

# **DRAFT MINUTES OF THE GOVERNANCE COMMITTEE MEETING of**

## **THE CAIRNGORMS NATIONAL PARK AUTHORITY**

**held via Lifesize  
on 2 July 2021 at 9.30am**

### **PRESENT**

Xander McDade (Chair)	Gaener Rodger
Carolyn Caddick	William Munro
Deirdre Falconer	Judith Webb

### **In Attendance:**

David Cameron, Director of Corporate Services  
Kate Christie, Head of Organisational Development  
Vicky Walker, Governance & Reporting Manager  
Alix Harkness, Clerk to the Board  
Eleanor Mackintosh, CNPA Board Member  
Derek Ross, CNPA Board Member (until Paper 1)  
John Latham, CNPA Board Member (from Paper 1)  
Ian McLaren, CNPA Board Member (from Paper 1)  
John Kirk, CNPA Board Member (from Paper 1)  
Anne Rae Macdonald, CNPA Board Member (from Paper 1)

**Apologies:** Grant Moir

### **Welcome and Apologies**

1. Xander McDade, the Convener welcomed everyone to the first meeting of Governance Committee.
2. He congratulated William Munro to the position of Performance Committee Chair following the recent ballot and Deirdre Falconer to the position of Resources Committee Chair. He welcomed Judith Webb back as Chair of the Audit & Risk Committee Chair.

### **Matters Arising**

3. There were no matters arising.

### **Declaration of Interests**

4. No interests were declared.

### **Updated Board Handling Process (Paper 1)**

5. David Cameron, Director of Corporate Services introduced the paper presenting the process when handling complaints made on actions of Board members which had been updated following recent Board discussions. He reported that a Board member since publication of the papers had highlighted that the flow chart still referred to a complaint going before the full Governance Committee and although this had been amended in the narrative (at para 12), this had not been updated in the flow chart. He explained that having the correct process clear in the narrative was sufficient and kept the flow chart succinct.

Derek Ross left the meeting.

6. The Governance Committee discussed the paper and made the following comments and observations:
  - a) If the complaint was brought before Member(s) of the Governance Committee would it be a formal meeting or an informal discussion? Director of Corporate Services advised in order to retain confidentiality, the expectation was to draw a number of the Committee members together and the meeting would be recorded as part of the complaint handling process with a confidential record of that discussion.
  - b) A member expressed concern about being involved in the process as a member of the Governance Committee. Director of Corporate Services reassured the member that they could state that they did not want to take part as part of the due diligence and complaint handling process. He reminded the member that if a complaint were to get to the Governance Committee then it would have already passed through two stages and this aspect was a safety net in the process.
  - c) In the interests of proportionality could it be described in the past 5 years how often complaints received have not been escalated to the Ethical Standards Commission (ESC)? Director of Corporate Services advised that the vast majority of what was already a small number of such complaints did not go past the first 2 stages of the process outlined. A number of complaints have been validated and the Director has gone on to investigate them, with complaints

typically either being dismissed after preliminary investigation or resolved by letter from the Director.

- d) Director of Corporate Services made the point that the Convener taking sounding advice from a member of the Governance Committee was not to save resources of the ESC, but because the ESC have a clear expectation that public bodies will handle complaints and investigate them appropriately.
- e) A member who regularly works in complaint handling regulatory work commented on the benefits of having a sub-group. A single board member or staff member may be influenced by the way they perceive a complaint. Having a sub-group was a way to make the process much more robust, fair and reliable, both for the organisation and the person being complained about.
- f) If the Standards Officer and Convener could not come to a conclusion would bringing it before another Governance Committee member help them to reach a conclusion? Director of Corporate Services clarified that this stage of the process is not to help reach a conclusion: if he as Standards Officer could not come to a definitive conclusion to support a complaint then on balance the complaint in question would be dismissed as there would not be reasonable grounds to support the complaint. The complainant would be advised that if they were not satisfied they could take the complainant take to ESC themselves. In this case, the scenario would be where, the standards officer had come to a conclusion and put that to the Convener, for the Convener to consider and the Convener had also taken a decision that further review was merited. This ensures that due diligence has taken place.
- g) If the principal is fairness, was the policy too loose? Director of Corporate Services advised that it was impossible to write a process that anticipated all eventualities. The policy set out processes which could be adapted and brought to bear on all eventualities as far as could be envisaged and as far as the Director is concerned there is. The Convener added that similarly the ESC draws up a panel, and if there were any conflicts of interests they step aside, similar selection of judges. From his point of view, if standards officer has decided there is a possible breach, the Convener would want to have the view of couple of other board members, who have experience in this areas. Should members of the Governance Committee be in any conflict, there is an existing process for members to take on responsibility for review.
- h) If a few Board members were raising the same concern (that a Board member was not acting as a Board member) would that view be taken on board? The Convener confirmed that that was the purpose of this sub-group to consider such aspects of judgement.
- i) Is it considered why a complaint might come in through reasons of malice for example? Director of Corporate Services confirmed that potential motivations for submitting a complaint is taken into consideration as part of the process, and always has been.

