**MEMBER MAIL OUT- NOTICE OF AGM**

For the 30th ANNUAL GENERAL MEETING to be held on

Thursday 11th June 2020

By Microsoft Teams Conference Call

Commencing at 10.30am

**TO: ALL MEMBERS**

NOTICE IS HEREBY GIVEN THAT THE **THIRTETH ANNUAL GENERAL MEETING OF THE PIPELINE INDUSTRIES GUILD LIMITED** WILL BE HELD ON **THURSDAY, 11th JUNE 2020** BY MICROSOFT TEAMS CONFERENCE CALL AT **10:30 A.M.**

BY ORDER OF THE BOARD

NORMAN HOWELL

CHIEF EXECUTIVE OFFICER

**NOTE:-**

1. **Members ONLY may attend**
2. **Members are requested to confirm their attendance in advance so a hyperlink to the meeting can be provided**
3. **Mentimeter software will be used in conjunction with Microsoft Teams at the meeting to allowing voting on the resolutions presented. Instructions on the use of Mentimeter will be provided to members who register to attend the AGM**

**MAILOUT CONTENT**

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| **Item** |  |
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| **A** | Agenda and Details of the Agenda of the Annual General Meeting |
|  | AGM Documents and Details enclosed. |
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| **B** | The Pipeline Industries Guild Membership Details |
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| **C** | Membership AGM Voting Eligibility |
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**AGENDA**

For the 30th ANNUAL GENERAL MEETING to be held on

Thursday 11th June 2020

By Zoom Conference Call

Commencing at 10.00am

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| **Item** | **Description** |
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| 1 | To approve the Minutes of the 29th Annual General Meeting of the Pipeline Industries Guild, held on 27th June 2019. |
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| 2 | Presentation by the Chair of the Annual Report of the Board 2019-2020 |
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| 3 | To present and approve the Directors’ Report and Financial Statements for the year ended 31st December 2019 |
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| 4 | Revisions of the Articles of Associations |
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| 5 | Announcement of the Election of the President |
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| 6 | Announcement of the Election of Board Executive Officers |
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| 7 | Announcement of Election of Ordinary Members of the Board |
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| 8 | Announcement of Appointments to the Board |
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| 9 | Board Recommendations for Election by the AGM |
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| 8 | To confirm the Auditors for 2020 – as agreed at the 2019 AGM |
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| 9 | To confirm the Auditors’ remuneration for 2020 – as set by the Board at the 2019 AGM |
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| 10 | Advise the AGM of recipients of the Award of Honorary Life Membership 2019 to 2020 |
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| 11 | Any other business that may be discussed at an Annual General Meeting subject to being received at the Guild’s offices in writing before the 28th May 2020. |
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**DETAILS OF AGENDA**

Item 1 To approve the Minutes of the 29th Annual General Meeting of the Pipeline Industries Guild, 27th June 2019

Item 2 Presentation by the Chairman of his Annual Report of the Board – sent with the AGM mailout

Item 3 Summary of Financial Statements sent with AGM mailout, full accounts on the Guild website or electronic version available on request

Item 4 Amendments to the Articles of Association of the Pipeline Industries Guild

Item 5 Announcement of the Election of the President John Murphy

Item 6 Announcement of Elected Board Officers

Chair J Wilson

Deputy Chair 1 D Jefferson

Deputy Chair 2 K Lazenby

Item 7 Announcement of the Election of Ordinary Members of the Board

Panel Chairs (elected by their Panels)

a) Offshore A Ball

b) Onshore S Greenwood

c) Utilities R Weeks

d) Intakes, Outfalls & Landfalls D Watson

e) International S Rolfe-Dickenson

f) Communications P Clisham

g} Professional Development Network A Voss

Branch Chairs (elected by their Branches)

d) Eastern D Chadwick (Interim)

e) Ireland M Regan (Interim)

f) Midlands R Bridge

g) Northern J Hilton

h) Northern Ireland J Strain

i) Scotland J Richardson

j) South East G Szypulska

k) Wales & Western B Windsor

Item 8 Announcement of Appointments to the Board

Immediate Past Chair A Wynne Hughes

Chief Operating Officer N Howell

Finance Director N Anderson

Item 9 Board Recommendations for Election by the AGM

Independent Director

(with Governance Oversight) B Hayward

International Panel Chair S Rolfe-Dickinson

Professional Development Network

Panel Chair A Voss

Individual Members of the Board J Harrison

M Rowlatt

R Murray

Item 10 To Appoint Auditors for 2020

Nomination by the Board:- Hartley Fowler

Item 11 To Authorise the Guild Board to set the remuneration for the Guild auditors

Item 12 Announcement of Honorary Life Membership: P Clisham

J Murphy

M Sheedy

Item 13 Any other business that may be discussed at an Annual General Meeting subject to being received at the Guild’s offices in writing before the 29th May 2020

