

## SOE Changes (as at 27 Apr 22)

### FAQs

**Why now?** In a post-pandemic environment, and with early signs of organisational strain, the Society is modernising its Board (including the way our Trustee Directors are placed on the board to deliver specific roles and to represent our individual Professional Sectors) and is updating our Mem & Arts. We are not restructuring the SOE as a whole.

**What is the key benefit of the change?** The Board's new structure frees up the PSC Chairs from any legal entity responsibility to focus on the day to day elements of their respective PSCs inc the membership experience and allows each Sector representative on the Board, with the other Trustee Directors, to focus on the strategic health of the SOE.

**Why do we have to update the Mem & Arts?** The 2017 EngC License review noted that our Mem & Arts be brought in line with best practice. The update achieves this and allows us to respond to future regulation, societal and technology change in a more agile way. The fine detail of how we run the SOE will be in the supporting governance manual.

**Do these changes affect our Charity status?** No, not at all. The changes remain internal to the SOE although we are providing updates to (among others) the Engineering Council, the Society for the Environment, the Royal Academy, the Charity Commission and of course our members.

**Do these changes have a legal foundation?** Yes, all changes (both structural and workforce) have been developed in liaison with Mills & Reeve LLP and Constantine Law Ltd respectively. Both organisations have extensive experience in the Charity and Membership organisation sectors. They will remain engaged until the structural change is complete.

**Why has the CEO role disappeared?** The traditional leadership role delivered by the CEO is redundant as the Trustee Board now constitutes a Leadership team headed up by the President. Retaining the CEO role would duplicate this leadership function. The COO role is retained in order to cohere the Head Office function and lead Head Office day by day.

**How will the SOE Board be structured?** All members of the Board will be registered directors and will meet the required key skills and experience standard. All Lead directors will be elected by members. PSC-facing co-opted directors will be placed by PSCs. There will also be a small number of directors co-opted with a specific focus e.g. diversity & inclusion.

**When will the Board structure come into being?** The interim structure is in place now. In line with current best practice and legal guidance, we will update and shorten the Mem & Arts. This includes placing much of the detail on how the Society is governed, that has crept into the Mem & Arts over the last 15 years, into the Governance manual.

**Will the Head Office structure change?** With the Board voting to remove the CEO role, there are no further planned changes to Head Office roles. A review of Head Office job specs will ensure we are a collegiate output-orientated organisation. The wider Head Office Group will include an Engineering Advisor, IRTE Services and the M&PS function.

**Will the Head Office team see a difference?** Yes. All staff members will have a direct link to one of the Trustee Directors so that they are kept up to date with Board activities (by function), a senior Trustee providing a level of HR overwatch, and a flatter connection to the COO to improve communication, integration and delivery.