

SPECIAL RESOLUTION

That the members of Services for Independent Living ("SIL") resolve to amend the Articles of Association to introduce fixed terms of office for Trustees and limits on consecutive service.

It is proposed that Article 47 be deleted and replaced with the following:

"47. Term of Office of Trustees

- (a) Subject to the provisions of these Articles, a Trustee shall be elected or appointed to serve a term of four years from the date of their election or appointment.
- (b) At the conclusion of a first four-year term, a Trustee shall be eligible to stand for re-election or re-appointment for one further consecutive term of four years.
- (c) No Trustee may serve more than two consecutive four-year terms.
- (d) Upon completion of two consecutive terms, a Trustee shall retire from office and shall not be eligible for election, re-election, appointment or co-option to the Board for a period of not less than two years from the date on which their second consecutive term ended.
- (e) Following a break in service of at least two years, a former Trustee shall be eligible to stand for election, re-election, appointment or co-option to the Board and, if elected or appointed, shall be eligible to serve further terms in accordance with this Article.
- (f) For the avoidance of doubt, the total maximum period of continuous service shall be eight years, after which a minimum two-year break from Board membership must be observed."

The remaining provisions of the Articles of Association shall continue in full force and effect.

Explanatory Note for Members

The Board recommends this resolution as a governance measure designed to:

- promote regular Board renewal and succession planning;
- provide opportunities for new members to contribute skills and experience;
- retain valuable knowledge through a potential second term of office;
- ensure that trustees who wish to return after a period away from the Board may do so following a minimum two-year break; and
- support good governance practice through a balance of continuity and refreshment of Board membership.

This amendment would establish a standard maximum continuous period of service of eight years (two four-year terms), followed by a mandatory break of at least two years before any further service on the Board.

Transitional Arrangement

Trustees in office on the date this amendment takes effect shall be deemed to be serving their current term under the previous Articles. The Board shall determine a

phased implementation timetable to ensure continuity of governance and an orderly transition to the new term limits.