

MINUTES OF THE ANNUAL GENERAL MEETING OF THE INSTITUTE OF CHARTERED SHIPBROKERS HELD AT Thomas Miller, 90 Fenchurch St, London EC3M 4ST AND Online

Wednesday 25TH October 2023 11:00 hrs BST

Present

Kevin Shakesheff FICS Glenn Murphy FICS Luis Bernat FICS Robert Hill FICS Mike Robarts FICS Guy Main FICS Lord Jeffrey Mountevans FICS (Hon) Chris Hibbert FICS John Grange FICS Catherine Moodie FICS Farzad Pedram MICS Matthew Cox FICS Vinod Dubey FICS R G Taylor MICS Konstantinos Deligiannis MICS

President Chairman Vice Chairman Director

Online

Susan Oatway FICS Gertrude Ohene-Asienim FICS Bahadir Tonguc FICS Christina Christoforou FICS Kalinga Seneviratne FICS Joseph Richardson FICS Lonrenzo Benussi MICS Swaminathan Iyer FICS Peter Laurijssen FICS Abdul Samura MICS **Krishnan Subramaniam FICS** Theo Coliandris FICS Stefania Toouli FICS Przemyslaw Plesiak MICS Samuel Olarewaju FICS Nilesh Sinha MICS Ali Canani FICS Punit Oza FICS Capt. Subhranil Bera MICS **YK Chan FICS** Graham Cowling FICS Walid Timimi FICS Dany Dsouza FICS **Ravi Shankar FICS Pranay Shukla MICS** Ayoola Ponle FICS Joseph Daniel MICS Narayanan Mahadevan FICS **Vivek Sharma FICS** Peter Machado FICS **Michalis Taliotis FICS** Maxim Timchenko FICS **Ravee Tittei FICS Kumar Nagasubramanian FICS** Nigel D'Souza FICS Jonathan Marks FICS Lalith Witanachchi FICS **Roman Sorochenkov FICS** Mihira Somarathne MICS Nuvara Uslu Erdonmez FICS Alison Millar FICS Karamat Ali FICS Jeffrey Blum FICS **Corrina James MICS** Antony Rajasekaran MICS **Alexandros Vlamis MICS** Suresh Kumar FICS Sercan Kacar MICS **Praveen Joseph MICS** Paul Wardell MICS Natasha Vaugh FICS Chris Ebare FICS Kristijonas Valatka MICS Hendrik Van Welsenes FICS Ted Zaimis FICS

Peter Akpokodje MICS Capt. Konstantinos Pantos MICS Vittorio Lippay MICS Jonathan Challacombe FICS Indika Sigera MICS Alison Shaw-Lloyd FICS Arunajothi Sarukasan FICS Christoforos Evlavis MICS **Catherine Balavouri FICS** Anuj Bhargava MICS **Dimitris Lamprou MICS Dimitrios Verykios FICS** Capt. Farrukh Shahzad FICS Anuradha Sooriyaarachchi FICS Simon Cachia FICS Samson Arigbede MICS Henri Barnouin MICS Jagannath Muthu FICS John Msafari FICS Ishan Pandey MICS Suresh Kumar Mikkilineni FICS Palle Klug FICS Capt. Peter Machado FICS Sumedh Sawant MICS **Dennis Oduro MICS** Sean McCabe FICS **Richard Sayer FICS Moses Mangale MICS** Lasantha Wedige MICS Victoria Garion MICS Suresh Vallu MICS Rafaella Ioannu MICS Saikumar Govinda FICS Kola Olapoju MICS Raj Jha FICS Gina Chatzi MICS Kasun Gunawardena MICS Sotirios Sotiriou MICS Joseph Ongiri FICS **Roppo Fabusuyi MICS** Clodagh O'Reilly FICS Normunds Strods FICS Matthew Cox FICS Gerald E. Etchu MICS Michalis Dalacouras FICS Khamis Kiti FICS Peter Dodd MICS

Julian Hung FICS Yaping Han FICS Sharad Gupta FICS Yi Wang MICS Nirmal Dissanayake MICS Ebrahim Izadi MICS Nick Rich FICS Goscelin Gordon MICS Spiros Livieratos MICS Ana Casaca FICS **Donald Chard FICS** Kapila Malawwe Thanthri FICS Silvester Kututa FICS Son Kumar Singh MICS Anoop Chandran FICS Spiros Nicolas Apostolopoulos FICS Harry Hajimichael FICS Yusuf Khan MICS John Menezes FICS Mary O'Neill MICS **Elaine Yu FICS** Cap.t Ahmad Khan MICS Capt. Michail Malliaros FICS **D.J. Amarasuriya FICS Mufid Lambay MICS Angelos Pitsakis MICS** Ijeoma Achodo MICS Konstantina Pantazopoulou MICS Anthony Mason FICS Abubakar Abdalla MICS Matthew Pavitt MICS Karamat Ali FICS Malcolm Latarche FICS Nikki Sayer FICS Alan Appleyard FICS Capt. Fulvio Carlini FICS **Michael Harrison FICS Michael Vincent FICS** Subhangshu Dutt FICS **Krishna Prasad FICS** Frank Eshun FICS Norman Lopez FICS Abdulrasag Arije FICS Tunji Agbaraojo MICS Shiva Manohar KC FICS John Philips FICS Jacob Okine MICS

Fay Baseki MICS **Obiora Efobi FICS Olaitan Adeboye MICS** Tami Adu FICS **Elijah Ndungu FICS Gonzalo Ravello Barber MICS Richard Brooks FICS** Ama Sam MICS Marc Buchholz FICS John Foord FICS **Gillian Clark FICS** Alexander Varvarenko FICS Tobi Alade MICS **Richmond Nfodwo MICS** Stavros Fokad Kavalierakis FICS Folaranmi Esan MICS

In Attendance:

Maria KubalovaInstitute Finance ManagerDiana Vela-OcampoInstitute Head Office

1. PRESIDENT'S WELCOME

The President welcomed everyone present and everyone who had joined online. He began by thanking the hard work by Head Office in delivering our Education Programmes, supporting branches and their continued efforts to keep finances in good shape. He also congratulated the work undertaken by the committees. Stating that we now look forward to the annual Controlling Council meeting in Athens next month, welcoming the new Controlling Council representatives and thanking those retiring.

