



Council Members Selection Policy

Background

Trinity Grammar School, Kew (TGS or Trinity or the School) is incorporated as a Company limited by guarantee and is governed by a Council of up to 12 members.

Under the School's Constitution:

one member is nominated by the Anglican Archbishop of Melbourne (the Archbishop);

- one is nominated by the Parents' Association (PA);
- one is nominated by the Old Trinity Grammarians' Association (OTGA); and
- the remaining members are nominated by Council itself.

The Members nominated by either the Archbishop, the PA or the OTGA are hereafter collectively referred to as "Nominee members".

Nominee members serve two-year terms. Other Council members serve three-year terms. All members can be re-nominated and serve up to three terms each. Council can resolve to allow a member to nominate and serve one extra term.

This document sets out the factors that are considered when selecting Council members.

Appointment of Council members

The School undertakes a rigorous process when selecting new Council members.

The School aims to have a Council which, as a whole, has the range of skills, knowledge, background and experience to govern the School, made up of individuals of high integrity, with sound commercial judgement, inquiring minds and the ability to work cohesively with other Council members and within the School's values.

Council strives for a mix of educational backgrounds, skills and experience to ensure a diverse Council is in place to best serve the needs of the school.

When considering Council member candidates, the Council seeks to ensure that:

- all Council members are appropriately qualified. This will include appropriate previous and other directorial experience, tertiary qualifications and/or work experience;
- the skill sets, experience and diversity of Council is appropriately weighted to the ongoing strategy, masterplan and risks of the School, and is reflective of the School community;
- prospective candidates must have a track record of success in either business or another field and of working as part of a team;



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- several Council members are independent of the school such that they can make objective decisions regarding the School; and
- Council members who are current parents of students at the school, or are active members of OTGA, can demonstrate a clear ability to make objective decisions regarding the School.

For the avoidance of doubt and to assist in the above considerations, Council members are deemed to be independent of the School where they are either former parents of TGS students, former staff members of the School, or former TGS students whom are not actively involved with the OTGA, Staff Association or any ongoing School activities.

Process for selecting Council Members

Council follows a rigorous & thorough process when selecting new members, which is managed by Council's Nominations Committee. External consultants may be engaged, if appropriate, to advise on potential appointees. Key stakeholders will, from time to time, be engaged as part of the process.

The potential appointees must have a strong reputation and high ethical standards. Prospective Council members are required to confirm that they will have sufficient time to meet their obligations and that they will keep the School informed of their other commitments.

The School undertakes background checks on prospective candidates, which may include the candidate's character, experience, education, criminal record and bankruptcy history. All candidates will need to comply with the ACNC "fit and proper person" requirements.

Prospective Council members are provided with a Letter of Offer confirming their duties and obligations as Council members.

New Council members are provided with a comprehensive induction to bring them up to date on the School, its values, strategies and goals.

This policy will be provided to the Archbishop and to the Executive Committees of both the PA and the OTGA to assist them with their Nominee deliberations.