

Enterprise M3 Board Meeting

8 June 2023

Nominations Committee Report – Item 9

The Board are asked to:

APPROVE the revised Nominations Committee Terms of Reference

APPROVE the renewal of Ren Kapur's term of appointment as Director until July 2026

APPROVE the appointment of Ren Kapur to the Funding Escalator Steering Group from July 2023

APPROVE the appointment of Daniel Ruiz as Chair of the Enterprise Zone Programme Steering Group from July 2023

APPROVE the appointment of Julie Baker as Chair of the Nominations Committee from July 2023

1. Introduction

1.1. The Nominations Committee Terms of Reference have been updated to reflect the current requirements of the organisation and are being brought to the Board for approval. The Board are required to agree the extension of terms of office when members have served an initial 3-year term and to approve any changes to membership of programme groups.

2. Terms of Reference

2.1. The Nominations Committee Terms of Reference have been reviewed and updated to take account of the changes to the LEP team structure and the reduction in the total number of Board members. Key changes are:

- The frequency of reports to the Board has changed to when approval is required.
- The number of private sector Board members on the Committee has been reduced from 3 to 2.
- Frequency of meetings has been changed to meet when there is business that needs to be addressed.

2.2. The Board is asked to approved the revised Terms of Reference as attached at Appendix 1.

3. Extension of Term of Office

3.1. Ren Kapur MBE will have served 3 years on the Board in July 2023. Ren is a highly valued member of the Board. Her close connections to the Federation of Small Business as founder of X-Forces Enterprise inform the excellent strategic insights into the needs and perspective of SME's that Ren brings to the Board. We are delighted that Ren has confirmed she would like to extend her term for a further 3 years.

4. Proposed Changes to Board Groups

4.1. Linda Cheung will be stepping down from the Enterprise M3 Board in July having served the maximum six-year term of office.

4.2. Linda currently chairs both the Nominations Committee and the Enterprise Zone Steering Group and is also a member of the Funding Escalator Steering Group. Following Linda's retirement in July 2023 the following Board members have agreed to fill the vacancies created:

- Ren Kapur to join the Funding Escalator Steering Group
- Daniel Ruiz to join and Chair the Enterprise Zone Programme Steering Group
- Julie Baker to Chair the Nominations Committee

4.3. There is a public sector representative vacancy on the Nominations Committee and a public sector Board member is being sought to fill the vacancy.

5. Recommendations

5.1. The Board are requested and recommended to approve:

- a) the revised Nominations Committee Terms of Reference
- b) the extension of Ren Kapur's term of office to July 2026
- c) the appointment of Ren Kapur to the Funding Escalator Steering Group
- d) the appointment of Daniel Ruiz as Chair of the Enterprise Zone Steering Group
- e) the appointment of Julie Baker as Chair of the Nominations Committee

Sue Littlemore
Joint Managing Director
30 May 2023

Delivering prosperity through Innovation

**Enterprise M3 Nominations Committee
Terms of Reference**

May 2023

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, its associated governance structures and sub-groups. This will include the following:

- Setting policy around board appointments, and specifying role descriptions and the capabilities required for board appointments, in light of the existing skills and experience of current board members.
- Providing recommendations to the Enterprise M3 Board for ratification and approval of Board and sub-group appointments.
- Planning for the future, to ensure that Board and sub-group membership reflects and can deliver the priorities set out in Enterprise M3's Strategic Economic Plan, Local Industrial Strategy, Revive and Renew, and other relevant priorities.
- Being proactive in determining the Enterprise M3's equality and diversity policy, and ensuring diversity within the Enterprise M3 Board and associated governance structures (including age, gender, ethnicity, public and private sector, sectors, geography and skills), working with Enterprise M3's Equality & Diversity Lead.
- Supporting the Enterprise M3 Board and Joint Managing Directors by overseeing succession planning, with an ongoing pool of Board or sub-group candidates, which offers continuity, diversity and a skill set that supports Enterprise M3 objectives.
- Assisting the preparedness of appointees by ensuring that appropriate induction arrangements are in place, including guidelines regarding conflicts of interest.
- Ensuring that Enterprise M3, through the membership of its governance structures, engages and remains relevant to its key stakeholders.
- Developing talent within Enterprise M3's governance structures, including identifying opportunities for Board and sub-group members to develop relevant competencies, and putting in place appropriate support (e.g. media and public speaking training).
- Helping Enterprise M3 to maintain a reputation for outstanding and transparent governance.

The Nominations Committee will report to the Enterprise M3 Board when ratification and approval is required.

Membership

The Chair and members of the Committee shall be appointed by the Board. The following minimum membership, drawn from the Enterprise M3 Board, is proposed:

3 x Board Members comprising:

- 1 x Chair of Enterprise M3
- 1 x Private Sector Member
- 1 x Local Authority Member

- (the public sector or private sector representative should also be the Equality and Diversity Lead)

1 x Managing Director Enterprise M3 LEP

Additional attendees may be invited on an ad-hoc basis, depending on the agenda, should supplementary expertise/knowledge be sought.

The Performance and Governance Manager at Enterprise M3 will provide secretariat support to the Nominations Committee.

Term of Office

Once individuals have been appointed as members of the Nominations Committee, they will serve for an initial two-year period, with the ability to extend their term on the Nominations Committee with the agreement of the Enterprise M3 Board until their term of office with Enterprise M3 ends.

Frequency of Meetings and Quorum

It is proposed that the Nominations Committee meets when there is business that needs to be addressed, business can also be addressed via email correspondence or telephone/video conferences.

In order for a meeting to be quorate at least two Board Members on the Nominations Committee must be present.

Conflicts of Interest

Normal Enterprise M3 procedures around conflicts of interest will apply. Members of the Nominations Committee will be asked to provide details of any relevant interests upon being appointed to the group, and conflicts of interest will be a standard item on the agenda for each meeting. Register of Interests for all Board members are published on the Enterprise M3 website and reviewed on an annual basis.

Review

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