

# Recruitment of Board Members Policy

Policy Reference Number: G05

<b>Effective Date:</b>	December 2025	<b>Review Date:</b>	December 2030
<b>P&amp;P Review Group Approval Date:</b>	September 2025	<b>Board Approval Date:</b>	December 2025
<b>Owner:</b>	Chief Executive	<b>Department:</b>	Governance
<b>Issued To:</b>	<input checked="" type="checkbox"/> Board of Management <input type="checkbox"/> All Staff <input type="checkbox"/> ET/LT <input type="checkbox"/> Head Office Managers <input type="checkbox"/> C&S Managers <input type="checkbox"/> Department/Other: _____	<b>Method of Delivery:</b>	<input type="checkbox"/> Annual Declaration <input type="checkbox"/> Learn Pro Individual Sign Off <input checked="" type="checkbox"/> Board Portal
<b>Stakeholder Consultation</b>	<input type="checkbox"/> All Staff <input type="checkbox"/> Customer Engagement <input type="checkbox"/> Union <input type="checkbox"/> Employee Voices Group <input type="checkbox"/> Head Office Managers <input type="checkbox"/> C&S Managers <input type="checkbox"/> Department/Other: _____	This policy will be reviewed every 5 years from the date of implementation or earlier if deemed appropriate for any legislation or regulatory changes. If this policy is not reviewed within the above timescale, the latest approved policy will continue to apply.	
<b>Equality Impact Assessment</b>		No	N/A

## Version Control

Date	Owner	Version	Reason for Change
Sept 25	Chief Executive	5.0	Cyclical Review

## Summary of Changes

Section	Change
1.1	Added reference to SFHA Charitable Model Rules (Scotland) 2020
2.0	Section added regarding Scope of Policy
5.1.5	Added formal interview process, amended from 'informal meeting'
5.1.6	Expanded the induction section
5.2	Section added regarding Ark Subsidiary Board Recruitment
5.3	Section added regarding movement from Ark Subsidiary Board to Ark Parent Board
5.4	Section added regarding movement from Ark Parent Board to Ark Subsidiary Board
5.5	Section added regarding Basic Disclosure requirements

6.1	Added broader statement re training on the recruitment process
6.2	Added broader statement re Parent Board monitoring and approval of recruitment activity
All	Amended terminology i.e. service user to supported people/person
All	Updated Policy & Procedure References
All	Added sub heading to sections for ease of reading
Appendix 1	Elections to the Board of Management Nomination form updated to reflect current contact details
Appendix 2	Form updated to reflect up to date details, address, etc.

# Contents

1.0	Introduction .....	4
1.1	Legal & Regulatory Framework.....	4
2.0	Scope.....	4
3.0	Roles & Responsibilities .....	5
4.0	Related Policies, Procedures & Documentation .....	5
5.0	Recruitment of Board Members .....	6
5.1	Ark Parent Board.....	6
5.1.1.	Eligibility .....	6
5.1.2.	Recruitment Considerations .....	6
5.1.3.	Ark Membership .....	7
5.1.4.	Process for Ark Members Joining the Board.....	7
5.1.5.	Vacancies Post-AGM .....	8
5.1.6.	Welcome and Induction.....	10
5.2	Ark Subsidiary Board .....	11
5.3	Succession and Advancement to Ark Parent Board.....	11
5.4	Transition from Ark Parent Board to Subsidiary Board .....	12
5.5	Basic Disclosure.....	12
6.1	Training .....	13
6.2	Monitoring .....	13
	Appendix 1 – Nomination Form.....	14
	Appendix 2 – Application for Co-optee Membership .....	15

## 1.0 Introduction

This document describes our arrangements for recruiting new Board of Management Members.

Under Ark Rules (37.1), the Board of Management must have a minimum of 7 and a maximum of 15 Members (including any co-optees).

We will regularly review the skills and knowledge that the Board of Management needs to be effective [SHR Regulatory Framework, Standard 6], as well as its size and composition, in order to ensure that it can exercise its responsibilities effectively.

We will also ensure that, to demonstrate openness and accountability, there is a reasonable turnover of Board Members over time, in accordance with Ark's Rules.

We are committed to ensuring that our tenants and supported people can be actively involved in the management of Ark. We will provide information, support and training to tenants and supported people who are interested in becoming involved in Board membership.

### 1.1 Legal & Regulatory Framework

This policy complies with:

- SHR Regulatory Standards 1, 5 and 6.
- Ark Rules, based on SFHA Charitable Model Rules (Scotland) 2020.

This policy applies to any individual within Ark that is involved in the appointment or recruitment of Board Members.

