Procedure	Fit & Proper Persons – appointing trustees procedure -ORGC22
Document owner	Director of Communication, Information & Technology
Date first implemented	March 2016
Date last reviewed	August 2024
Date of next review	August 2027
Date governor-approved	March 2016
Associated documents	Fit & Proper Persons Policy
Reference documents	Articles of Association – in particular para 8.8, 8.9 and 8.13 The Charity Commission – in particular *Charity Trustees: What's involved* Companies House – expectations of directors The Care Quality Commission – in particular *Fit and Proper Persons (Regulation 5) Policy* Ofsted – the expectation of governors under the *Common Inspection Framework*
Initial reviewing body	Director of Communication, Information & Technology
Final approval body	Search & Governance Committee
Published on website	Yes

Purpose	To set out the procedure for ensuring potential and existing governors meet the relevant criteria to hold the post.
Scope	All governors and potential governors.
Equality, Diversity & Inclusivity	*"[Derwen] College is committed to promoting equality, good relations and to challenging discrimination. This is reflected in all College policies, procedures, processes and practices."* *Derwen College Equal Opportunities Policy* Derwen College's ethos is to embrace diversity, to offer equality of opportunity, and to treat every individual fairly and with respect. Equality, diversity and inclusivity are embedded throughout the organisation. This policy should be applied in accordance with this ethos. If you would like a copy of this document in a different format, such as large print, please contact the Human Resources Department who will provide help with alternative formats.

Assessing governors' fitness for responsibility

The persons appointed as trustees of the charity, the governors of the College, have to be fit and proper people to undertake this responsibility. The College has to comply with the Reference documents listed above.

Identify Board requirements
Search & Governance Committee – assesses the profile and the skills analysis of the Board, and identifies the skills and experience needed in a new candidate,

Search
An advertisement for the role will be placed, for as wide a coverage as is reasonable and cost-effective for the charity.

Recruitment process
Applications
Candidates will complete a governor application form, which includes: declarations about their fitness to serve (Declaration of Eligibility), in line with the legislation; a request for two referees, to cover both character and employment/professional activity. If they are invited for interview they will be asked to provide a CV in advance.

Interview
Potential candidates will be invited to an interview with two governors (normally the Chair) and the Principal. The Company Secretary will be in attendance and will make notes of the meeting.

The interview will include discussion of the:

- roles and functions, activities and expectations of governors
- College/ charity and its work
- criteria which must be met

Criteria:
Governors must:

- be a natural person, not a body corporate, nor disqualified under the Charities Act 2011
- be over 18 years of age
- not be an employee of the Charity
- be of good character and a caring and compassionate nature
- have relevant qualifications, skills and experience
- be physically and mentally fit, not unable to fulfil duties by reason of illness, disability or infirmity
- not be bankrupt or have an interim receiving order made against them
- not have a history of mismanagement or serious misconduct
- and be reasonable, fair and of sound judgement

Appointment
If a candidate is considered suitable, their appointment will be recommended to the Board for approval. Appointment is subject to suitable references and to a DBS check (a new DBS check is required every three years for all governors).

Once a governor

Consent on taking up appointment

All governors on appointment are required to complete and sign a declaration of interests form, which will be taken as consent to the appointment.

Ongoing monitoring and review: the accountability of governors

Governors complete a set of annual returns which includes a Declaration of Eligibility.
If at any time a governor finds him or herself unable to fulfil a criterion, he/she should report it immediately to the Governance Professional or Company Secretary. If someone has a concern about governor, that should be similarly reported. The Chair must take immediate steps to ascertain facts and initiate appropriate action. This may include but is not limited to:

- Frank discussion with the governor concerned
- Checking with others facts and details
- Written communication formalising a concern and required/desired action/outcome
- Reporting to the Board
- A proposal for resignation or dismissal from the Board.

The College's Articles of Association para 8.13 applies and includes the disqualification of a governor:

  - in accordance with any rules made by the Board for the purpose of disqualifying a person... in circumstances considered by the Board to be material: and
  - by unanimous resolution of the other Trustees

Concerns about the fitness of the Chair should be reported to the Vice Chair and the Principal.