



## **Governance Arrangements**

# **Chartered Institution of Civil Engineering Surveyors**

## Executive Summary

This paper confirms the governance structure for the Chartered Institution of Civil Engineering Surveyors. The objective of this structure is to simplify internal communication and to support the delivery of the 5-Year Plan. The strategy is to grow an inclusive membership based around our vision:

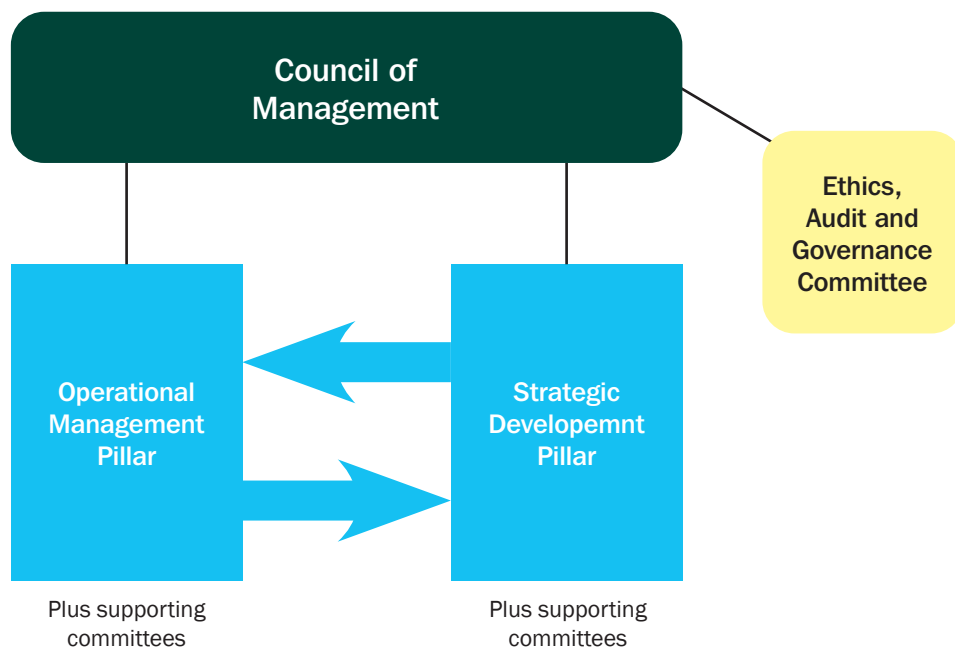
*For civil engineering surveying to evolve, championing information management and the use of digital ways of working and technology by a diverse skilled workforce to deliver high quality projects that serve society.*

This governance structure allows this to happen more efficiently by dividing the institution's activities into two pillars – operational management and strategic development. These pillars are supported by the relevant committees who, in turn, feed directly into the Council of Management (CoM).

Members of the Senior Leadership Team (SLT) contribute to these committees and feedback key developments periodically to CoM. Individual chairs will liaise with staff and submit their own committee meeting report/s to CoM.

In addition, CoM members will also be in receipt of the action points/minutes from all of the institution's formal committee meetings.

## Structure



## Governance Arrangements for the Chartered Institution of Civil Engineering Surveyors

The governance arrangements for the institution have been developed to support the delivery of the strategy and:

- Is transparent and easily understood
- Provides an appropriate level of oversight for Council of Management (CoM)
- Provides all committees with the required authority to support the work of the institution whilst enabling CoM to focus on strategic leadership.

This structure consists of CoM with various committees reporting directly. The members of the Senior Leadership Team (SLT) that contribute to various committees will provide feedback to CoM on key developments on a periodical basis. Committee chairs will also provide feedback to the CoM.

Each committee will be required to agree an annual calendar of business. This ensures the institution remains focused on delivery of its three golden threads:

- Digitalisation
- Equality, diversity and inclusion
- Sustainability

All committee chair posts will be advertised, and the Select Committee will continue to be responsible for interview and appointment of committee chairs. The proposal is that all chairs and committee members serve four-year terms, renewable for one additional term only.