**AGM AGENDA ITEM 1: MINUTES OF THE TWENTY-NINTH ANNUAL GENERAL MEETING**

**The PIPELINE INDUSTRIES GUILD**

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| **Minutes of the Twenty-Ninth Annual General Meeting**  Of The Pipeline Industries Guild Limited  Held on Thursday 27th June 2019 at  The Hilton Manchester Deansgate, 303 Deansgate, Manchester, M3 4LQ  Meeting commenced at: 11:00 a.m.  Present: 30 members  In the Chair: Mr S Fraser, President, Pipeline Industries Guild  Mr Steven Fraser The President, after welcoming members to the Twenty-Ninth Annual General Meeting called upon the National Chair Robert Murray to confirm that the Notice convening the meeting had been dispatched to all subscribing members of the Guild as required by the Memorandum and Articles of Association and Regulations of the Pipeline Industries Guild. This was confirmed. Mr Murray advised that five members had tendered their apologies for absence: Norman Howell, David Watson, Jeremy Alhadeff, Barry Hayward and Peter Atkins of Hartley Fowler.  **1. To approve the minutes of the TWENTY EIGHTH Annual General Meeting of The Pipeline Industries Guild Limited held on 28th June 2018.**  The minutes of the Twenty-Eighth Annual General Meeting, had been circulated to all members prior to the meeting and printed copies were available for each attendee of the AGM. Approval was proposed from the floor by Mr Jason Wilson, seconded by Mr Philip Clisham, and unanimously agreed as a correct record of the twenty-eighth AGM of the Pipeline Industries Guild and signed by Mr Steven Fraser, President of the Guild.    **2. Presentation by the Chair of the Annual Report of the Board**  Mr Robert Murray thanked the President for chairing the AGM and presented the Chair’s Annual Report of the Board to the AGM.  My year as the National Chair of the Guild has been the one of the most rewarding of my career in Energy and Utilities.  It has been challenging at times with the changes at HQ but we have pulled together as a team and the Guild is good health.  What was my year as Chair of the Guild all about? It was quite simple …………. It was all about Service!!!! Service to the Pipelines and Utilities Industries. An industry that has given me everything. It has educated me and trained me, from the Shovel to the Board Room. I was a sponsored Student twice, for a first degree and then a masters. It is now my honour and privilege to serve the Pipeline Industries Guild and to be able to give something back to people and this great institution of our Industry.  We had one of the most successful National Dinners for many years.  Service is the reason why I chose the Royal British Legion as my Charity for the year, because they serve and care for our Armed Forces through thick and thin ensuring their unique contribution is never forgotten!!!  Service was the reason that I chose Simon Weston for my after-dinner speaker. Simon gave everything to his Country in the Falkland Islands War. He continues to give everything to the people of our wonderful Country through his inspired behaviours and beliefs in overcoming the aftermath of his War.  Our Industry is about Safety, Innovation, Mechanisation, Robotics, Digitisation and leaving the world a better place for future generations. I truly believe that without Utilities we could not have Civilisation as we know it. All of that is true, but what this great Industry is really all about is People!!!  I was blessed with having a great President in Steve Fraser, the Chief Operating Officer at United Utilities and soon to be the CEO at Cadent. Steve always found time for me and the Guild wherever and whenever we need.  I had an Executive Committee that must be the envy of other organisations and the support of Deputy Chairmen Adam Wynne Hughes and Jason Wilson. Their drive and commitment to the Guild is exemplar. The Executive Team are fully on board with the Professional Development Network. The PDN is the future of the Guild.  I would like to thank the Staff of the Guild for all their support and help in making my year a success and a rewarding and enjoyable experience.  So I leave the role of National Chair with the Guild in good health and the future looking brighter than it has for a number of years.  I have a 15 month old Grandson Cameron. It is my dearest wish that one day he will be the Chair of Pipeline Industries Guild and have as wonderful career as I have had. My best wishes are to the incoming National Chair Adam Wynne Hughes.  Mr Murray concluded by personally thanking the President, the Guild and Staff as he said he was leaving the Chair with the Guild in a better state than he had found it in and that was all her could ask for.  **3. To present and approve the Report and Audited Statement of Accounts for the year ended 31st December 2018.**  Mr Fraser invited Mr Michael Stratton on behalf of the Audit Chair, Mr Barry Hayward to present the accounts. Mr Hayward had submitted a script, which Mr Stratton read out:  Copies of the detailed summary accounts have been circulated to all members, the confirmed attendance and copies of the accounts are available at the door.  The Audited Accounts for 2018 had had no qualifications from Hartley Fowler.  The year has a deficit in line with the prior year, however the operating deficit has been halved reflective of the ongoing Board operating model and subscription method changes in the year.  The operating costs remain steady and the major difference has been the unrealised loss on our equities, which was to be expected due to the general performance of the stock market since the Brexit announcement. This is expected to return to normal over the next three-five years.  Hartley Fowler and the Audit Group discussed in detail our cashflow controls, levelling subscription numbers, The Board plan for new member acquisition and the need to increase income from chargeable events.  When all items were considered Hartley Fowler have placed no material notes in the management letter and the accounts remain unqualified.  