

Committee and Senior Independent Council Member Appointments

Purpose of paper	<p>To set out the process undertaken to review the membership of the GDC's non-statutory committees, the Senior Independent Member appointment and the recruitment process to find a new External member of the Remuneration Committee.</p> <p>To ask the Council to make the suggested appointments.</p>
Action	For approval
Corporate Strategy	Performance Objective 1: To improve our performance across all our functions so that we are highly effective as a regulator
Decision Trail	<p>Appointments to the Finance and Performance Committee were last considered by Council on 26 October 2017.</p> <p>Appointments to the Audit and Risk Committee and Policy and Research Board were last considered by Council on 4 October 2018, to allow Simon Morrow to serve on those Committees.</p> <p>At the 25 July 2019 Council meeting, Council approved the proposal to appoint a new External Member of the Remuneration Committee.</p>
Next stage	N/A
Recommendations	To ask the Council to approve appointments to the Audit and Risk, Finance and Performance and Remuneration Committees (including a new External Member) and to the Policy and Research Board.
Authorship of paper and further information	<p>William Moyes Chair of Council</p> <p>Katie Spears Interim Head of Governance</p> <p>Lisa Marie Williams Executive Director, Legal and Governance</p>

1. Executive summary

- 1.1 The General Dental Council Standing Orders and Resolution for the Non-statutory Committees of Council 2018 provide that the Council should make the appointments of Council members and External members to the non-statutory committees of the GDC, and that the Council should select one of the members to be the SIM.
- 1.2 Therefore, the Council are asked to approve:
- the membership and Chairs of the non-statutory Committees as set out in **Appendix 1**;
 - Terry Babbs to remain as the SIM for a further term of two years (to end **30 September 2021**); and
 - Ann Brown to be appointed as the new External Member of the Remuneration Committee for a term of four years (to end **30 September 2023**).

2. Membership of Committees and Terms of Office

- 2.1 Council has the following four non-statutory committees:
- The Audit and Risk Committee (ARC)
 - The Finance and Performance Committee (FPC)
 - The Remuneration Committee (Remco), and
 - The Policy and Research Board (PRB).
- 2.2 All four committees are required to consist of a Chair and at least two Council members, to include a registrant and a lay member. The ARC and the Remco are additionally required to have an External Member, appointed with the approval of the Council.
- 2.3 The Standing Orders require the Chair of Council to make proposals, at a public Council meeting, for the appointment of Council members as Committee Chairs and as members of Committees.
- 2.4 This matter was last considered by Council in October 2018, when Simon Morrow was appointed to Council and joined the ARC and PRB.
- 2.5 Previous appointments to these Committees were made by the Council and these appointments are due to expire on **30 September 2019**. To continue to facilitate the work of these Committees, further appointments are now needed to be made. There also needs to be a further appointment made to the post of the Senior Independent Council member (SIM), as this also expired on **30 September 2019**.
- 2.6 To facilitate a new Committee membership proposal being put before the Council (at **Appendix 1**), the Chair requested that each Council member express an interest in the role they wished to perform, (for either the remainder of their term or for next two years) and sought views on the SIM appointment. Those choices and options were then discussed with individuals, including the Chief Executive.
- 2.7 The outcome of those discussions resulted in one suggested change to Committee membership, that is, for Jeyanthi John to move from the PRB, to become an additional member of the Remco.

2.8 For each of the non-statutory Committees outlined above, the proposed terms of membership are as follows:

- The proposed term of office for all eligible Committee members is two years (to end on **30 September 2021**).
- Three Council members are due to demit office in 2020. These are Geraldine Campbell, Kirstie Moons and Margaret Kellett. In relation to these Council members, the proposed term of office within their respective Committees is one year (to end on **30 September 2020**).
- There are three Council members standing for reappointment in 2020. These are Sheila Kumar, Crispin Passmore and Caroline Logan. Their two-year proposed term of office will be subject to the Privy Council approval of their second term as Council members. The amendments to committee membership are set out in **Appendix 1**.

2.9 For completeness, the Chair's Strategy Group is an established working group of the Council, and not a Committee. The need for the working group is reviewed on a six-monthly basis. The membership of the CSG was last reviewed by Council on 28 March 2019 and has not been reviewed as part of this exercise.