### Council of Management (CoM)

CoM is the senior governance body of the institution, established by the institution's charter. Members of CoM are elected by Corporate Members (Member or Fellow) and serve a three-year term. The President's Working Group and Select Committee feed directly into CoM.

Other committees are now organised in line with the two pillars, but importantly there is the introduction of a new committee – Ethics, Audit and Governance.

## Pillars and committees

Two pillars will work cross-functionally across the whole of the institution's business. These are:

### Operational Management Pillar

This ensures the business of the institution is undertaken professionally and efficiently. Areas of focus and oversight will include membership, the review processes, engagement focused on growing membership, shaping and updating competencies, developing the CPD process, financial management, policy support and development and ensuring there is the available resource required for delivery. These are the core committees:

- Finance and General Purposes (F&GP)
- Education, Professional Development and Membership (EPD&M, plus competency working groups and others)
- Commercial Management Practices Committee (CMPC, plus subgroups – Contracts and Dispute Resolution Panel, C&DRP)
- Geospatial Engineering Practices Committee (GEPC, plus subgroups – Utilities and Subsurface Mapping Panel, USMP)
- Regions including international and Ireland
- SURCO Board

### Strategic Development Pillar

This ensures oversight of delivery of the strategy and five-year business plan and in shaping future five-year plans. CoM maintains oversight of all strategic plans with committees and working groups reporting to it. Areas of focus are the institution's international reputation, developing thought leadership and white papers, embedding the three golden threads, developing the client's forum, editorial group, strategic approaches to diversifying income, knowledge exchange, including the Knowledge Hub, and virtual communities. These are the core committees:

- Equality Diversity and Inclusion (EDI) Council
- Sustainability group
- Editorial and Knowledge Hub group
- Client forum
- Tomorrows Leaders Committee (TLC)

### New committee: Ethics, Audit and Governance Committee

Many charitable organisations have independent audit and assurance arrangements, as this provides separation from delivery and strategy. Over recent years some membership organisations have suffered reputational damage because of poor governance. An effective audit process is a key tool to ensure that accountable, independent and transparent governance is maintained. This committee will provide that independent oversight on a regular basis.

## Representation on committees

A representative of the Senior Leadership Team contributes to all the committees and will provide periodical feedback to CoM on key activities. Committee chairs will liaise with SLT members and submit their own feedback and/or meeting report/s to the CoM.

The Senior Leadership Team consists of the CEO, Operations Director (OD), Membership Manager (MM) and Development Manager (DM). The respective committees they each support are:

- F&GP (OD)
- EPD&M (MM & DM)
- CMPC (OD)
- GEPC (OD)
- Regions (DM)
- SURCO (OD)
- EDI (DM)
- Sustainability (DM)
- Editorial and Knowledge Hub group (OD)
- Tomorrows Leaders Committee (DM)

## Operational Management Pillar

These committees are accountable for ensuring that the business of the institution is undertaken professionally and efficiently. Key accountabilities:

- Growing membership (EPD&M)
  - a. Oversight to support the development and delivery of strategies to grow Approved Development Schemes
  - b. Oversight to support the development and delivery of strategies for engagement with schools
  - c. Oversight to support the development and delivery of strategies for increased engagement with universities
  - d. Oversight to support the development and delivery of strategies to engage with students and improve retention of members from student membership
  
- Professional standing (EPD&M, CMPC & GEPC)
  - a. Oversight of accreditation FE and HE courses
  - b. Development of strategies to support apprenticeships
  - c. Oversight and regular updating of competencies
  - d. Oversight and development of new competencies
  - e. Oversight and development of CPD process
  - f. Develop new collaborations to widen the qualification opportunities for members
  
- Engineering Council (EPD&M)
  - a. Lead the institution's engagement with the Engineering Council
  - b. Develop the opportunities for chartered and technical members
  
- Regions (region chairs)
  - a. Lead engagement with regions
  - b. Support regions in CPD process
  
- Policy (F&GP, EPD&M, CMPC & GEPC)
  - a. To provide oversight of policies and working practices
  - b. To provide oversight of policies relating to health and safety, GDPR and other legislative requirements
  
