

**REPORT TO:** Audit and Governance Board

**DATE:** 24 September 2025

**REPORTING OFFICER:** Director of Finance

**PORTFOLIO:** Corporate Services

**SUBJECT:** Appointment of an Independent Member

**WARD(S):** Borough-wide

## **1.0 PURPOSE OF REPORT**

- 1.1 The purpose of this report is to consider the requirements for recruiting an Independent Member to the Board.

## **2.0 RECOMMENDATIONS: That**

- (i) the requirements for the post of Independent Member for the Audit and Governance Board outlined within the report, be approved; and**
- (ii) the proposed process for recruiting an Independent Member to the Audit and Governance Board, be approved.**

## **3.0 SUPPORTING INFORMATION**

- 3.1 In November 2024 the Board reviewed and updated its terms of reference, to ensure they comply with Cipfa's recommended practice. In addition to reducing the size of the Board, it was agreed to appoint a suitably qualified, co-opted, independent Member, who would provide additional expertise and knowledge relevant to the Board's role, particularly that of the Council's Audit Committee. These changes were approved by Council on 16 May 2025 as part of the update of the Constitution.
- 3.2 The following are a draft set of requirements which the Board may wish to consider when recruiting an independent Member;
- (i) Applicants should be available to attend in person approximately four meetings each year and any associated training and development events. In addition, time will be required for preparation for meetings by reading agendas and reports and familiarising themselves with the issues to be discussed. Applicants should also be available on occasions for email or telephone consultation.
  - (ii) The appointment will be made for three years.
  - (iii) Applicants should have current or previous financial qualifications and/or experience of working in a financial environment within the public or private sector. They should have the ability to analyse, interpret and understand information and evidence effectively and quickly. In addition,

they should have knowledge of financial controls, management, governance, risk and audit matters.

- (iv) The successful applicant will be part of the Audit and Governance Board in an advisory and consultative capacity, but will not have a vote unlike the Elected Members who are entitled to vote.
- (v) Applicants should bring specialist knowledge and insight to the workings and deliberations of the Audit and Governance Board. They should provide external challenge and support in relation to reports presented to the Board.
- (vi) The successful applicant will support the Board in providing effective, independent assurance regarding the adequacy of the risk management framework, an independent review of the Council's financial performance, and assurance regarding the Council's internal control framework and wider governance processes.
- (vii) The successful applicant should promote good governance, risk management, and control in the delivery of all the Council's functions.
- (viii) At Board meetings the successful applicant should ask questions in a non-political, non-judgemental way, with respect for other Board Members and officers, and treating matters as confidential where appropriate.
- (ix) Applicants should be able to present relevant and well-reasoned arguments and provide effective and constructive challenge. They should remain open-minded, objective, impartial and act with integrity.
- (x) Applicants must abide by the Council's Constitution and Members' Code of Conduct. They shall uphold the highest standards of confidentiality in relation to all information obtained, accessed, or discussed in the course of their duties. This includes, but is not limited to, financial data, audit reports, risk assessments, internal control evaluations, and any other sensitive or proprietary information. Such information must not be disclosed to any unauthorised person or used for personal gain, and must be handled in accordance with applicable laws, policies, and ethical standards.
- (xi) Applicants should not have been Elected Members or employees of Halton Borough Council (or its wholly owned companies) within the last three years.
- (xii) Applicants should not be affiliated with any political party or have been affiliated within the last three years.
- (xiii) Applicants must disclose to the Council any matter which might damage the reputation of the Council or indicate a real or perceived conflict of interest with the role of the Audit and Governance Board.

(xiv) The Board may remove an independent member by a majority vote, given reasonable grounds which might include:

- Failure to attend meetings
- Failure to engage in meetings and perform duties effectively
- Failure to act in accordance with the person specification / role profile
- If they cease to be independent due to them developing conflicts of interests
- If they act in a manner that could damage the reputation of the Council

Appeals against a decision to remove an independent member must be made in writing to the Leader of the Council, whose decision will be final.

(xv) Applicants must not have had significant previous dealings with the Council which may compromise (or give the appearance of compromising) their impartiality and independence.

(xvi) The successful candidate will be eligible to receive travelling expenses in accordance with the Council's Constitution, but will not receive an allowance for undertaking the role.

(xvii) Applicants must provide details of two referees who will be contacted in the event of them being shortlisted for interview.

3.3 It is proposed that the position of Independent Member be advertised via the Council's website and via social media, with support from the Communications Team.

3.4 Prospective candidates will be asked to submit their up-to-date CV, along with a supporting statement to include the following points:

- Why they wish to be considered for the position of Independent Member of the Audit and Governance Board and what they can offer to the Board and thereby the Council.
- Brief details of their current and previous experience, in terms of employment, business, professional, voluntary work, and public service.
- Details of their qualifications, and any other matters they consider relevant to their suitability for appointment as an Independent Member of the Audit and Governance Board.
- How they consider they meet the requirements of the role, as outlined in the Audit and Governance Board's Terms of Reference (to be provided) and taking into account the requirements listed in paragraph 3.2 above.

3.5 It is proposed that applications for the position are considered and interviews undertaken by a panel comprising the Chair, Vice-Chair, and Director of Finance.

#### **4.0 POLICY IMPLICATIONS**

4.1 There are no direct policy implications arising from this report.

#### **5.0 FINANCIAL IMPLICATIONS**

5.1 The only financial implications will arise from paying travelling expenses, if claimed, in respect of each Board meeting attended.

#### **6.0 IMPLICATIONS FOR THE COUNCIL'S PRIORITIES**

6.1 **Improving Health, Promoting Wellbeing and Supporting Greater Independence**

6.2 **Building a Strong, Sustainable Local Economy Employment**

6.3 **Supporting Children, Young People and Families**

6.4 **Tackling Inequality and Helping Those Who Are Most In Need**

6.5 **Working Towards a Greener Future**

6.6 **Valuing and Appreciating Halton and Our Community**

The appointment of an Independent Member to the Audit and Governance Board will support the delivery of all the Council's priorities, by providing independent assurance that key systems and processes are effective, risks are well managed, and resources are used efficiently. It will also help to identify improvements, strengthen internal controls, and promote good governance.

#### **7.0 RISK ANALYSIS**

It may not be possible to appoint a suitable candidate to the position, which may require the approach to the recruitment to be reconsidered.

#### **8.0 EQUALITY AND DIVERSITY ISSUES**

None

#### **9.0 CLIMATE CHANGE IMPLICATIONS**

None

#### **10.0 LIST OF BACKGROUND PAPERS UNDER SECTION 100D OF THE LOCAL GOVERNMENT ACT 1972**

None under the meaning of the Act