

10.00am, Thursday, 28 April 2016

Appointments of Non-Executive Directors to EDI Group Limited

Item number 7.2
Report number
Executive/routine
Wards

Executive Summary

The report seeks Council approval for the re-appointment of two non-executive directors for a period of one month and for one non-executive director for a period of one year to EDI Group Limited.

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Appointments of Non-Executive Directors to EDI Group Limited

1. Recommendations

- 1.1 To appoint Deborah Benson and John Watt to the Board of EDI Group Limited and its subsidiaries until 31 May 2016.
- 1.2 To appoint Hugh Rutherford to the Board of EDI Group Limited and its subsidiaries until 30 June 2017.

2. Background

- 2.1 The Board of EDI Group Limited (EDI) consists of three non-executive directors from the City of Edinburgh Council, three additional non-executive directors and one executive director. The three directors who are councillors should include the Convener and Vice-Convener of the Council's Economy Committee.
- 2.2 On 1 May 2014 Council approved the appointment of Deborah Benson, Hugh Rutherford and John Watt to the Board of EDI and its subsidiaries for two years. These appointments expire on 5 May 2016.
- 2.3 The Council is required to nominate the Board directors prior to any appointment by EDI.

3. Main report

- 3.1 Hugh Rutherford has indicated his willingness to be considered for re-appointment to the Board of EDI.
- 3.2 It is proposed that the appointment of Hugh Rutherford is for a period of just over a year. This will allow the Council to stage its appointments to EDI to help mitigate the loss of up to three additional non-executive directors at one time. It is proposed that the appointment is to the end of June 2017 to avoid an overlap with the Local Government Elections in May 2017.
- 3.3 The other two additional non-executive directors, Deborah Benson and John Watt, have indicated that they do not wish to be considered for any extension of their period as directors of EDI. However, they have indicated their willingness to remain on the Board for an additional month to allow the existing Board to consider the

annual accounts. This will help ensure a robust and informed scrutiny of EDI's annual accounts.

- 3.4 Further recruitment of non-executive directors to replace Deborah Benson and John Watt will be undertaken as appropriate and any proposals submitted for approval to Council.

4. Measures of success

- 4.1 The appointment of an experienced and skilled Board of directors.

5. Financial impact

- 5.1 There is no significant financial impact arising from the report as the non-executive director roles are non-remunerated.

6. Risk, policy, compliance and governance impact

- 6.1 Further appointments will be necessary to ensure that EDI has a full complement of Board directors.

7. Equalities impact

- 7.1 There are no equalities issues arising from this report.

8. Sustainability impact

- 8.1 There are no sustainability issues arising from this report.

9. Consultation and engagement

- 9.1 Discussions took place with the Chair of EDI on the proposals for Council.

10. Background reading/external references

- 10.1 [The City of Edinburgh Council minute of 1 May 2014](#)

Andrew Kerr

Chief Executive

Contact: Gavin King, Committee Services Manager

11. Links

Coalition Pledges

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Agreement**

Appendices