



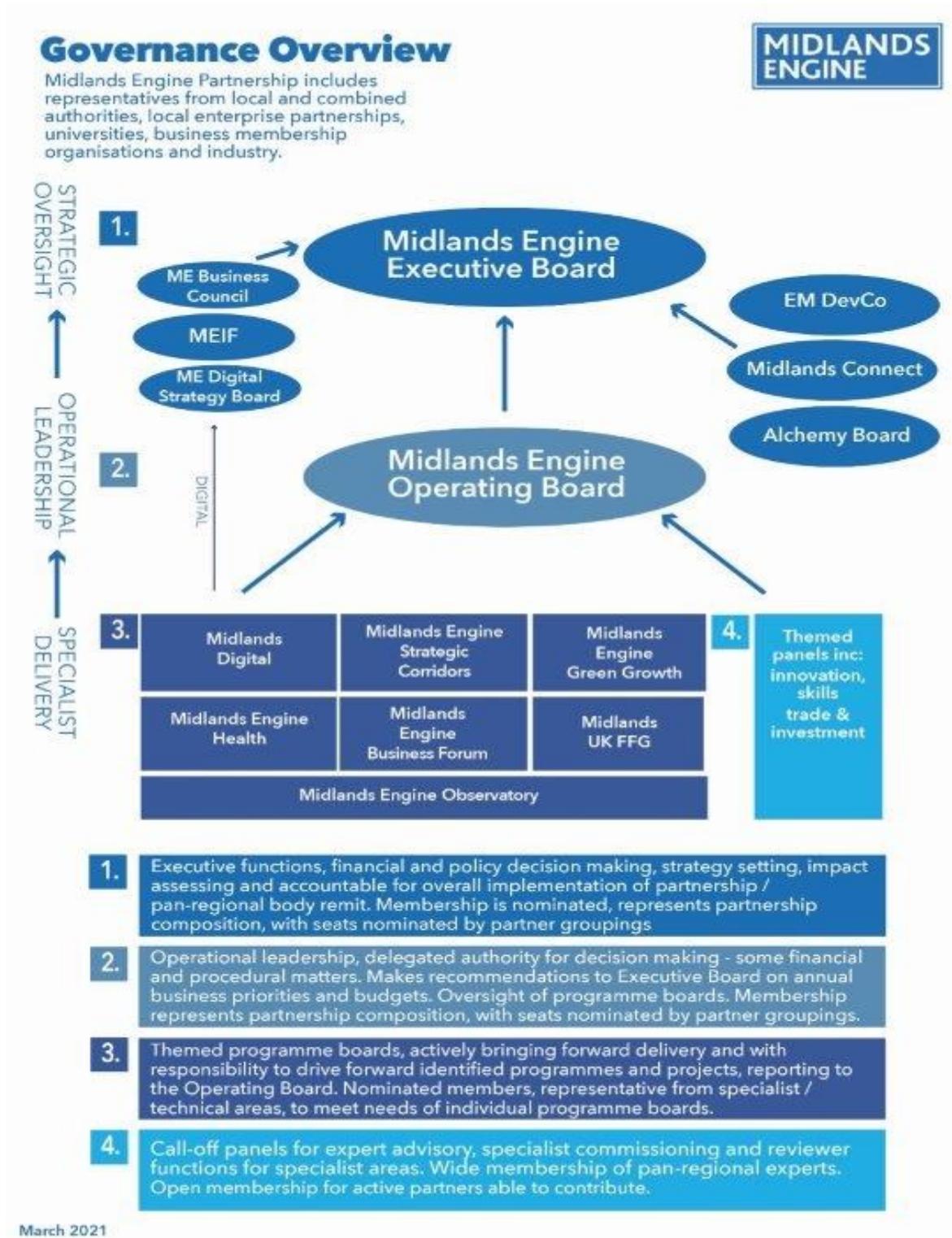
# **Governance and Assurance Framework**

## **Section J: Board Recruitment Policy**

**June 2021**

## Board Membership

- The Midlands Engine Governance structure is outlined as below.



## Membership

2. The Executive and Operating Board comprises a number of representatives from the Midlands Engine Partners who are nominated from the wider Midlands Engine Partnership. Membership will ordinarily be for a period of three years. Where the organisation's representative is from organisation where partnership contributions are sought, membership fees are required.
3. **Membership for the 2021–2022 period will be for one year and will be reviewed** following the review of the Midlands Engine in-year governance and where available the publication of the Devolution White Paper. For this appointment term, in the event of a change of representative due to at the time of any election / Elected Member changes or individual / organisational changes, the seat transfers automatically to the incoming individual.

