

6 December 2018

**Open**

## **Title of paper**

BD.2018.12.06.23 (update)

An update to paper 23 (Governance Committee update)

## **Author of paper**

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Head of Governance

## **Authorised by Trustee or Executive Group member**

Christine Gibbons

Chair of Governance Committee

## **Purpose/Summary**

The Board is asked to **note** the additional information and:

- **appoint** individuals as members of committees as set out at section 1
- **agree** to the co-option of Dowshan Humzah as a trustee for one year from 1 January 2019

## **Details**

### **1 Membership of Board and of committees**

1.1 The Committee **recommends** to the Board the co-option of Dowshan Humzah as a trustee for a second one year-term. The expectation is that if he wished to continue on the Board then this would be as part of the annual recruitment round; if elected and if re-elected for a second term then the second elected term would be for two years rather than three.

1.2 In terms of committee membership the Committee **recommends** to the Board the individuals shown below with effect from 1 January 2018:

- Governance Committee – Susan Crane and Karen Jones
- People Committee – Sarah Schol
- Audit, Risk and Finance Committee – Anne Shinkwin, Rufus Olins and Steven Tait (a member of the Scotland National Council)
- Research Strategy Committee – Susan Crane

All appointments would be for three years (or until the end of the individual's term of office as Trustee / National Council member, if sooner).

- 1.3 For completeness the Board should be aware that this does not result in the appointment of anyone as Assistant Treasurer (this is an optional rather than mandatory role) and that we have not used the deputisation route for those who are members of committees ex officio but do not normally attend (see next paragraph) – Sarah Schol is therefore not continuing as the Treasurer's deputy on the Governance Committee.
- 1.4 By way of update on Chair, Vice Chair and Treasurer working arrangements:
  - 1.4.1 The Treasurer, an ex-officio member of the Governance Committee, does not expect to attend it.
  - 1.4.2 The Chair, ex-officio member of both Governance and People Committees, will normally attend both.
  - 1.4.3 The Vice Chair, an ex-officio member of both Governance and People Committee will give greater priority to the People Committee than to the Governance Committee.
  - 1.4.4 The approach to ex-officio committee membership will be re-considered during 2019.