enterpriseM3

Driving prosperity in the M3 corridor

Enterprise M3 Board Meeting

29th November 2016

Nominations Committee – Item 12

Enterprise M3 Board members are asked to:

AGREE the establishment of a Nominations Committee and its Terms of Reference as set out in this paper

NOTE the progress made to date on Board Membership

NOTE the verbal update following a meeting of the 'shadow' Nominations Committee on 29 November 2016

1. Background

1.1 At the Board Meeting on 29 September 2016, the Board received an update on the current membership of the Board which included dates at which individual Board Member's Terms of Office would end. It was noted that a number of Board Members have Terms of Office ending in the next 12 months, including the Enterprise M3 Chair. It was proposed that given the significance of the changes to the Board, it would be helpful to establish an Enterprise M3 Nominations Committee to guide and oversee the recruitment of new Board Members along with other areas of governance activity as set out in the Terms of Reference.

1.2 This paper sets out the work that has taken place over the last two months to establish the Nominations Committee. The Committee will meet in 'shadow' form on the morning of the 29 November and a verbal update will be given at the Board Meeting.

2. Forthcoming changes to the Enterprise M3 Board

2.1 The Enterprise M3 Board is made up of 20 members, drawn from local authorities (6 in total - 2 from each of the county councils; 2 from district councils in Hampshire and 2 from Surrey), business (8), business support organisations (2), not for profit sector representative (1), Higher Education (1), Further Education (1) and Ministry of Defence (1).

2.2 District Council representatives are appointed by the Enterprise M3 Joint Leaders Board and the County Council representatives are put forward by the relevant County Council. Business Board member vacancies are advertised on the Enterprise M3 website and a representative is selected following application and interview by the Chair, one private sector Board Member and the Director. Nominations are sought from the third sector, further education, higher education, business support organisations and Ministry of Defence representatives which are then agreed by the Board/Chair.

2.3 Board members are appointed initially for up to three years, after this time the appointment is reviewed and may be extended for one further term only. Board members may only serve a maximum of six years.

2.4 Work is already underway for a new Higher Education representative to join the Board, with interviews of two interested candidates taking place in early January 2017. It is hoped that a new Higher Education Board Member will join the January 2017 meeting.

2.5 The Not for Profit sector has also selected its new representative to join the Enterprise M3 Board. This is Jason Gaskell, Chief Executive of Surrey Community Action. He was unable to join the November Board Meeting but will be attending the January 2017 meeting.

2.6 We have also be liaising with the Chair and secretariat of the Joint Leaders Board to ensure that their forward programme includes the need to consider Local Authority representation to the Board in early 2017.

2.7 It is also noted that both our business support representatives will have served six years on the Enterprise M3 Board in September 2017 and work is underway to identify the process of nominations for future representatives.

2.8 Finally, there will be a need to advertise for six Business Board Member vacancies in next 12 months, including that of the Enterprise M3 Chair who will have served six years in June 2017. There is a need to advertise for two Board Members following the November 2016 Board Meeting (although board members can reapply if they wish) and additional advertisements for new Board Members will need to be placed in June and November 2017. This activity will be the key focus for the Enterprise M3 Nominations Committee who will be considering the approach and timing of any advertisements in further detail over the coming months.

3. Nominations Committee

3.1 Given the level of work required over the next year, it is proposed that a Nominations Committee is established to oversee and guide activity. It is proposed that this be a sub-committee of the Enterprise M3 Board with delegated authority to take forward activity in line with Enterprise M3's Assurance Framework. To achieve the above, the Nominations Committee will produce an annual work plan setting out key areas of focus for the year ahead and take forward actions identified. A verbal update on the proposed work plan will be given at the meeting.

3.2 The following membership for the Nominations Committee is proposed:

3 x Private Sector Enterprise M3 Board Member (1 to chair)

1 x Local Authority Member Director of Enterprise M3 LEP

1 x Business Support Organisations representative

The Head of Programmes at Enterprise M3 will provide secretariat support to the Nominations Committee.

3.3 The Enterprise M3 Board is asked to approve the establishment of the Nominations Committee and the draft Terms of Reference attached at Annex A. The Board is asked to note that as the 'shadow' Nominations Committee is due to meet on the morning of the 29 November 2016, updates may be made to the Terms of Reference and that the Board will be updated verbally at the Board Meeting. The Nominations Committee will provide an update to each Enterprise M3 Board Meeting.

Rachel Barker
21 November 2016

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Nominations Committee
Draft Terms of Reference

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Role

In line with Enterprise M3's Assurance Framework, the Enterprise M3 Nominations Committee will set the policy for the Enterprise M3 Board on issues in relation to the membership of the Board and its associated governance structures – PMG, ESIF, Action Groups etc. This will include the following:

- Set policy around board appointments and specify descriptions of the role and capabilities required for board appointments in light of existing skills and experience of current board members

- Plan for the future, including succession planning, to ensure that that the governance structures and their membership reflects and can deliver the priorities of Enterprise M3's Strategic Economic Plan.

- Maintaining a balance within the Enterprise M3 Board and associated governance structures, including age, gender, ethnicity, public, private and not for profit sector, geography sectors and skills.

- Ensuring that Enterprise M3 through the membership of its structures, remains relevant to its stakeholders

- Developing new talent within the governance structures

- Identifying opportunities to develop the capacity and competencies of board members and members of other groups such as media and public speaking training

- Building a reputation for progress and transparency

To achieve the above, the Nominations Committee will produce an annual work plan setting out key areas of focus for the year ahead and take forward actions identified. The Nominations Committee will provide a quarterly report to the Enterprise M3 Board.

Membership

The following membership is proposed:

3 x Private Sector Enterprise M3 Board Member (1 to chair)

1 x Local Authority Member Director of Enterprise M3 LEP

1 x Business Support Organisations representative

The Head of Programmes at Enterprise M3 will provide secretariat support to the Nominations Committee.

Term of Office

Once individuals have been agreed as being members of the Nominations Committee, they will serve the Group for an initial two-year period or until their term of office with Enterprise M3 ends.

Frequency of Meetings and Quorum

It is proposed that the Nominations Committee meet on a quarterly basis, with any other business between meetings being addressed via email correspondence/telephone conferences. When necessary, the Chair of the Nominations Committee can convene an extraordinary meeting.

In order for a meeting to be quorate at least three members of the Nominations Committee must be present.

Conflicts of Interest

Normal Enterprise M3 procedures around conflicts of interest will apply. The members will be asked to provide details of any relevant interests upon being admitted to the group, and conflicts of interest will be a standard item on the agenda for each meeting.

The Nominations Committee will hold a register of members' interests, which will be reviewed on an annual basis.

Review

A review of the Nominations Committee and its Terms of Reference will take place annually.

Rachel Barker
21 November 2016