

Bath & North East Somerset Council		
MEETING/ DECISION MAKER:	Cllr Tim Warren, Leader	
MEETING/ DECISION DATE:	On or after 23 March 2019 (for single Member decision)	EXECUTIVE FORWARD PLAN REFERENCE:
TITLE:	Appointment of a Non Executive Chair and Non Executive Director to the Board of Aequus Developments Limited and to determine the remuneration for the roles.	
WARD:	All	
AN OPEN PUBLIC ITEM		
List of attachments to this report: Appendix1: Advert to recruit		

1 THE ISSUE

- 1.1 To agree the appointment of a non executive chair and non executive director to the Board of Aequus Developments Limited and to determine the remuneration for these roles.

2 RECOMMENDATION

The Leader is asked to;

- 2.1 Appoint Charles Gerrish to be the non executive chair of Aequus Developments Limited with effect from 7 May 2019.
- 2.2 Appoint Les Kew to be a non executive director of Aequus Developments Limited with effect from 7 May 2019.
- 2.3 Agree the remuneration for the roles of non executive chair and all non executive directors at £10,000 and £4,000 respectively.

3 RESOURCE IMPLICATIONS (FINANCE, PROPERTY, PEOPLE)

- 3.1 There are no direct resourcing implications arising from this decision. The chair and director roles will be remunerated by Aequus Developments Limited.

4 STATUTORY CONSIDERATIONS AND BASIS FOR PROPOSAL

- 4.1 The appointment and remuneration of board members is a Reserved Matter in the Shareholder Agreement between the Council and Aequus Developments Limited. The matter is reserved to the Leader for approval as shareholder representative.
- 4.2 The Local Authorities (Companies) order 1995 applies in respect of appointments of members as directors. The 1995 order regulates the remuneration of directors who are members. Councillors appointed as directors cannot receive any additional remuneration from ADL for acting as a director which is beyond the special responsibility allowance. In practice the company will not pay remuneration to a director while they are a councillor.

5 THE REPORT

- 5.1 The roles were advertised on the Council's website and via press release on 18 February 2019. A copy of the advert is enclosed at Appendix 1. There were 3 applicants for the role of chair and 1 applicant for the role of non executive director. One of the applicants for the Chair Role was not shortlisted due to potential conflicts of interest. The interview panel consisted of :

- ADL Managing Director – Tim Richens
- ADL Remuneration Committee Chair – Bob Marshall
- B&NES Shadow Holding Company Chair – Martin Shields
- B&NES Head of HR – Cherry Bennett

- 5.2 The remuneration offered for the roles was determined by reference to the remuneration offered by other local authority housing companies and are at the bottom end of the comparative remuneration scales. The scales ranged between £4,000 and £12,210 for a non executive director and £10,000 and £22,000 for a non executive chair. The proposed remuneration levels were also compared with a survey conducted by the Institute of Directors for equivalent roles with start up and emerging businesses, with remuneration ranging between £4,335 to £10,400 for a non executive director and £10,404 to £24,960 for a non executive chair.
- 5.3 The interview panel recommends to the Board of Aequus development Limited and to the shareholder representative the appointment of Charles Gerrish as non executive chair and Les Kew as non executive director.

6 RATIONALE

- 6.1 The appointment of Directors and their remuneration are matters reserved to the Shareholder under the terms of the Shareholder Agreement between the Council and Aequus Developments Limited.
- 6.2 Shareholder decisions are not subject to call in by virtue of Rule 1 of Part 4 D of the Council's Constitution.

7 OTHER OPTIONS CONSIDERED

- 7.1 None.

8 CONSULTATION

8.1 Monitoring Officer, s.151 officer, the Chief Executive and the Group Leaders.

9 RISK MANAGEMENT

9.1 A risk assessment related to the issue and recommendations has been undertaken, in compliance with the Council's decision making risk management guidance.

Contact person	Michael Hewitt Tel: 01225 395125
Background papers	None
Please contact the report author if you need to access this report in an alternative format	

Council to recruit Chair and Non-Executive Director for B&NES Housing Company - Aequus Developments Ltd

Date Published:

Mon, 18/02/2019



Bath & North East Somerset Council is looking to appoint an independent Non-Executive Chair and Non-Executive Director to serve on its Housing Development Company Board.

It follows a decision by the council last year to adopt a new protocol for governance of its Local Authority Companies. As a result from May 2019 Councillors will no longer be nominated to B&NES company boards.

The council is now inviting applications for the roles of Chair and Non-Executive Director to serve on its Housing Development Company Board to advise on housing development and related company governance matters.

Councillor Tim Warren, Leader of the Council, said: "We set up Aequus Developments three years ago to help develop, deliver and manage much needed housing across the district and generate income to support council services. The company is making good progress with a number of developments in the pipeline and nearing completion, such as the redevelopment of the old council offices at Riverside View in Keynsham. These are two important appointments and the successful candidates will steer the direction of the company over the coming years."

Applicants for the roles should be able to demonstrate an ability to look objectively at property developments and make balanced judgements based on the evidence provided. Private sector development & housing expertise and/or a commercial background in finance is highly desirable. Previous experience of chairing company boards is also required for the Chair's role.

An annual remuneration of £4,000 will be provided for the Non- Executive role and £10,000 for the Non-Executive Chair including travelling and subsistence expenses.

Non-Executives are required to attend 4-6 meetings a year and provide ad-hoc advice to the Board. The Chair's commitment is expected to be around one day each month attending meetings and working with the Executive Management Team.

All applicants must carefully consider any potential conflict of interest issues either present or future prior to applying for consideration for this role. It is important for the Board to protect its objectivity and develop a reputation for impartiality, and candidates will need to demonstrate at interview how they have considered and propose to address this.

To apply for either of these roles please send a CV together with a supporting statement setting out why you wish to be considered to Enquiries@aequusdevelopments.co.uk or post to Aequus Developments Limited, 20 Old Bond Street, Bath, BA1 1BP.

For an informal discussion about this role, please contact Tim Richens, Aequus Managing Director on 01225 395300

The closing date for expressions of interest is Thursday 28th February. It is anticipated interviews will be held early in March with the successful candidates taking up their appointments on 7th May 2019.

For further information about Aequus Developments visit: www.aequusdevelopments.co.uk