## 2.0 Scope

This policy applies to all recruitment activity relating to Ark's governance structures, including the Board of Management and Subsidiary Boards. It sets out the principles, procedures, and governance expectations for the appointment of Board Members, whether through election, co-option, or transition between Boards. The policy is applicable to existing Board Members seeking reappointment, individuals nominated from Ark's membership, and external candidates identified through open recruitment processes.

All recruitment activity will be conducted in accordance with Ark's governance framework, equality principles, and safer recruitment standards.

### 3.0 Roles & Responsibilities

There is a range of standard expectations which underpin all policies. Read more about standard [roles and responsibilities](#). In addition, the following specific responsibilities apply to this policy.

The Chief Executive is responsible for the initial review of each application to confirm that the applicant is eligible to be considered for Board Membership.

The Chair is responsible for leading on any recruitment and recommending new appointments to the Board of Management.

### 4.0 Related Policies, Procedures & Documentation

HR01a Recruitment & Selection procedure

G01 Board Members Code of Governance

G02 Board Members Code of Conduct

G04 Membership of the Association Policy

G06 Standing Orders Policy

G07 Board Members Training and Development Policy

G11 Entitlements, Payments & Benefits Policy

G11a Entitlements, Payments & Benefits Procedure

G13 Openness and Confidentiality Policy

G15 Computer System, Security, Email and Internet Policy

G34 Equality Policy

G42 Board Members Training Procedure

G43 Board members Expenses

HS01 Health and Safety Policy

Ark's [Rules](#).

[Ark's Vision, Mission & Values](#)

## 5.0 Recruitment of Board Members

### 5.1 Ark Parent Board

#### 5.1.1. Eligibility

Any individual who is interested in becoming a Board Member will be considered, unless they are currently not eligible to do so.

We will ensure that we comply with the current Rules, which states that the following persons are not eligible to become Board Members:

- Employees of Ark, or close relatives of employees; Rule 37.4
- Individuals who have been adjudged bankrupt, have granted a trust deed for or entered an arrangement with creditors or whose estate has been sequestrated and has not been discharged; Rule 43.1
- Individuals who are or will be unable to attend Board meetings for a period of 12 months; Rule 43.4
- Individuals who have been convicted of an offence involving dishonesty which is not spent by virtue of the Rehabilitation of Offenders Act 1974 or an offence under the Charities and Trustee Investment (Scotland) Act 2005; Rule 43.2
- Individuals who are a party to any legal proceedings in any Court of Law by or against Ark; Rule 43.3
- Individuals who have been removed from the Board of another registered social landlord within the previous 5 years; Rule 43.5
- Individuals who have been removed from the Ark Board in terms of Rules 44.4 or 44.5 within the previous 5 years; Rule 43.7
- Individuals who have been removed or suspended from a position of management or control of a charity under the provisions of the Law Reform (Miscellaneous Provisions) (Scotland) Act 1990 or the Charities and Trustee Investment (Scotland) Act 2005; Rule 43.8
- Individuals who are prevented by a Disqualification Order under the Company Directors' Disqualification Act 1986 from serving as company directors. Rule 43.10

For further information on the restrictions regarding eligibility for Board membership, see Ark's [Rules](#).

#### 5.1.2. Recruitment Considerations

In seeking to recruit new Board Members, we will:

- Promote opportunities for members of Ark to be considered for election to the Board;

- Identify any gaps in skills and/or expertise on the current Board and seek to fill these through a process of advertising and co-option.

These options are considered in greater detail in the following sections.

### 5.1.3. Ark Membership

Individuals have the opportunity of becoming a member of Ark. In particular we will promote membership to:

- Tenants and Supported People of Ark;
- Individuals with direct or indirect experience of disability;
- Members of ethnic minority communities;
- Representatives of organisations that work in partnership with us;
- Relatives of tenants and Supported People.

### 5.1.4. Process for Ark Members Joining the Board

We are also committed to promoting amongst Ark members the opportunity to become actively involved in the management of the organisation, through joining our Board.

Ark members may be considered for election to the Board at an Annual General Meeting.

To be considered for election a member must:

- Be 18 years of age or over;
- Be nominated by an existing Ark member on the prescribed nomination form (Appendix 1);
- Confirm in writing on the nomination form that they are willing to be considered for election;
- Submit a CV, outlining their skills and competencies to act as a Board member;
- Confirm in writing on the nomination form that, so far as they are aware, they are eligible to stand for election.

Nomination forms, together with information about any vacancies on the Board and the process for submitting a nomination and standing for election, will be sent to all Ark members along with their invitation and other papers relating to each Annual General Meeting not less than 28 days before the date of the meeting, Rule 40.2.