- Financial management (F&GP)
  - a. To ensure that budgets are set and managed
  - b. To monitor delivery of key projects against cost and programme
  - c. Scrutiny of all exceptional spending
  - d. Scrutiny of all business cases of more than £50k
  - e. To develop and annually approve the investment policy for the institution
  
- Measurement and performance (F&GP & EPD&M)
  - a. Develop an effective way to measure performance of the strategy
  - b. Develop an effective reporting process to report to each CoM Board meeting
  - c. Report regularly on any financial spending
  - d. Provide an assurance statement including copy of the groups risk register annually to the Ethics, Audit and Governance Committee
  
- Development of commercial training partnerships (SURCO)
  
- Civil Engineering Surveyor journal and other publications (SURCO)

## Strategic Development Pillar

This pillar links directly into the strategic and five-year business plan, providing direction in the areas identified, including building the institution's reputation through thought leadership and knowledge exchange. Key accountabilities:

- Thought leadership
  - a. Oversight of white papers and shaping a programme for future white papers, plus using them to engage globally
  - b. Leading international engagement to share knowledge and shape thought leadership
  - c. Shaping and leading the development of virtual communities both within the UK and internationally
  - d. Development of horizon scanning and sharing with members the continuous changes in ways of working, including the changes in technology and digital
  - e. Research and develop an approach to any opportunities to secure external funding to support research and thought leadership
- Continuous development for knowledge exchange across the institution (Editorial and Knowledge Hub group)
  - a. Development of the Knowledge Hub
  - b. Oversight of strategies to develop communications across all channels
  - c. Oversight of the continuous development of publications
- Building our external reputation
  - a. Developing a clients' forum to build the reputation of the institution with employers and to ensure members have the right skills for the future
  - b. Brand and marketing of the institution
  - c. Communication strategy for the institution
- Embedding the golden threads
  - a. Tomorrow's Leaders Committee
  - b. Sustainability Committee
  - c. EDI Council
- Diversifying the income streams (SURCO/F&GP)
  - a. Develop concepts for new income streams
  - b. Develop a business case to shape a co-worker technology hub at CICES HQ
- Measurement and performance (F&GP)
  - a. Develop an effective way to measure strategic performance
  - b. Develop an effective reporting process to each CoM board meeting
  - c. Report regularly on any financial spending
  - d. Provide an assurance statement including copy of the groups risk register annually to the Ethics, Audit and Governance Committee

## Ethics, Audit and Governance Committee (E,A&G)

### Purpose

To ensure the business of the institution is undertaken professionally and efficiently. It will provide the assurance to CoM and members that there is appropriate confidence and oversight. This aligns with the move in many organisations in setting up similar ethics, strategy, and governance groups. Key accountabilities:

- Financial audit
  - a. Provide oversight to the annual financial audit for the institution
  - b. To annually review and approve the institution's reserves policy
  - c. Provide oversight of the funding received from SURCO and BK SURCO
- To have oversight of the appointment of CICES CoM members to SURCO and BK SURCO
- Annually audit
  - a. Membership numbers growth
  - b. Process and outcomes for membership reviews
  - c. Progress of delivery of the strategy
- Risk management
  - a. To ensure the risk register for the institution is maintained and is a dynamic document and to annual run a risk management workshop for a full review of the register.
- Compliance with Engineering Council
- Overseeing disciplinary procedures
- Oversee the institutions asset register

### Membership

Chair: Appointed for a four-year term serving for no more than two terms. Appointed through an open, inclusive process across the membership.

Suggested membership to include:

- Two members of CoM
- Three members of regional committees to include international regional committees
- Representative from EDI Council
- Representative from Sustainability Group
- Representative from Tomorrow's Leaders Committee
- A minimum of one external member – is this a non-CICES member

Representatives of the other committees will be periodically invited to present papers.

**NB:** The President, Senior Vice President and Vice President are not members of this committee, to ensure that there is independence to the audit committee.

### Frequency of meetings

The E,A&G committee will meet as frequently as appropriate to deliver on purpose, however with a minimum of two meetings a year.

The institution's governance will be reviewed by CoM every 18 months.