## Board Member, Chair and Vice Chair Recruitment

### Board Member recruitment

4. Members of the Midlands Engine Executive and Operating Boards will be recruited from the constituency pool noted above with advice provided from the wider Partnership on suitability. The Midlands Engine Executive Director will co-ordinate the recruitment process on behalf of the Board in consultation with the Midlands Engine Partnership Chair. Prospective candidate(s) will be subject to the approval of the relevant Midlands Engine Board at its next meeting and its decision will be minuted. The Board Member's term of tenure commences from the date of this Board meeting.

### Independent Chair recruitment

5. The Independent Chair of the Executive Board is a high-profile role which requires an individual who can act as a strong, influential and credible ambassador for the Partnership and Region at home and overseas. They must be able to maintain the confidence of partner organisations, Businesses, Government Officials and Senior Ministers. Whilst managed by the Partnership, the recruitment process will mirror those used for Public Appointments as set out by the Cabinet Office to ensure transparency and selection against defined criteria. It will be supported by the Midlands Engine Executive Director, Chair of the Midlands Engine Operating Board and Midlands Engine Director, Cities and Local Growth Unit within the Ministry of Housing, Communities and Local Government. The Chair of the Midlands Engine Operating Board will make an appointment recommendation to the Executive Board for approval. The Chair's tenure is for a fixed period of three years with the option of extending for three consecutive terms.
6. The Operating Board Chair will be nominated by the Chair of the Executive Board and subject to agreement of the members of the Midlands Engine Operating Board.

### Vice Chair recruitment

7. The Vice Chair(s) of the Midlands Engine Boards will be appointed from existing Board Members. Candidates will be asked to put themselves forward with a seconder. Where there are multiple candidates, the remaining Board Members will be asked to come to a consensus or vote and the decision will be minuted. Tenure will commence from the

date of the vote/meeting at which a consensus is reached.

### **Reappointment of Board Members for a subsequent term**

8. Once a Board Member's term of tenure has ended, they can be reappointed to the Board by securing a proposer from the relevant representative group and seconder from existing Board Members. The Board will decide whether to reappoint the Board Member at its next meeting and the decision will be minuted. Appointment will be limited to a maximum three terms of office.
9. Any debate and vote, if required, will be undertaken in private as a part two Board agenda item and in the absence of the Board Member(s) seeking reappointment. Where a Board Member is reappointed, their term of tenure starts from the date of the Board meeting when the decision to reappoint was taken.

### **Resignation from the Board**

10. All Members of the Board can resign at any point during their term of tenure by approaching the Chair in writing giving two months' notice where possible to assist with succession planning. In exceptional circumstances, a resignation can take place with immediate effect subject to the discretion of the Midlands Engine Partnership Chair. Resignations from the Board will be announced at the next Board Meeting and minuted.

### **Suspension and Dismissal from the Board**

11. In the event of a complaint that an alleged action or actions by a Board Member or a number of Board Members contravene(s) the Midlands Engine Partnership Code of Conduct, the Board will convene a group of three independent individuals appointed by the Accountable Body Chief Executive (The Independent Review Panel), who are not Board Members, are not conflicted by the allegation and have the required skills to review the veracity of the allegation. The group is charged with making a decision as to whether the allegation is fully or partially proven or unproven. The Independent Review Panel will report to the Board on the outcome of its review, including recommending to the Board what action it should take in respect of the Board Member or number of Board Members who were the subject of the complaint.
12. When a complaint is received, the Chair (or in their absence the Vice-Chair), after taking advice from the Accountable Body Chief Executive will decide whether or not they should make an immediate recommendation to the Board to suspend the Member or Members from attending Board meetings and Board business subject to the complaint pending the outcome of the investigation by the Independent Review Panel and the response of the Board to the Panel's recommendations.
13. Suspension is a neutral act enabling a full investigation to be carried out and is not intended to pre-judge the outcome of the investigation. It is expected that such investigations will be completed within 30 working days of the Board's decision to investigate. However, the Board may extend the time for completion of an investigation where if it considers it is necessary to do so.
14. If the complaint or allegation is upheld following the investigation and depending on the severity of the complaint or allegation, the Board Member may receive training or ultimately be dismissed from the Board. The decision to dismiss must be made by the Executive Board on the advice of the Accountable Body Chief Executive and is not

delegated to any one individual.

### **Co-optees**

15. From time to time, the Executive Board may decide to co-opt additional members to the Board for specific and defined special purposes. Such appointments will be for time limited periods as defined by a resolution of the Board that will be minuted.

### **Recruitment to and Membership of other Boards and Groups**

16. The Midlands Engine Executive Team will write out to representatives to seek the re-nominations or new nominations from partner organisations. It will be the responsibility of partner organisations to decide through their own processes and nominate a representative. Tenure will commence from the date minuted at the relevant Board meeting.