

The Chartered Governance Institute

Questions from the Annual General Meeting 4 October 2022

Questions received in advance

1. Do the 'Brand enhancement' and 'Organisational governance' pillars of CGI's 2020+ Strategic Plan cover use of social media platforms (in addition to the CGI and Local Division websites and e-newsletter communication channels)? If so, is there any oversight in relation to how LinkedIn is used in relation to the CGI and Local Division name brands (to preserve the integrity of the various brands, and to make it easier for Members to identify other Members)? Please consider whether an Under 50's working group should be established to help CGI and the Local Divisions to improve how LinkedIn is used by alumni, Members, and employees.

Response - We acknowledge that there is more work to do, particularly on LinkedIn and how the nine divisions look the same. Entries in profiles on education institution need to be better configured and homogenized. We will continue to work on this over the next year.

2. The worldwide membership voted to change the name to CGI in 2018. Brand enhancements were key; however, Malaysia, New Zealand and Singapore have not yet changed their name and brand.

Response - The name change was made on the basis that the divisions would change their name and brand on a voluntary basis. In some cases, there had been some regulatory constraints, or it was considered was too premature to change it.

3. Were the proposed amendments to CGI byelaw 48.1(a) reviewed by: 1. Associate Member(s) of the Canada / Malaysia / New Zealand / Singapore / Southern Africa / Zimbabwe Local Division(s) and/or anybody aged less than fifty years of age before resolution 7 and the supporting documentation was issued to CGI's Members?

Response – No, they were not. However, it was the Council's view when reviewing this specific change that Associates had a role to play and should be given the opportunity to become Council members. There would still be a majority of FCGs on the Council, but larger divisions would be able to choose to appoint an Associate from their two to three seats on the Council.

4. **Was CGI willing to collaborate with Transparency International where they share strategic goals?**

Response - CGI was prepared to do so, but it would depend on the nature of the project and its features to ensure it aligns with CGI strategic goals.

5. **What is the trigger event(s) for a Local Chartered Governance Institute division's membership to be 'automatically registered to The Chartered Governance Institute UK & Ireland.'?**

Response - The intent was that once membership reached the threshold of one thousand members registered, the territory could apply to become a division. There is no trigger point if membership is falling beyond this threshold in a division. The CGI Council looks at the effectiveness of divisions and if they are still viable to continue.

6. **Please read the discussion paper that was circulated by Chris Luoni (1951-2020) in July 2018, and comment on whether CGI and/or Local Division(s) are engaged in activities to develop the competencies of in-house lawyers and sustainability professionals.**

Response – The author of the paper you refer to states “I have described *the governance profession...as a profession of many professions...*” and nothing could be more correct. The range of professions that have governance as part of their role is wide the Institute will conduct an event or develop a paper aimed at one profession of which in-house lawyers or sustainability professionals could be the focus. However, most likely the activities that our Divisions manage will be aimed at a range of professions as the content can be more universally applied.

Questions posted during the meeting

Through Lumi platform

7. **Is International Council considering forgiving debt of the Zimbabwe division or are they focused only on collection efforts.**

Response - This is not a question that could be responded to as either or. Council have discussed this at length at his most recent Council meeting. Council is mindful of the obligations to global membership and continue to work with Zimbabwe and assist them so the division can get out of this situation. Council is also aware of the challenging economic circumstances in Zimbabwe, and it is hoped that a solution could be worked out for helping the division to find its way out of this difficult situation and Council to fulfill its obligations.

From the in-person attendees

8. The costs of the e-community were noted at £41k for the year ended 30 June 2022. What does those cost relate to?

Response - This was made up of three areas:

- The cost of the lease of the platform from the platform provider;
- The management of the platform by an employee of MCI; and
- Periodic promotional campaigns.