



## **Appointments Committee**

### **Terms of Reference**

The purpose of the Committee is to propose future Wardens, Court Assistants, Committee chairs and other voluntary positions within the Company. The Committee also maintains a pipeline of suitable candidates and oversees performance reviews.

The Committee will consist of a Chair, appointed by the Court and who has been Master in the previous 5 years, the Master, the Senior Warden, the Immediate Past Master, at least 2 Past Masters and the Clerk. Note that in some years the Chair and IPM might be the same person.

The Committee will meet quarterly. A meeting will be quorate if at least 4 members are present, which should include at least one of the Chair and the Master. One member will take minutes and participation by video or conference call will be permitted.

The Committee's objectives are as follows:

1. To meet with, and interview, Liverymen who are considered suitable to be appointed Court Assistants in future.
2. To meet former Court Assistants who are suitable and eligible to return to Court in order to discuss possible future progress within the Company.
3. Having regard to any names of Liverymen suggested at Common Hall, to recommend to the Executive Committee candidates to be put forward to the Autumn Court meeting as new Court Assistants.
4. To meet with the Court Assistants selected by the Court to ensure they understand, and are capable of fulfilling, the responsibilities of the role before being proposed to Common Hall, and, to ensure that an appropriate induction takes place.
5. To recommend to the Autumn Court meeting the next Junior Warden, having consulted with the Executive Committee.
6. To recommend to the Spring Court meeting the Assistants Emeriti who have been chosen to be full members of the Court for a year from the next

Installation/Summer Court meeting.

7. To recommend to the Autumn Court meeting any Court Assistants proposed to be re-appointed for a further four year term.
8. To recommend to the Spring Court meeting any new Chairs of Committees, to commence immediately after the Installation/Summer Court meeting.
9. To recommend to Court the next Chair of Trustees of WCAC
10. To recommend to Court, having consulted with the Chair of the Trustees of WCAC, changes to the membership of the board of Trustees of WCAC, for Court to recommend to the Trustees.
11. To approve any nominee of the Chair of Education & Professional Affairs Committee to take that Chair's place as a Trustee of WCAC, and make that recommendation to Court.
12. To review the annual reports from Committee Chairs of their reviews of their Committee members, and to ensure that the membership of each Committee is reviewed, in liaison with the relevant Chair, on an annual basis so that members of the Court experience different roles and that other members of the Livery are involved as much as possible. There should be particular emphasis on recruiting newer members to Committees, whilst ensuring the appropriate skills and diversity.
13. To ensure that prospective Committee members are interviewed before appointment.
14. To ensure that annual performance reviews of officers are conducted, covering the period since the previous reviews or the start of their term, as follows:
  - The Master, together with the Immediate Past Master, to carry out a performance review of the Junior Warden-elect, the Junior Warden, and the Company's representative on the Financial Services Group (if not a Court Assistant).
  - The Master, together with the Senior Warden and the Chair of the Appointments Committee, to carry out a performance review of the Clerk.
  - The Senior Warden to conduct, or arrange for an alternative person to conduct, performance reviews of other Court Assistants who have not yet been Master and to write a brief report, on a prescribed pro-forma, on their performance and their suitability and potential for being invited to become Junior Warden at some later stage. The Chair of the Appointments Committee (or a nominee) will attend the performance reviews of Court Assistants who had been on Court for 3 years, so as to include discussion about their possible renewal as Court Assistants.
  - The Senior Warden to conduct, or arrange for an alternative person to conduct, performance reviews of any Committee Chairs who are not a member of the Court and to write a brief report on a prescribed pro-forma.
  - The Master will address any concerns with the performance of

Chairs who are Past Masters after consultation with the Executive Committee – unless the Executive Committee directs otherwise. In practice this should be an ongoing exercise.

- The Chair of the WCAC will carry out performance reviews of each trustee – including the Treasurer and Secretary. Upon completion a 2-way meeting between the Chair of WCAC, the Master and the Senior Warden should be arranged to discuss these and other matters of shared interest.

These reviews to be carried out by end-February each year. The report on each performance review is to be presented to the Executive Committee meeting prior to the Installation/Summer Court meeting. If the Executive Committee so request, to then present a report on any significant findings to the Installation/Summer Court meeting.

15. To manage the process for dealing with any grievance of the Clerk or any disciplinary process required with respect to the Clerk's performance.
16. To select, in consultation with the Executive Committee, our representative for the Financial Services Group. The term of office of the representative is four years only.
17. To appoint a nominee to sit on any WCAC Trustees' interview panel when the Trustees are appointing a new Treasurer or Secretary.
18. To manage the risks allocated to it on the Company's Risk Register.
19. To prepare a written report to each Court meeting, in the timescale requested.

**July 2025**