This has been another successful audit year. I would like to thank HQ for their efforts.  The Guild’s challenges and focus remains; retention of members; increasing member benefit and chargeable event income all of which has seen improvements in the last six months following the Board’s agreed action plan.  Mr Fraser asked if anybody present had any queries related to the accounts and no questions were raised.  Mr Stratton formally proposed approval of the Financial Statements for the year ended 31st December 2018. This was proposed by Mr Daniel Jefferson and seconded by Mr Philip Clisham with Mr Steve Fraser asking for a show of hands for and against approving the accounts. All unanimously agreed to accept the Financial Statements for the year ended 31st December 2018.  **4. Announcement of the Board Confirmation of President – Steve Fraser**  Mr Steve Fraser confirmed his position as President of the Pipeline Industries Guild for his second and final year.  **5. Election of the Board and Officers**  **a) Election of Chair**    Mr Fraser advised that he was very happy to announce that the Board had nominated Mr Adam Wynne Hughes for the position of Guild Chair.  Adam first attended a PIG event in 1990 and since then he has actively supported the Guild at events across the UK. He has served on the International Committee and served for two years as an elected individual member of the Board before being elected to join the Guild’s Executive Committee. Adam is employed by Stanley Oil & Gas, where he is President of two global pipeline service providers; CRC Evans Offshore for Welding and PIH for Coating. He is also President of two regional Inspection and heat treatment companies based in Middle East and South Africa. Adam has served consecutively on the Board of IPLOCA for the last 12 years. He was President of IPLOCA in 2009/10 and has held various roles within that organisation.  The nomination for Chair was unopposed, Mr Wynne Hughes was declared elected as Chair for the 2019-2020 session.  Mr Wynne Hughes signed the ‘Signature Book’. Mr Fraser signed the ‘Signature Book’. Mr Wynne Hughes was invested with the Chair’s regalia by Mr Murray.  Mr Wynne Hughes presented Mr Murray with his Guild Past Chair’s medal and tie.  Mr Wynne Hughes addressed the room saying that the position of Guild Chair is a great opportunity to reflect on where the Guild should go and that a focus group looking at the vision for 2025 is being launched. He continued that he had been delighted with his year as 1st Deputy Chair and that the Guild staff had made it easy with the way they had worked together to move forward positively. He concluded by saying he is looking forward to having a legacy to hand over to Jason Wilson when he takes the Chair next year.  **b) Election of 1st Deputy Chair**  The Board has nominated for the position of 1st Deputy Chair: - Mr Jason Wilson.  Jason Wilson currently works as a Programme Manager for Severn Trent Water and is responsible for a large programme of water infrastructure trunk main and mains renewal projects within the Severn Trent Region.    Jason has been a member of the Guild attending PIG events since 2012 and has been contributing to Guild Activities ever since. Over the last 5 years he has been an active member of the Midlands Branch committee and served as Midlands Branch Chair last year.    Jason has a strong interest in nurturing and developing new talent as he recognises it is essential to the future of our industry. He aims to maintain a diverse culture within the guild, aiding career development of the next generation and broadening experience by supporting and coaching in Guild roles and interacting with members. He also intends to ensure plentiful networking opportunities are provided to support members, branch sustainability and the Guild brand.  The nomination was unopposed, Mr Wilson was declared elected as 1st Deputy Chair for the 2019-2020 session  **c) Election of 2nd Deputy Chair**  In accordance with the required selection/election process, as defined by the Articles of Association and Regulations, the Board has nominated for the position of 2nd Deputy Chair:- Mr Daniel Jefferson.  Mr Fraser said that he had been very happy to have Mr Jefferson as Northern Branch Chair for the past year and the committee’s programme of networking and social events had been fantastic.  Daniel Jefferson is a civil engineer, managing and supporting solution design and delivery across an array of clients in both the water and gas industries and has worked predominately within the water industry on a variety of both water and waste water projects. Daniel began his role with JN Bentley in 2018, where he is required to lead, test and develop different aspects of engineering associated with the safe, effective, efficient design and delivery of the company’s projects.  In 2013 Daniel was first introduced to the Midland Branch of the Pipeline Industries Guild committee by Jason Wilson. In 2016, following a move to Yorkshire Water, Daniel joined our Northern Branch. Since then he has been actively involved including the organisation of both technical and social events on a regular basis. In 2018 he was nominated as Northern Branch Chair for 2018/19 where with the support of the committee they had a truly successful year and some fantastic individual achievements. This year the Northern Branch has gone from strength to strength and will establish a new PDN Northern Branch committee in the coming months.  During 2018 he has become more aware of the importance of the Guild to industry and while serving as a Board Member has witnessed the challenges the Guild currently faces and those which are on the horizon.  The nomination was unopposed. Mr Jefferson was declared elected as 2nd Deputy Chair for the 2019-2020 session.  **6. Announcement of the Election of Ordinary Members of the Board**  Mr Fraser announced the Board had nominated the following to the Board:  Panel Chairmen:  At the Panel Meetings the following have been elected and will duly serve on the Board for the 2019-2020 session:-  a) Offshore Vacant  b) Onshore Sean Greenwood  c) Utilities Richard Weeks  d) Intakes, Outfalls & Landfalls David Watson  Branch Chairmen:  At the Branch Annual General Meetings the following have been elected and will duly serve on the Board for the 2019-2020 session:-  Branch Chairmen  d) Eastern Vacant - Gary Dwyer in caretaker role  e) Ireland Marian Regan  f) Midlands Kate Lazenby  g) Northern Colin Kelly  h) Northern Ireland Jonathan Strain  i) Scotland Philip Clisham  j) South East James Foster  k) Wales & Western Laura Mann  Election of the Branch and Panel Chairmen were unanimously accepted by the AGM.  **7. Announcement of Board Appointments**  Mr Fraser announced to the AGM that in accordance with the Articles of Association and Regulations of the Guild, that the Board have appointed the following to serve on the Board: -  PCF Chair Robert Murray  The AGM unanimously ratified the appointment of Mr Murray to serve on the Board for the 2019 - 2020 session as Chair of the PCF.  **8. Board Recommendations for Election by the AGM**  Mr Fraser announced the Board recommendations for election by the AGM for the 2019-2020 session:  Audit Group Chair Barry Hayward  Finance Committee Chair Norman Howell  International Panel Chair Sandra Rolfe-Dickinson  Professional Development Network Panel Chair Ashley Voss  Individual Members of the Board Jeremy Alhadeff  James Harrison  Matthew Rowlatt  These nominations by the Board are unopposed.  Approval for the nominations was proposed by Mr Adam Wynne Hughes. Seconded by Mr Andrew Ball.  The nominations were unanimously approved by the AGM.  **9. Appointment of Auditors for 2019**  Mr Fraser requested that Mr Stratton introduce the item on appointment of auditors on behalf of Mr Hayward and Audit Group.  Mr Stratton read the prepared statement from Mr Hayward. A full retender process was undertaken by the Audit Group during the year and Hartley Fowler were successful. Hartley Flower’s bid was superior in both technical support and cost and has a beneficial three-year price fix.  This was proposed by Mr Stratton and seconded by Mr Wynne Hughes with all unanimously in favour.  **10. To Authorise the Board to set the Auditors’ remuneration for 2019**  Mr Fraser requested that Mr Stratton introduce this item again on behalf of Mr Hayward and the Audit Group.  Mr Stratton informed the AGM that there is a requirement to authorise the Board to set the Auditors’ remuneration for 2019. Hartley Fowler have agreed a fee structure for the production of the Guild Directors’ Report and the Financial Statements for the year ended 31st December 2019 and preparation of the Guild’s Corporation Tax for the same period. Hartley Fowler have agreed a fixed fee structure for the preparation of Guild financial reports for the financial years 2019, 2020 and 2021. This has been reviewed in detail as part of the tender process by the Audit Group, and pre-approved by the Board pending ratification at this AGM.  Mr Stratton formally proposed to set the fees for the Financial Years 2019, 2020 and 2021 at £4,835, with confirmation at each relevant AGM.  This was seconded by Mr Clisham and approved unanimously.  Mr Fraser added that it was good to have the fees set and fixed for the three years and wished to pass on his thanks to the Audit Group.  **11. Honorary Life Memberships Ratification – Dr Cheryl Burgess**  The Board is pleased to announce the award of Honorary Life Membership has been made to Dr Cheryl Burgess, former Director General of the Pipeline Industries Guild in recognition of her services and contributions to the Guild.  The ratification of the award was proposed by Mr Murray and the AGM was requested to ratify the award with a show of hands.  The award of Honorary Life Membership was unanimously approved.  **12. Any other business that may be discussed at an Annual General Meeting subject to being received at the Guild’s offices in writing before 13th June 2019.**  Mr Fraser confirmed there had been no requests or notification of additional items of AOB which had been received for discussion or approval.  Mr Fraser asked the AGM if there were any items of other business for the AGM.  Mr James Foster asked about the use of data and a push in the industry to collect and use data. He asked if it would be wise to create a Panel to look at this. Mr Fraser and Mr Wynne Hughes said that they would look at this at the next Board with Mr Fraser saying it is important to treat data with care to ensure the Guild is not in breach of current legislation.  The President, Mr Steve Fraser, announced that the Awards Lunch would be served following the AGM with a pre lunch drinks reception starting in the Deansgate Foyer at 12.00pm and the lunch following at 12.30pm.  Mr Fraser announced the following upcoming events that are on the Guild website events calendar:  2nd July, Buried pipe design vs performance: where we have it right and where we don’t  4th July, Visit to Isle of Grain LNG Terminal  10th July, Tour of Diamond Avenue Reservoir  18th July, South East Branch Luncheon, London  22nd July, Breakfast Meeting – ‘Apprentice to Director’ – Martin Alderson from NGN  11th September, Midlands Branch Lunch and Prestige Lecture, Southam  1st November, Northern Branch Dinner, Manchester  5th December, Wales & West Branch Dinner, Bath  10th March 2020, 63rd Annual Dinner, London  7th May 2020, Annual Guild Conference, Coventry  Mr Fraser advised that anyone interested in speaking, sponsoring or attending upcoming Guild events can speak to Cheryl, Kate, Kathryn or Paul following the AGM or contact Guild HQ by phone or email: events@pipeguild.com for information.  Mr Fraser thanked the Guild staff on behalf of all Guild Chairs and members for their work during what had been a turbulent year and also thanked all of the Chairs in advance for the year ahead.  The President thanked those present for attending the AGM and closed the meeting at 11:25am |

