

Role / Duties of the Vice-Chair of the Council of Governors

1. The Vice–Chair may preside at meetings of the Council of Governors in the following circumstances:
 - At a meeting of the Council of Governors in the absence of the Chairman.
 - At a meeting of the Council of Governors where matters are being considered relating to Non-Executive Directors where a conflict of interest relating to the Chairman exists.
 - When the remuneration, allowances and other terms and conditions of the Chairman are being considered.
 - When the appointment of the Chairman is being considered, should the current Chairman be a candidate for reappointment.
 - On occasions when the Chairman declares a pecuniary interest that prevents him from taking part in the consideration or discussion of a matter before the Council of Governors.
2. To present a report from the Council of Governors to the membership at the AMM (Annual Members Meeting).
3. Acting as a point of contact and liaison for the Chair and Senior Independent Director.
4. Chairing informal Governor only meetings.
5. In relation to any matter concerning the Council of Governors, or a Governor, outside a meeting of the Council of Governors which arises during the Chairman’s absence, at the request of the Chief Executive, the Vice-Chair may exercise such power as the Chairman would in those circumstances.