

**Forward Plan reference number:** Not applicable

<b>Report title: Appointment of ECL Non-Executive Director</b>	
<b>Report to:</b> Cllr David Finch, Leader	
<b>Report author:</b> Claire Shuter, Director of Corporate Development, ECL	
<b>Date:</b> 24 August 2020	<b>For:</b> Decision
<b>Enquiries to:</b> Alison Overton, ECL, <a href="mailto:alison.overton@essexcares.org">alison.overton@essexcares.org</a> (03330 134 567)	
<b>County Divisions affected:</b> All Essex	

## **1. Purpose of Report**

- 1.1 Essex Cares Limited (ECL) is a company wholly owned by Essex County Council (ECC). This report asks ECC, in its role as sole shareholder, to note a recent resignation and agree the appointment of a Non-Executive Director to Essex Cares Limited (ECL).

## **2. Recommendations**

- 2.1 To note the resignation of Peter Martin as Non-Executive Director and to express thanks to Peter for his commitment and dedication to ECL.
- 2.2 To appoint Vineeta Manchanda as Non-Executive Director and Chair of the ECL Audit Committee with effect from 1<sup>st</sup> October 2020.

## **3. Summary of issue**

- 3.1 ECL's Articles of Association, under Article 17, states that any person willing to act as a director of the company and is permitted by law to do so may be appointed by ordinary resolution.
- 3.2 Ordinary resolutions are taken by the Shareholder in the form of a Cabinet Member Action.
- 3.3 Peter Martin resigned as a Non-Executive Director on the ECL Board on 31 August 2020. Peter was also the Chair of the Audit Committee.
- 3.4 Following a competitive selection process, the Chairman and Chief Executive of ECL are recommending the appointment of Vineeta Manchanda as a Non-Executive Director and Chair of the Audit Committee.
- 3.5 The Chair of the Audit Committee is required to be a qualified Accountant and Vineeta holds this position.
- 3.6 The ECL Board approved a resolution on the appointment on 19 August 2020.

#### **4. Options**

- 4.1 Option 1 – To approve the appointment of a Non-Executive Director (recommended option)
- 4.2 Option 2 – Do nothing. This would result in the ECL Board not being able to appoint a Replacement Non-Executive Director following the retirement of Peter Martin and the ECL Audit Committee would be without a Chair.

#### **5. Next steps**

- 5.1 Subject to approval of this decision, ECL will appoint Vineeta Manchanda as Non-Executive Director and Chair of the Audit Committee. No further decisions are required.

#### **6. Issues for consideration**

##### **6.1 Financial implications**

- 6.1.1 There are no financial implications for ECC arising from the proposals set out within this report.

##### **6.2. Legal implications**

- 6.2.1 The decision of the Shareholder is required to appoint an ECL director pursuant to Article 17. The decision by the Leader on behalf of the Shareholder will be received in this report and is as effective as an ordinary resolution.

#### **7. Equality and Diversity implications**

- 7.1. The Public Sector Equality Duty applies to the Council when it makes decisions. The duty requires us to have regard to the need to:
  - (a) Eliminate unlawful discrimination, harassment and victimisation and other behaviour prohibited by the Act. In summary, the Act makes discrimination etc on the grounds of a protected characteristic unlawful.
  - (b) Advance equality of opportunity between people who share a protected characteristic and those who do not.
  - (c) Foster good relations between people who share a protected characteristic and those who do not including tackling prejudice and promoting understanding.
- 7.2. The protected characteristics are age, disability, gender reassignment, pregnancy and maternity, marriage and civil partnership, race, religion or belief, gender, and sexual orientation. The Act states that 'marriage and civil partnership' is not a relevant protected characteristic for (b) or (c) although it is relevant for (a).
- 7.3. The equality impact assessment indicates that the proposals in this report will not have a disproportionately adverse impact on any people with a particular characteristic.

## 8. List of appendices

Appendix 1 ECL Board Resolution to appoint Vineeta Manchanda as a Non-Executive Director

Appendix 2 Equality Impact Assessment

## 9. List of Background papers

None

<b>I approve the above recommendations set out above for the reasons set out in the report.</b>	<b>Date</b> <b>21/09/2020</b>
<b>Councillor David Finch - Leader</b>	

In consultation with:

<b>Role</b>	<b>Date</b>
<b>Executive Director for Finance and Technology (S151 Officer)</b>	16/09/2020
<b>Nicole Wood</b>	
<b>Director, Legal and Assurance (Monitoring Officer)</b>	15/09/2020
<b>Laura Edwards (on behalf of Paul Turner)</b>	