



# **Trustee Recruitment Policy**



<b>Name of Policy</b>	<b>Trustee Recruitment Policy</b>
<b>Aim of Policy</b>	<b>The purpose of the policy is to set out how NAT will recruit suitable new Council Members to its board using an open and transparent process which complies with the relevant legislation</b>
<b>Related Organisational Aims &amp; Objectives</b>	
<b>Intended Audience</b>	<b>Council Members and staff</b>
<b>Approved By</b>	<b>NAT Council</b>
<b>Date Approved</b>	<b>12.01.2016/9.6.19/10.01.22</b>
<b>Review Cycle</b>	<b>Every 3 Years</b>
<b>Review Due Date</b>	<b>January 2025</b>
<b>Individual Responsible for Review</b>	<b>Director</b>
<b>Comments on Last Review</b>	



## **Norfolk Archaeological Trust Trustee Recruitment Policy**

**AIM:** The Norfolk Archaeological Trust ('the Trust') aims to recruit suitable new Council Members to its board using an open and transparent process which complies with the relevant legislation

### **OBJECTIVES**

The Trust will:

- Identify skills which the board needs on a regular basis
- Use appropriate ways of finding new Council Members with the required skills
- Ensure that the appointment of a Council Member is legal and carried out to best practice standards
- Provide support for new Council Members
- Review this policy regularly to ensure it is up to date.

Signed

A handwritten signature in black ink, appearing to read 'Jonathan Sisson', written over a light blue horizontal line.

Name Jonathan Sisson

Chairman of the Norfolk Archaeological Trust

Date 10.01.2022



## **Trustee Recruitment Procedure**

### **1.0 Introduction**

Existing Council Members of charities are legally responsible for the recruitment of new Council Members. Council Members can delegate some aspects of recruitment to staff, but they must ensure that they retain overall responsibility and control of the recruitment, selection and induction processes.

In recruiting new Council Members, the existing Council Members must act in the best interests of the charity.

This procedure document sets out how Norfolk Archaeological Trust intends to recruit and maintain a robust and effective board of Council Members.

### **2.0 Recruitment**

An effective board of Council Members is essential if the Trust is to be effective in achieving its objectives. The board must have available to it, all the knowledge and skills required to run the organisation. Individual Council Members must have sufficient knowledge, both of Council Membership in general and of the Trust's activities, to enable them to carry out their role and to represent the Trust at meetings and other events.

The Trust seeks to appoint up to 12 Council Members on to its board, and to never fall below 9 appointed members.

### **3.0 Appointment process**

#### ***3.1 Identify the need for new Council Members.***

The Chairman will carry out a regular review of existing Council Member skills sets to identify gaps in specific skills which are needed to help run the charity more effectively. This review may be triggered by:

- vacancies arising from Council Member resignations
- changes in Trust policy which require new skill sets

Whenever a Council Member departs, a skills audit of the board will be carried out. Efforts at recruiting a replacement will take account of the skills audit and of the skills being lost by the departure. Consideration must also be given to any specific roles or duties that the individual leaving the board was undertaking.

A review will be carried out at least every three years.

#### ***3.2 Agree what skills, experience and knowledge are needed.***



When skills gaps are identified, the Chairman will produce short role descriptions and person specifications to fill the gap. This will help possible candidates to understand the role.

### ***3.3 Agree who is responsible for recruitment.***

This will normally be the Chairman or Vice-Chairman supported by the Director.

### ***3.4 Finding potential Council Members***

Council Members will often be able to identify possible local candidates with specific known expertise. However, Council Members will consider advertising in the local and/or specialist press if no obvious candidates are identified for particular roles.

The Trust will endeavour to ensure diversity in its board of Council Members and consideration will be given to ways in which groups that are under-represented on the board might be reached and encouraged to apply. However, at the point of selection the board will not discriminate unfairly on any of the grounds listed in the Trust's Equal Opportunities Policy

### ***3.5 Short-listing and interviews***

This will only be necessary if the role has been advertised. People enquiring to become Council Members will be sent appropriate documentation about the charity, introductory material about Council Membership and will be asked to complete an application form.

Interviews will be carried out by a small panel of Council Members, and each candidate will be asked similar questions to ensure a fair and objective approach. Notes will be kept of each interview. Preferred candidates will be invited to join the Council Members, subject to references, formal vetting and approval by the full Council. Unsuccessful candidates will be notified and thanked for their interest.

### ***3.6 Induction***

Prior to appointment the new Council Member will be given the opportunity for

- informal discussions with the Chairman/Director
- at least one opportunity to attend a Council meeting to observe how the Council works prior to nomination at the next AGM
- site visits where appropriate to discuss specific relevant issues and ideas.

### ***3.7 Vetting potential Council Members***

Candidates will be asked to confirm in writing that they are not disqualified from being a Council Member as per BCVS/Policies & Procedures/Council Member Recruitment Policy 3 section 72 (1) of The Charities Act 1993 (see Appendix 1).



