



Subject 2017 Election of Chair and Vice Chair
Purpose For Decision
From The Chair

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1. Summary

To discuss and agree the timetable for the election of the Chair and Vice Chair and the amendments to the normal timings to facilitate the specific circumstances for 2017.

2. Recommendations

Having considered the priorities of the organisation, including the smooth transition of the position of Chair and the forthcoming changes in Board membership in April, the current Chair recommends that the Board decides on a new Chair by way of a special election in March 2017 as laid out in Option 3.

3. Open

4. Contribution to the Board's Purpose and Objectives

The election of the Chair and Vice Chair assists the Board in the delivery of all its strategic aims, and in particular, is a requirement under Schedule 1 of the Act.

5. Background

- i. The Board's General Rules state that the periodic election for the Chair and Vice Chair must take place after 1 April 2017 and before 15 July 2017. If the office of Chair is vacant, the Vice Chair acts as Chair pending a new Chair taking office. A vacancy arising other than by the periodic election may be filled (at the Board's choice) either by an appointment by resolution; or by a special election. A vacancy may also be filled by the periodic election provided this takes place as soon as is practicable. It happens that the office of Chair will become vacant on the 31 March 2017. Depending on the timing of the process to appoint/elect a new chair, the period of interregnum may be shorter or longer and/or the role of Board members joining or leaving on the 31 March will vary.
- ii. The timetable is determined by the Registrar and notified to the Board. Typically the timetable is set so as to avoid any disruption to any Board meeting and to provide continuity during any transition of the Board.

The Board will face a unique set of circumstances in the first half of 2017. At least three appointed members of the Board, including the current Chair and the Chair of the Prescription and Remuneration Committees, will need to leave the Board on 31 March 2017 as they will have completed their full tenures, i.e. two consecutive four-year tenures. Two additional Board members will leave on 31 March 2017 unless their appointments are renewed by the Department for Communities and Local Government (DCLG)/the Privy Council for a second term. This therefore creates a challenging position, which the Board is asked to consider and discuss.

Option 1 – Routine Periodic Election (Chair and Vice Chair)

If the Board wishes to pursue this option, then the proposed timetable would operate as follows in order to ensure that a new Chair (and Vice Chair) is in post as quickly as possible following the departure of the current Chair.

Date	Election Stage
5 April 2017	Nominations invited for Chair and Vice Chair.
26 April 2017 (5.00pm)	Nomination Deadline. Nominations close at 5.00pm. Fully completed nomination forms, together with any election address for circulation, must be received by this time.
27 April 2017	Candidates standing for election, together with those nominating them will be announced.
28 April 2017	Voting papers will be sent to the Board.
10 May 2017 (5.00pm)	Election day. Votes must be cast by 5.00pm.
11 May 2017	The results of the election will be announced and the Chair and Vice Chair will take up office immediately.

Under this option, the Vice Chair would act as the interim chair from 1 April 2017 until a new chair was elected.

This option would allow new Board members who join on 1 April 2017, as well as those Board members who are continuing, to participate in the nomination and voting for a new Board Chair and Vice Chair. The new Board members would however be voting without knowledge, inasmuch as they may not have had the opportunity to meet the prospective candidates for Chair.

Under this option; the election of both the Chair and Vice Chair would take place simultaneously; the next period election would then be due after 1 April 2018 and before 15 July 2018.

Option 2 – Early Periodic Election (Chair and Vice Chair)

There is nothing within the rules which precludes the Board from commencing the election process before 1 April 2017, provided that the election date, i.e., the date upon which the vote closes and the votes are counted, falls after 1 April 2017.

If the Board wishes to pursue this option, then the proposed timetable would operate as follows in order to ensure that a new Chair (and Vice Chair) is in post from 6 April 2017.

Date	Election Stage
24 February 2017	Nominations invited for Chair and Vice Chair.
17 March 2017 (5.00pm)	Nomination Deadline. Nominations close at 5.00pm. Fully completed nomination forms, together with any election address for circulation, must be received by this time.
20 March 2017	Candidates standing for election, together with those nominating them will be announced.
20 March 2017	Voting papers will be sent to the Board.
5 April 2017 (12pm)	Election day. Votes must be cast by 12.00pm.
6 April 2017	The results of the election will be announced and the Chair and Vice Chair will take up office immediately.

Under this option, the Vice Chair would act as the interim chair from 1 April until a new chair was elected.

This option would allow continuing Board members, i.e., those who remain a part of the Board after 1 April 2017, to participate in the nomination and voting process; it would allow those leaving the Board on 31 March 2017 to nominate but they would not be permitted to vote because they would be replaced by new Board members on 1 April 2017; new Board members would be permitted to participate in the voting process only (on the basis that we would have been made aware who they were by the Department for Communities and Local Government by early March 2017; new Board members would be provided with the ballot material in order to vote by the deadline.) The new Board members would however be voting without knowledge, inasmuch as they may not have had the opportunity to meet the prospective candidates for Chair.

