

## VIII – APPOINTMENT OF COUNCIL REPRESENTATIVES TO THE BOARDS AND COMMITTEES OF TRUSTEE BOARD

### 1. General

- 1.1. Trustee Board has agreed that each of the Boards and Committees which reports directly to it<sup>1</sup>, with the exception of the Remuneration Committee, shall include two Council Representatives except for Audit and Risk Committee which, due to its smaller size, shall include just one.
- 1.2. The Boards and Committees of Trustee Board undertake important work for the Institute. It is important that Council Representatives are able to participate fully with their peers. Consequently Council Representatives must be able to make sufficient time available and have the relevant skills, experience and interest in the business of the Board or Committee.
- 1.3. In addition, Council Representatives on Boards and Committees play an important additional role by:
  - Acting as a communication channel between the Board and Council
  - Bringing a perspective from the wider BCS membership to the business of the Board
  - Bringing the Board perspective to the business of Council.

### 2. Eligibility

- 2.1. All Council Members who are neither ex-officio members of Council<sup>2</sup> nor a salaried member of staff are eligible for appointment as Council Representative to a Board or Committee of Trustee Board.
- 2.2. To help provide for the expression of a variety of viewpoints and to ensure a fair distribution of work among Council members, priority when filling vacancies shall be given to Council members who fulfil the relevant Board's Role Description and sit on fewer than 2 Boards including Trustee Board. Those sitting on 4 or more Boards and Committees shall not be considered.
- 2.3. Eligible Council Members may nominate themselves for one or more positions.
- 2.4. In view of the level of independence required by members of the Audit & Risk Committee, the Council member appointed shall not be an active member of any of the other Boards and Committees and specifically shall not be its Chair.

### 3. Appointment Process

- 3.1. When a vacancy occurs the Council Secretary shall notify all Council members. The notification shall include the Board's Terms of Reference, Role Description for its Board Members and details of information to be provided by the Council member together with the closing date for receipt of responses.
- 3.2. Following the closing date, the Board Chair assisted by a small group of other Board members shall conduct a formal process to select the Council member best fitted to the needs of the Board. The process may include an interview conducted either face-to-face or by telephone.

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<sup>1</sup> Currently Professionalism Board, Membership Board, Products & Services Board, Policy and Public Affairs Board, Academy of Computing, Engineering & Science Board and the Audit & Risk Committee. Trustee Board members are elected under Sections IV and VII of Council Regulations. Nominations Committee members are elected under Section VI.

<sup>2</sup> Ex-officio members of Council are the Honorary Officers (President, Deputy President, Vice-Presidents) and Immediate past President and the Chief Executive. All others are elected members of Council.

**4. Term of Office**

- 4.1. The maximum period of appointment shall be for three years, renewable once for a further period of three years.
- 4.2. As a Council Representative, the individual's appointment shall cease if their membership of Council ends. A Board may then choose to exercise their own rights to appoint the individual as a Board member if they wish through the normal Board appointment processes.