

**Institute of Export and International Trade**  
**84th Annual General Meeting**  
Thursday 21<sup>st</sup> November 2019 at 11.30  
at The Arab British Chamber of Commerce  
43 Upper Grosvenor Street London W1K 2NJ

**Present:**

David Akintade	Marco Forgione	Tony Pittman
Roger Arthey	Lord Green of Hurstpierpoint	Sean Ramsden
Robert Bond	Alexander Gullis MBE	John Robinson
Phil Brigstock	Marcel Landau	Joseph Rose
John Brook	David Macmillan	Terry Scuoler CBE
Dominic Broom	Maria Malinowska	Kevin Shakespeare
Graham Card	Allen Matty	Adriaan Vickery
Nicholas Clark	Stephen McGarrigle	Peter Ward
David Clingo	Steve McQuillan	Alan Wilkins
Simon Dexter-Jones	Linda Middleton-Jones	
Diana Dickinson	Daniel Nthei	

In attendance – Export House: William Barns-Graham, Ian Stålem, Sam Pileggi. Minute Secretary: Dawn Martin

**1 Meeting opened by President 11.30**

The President welcomed all to the 84th Annual General Meeting of the Institute of Export & International Trade.

The President thanked Lesley Batchelor for her service to the Institute and welcomed Marco Forgione to the Annual General Meeting as the new Director General from January 2020.

The President thanked Sam Pileggi for her work as Acting Director General and also expressed thanks to Nicholas Clark for his support in preparing for the AGM.

The President thanked Terry Scuoler and Marcel Landau for their work on the board.

**2 Apologies**

Apologies for absence had been received from Hisami Suga, Amby Hitchcox, Roger Glasel, Chris Wylie, Janet Imeson, Roger Newman, Lord Empey, Clive Drinkwater, Robert Keller, Mark Lincoln, David Maisey, Sean Blaikie, Kirsty Tate.

**Approval of minutes**

The President asked for two tellers to help count votes and advised that last year's AGM minutes were available. He asked that these minutes be approved by those present at the 2018 AGM. Nicholas Clark stated that the draft minutes did not indicate that he had attended the meeting and did not report the discussion that took place after the formal business in which concern had been expressed for the declining participation in the AGM. Peter Ward stated that he had also been omitted from the Attendance List as well as Mark Lincoln. The minutes are to be amended to reflect this. Proposed by John Robinson and seconded by Steve McQuillan. Going forward the Draft Minutes of the AGM, when approved by the Board,

will be issued as soon as possible after the event. The minutes were then voted for unanimously and the President declared the 2018 AGM minutes approved subject to these changes.

### **3 Executive reports**

**The President asked that the National Chair and the Vice Chairman, acting on behalf of The Honorary Treasurer each give a short report to the meeting.**

The Chair, Terry Scuoler CBE, addressed the meeting and stated that it was a pleasure to report and reflect on another busy and successful year for the Institute as it continues to serve its members across the country.

The current global economic environment and the uncertainty caused by the United Kingdom's exit from the European Union offer both significant challenges and opportunities to the many companies, of all sizes, involved in the great enterprise of international trade. At no time in recent history has the role of the Institute been more relevant and critical in supporting the needs of its members, partners and stakeholders.

The Chair reported that the investment and restructuring undertaken in 2017 has proved to be successful and has ensured that the Institute is now in a strong financial position and, as a result, is now better able to serve and support its members in their endeavours to grow their businesses and acquire the skills to do so.

The Chair discussed that the highlights and achievements of the past year are many, but some do deserve special mention, for example:

January 2018 saw the launch of the now much acclaimed 'World Trade Matters' Journal with the inaugural issue carrying a foreword from the Trade Minister, Baroness Fairhead. Subsequent key contributors include the Secretary of State, Dr Liam Fox; WTO Director General, Roberto Azevedo; Sadiq Khan, Mayor of London, and many from Government, opposition and industry. This has helped raise awareness of the work of the Institute and brought key issues to the attention of members and stakeholders.

