

# *Board Procedure for Appointments*



ST ANDREWS  
CHRISTIAN COLLEGE

INSPIRED BY  
FAITH

DISTINGUISHED BY  
CHARACTER

LEADERS BY  
INFLUENCE



# Board Procedure for Appointments

## PREAMBLE

All policy, protocols and procedures flow from the St Andrews Christian College Mission Statement:

*“To educate our students so that they are well skilled, understand life on the basis of biblical truth, and are motivated to walk with God and serve Him in their lives, so that they will be a positive Christian influence in the world.”*

## POLICY DOCUMENT INFORMATION

<b>TITLE:</b>	Board Procedure for Appointments
<b>AUTHORS:</b>	James Bligh
<b>ACKNOWLEDGEMENTS:</b>	
<b>PURPOSE:</b>	To provide policy and direction for all the College Community.
<b>RELATED DOCUMENTS:</b>	

## KEY DATES

<b>ISSUE DATE:</b>	March 2011
<b>REVIEWED AND APPROVED:</b>	February 2023
<b>SCHEDULED REVIEW DATE:</b>	February 2025



## 1. OBJECTIVE

*This procedure governs the appointment of members of the Board. It is a clarification of the articles in the College Constitution where, it was felt, more specific detail was required. This procedure does not supersede the Constitution, which is the governing document of the Board. The procedure should therefore be read in conjunction with a working knowledge of the Constitution.*

Note that, as dictated by the Constitution, there are three groups that can nominate Board members but that all nominations must be reviewed by the General Assembly of the Presbyterian Church of Victoria. It is the General Assembly, or delegated body, that actually appoints members of the Board.

The three groups that are able to nominate members are:

- The Presbytery of the bounds - the Presbytery in which the School is physically located, currently the Presbytery of Maroondah.
- The Company - both Voters and Company Members. Company Members are defined in the Constitution to be all College Directors. Voters are defined as all parents and guardians of current students who are entitled to vote at General Meetings of the College on resolutions relating to the College's nominations to the Board of Directors. The nominations made by the College must be made at a general meeting of the College.
- The existing Board members.

Each of the above groups can, in total, nominate four members for a total of twelve members of the Board. Nominations are subject to a rolling rotation system detailed in the College's Constitution:

- Board members serve three-year terms.
- Each year one-third (4) of the Directors' positions are available for nomination, and two-thirds (8) of the Directors' positions continue without requiring nomination or appointment.
- Casual vacancies can be filled at the good pleasure and chosen timing of the above mentioned nominating and appointing bodies that nominated the director whose position has become vacated. The successful nominees appointed to fill a casual vacancy are not appointed for a further full 3 year term, but for the balance of the 3 year term given to the outgoing director to which the casual vacancy relates. At the end of the balance of the 3 year term the successful nominee may accept nomination to fill the vacated Director's position in line with the procedure outlined above.
- Apart from any casual vacancies to be filled, each year up to 4 Director positions can be filled by nominations, with such available positions distributed between the Presbytery, the Council and the General Meeting of the College in a cyclic schedule, such that each year 1 of the 3 groups will nominate 2 members and the other 2 groups will nominate 1 member.

## 2. PRESBYTERIAN NOMINEES

There are four Board Members nominated by the Presbyterian Church. The process for appointment to the Board in one of these positions is as follows:

- Nominations for Board members are put to the Presbytery of the bounds.
- Candidate indicates willingness to be considered and provides a CV.
- Candidate must meet certain criteria:
  - Willingness to engage fully in Board activities.
  - Understanding of the legal and personal implications of Board membership.
  - Display a heart for the College.
  - Be a member of good standing of a Presbyterian Church.



- Willing to sign the College Statement of Faith.
- Successful reference check.
- The Presbytery of the bounds determines the most suitable candidate and puts them forward for appointment.
- The candidate is appointed by the General Assembly or the delegated commission.