2.10 It will be noted that two members of the Finance and Performance Committee will be demitting office in 2020. This will be taken into account when recruiting the new Council members.

3. Senior Independent Council Member

3.1 The General Dental Council Standing Orders for the Conduct of Business 2017 give Council the option to appoint a SIM. The Orders set out that the role of the SIM is to:

- act as a conduit between members and the Chair regarding any concerns;
- lead of the appraisal of the Chair;
- investigate any complaints about the Chair; and
- occasionally deputise for the Chair.

3.2 Terry Babbs has held this post since October 2017, when he was appointed by the Council until **30 September 2019**. Following discussions with both Terry and other Council members, it is proposed that he serve a second term in this role until **30 September 2021**.

4. Remuneration Committee – External Member

4.1 During 2019, the previous External Member of the Remco indicated that she wished to step down, and, following Council approval in July 2019, a recruitment process (supported by a professional search firm) was undertaken to find a new External Member. At its July meeting, the Council gave permission for the chosen candidate to attend the September Remco meeting as an observer.

4.2 On 15 August 2019, a panel consisting of the Chair of Remco, Geraldine Campbell, member of Remco, Anne Heal, and independent panel member, Cindy Butts, selected Ann Brown as the preferred candidate for the role.

- 4.3 To remind Council members, a professional search firm was procured to support this recruitment campaign, which was led by the Governance team. In response to advertisement and direct approaches, (approximately) 130 applications for the role were received. As part of the procured work around 30 were interviewed by the recruitment consultant and eight candidates were shortlisted.
- 4.4 The shortlist was reviewed by the panel, who chose five candidates to invite to interview. To further support the panel and provide insight into the candidates, Facet Five profiles were obtained on each interviewee. A presentation topic and a number of competency-based questions were drafted and agreed with the panel.
- 4.5 Following interviews, the panel's preferred candidate was Ann Brown and a provisional offer of engagement was made. Ann accepted the offer – subject to appointment by the Council – on Friday 16 August 2019.
- 4.6 To prepare Ann for her role, she has undertaken a short induction which has included meeting the Chair of Council, Chief Executive and Registrar, and key members of people services.

5. Risks and Considerations

<p>Communications</p> <ul style="list-style-type: none"> The Communications team will share the news of Ann Brown's appointment internally and externally following the Council meeting.
<p>Equality and Diversity</p> <ul style="list-style-type: none"> One of the criteria for the appointment of the external search firm included their approach to EDI.
<p>Legal</p> <ul style="list-style-type: none"> Council make appointments to Committees in accordance with the Standing Orders.
<p>Policy</p> <ul style="list-style-type: none"> No impact on policy making.
<p>Resources</p> <ul style="list-style-type: none"> The costs of the recruitment will be met from the governance budget.
<p>National</p> <ul style="list-style-type: none"> Not applicable.
<p>Risks on Registers</p> <ul style="list-style-type: none"> Not applicable.

6. Recommendations

6.1 The Council is asked to **approve**:

- the membership and Chairs of the non-statutory Committees as set out in **Appendix 1**;
- Terry Babbs to remain as the SIM for a further term of two years (to end **30 September 2021**); and
- Ann Brown to be appointed as the new External Member of the Remuneration Committee for a term of four years (to end **30 September 2023**).

Appendix 1

Committee	Proposed Chair	Proposed Members
Audit and Risk Committee	Crispin Passmore*	Cathie Brady
		Simon Morrow
		Sheila Kumar*
		Rajeev Arya (independent member)
Finance and Performance Committee	Terry Babbs	Margaret Kellett ‡
		Kirstie Moons ‡
		Anne Heal
Remuneration Committee	Geraldine Campbell ‡	Anne Heal
		Caroline Logan*
		Jeyanthi John
		Ann Brown (independent member)
Policy and Research Board	Kirstie Moons ‡	Margaret Kellett ‡
		Cathie Brady
		Simon Morrow
		Caroline Logan*
		Geraldine Campbell ‡

* Council members subject to Privy Council approval for a second term

‡ Council members demitting office on 30 September 2020 and to be appointed for one year only