



PRIVATE AND CONFIDENTIAL

THE INSTITUTE OF MARINE ENGINEERING, SCIENCE AND TECHNOLOGY

Minutes of the One Hundred and Thirty-Fifth Annual General Meeting
held at 11:00 hours on Wednesday 24 April 2024
online and at the Leonardo Royal Hotel London Tower Bridge, London E1

The President, Mr Martin Shaw, in the Chair
42 Voting Members and 10 Non-Voting Members present in person and online
plus a representative from the Institute's auditors in attendance

INTRODUCTION AND NOTICE OF MEETING

The President, Mr Martin Shaw, opened the Institute's 135th Annual General Meeting. He welcomed members to the meeting, especially those who were attending their first AGM, and reviewed protocols for using the Zoom platform and asking questions during the meeting.

He reminded participants that the Notice of Meeting had been distributed prior to the meeting and remained available in the Governance section of the Institute's website.

ANNUAL REPORT OF THE BOARD OF TRUSTEES AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2023

The Secretary and Chief Executive (Mr Chris Goldsworthy) first reminded the meeting of the Institute's Charitable Purposes, namely:

- Advancement of Marine Engineering, Science and Technology;
- Educational Excellence;
- Environmental Sustainability;
- Relief of Poverty;
- Improved Safety; and
- Ethical Professionalism.

He then highlighted key activity delivered in FY23, specifically:

The Institute's report *Challenges in the Marine Industry:2023 and beyond* had identified the skills gap as one of the industry's major challenges.

- Over 250 delegates from around the world had gathered in Delft for 16th International Naval Engineering Conference (INEC) incorporating the International Ship Control Systems Symposium (iSCSS).
- IMarEST China Technology Centre was launched in Ningbo
- Memorandum of Understanding was signed with Petronas
- Career Development Pathway was refreshed to attract more graduates and young professionals to the Institute.
- Partnered with Offshore Wind Learning on a series of online courses to help close the skills gap in offshore wind
- Launch of Superyacht SIG at Palma Superyacht Show
- New CRM and website launched providing an enhanced digital experience and new features for members. This includes single login across all platforms, easier navigation and improved access to information, knowledge sharing and collaboration plus an ability for members to set a wider range of interest preferences enabling specific content and targeted communications.
- Member retention increased to 95%

- 35 courses/training schemes in 6 institutions were accredited
- Continued and increased work at IMO in committees, subcommittees and working groups

The Honorary Treasurer, Mr Martin Murphy, highlighted the key points from the Financial Statements for the year ending 30 September 2023, specifically:

- The Statement of Financial Activities showed Group Incoming Resources of £2.973m, £50k more than in FY22, Group Outgoing Resources of £3.114m, £319k than in FY22 and Group Net Expenditure of £141k prior to other recognised gains and losses.
- Investment valuation at FYE23 was increased by £294k
- Overall group position was a positive net movement in funds of £ 127k including actuarial gains on the Retirement Benefit Scheme of £11k with total net assets standing at £11.078m at FYE23 (compared to £10.951m at FYE22).
- Retirement Benefit Scheme liability was £1.557m, a decrease of £201k.

Mr Peter Mackereth of Buzzacotts LLP delivered the Report of the Auditors. He confirmed that the accounts presented a true and fair view of the affairs of the Institute and Group at FYE23 and that the accounts had been prepared in accordance with all relevant legislation.

Mr Yves De Leeneer proposed a motion that the Annual Report and Financial Statements for the year ended 30 September 2023 be approved and adopted; it was seconded by Gary McKenzie.

The President then invited attendees to ask questions related to the Chief Executive's Digest or the adoption of the Annual Report and Accounts. No questions were forthcoming at this time.

The motion to approve the Annual Report and Financial Statements for 2023 was adopted with 35 votes in favour, no votes against and no indicated abstention.