- j) Query around the word customer which is used in paragraph 1 of the policy. Director of Corporate Services explained that this was an excerpt from the overarching complaints policy and the use of that word could be looked at as part of any future review of that document.
- k) Comment made that whether someone is formally acting in their Board member role, comes back to fundamental aspect that being a Board member of a Public body means members have a degree of a public profile and potential association with your Board member role in whatever you do. A key element of judgement required in these situations has always been around a blurred boundary when acting in personal capacity or associated with a role with a public body, which is why we have such detailed review and investigation systems.
- l) A member referred to a very clear definition received by the ESC and asked that the Committee agree to refer to that in the future? Director of Corporate Services noted that the wording in question was not in front of the Committee today however, assuming the member was referring to correspondence which he was aware of, he provided reassurance that it this definition in question was not new in any way and has been fundamental since code of conducts came to be, and not in any way a clarification that didn't exist. The Convener commented on this point: the test that is applied when initially assessing a complaint of this nature is the objective test where a reasonable person in full knowledge of facts would consider someone to be acting in their capacity member of a public body. The nature of these situations differs markedly in each case and different people come to different conclusions.
- m) Comment made that the locally elected members are disadvantaged given they were elected on to the Board by the local people. Director of Corporate Services said he appreciated the much nuanced position for locally elected members and understands in terms of that position elected members' difficulty to manage their local communities' expectations of what you members bring to a board with the reality when on the board of one standard for all board members. The Director noted that all Board members live in communities whether of interest or locality. Therefore, there may be similar expectations placed on all Board members. The Convener agreed to discuss with staff how directly elected members could be better supported in managing their roles.
- n) Did the pre-prepared press comment, sit in an appendix to the policy? Director of Corporate Services confirmed that there is no separate annex: the narrative in the policy document would be the press comment.
- o) Suggestion made at paragraph 15e to include the word wellbeing. Director of Corporate Services explained the reasoning behind not putting that word in as it may imply that a mental health professional or of similar nature would be signposted. He added that where appropriate, people are informally sign-posted to sources of professional support to pick up wellbeing requirements.

The Director responded that in his view mental health support is adequately covered without adding the word.

7. **The Convener concluded that:**
  - a) **Extensive feedback from the Board had been taken into consideration and revisions made.**
  - b) **Board members now understand the existing process and the new amended process following those discussions.**
  - c) **No major changes as a result of today's discussions.**
  - d) **Moved the motion to approve the paper. This was seconded by the Deputy Convener.**
8. **The Governance Committee approved the Complaints Handling Process against member of the Board.**
9. **Action:**
  - i. **Thought to go into how locally elected members could be better supported.**

## **AOCB**

10. The Convener provided the following updates:
  - a) It is the intention to agree Committee membership next week at which point it will be communicated.
  - b) Committee Chairs will be informed of the administrative arrangements for their Committees going forward.
  - c) Members have Board meeting dates from now until the end of December held in their diaries, these will be updated this week detailing what meeting on which date and dates from March 2022 onwards will also be published.

## **Date of Next Meeting**

11. The next meeting of the Governance Committee would be confirmed in a week's time.
12. The meeting finished at 10.35 hours.