Going from strength to strength the year began with the award, and successful delivery, of a major ten-month contract for the Saudi Arabian Government to train their employees to effectively engage in international trade. This has demonstrated our ability to reach out, not just to U.K, but also to overseas customers and partners.

Working with UK Export Finance in the highly competitive world of global banking' to develop and deliver an Award in Trade Finance across FCO delegates from 38 countries was yet another example of the considerable progress during a busy and eventful year.

OpentoExport brought its Export Action planning competition to the world stage with WTO at their Public Forum in October, bringing it acclaim and recognition as the Small Business Champion in 2018 alongside CBI Brazil and eBay USA.

Events continue to be a major networking opportunity for members and an excellent way to raise the profile of the Institute. One of the highlights of the year was the annual Queen's Awards Winners' Gala Dinner held at the Inner Temple in September with a record number of attendees taking part.

The Chair stated that as we now approach the second half of 2019, he is therefore pleased to report, on behalf of the Board, that the Institute is financially sound, committed to further expansion in its range of services to members and well placed for the future.

In closing, the Chair wished to extend his thanks and appreciation to Lesley Batchelor and her executive team, his fellow Trustee Directors, the volunteers who make up the Institute's committees and most of all to the members for their commitment and support to the work of the Institute.

The Chair also thanked Sam Pileggi for her work as Interim Director General and also welcomed Marco Forgione.

The Vice Chairman addressed the meeting and explained that Robert Keller had resigned as Honorary Treasurer and was currently travelling. Dominic Broom, who was attending the meeting, is the new Honorary Treasurer but as the accounts relate to 2018, the Vice Chair would be presenting.

The Vice Chair reflected on 2016. At that time the finances were low, the Auditors devised a recovery plan which was successfully delivered. Losses were taken in 2017 during the restructuring.

In 2018 there was a turnover of £1.18M and a profit of £223,411 up from a loss of £149,912 in 2017. Cash in hand was at £182k up from £55k. Figures have shown 2018 to be a fantastic and transformative year.

The Vice Chair proceeded to explain that 2019 was looking to achieve a turnover in excess of £2M.

The Vice Chair closed by confirming that the financial statements include satisfactory statements by our external auditors, Stephenson and Smart, in accordance with the Charities Act that the accounts:

- Give a true and fair value of the financial state of the IOE
- Have been prepared in accordance with UK GAAP and the Charities Act of 2011
- Indicate there have been no exceptional items to report

The Vice Chair handed back to the President who thanked him for all of his work with the Institute this last year.

## **4 Voting on the AGM Resolutions**

### **Resolution 1**

The President moved to Resolution 1 Proposal to the Meeting from the Executive to receive the Trustees' Report and Accounts of the Institute for the year ended 31st December 2018, together with the report of the Auditors. John Robinson proposed and Linda Middleton-Jones seconded.

The Resolution was unanimously approved at the meeting, with proxy votes of twenty-three for and none against. The President therefore declared Resolution 1 passed.

### **Resolution 2.1**

The President moved to Resolution 2.1, Changes to the Export Control Profession fee specification. This was proposed by Steve McQuillan and seconded by Kevin Shakespeare.

The Resolution was unanimously approved at the meeting, plus proxy votes of twenty-one for and two against. The President therefore declared Resolution 2.1 passed.

### **Resolution 2.2**

The President moved to Resolution 2.2, that in order to correct an omission in the Articles of Association adopted on 9<sup>th</sup> November 2016 Article 7.6 is amended by the insertion of “class of member and”. This was proposed by Nicholas Clark and seconded by Terry Scuoler.

The Resolution was carried with just one abstention at the meeting, plus twenty-three proxy votes for and none against.

### **Resolution 2.3**

The President moved to Resolution 2.3 to create a Companion class of membership. This was proposed by Terry Scuoler and seconded by Marcel Landau.

