



Registered Charity No. 1123867
Registered Company No. 6446230
www.britishshakespeare.ws

Policy and Procedure for Appointments to the British Shakespeare Association

General Principles

All appointments to the Board are made via a fair and transparent process which gives full opportunity for the diversity of the BSA's membership to be represented.

The Board is responsible for implementing the appointments process and making decisions on the best candidates to appoint in the interests of the British Shakespeare Association's charitable object.

The decisions of the Board are scrutinized and ratified by the membership through the Annual General Meeting.

There are 6 categories of appointments that the BSA makes:

1. Elected Trustees
2. Officers of the BSA
3. Ex officio Trustees
4. Co-Opted Trustees
5. Committee Chairs

1. Elected Trustees

The number of elected Trustees is set out in the BSA's constitution. An elected Trustee serves for 3 years. At the end of this period, they may stand for another 3 years but they may not serve for more than two terms.

Elections for Trustees are held every three years on a fixed cycle (2017, 2020, 2023 etc.) If an Elected Trustee retires during this period, then the post either remains vacant or is replaced by a co-opted Trustee. If the Board wishes to hold elections outside of this cycle, it will need to pass a motion at the AGM.

Trustees are elected from the membership. Any member of the BSA who is in good standing may stand for election with the exception of:

- Former Trustees who have already served for 2 terms
- Retired Officers of the BSA
- Individuals barred from becoming a Trustee or a Director of a Company

A nominations panel chaired by an Ex Officio Trustee will be responsible for vetting nominations, ensuring that all candidates are eligible to stand.

It is the Board's responsibility to conduct elections in time for the AGM held in the election year.

Elected Trustees may apply for and become Officers, or may be nominated as Ex Officio Trustees. When this happens, their seat as an elected Trustee becomes vacant and must be filled either by a co-opted Trustee or through election.

2. Officers of the BSA

The number and roles of Officers are set out in the constitution. Any BSA member in good standing may apply to become an Officer of the BSA.

When an Officer role becomes vacant, the Chair will ask the Board to approve a job description and criteria for the role which will then be advertised to the membership. The Board will appoint a panel to interview candidates and make a recommendation for appointment to the Board. The Chair will then ensure that the membership is informed of the outcome of the selection process.

When appointing the Chair, the panel will be chaired by an external, normally an Hon. Fellow.

All candidates for Officers role will need to be vetted to ensure that they are eligible to serve on the Board. Exclusions include:

- Individuals who are barred from serving as a Trustee or Director for any statutory reason.
- Former Trustees who resigned as the result of a disciplinary procedure or following a vote of no confidence.

3. Ex Officio Trustees

The number and identity of the Ex Officio Trustees are set out in the constitution. Ex Officio Trustees are nominated by the institutions that they represent and remain on the Board for so long as the institution requires them to be there. However, all Trustees are bound by the same rules and procedures and the Board may elect to reject a nomination or force an existing Ex Officio Trustee to stand down if they do not meet the criteria for a Trustee or violate the rules of the BSA.

When an Ex Officio position becomes vacant, the Chair will write to the Head of the relevant institution and ask for a nomination. This nomination will then be vetted by the Officers of the BSA. The Board will normally accept a nomination but will reject it if the nominee is:

- barred from being a Trustee or a Director for any statutory reason
- a former Trustee of the BSA who resigned as the result of a disciplinary procedure or following a vote of no confidence
- not willing to become a member of the BSA

4. Co-Opted Trustees

Between elections, the Chair may co-opt up to three Trustees to: (i) fill a skills gap on the Board, (ii) improve the Board's diversity, (iii) replace a retired Elected Trustee or (iv) manage the transition of a retiring Officer.

Co-opted Trustees may be appointed following a similar process to Officers but the Board may also waive this requirement where appropriate. When making an appointment, the Chair will seek a majority vote on the Board in favour of the appointment.

5. Committee Chairs

The Board will appoint chairs of its main committees and will periodically review the appointments. Chair appointments are not fixed and may be taken by Trustees or by ordinary members. Being a Chair does not mean that the individual becomes a Trustee automatically – they can only become a Trustee through the routes described above.

Committee Chairs will be nominated by their relevant committees. Where there is more than one candidate, the Board will make an appointment in the best interest of the BSA and will normally interview prospective candidates. Where no nomination is made, or if the nomination is rejected, the Board will advertise the role to members using the same process as the one described above for Officers.