

Committee	Search and Nominations Committee		
Date paper prepared	10/05/2024	Date of committee meeting	15/05/2024
Subject	Roles of the Board of Management expected to become vacant in 2024		
Author	Matt Sierocinski King, Board Secretary		
Action requested	To Discuss		
Purpose of the paper	To discuss the roles to be vacated, and to determine, how and by whom they might be filled.		
Brief summary of the paper	<p>The roles to which are due to be vacated are:</p> <ul style="list-style-type: none"> - *Chair of the Board of Management - *Vice-Chair of the Board of Management - Senior Independent Member - *Chair of Finance and General Purposes Committee - *Chair of Human Resources and Remuneration Committee <p>*These roles are currently being filled on an interim basis by their post-holders, and are currently expected to fall vacant before or at 2024 AGM in December.</p> <p>Previously, this Committee decided that the role of Vice-Chair of the Board of Management, and the role of Senior Independent Member, should be held by different people.</p> <p>The Board of Management has 6 Independent Directors that currently don't hold Committee or Board of Management roles, and 2 Independent Directors who will take up post as soon as their PVGs have been cleared. Of those 8 in total:</p> <ul style="list-style-type: none"> - 1 has their first term ending in December 2025 - 1 has their first term ending in December 2026 - 1 has their first term ending in December 2027 - 1 has their first term ending in December 2028 - 1 will become the Vice-Chair of Finance and General Purposes Committee on 16/01/2025 - 1 will become the Vice-Chair of Human Resources and Remuneration Committee on 16/01/2025 - 2 have indicated their desire to depart the Board of Management in the near future 		

	<p>Suggested actions:</p> <ul style="list-style-type: none"> - That the post-holders of these roles write to all Independent Directors personally to seek: <ul style="list-style-type: none"> o upon what date in 2024 each person could take on one of the roles listed above, and o Which role they could reasonably take up <p>For reference, any such application of interest is considered by this Committee in the first instance for recommendation to the Board of Management. The Board of Management formally approves any such appointments.</p>
Consultation	With this Committee
Resource implications	Time of Independent Directors
Risk implications	Risk 6. Governance.
Link with strategy	Sustainability
Equality, Diversity and Inclusion	N/A
Island Community Impact	n/a
Paper status	<input checked="" type="checkbox"/> Open – The paper may be circulated to non-members of the committee and published online without restriction. <input type="checkbox"/> Restricted – The paper must not be circulated to non-members or published online until after the committee meeting. <input type="checkbox"/> Confidential - The paper must not be circulated beyond the committee members and should not be published online. [Please note papers may still be subject to Freedom of Information requests – see below].
Freedom of information	Open If closed/ withheld, select date this will become ‘open’: Enter a date.