



BPCA Selection and Appointment of Executive Board members

May 2023

Note, the selection and appointment of BPCA Executive Board members is covered in Rule 2 of the New BPCA Rules (2023).

To ensure good governance of the Association, the Executive Board will look to fill vacancies or appoint to the Executive Board individuals with specific skills sets required on the Board.

All Executive Board appointments are expected to be supportive of the Values of the Association and the Mission, Vision and Strategy.

Terms of office

Directors' Terms of Office are generally three years in length and are set out in Rule 5 (see **New BPCA Rules (2023)**) which gives a good indication of when, and how often, vacancies will arise.

There will also be occasions that either naturally present themselves or result from governance reviews undertaken, meaning the Board numbers need to increase to fill gaps or increase the skill sets required.

MEMBER REPRESENTATIVES

Member Representative: means a director who is an individual who is a director or employee of a Member, a partner in a business partnership that is a Member, a sole trader that is a Member, or member of a limited liability partnership that is a Member.

Such vacancies will be advertised amongst the membership.

The specification for any vacancy will consider:

- Skillsets required by the Executive Board
- Diversity and make-up of the Executive Board
- Representation across membership categories.

An application form will need to be completed by applicants, the contents of which may be verified by the Board.

Member companies can nominate prospective member representatives as ordinary Executive Board members.

Nominated prospective member representatives must be eligible to stand (see BPCA website news item **Changes to BPCA Articles of Association and Rules FAQs**), have authorisation from the employing member company to ensure they are supportive of their nomination, can fulfil the role and the time commitments it requires.

The Executive Board will put member representatives to the wider membership for election by digital ballot unless only one application is received.

In that case, the Executive Board would ensure that the application form had been properly completed and the sole candidate was eligible to stand (as with any nomination received). A member vote would not be required and the candidate appointed would be notified to the membership.

Successful candidates will receive:

- Induction to the Association, Strategy, Governance and the role of the Executive Board and its committees
- Governance /directorship training
- A competency assessment every three years
- An annual self-assessment.

NON-MEMBER REPRESENTATIVES

Non-member Representative: means any director other than a Member Representative.

As a growing Association in an increasingly complex environment (particularly concerning public affairs and legislation), there may be occasions when we're unable to find the skill set required within the membership. The position of Treasurer is an excellent example of this.

Additionally, it's not uncommon that members with the skill sets needed just don't have time to commit to the Executive Board, and a non-committed member of the Board doesn't help anyone.

Our sector also has many stakeholders that may benefit the members from having a voice. They're often big players in their own field and need more incentive to be actively involved.

For these reasons, the Executive Board may occasionally look to appoint from beyond the membership. Such vacancies will be notified to the membership and promoted external to the Association.

The Articles and Rules are written so that there can only be a maximum of two Non-member Representatives on the Executive Board. This means they could never be the majority voice in a quorate Board meeting, so members remain in control.

The Executive Board will shortlist prospective candidates. The selection process will consider:

- Skillsets required by the Executive Board
- Diversity and make-up of the Executive Board
- Any conflicts of interest that may inhibit the candidate.

The Executive Board will provide feedback to unsuccessful nominees and an appeal process will be available for anyone not shortlisted.

The selection process will be:

- Specification for non-member representatives issued by the Executive Board
- Application form completed by applicants, the contents of which may be verified by the Board
- Selection interview (digital) three people drawn from existing Board members and CEO
- The successful candidate will be appointed by the Board and will receive:
- Induction to the Association, strategy, governance and the role of the Executive Board and its Committees
- Governance/directorship training (as required)
- A competency assessment every three years
- An annual self-assessment.

Attendance and performance management

If a Board member misses three consecutive board meetings, without good reason, they may be asked to stand down by the Executive Board.

The President will conduct performance reviews with individual Board members.