



Wednesday 8 May

Dear Member

Special Resolution A: Amendment of Charter Articles and Byelaws

Notice for this year's Annual General Meeting of the Institute has been provided to Members in accordance with protocol; the meeting will be held on Friday 7 June 2019 at ETC Venue Bishopsgate, 155 Bishopsgate, London EC2M 3YD at 11.00 am.

Whether you are attending or using the proxy form provided, on behalf of CIMA's Council we would like to enlist your support for some important revisions to the Institute's Charter and Byelaws. This letter is to explain exactly what is proposed under Special Resolution A in the Notice. The other Special Resolutions B, C, D and E, will only be put to the meeting if Resolution A is not passed. If Special Resolution A is passed, then the other Special Resolutions will be withdrawn.

Background:

CIMA has operated under its present constitutional instruments since 2010, and since then there have been significant developments in the professional and regulatory environment which have caused us to reflect on:

- the manner in which we need to support our Members,
- to review the way we govern and discharge our responsibilities, and
- to ensure that operationally, we remain fit for purpose in years to come.

This is also a landmark year for CIMA. We are celebrating 100 years of progress as we mark our centenary and chart a bold path forward with the release of our Future of Finance research and updated CIMA's Professional Qualification Syllabus, both part of our work to lead the transformation of the management accounting profession. It is, therefore, a perfect time to effect some changes to our Charter and Byelaws and generally to refresh our constitutional framework so that it remains sound and effective.



The Proposals:

During the past ten years, there have been a number of key factors – both internal and external – which are relevant to – and inform – our proposals:

Business evolution In January 2017, CIMA and the AICPA launched the new Association of International Certified Professional Accountants (“The Association”) so that together, we would be better equipped and resourced to help members meet the rapidly changing needs of business.

This we are doing by developing leading edge solutions and programmes which help provide the skills and competencies needed for the future. Two and a half years on from that launch, we are proud that the work and reach of the Association continue to grow, as does recognition of the CGMA designation which is awarded to CIMA members via license in addition to their ACMA and FCMA letters.

Through the Association, we have also carried out extensive research into the Future of Finance, developed a new competency framework based on that research and launched our updated CIMA Professional Qualification. All of these have prompted us to revisit our constitution to ensure that the Institute’s work and strategic direction is reflected there in the public interest.

These changes are addressed in Special Resolution B, if Special Resolution A is not passed.

Digital evolution We live in a digital world where we all expect to be able to source information, communicate and engage in video conferences through our mobile phones, laptops, tablets and PCs. We are seeking to update our constitution to reflect the way our members live and work, and to harness the advantages which technology can offer the Institute now – and still retain flexibility to evolve with the advances of the future.

These changes are addressed in Special Resolution C, if Special Resolution A is not passed.

Council evolution In 2018, we carried out a review of the way in which Council operates to ensure it was best placed to discharge its responsibilities to CIMA’s global membership, the profession and the public both now and in the future. This included looking at:

- its future size and constitution,
- tenure,
- geographical constituencies,
- the nature, form, frequency and location of Council meetings, and



- the roles of the Honorary Officers – including the introduction of a modest honorarium for the President.

As a result we are making some changes to reflect decisions made by Council. Further modernisation and evolution is expected during 2019/2020 on which Members' views will be sought in due course.

These changes are addressed in Special Resolution D, if Special Resolution A is not passed.

Some further, smaller changes are editorial in nature or relate to consequential deletions, which are addressed in Special Resolution E if Special Resolution A is not passed.

Safeguards for Members are being retained:

We believe that all of the changes being proposed will be of benefit to CIMA and its members now and in the future, without there being any diminution of Members' prevailing rights; that they will enhance the pursuit of our Royal Charter objects and, will reaffirm our responsibility and commitment to maintaining confidence in the profession and upholding the public interest.

Further information:

Members can find further information about the initiatives mentioned in this letter on the Institute's website.

We do hope that you will feel able to support these changes to modernise the way in which the Institute operates and help us pave the way for our next 100 years.

If you have any questions about the Special Resolutions being proposed, please feel free to contact the Corporate Affairs team on corporate.affairs@aicpa-cima.com

Yours sincerely

Steven Swientozielskyj FCMA CGMA
President