Signed …………………………………… Date ……

**AGM AGENDA ITEM 2: THE ANNUAL REPORT OF THE BOARD 2019-2020**



**The PIPELINE INDUSTRIES GUILD**

**Report of the Outgoing National Chairman**

**Adam Wynne Hughes**

**For the**

**Thirtieth Annual General Meeting**

(AGM to be held at 10.30 am on Thursday 11th June 2020 via Microsoft Teams Conference Call)

**Presentation by the Chair of the Annual Report of the Board**

I would like to thank the President for chairing the AGM and I am delighted to present the Chair’s Annual Report of the Board to this AGM. The COVID-19 situation has meant that this AGM is being held remotely, making use of technology and proxy voting. I am delighted that the Guild has adapted so quickly to allow this AGM to go ahead and for our succession to continue.

It has certainly been an honour to serve as your Chairman this year. I’d like to convey my thanks to you all for the support you have given me and the Guild.

The Guild continues to offer great Networking and educational opportunities to everyone in our Industry and as Chair I wanted to update you on the continuation of the good work of my predecessors.

After many years of financial distress I am delighted that the Guild is once again back in the black on operational terms and that with the support of the Finance and Investment Committees we are sitting with healthy of reserves and hopeful that we will maintain our solid financial base.

In March we held a very successful Guild Dinner and that combined with our positive full year results of 2019 has allowed us the capacity to enter this COVID-19 situation strongly and continue fully with all staff working remotely on the important schemes in support of the Guild. I am delighted with the Webinars and social programme launched during this time.

Part of our recent success is the effectiveness on a revitalised administration team at HQ along with the support of members and sponsors:

* 46 New Members in 2019
* 10 New members so far for 2020
* Over 50 events for 2019 including new to the Guild programme, Webinars,
* Around 3,500 people attending our Guild events this year attracting great Industry Keynote speakers, many of whom are with us tonight: Thank you.
* Increased participation from our PDN
* New Website launched and a much improved presence through our social media and adding YouTube
* We have raised over £42,000 for charities from our events
* Best number of attendees in 10 years registered for this year’s Guild Dinner 750+, Coronavirus had an effect in the last few days but thank you to the 650 who attended.

Turning to the Guild’s administration we have improved offices in Banbury and thank you to our fabulous meeting room sponsor Westwood Pipelines. Please feel free to contact HQ if you wish to visit and use the facilities.

HQ also has a new member of staff to the Guild, a great addition Rebecca McAdam. Amongst many tasks she is supporting Membership, which as I mentioned is increasing. Thanks go to Kate & Kathryn and Paul for their continued hard work at HQ

I know many of you interact with the staff already but please visit the website or call the staff as needed, to ensure you get the best out of the Guild. All this Guild administration is led by Norman Howell, CEO of the Guild, who is also leading the Guilds 2025 strategy development and I are looking forward to the continued involvement of all our stakeholders and to updates during the year.

So, in Conclusion:

* The Guild now has a robust Administration Team
* Solid Financial Basis
* Increasing Membership
* A continuing Developing Professional Network. Who are the future of the Pipeline Industry
* A large number of events to allow members to engage and network.
* Use the new Website and please provide feedback to Guild HQ.

That just leaves me to say that I hope all members have enjoyed the events organised by the Guild whether Branch or National, gaining value from your membership along with meeting old friends and new.

On a personal note thank you to the Guild’s Board of Directors for supporting me, and to their employers in allowing them to support the Guild. Thank you to my two deputies Jason Wilson and Dan Jefferson whose assistance along with the support of the PCF and our President Steve Fraser have enabled the Guild to drive further forward.

