



# Board Governance Positions and Committee Membership

## Agenda Item 5

### National Park Authority Board Meeting

12th December 2022

Paper for decision

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#### 1. Purpose

1.1. The purpose of this agenda item is to elect or appoint Board Members to specific leadership roles on the Board, its Committees and Groups, and nominated representatives to the Countryside Trust and Local Access Forum.

#### 2. Recommendation(s)

2.1. To **approve** each of the appointments set out in the table below, for which each received one nomination only:

<b>Term</b>	<b>Role</b>	<b>Nominee</b>
February 1 <sup>st</sup> 2023 to 31 <sup>st</sup> January 2026	Convener	Heather Reid
With immediate effect to December 2025	Depute Convener	Martin Earl
With immediate effect to December 2024	Chair of Planning and Access Committee	Claire Chapman
	Chair of Audit and Risk Committee	Ronnie Erskine
	Depute Chair of Audit and Risk Committee	David Mackie
	Chair of Futures Group	Sarah Drummond
	Depute Chair of Futures Group	No Valid Nominations
	Countryside Trust Representative	Christopher Spray
	Local Access Forum Representative	Zain Sehgal

2.2. To **hold an election** consisting of Richard Johnson and William Sinclair under Standing Orders 16(a-e) for the role of Depute Chair of Planning and Access Committee, with the successful candidate taking the role with immediate effect to December 2024.

2.3. To **approve** the following Committee and Group membership, with immediate effect until December 2024:

<b>Planning and Access Committee</b>	<b>Audit and Risk Committee</b>	<b>Futures Group</b>
Claire Chapman William Sinclair Richard Johnson Chris Spray Martin Earl Gerry McGarvey David Mackie David Fettes Iain Shonny Paterson Ronnie Erskine Hazel Sorrell Maurice Corry	Ronnie Erskine David Mackie Heather Reid Chris Spray David Fettes William Sinclair	Sarah Drummond Rhona Brock Sid Perrie Martin Earl Gerry McGarvey

- 2.4. To **note** that the membership of the Chairs and Executive Group, as set out in its terms of reference, includes the Convener, Depute Convener, Chairs of each Committee and Group, and the Executive Team. Sarah Drummond and Chris Spray also currently attend the Group in their capacity as co-Chairs of the Strategic Plans Steering Group.
- 2.5. To **note** that no valid nominations were received for the position of Depute Chair of Futures Group and this position will remain vacant until a valid nomination or nominations are received, and the appointment subsequently confirmed by the Board, following an election if necessary.

### **3. Contribution to National Park Partnership Plan and/or Our 5-year Plan**

- 3.1. Ensuring that Board governance positions are filled in line with the relevant processes and that there is appropriate membership of committees/groups which allows them to function effectively supports good governance which underpins all Outcomes and Priorities of the National Park Partnership Plan and Our 5-year Plan 2018-23.

### **4. Background**

- 4.1. Appointments to all Board governance positions except the Convener role were last undertaken and approved at the December 2020 Board Meeting on a two-year basis, due for re-appointment at the December 2022 Board Meeting. As per the standing orders, the Convener and Depute Convener positions will be elected on a three-year basis, with all other positions elected on a two-year basis.
- 4.2. The appointment to the Convener role was last made on 2<sup>nd</sup> March 2020 for a three-year period. As James Stuart's term on the Board ends on 31<sup>st</sup> January 2023, his term as Convener will also end on that date. The person appointed to the Convener role at this meeting will assume the role from 1<sup>st</sup> February 2023 on a three-year basis.
- 4.3. The Board approved, at the September 2022 meeting, the nominations timeline and process for identifying members' committee and group preferences. Nominations were open from 31<sup>st</sup> October until 21<sup>st</sup> November 2022.
- 4.4. There will be an election for the role of Depute Chair of the Planning and Access Committee, which had two nominations. All the other roles had one nomination only and Board approval is being sought for each nominee to take up their respective post.
- 4.5. All submitted preferences have been considered in the proposals for committee and group membership.

A set of revised Board Role Profiles (Appendix 1) were approved by the Board at the March 2022 meeting and were recirculated to all Members as part of the nomination process. They aim to promote clarity of roles, a skills-based approach to nominations and increased accessibility and inclusion.

## **5. Election Process**

5.1. In accordance with Board Standing Order 16(e), in the event of more than one candidate standing for a position, election will be a secret ballot, according to the following rules:

- 5.1.1 Only Members who are present and have heard all presentations from prospective candidates may vote;
- 5.1.2 Members must not cast more than one vote on each round of voting;
- 5.1.3 To be elected, a candidate must gain an absolute majority of the votes cast by those Members present and voting;
- 5.1.4 Where more than one round of voting is required, in each round the candidate with the lowest number of votes will be excluded. Where there is an equality of votes among those candidates who have least votes, the candidate to be excluded will be determined by lot;
- 5.1.5 Where there are only two candidates remaining and there is an equality of votes between them, the successful candidate for the office of Convener, Depute Convener, Chairs and Depute Chairs, as the case may be, will be determined by lot.
- 5.1.6 Following the close of the nomination period on 21st November 2022 there were two nominees (Richard Johnson and William Sinclair) for Depute Chair of the Planning and Access Committee, which will require an election before appointment:

## **6. Risks**

6.1. There is an organisational governance risk associated with failing to ensure elected Board leadership positions are filled and that committee and groups have appropriate membership arrangements which allow them to function effectively.

## **7. Next steps**

- 7.1. Incoming post holders will be provided with handover and briefings by existing post holders, Chairs, and/or Executive Team members, as appropriate.
- 7.2. Committee and Group meeting invitations will be updated for the new memberships and Chairs will be in touch with Members to discuss any questions or training needs.
- 7.3. Nominations will be sought for the vacant position of Depute Chair of Futures Group.

## **8. Appendices**

Appendix 1 – Board Role Profiles

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