### 3. BOARD NOMINEES

There are four Board Members nominated to the Board by the existing Board members. The process for appointment to the Board in one of these positions is as follows:

- Candidate is nominated by a single Board member.
- Candidate indicates willingness to be considered and provides a CV.
- Candidate is interviewed by one or two existing Board Members (excluding the nominator).
  - The form and content of the interview is at the discretion of the interviewers.
- Candidate must meet certain criteria:
  - Willingness to engage fully in Board activities.
  - Understanding of the legal and personal implications of Board membership.
  - Display a heart for the College.
  - Be a member of good standing of a Protestant Church.
  - Willing to sign the College Statement of Faith.
- Full Board vote and put them forward for appointment.
- The candidate is appointed by the General Assembly or the delegated commission. Candidates can expect a request for an interview by a panel of members of the General Assembly or the delegated commission as a part of this selection process.

### 4. COMPANY NOMINEES

There are four Board Members in total that are able to be nominated to the Board by the Company resolving such nominations in General Meeting. The College Constitution allows for such voting to be made by the existing members of the Board of Directors, together with the parents and guardians of existing students (referred to in the College's Constitution as 'Voters'). The process for appointment to the Board in one of these positions is as follows:

- Call for nominations go out at least four weeks prior to the Annual General Meeting ('AGM'), for the either 1 or 2 Director appointments (or for any casual Director appointments) sourced from nominations made by the Company in General Meeting, as specified in the three-year cyclic schedule of nominations.
- Candidate is nominated by two Parents.
  - Nominations close two weeks prior to the AGM.
- Candidate indicates willingness to be considered and provides a CV.
- Candidate must meet certain criteria:
  - Willingness to engage fully in Board activities.
  - Understanding of the legal and personal implications of Board membership.
  - Display a heart for the College.
  - Be a member of good standing of a Protestant Church.



- Willing to sign the College Statement of Belief.
- Successful reference check.
- If there is only one candidate per available position to which the Company is entitled at that General Meeting, then a resolution will be put forward to consider, and if thought fit to nominate, each candidate as the Company's nominee for College Director into their nominated position.
- If there are more nominated candidates than positions then a single poll for all positions will be performed at the AGM. The procedure of the poll will be at the Chairman's discretion at the General Meeting with the following considerations:
  - The Poll will be anonymous.
  - Candidates successfully nominated to fill a casual vacancy will take office immediately following appointment by the Commission of the General Assembly, and may hold office up until the ordinary completion date of the term of the Director to which the casual vacancy relates. If there are more than one casual vacancies being filled, the candidate with most votes will be allocated the position with the longest remaining term, in order.
  - A Director in the final year of an ordinary 3-year term who is successfully nominated at the General Meeting does not fill a casual vacancy, and will be offered to the General Assembly as a nominee for a full ordinary 3-year term commencing on the day following the expiration of their current term.
- The candidates are appointed by the General Assembly or the delegated commission. If the Commission of the General Assembly chooses not to appoint the General Meeting's nominee as College Director, then the position will remain casually vacant from the date of the previous Director's retirement and until such time as a subsequent appointment is made based on a nomination resulting from a subsequent College General Meeting.
- Candidates can expect a request for an interview by a panel of members of the General Assembly or the delegated commission as a part of this selection process.

## 5. INDUCTION OF BOARD MEMBERS

Once a candidate has been successfully appointed to the Board, they will receive an induction into their role. This will include but not be limited to the following:

- Access to all College Board documents including minutes and supporting documentation of Board and sub-committee meetings;
- Training – School governance training courses and other relevant training from both internal and external providers;
- Supplied with a link to the Governance Handbook (Independent Schools Victoria);
- Supplied with a copy of the College's current Directors & Officers Liability Insurance coverage certificate.

New board members will be required to provide/participate in the following:

- Signed Declaration of Good Character;
- A current Working with Children Check (WWCC) with the College listed as a relevant organisation
- Annual Compliance program for all Board members.



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