The Resolution was carried with just two against and one abstention at the meeting, plus twenty-one proxy votes for and two proxy votes against.

### **Resolution 2.4**

The President moved to Resolution 2.4 to reduce the qualifying period for Full Membership experience from ten years to five years. This was proposed by Peter Ward and seconded by Linda Middleton-Jones.

The Resolution was carried with five votes against and two absentions at the meeting and eleven proxy votes for and twelve proxy votes against. Total 24 for and 17 against.

### **Resolution 2.5**

The President moved to Resolution 2.5, clarification of “Admitted Member” in the Articles (2016). This was proposed by Peter Ward and seconded by Marcel Landau.

The Resolution was carried with one abstention at the meeting, plus twenty-three proxy votes for and none against.

### **Resolution 2.6**

The President moved to Resolution 2.6 to create a Companion class of membership. This was proposed by Nicholas Clark and seconded by John Robinson.

The Resolution was carried with just two against at the meeting, with twenty-one proxy votes for and two proxy votes against.

### **Resolution 3.1.1**

The President vacated the Chair and asked the National Chair to replace him for Resolution 3.1.1.

The National Chair thanked the President for all of his support and announced Resolution 3.1.1, the re-appointment of Lord Green of Hurstpierpoint as Honorary President. The

resolution was proposed by Peter Ward and seconded by Linda Middleton-Jones. The Resolution was unanimously approved at the meeting, plus twenty-three proxy votes for and zero against. The National Chair therefore declared Lord Green re-appointed as Honorary President of the Institute of Export and International Trade for a further year.

### **Resolution 3.1.2**

The National Chair stood down from the Chair and handed back to The President who announced Resolution 3.1.2, the re-appointment of Lord Empey as an Honorary Vice President. The resolution was proposed by John Robinson and seconded by Steve McQuillan. The Resolution was unanimously approved at the meeting, plus twenty-three proxy votes for and zero against. The President therefore declared Lord Empey re-appointed as an Honorary Vice President of the Institute of Export and International Trade.

### **Resolution 3.1.3**

The President announced Resolution 3.1.3, the re-appointment of Lord Popat as an Honorary Vice President. The resolution was proposed by Marcel Landau and seconded by John Robinson. The Resolution was approved at the meeting with just one abstention plus twenty-two proxy votes for and one against. The President therefore declared Lord Popat re-appointed as an Honorary Vice President of the Institute of Export and International Trade.

### **Resolution 3.1.4**

The President announced Resolution 3.1.4, the re-appointment of Sir Ian Davies as an Honorary Vice President. The resolution was proposed by Steve McQuillan and seconded by John Robinson. The Resolution was unanimously approved at the meeting, with twenty-three proxy votes for and zero against. The President therefore declared Sir Ian Davies re-appointed as an Honorary Vice President of the Institute of Export and International Trade.

### **Resolution 3.1.5**

The President announced Resolution 3.1.5, the re-appointment of Mr Nicholas Baird as an Honorary Vice President. The resolution was proposed by Marcel Landau and seconded by Terry Scuoler. The Resolution was unanimously approved at the meeting, with twenty-three proxy votes for and zero against. The President therefore declared Mr Nicholas Baird re-appointed as an Honorary Vice President of the Institute of Export and International Trade.

### **Resolution 3.1.6**

The President announced Resolution 3.1.6, the appointment of Mr Arne Mielken as an Honorary Vice President. The resolution was proposed by Linda Middleton-Jones and seconded by Maria Malinowska. The Resolution was carried at the meeting, with two abstentions, plus twenty-one proxy votes for and two against. The President therefore declared Mr Arne Mielken appointed as an Honorary Vice President of the Institute of Export and International Trade.

