

Annexe 2

Terms of Office Policy

1. Purpose Statement

- 1.1 To have in place a clear and agreed policy on how long an individual may serve as a Trustee of Suffolk Academies Trust along with principles for terms of office for the Chair and Vice Chair and succession planning.
- 1.2 Nolan's second report on Standards in Public Life (1996) recommended maximum terms that members should serve in order to maintain their objectivity and independence.
- 1.3 It is good governance practice to have a policy in place to define Trustee terms of office. This document serves to fulfil this requirement.
- 1.4 In this Policy the term "Trustee" shall where the context so permits include a person in an Advisory capacity of a Committee appointed by the Board of Trustees.

2. Responsibilities and Implementation

- 2.1 The Search and Nominations (the SAT Members) Committee (the "Committee") will have lead responsibility for the oversight of this policy; in its capacity to make appointments to the Board of Trustees.
- 2.2 The Chair of the Committee will work closely with the Trust Secretary to ensure that the procedures in this policy are observed.

3. Policy Details

- 3.1.1 *Terms of Office The Articles of Association Article 64 provides that a member shall hold and vacate office in accordance with the terms of the appointment but the length of one term shall be four years.*
- 3.1.2 *Subject to sub clause 64⁵ of the Articles of Association it is for the Trust to determine the rotational and retirement system to be implemented and the Trust has determined that the length of one term of office shall not exceed three years and that the maximum that an individual may hold office shall be a cumulative total of nine years whether served by consecutive terms of office or not.*
- 3.1.3 *The Chair of the Board of Trustees whilst serving as Chair may be permitted an extension of office up to a maximum cumulative total of twelve years subject to such an extension being reviewed annually by the Committee.*
- 3.1.4 *An individual may be permitted to hold office in an advisory capacity (not eligible to vote) appointed by the Committee for a period of twelve months renewed annually without that period counting towards the total of nine years provided for in clause 3.1.2.*
- 3.1.5 *The CEO will serve as a Trustee of the Board of Trustees for the period of his appointment unless he shall choose not to do so.*
- 3.1.6 *Subject to paragraph 3.1.2 and the provisions of the Selection of Trustees Policy (Annex 1 to the Standing Orders) Independent Trustees may be appointed for further terms of office.*

3.2 *Other requirements*

- 3.2.1 There is no upper age limit for Trusteeship;
- 3.2.2 No one under the age of 18 may be a Trustee;
- 3.2.3 A Trustee who is not a paid member of the Trust's staff at the time of appointment as a Trustee will cease to be a Trustee should he subsequently be appointed as a paid member of staff.
- 3.2.4 Advisory members are subject to annual reappointment and approval by the Members.

3.3 *Chair and Vice Chair of the Board of Trustees*

- 3.3.1 The term of office will be up to three years for the Chair and up to two years for the Vice Chair. They will be eligible for reappointment. The procedure and timing for the election and re-election of the Chair and the Vice Chair is set out in the Standing Orders under section 3.2).
- 3.3.2 It will be the responsibility of the Committee to seek to identify Trustees who might be appointed Chair or Vice Chair in the future. This will ensure succession planning and guard against sudden vacancies of the Chair or the Vice Chair.
- 3.3.3 In accordance with Articles 82 through to 92 of the Articles of Association, the Board of Trustees may elect a Chair or Vice Chair from among their number. A Trustee who is employed by the Trust shall not be eligible for election as Chair or Vice Chair.

3.4 *Succession Planning*

- 3.4.1 The Committee will have the responsibility for advising the Board of Trustees on all aspects of Trustee appointments and membership, including the reappointment of Trustees.
- 3.4.2 The Trust Secretary will alert the Committee when a Trustee's term of office is nearing its end and the Committee will use the Trust's policy on the selection of Trustees along with a review of the skills, experience and background of Trustees before making such appointments.
- 3.4.3 The Trust Secretary will alert the Committee when an elected Trustee position has (in the case of resignation or removal from office) or is about to (in the case of end of term) become vacant. The Committee will review the appropriate election procedure and the election will be arranged by the Trust Secretary as soon as possible.

4. **Related Procedures, Codes of Practice, Guidance Documents**

Articles of Association
Standing Orders
Code of Conduct