

THE GRYPHON TRUST – Getting into Shape



NOMINATION AND APPOINTMENT PROCESSES FOR OFFICES OF GOVERNANCE OVERVIEW

1.0 SCOPE

1.1 Office of Governance includes Members, Directors, Co-opted Directors, Local Governors (including Staff Local Governors and Parent Local Governors) and Co-opted Local Governors.

1.2 A Nominations and Appointments Process will apply to all candidates seeking an office of governance:

- a. for the first time;
- b. as a staff local governor;
- c. as a parent local governor;
- d. as an addition or alternative to an existing office;
- e. as Chairman of Directors;
- f. as Vice-Chairman of Directors;
- g. as Chairman of a Local Governing Body;
- h. as Vice-Chairman of a Local Governing Body;
- i. having previously resigned from office;
- j. having been previously removed from office by the Members or Directors;
- k. following a period of disqualification;

but will not apply to:

- l. the chairman of any meeting of the Members;
- m. the re-appointment of an existing Director at the end of their respective term of office for a consecutive period;
- n. the re-appointment of an existing Local Governor (other than a Staff Local Governor or Parent Local Governor) at the end of their respective term of office for a consecutive period;
- o. the chairman or vice-charman of any committee (excluding a LGB) who have been given the authority to select one from among their numbers;
- p. the chairman or vice-charman of any sub-committee who have been given the authority to select one from among their numbers.

1.3 The Nominations and Appointments Processes are:

- NAP11 – Member
- NAP21 – Director
- NAP22 – Staff Director
- NAP23 – Parent Director
- NAP24 – Co-opted Director
- NAP31 – Chairman of Directors
- NAP32 – Vice-Chairman of Directors
- NAP41 – Local Governor
- NAP42 – Staff Local Governor
- NAP43 – Parent Local Governor
- NAP44 – Co-opted Local Governor
- NAP51 – Chairman of a Local Governing Body
- NAP51 – Vice-Chairman of a Local Governing Body

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NOMINATION AND APPOINTMENT PROCESS FOR A MEMBER

NAP11

1. A Nomination Form (Member) is obtained from the Clerk by any Member, Director or the CEO, or directly by an individual wishing to become a Member.
2. The nomination is proposed and dated by a Member, a Director or the CEO.
3. The nomination is seconded and dated by another Member or Director or the CEO if not the proposer.
4. The Nomination Form is completed, signed and dated by the Nominee. The Nominee cannot be a proposer or seconder.
5. The original fully completed Nomination Form is submitted to the Clerk by hand or by post. Electronic transmission is not permitted.
6. The Clerk scrutinises all nominations to ensure compliance with the Academy Trust's Articles of Association and the Academy Trust's Admissions and Classification Criteria, and reports to the Board of Directors.
7. The Nominee may be requested to attend an interview or submit a written statement supporting their nomination or both.
8. The Directors consider the nomination and decide whether a resolution is put to the Members.
9. The Members consider and resolve the nomination (special resolution).
10. The Chairman of the respective Meeting writes to the nominee advising the decision.
11. The CEO supports the induction process and the Clerk ensures that the new Member receives the information and resources required and that all DBS and Pecuniary Interest requirements are completed within the regulatory framework.

Supplementary Provisions

12. Should the number of nominations exceed the number of vacancies, the Directors vote by show of hands or a poll (as the Chairman of Directors decides) in respect of each nomination to determine whether the nominee passes to a second round of voting by the Members.
13. Should the number of nominees passing to the second round still exceed the number of vacancies, the Special Resolution put to the Members states the number of vacancies, the names of the nominees and any additional information the Directors consider relevant. The Members vote by a poll and the nominee(s) receiving the most votes is/are appointed. In the event of a tie in the voting, the Chairman of the Members' Meeting casts an additional vote or votes.

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NOMINATION AND APPOINTMENT PROCESS FOR A DIRECTOR

NAP21

1. A Nomination Form (Director) is obtained from the Clerk by any Member, Director or CEO, or directly by an individual wishing to become a Director.
2. The nomination is proposed and dated by a Member, a Director or the CEO.
3. The nomination is seconded and dated by another Member or Director or the CEO if not the proposer.
4. The Nomination Form is completed, signed and dated by the Nominee. The Nominee cannot be a proposer or seconder.
5. The original fully completed Nomination Form is submitted to the Clerk by hand or by post. Electronic transmission is not permitted.
6. The Clerk scrutinises the nomination to ensure compliance with the Academy Trust's Articles of Association and the Academy Trust's Admissions and Classification Criteria, and reports to the Board of Directors.
7. The Nominee may be requested to attend an interview or submit a written statement supporting their nomination or both.
8. The Directors consider the nomination and decide whether the nomination is put to the Members.
9. The Members consider and resolve the nomination (ordinary resolution).
10. The Chairman of the respective meeting writes to the nominee advising the decision.
11. The CEO supports the induction process and the Clerk ensures that the new Director receives the information and resources required and that all DBS and Pecuniary Interest requirements are completed within the regulatory framework.

