

APPENDIX B**Protocol for Co-opted Independent Members of the
Corporate Governance Committee****Introduction**

The purpose of this protocol is to set out the position in relation to co-opted independent members appointed to the Council's Corporate Governance Committee. The protocol will define who can be a co-opted member and what their role on the committee should be. It will also confirm arrangements for the appointment of co-opted members and set out the induction training and ongoing support that is available to them. Finally, it will remind co-opted members of their obligations under the Code of Conduct for Members and Co-opted Members.

Current Guidance and Legislative Position

Whilst not currently a legislative requirement for authorities in England (except for Combined Authorities), CIPFA guidance (Audit Committees: practical guidance for local authorities and police 2022) recommends that up to two co-opted independent members are appointed to all local authority audit committees. The reasons for CIPFA's recommendation are:

- To supplement the knowledge and experience of elected representatives in specific areas, such as audit or financial reporting.
- To provide continuity outside the political cycle. This is of particular importance where membership of the committee changes annually or because of elections.
- To help achieve a non-political focus on governance, risk and control matters.
- Having two co-opted members rather than one will allow recruitment of members with different but complementary knowledge and experience, increase the resilience and continuity of the committee.
- Having two co-opted members shows a commitment to supporting and investing in the committee.

The County Council's Constitution

Article 9 of the Council's Constitution (Part 2) clarifies that the County Council has determined that up to two members of the Corporate Governance Committee will be non-voting independent members, appointed in accordance with the functions of the Constitution Committee (set out in Part 3 of the Constitution). The Chairman of the Corporate Governance Committee must form part of the appointment process.

Eligibility Criteria

A person wishing to be appointed as a Co-opted Independent Member of the

Corporate Governance Committee cannot have had significant previous dealings with the Council which may compromise (or give the appearance of compromising) their impartiality and independence.

In particular a person wishing to be appointed cannot be:

- A Member of a local authority, or have been in the last five years, or be actively engaged in local party-political activity.
- An employee or consultant to the Authority or other partner organisation with which the Council has dealings and which might affect their impartiality.
- Related to, or a close friend/associate of, any Member or senior officer of the Council.
- A Member of Parliament.

As co-option is a way of ensuring that all voices are represented on Council committees, the Council particularly encourages applications from historically underrepresented backgrounds and communities.

An independent member will be recruited based on the suitability of their qualifications and experience. They will be expected to bring to the Committee a wide range of skills, possessing knowledge of financial controls and management, **and/or** governance, risk and audit matters.

An Co-opted Independent Member who fails to attend a meeting for a continuous period of six months without sending apologies for absence will be automatically disqualified from continuing to serve on the Committee. There is no right of appeal.

A person specification has been developed for Co-opted Independent Members of the Corporate Governance Committee, reflecting the eligibility criteria set out above. It forms part of Appendix A to this protocol.

Role of the co-opted independent member

The role of a Co-opted Independent Member of the Committee will be the same as for an elected representative who is a Committee member. More specifically, as an Independent Member, they will be expected to:

- Actively promote good governance, risk management and control in the delivery of the Council's functions.
- Attend and participate in formal Committee meetings, providing external challenge and support in relation to reports presented to the Committee. Each Independent Member will need to be available for up to six meetings per year of the Corporate Governance Committee which will be held at County Hall in Glenfield, during normal office hours.
- Prepare for each meeting by reading the agenda papers and additional information to familiarise yourself with the issues under discussion and consider the questions you may wish to put to officers. To be available on occasions for email or telephone consultation.

- At the meetings ask questions in a way which is apolitical, non-judgemental and respects confidentiality.
- Keep up to date with key issues for the Council; to develop your understanding of the key priorities and initiatives being pursued.
- Contribute to achieving open, accountable and transparent local democracy in Leicestershire.
- To abide by the Council's Constitution and Members' Code of Conduct.

Independent Members will be expected to provide specialist knowledge and insight to the workings and deliberations of the Committee and to support the Committee in providing effective, independent assurance of the adequacy of the risk management framework, an independent review of the Council's financial and non-financial performance, and in providing independent challenge to, and assurance over, the Council's internal control framework and wider governance processes.

Appointment Process, Term of Office and Allowances

Vacancies for Independent Members of the Corporate Governance Committee are advertised via the Leicestershire Traded Services website, with a request for expressions of interest to be submitted democracy@leics.gov.uk.

The assessment will be by application form and by interview. Candidates will be interviewed by a Panel of elected members drawn from the County Council's Constitution Committee with the Chairman of the Corporate Governance Committee. The Panel will make a proposal regarding those to be appointed as an Independent Member and that proposal must be approved by full Council. References will be taken up prior to interview.

