



EXECUTIVE 14th March 2024

Report Title	Appointment of Non-Executive Director to Northamptonshire Children’s Trust
Lead Member	Cllr Jason Smithers, Leader of the Council
Report Author	David Watts, Executive Director of Children’s Services (Interim)

Key Decision	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Is the decision eligible for call-in by Scrutiny?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Are there public sector equality duty implications?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Does the report contain confidential or exempt information (whether in appendices or not)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Applicable paragraph number/s for exemption from publication under Schedule 12A Local Government Act 1972	N/A
Which Corporate Plan priority does the report most closely align with?	Better, brighter futures

List of Appendices

None

1. Purpose of Report

- 1.1 The purpose of this report is to recommend the Council’s nomination for the appointment to the Council’s current vacancy of a Non-Executive Director to the Board of the Northamptonshire Children’s Trust Ltd.

2. Executive Summary

- 2.1 The nomination for appointment of a Council Director to the board of the Northamptonshire Children’s Trust Ltd (the Trust”) is a reserved matter for Council. However, following review of the constitution the Monitoring Officer using her delegation to make minor administrative changes has updated the constitution to correct this error and reserve the decision to the Executive.

- 2.2 The board of Northamptonshire Children's Trust wishes to appoint Joshua Coleman, as a Non-Executive Director ("NED") of the Trust. This report seeks approval to complete the appointment and registration of Joshua Coleman as a NED of the Trust.
- 2.3 Presently, the board of the Trust comprises of:
- Chair
 - Chief Executive of the Trust
 - 4 Independent Non-Executive Directors
 - 4 Council Directors nominated by the Council/Unitary Authorities
 - Up to 3 additional Executive Directors appointed by the Board.
- 2.4 The Trust currently has seven appointed NEDs. This appointment, if approved will ensure all positions on the board of the Trust are filled.
- 2.5 The appointment of Mr Joshua Coleman is recommended to the Executive following a robust recruitment process.

3. Recommendations

- 3.1 It is recommended that the Executive:
- a) Notes the completed sequence of events that are contractually required to appoint a Non-Executive Director of the Northamptonshire Children's Trust Ltd;
 - b) Notes and takes into account in its decision-making, the response from the Secretary of State;
 - c) Agrees the nomination for appointment of Joshua Coleman as the representative for North Northamptonshire Council as Non-Executive Director of Northamptonshire Children's Trust Ltd
- 3.2 Reasons for Recommendations:
- 3.2.1 The recommendations in this report are presented to Executive following a full and thorough recruitment and selection process. The selected candidate is considered the most suitable candidate for the position based on his experience and as a result of consistently scoring higher than the other candidates
- 3.2.2 The composition of the board of the Trust requires that there are four NEDs on the Board of the Trust, two of which are nominated by North Northamptonshire Council and two by West Northamptonshire Council; the recommendations support compliance with this requirement on behalf of North Northamptonshire Council.

3.3 Alternative Options Considered: The role of the Board of the Trust is critical in supporting it to achieve its objectives for the benefit of the residents of North Northamptonshire. For the Board to be most effective it is important that all of its positions are filled. It is not recommended that the Council should decide not to appoint to the vacant NED member of the Board.

4. Report Background

4.1 The Trust is owned by North Northamptonshire Council and West Northamptonshire Council (“the Councils”). The Trust is managed by an independent board of executive and non-executive directors. These arrangements ensure that as a wholly owned entity, the Trust is able to achieve operational independence from the Councils.

4.2 The Trust’s Board is responsible for:

- Setting the strategic aims of the Trust
- Overseeing the management of the Trust
- Holding the executive team to account

4.3 The Board is the responsible body for the performance of the Trust in terms of delivering its legal and contractual obligations and achieving outcomes for children and young people in Northamptonshire.

4.4 In December 2023 a recruitment panel was convened to consider the appointment of a NED to the Trust. The panel consisted of the Chief Executive of the Trust, the Councils Executive Director of Adults, Health Partnerships and Housing (DASS), and Children’s Services (Interim DCS) and the Chair of Northamptonshire Children’s Trust Board. A total of six applications were shortlisted, with one candidate removing themselves from the process due to a change in circumstances.