Supplementary Provisions

12. Should the number of nominations exceed the number of vacancies, the Directors vote by show of hands or a poll (as the Chairman of Directors decides) in respect of each nomination to determine whether the nominee passes to a second round of voting by the Members.
13. Should the number of nominees passing to the second round still exceed the number of vacancies, the ordinary resolution put to the Members states the number of vacancies, the names of the nominees and any additional information the Directors consider relevant. The Members vote by a poll and the nominee(s) receiving the most votes is/are appointed. In the event of a tie in the voting, the Chairman of the Members' Meeting casts an additional vote or votes.

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NOMINATION AND APPOINTMENT PROCESS FOR A CO-OPTED DIRECTOR

NAP24

1. A Nomination Form (Co-Opted Director) is obtained from the Clerk by any Member, Director or CEO, or directly by an individual wishing to become a Co-Opted Director.
2. The nomination is proposed and dated by a Director or the CEO.
3. The nomination is seconded and dated by another Director or the CEO if not the proposer.
4. The Nomination Form is completed, signed and dated by the Nominee. The Nominee cannot be a proposer or seconder.
5. The original fully completed Nomination Form is submitted to the Clerk by hand or by post. Electronic transmission is not permitted.
6. The Clerk scrutinises the nomination to ensure compliance with the Academy Trust's Articles of Association and the Academy Trust's Admissions and Classification Criteria, and reports to the Board of Directors.
7. The Nominee may be requested to attend an interview or submit a written statement supporting their nomination.
8. The Directors consider the nomination and resolve the nomination.
9. The Chairman of the Board writes to the nominee advising the decision.
10. The CEO supports the induction process and the Clerk ensures that the new Co-Opted Director receives the information and resources required and that all DBS and Pecuniary Interest requirements are completed within the regulatory framework.

Supplementary Provisions

11. Should the number of nominations exceed the number of vacancies, the Directors vote by show of hands or a poll (as the Chairman decides) in respect of each nomination to determine whether the nominee passes to a second round of voting.
12. Should the number of nominees passing to the second round still exceed the number of vacancies, a vote by show of hands or a poll (as the Chairman decides) is taken/held in respect of each nominee and the nominee receiving the most votes is appointed. In the event of a tie in the voting, the Chairman casts an additional vote or votes.
13. In exceptional circumstances, the Directors may bypass this process and appoint any person of their choosing who meets the requisite criteria specified in the Academy Trust's Articles of Association.

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NOMINATION AND APPOINTMENT PROCESS FOR THE CHAIRMAN OF THE DIRECTORS

NAP31

1. The Chairman of Directors is elected at the first scheduled Board Meeting for the school year or the first Board Meeting after a vacancy otherwise arises.
2. A Nomination Form (Chairman of Directors) is obtained from the Clerk by any Director or directly by an individual wishing to become a Chairman. [Appendix NAP4]
3. The nomination is proposed and dated by a Director.
4. The nomination is seconded and dated by another Director.
5. The Nomination Form is completed, signed and dated by the Nominee. The Nominee cannot be a proposer or seconder.
6. The original fully completed Nomination Form is submitted to the Clerk by hand or by post not later than 14 clear days before the first scheduled meeting of the Board of Directors in the school year or, when a vacancy arises, before the next meeting of the Board of Directors. Electronic transmission is not permitted.
7. The Clerk scrutinises all nominations to ensure compliance with the Academy Trust's Articles of Association and the Academy Trust's Admissions and Classification Criteria, and reports to the Board of Directors.
8. The Directors consider the nomination once the nominee has left the meeting and resolve the nomination.
9. The Clerk advises the nominee of the decision.

Supplementary Provisions

10. Should more than one nomination be received, the Clerk asks each nominee to submit a written statement not exceeding 1000 words in support of their nomination. The nominees are afforded 5 clear days to submit their statement to the Clerk.
11. At the Board Meeting and while the nominees are absent from the room, the Directors discuss all nominations for no longer than 5 minutes each, after which the Clerk calls a vote. The vote is a poll scrutinised by the Clerk. Nominees do not vote. The nominee receiving the most votes is elected.
12. In the event of a tie in the voting, the Clerk places all names into a container and randomly draws them all one at a time disclosing the name each time. The first name drawn is elected Chairman.
13. In the absence of any Nominations, the Directors present shall elect one of their number.