The Term of Office for Independent Members is four years, aligned to the life of the Council.

The role is a voluntary role and so no allowances are be paid. However, all reasonable travel and subsistence expenses will be payable.

Induction Training and Ongoing Support

The following induction training will be offered:

- (a) Overview of the purpose and role of the Committee, its political structure, attendance and reporting arrangements;
- (b) Overview of the Council's control environment comprising the systems of governance, risk management and internal and external control;
- (c) Overview of Treasury Management;
- (d) Overview of the Council's Code of Conduct and Meeting Procedure Rules;
- (e) Media and Social Media Training in relation to the obligations in the Code of conduct.

Code of Conduct

Co-opted Independent Members are bound by the County Council's Code of Conduct for Members and Co-opted Members (Part 5A of the Council's Constitution).

The Code sets out guidance on the behaviour expected when acting as a co-opted member of the Council and sets out the type of conduct that would lead to action being taken against a co-opted member. It also provides guidance on the types of interest that need declaring at meetings and what that means in terms of participation.

In line with the Code, co-opted members are required to register and disclose any Disclosable Pecuniary Interests and any Other Registerable Interests within 28 days of becoming a co-opted member. They must ensure that the register of interests is kept up-to-date and notify the Monitoring Officer (via the Democratic Services Officer supporting the Children and Families Overview and Scrutiny Committee) of any new interests or any changes to a registered interest within 28 days.

Independent Member of the Corporate Governance Committee: Role Description and Person Specification

Role Description

The role of an Independent Member is to:

- Actively promote good governance, risk management and control in the delivery of the Council's functions.
- Attend and participate in formal Committee meetings, providing external challenge and support in relation to reports presented to the Committee. Each Independent Member will need to be available for up to six meetings per year of the Corporate Governance Committee which will be held at County Hall in Glenfield, during normal office hours.
- Prepare for each meeting by reading the agenda papers and additional information to familiarise yourself with the issues under discussion and consider the questions you may wish to put to officers. To be available on occasions for email or telephone consultation.
- At the meetings ask questions in a way which is apolitical, non-judgemental and respects confidentiality.
- Keep up to date with key issues for the Council; to develop your understanding of the key priorities and initiatives being pursued.
- Contribute to achieving open, accountable and transparent local democracy in Leicestershire.
- To abide by the Council's Constitution and Members' Code of Conduct.

Skills and Qualities

A person wishing to be appointed as an Independent Member of the Corporate Governance Committee should demonstrate that they have the following attributes/skills:

- A high level of integrity and a desire to inspire public confidence.
- A strong commitment to maintaining high standards and ethics in public life.
- Ability to be objective, open-minded, independent and impartial (including politically independent) and to ask questions in a way that is non-judgmental.
- Ability to understand complex issues and assimilate information quickly.
- Good analytical skills and the ability to scrutinise information and processes and challenge appropriately.
- Strong interpersonal and communication skills and the ability to contribute to discussions.
- A knowledge/understanding of public, private, voluntary or the charitable sector, or of large, complex organisations at a senior level.
- An understanding of the wider local government environment and accountability structures, and the political process.
- An awareness of the issues currently facing local government and the key priorities for the County.

- A knowledge/understanding of corporate governance, risk management, accountancy, financial control, Internal and External audit, and/or regulation and compliance.
- A respect for confidentiality and an ability to deal with issues of a sensitive nature in a sensitive and diplomatic manner.

Person Specification

Independent Members of the Corporate Governance Committee should:

- Be willing to contribute to discussions in public meetings.
- Be respectful of the views of others and able to consider issues in a fair and non-judgemental way.
- Be able to work as part of a team and develop good working relationships with people from different backgrounds.
- Be able to understand written and verbal information and analyse complex issues.
- Be able to act with sensitivity and discretion at all times.
- Be able to attend meetings during the day.
- Be willing to attend training to develop knowledge and skills.
- Be committed to the principles of public scrutiny.
- Be aware and have an understanding of Equality and Diversity issues.
- Not have significant previous dealings with the Council which may compromise (or give the appearance of compromising) their impartiality and independence.
- Not be affiliated with any political party or an elected member of any local authority, or have been in the last five years.
- Not be an employee or consultant to the Authority or other partner organisation with which the Council has dealings and which might affect their impartiality.
- Not be related to, or a close friend/associate of, any Member or senior officer of the Council.
- Not be a Member of Parliament.