

Report title: Appointment of new Essex Cares Ltd. chairperson	
Report to: Cllr David Finch, Leader of the Council	
Report author: Nicole Wood, Executive Director for Finance and Technology	
Date: 9 th August 2019	For: Decision
Enquiries to: James Cook, Head of Finance Major Programmes	
County Divisions affected: All Essex	

1. Purpose of the Report

- 1.1 To note the recent resignation of the Chairman of Essex Cares Limited (ECL) and to agree the appointment of a new Chairman.

2. Recommendations

- 2.1. To accept the resignation of Peter Martin, MBE, as the Chairman of the Board of Essex Cares Ltd..
- 2.2. To appoint Michael McDonagh as the new Chairman of the Board of ECL with effect from 1st September 2019.

3. Background and Proposal

- 3.1. ECL is a Company wholly owned by the Council. It became operational in 2009 and it delivers Adult Social Care services in Essex and the South East of England.
- 3.2. The current Chairman has resigned and as such a recruitment process has been undertaken to find a replacement. A pool of candidates was generated by a search Company who specialise in this field and a shortlist of five candidates were interviewed by the Leader of the Council and the Chief Executive of the Council, supported by the current Chairman of ECL.
- 3.3. Under the Articles of Association of the Company the decision to appoint a new Chairman is taken by the Council.

- 3.4.** It is proposed that Michael McDonagh is appointed as Chairman of ECL. Michael is a Fellow of Chartered Certified Accountants and has an extensive career with KPMG and more recently Deloitte. At KPMG, Michael held a number of senior positions including Chief Operating Officer and Member of the Executive Committee. Following this he held the position of Managing Director of Anchor Trust, the UK's largest not for profit care provider and is currently Non-Executive Director of Housing 21, a leading not for profit provider of retirement housing and extra care and is a Trustee of the Royal Botanical Gardens, Kew.

4. Policy Context

- 4.1.** ECL provides person centred care for older people and people with learning disabilities, with a strong focus on therapy led early intervention and prevention. In 2009, the Council set up its Local Authority Trading Company with a view to providing services to the newly developing private payer market in Essex and also to trade its services externally. Therefore, the continued success of ECL will help the Council achieve its strategic priorities of enabling more vulnerable adults to live independent of social care and to drive growth in revenue. This appointment will further strengthen the ECL Board at an exciting time for the Company.

5. Financial Implications

- 5.1.** This report has no direct financial implications for the Council. However, the continued growth and success of ECL will contribute to the Council's overall financial position.

6. Legal Implications

- 6.1.** ECL is a Company limited by shares. The Company's Articles of Association provide that an entity owned 90% or more of the shares in the Company may appoint or remove a director of that Company. To be effective the Council must serve a notice on the Company which is signed by a duly authorised signatory of the shareholder. The Leader of the Council is authorised to make decisions about how the Council will make decisions under its power as sole shareholder of ECL.
- 6.2.** Anyone seeking an appointment as a Company Director must be made aware of the legal duties applying to the Directors. The Council takes steps to ensure that anyone it appoints to the Board of the Company is made aware of the legal requirements applying to them.

7. Staffing and Other Resource Implications

- 7.1. This decision has no staffing or other resource implications.

8. Equality & Diversity

- 8.1. In making this decision ECC must have regard to the public sector equality duty (PSED) under a s.149 Equalities Act 2010, i.e. have due regard to the need to: (A) Eliminate unlawful discrimination, harassment and victimisation and other conduct prohibited by the Act. (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 taking prejudice and promoting understanding.
- 8.2. The protected characteristics are age, disability, gender reassignment, pregnancy and maternity, race, religion or belief, sex and sexual orientation.
- 8.3. The PSED is a relevant factor in making this decision, but does not impose a duty to achieve the outcomes in s.149, it is only one factor that needs to be considered, and may be balanced against other relevant factors.
- 8.4. In making appointments to an external body, the Council must comply with the public sector equality duty and must ensure that it does not unlawfully discriminate against anyone with a protected characteristic.

9. Background Papers

9.1. Process followed:

Following the retirement of the current Chairman a search was conducted which identified, after a first sift, five suitable candidates for interview. These interviews were conducted by Cllr David Finch (Leader) and Gavin Jones (ECC Chief Executive) supported by Peter Martin (Current ECL Chair) in an advisory role.

<p>I approve the above recommendations set out above for the reasons set out in the report.</p> <p>Councillor David Finch, Leader of the Council</p>	<p>Date</p>
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In consultation with:

Role	Date
<p>Executive Director for Finance and Technology (S151 Officer).</p> <p>Nicole Wood</p>	<p>13/8/19</p>
<p>Director, Legal and Assurance (Monitoring Officer)</p> <p>Paul Turner</p>	<p>12/8/19</p>