

Report to **South Downs National Park Authority**
Date **28 March 2024**
By **Head of Governance**
Title of Report **Appointments to Outside Bodies**
Decision

Recommendation:

The Authority is recommended to:

- 1. Appoint Tim Burr, Deputy Chair of the South Downs National Park Authority, ex-officio as a Trustee of the South Downs National Park Trust.**

In its capacity as Shareholder of South Downs Commercial Operations Limited, the Authority is recommended to:

- 2. Appoint Stephen McAuliffe as a Director of South Downs Commercial Operations Limited until the Authority's AGM in 2024; and**
 - 3. Appoint Mike Hughes as a Director of South Downs Commercial Operations Limited and agree this appointment be backdated to 1 January 2024.**
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1. Introduction

- 1.1** At its AGM in July 2023 the South Downs National Park Authority (the Authority) agreed its appointments of Members to represent the Authority on a variety of external organisations and outside bodies (for the purposes of this report, the term 'Outside Bodies' is used to encompass all of these bodies) and to act as NPA-appointed Trustees of the South Downs National Park Trust (the Trust) and as NPA-appointed Directors of South Downs Commercial Operations Limited (the Company).
- 1.2** Following Member and Officer changes at the Authority, this report seeks to appoint two NPA-appointed Directors of the Company and one NPA-appointed Trustee of the Trust.

2. Issues for consideration

- 2.1** The role of the Members appointed to these Outside Bodies will be in the role of a decision maker and, as Directors or Trustees, the Members appointed will carry separate legal duties as company directors under the Companies Act 2006.
- 2.2** In summary, the proposed appointments and the reasons the appointments are sought are:
 - i.** Appoint Stephen McAuliffe as a Director of the Company until the Authority's AGM in 2024. This appointment is sought to support the effective operation of the Board of Directors, to ensure three Members of the Authority act as Directors of the Company, and as Stephen brings particular expertise in ecology and environmental management which are considered to be of benefit in the running of the Company and the management of Seven Sisters Country Park. The term of this initial appointment is intended to tie in with the annual Member Director appointment cycle.

- ii. Appoint Mike Hughes as a Director of the Company as of 1 January 2024. This appointment is sought to continue the practice of ensuring a senior officer of the Authority acts as a Director of the Company to promote close working relationships between the Authority and the Company and support the control framework of the Teckal company. Mike also brings particular expertise in planning and project management which are considered to be of benefit in the running of the Company and the management of Seven Sisters Country Park.
- iii. Appoint Tim Burr, Deputy Chair of the Authority, ex-officio as a Trustee of the South Downs National Park Trust. This appointment is sought to continue the practice of appointing two Members of the SDNPA as Trustees of the Trust As set out in the Trust’s Articles of Association the SDNPA may appoint up to four of its Members as Trustees of the Trust, but at no point shall Members of the SDNPA make up more than one third of the Trustees. This is important for effective decision making at the Trust as meetings of the Board of Trustees are only quorate when an SDNPA appointed Trustee is present.

2.3 In relation to the appointment of Mike Hughes as a Director on 1 January 2024, Tim Slaney took up his role as Interim Chief Executive of the Authority and resigned his position as a Director of the Company. Mike Hughes was subsequently appointed as the Interim Director of Planning and agreed to act as a Director of the Company. The decision to appoint NPA-appointed Directors of the Company is reserved for the Authority and as such is brought to this meeting for the appointment to be confirmed and backdated to the 1 January 2024.

2.4 The appointment of Tim Burr as a Trustee of the Trust is proposed as an ex-officio appointment, meaning that he is appointed by reason of his office and were there to be a change in the person holding that office there would similarly be a change in the person appointed as a Trustee of the Trust. Any change to the person appointed as Deputy Chair of the Authority is a decision for the Authority to make and any subsequent change to the person appointed as a Trustee would be made at the same time.

3. Options & cost implications

3.1 The Authority could decide not to make the appointments and select other persons to fill these roles. However, to not make the appointments would put both the Trust and the Company at risk of not being able to properly conduct business at their meetings.

3.2 The time commitment required from the Director of Planning to discharge his responsibilities as a director of the Company is considered acceptable and achievable.

3.3 As with their other duties, Members and Officers appointed to these roles may claim expenses, however, there are no additional costs associated with the appointments.

4. Next steps

4.1 Should the appointments be made, officers will take the necessary administrative steps to effect the changes.

5. Other Implications

Implication	Yes*/No
Will further decisions be required by another committee/full authority?	No
Does the proposal raise any Resource implications?	<p>The time commitment required from the Director of Planning to discharge his responsibilities as a director of the Company is considered acceptable and achievable.</p> <p>As with their other duties, Members and Officers appointed to these roles may claim expenses, however, there are no additional costs associated with the appointments.</p>

Implication	Yes*/No
How does the proposal represent Value for Money?	The Authority is recommended to appoint Directors and Trustees to the organisation in this report. As the Trust and the Authority deliver services such as fundraising for the SDNP and management of the Authority's assets the appointment of Members and/or officers to these roles supports the organisation's ability to deliver value for money.
Which PMP Outcomes/ Corporate plan objectives does this deliver against	Effective decision-making contributes to the delivery of all PMP Outcomes and Corporate Plan objectives.
Links to other projects or partner organisations	South Downs National Park Trust South Downs Commercial Operations Limited
How does this decision contribute to the Authority's climate change objectives	Both organisations contribute to the objectives.
Are there any Social Value implications arising from the proposal?	None
Have you taken regard of the South Downs National Park Authority's equality duty as contained within the Equality Act 2010?	All Members are eligible to be considered for positions on Outside Bodies at the AGM each year. Between AGMs, positions are filled as required. Reasonable adjustments will be made to support Members and officers to fulfil their roles on Outside Bodies.
Are there any Human Rights implications arising from the proposal?	None
Are there any Crime & Disorder implications arising from the proposal?	None
Are there any Health & Safety implications arising from the proposal?	None
Are there any Data Protection implications?	Personal data relating to this decision has been and will continue to be managed in accordance with the Authority's information security policy and in compliance with Data Protection legislation.

6. Risks Associated with the Proposed Decision

- 6.1 Newly appointed Trustees and Directors may be required to undertake training in the role and responsibilities related to their appointment.

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Appendices	None
SDNPA Consultees	Chief Executive Officer, Monitoring Officer.
External Consultees	None
Background Documents	Authority Standing Orders