

RPSI DIRECTOR NOMINATION

Nominee Details

Nominated for the post of _____

Name and former name
(*e.g. include maiden name, if any*) _____

Address

Country or state of residence _____

Phone number _____

Nationality _____

Date of birth _____

Current occupation, or former
occupation if retired _____

Have you any criminal convictions?
(*Give details on separate sheet*) _____

Have you ever been declared
bankrupt or insolvent?
(*Give details on separate sheet*) _____

- (1) I declare that the information given above is true and accurate to the best of my knowledge.
(2) I enclose a brief statement (one or two paragraphs) of relevant background and experience, and any views or proposals which would be significantly different to the general mode of operation of the Society at the present time, or as currently proposed for the foreseeable future.

Signature _____

Date _____

Proposed By

Name _____

Signature _____ Date _____

Seconded By

Name _____

Signature _____ Date _____

For the nomination to be accepted as valid, all details must be completed and requested documentation provided; signatories must be paid-up members of the RPSI and aged 18 or over.

See overleaf for 'Consent to Act' information.

DUTIES OF DIRECTORS

1. Legal Requirements

The Directors are required to act in accordance with various provisions of the UK Companies Act 2006, including:

- the duty to avoid conflicts of interest
- the duty not to accept benefits from third parties
- the duty to declare interests in proposed transactions and arrangements
- the Directors will also be trustees under charity legislation both in Northern Ireland and the Republic of Ireland

2. Duty to Promote the Success of the Company

A director must act in the way he/she considers, in good faith, would be most likely to promote the success of the company for the benefit of its beneficiaries / members as a whole. In doing so, a director should have regard (among other matters) to:

- the long term consequences of their decisions
- the interests of the company's employees
- the desirability of the company maintaining a reputation for high standards of business conduct
- the need to act fairly
- attendance at Board meetings and provision of timely reports thereto

3. Duty to Act Within the Powers They are Given

A director must act in accordance with the company's memorandum and articles of association.

4. Duty to Exercise Independent Judgement

A director must exercise independent judgement.

5. Duty to Exercise Reasonable Care, Skill and Diligence

This means the care, skill and diligence that would be exercised by 'a reasonably diligent person', and, in addition, any specific skills (for example financial / legal) that the director has.

6. Duty to Avoid Conflicts of Interest

This duty is not infringed:

- (i) if the situation cannot be reasonably be regarded as likely to give rise to a conflict of interest;
- (ii) if the matter has been authorised by the directors.

7. Duty Not to Accept Benefits from Third Parties

A director must not accept a benefit from a third party given to him/her because:

- (i) he/she is a director; or
- (ii) he/she does (or does not do) something as a director.

8. Duty to Declare Interest in Proposed Transaction

A director must declare to the other directors the nature and extent of any interest in a proposed transaction or arrangement with the company.

9. Term Of Office

Board membership will be for three years, renewal for a further three.

As this is the first year for this arrangement, names of those elected will be drawn out to serve one, two or three years. All will be eligible for re-election at the end of their term on the Board.

10. Consent To Act As A Director

To electronically confirm the 'consent to act' as an officer, Companies House requires the Society to make this declaration on your behalf as a step in lodging your application with them.

By signing this form you accept that the officer acting on behalf of the Society has your permission to confirm consent to act.

Please return the fully completed form to the RPSI Honorary Secretary.