Governance

Appointment of Trustee by the Council

Process Ref : **CQI0061**
Revision : **2**
Revised : **17/04/2014**
Owner : **NC Chair**
Approver : **Council Chair**

▽ Responsible [a] Assists (c) Consulted [i] Informed

Seq	Task Title	NC Chair	Board Chair	NC Member	CEO	Council Chair	Voting Council Member	Board Member/Trustee	Task Description
	Objective								For Council to elect members to Board of Trustees in accordance with the Charter, Bye-laws and Regulations.
1.0	**IDENTIFY VACANCIES**								
1.1	Identify trustee vacancies.	▽	(c)						At the start of each year, the Nominating Committee Chair, in consultation with the Board Chair, shall identify vacancies, or pending vacancies on the Board; the review shall also consider the mix of skills, knowledge and experience necessary for the efficient administration of the CQI using the Trustee Competency Framework to identify skills gaps.
2.0	**TRUSTEE RE-ELECTION**								NC Members who are standing for re-election as Trustees shall declare an interest and not participate in the process.
2.1	Verify trustees standing for re-election.	▽							The NC Chair shall verify the validity of Trustees standing for re-election, who shall be asked to sign a declaration that they are not debarred from serving as Trustee of a charity under UK law. A Trustee may only serve three consecutive terms.
2.2	Review Trustee performance.	▽	(c)						The NC Chair shall ask the Board Chair for: 1) Trustee attendance record; 2) Trustee participation in Board business; 3) A summary of the latest version of the completed Trustee Competency Framework.
2.3	Review Trustees standing for re-election.	▽		(c)					The above data shall be circulated to NC Members who shall come to agreement on re-nomination or otherwise.
3.0	**NEW TRUSTEES**								NC Members who may be put forward for nomination as Trustees should declare an interest and not participate in this part of the process.
3.1	Identify potential Trustees.	▽		[a]	[a]				NC shall review the current Board profile, making use as necessary of the completed Trustee Competency Framework, to identify potential candidates who may fill specific needs. This may be accomplished through a call to all members, issued by email through the CEO on behalf of the NC Chair.
		3.2							

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		3.1							
3.2	Review candidates.			(c)					All candidates identified as potential Trustees shall be considered by the NC. Where appropriate, the NC will then request each potential candidate to submit: · CV and cover letter · A signed declaration that they are not debarred from serving as a Trustee of a Charity under UK Law. The NC will review each application taking into account the existing strengths and weaknesses of the Board.
3.3	Select preferred candidates.			(c)					The NC shall identify their preferred nominations. Preferably, this shall be through general agreement; if such agreement cannot be reached, it may be decided by a simple majority of NC Members participating, providing this is not less than an absolute majority of the full NC.
4.0	**TRUSTEE ELECTION**								
4.1	Interview nominees.			[a]					All nominees, where not already well known to the majority of NC Members, shall be invited to the CQI offices to meet the NC. The object of such meeting is to ensure the nominee fully understands the role for which they are standing.
4.2	Prepare list of nominees.		[i]		[i]	(c)			The NC Chair shall prepare a list of the candidates to be put before the Advisory Council, comprising existing Trustees standing for re-election and new candidates, as applicable. This list should normally be such that the number of nominees is equal to the number of vacancies to be filled. Chairs of the Council and Board, and the CEO, shall be advised of names to go forward once the list has been prepared.
4.3	Advisory Council vote on nominations.	[i]					(c)		The list of nominations to fill Trustee vacancies is presented by the NC Chair, as an agenda item, at the next meeting of the Advisory Council. Council Members are invited to discuss nominees. Acceptance shall normally be by consensus; if this is not possible, a vote shall be taken amongst the Voting Members (i.e. Regional and National Members), a simple majority of those present being sufficient, with the Council Chair having a casting vote should it be necessary. The Advisory Council may defer a decision on any nominee if Members feel they need further information; the NC Chair shall then be asked to provide such information. If the Advisory Council does not accept all nominees, the NC Chair shall be asked to recommence the process for the outstanding vacancies.
			4.4						

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4.4	Action result.		4.3 ▽					[i]	Names of nominees accepted by the Advisory Council shall be given to the Board Chair (copied to the CEO) who shall invite them to take up their role as Trustee. Trustee terms shall normally start and end at an AGM, other than when an appointment is specifically being made mid-term when the appointment shall be deemed to start at the next Board meeting.