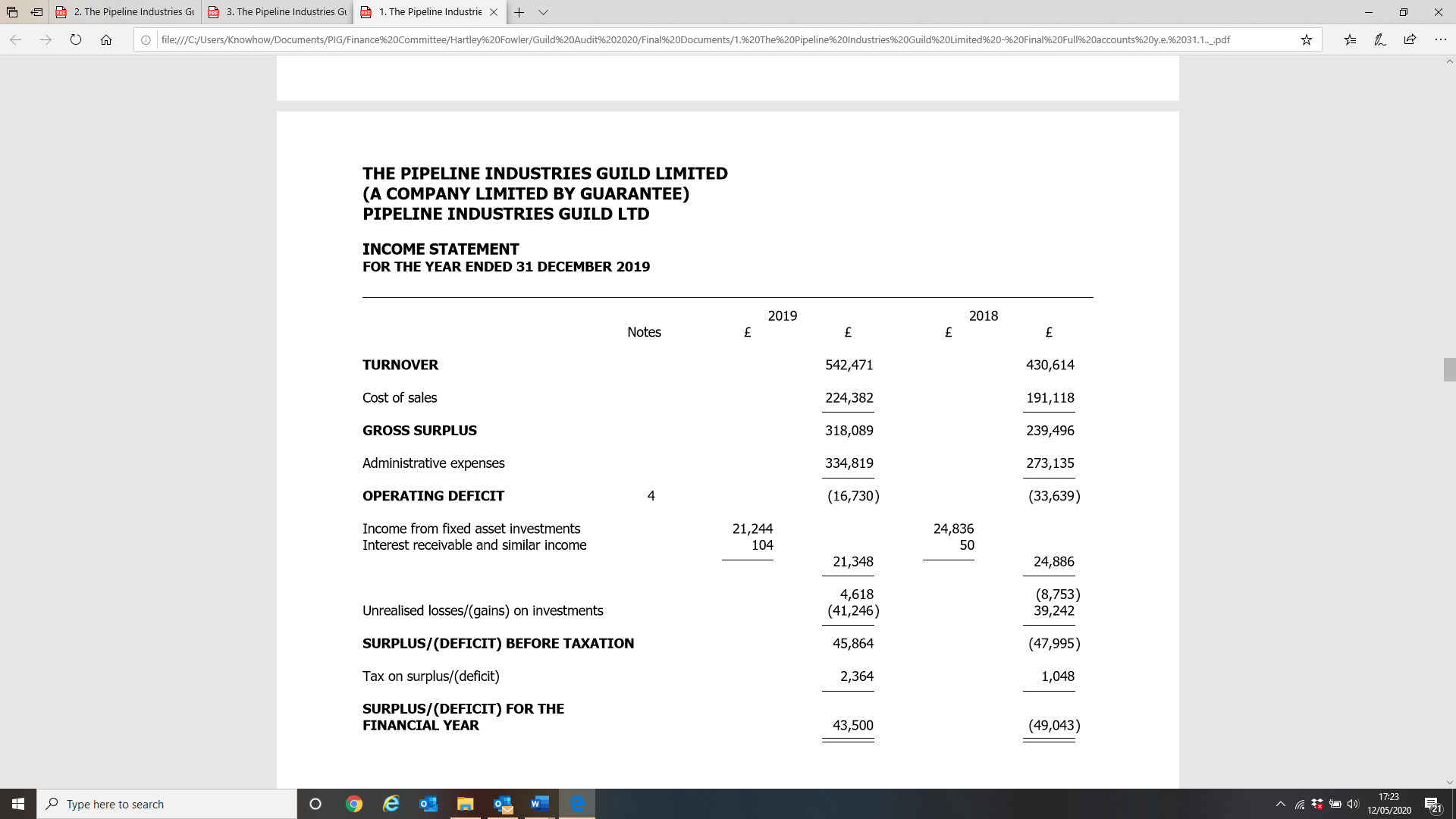
Thank you to my employer Pipeline Induction Heat and the wider Stanley Oil & Gas team for allowing me time to complete my Guild duties and thank you to my wife Carol for putting up with me.

It has been an honour to serve as your Chairman.

Thank you.

