

RINA

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THE ROYAL INSTITUTION OF NAVAL ARCHITECTS

Chief Executive: Trevor Blakeley CEng FRINA FIMarEST FIMechE



Sec/Board19Apr2017

28 Apr 2017

The Chairman and members of the Board of Trustees

Dear Trustees,

BOARD OF TRUSTEES MEETING – 19 Apr 2017

The draft minutes of the Board meeting held on 19Apr 2017 are enclosed.

Yours sincerely

A handwritten signature in black ink, appearing to read 'T Blakeley'.

Trevor Blakeley
Chief Executive

Enclosures:

1. Minutes of Board meeting held on 19 Apr 2017
2. Risk Register (Rev Apr 2017)

THE ROYAL INSTITUTION OF NAVAL ARCHITECTS

Minutes of Board of Trustees meeting held on 19 Apr 2017

Present: T Boardley (Chairman)
J Frier (Treasurer)
J De Rose
H F Spencer
A Pattison
P Wrobel
N Pattison (Tele-link)
T Blakeley (Chief Executive)

MINUTES OF MEETING 8 Feb 2017

1. The minutes were approved as a true record of the meeting

ACTIONS ARISING

2. Action 03/2016: Chief Executive to implement policy of free papers for members.
Complete
3. Action 04/2016: Chief Executive to request that Divisions carry out a self audit of their Constitution against the Board's TORs.
Complete
4. Action 01/2017: The Chief Executive to forward the Annexes to the Policy & Procedure Manual.
Complete

FINANCE

Departmental Report

5. The February 2017 Departmental Report was noted.

Cashflow and Investments

6. The Chief Executive reported that cash held in the bank at 18 Apr 2017 was £790K and the value of investments at 18 Apr 2017 was £4.15M.

Audit Findings Report

7. The Audit Findings Report was noted.

REVIEW OF INVESTMENT POLICY AND PERFORMANCE

8. The Chief Executive's proposal to commission an independent review of investment performance was agreed.

Post meeting note: Independent Investment Review Ltd has been commissioned to carry out the review, expected to report early Jun.

RISK REGISTER

9. The Risk Register was reviewed and amended to (a) delete reference to Trustee with H&S Responsibility and (b) to change review of Business Contingency Plan from routinely to annually, the next review to be in Oct 2017.

INTERNAL AUDIT

Frequency of Internal Audits

10. It was agreed that the Internal Audit would be carried out over a cycle of three years, auditing Governance in Year 1, Finance in Year 2 and Administration in Year 3 of the cycle. The Chief Executive was actioned to arrange a mutually convenient date in July 2017 for the appointed three auditors (Treasurer, F Spencer and J De Rose).

Self Assessment

11. It was agreed that the Board would carry out an Annual Self Assessment, using the Charity Commission Guidance, and that the results would be made available to the auditors.

STRATEGIC PLAN

12. Following discussion, the Chief Executive was actioned to provide a global analysis of the membership, for consideration at the next meeting.

COUNCIL MATTERS

13. The Chairman stated that he had no Council matters to report.

CHIEF EXECUTIVE'S REPORT

14. The Chief Executive presented his Report (Enclosed).

15. The proposal to install video conferencing facilities in the Willian Froude and Scott Russell Rooms was agreed.

DATE OF NEXT MEETING

16. The next Board meeting will be held at 11:00 on 20 Jun 2017, followed by the annual Benevolent Fund meeting.

ACTIONS ARISING/OUTSTANDING

17. Action 02/2017 (Para 10): The Chief Executive to arrange date of Internal Audit

18. Action 03/2017 (Para12): Chief Executive to provide a global analysis of the membership

Enclosures:

1. Chief Executive's Report
2. Risk Register

BOARD OF TRUSTEES' MEETING – 19 APR 2017

CHIEF EXECUTIVE'S REPORT

This report covers the period 7 Feb 2017 – 17 Apr 2017

HEADQUARTERS

Following the significant increase in excess (to £25K) at the first renewal of insurance following the recent flooding in the lower ground floor, alternative cover has been obtained at a significantly lower excess (£2K). This has been obtained through new Brokers.