### **Resolution 3.2**

The President announced Resolution 3.2. There were 10 vacancies for elected Trustee-Directors and 7 Nominations have been received for those vacancies each duly supported by 6 Proposers who are Full members of The Institute. Inasmuch as there are fewer Nominations than the available vacancies there is no contest and the 7 nominees are duly elected as follows:

3.2.1	Robert Keller	FIEx	Re-elected to serve a second & final term of 3 years
3.2.2	Maria Malinowska	FIEx (G)	Re-elected to serve a second & final term of 3 years
3.2.3	Sean Ramsden	MIEx	Re-elected to serve a second & final term of 3 years
3.2.4	Dominic Broom	MIEx	Elected to serve a first term of 3 years
3.2.5	Steve McQuillan	MIEx	Elected to serve a first term of 3 years
3.2.6	Allen Matty	MIEx	Elected to serve a first term of 3 years
3.2.7	Sandy Gullis	MIEx (G)	Elected to serve a first term of 3 years

The President announced Kash Ahmad and David Maisey were standing down from the Board and thanked them for their service to the Institute.

The President therefore declared Resolution 3.2 passed and the above to serve as Trustee Directors of the Institute of Export & International Trade.

#### **Resolution 4**

The President announced Resolution 4, that Stephenson, Smart & Co be reappointed as Auditors of the Institute of Export & International Trade from the conclusion of the meeting until the conclusion of the next Annual General Meeting and that their remuneration be determined by the Board.

Resolution 4 was proposed by Steve McQuillan, seconded by John Robinson and unanimously approved at the meeting plus twenty-three proxy votes for and none against. The President declared Stephenson, Smart & Co appointed as Auditors.

#### **Resolution 5**

The President announced Resolution 5, that Virtuoso Legal be re-appointed as Lawyers of the company to hold office until the conclusion of the next Annual General Meeting and that their remuneration be determined by the Board.

Resolution 5 was proposed by Linda Middleton-Jones, seconded by Terry Scuoler and unanimously approved at the meeting plus twenty-three proxy votes for and none against. The President declared Virtuoso Legal appointed as Legal Advisors.

#### **Having concluded the official business of the day the President closed the formal proceedings and welcomed discussion on matters of common interest.**

David Akintade MIEx raised two questions:-

1. Why was the members dinner cancelled? Sam Pileggi explained that there was a struggle to continue this event without a loss so this year it was replaced with the summer drinks reception on the Thames. This had been very well received with feedback about great networking opportunities.
2. Enquired about Chartered status? Terry Scuoler explained that as finances had not been strong enough previously to support this application, the Institute would look at this again possibly in 2020.

Daniel Nthei MIEx enquired about UK Customs Brokerage. In the US there is a customs brokerage exam but there does not appear to be one in the UK. Is this something that HMRC would do or could the Institute do one as a module or qualification. Linda Middleton-Jones will look into this and liaise with Daniel. He then also expressed his thanks to the Institute for launching the UK Customs Academy.

David Macmillan commented that the logistics industry is similarly unregulated and needs structure.

Sandy Gullis stated that he feels November is the wrong time of year for the AGM to be taking place as it is several months after the end of the last financial year. The figures are so out of date by this time and enquired as to whether it could be moved to April. He also commented that if there are any issues, members would not know about them until eleven months later. Terry Scuoler responded that accounts will be looking to move the AGM to the end of the second quarter in 2020.

Sandy also enquired about gender balance on the board. Terry Scuoler advised that there are two new ladies joining the Trustees Board and this will also be looked at for the President's Committee.

Adriaan Vickery discussed that as there are over 2000 members, why do so few attend and vote at the AGM and the Institute should look into engagement and participation of the members.

Terry Scuoler felt that the numbers are quite good compared to other AGMs that he has attended. He confirmed that the membership survey had gone out and after the results are released at the end of December, this can be used for objective setting and increasing engagement.

Graham Card addressed the meeting stating he has always stayed committed to the Institute since first studying in 1973. He thanked the IOE for giving members a forum and also welcomed Marco as the new DG.

The President thanked all for their attendance and a lively discussion and the meeting concluded at 12.15