A member who wishes to join the Board may be invited to attend an interview with the Chief Executive and the Chair to assess their suitability to join the Board before their nomination is submitted.

To be considered for election, a potential Board Member's nomination form and CV must be received by Ark's Secretary (the Chief Executive) at least 21 days before the date of the Annual General Meeting Rule 40.2.

Any nomination form and CV arriving after the due date will not be considered. The Chief Executive will write to the nominee to explain why their nomination will not be considered at the AGM.

On receipt of a valid nomination, the Chief Executive will check that the nominee is eligible to stand for election. The Chief Executive will write to anyone who is ineligible to explain why they may not stand for election to the Board.

The Chief Executive will arrange for the nominee to attend a formal interview, prior to the date of the AGM, where their suitability to become a Board member will be assessed. The outcome of this interview will be communicated to the nominee prior to the date of the AGM, informing the nominee if their nomination will be going forward to the AGM.

#### 5.1.5. Vacancies Post-AGM

If following an AGM there are still vacancies on the Board, and especially where it is identified that there are certain skills, experience or expertise that the Board is lacking, or where there may be groups that are under-represented with regard to this Policy, and our policy on Equality, Diversity, Inclusion & Human Rights, the Board may seek to fill such vacancies by:

- Advertising following Ark's Recruitment Policy and Procedures;
- Circulating information to:
  - Partner organisations and other stakeholders;
  - Tenant organisations and community groups;
  - Members of Ark.

The advert or circulated information will invite applications from those with particular skills or areas of experience where gaps have been identified, and/or will invite applications from under-represented groups.

In addition to advertising and circulating information, personal approaches to individuals may be made by existing Board Members and senior staff following discussion and agreement with the Chief Executive and Chair of the Board.

The Chief Executive will issue anyone responding to an advert, information or personal approach with information comprising:

- Ark's background, history, current structure etc.;
- Details of the process of becoming a Board Member;



- The Board Member Role Description from the Board Members' Code of Governance;
- An application form, which will ask for information on the areas of skills, knowledge and experience that the applicant can offer (see Appendix 2).

The Chief Executive will initially review each application to confirm that the applicant is eligible to be considered for Board Membership. Eligible applicants will then be invited to attend an interview with the Chief Executive and one or more Board Members (of whom one will normally be an Office Bearer).

The purpose of the interview will be to:

- Confirm the applicant's eligibility to become a Board Member;
- Establish that the applicant understands the role of the Board;
- Discuss and establish the potential contribution likely to be made by the applicant, in the light of the skills, knowledge and experience currently sought by Ark;
- Answer any questions the applicant may have;
- Explain the benefits of having an experienced Board Member supporting and mentoring the applicant, if they are successful.

Following the recruitment, a report will be submitted to the next meeting of the Board who will confirm whether or not the applicant or applicants should be co-opted as a Board Member.

The Chief Executive will advise the applicant in writing of the Board's decision and if the decision is not to approve co-option, will give the reasons for that decision.

Successful applicants will be invited to attend a Board meeting as observers before their membership is confirmed.

Co-opted members of the Board will not be entitled to vote on matters relating to the Rules, Ark membership or the election of Office Bearers, nor will they be entitled to stand for election to any Office Bearer's post – Rule 42.

Co-opted Board Members may only serve on the Board until the AGM following their co-option, at which point they must, if they wish to continue to serve on the Board, become a member of Ark and be nominated for election.

The co-option process may also be used to fill casual vacancies left by the retiral or resignation of existing Board Members during the course of a year – Rule 41.

### 5.1.6. Welcome and Induction

New Board Members, whether elected or co-opted, will receive a letter of welcome from Ark including details of the induction process – Rule 59. Information issued during the induction process will include:

- Ark's Rules
- Board Standing Orders
- Governance documents, including, but not necessarily confined to:
  - Code of Governance (including declaration for signing and return)
  - Code of Conduct (including declaration for signing and return)
  - Health and Safety policy (including Ark's Statement of Intent and declaration for signing and return)
  - Equality, Diversity & Human Rights policy
  - Entitlements, Payments, and Benefits policy
  - Openness & Confidentiality policy
  - Computer System Security, Email & Internet Policy (including declaration for signing and return)
  - Expenses policy
  - Board Members Training and Development policy
  - Organisational structure chart
  - Current Business Plan
  - Schedule of dates for the current year's Board meetings and meetings of any Sub-Committees
  - SHR Regulatory Standards
  - Payments and Benefits Declaration of Interests Form (for completion and return)

The new Board Member will be invited to attend meetings/induction appointments with key Officers who will explain the current governance arrangements and share strategic and operational updates. During the meeting with the Chief Executive the contribution which the new Member can make to Ark's governance through their skills and/or experience, will be discussed. At this meeting, the new Member will also be invited to consider becoming a member of one or more of the current Sub-Committees.

