



Annual General Meeting – July 2022

Briefing Note

From: John Lloyd

CHANGES TO GOVERNANCE DOCUMENTS

Approval is sought for the recommended changes that are proposed to the Articles of Association and By-laws to. 'Tracked' and 'Clean' versions of both documents are available on The Nautical Institute's website.

These changes have been reviewed by Council and are recommended to you for approval.

1. YOUNGER MEMBERS' COUNCIL

The Younger Members' Council was not previously included in the Articles of Association. The following Articles have been added.

Composition of the Younger Members' Council

19.7 The Younger Members Council will be made up of between 10 and 14 members each aged under 35 years at the time of their appointment and will serve for **two** years and may be re-elected for a period of another **two** years.

Younger Members' Council's Chair and Vice-Chair be ex-officio members of the Council

19.8 The Younger Members Council will have a Chair and Vice-Chair who will be ex-officio Members of Council.

2. DIVERSITY AND INCLUSION

The wording of the governance documents have been updated to reflect The Nautical Institute's present-day working practice of diversity and inclusion.

Examples:

Original wording	Updated wording
he/she	they
his/her	their
Chairman	Chair
Vice-Chairman	Vice-Chair



3. EXECUTIVE BOARD COMPOSITION AND CEO

The role of the CEO within the Executive Board has now been clarified and By-law (23(a)) updated accordingly. This change now brings the Articles of Association and By-laws into alignment.

4. SEAGOING COMPOSITION OF COUNCIL

Amended to show that the requirement of 40% of seagoing members refers to elected Council members only.