

Meeting: Transport for the North Board

Subject: Recruitment of Transport for the North Board and Partnership Board Chair

Author: Dawn Madin, Director of Business Capabilities

Sponsor: Martin Tugwell, Chief Executive

Meeting Date: Wednesday, 29 September 2021

1. Purpose of the Report:

- 1.1 The purpose of this report is for Members to consider and approve proposals from the Governance Members' Working Group ("MWG") in relation to the recruitment and appointment of a new Chair of the Transport for the North (TfN) Board and Partnership Board.

2.	Recommendations:
2.1	<p>That the Board:</p> <ol style="list-style-type: none"> 1. Notes and supports the progress made to date and the process agreed by the MWG as set out at Appendix 2; 2. Approves the recommendation that there should be the same Chair for both the Board and the Partnership Board; 3. Approves the recommendation to amend the Constitution as set out in 3.3 of the report; 4. Approves the draft Role Profile at Appendix 1 as the basis for recruitment; 5. Approves the Terms of Reference for the Appointment Panel as set out at Appendix 3; 6. Considers and approves the proposed nominated representatives to the Appointment Panel as set out in 3.10 below.
3.	Main Issues:
3.1	<p>The Members of the Governance MWG (also styled as the General Purposes Committee MWG) are Cllr Louise Gittins (Chair), Cllr Susan Hinchcliffe, Cllr Liam Robinson and Peter Kennan (Sheffield City Region LEP). The MWG met on Wednesday 30 June 2021 to consider, amongst other matters, a report from the Director of Business Capabilities setting out proposals for the recruitment of the new Chair. A further meeting was held on 14 July 2021.</p>
3.2	<p>Appointment of Chair to both TfN Board and Partnership Board</p> <p>The first matter for consideration was whether TfN should recruit a single person to fulfil the roles of both Chair of the Board and the Partnership Board or whether the roles should be split and filled</p>

	<p>separately. The Members agreed unanimously that the Chair of TfN needs to have a strong voice and that to split the roles would weaken this ability. It would also cause confusion between the roles and increase the potential for disagreement between the two Chairs. The MWG agreed unanimously that TfN should recruit one individual for appointment as Chair of both the Board and the Partnership Board.</p>
3.3	<p>There was further discussion as to whether the existing restriction set out in the Constitution on any person who has been an elected Member of a Local Authority in the TfN area within the last 5 years being Chair of the Partnership Board should be lifted. The Members agreed unanimously that TfN needs to recruit an Independent Chair who can work effectively with all parties and stakeholders and did not want to restrict the possible recruitment of the best candidate. The restriction was considered to be unduly prescriptive, inequitable and illogical since politicians who had been elected members of local authorities outside the TfN area or over five years ago would already be eligible for appointment. They therefore agreed to recommend to the Board that the current restriction in the Constitution on eligibility for appointment as Chair of the Partnership Board be lifted in order to help to widen the potential candidate pool. It should be noted that for the avoidance of doubt, this recommendation is also included within the general Governance report which is also on today's agenda.</p>
3.4	<p>The role and remuneration</p> <p>The MWG considered that the Role description needs to reflect four main responsibilities:</p> <ol style="list-style-type: none"> 1. To have a definable connection with the North; 2. To champion the interests of the North as determined by the TfN Board; 3. To establish close working relationships with Members of the TfN Board; 4. To have a close working relationship with the Chief Executive. <p>Taking into account these considerations the MWG approved the draft role profile at Appendix 1.</p>
3.5	<p>Members considered that the current time commitment was insufficient for these responsibilities and recommended that it should be increased from 45 to up to 60 days per annum at the existing rate of remuneration pro rata.</p>
3.6	<p>Process for Recruitment</p> <p>As outlined above, the MWG recommends that the Constitution is amended to remove the restriction relating to membership of a local authority in the TfN area during the past 5 years; change to the Constitution requires a formal Board decision. In the event that this consensus at the meeting was not forthcoming and a vote was required, the support of at least 10 Constituent Authority Members who together hold at least 75% of the weighted vote.</p>

3.7	The MWG agreed the proposed process to recruit the Chair role, including the use of an Appointment Panel. The process and associated timeline endorsed by the MWG is available in Appendix 2 .
3.8	Similar to the process for the recent recruitment of the Chief Executive (CEO), this includes an Appointment Panel to lead the process and recommend the preferred candidate for appointment before final Board approval. Members considered that the Appointment Panel should be politically balanced and as far as possible, geographically representative of the TfN area. The Terms of Reference for this Appointment Panel are available in Appendix 3 .
3.9	The Appointment Panel Terms of Reference for approval (Appendix 3), have been adapted from those used for the recruitment process for the CEO role. Based on Member feedback, they have been amended to remove the requirement for unanimous agreement for the recommendation of a preferred candidate, which is replaced with a requirement for a majority decision of the voting Board Members (Observers not having a vote).
3.10	<p>The MWG recommends that the composition of the Appointment Panel, as detailed in the Terms of Reference, is as follows, noting that proposed nominated representatives have been sorted and received in advance of today's meeting for the Boards consideration and approval:</p> <ul style="list-style-type: none"> • Councillor Louise Gittins (Interim TfN Chair) – Chair of the Appointment Panel • Councillor Heather Scott - TfN Board Member (Conservative Party Group Representative) • Councillor Daren Hale - TfN Board Member (Labour Party Group Representative) • Councillor Craig Browne - TfN Board Member (Other Minority Party Group Representative) • Peter Kennan, SCR LEP - LEP Representative • Ben Smith - DfT Representative – Observer Capacity • Martin Tugwell - TfN Chief Executive – Observer Capacity
3.11	Given the need for the Constitution amendment, which cannot be approved until the Board meeting on 29 September, advertising of this role will commence shortly after and no later than w/c 11 October. The TfN HR Team will work with the agreed Appointment Panel in short order after the September Board meeting to sign off the full details of the recruitment campaign. In the meantime, the Board is invited to approve the Recommendations at 2.1 above.
4.	Corporate Considerations:
	<i>Financial and Resource Implications</i>
4.1	The financial implications for 2021/22 are captured in the reforecast and will be included in the budget process for 2022/23.