Following a leak in one of the toilets, it was revealed that (a) isolating valves on the cold water system were of the wrong kind; (b) isolating valves for each floor could not be located; (c) What was expected to be the master internal isolating valve to the whole building was not. Work has been completed to fit the correct type of valves, label all valves and produce a system diagram of the cold water system and post operating instructions.

Work to implement the recommendations (non safety related) from the recent routine maintenance inspection of the list have been commissioned.

The statutory Portable Appliance Testing has been completed.

Following another blockage of the main soil pipe requiring specialist cleaning, I have commissioned a report of feasibility and cost of changes to the pipework.

STAFF

Richard Halfhide has been appointed as the Editor of *The Naval Architect*.

Following a review of the net advertising income from *Shiprepair & Maintenance*, it has been decided not to fill the position of Advertisement Manager. Advertising sales for that journal will be undertaken by other members of the Advertising Department. This arrangement will be reviewed in 12 months.

IT

Incorporation of Events and Products modules into the Tribe data management system has been delayed, following the decision by Microsoft to discontinue selling and supporting licences for the current Content Management System platform on which Tribe is built, and introduce a new CMS platform. As a consequence TSG have decided to concentrate its development effort on the extensive engineering required to make Tribe compatible with the new system (so they can continue to market Tribe), rather than complete the necessary work required to incorporate the Events and Products modules. Events and Products (ie publications) continue to be managed using the predecessor system to Tribe, but further delay increases the potential for migration problems the longer the overlap of data continues.

The switch from telephone calls over land based ISDN lines to calls over the Internet (VOIP), providing a saving on rental and particularly telephone call costs, has been completed. The savings will be monitored over the next 12 months.

Estimates have been received to install video conferencing facilities in the Scott Russell and Froude Rooms.

DIARY

I have represented the Institution at the following events since the last Report (in London unless otherwise stated)

Feb

- 6: Chamber of Shipping Dinner
- 10: Small Craft Surveyors Forum (Petersfield)
- 18- Singapore – Australia (see separate Visits Report)
- 7 Mar

Mar

- 15: ABS Reception
- 22. Southern Joint Branch Technical meeting (Portsmouth)
- 29 London Arbitrators' Association Annual Dinner

Apr

- 4: Ocean Business (Southampton)
- 11-13 CEMT Council meeting (Belgrade)

Enclosure:

Visits Report

VISITS REPORT

Singapore

Whilst in Singapore, I viewed and confirmed the arrangements for the ICCAS 2017 Conference.

Perth

I attended the Australian Oil & Gas Show in Perth, where I chaired the conference *Fixed and Floating Structures*, organized by the Institution. The conference was successful, with eight good papers presented during the day, attended by 60+ delegates. The Institution had a stand at the AOG Show, which was significantly reduced in size and attendance from the previous year, reflecting the state of the sector.

I also attended an Australian Division Council meeting, and the Division's 2017 AGM, both held in Perth, where I gave an update on Institution activities, changes to the website and review of technical committees structure.

Melbourne (en route to Tasmania)

Whilst in Melbourne, I met with the Vice President of the Division to discuss increasing awareness of the equivalence of registering as CEng (through RINA) with CPEng (through Engineers Australia)

Tasmania

I gave a presentation on the role and activities of the Institution to first year students at the Australian Maritime College in Launceston. I later met with 2-4 Year students and post graduate students over lunch (barbecue!) when I presented the annual Rat Trap Boat Race Award (a first year dynamics assignment in which students have to use a Rat Trap to power a floating vessel across the model test basin). I later visited companies in Hobart.

Sydney

I attended a Technical Meeting of the NSW Section, prior to which I gave a presentation on the Routes to Chartered Membership. Following the Technical Meeting, I met with members of the NSW Section Committee at dinner.

I later gave a presentation to students at the University of New South Wales on the role and activities of the Institution, and benefits of membership. Unfortunately, despite receiving support for the course from industry and the Institution, the decision has been taken for financial reasons to stop naval architecture teaching at UNSW.