Adam Wynne Hughes

**AGM AGENDA ITEM 3: AUDITED ACCOUNTS 2019**



Please Note: Full 2019 Audited Accounts provided as a separate document

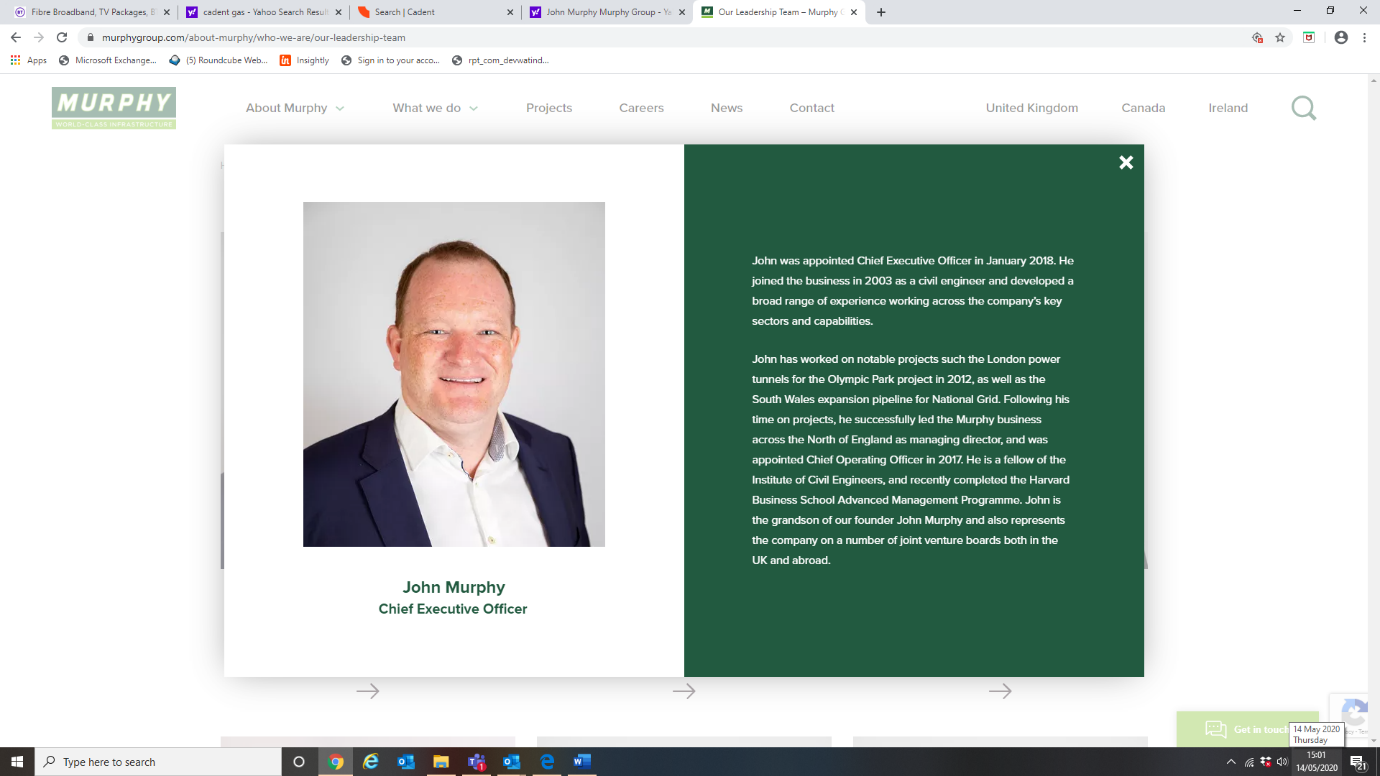
**AGM AGENDA ITEM 4: AMENDMENTS TO THE ARTICLES OF ASSOCIATION - JUNE 2020**

1. **Article 1 – Definitions**  
   Change Regulations to Standard Operating Procedures (SOPS) – The Regulations of the Guild have been changed to Standard Operating Procedures and have therefore been removed from the Guild Governance protocols.
2. **Article 9 – Management**  
   General  
   Change Director General to Chief Operating Officer (CEO), change Audit Chair to Independent Director with Governance Oversight  
   Article 9a, 9b & 9c now 9a and 9b  
   Amendment of the titles of the Officers that comprise the Board and Executive of the Guild.  
   Article 9e now 9d  
   Amend the remit of the Finance committee and the process of governance for the Guild. Confirm the composition of the Finance committee. Confirm the disbandment of the Audit Group to be replaced with the Independent Director with Governance Oversight.  
   Article 9f now 9e  
   Minor amendment to the constitution of Panels by the removal of reference to the Regulations  
   New Article 9f  
   Addition of definition for co-opting individual Directors on to the Board  
   Article 9h  
   Amendment to the rules for the operation of the Board and any Standing and Ad Hoc Committees by the removal of reference to the Regulation and Operations Manual
3. **Article 10b President and the Board – Officers of the Board**General  
   Change Director General to Chief Operating Officer (CEO), change Audit Chair to Independent Director with Governance Oversight
4. **Article 25 Auditors**  
   Change in the definition of Officers of the Guild

Please Note: Full Amended Articles of Association provided as a separate document

**AGM AGENDA ITEM 5: GUILD PRESIDENT**

**John Murphy – Chief Executive Officer Murphy Group**



John was appointed Chief Executive Officer in January 2018. He joined the business in 2003 as a civil engineer and developed a broad range of experience working across the company’s key sectors and capabilities.

John has worked on notable projects such the London power tunnels for the Olympic Park project in 2012, as well as the South Wales expansion pipeline for National Grid. Following his time on projects, he successfully led the Murphy business across the North of England as managing director and was appointed Chief Operating Officer in 2017.

He is a fellow of the Institute of Civil Engineers, and recently completed the Harvard Business School Advanced Management Programme. John is the grandson of our founder John Murphy and also represents the company on a number of joint venture boards both in the UK and abroad.

**AGM AGENDA ITEM 6: DEPUTY CHAIR 2**

**Kate Lazenby – Project Manager Costain Ltd**

A person smiling for the camera

Description automatically generated

My current role is as the Lead Programme Co-ordinator for the £150M Cadent Gas’s high-pressure pipeline diversions programme to enable the construction of HS2 Phase 1. My roles includes representing Cadent as lead into HS2 on all matters involving reporting and Project Controls.

I have been with Costain (and formally Rhead Group) for 10 years and my experience has extended to Document Management Lead to Performance Analyst / Management to Account Lead.  These roles have been within the Energy sector, predominately in the gas sector however my experience also encompasses Water, Electric, Nuclear and Defence.