Candidates will also be asked to consider and declare any existing or potential conflicts of interest.

Where the role has been advertised, candidates will be required to provide two references which will be taken up prior to the next board meeting.

### ***3.8 Invitation to join the Council***

Suitable candidates will be invited to attend a Council Member meeting as an observer and will receive further information regarding the role of being a Council Member. In the event of there being more than one potentially suitable candidate (if the role has been advertised), consideration will be given to appointing more than one applicant.

As a minimum, and if not sent earlier in the process, applicants/candidates will be provided with:

- a copy of the Council Member role description, including code of conduct
- a copy of the latest accounts of the charity
- Charity Commission Publication CC3- 'Responsibilities of Charity Council Members'
- a copy of the charity's governing document
- a copy of the minutes of the last three board meetings
- relevant policies including those regarding equal opportunities and conflicts of interest
- the Trust's strategic plan
- a copy of this policy.

### ***3.9 Election***

The Council can appoint a new Council Member at any time. Such an appointee will only hold office until the next AGM, when they will then need to stand for re-election.

All new candidates wishing to take up the invitation to become a Council Member, and Council Members appointed between AGMs, will be invited to attend the next AGM where they will be nominated as set out in the Trust's governing document.

### ***3.10 Terms of Office***

Council members can be appointed for two terms of four years plus the option of two one-year extensions in exceptional circumstances, up to a maximum term of ten years. The process for nomination for re-election is set out in the Trust's governing document. Where nine years is exceeded, this will be subject to a rigorous review and explained in the annual report as set out in the Charity Governance Code for smaller charities.



A Council member who, at the expiry of two consecutive terms of four years, holds the office of chairperson, may serve for a continuous period of up to twelve years. The chairperson is nominated and elected annually at the AGM as set out in the Trust's governing document.

#### **4.0 After appointment**

Following the appointment of a new Council Member:

- The Company Secretary will notify the charity commission of the appointment as soon as possible
- The Company Secretary will send details of the newly appointed director to Companies House
- The Chairman will formally write to the new Council Member to welcome them as a Council Member and to confirm their appointment, and to provide support documentation (if not already supplied - see above)
- The Company Secretary will ensure that all relevant parties are notified, for example, funders, the charity's solicitors, auditors and other professional advisers.



## Appendix 1

### **Norfolk Archaeological Trust Board Member Declaration Form**

I declare that I am not disqualified from acting as a board member and that:

- I am aged 16 years or over at the date of this election
- I am capable of managing and administering my own affairs
- I do not have any unspent conviction relating to any offence involving deception or dishonesty
- I am not an undischarged bankrupt, nor have I made a composition or arrangement with, or granted a trust deed for my creditors
- I am not subject to a disqualification order under the Company Directors Disqualification Act 1986 or to an Order made under section 429(b) of the Insolvency Act 1986
- I have not been removed from the office of the charity Council Member or Council Member for a charity by an Order made by the Charity commissioners or the high Court on grounds of any misconduct or mismanagement, nor am I subject to an Order under section 7 of the Law Reform (Scotland) Act 1990, preventing me from being concerned in the management or control of any relevant organisation or body.

Signed:

Name:

Date:





## Appendix 2: **CODE OF CONDUCT FOR Council Members, Norfolk Archaeological Trust**

It is the responsibility of trustees to:

- Act within the governing document and the law – being aware of the contents of the organisation’s governing document and the law as it applies to that organisation.
- Act in the best interests of the organisation as a whole – considering what is best for the organisation and its beneficiaries and avoiding bringing it into disrepute.
- Manage conflicts of interest effectively – registering, declaring and resolving conflicts of interest. Not gaining materially or financially unless specifically authorised to do so.
- Respect confidentiality – understanding what confidentiality means in practice for an organisation, its board and the individuals involved.
- Have a sound and up-to-date knowledge of the organisation and its environment – understanding how the organisation works and the environment within which it operates.
- Attend meetings and other appointments or give apologies – engaging in discussions and decision-making processes.
- Prepare fully for meetings and all work for the organisation – reading papers, querying unclear or difficult things and thinking through issues in good time before meetings.
- Actively engage in respectful discussion, debate and voting in meetings – contributing positively, listening carefully, challenging sensitively and avoiding conflict.
- Act jointly and accept a majority decision – making decisions collectively, standing by them and not acting individually unless specifically authorised to do so.
- Work considerately and respectfully with all – respecting diversity, different roles and boundaries, and avoiding giving offence.



Date of change	Changed by	Comments
09.06.2019	CD	Policy approved by the Trustees Council 09.06.2019
16.05.19	CD	Updated to reflect Articles of Association which state that Members can be appointed at any time.
22.07.20	CD	3.10 terms of office added to reflect new terms of office policy adopted by Council 14.07.20
10.01.22	NB	Change of Chairman details