During induction the new Board Member will be required to complete and sign the Code of Governance, Code of Conduct, Health and Safety and Payments and Benefits declarations. Membership of the Board will not take effect until these declarations have been signed.

The Board will appoint an experienced Member to support and where necessary mentor the new Board Member during the first 6 months of their membership. Mentoring will

consist of being available to answer questions on the role of the Board and its members, giving advice on procedures and conduct, and providing support to ensure that the new Member is comfortable with their responsibilities.

The Chief Executive will prepare and oversee the structured induction programme for each Board Member, tailored to each individual's needs. The programme will be designed to ensure that the Board Member gains an understanding of Ark's current strategy and business priorities, the major issues and challenges facing the organisation, how Ark Delivers its services and the role and purpose of the various staff departments. For further details see the policy: Board Members Training & Development.

## 5.2 Ark Subsidiary Board

Ark's Subsidiary Board was established in 2024 and comprises of two Subsidiary Companies: Ark Services Limited and Ark Commercial Investments Limited. The Subsidiary Board is a separate and independent Board and is constituted by Members that do not serve on the Ark Parent Board.

Ark's approach to recruiting members to its Subsidiary Boards will follow a structured and transparent process aligned with the organisation's governance standards and in line with Ark's Recruitment Policy.

All appointments to Subsidiary Boards will be subject to the same principles outlined in this policy, including eligibility, co-option, and election procedures. In addition, the following specific provisions apply:

- **Oversight and Approval:** The Chief Executive and Chair will oversee the recruitment to the Subsidiary Board and where required, the Chair of the Subsidiary Board will participate. This includes assessing the skills and experience required to complement existing Board composition and meet organisational needs.
- **Recruitment Process:** Recruitment will be conducted through open advertisement or targeted engagement, depending on the requirements. All candidates will be assessed against agreed criteria, and recommendations will be submitted to the Board of Management for approval. Where appropriate, candidates may be co-opted prior to formal confirmation at the Annual General Meeting, in line with Ark's Standing Orders.
- **Committee Alignment:** The recruitment process will reflect the governance framework introduced in June 2024, which includes the establishment of new committees to support Board effectiveness and compliance.
- **Documentation and Transparency:** All recruitment decisions will be documented and retained in accordance with Ark's governance policies.

## 5.3 Succession and Advancement to Ark Parent Board

Ark recognises the importance of clear succession planning across its governance structures. In line with the organisation's commitment to robust governance and regulatory compliance, any individual seeking appointment to the Ark Parent Board from a Subsidiary Board must formally resign their Subsidiary Board position prior to taking up the Parent Board role. This requirement reflects the governance principle of independent membership across Boards, as approved by the Board of Management, and ensures clarity of accountability and decision-making authority.

This approach is consistent with Ark's Rules and Standing Orders, and aligns with best practice guidance issued by the Scottish Housing Regulator and OSCR, which emphasise the need for transparent governance arrangements and avoidance of conflicts of interest. Exceptions to this requirement may be considered only in exceptional circumstances and must be approved by the Chair and the Board of Management.

#### 5.4 Transition from Ark Parent Board to Subsidiary Board

Ark recognises that Board Members may, at times, wish to evaluate their governance commitments while continuing to contribute to the organisation's strategic oversight. In such circumstances, a transition from the Parent Board to a Subsidiary Board may be considered. To maintain the integrity of Ark's governance structure and uphold the principle of independent membership between Boards, any individual seeking to move from the Parent Board to a Subsidiary Board must formally resign their Parent Board position prior to appointment to the Subsidiary Board.

This approach ensures the avoidance of conflicts of interest and maintains clear lines of accountability members. It also reflects SHR's expectations around transparent governance and effective group structures.

Examples of when such a transition may be appropriate include:

- A long-serving Parent Board Member seeking to mentor newer Subsidiary Board Members while stepping back from higher-level strategic duties.
- A Member approaching retirement who wishes to remain engaged in a reduced capacity.
- A Member with changing personal or professional commitments requiring a lighter governance role.

All such transitions must be approved by the Chair and the Board of Management, with consideration given to succession planning, skills balance, and governance continuity.