	The resource implications have been considered and addressed within the report.
	<i>Legal Implications</i>
4.2	The legal implications have been considered and addressed within the report.
	<i>Risk Management and Key Issues</i>
4.3	The risk management and key issues have been considered and addressed within the report.
	<i>Environmental Implications</i>
4.4	No environmental impact.
	<i>Equality and Diversity</i>
4.5	The equality and diversity implications have been considered and addressed within this report.
	<i>Consultations</i>
4.6	There was no consultation required.
5.	Background Papers
5.1	There are no background papers.
6.	Appendices
6.1	Appendix 1 – Draft Role Profile for Joint Chair Appendix 2 – Draft Process and Timeline Appendix 3 – Draft Appointment Panel Terms of Reference

Glossary of terms, abbreviations and acronyms used (<i>if applicable</i>)
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MWG – Members’ Working Group

Appendix 1 – Draft Joint Chair Role Brief

Transport for the North (TfN) Board and Partnership Board Chair

Role Brief & Person Specification

(drafted on the basis of joint roles - to be split out if not)

ACCOUNTABLE TO: TfN Board

ANTICIPATED TIME COMMITMENT: Up to 60 days per annum

REMUNERATION: Up to £60,000 per annum (IR35 is applicable to this role)

INITIAL TERM OF APPOINTMENT: Four Years – subject to re-appointment as Chair by the TfN Board on an annual basis in accordance with TfN’s Constitution

NOTICE PERIOD: Three Months

LOCATION: TfN has offices in the centre of Leeds and Manchester, however, you will be required to operate flexibility across the whole of the North of England

MAIN PURPOSE

Provide leadership and direction through Chairing TfN Partnership and TfN Board meetings and ensuring that TfN is run in a transparent and equitable manner, adhering to TfN’s Constitution.

Support TfN’s CEO where required in building and managing national, regional and local member, business and political relationships and work collaboratively to support the strategic leadership of TfN and delivery of its strategic priorities.

Lead ambassadorial duties on behalf of TfN and its members and where appropriate champion the North’s interests alongside actively building TfN’s brand and supporting delivery of its vision.

PRINCIPAL ACCOUNTABILITIES

Governance

- Plan and prepare for TfN Board and Partnership Board meetings to ensure that all meetings are run efficiently, effectively, transparently and in accordance with TfN’s Constitution.
- Effectively Chair TfN Board and Partnership Board meetings to ensure that there is full participation during meetings, that all relevant matters are discussed, and that effective outcome focused decisions are made and minuted in accordance with TfN’s Constitution.

Strategy & Leadership

- Ensure that all Board members are involved in TfN’s work, ensuring their full involvement and contribution to critical TfN decision-making.
- Ensure through TfN’s CEO, Statutory Officers and Directors that relevant, accurate, timely and clear information is provided to the TfN Board and Partnership Board in order to make sound outcome focused decisions, monitor issues, and provide appropriate advice.

- Together with the Vice Chairs ensure that the TfN Board provides leadership, support, and advice to the TfN CEO and Executive Team.
- Act as a trusted adviser to TfN on business issues and as a lead representative for TfN across the business community as required.
- Uphold high standards of integrity and probity and support TfN's CEO and Directors in instilling the appropriate outcome focused culture, values and behaviours in the TfN Board's and across the wider organisation.

External Representation & Relationship Management

- Foster positive working relationships amongst Board members. Lead and ensure on-going proactive engagement with all Board Members acting as a key link between all members and TfN Officers as necessary.
- Ensure, in conjunction with TfN's CEO, that the views of major stakeholders are communicated to TfN Board's and that members of those Board's develop an understanding of those views.
- Support and work alongside TfN's CEO in acting as a key ambassadorial figure for TfN at a local, regional and national level championing the North's interests alongside actively building TfN's brand and supporting delivery of its vision.
- Support and work alongside TfN's CEO where appropriate in representing TfN in meetings with business and public-sector partners including with Government Ministers.
- Effectively represent TfN where appropriate via co-ordinated media, press, and PR activities, and ensure productive and positive relationships.
- Lead where appropriate the engagement of the private sector, and individual local authorities, to champion and deliver a shared agenda.

