consider and receive the following motion proposed by the Board of Trustees

Motion 1 – Amendment to the Byelaws

“In pursuance of article 8 of the Charter of 1984 as amended in 2016 it is hereby resolved that (subject to such modifications as the Privy Council may require and the Council/President of the Chartered Institute may agree) the Chartered Institute should petition the Privy Council for the following amendments to the Byelaws:

1. Delete “Accredited” in 2.1.2(2)
2. Delete “Accredited” in 6(e)”

The President introduced the Motion.

Members agreed unanimously for the motion to be carried.

### 10. Date of the next Annual General Meeting

The Chair advised that the 2017 Annual General Meeting would be held at Chadwick Court, 15 Hatfields, London SE1 8DJ on Thursday 21 June 2018.

He closed the meeting and on behalf of the Board of Trustees he thanked everyone for coming and engaging in the AGM.