



Board Meeting 13/05/2016  
Agenda item 10

Subject	Committee Membership		
Status	Open Session		
Purpose	For Decision		
From	The Chair/Committee Chairs		
History	Parent Committee	First Submitted	Revision Number
	N/A	13/05/2016	1

If you have any enquiries on this paper, please contact Karen Holmes/Emma Matthews on 020 7580 5861

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### 1. Purpose

To agree the membership of the Board's committees for the coming year.

### 2. Recommendations

It is recommended that the Board:

- i. Agrees the membership of the committees as shown in Annex A until May 2016, subject to the outcomes of the election of Chair and Vice Chair, when further adjustments may be needed; and
- ii. Agrees that if changes are need to the membership of the committees as a result of the outcomes of the election of Chair and Vice Chair, proposals are circulated for agreement via write-around shortly after the July Board meeting so that the committees can continue to function between the July and September Board meetings.

### 3. Terms of Reference

Under the terms of the Act, the General Rules, Investigations Rules and the Professional Conduct Committee Rules, the Board determines the membership of its committees.

### 4. Open

### 5. Contribution to the Board's Purpose and Objectives

In delivering the Act, ARB's objectives are to protect the users and potential users of architects' services and to support architects through regulation. The Board's committees assist in the delivery of functions and in providing appropriate oversight and the Board populates the committees taking into account the skills and experience of Board Members, equality and diversity considerations and the terms of reference of each committee.

## 6. Key Points

- i. ARB has a number of committees which are populated in April/May of each year. The current committee structure and proposals for membership are shown in Annex A. The structure includes Peter Beacock, an ex-officio member of the Prescription Committee; and Myra Kinghorn, who should be co-opted onto the Audit Committee until 1 August 2016 until Carol Bernstein joins the Board, to fulfil the requirement that one member of that committee should have recent significant and relevant financial/audit experience.
- ii. Appointments are usually for an annual term, although the Board may determine the length of the appointment. An annual review of the Committee membership ensures that committees are populated with the appropriate skills and experience needed. The annual review was undertaken by the Chair of the Board/committee chairs in April this year and their recommendations are set out in Annex A.
- iii. Given that a number of new Members have joined the Board, changes to the membership are required this year. In April 2016, all Board members were asked to complete a skills form and a declaration of interests form. This information was collated and discussed by the Chair of the Board; the Chair of the Prescription Committee and the Chair of the Investigations Oversight Committee. Annex A reflects the views of the meeting and discussions which took into account the following:
  - the details shown on the skills forms;
  - the details shown on the declaration of interest forms;
  - the workload of each Committee;
  - equality and diversity considerations; and
  - the need for a balance between continuity and refreshment of the membership/succession planning.
- iv. **Additional Information**

### **Professional Conduct Committee**

The Board has previously taken the view that Board members should not sit on a Professional Conduct Committee Panel. The Act currently provides that 6 members of the Board shall be on the Professional Conduct Committee (PCC) itself, but in practice, those members are unlikely to be selected to sit on a panel which hears a case. Membership of this Committee will therefore not require any time commitment.

### **Audit Committee**

The Board agreed on 24 March 2016, by written resolution, that Suzanne McCarthy should be appointed as Chair of the Audit Committee with effect from 1 April 2016.

The Committee's Terms of Reference state that the Chair or one member of that committee should have recent significant and relevant financial/audit experience. We are unable to fulfil this requirement until Carol Bernstein joins the Board on 1 August 2016. The Committee's Terms of Reference also state that 'the Board may also appoint additional external members to supplement the Committee's skills base if necessary (co-opted members' tenure should not exceed 12 months).' As a result, it is recommended that Myra Kinghorn be co-opted on to the Committee until 1 August 2016, to cover this committee membership requirement.

### **Election of Chair and Vice Chair**

The Board is asked to note that the outcomes of the annual elections for the Chair and Vice Chair may have an impact on the constitution of the committees. It may therefore be necessary to make some adjustments to the membership of the committees after the election has taken place in July. Given this, the Board is asked to agree that proposals are circulated for agreement via write-around if necessary, shortly after the July Board meeting, so that the committees can continue to function between over the summer period and before the September Board meeting.

### **7. Risk Implications**

ARB's committees should be properly resourced with membership selected from those who have the appropriate skills, expertise and experience to ensure that the committees meet their terms of reference.

### **8. Resource Implications**

All committee level expenditure is accounted for in the Board's budget.

### **9. Communication**

The Board has reviewed its Committee membership and has made appointments which consider the skills of current Board members, the management of any potential conflicts of interest, along with the discharge of its statutory functions.

### **10. Growth Duty Considerations**

N/A

### **11. Equality and Diversity Implications**

When populating committee membership, consideration is given to the gender balance of each Committee, along with due regard to the Board's appointed and elected Corporate Governance structure.