In all these roles I have utilised my core strengths in communication and organisation to achieve the goals required.   I provide an enthusiastic attitude, commitment and maintain a high level of standard in my professional outlook. My drive and leadership skills have enabled me to promote the “non-technical” aspects of the pipeline industry such as project controls, risk, commercial etc. I also have a working knowledge of the technical engineering within the Energy Sector and I believe I’ve been fundamental in blending the technical and non-technical roles connected with the pipeline industry bringing a broader participation and understanding within the Guild

I have really enjoyed my time within the Guild since 2014 when I joined the Midlands Branch after being introduced to Jo Parker via Gavin Ware. The following year I took up the post of Dinner Convener and supported Gavin Ware (2015 Chair), Ashley Bentley (2016 Chair) and Jason Wilson (2017 Chair) through their time as Chairs at their annual dinners.  Having played an active role in the committee I was ready to progress and in 2018 I was delighted to be nominated and became the Midlands Branch Chair.

It’s been an honour to be the Midlands Branch Chair through 2018 and 2019.  The committee has had its fair share of challenges as the industry changes however we’ve overcome these with enthusiasm and vigour.   I’m incredibly passionate about the Guild and its purpose.  Now 2020 sees me wishing to support the Guild in a wider capacity, at National level.  With the landscape of our industry evolving and technology being at the forefront, I want the Guild to be the “go to” place for all things within the pipeline industry.  During my time as Midlands Branch Chair and as a Board member I’ve become acutely aware of the challenges the Guild has faced and would like to play a key part in ensuring the Guild is sustainable.

If successful in my nomination my aims will be:

* Promote equality and diversity within the pipeline industry
* Promote the balance of the technical interests of the Guild with “soft skills” and disciplines not necessarily associated directly with engineering, but which play a vital role within the pipeline industry
* Embrace new technology both with the industry and for the Guild to ensure the organisation is working as efficiently and ‘smart’ as possible
* Ensure all members both existing and new are fully aware of the value their membership has
* Maintain the PDN backing and help to promote initiatives which support the development of the younger generations, which is paramount for the Guild to succeed and be sustainable.

**AGM AGENDA ITEM 12: CONFIRMATION OF HONORARY LIFE MEMBERSHIP**

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| **Honorary Life Membership confirmations – Mr Phillip Clisham, Mr John Murphy and Mr Michael Sheedy (announced by President, John Murphy)** |
| The Board is pleased to announce the award of Honorary Life Membership has been made to the following members:  Mr Phillip Clisham - Phil is a well-respected technical expert within the pipeline field and is an extremely dedicated and hardworking member of the Guild. He has served as Guild Chair, Communications Committee Chair, Utilities Panel Chair, continues to pro-actively support all of the Guild’s technical panels and is currently the Scottish Branch Chair working to reinvigorate the Scottish Branch. During his tenure as National Chair in 2017, he drove the introduction of our new membership structure and the initiative that has modernised the Guild website.  Mr John Murphy - John has been a long time member of the Guild and has served on the Irish Branch Committee for more than 15 years and was Branch Chair between 2006 to 2008.  He remains an active member of the Guild and plays a key part each year in the organising of this dinner helping to make it a continued success. He is an enthusiastic supporter of the Guild and a role model for all Guild members  Mr Michael Sheedy - Michael has been a long time member of the Guild and has served on the Irish Branch committee for over 15 years and held the office of Branch Chair from 2008 to 2010. He is currently the Branch Treasurer a role he has fulfilled for many years. He is a member of the subcommittee that organises this event and has acted as master of ceremonies on many occasions.  Board approval for Mr John Murphy and Mr Michael Sheedy awards was made at the February 2020 Board Meeting held on 11th February 2020  Board approval for Mr Clisham’ s award was made by remote election held between 5th to 7th February 2020 |

**ITEM B: PIPELINE INDUSTRIES GUILD MEMBERSHIP DETAILS**

We would like to remind members that it is important to keep your contact details up to date to ensure that you receive prompt information and notices on Guild events.

All members are able to access and update their details on the Guild website.

To create your username and password please click on “login” on the homepage of the Guild website [www.pipeguild.com](http://www.pipeguild.com) and select “create new account”. If you encounter any problems with signing in or updating your details please contact Kathryn Furphy at Guild HQ on [hqsec@pipeguild.com](mailto:hqsec@pipeguild.com)

To Discuss Advertising and advertorials, company promotions and sponsorship opportunities online, via the website or social media and at all Guild events please contact Kate Byfield at Guild HQ on [events@pipeguild.com](mailto:events@pipeguild.com)

**ITEM C: MEMBERSHIP AGM VOTING ELIGIBILITY**

Members are reminded that to have a valid vote at the Guild AGM membership subscriptions for the current year must have been paid in full at the time of the AGM

Membership subscriptions are due on or before 1st January annually.

To assist us in managing the workload of our small team at HQ and having to divert resources from delivering membership services it is very much appreciated if members can make prompt payment of subscriptions when they are due.