ROYAL INSTITUTION OF NAVAL ARCHITECTS

RISK REGISTER (Rev Apr 2017)

	Risk Category		Risk	Prob. 1-5	Impact 1-5	Rating		Controls
1	Governance	1.1	That effective governance of the Institution will be prejudiced by a lack of knowledge and understanding by individual Trustees of their responsibilities as a Trustee	2	3	6	1.1.1	All Trustees have access to Charity Commission guidance on the roles and responsibilities of Trustees;
							1.1.2	All new Trustees receive an initial briefing on the role and operation of the Board of Trustees from the Chief Executive on appointment.
							1.1.3	Terms of Reference for the Board of Trustees and individual Trustees are published and routinely reviewed.
							1.1.4	All new Trustees are provided with copies of CC Guidance CC3, CC8, CC10, CC26 and RS11
							1,1,5	Trustees attend external training courses covering the administrative and financial aspects of Trustees' responsibilities, as available.
		1.2	That effective governance of the Institution will be prejudiced by a lack or imbalance of the necessary collective skills and knowledge of the Board of Trustees	2	2	4	1.2.1	The skills and experience of individual Trustees are identified and routinely reviewed .
							1.2.2	Non members of Council may be appointed as Trustees to provide the necessary skills, knowledge and experience
		1.3	That effective governance of the Institution will be prejudiced by a conflict of interests by individual Trustees.	2	2	4	1.3.1	All Trustees are required to make an annual report of interests
2	Financial	2.1	That Inadequate management of the Institution's finances and assets leads to financial losses.	1	3	3	2.1.1	Financial controls and procedures are published and routinely reviewed
							2,1,2	An Investment and Reserves Policy is published and routinely reviewed.
							2.1.3	An internal Audit of the implementation of financial controls and procedures is routinely carried out.

							2.1.4	A statutory annual Audit is carried out by external Auditors.
							2.1.5	A Management Report by the external Auditors is received annually.
							2.1.6	A Trustee (the Treasurer) is appointed with lead responsibility for financial matters.
							2.1.7	Trustees receive monthly financial activity reports
							2.1.8	Random checks of financial transactions are carried out.
		2.2	There is a risk that external factors will cause the prolonged loss of income from membership, publications and/or conferences, which will adversely affect the Institution’s activities and/or standing.	2	3	6	2.2.1	A Business Contingency Plan is published and reviewed annually.
		2.3	There is a risk that the loss of the Engineering Council licence (to place members on the Registers and accredit courses) would lead to a loss of membership and membership fee income, and adversely affect the standing of the Institution.	2	3	6	2.3.1	An internal Audit of membership and accreditation is carried out by the Professional Affairs Committee.
3	Reputational	3.1	That the Institution's professional reputation and status will be adversely affected by inappropriate actions by standing Committees, Divisions, Branches/Joint Branches, individual members or members of staff.	2	3	6	3.1.1	Standing Committees’ responsibilities and authority are governed by their Terms of Reference.
							3.1.2	Divisions and Branches/Joint Branches are governed in accordance with constitutions which are routinely reviewed.
							3.1.3	Members’ actions are governed by the Institution’s Code of Professional Conduct and enforced by the Institution’s Disciplinary Procedure.
							3.1.4	Actions by members of staff are governed by individual contracts and Terms of Reference for senior staff members.
							3.1.5	The Institution’s policy for contact with the press is published
4	Operational	4.1	There is a risk that the temporary or permanent loss of key staff, the Headquarters building	2	2	4	4.1.1	A Business Contingency Plan is published and reviewed annually.

			and/or facilities will adversely affect the Institution's activities and/or financial standing.					
		4.2	There is a risk that a failure to implement to Health & Safety legislation will result in injury/loss of life with subsequent damage to the Institution's reputation and finances.	2	4	8	4.2.1	Health & Safety procedures are documented and routinely reviewed.
							4.2.2	A member of staff is designated as the H&S Officer.
							4.2.3	External safety audits and inspections are routinely commissioned
		4.3	There is a risk that a cyber attack on the server will render data inaccessible, resulting in short to long term disruption to the Institution's business.	2	4	8	4.3.1	A Business Contingency Plan is published and reviewed annually..