

Report to	Council
Date of meeting	28 th January 2020
Lead Member / Officer	Cllr Bobby Feeley and Cllr Julian Thompson- Hill
Report author	Gary Williams, Head of Legal, Hr and Democratic Services
Title	Implementation of an Alternative Delivery Model (ADM) for various leisure related activities/functions: Appointment of Independent Directors

1. What is the report about?

- 1.1. This report is about the appointment of Independent Directors to the Board of Denbighshire Leisure Limited (the Company)

2. What is the reason for making this report?

- 2.1. A decision is required on the appointment of two Independent Directors to the Board of the Company

3. What are the Recommendations?

- 3.1. That Council formally appoints Paul McGrady and Sian Rogers as Independent Directors to sit on the Board of Directors of Denbighshire Leisure Limited.

4. Report details

- 4.1. On the 15th October 2019 Council resolved that the composition of the Board of Directors of the Company would be as follows;

- Corporate Director: Economy and Public Realm
- Lead Member for Well-Being and Independence
- Lead Member for Education, Children's Services and Public Engagement
- Managing Director
- Independent Director x2, and
- A Non-Cabinet Member

- 4.2. Council further resolved that Cllr Peter Prendergast be appointed to the Non – Cabinet Member role on the Board.

- 4.3. Council agreed to the process for the appointment of the Independent Directors. It was agreed that the Independent Directors be recruited in a similar way to that of Independent Members of the Council's Standards Committee. This involved an external advertisement and the establishment of a recruitment panel consisting of three elected members nominated by Council, together with the Managing Director and support from HR, to shortlist and then interview prospective candidates. The recruitment panel would then make a recommendation of an appointment to Council for approval.
- 4.4. Council appointed Councillors Hugh Irving, Graham Timms and Brian Blakely to sit on the recruitment panel.
- 4.5. The shortlisting was completed by the recruitment panel. Unfortunately, both Cllr Timms and Cllr Blakely were unable to attend the interviews and further nominations were sought via group leaders at relatively short notice for other members to sit in on the interviews. As a result, Cllr Mark Young was nominated and attended at the interviews with Cllr Irving, supported by the Managing Director, the Corporate Director and HR. The interviews were observed by Cllr Bobby Feeley in her capacity as Chair of the Board of Directors of the Company.
- 4.6. Although three candidates were selected for interview, one withdrew due to reasons relating to location. There were therefore two remaining candidates, one for each of the Independent Director portfolios. The interview panel was in full agreement that following the interview process both candidates demonstrated the qualities necessary for the roles and recommended both for appointment to the Board of Directors of the Company.
- 4.7. The two persons recommended to council for appointment are Paul McGrady in respect of the Independent Director role with finance and commercial experience, and Sian Rogers in respect of the Independent Director role with community development experience.
- 4.8. Paul McGrady is a Chartered Accountant with an MBA who currently works as Director of Resources in Clwyd Alyn Housing since March 2019. In his current role he is the financial advisor to the board and has responsibility for all strategic financial planning. Prior to this he worked for Adra (formerly Cartrefi Cymunedol Gwynedd Housing Association) as Director of Resources for nearly 4 years, a role he chose to learn to speak Welsh for. Between September 2005 and June 2015 Paul worked for Denbighshire County Council, and was the Section 151 Officer for his last 5 years with the Council. Paul was integral to the recent Rhyl Waterfront Development, providing the costings and recommendations that have led to significant investment from all sectors into our area. It is this prior involvement with Leisure that has led to Paul's desire to be a part of the Company Board, to continue to be a part of the Company's journey since its inception. Paul currently also sits as a Board Member of Wrexham Glyndwr University, and North East Wales (NEW) Homes, and has delivered significant improvements to the financial position for both. This has provided Paul with knowledge and experience of being a Board member, as well as experience of running a company that has been spun out of a Council. Overall, Paul is experienced within both public and commercial environments and has a deep understanding of the council, the area, and the needs and vision of Denbighshire Leisure Ltd.

4.9 Sian Rogers has spent the last ten years as the North and Mid Wales Youth and Community Director with Urdd Gobaith Cymru, and holds an MA in Folk Studies. In her current role, Sian is responsible for developing and delivering the strategy for the Urdd across 7 counties, ensuring staff and volunteers are engaging with communities throughout the region. She is involved in the development of community activity at a local, regional and national level. Sian has experience of grant funding, income generation, effective partnership working, establishing new approaches, and a vast knowledge of the youth community within the region. Prior to her current role, Sian worked as a North Wales Development Officer with the Welsh Language Board for 7 years, and between 1998 and 2004, was the Denbighshire Language Initiative Manager with Menter Iaith Sr Ddinbych. Sian currently sits on both the Brenig Fund Panel (distributing community funding), and the St David's Awards Panel (celebrating exceptional achievements of people in Wales), and can demonstrate an excellent knowledge base of the communities within the North and Mid Wales areas. Her approach is collaborative, seeking to build partnerships and opportunities that are mutually beneficial whilst keeping the needs of the community at the forefront. Overall, Sian is experienced in working within the local community and in creating effective partnerships. She can demonstrate a thorough knowledge of the needs and opportunities both within Denbighshire and the wider North Wales area.

5. How does the decision contribute to the Corporate Priorities?

5.1. The decision will not impact adversely on the Corporate Priorities, as the LATC will be contracted by the Council to provide the existing services associated with the in scope activities/functions

6. What will it cost and how will it affect other services?

6.1. The costs associated with the Board of Directors will be the cost of providing Directors Indemnity Insurance. There will also be the cost of the remuneration of the Independent Directors. It is proposed that the Independent Directors will receive the same attendance payments as Co-opted members of Scrutiny, independent members of Standards Committee and the lay member of Corporate Governance Committee as set by the Independent Remuneration Panel for Wales.

7. What are the main conclusions of the Well-being Impact Assessment?

N/A

8. What consultations have been carried out with Scrutiny and others?

8.1 Cabinet and Council were consulted in respect of the recruitment and appointments process.

9. Chief Finance Officer Statement

9.1 The appointment of the Board of Directors of the new Denbighshire Leisure Limited is a necessary step towards setting up the governance structures of the new company. The proposed structure is supported. All costs have been taken into account as part of the current Business Case.

10. What risks are there and is there anything we can do to reduce them?

10.1 Risk that collectively, the Board of Denbighshire Leisure Ltd is insufficiently effective, which impacts on the performance of the company.

11. Power to make the decision

11.1 s2 Local Government Act 2000

s95 Local Government Act 2003

Local Government (Best Value Authorities) (Power to Trade) (Wales) Order 2006