The President continued by looking forward to the continuing success of the Institute with the building blocks and foundations that have been put in place.

The President finished by informing the meeting that **The Chairman** would be standing down following his term of 2 years minus 1 month and spoke of the importance of what he had achieved during his term.

2. Apologies for absence received from:

John Good FICS, Ian Skinner FICS, Bill Spence MICS, Capt. A M Cooper FICS, Jesper Sebbelin FICS, A Sharma FICS, John Philip Richardson FICS, Capt. Brian Nibbs FICS, P M Dodd MICS, I L Walker MICS, A D W Humphries FICS, Tony Pegum FICS, A I Dobson FICS, Capt. S Khan Umer FICS, Robert Woods FICS, Robert Merrylees FICS

3. MINUTES OF THE ANNUAL GENERAL MEETINGS, Wednesday 12th October 2022 – *ratify*

There was a request to include the year and amend the date in paragraph 5 to 2022-2023. These were proposed by **Guy Main FICS** and seconded by **The Vice Chairman** and accepted unanimously.

4. TO RECEIVE AND CONSIDER THE STATEMENT OF ACCOUNTS TO 31st MAY 2023

The President asked for comments on the Annual Report and none were received. **The Director** began by stating that everyone should have received the accounts electronically. It was stated that there was a surplus of £318,702, which was ahead of budget and income increased by 12%. Online Academy also increased by 52% which reflected globally. Membership retention was a point of focus on this year were there was a 4% decrease in members. Exams were conducted without any problems, apart from in Ukraine and Russia due to current conflict. A question was asked about Tutorship costs as it was believed it was in decline, which The Director clarified that the Tutorship was not in decline instead revenue increased from the previous year. Branch contributions were also enquired about on page 39. It was also clarified that overseas branches retain 40%.

Report was proposed by Chris Hibbert FICS and seconded by Catherine Moodie FICS.

5. TO CONFIRM THE COMPOSITION OF CONTROLLING COUNCIL 2023/24

The President advised there were still branches awaiting to confirm their Controlling Council representatives.

The question was asked if the proposed list took into consideration those retiring by rotation. It was clarified that some branches did do this, as per the ByeLaws, however, if there is no nominee, then the previous council member can be re-elected. It was confirmed that each branch had confirmed their Council member in writing.

It was also asked that last year there was a requirement for a Code of Conduct and if this was to be done this year. **The President** confirmed that we would continue with the same wording as the previous year. It was also stated, that Controlling Council representative changes need to be announced to Controlling Council and approval given.

The issue of the Code of Conduct was ratified last year, **The Chairman** confirmed that the requirement for the code of conduct to be signed had been removed following a vote by Controlling Council and that members simply acknowledge that they would be provided a Code of Conduct. The requirement to sign a Code of Conduct no longer exists. It was argued that members had voted for a Code of Conduct to be signed.

(Post meeting note: Controlling Council passed a resolution to incorporate the Code of Conduct into the Corporate Governance Handbook so that it would apply to all members and not just Controlling Council.)

The composition of Controlling Council was proposed by **The Vice Chairman** and seconded by **John Grange FICS** and accepted unanimously.

6. TO ELECT AUDITORS

The President advised all that Haysmacintyre had been our auditors for a number for years and asked for a proposer and a seconder to re-elect Haysmacintyre LLP. The auditors were proposed by **Mike Robarts FICS** and Seconded by **Jeffrey MountEvans FICS**.

7. ANY OTHER BUSINESS

The President asked **Chris Hibbert** to present his item. He enquired about the work which Controlling Council members undertake and about their roles. **The Chairman** began by informing everyone that Executive Council now meets monthly, instead of 3-4 times a year. Controlling Council are invited four times a year to participate and to receive committee updates on their work. A Special Controlling Council had also taken place to discuss membership and student fees for example. He stated that there is a steady constant contact with Controlling Council as it is made up from volunteers. He took the moment to encourage all council members to join a committee, adding that they can also attend all committee meetings as observers. He thanked the Controlling Council for their time. It was also announced that **Krishnan Subramaniam** would join Controlling Council as the new **Vice Chairman. Punit Oza** has also been recommended as **Vice President** and will be presented to Controlling Council for approval.

The Chairman gave a final speech, stating that he was ending his term a month early as he believed that the outgoing Chairman should not preside over following meetings as he will not be there to carry through, instead the incoming Chairman should take over. **Luis Bernat** will be the new Chairman with **Krishnan Subramaniam** as Vice Chairman. He added that it had been an honour to serve, with the Institute having turned around with 3 years of growth and more cash than in over a decade. He recognised that everyone was working together for the same purpose. Head Office was thanked for the way they had delivered and were now able to share in the success. All boards and committees were thanked for their contributions and support. He continued by thanking **The Director** for having brought a culture change as well as his great support and regular briefings. He finished by acknowledging that **Luis Bernat** and **The President** will continue with the great work.