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NOMINATION AND APPOINTMENT PROCESS FOR THE VICE-CHAIRMAN OF THE DIRECTORS

NAP32



1. The Vice-Chairman of Directors is elected at the first scheduled Board Meeting of the school year or the first Board Meeting after a vacancy otherwise arises.
2. A Nomination Form (Vice-Chairman of Directors) is obtained from the Clerk by any Director or directly by an individual wishing to become a Chairman.
3. The nomination is proposed and dated by a Director.
4. The nomination is seconded and dated by another Director.
5. The Nomination Form is completed, signed and dated by the Nominee. The Nominee cannot be a proposer or seconder.
6. The original fully completed Nomination Form is submitted to the Clerk by hand or by post not later than 14 clear days before the first scheduled meeting of the Board of Directors in the school year or, when a vacancy arises, before the next meeting of the Board of Directors. Electronic transmission is not permitted.
7. The Clerk scrutinises all nominations to ensure compliance with the Academy Trust's Articles of Association and the Academy Trust's Admissions and Classification Criteria, and reports to the Board of Directors.
8. The Directors consider the nomination once the nominee has left the meeting and resolve the nomination.
9. The Chairman advises the nominee of the decision.

Supplementary Provisions

10. Should more than one nomination be received, the Clerk asks each nominee to submit a written statement not exceeding 1000 words in support of their nomination. The nominees are afforded 5 clear days to submit their statement to the Clerk.
11. At the Board Meeting and while the nominees are absent from the room, the Directors discuss all nominations for no longer than 5 minutes each, after which the Chairman shall call a vote. The vote is a poll scrutinised by the Clerk. Nominees do not vote. The nominee receiving the most votes is elected.
12. In the event of a tie in the voting, the Chairman casts an additional vote.
13. In the absence of any Nominations, the Directors present shall elect one of their number.

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NOMINATION AND APPOINTMENT PROCESS FOR A LOCAL GOVERNOR (other than a Staff or Parent Local Governor)

NAP41



1. A Nomination Form (Local Governor) is obtained from the Clerk by any Member, Director or the CEO, or directly by an individual wishing to become a Local Governor.
2. The nomination is proposed and dated by a Member, a Director, a Local Governor (other than a Staff Local Governor) of any Academy within the Academy Trust or the CEO.
3. The nomination is seconded and dated by another Member, Director or Local Governor (other than a Staff Local Governor) of any Academy within the Academy Trust or the CEO if not the proposer.
4. The Nomination Form is completed, signed and dated by the Nominee. The Nominee cannot be a proposer or seconder.
5. The original fully completed Nomination Form is submitted to the Clerk by hand or by post. Electronic transmission is not permitted.
6. The Clerk scrutinises all nominations to ensure compliance with the Academy Trust's Articles of Association and the Academy Trust's Admissions and Classification Criteria, and reports to the Board of Directors.
7. The Nominee may be requested to attend an interview or submit a written statement supporting their nomination.
8. The Directors (other than Co-Opted Directors) consider the nomination and resolve the nomination.
9. The Chairman writes to the nominee advising the decision.
10. The CEO supports the induction process and the Clerk ensures that the new Local Governor receives the information and resources required and that all DBS and Pecuniary Interest requirements are completed within the regulatory framework.

Supplementary Provisions

11. Should the number of nominations exceed the number of vacancies, the Directors vote by show of hands or a poll (as determined by the Chairman) in respect of each nomination to determine whether the nominee passes to a second round of voting.
12. Should the number of nominees passing to the second round still exceed the number of vacancies, a vote by show of hands or a poll is taken/held in respect of each nominee and the nominee receiving the most votes is appointed. In the event of a tie in the voting, the Chairman casts an additional vote.

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NOMINATION AND APPOINTMENT PROCESS FOR A CO-OPTED LOCAL GOVERNOR

NAP44



1. A Nomination Form (Co-Opted Local Governor) is obtained from the Clerk by any Member, Director or the CEO, or directly by an individual wishing to become a Co-opted Local Governor.
2. The nomination is proposed and dated by a Member, a Director, a Local Governor (other than a Staff Local Governor) of any Academy within the Academy Trust or the CEO.
3. The nomination is seconded and dated by another Member, Director or Local Governor (other than a Staff Local Governor) of any Academy within the Academy Trust or the CEO if not the proposer.
4. The Nomination Form is completed, signed and dated by the Nominee. The Nominee cannot be a proposer or seconder.
5. The original fully completed Nomination Form is submitted to the Clerk by hand or by post. Electronic transmission is not permitted.
6. The Clerk scrutinises all nominations to ensure compliance with the Academy Trust's Articles of Association and the Academy Trust's Admissions and Classification Criteria, and reports to the Board of Directors.
7. The Nominee may be requested to attend an interview or submit a written statement supporting their nomination.
8. The Local Governing Body (other than Co-opted Local Governors) considers the nomination and resolve the nomination.
9. The Chairman of the LGB writes to the nominee advising the decision.
10. The CEO supports the induction process and the Clerk ensures that the new Co-opted Local Governor receives the information and resources required and that all DBS and Pecuniary Interest requirements are completed within the regulatory framework.

Supplementary Provisions

11. Should the number of nominations exceed the number of vacancies a vote, by show of hands shall be taken in respect of each nomination and the nominee receiving the most votes will be appointed. In the event of a tie in the voting, the Chairman of the LGB shall have an additional vote.