4.5 Mr Coleman was considered to be the preferred candidate unanimously by all members of the recruitment panel. Mr Coleman’s professional experience, current role as Chief Executive of an Academy Trust with responsibility for seven schools across Northamptonshire and Milton Keynes, experience of working with governing bodies, his understanding of the Northamptonshire system and clear enthusiasm to deliver the best possible outcomes for children and young people are all strengths that will put Mr Coleman in a good position to fulfil the role as the nominated Council NED.

4.6 All Non-Executive Directors of the Trust, have a fiduciary duty to the Trust board, meaning that they will act in good faith, and in the best interests of the Company.

4.7 The Governance Side Agreement between the Council and the Secretary of State for Education (SoS), requires the Council to consult with the SoS on the proposed appointment of any Council nominated Non-Executive Director. I

4.8 In accordance with its obligations in the Governance Side Agreement between the Council and the Secretary of State for Education (SoS), the Council is

required to consult with the SoS on the proposed appointment of any Council nominated Non-Executive Director. The DfE, on behalf of the SoS, via email confirmed that there were no objections to the appointment of the Council nominated Non-Executive Director.

- 4.9 Following the approval as set out above, it is recommended that the Executive approve the recommendations as set out in this report.

5. Issues and Choices

- 5.1 Following a full recruitment and selection process Mr Joshua Coleman was selected as the preferred candidate for the NED role. In approving the recommendation, the Executive will support full composition of the Board of the Trust.

6. Next Steps

- 6.1 If the nomination is approved, the appointment of Mr Joshua Coleman will be confirmed, and the associated administrative company process will be completed by the Trust.

7. Implications (including financial implications)

7.1 Resources and Financial

- 7.1.1 There are no resources or financial implications arising from the proposals.

7.2 Legal and Governance

- 7.2.1 The governance document underpinning the Trust set out the composition of the board of directors of the Trust. In accordance with the governance of the Trust the board is comprised of

- Chief Executive of the Trust
- 4 Independent Non-Executive Directors
- 4 Council Directors nominated by the Council/Unitary Authorities
- Up to 3 additional Executive Directors appointed by the Board

- 7.2.2 Each of the host councils appoints two NEDs, one of the North Northamptonshire Council NED places is vacant. The recommendations in this report the filling of that vacant position and supports compliance with the Trusts governance arrangements.

- 7.2.3 As set out within the body of this report there is a requirement to notify the DfE. This requirement has been complied with.

7.3 Relevant Policies and Plans

7.3.1 Appointments to the Board of the Trust support the Trust to deliver its aims and objectives. This in turn supports the Council's Corporate Plan 2021 – 2025, the continued transformation agenda and other key strategies and plans that deliver the best outcomes for our residents.

7.4 Risk

7.4.1 The recommendation is made to the Executive following a robust recruitment process to ensure that the most suitable candidate was selected for the role.

7.4.2 If the recommendation is not supported the Board of the Trust will not fulfil the requirements of its composition.

7.5 Consultation

7.5.1 The Governance Side Agreement between the Council and the Secretary of State for Education (SoS), requires the Council to consult with the SoS on the proposed appointment of any Council nominated Non-Executive Director.

7.5.2 In accordance with its obligations in the Governance Side Agreement between the Council and the Secretary of State for Education (SoS), the Council consulted with the SoS on the proposed appointment of a Council nominated Non-Executive Director. The DfE, on behalf of the SoS, via email confirmed that there were no objections to the appointment of the Council nominated Non-Executive Director.

7.6 Equality Implications

7.6.1 The recruitment followed a fair and transparent process in accordance with the Equality Act 2010. Eligible candidates were invited to apply to an open recruitment campaign.

7.7 Climate Impact

7.7.1 There are no specific climate impacts arising from this report.

7.8 Community Impact

7.8.1 There are no specific community impacts arising from this report, however the good governance of Northamptonshire Children's Trust.

7.9 **Crime and Disorder Impact**

7.9.1 There are no specific crime and disorder impacts arising from this report.

8. Background Papers

8.1 None