

NOMINATIONS COMMITTEE

The Terms of Reference and Constitution of the Nominations Committee shall be as follows:

3.1 Terms of Reference

The Nominations Committee is a Committee of the Trustee Board and is responsible for:

- 3.1.1 Nominations for the offices of President, Deputy President and Vice-President to be elected by the Council
- 3.1.2 Providing advice to Trustee Board on the selection of candidates suitable for the office of committee or board chair, and providing recommendations for the office of committee or board chair
- 3.1.3 The recommendation to the Trustee Board for the appointment of the Chief Executive when the post falls vacant
- 3.1.4 Nominations for public honours
- 3.1.5 Nominations for Distinguished Fellowship.

3.2 The constitution of the Nominations Committee shall be:

Ex Officio:

The President

The Deputy President

The immediate past President (chair)

The Chief Executive

Elected:

One past President elected by the Council.

One non-executive director of BCS Learning & Development Ltd ('L&D'), who may or may not be a member of the Institute, elected by the Trustee Board and confirmed by the Council.

One professional with human resource ('HR') experience, who may or may not be a member of the Institute, elected by the Trustee Board and confirmed by the Council.

Two Council Members who must be Professional Members, elected by the Council. Up to two industry leaders elected by the Trustee Board and confirmed by Council.

Ex officio members shall hold office for as long as they hold Honorary Office or the office of Chief Executive as the case may be.

Elected terms of office for the past President, Council Members and industry leaders and the professional with HR experience shall be for three years. The non-executive director of L&D shall hold office for three years or until he or she ceases to be such non-executive director, if earlier. At least one year shall elapse before an individual is eligible for re-election.

The quorum for the Nominations Committee shall be six.

A member of Nominations Committee who attends a meeting of it by means of any communication equipment which allows all persons participating in the meeting to hear and speak to each other for the entirety of any matter under consideration shall be deemed to be present in person for that part of

the meeting and shall be entitled to vote on a matter for decision or be counted in a quorum accordingly.

3.3 Procedures

The Nominations Committee shall put forward to Council not more than four candidates, and may put forward a single candidate, for election to each of the offices of President, Deputy President and each Vice-President. The Chief Executive may participate in the appointment of a new Chief Executive but not vote on the issue in Nominations Committee.