APPOINTMENT OF THE AUDITORS FOR FY24

Mr Stephen Morant proposed that the auditors, Buzzacotts LLP, be appointed to hold office until the conclusion of the next Annual General Meeting and that the Board of Trustees be authorised to fix their remuneration. The motion was seconded by Prof John Chudley and carried, with 36 votes in favour, no votes against and no indicated abstentions.

APPOINTMENTS BY THE COUNCIL

The President requested that the meeting note the appointments by the Council of the President and President-Elect for the year 2024-2025 and Appointed Members of Council to take office for a term of three years:

President:	Mr Yves De Leeneer
President-Elect:	Prof Stephen de Mora
Appointed Members of Council:	Dr Nimi Abili Dr Sajid Hussain Adm Franklin Joseph Ms Roxanne Lek Ms Kelly Smith

COUNCIL ELECTIONS

The Chief Executive read the Report of the Scrutineers.

No nominations had been received for the position of Honorary Treasurer. However, the Board, at its March 2024 meeting, had appointed Martin Murphy to fill the resulting Casual Vacancy from this AGM to AGM25, in accordance with Regulation 7.10.

The following were elected as Elected Members of Council:

Americas:

- Mr Bradley Golden, elected unopposed in accordance with Regulation 8.5.6.7.

ANZSPAC:

- One nomination was duly received. However, that individual subsequently indicated that they would be unable to serve on Council at this time. The seat will be included in next year's election cycle and Council will consider whether to appoint someone to fill the casual vacancy for the 2024/2025 Council Session.

Asia Pacific:

- No vacancies

EMEA:

- Dr Anna-Marie Chaffey (2nd term, elected unopposed in accordance with Regulation 8.5.6.7)
- Prof Christopher Hodge OBE (2nd term, elected unopposed in accordance with Regulation 8.5.6.7)
- Mr Sol Judah (1st term, elected unopposed in accordance with Regulation 8.5.6.7)
- Mr Daniel Manning (1st term, elected unopposed in accordance with Regulation 8.5.6.7)
- Dr Malek Pourzanjani (2nd term, elected unopposed in accordance with Regulation 8.5.6.7)
- Ms Rebecca Stanley (1st term, elected unopposed in accordance with Regulation 8.5.6.7)

VOTE OF THANKS TO THE SCRUTINEERS FOR 2023/24 AND ELECTION OF SCRUTINEERS FOR THE YEAR 2024/25

Mr Barry Brooks proposed a vote of thanks to the Scrutineers for 2023-2024 and moved that Mr Jim Clench, Mr John Harrison, Mr Anthony Muncer RD, and Mr Malcolm Vincent be elected to serve as Scrutineers for 2024-2025. The motion was seconded Dr Bev Mackenzie. The President put the motion to the meeting and it was carried, with 35 votes in favour, no votes against and no indicated abstentions.

INSTITUTE UPDATE

The Honorary Treasurer presented details on the overall financial position of the Institute to the meeting. He showed the trajectory of the Institute's investment portfolio from 2005 to present, highlighting that the market value at the end of March 2024 was £12.846m and that this had increased from £11.898m at FYE23. He noted that capital drawdown would be actioned in FY24 to fund charitable activity. In addition, he showed displayed a graph charting IMarEST's Net Assets from FY2015-2023 inclusive showing the net assets before the pension liability was included, the pension liability itself and IMarEST charity-only total funds.

The Chief Executive then outlined the key Institute activity and specific initiatives already underway or planned to occur during the course of FY24, key highlights of which included:

- Creating and launching five career pathways which will lead to the development of training and mentoring
- Growing membership and registrant numbers across engineering, science and technology by creating a tailored membership experience that is accessible, valuable and relevant to members at all stages of their careers
- Inspiring, developing and supporting the next generation of marine professionals through a program of relevant activity and the development of the Career Development Pathway
- Supporting and facilitating the operation of a vibrant portfolio of SIGs
- Continuing policy engagement activity at IMO and other NGOs and IGOs

