Meeting: Legal Services Board

Date: 22 March 2022

Item: Paper (22) 17

Title: Appointment of Senior Independent Director

Author(s): Holly Perry (Director, Enabling Services), Ethan Fleming (Corporate Governance Manager)

Status: Official

Introduction

1. The departure of Michael Smyth from the Board at the end of his second term will create a vacancy in the role of Senior Independent Director (SID).

2. The Legal Services Act is silent on the matter of a SID. The Chair has interpreted this silence to mean that they have licence to make such an appointment. Therefore, the decision as to whether or not to appoint a SID resides with the Chair. The Chair considers that the SID role adds value to the Board and the LSB as an organisation and therefore considers it appropriate to appoint a SID.

3. The individual to be appointed to the role of SID is a "decision reserved to the Board on the recommendation of the Chair".[1] The SID may be appointed for up to a two-year term.

4. The role description is attached at **Annex A**.

5. The Chair is recommending the appointment, with their consent, of Catharine Seddon to the role of SID for the period 18 April 2022 to 30 September 2023 to coincide with the end of Catherine's appointment to the Board.

Recommendation

6. To **agree** to appoint Catharine Seddon to the role of SID.

Risks and mitigations	
Financial:	N/A
Legal:	N/A
Communications and engagement:	N/A

[1] Corporate Governance Manual p9

Equality and diversity:	N/A
Resource:	N/A

Freedom of Information Act 2000 (FoI)		
Para ref	**FoI exemption and summary**	**Expires**
N/a	N/a	N/a

Annex A

Role of the Senior Independent Director

The Senior Independent Director's responsibilities include:

- acting as sounding board for the Chair in any matter which the Chair may determine appropriate;
- acting as a trusted intermediary when necessary between the Chair and other Board Members, including the Chief Executive;
- being available to stakeholders if they have concerns which contact through the normal channels of the Chair or Chief Executive have failed to resolve or for which such contact is inappropriate;
- convening and chairing (once annually, as a minimum) a meeting of the Board without the Chair present to facilitate feedback to inform the annual appraisal of the Chair and on such occasions as are deemed appropriate;
- acting as a last resort internal contact point for whistle blowers who feel unable to raise concerns through such channels as are set out in the Public Interest Disclosure Policy; and
- reporting to the Board annually on the fulfilment of the responsibilities of the Senior Independent Director.