1. Introduction

1.1 This policy document details the arrangements for governance meetings and governance related decision-making using on-line technology.

1.2 The arrangements are in line with, and supplement the provisions/requirements of,

laws under Articles 108 and 137 (see Annex 1).

1.3

and, in the event that they wish to meet virtually, will follow the principles of this policy.

1.4 The policy covers the following areas:

- Virtual attendance at face-to-face meetings;
- Virtual meetings;
- E-voting.

1.5 The CIT Articles of Association make provision for Trustees

phone and the Trustee/Member sharing their vote verbally with the Clerk). Where this is not possible, the Trustee/Member/Governor will be required either to vote publicly or abstain.

2.3   Trustees/Members/Governors attending the meeting virtually will contribute to the quorum for the meeting. If the technological link is lost, they will cease to contribute to the quorum, but this will not prevent the meeting continuing in their absence unless it has become inquorate.

2.4   The meeting will be chaired by a Trustee/Member/Governor who is present in person.

2.5   If, after all reasonable efforts, it does not prove possible for a Trustee/Member/Governor to participate by telephone or video conference, the meeting may still proceed with its business, provided it is otherwise quorate.

3.   Virtual Meetings

3.1   Whilst the full Trust Board meeting, including the AGM and scheduled Committee meetings, and Local School Board meetings would, in normal circumstances be face to face meetings, these can take place via telephone or video conference call as long as the usual quorum of Trustees/Members/Governors is

4.2   Use of the e-voting facility is limited to passing resolutions when it is considered by the Chair of the Trust Board that detailed discussion or explanation is not required.

4.3   In deciding whether or not to use the e-voting facility, the Chair of the Trust Board will give consideration to the need for Members/Trustees to: share opinion, debate changes and alternatives, give detailed thought to potential risks and wider implications, and have opportunities to challenge, probe and provide constructive feedback. Where these governance interventions are not considered critical to the discharge of effective governance then e-voting will be used.

For the majority of the time the use of e-voting will be restricted to voting linked to   -   £50k where the expenditure is in the current budget.

4.4   Resolutions are passed by Trust Bard and Members through e-voting by a majority yes vote. Members special resolutions (required to change the articles, name of the Trust or to appoint or remove Members) require approval

Annex 1
Extracts for Articles of Association

MEETINGS OF THE TRUSTEES
108.   Subject to these Articles, the Trustees may regulate their proceedings as they think fit.

RULES
137.   The Trustees may from time to time make such rules or bye laws as they may deem necessary or expedient or convenient for the proper conduct and management of the

Community Inclusive Trust

I, the undersigned, being a Trustee of the Trust RESOLVE pursuant to article [123] of the articles of association of the Trust

that:

1. [insert resolution]
2. [insert resolution]

Agreement to the resolutions

Please read the notes at the end of this document before signifying your agreement to the resolution.

The undersigned, a Trustee entitled to vote on the above resolution on the date of circulation of it by the Trust, irrevocably votes in favour of it.

Signed: Dated: ....

NOTES

Please indicate your agreement to the resolution by signing and dating this document where indicated above and returning it to the Trust, addressed to the Clerk to the Trust Board/Company Secretary at CIT, Warwick House, Long Bennington Business Park, Long Bennington, NG23 5JR, or by email by scanning a copy of the signed document and emailing it to the Clerk, copying in all other Trustees and confirming in your email that you have sent the original in the post] If you do not support the resolution you do not need to do anything.