KNOWLEDGE/EXPERIENCE/SKILLS NEEDED

Knowledge/experience:

- Extensive leadership experience within the public, private or commercial sector.
- Proven experience of leading a partnership, including managing Board members, partner and stakeholder relationships.
- Track record of success in actively promoting effective collaborative and partnership working.
- Good understanding and knowledge of the political, central & local government and business environment across the North of England within which TfN operates.

Skills/abilities:

- Ability to Chair meetings effectively.
- Close affinity with the North and passion to champion the North's interests locally, regionally and nationally.
- Ability to exercise effective judgement and outcome focused decision-making in a political and multi-disciplinary environment.
- Well-developed strategic, influencing, and negotiation skills, and ability to work across organisations in an open and effective way.
- Ability to grasp strategic issues facing central & local government in the furtherance of growth policies and change initiatives.
- Excellent leadership and team working skills, with strong self-confidence and motivational skills.
- Excellent communication and presentation skills.
- Excellent networking skills.
- Demonstrable tact, diplomacy, and powers of persuasion.
- Ability to act in accordance with the seven Nolan Principles of public life.

Appendix 2 – Draft Indicative Recruitment Process & Timetable

There is approximately timeline of six weeks for the recruitment process (vacancy go-live to final appointment). However, this will be dependent on the availability of the Appointment Panel.

*Selection process subject to approval by the Appointment Panel

Activity	By When
Pre-Campaign	
Executive Search Agency briefed on Role Requirements & Potential Targets (including 1-2-1 virtual meetings with the AP)	W/C 20.09.21
Appointment Panel (AP) confirmed at TfN Board Meeting, alongside the required proposed constitutional change.	29.09.21
Necessary communication with AP to agree/finalise Recruitment Timeline and Selection Process*	W/C 04.10.21
Campaign	
Vacancy Go-Live (Search & Head-hunting) – 2.5 weeks’ search period	W/C 11.10.21
Closing Date for Applications (via CV & Covering Letter)	27.10.21 – 12 Noon
Longlist (ABC) Report received & Shortlisting Meeting by AP completed* (Virtual Meeting via MS Teams)	03.11.21 – 14.00 to 16.30
Update to TfN Board – Confirming shortlisting & final interview dates	
Stakeholder Panel* (Virtual Assessments via MS Teams)	16.11.21
Final Interviews* (In-Person at TfN Offices, Manchester)	17.11.21
Preferred Candidate Identified (subject to TfN Board Approval)	TfN Board – 24.11.21

Appendix 3 – Draft Appointment Panel Terms of Reference

The Appointment Panel shall undertake the following functions:

- (i) selecting a preferred candidate, for recommendation to TfN Board, for the role of TfN Chair, including considering applications, forming a longlist and a shortlist, and conducting interviews; and
- (ii) recommending to TfN Board, before any offer of appointment is made by TfN, a preferred candidate for appointment to the role of TfN Chair.

Membership

The Appointment Panel shall consist of such membership as the Transport for the North Board shall determine following consultation with the Member Working Group. On 29 September 2021 the Transport for the North Board determined the membership as:

- Councillor Louise Gittins (Interim TfN Chair) – Chair of the Appointment Panel
- Councillor Heather Scott - TfN Board Member (Conservative Party Group Representative)
- Councillor Daren Hale - TfN Board Member (Labour Party Group Representative)
- Councillor Craig Browne - TfN Board Member (Other Minority Party Group Representative)
- Peter Kennan, SCR LEP - LEP Representative
- Ben Smith - DfT Representative – Observer Capacity
- Martin Tugwell - TfN Chief Executive – Observer Capacity

Each member of the Appointment Panel shall, in circumstances where they are unable to act, be permitted to nominate a Substitute Member, provided such person is another member of Transport for the North Board (or other DfT representative in the case of the DfT Panel member or TfN Director in the case of the TfN Chief Executive); in such circumstances, the member shall notify the Monitoring Officer of the Substitute Member nominated. Where a Member or Substitute Member attends the interview of a Candidate only that Member or Substitute Member may take any further part in the appointment process and after that point no Substitute Member may be appointed.

Chair

The Appointment Panel shall be chaired by the Majority Vice Chair of TfN Board, (also set to act as interim Chair of TfN Board). If the Majority Vice Chair of the TfN Board is not present at any Appointment Panel meeting, the members of the Appointment Panel who are present shall elect a chair from amongst their number, each Board Member (i.e. those present other than DfT Representative & TfN Chief Executive who are present in an observer/advisory capacity only) having one vote with regard to any matters for formal decision-making.

Quorum

Any such meetings (and associated decisions) of the Appointment Panel will only be considered Quorate if all voting members of the Appointment Panel (or their nominated substitute member) are present.

Rules of Debate, Voting and Procedure

Except where incompatible with the above, and as applicable, TfN's Procedure Rules as contained in its Constitution and Recruitment & Selection Policy shall apply.

Any decision of the Appointment Panel to recommend a preferred candidate to the TfN Board for appointment must be supported by a majority of the voting members of the Appointment Panel.