#### 5.5 Basic Disclosure

All individuals appointed to Ark's Board of Management or Subsidiary Board are required to undergo a Basic Disclosure check in accordance with the Disclosure (Scotland) Act 2020 and Ark's Recruitment Policy. This requirement ensures that Ark maintains the highest standards of governance and safeguarding across its leadership structures.

Board Members must apply for their Basic Disclosure via Disclosure Scotland and submit the resulting certificate to Ark for record-keeping purposes. The cost of the disclosure, currently £25, will be reimbursed by Ark upon submission of a completed expenses claim form and bank details for payment.

This process applies to all new appointments and may be repeated periodically in line with legislative updates or organisational policy changes. Ark will provide guidance and support to Board Members throughout the application and reimbursement process.

## 6.1 Training

Board Members training is set out within G07 Board Members Training and Development Policy.

Board Members and Ark Officers that are involved in the recruitment process will receive training on the process to ensure compliance with this Policy.

## 6.2 Monitoring

The Chief Executive is responsible for ensuring that this policy is implemented when required. Board recruitment is monitored via the Ark Parent Board who are responsible for approving all recruitment activity, Board appointments and Subsidiary Board appointments.

## Appendix 1 – Nomination Form

### ARK – ELECTIONS TO THE BOARD OF MANAGEMENT NOMINATION FORM

Any Association Member may nominate any other Member for election to the Board of Management. If you wish to nominate anyone please use this Form. It is essential that any Member nominated also signs the Form to indicate their willingness to stand and that a CV and covering letter outlining their relevant skills and experience as per the role of a Board Member, is enclosed.

Completed nomination forms can be received via email to [nina.adamson@arkha.org.uk](mailto:nina.adamson@arkha.org.uk) or by post using the enclosed pre-paid envelope no later than 21 days prior to the Annual General Meeting.

#### *To be completed by the person making the nomination*

I, (please print) \_\_\_\_\_ being a member of Ark, hereby  
nominate (please print)

(name) \_\_\_\_\_

(address) \_\_\_\_\_

\_\_\_\_\_

(occupation) \_\_\_\_\_

for election to the Board of Management.

Signed \_\_\_\_\_ Date \_\_\_\_\_

#### *To be completed by the person nominated*

I, (please print) \_\_\_\_\_ confirm my willingness  
to stand for election to the Board.

I am not an employee of Ark, or a close relative of an employee.

I am not barred from being elected to the Board by any of the reasons listed in Rule 43 of the Association's Rules.

Signed \_\_\_\_\_ Date \_\_\_\_\_

## Appendix 2 – Application for Co-optee Membership

### ARK HOUSING ASSOCIATION LTD (ARK)

#### APPLICATION FOR CO-OPTEE MEMBERSHIP OF THE BOARD OF MANAGEMENT

##### 1. Personal Details

*(Please complete this section in block letters, apart from email address)*

TITLE .....

FIRST NAME(S) .....

SURNAME .....

ADDRESS .....

.....

POSTCODE .....

DATE OF BIRTH ..... PLACE OF BIRTH.....

OCCUPATION .....

TEL. NO. (DAY) ..... (EVE) .....

(MOB) .....

EMAIL .....

##### 2. Experience and Skills

What experience/skills do you have which are relevant to the work of Ark? Please detail under the following areas:

*(continue on a separate sheet if necessary)*

Care/Support

##### ***Question 2 continued***

Housing/Asset/Development/Property

Financial/Human Resource/Admin

Other

##### 3. About you

a) Why do you wish to become a member of Ark's Board of Management?

*(Detail your motivation and the personal skills you could offer)*

b) What experience do you have of other voluntary organisations/projects?

#### 4. Other Information

##### ***Compliance with Ark's Payments and Benefits Policy***

- a) Are you related to a current or previous member of Ark's staff and/or Board Member? If yes, please give details below of all that apply.
- b) Are you a member of other organisations, or involved in other employment or business interests which may be deemed a conflict of interest should you be elected on to the Board? If yes, please give details below of all that apply.
- c) Are you, or are you related to, a tenant or supported person of Ark?

I confirm that the information given on this form is, to the best of my knowledge, true and complete. I accept that any false statement may be sufficient cause for rejection of this application or removal from the Board.

Signed ..... Date .....

*All information will be treated as confidential.*

**Please return completed form to:**

**Ark Housing Association Ltd, 3 Lochside Way, Lochside House, Edinburgh Park, EH12 9DT**

**Tel: 0131 447 9027      Email: [admin@arkha.org.uk](mailto:admin@arkha.org.uk)**

**website: [www.arkha.org.uk](http://www.arkha.org.uk)**

***Please use this continuation sheet for any further information***