For decision

Title: Election of Audit and Risk Committee Chair

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Purpose

The paper notifies the Board that the current Chair of Audit and Risk Committee's term will come to an end 31 January 2026. This paper sets out proposed arrangements for undertaking the election of the Audit and Risk Committee Chair.

Recommendations

The Board is asked to:

a) Agree the election process for the Audit and Risk Committee Chair as set out in this paper.

Background information

1. The election is proposed to follow the same process as that adopted by the Board for elections in 2023 of the Board Convener and Deputy Convener. These elections were held electronically, avoiding the need to schedule the election at the time of a meeting and enabled all members to participate in the vote irrespective of their ability to be present on a specific date, while retaining full anonymity of votes cast.

Proposed Election Process

2. The proposed election process will begin with the Proper Officer seeking nominations and seconds for the role of Audit and Risk Committee Chair. The Board's Standing Orders require that nominations and seconds are invited at least two weeks prior to opening an election process. Therefore, the Proper Officer plans to allow a period of 10 working days from the opening of the process for nominations and seconds to be submitted.

3. On close of the process, where there are two or more candidates then the Proper Officer will arrange for candidate's personal statements to be circulated and for a ballot to be held.

4. Where only one valid nomination has been received then the candidate shall be declared elected in accordance with the Standing Orders.

5. The working assumption is that ballots will be undertaken using an electronic platform. The ballot will be open for 48 hours.

6. The ballot will use a single transferrable vote system as adopted in Standing Orders.

7. It is proposed that the election would take place during December 2025. This will allow the election to be completed prior to the end of the current appointment and aims to provide time for briefings and hand over where required.

8. The planned timetable for the election processes following on from the above proposals will therefore be as:
   a) Monday 1 December - open call for nominations and seconds for candidates for office of Chair of Audit and Risk Committee, if process is agreed by board on 28 November.
   b) Monday 15 December at noon - nomination process closes.
   c) Monday 15 December close of business - candidate statements are circulated where there are two or more candidates for an office; results announced where there is only a single candidate.
   d) Tuesday 16 December - electronic ballot(s) opened where required.
   e) Thursday 18 December - electronic ballot(s) to close.
   f) Friday 19 December - result of ballot(s) announced.

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