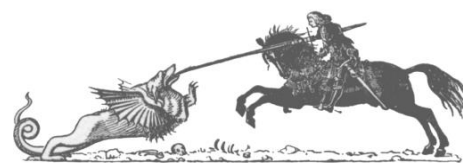


# GUILD of St GEORGE



## Policy - Recruitment of Directors

### 1. Purpose

This policy covers the key areas involved in the recruitment and appointment of new Directors to the Guild of St George (the Guild). The Guild's Directors are responsible for the general control of the Guild to ensure it delivers its charitable aims and objectives and complies with all the relevant guidance and statutory requirements for the management of charities. The duties of Directors are fully set out in the Guild's Memorandum and Articles of Association (the 'M & A's').

The Board of Directors is legally responsible for the recruitment of new Directors. Administration may be accomplished by staff but the Board retains overall responsibility and control of the recruitment, selection and induction processes.

In recruiting new Directors, existing Directors will explain to new Directors what is required of them and be clear in their own minds about the aims and objectives of the Guild, as well as their broader duties and responsibilities as trustees.

The policy is set out sequentially to represent the recruitment and appointment timeline. The procedure is based on guidance from the Charity Commission and will involve the following steps:

### 2. Initiating and Progressing the Recruitment Process

- a) The Board identifies the need for new Directors. This may be because vacancies have arisen through resignations, or because the Board has decided that one or more new Directors with specific skills are needed to help run the Guild more effectively.
- b) The Board agrees what skills, experience and knowledge are needed. (This may be done by means of a skills audit.) Requisite skills, experience and knowledge are set down in a short job description and person specification.
- c) The Board agrees responsibilities and a process for recruitment; in doing this, Directors take care to comply with any specific requirements set out in the Memorandum and Articles of Association (M & A's - see 5. below). Some of the work may be delegated to a sub-group, but the whole Board remains in full control of the decisions.
- d) The Board considers the best methods of attracting a diverse range of candidates with the skills it needs. This may include advertising in regular Guild newsletters, AGM communications, magazines or the wide range of cultural/arts media. Suitable candidates may also be identified, approached directly by Directors and asked if they would like to apply.
- e) Applications must be in writing and must set out clearly the reasons why candidates feel they are suitable together with a summary of skills, experience and qualifications which provide the evidence for this conviction.

- f) Diversity is considered as an important recruitment criterion, either as embodied in the person of the candidate or in terms of how their role might represent people from diverse social or ethnic backgrounds or people with disabilities
- g) Short-listing and interviews take place against agreed criteria. Interviews are carried out by the approved sub-committee, and candidates in competition for the same directorial role are asked the same questions to ensure a fair and objective approach. Notes are kept of each interview.
- h) Preferred candidates are identified and invited to join the Board, subject to references, formal vetting and approval by the full Board. Unsuccessful candidates are notified and thanked for their interest.

### **3. Vetting Potential Directors**

- a) Candidates are asked to confirm in writing that they are not disqualified from acting as trustees of a Charity.
- b) Candidates are asked to consider and declare any existing or potential conflicts of interest.
- c) In the light of the checks and declarations, the Board decides to go ahead and formalise the appointment of new Director(s).

### **4. Making the appointment**

- a) Checks are made against the M & A's to ensure that new Director(s) have been recruited in a proper and legal way.
- b) The Master writes to the new Director(s), setting out their duties and the Guild's expectations of them; they are asked to sign and return a copy of the letter, of the Directors' Code of Conduct and a declaration to confirm that they are not disqualified from acting as a charity trustee.
- c) An information pack about the Guild (including the M & A's) is sent to new Directors, and a full induction process is arranged. New Director(s) meet the Board and members of staff.
- d) The new Director(s) attend their first Board meeting and are welcomed. All relevant parties, such as the Guild's solicitors and auditors, bank, Companies House and the Charity Commission are notified of the new appointments.

### **5. The Memorandum and Articles of Association**

Part D of the M & A's make (in summary) the provisions regarding the appointment of Directors. One of them is that, in general, Directors will be a Companion of the Guild but flexibility on this is accommodated (at 3./4. below). The provisions in summary are:

1. There shall be a minimum of three and a maximum of fifteen Directors
2. Directors serve a three-year term after which they are subject to re-election
3. The Board may at any time co-opt new Directors according to the experience and skills it needs\*
4. Unless co-opted according to the above criteria\*, Directors will be Companions of the Guild

**MARCH 2023**