

Board Composition Policy

Statement

Mansfield Building Society is a progressive organisation which recognises and promotes diversity, equity, and inclusion in its workforce. We appreciate the value of difference, and we are committed to protecting the rights of all colleagues.

Ensuring diversity, equity, and inclusion in the Society is about building a culture in which the whole organisation works together and in which difference is valued. The Board's ambition for this is articulated in the Diversity, Equity and Inclusion ("D,E&I") Policy and Recruitment Policy. This statement on Board composition is intended to make clear to all our stakeholders that these values and beliefs apply equally to the Board.

Requirement

In line with Society Rule 12 (1) in respect of the business of the Society, any business that the Society proposes to carry on shall be under the direction of a Board of Directors consisting of not more than twelve nor (subject to the provisions of Rule 25(6)) less than six Members.

Achieving a diversity and balance of skills, independence and experience shall be the key determinant of any new appointment to the Board where selection of the most suitable candidate will be paramount.

No candidate for Board membership shall be discriminated against on grounds of gender, gender reassignment, marital status, pregnancy and maternity, race, disability, sexual orientation, religion or beliefs, age, or any other irrelevant factor.

Realising the benefits of gender diversity, the Board, subject to the considerations above, will endeavour to maintain a minimum target of 37.5% of the Board composition to be filled by the under-represented gender. Positive action will be taken when recruiting to the Board, which means that the Society will ensure that the placement and wording of recruitment adverts will enable a better attraction rate from the under-represented gender. The final selection will still, however, be based on the merit of the individual and the skills and competencies required on the Board as a whole.

In addition to the above, in order to support and promote the Society's knowledge of and commitment to the local community, we will aspire to have a Board of Directors with representation from within our Heartland.

In 2023 we set D,E&I internal targets on gender and ethnicity for Board, Senior Management, Managers and Colleagues to support our commitment to a Society inclusive for all. We aim to achieve, maintain and/or improve the targets below on gender and ethnicity by December 2028 with the commitment to review progress on an annual basis.

Gender

The targets below relate to whichever is the underrepresented gender (shown in brackets).

LEVEL	TARGET %	CURRENT
BOARD	37.5% (female)	42.8% (female)

*Based on 7 Board members as currently carrying one NED vacancy.

Ethnicity

The targets below relate to underrepresented ethnicities. Underrepresented ethnicity relates to individuals who are not from a white British background.

LEVEL	TARGET %	CURRENT
BOARD	10%	0%

The Board and EXCO monitor diversity within the Society and will ensure the targets remain aligned to our heartland area.

All Directors must meet the test of fitness and propriety laid down by the Prudential Regulation Authority and Financial Conduct Authority at all times.

Reporting

The Nominations Committee will report annually, in the Corporate Governance section of the Annual Report and Accounts, on the process used in relation to Board appointments. This report will include a summary of the Board Composition Policy with an update on the gender and geographical ratios of Board membership.

Review

The Nominations Committee will review the Policy annually. This will include an assessment of its effectiveness and whether the desired gender representation levels remain appropriate. The Committee will recommend any necessary Policy revisions to the Board for approval.