- Introduction of a Future Leaders Forum to increase the support and opportunities available to early career professionals
- Portfolio of events will include European International (Human-powered) Submarine Race, IMarEST Annual Conference and a new Biosecurity Conference with INEC/iSCSS and a Stanley Gray Prestige Lecture being held early in FY25.
- Developing marketing and social media campaigns to promote and increase membership and event attendance
- Media training was provided to senior staff and key member volunteers to improve direct access to media spokespeople
- Increasing outreach to journalists beyond those in the trade press
- Initiated a digital documentary *Oceans of Opportunity: a Change of Tide* illustrating the road to Net Zero
- All IT services have now transferred been to the cloud
- Further development and hard launch of the IMarEST Connect communication, collaboration and engagement platform
- Introduction of groups for students and seafarers
- Introduction of new risk assessment framework
- 1 Birdcage Walk lease extended to at least June 2025
- Planned development in the offshore sector including renewable energy
- Driving reconnection and relevance to existing and potential members
- Increasing investigation involvement, to promote IMarEST as the trusted voice

The Chair of the Board, Mr Kevin Daffey, reminded the meeting of the current composition of the Board of Trustees, noting that Philip Parvin had stood down in the Autumn to take up the newly created role of Vice-Chair of Council. He added that key work undertaken in FY23 had been the recruitment of IMarEST's new Chief Executive, Chris Goldsworthy, via a rigorous, multi-stage selection panel process, and the strengthening of Council's role with formal delegations and the creation of the Council Executive Committee to assist Council with the management and operational oversight of the Council Committees and the introduction of a Vice-Chair of Council role to provide continuity.

Governance plans for 2024 include undertaking a Board effectiveness review, establishing a Risk & Audit Committee, working the Executive on a strategy review, and exploring opportunities for collaboration with RINA.

No questions were forthcoming from attendees. However, the following questions had been pre-notified and were answered by the Honorary Treasurer during the meeting:

- **Question 1: What is the Institute's medium/long term strategy for the Scheme to eliminate this deficit? Also, is it intended to achieve buyout in the foreseeable future or to 'run on' the Scheme on the basis of prudent assumptions for the technical provisions?**

Answer: Protecting the interests of the beneficiaries and the interests of the Institute as a going concern continues to be of paramount importance and the Retirement Benefit Scheme was a topic regularly considered among the Institute's overall financial considerations. The medium-term aspiration was still to secure the scheme's obligations with an insurer but it remained difficult to say with any certainty when this would be viable. It will be kept under review and is likely to be formally considered by the Board following each triennial valuation. This strategy itself will also continue to be reviewed and The Pensions Regulator is due to release revised funding regulatory guidance in due course, which will then be factored into any future decisions. Given market conditions, the deficit has reduced significantly over the past two years

- **Question 2: What percentage of the Scheme liabilities are hedged by means of Liability Driven Investments thereby mitigating both inflation and gilt yield risks?**

Answer: 85% of the liabilities against both interest rate and inflation movements are hedged by Liability-Driven Investments.

- **Question 3: Do the reported expenses include the Pension Protection Fund Levy? Have the Trustees estimated the expense liability over the lifetime of the Scheme and, if so, what is the value of this liability?**

Answer: The Retirement Benefit Scheme Trustees have not obtained an estimate of the cost of running the scheme in perpetuity but, given the size of the scheme and projected improvement in the buy-out position as the scheme matures, it is expected that there will come a point where the cost of running the scheme will become uneconomic compared to the costs then associated with a buy-out scenario. The reported expenses do include the PPF Levy. The annual expenses budget agreed between the Institute and Scheme Trustees following the 2020 triennial valuation was £120k per annum but the actual FY23 expenditure was £86k.

CONCLUSION OF BUSINESS AND CLOSE OF THE 135th ANNUAL GENERAL MEETING

With the business of the meeting concluded, the President thanked attendees for their attention and participation and declared the 135th Annual General Meeting of the Institute closed.