Under this option, the election of both the Chair and Vice Chair would take place together; no further periodic election would be due after 1 April 2018 and before 15

July 2018.

Option 3 – Special Election (Chair only)

A special election can occur if a vacancy for the Chair/Vice Chair arises as a result of either resigning from the role; ceasing to be a Board member or being removed from the Board. It would be possible to hold a special election in addition to a later periodic election although the justification for the cost of such duplication would need to be carefully considered. The special election procedure only arises by the choice of the Board and after a vacancy arises.

If the Chair were to resign from his role as Chair (but remain a Board member), for example, after the February 2017 Board meeting, the proposed timetable for the election would be as follows:

Date	Election Stage
17 February 2017	Nominations invited for Chair.
24 February 2017 (5.00pm)	Nomination Deadline. Nominations close at 5.00pm. Fully completed nomination forms, together with any election address for circulation, must be received by this time.
27 February 2017	Candidates standing for election, together with those nominating them will be announced.
27 February 2017	Voting papers will be sent to the Board.
15 March 2017 (12pm)	Election day. Votes must be cast by 12.00pm.
16 March 2017	The results of the election will be announced and the Chair will take up office immediately.

The special election need only apply to the position of Chair under this option and in this scenario. A shorter period for the nomination of candidates has also been applied in this scenario to facilitate a smooth and timely transition between chairs.

Under this option, the Vice Chair would act as the interim chair from 17 February 2017 until a new chair was elected in March 2017. The current Vice Chair would remain in post until the next periodic election.

This option would allow all existing Board members, including those who would be continuing beyond 1 April 2017, to participate in the nomination and voting process.

A routine periodic election for both the Chair and the Vice Chair could then be undertaken later in the year and would then be due before 15 July 2017. This will

allow the new Board members to make an informed contribution to who the Chair of the Board should be.

Having considered the priorities of the organisation, including the smooth transition of the position of Chair and the forthcoming changes in Board membership in April, the current Chair recommends that the Board agree this option for deciding on his successor.

Option 4 – Appointment (Chair only)

An appointment can be made by a resolution of the Board if a vacancy for the Chair/Vice Chair arises as a result of either resigning from the role; ceasing to be a Board member or being removed from the Board.

If the Chair were to resign from his role as Chair (but remain a Board member), for example, after the February 2017 Board meeting, the proposed timetable for the election would be as follows:

Date	Election Stage
17 February 2017	The Board to consider and agree on who should be put forward for appointment.
27 February 2017	Details of a resolution to be circulated to Board members for decision.
8 March 2017	Deadline for responses from Board members; outcome of the decision announced and the Chair (and Vice Chair) will take up office immediately.

Under this option, the Vice Chair would act as the interim chair from 17 February 2017 until a new chair was elected in March 2017. Rule 7(v) requires an appointment to be made at the earliest opportunity.

This option would allow all existing Board members, including those who would be continuing beyond 1 April 2017, to participate in the decision as to who should be appointed as Chair. This would however mean that those Board members leaving in April 2017 to vote for a Chair of a Board on which they would no longer be sitting.

A routine periodic election for both the Chair and the Vice Chair would then be undertaken later in the year, before 15 July 2017.

- iii The Board is asked to consider the pros and cons of the options outlined above.

6. Resource implications

No additional resources are required for a single election as this forms part of the organisation's regular cycle of work. Additional staff time will be needed in the event two elections need to be run in a single year.

7. Risk Implications

When considering the options, the Board is reminded that as part of its submission to the DCLG's call for evidence as part of the Periodic Review, it requested that the constitution of the Board be changed so that it becomes an all appointed Board, with an appointed, independent, Chair in future. The Board may therefore consider it inappropriate to have a non-architect as its Chair, albeit there is nothing in the Architects Act or the Board's Rules preventing one from being so.

The Board will need to ensure that the election process is fair and transparent, and there are clear reasons for whichever option is chosen. Failure to achieve this could lead to reputational damage.

There are risks in allowing Board members who will no longer be sitting on the Board to vote for a continuing Chair; conversely there are risks in asking new Board members to vote for a Chair when they have no knowledge of the candidates. Option 3 is proposed to be the most pragmatic and fair solution as a further election will be carried out in July, when the newly constituted Board will be able to nominate and vote for their preferred candidates.

8. Communication

The General Rules set out the terms of the election process and provide the timing of announcements in relation to the election. Staff will issue information in accordance with the Rules and will work with candidates to ensure that all the appropriate information is issued.

9. Equality and Diversity Implications

None identified.

10. Further Actions

The Registrar/Head of Qualifications and Governance will ensure that the election process is undertaken in accordance with the agreed timings. The Board will be provided with appropriate information at each stage of the election.